(This General Information Document is neither a prospectus nor a statement in lieu of a prospectus)

# GENERAL INFORMATION DOCUMENT

**AKARA CAPITAL ADVISORS PRIVATE LIMITED**
(**"Issuer"** / **"Company"**)
A private limited company incorporated and validly existing under the Companies Act, 2013.
General Information Document for issue of Non-Convertible Securities on a private placement basis dated: 03rd August 2023

**ISSUE OF SENIOR / UNSUBORDINATED / SUBORDINATED, SECURED / UNSECURED, RATED, LISTED, NON-CONVERTIBLE SECURITIES AGGREGATING FOR AN AMOUNT AS SHALL BE MORE PARTICULARLY SET OUT IN THE KEY INFORMATION DOCUMENT, IN MULTIPLE TRANCHES / ISSUANCES, FOR CASH, AT PAR OR AT PREMIUM OR AT DISCOUNT, EITHER FULLY PAID ISSUANCE OR PARTLY PAID ISSUANCE, IN A DEMATERIALISED FORM ON A PRIVATE PLACEMENT BASIS (THE "ISSUE") BY AKARA CAPITAL ADVISORS PRIVATE LIMITED (THE "COMPANY") OR "ISSUER").**

## PART A: DISCLOSURES AS PER SEBI NCS Regulations:

*** Please refer pages 1-4 for all information required to be placed on the front page of a General Information Document as per Schedule I of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.*

Please see below the disclosures as required under the terms of the SEBI NCS Regulations (as defined below): The below disclosures as set out in this General Information Document shall be valid and applicable unless otherwise modified in the respective Key Information Document as shall be issued by the Issuer from time to time.

This General Information Document is valid for a period of 1 (one) year.

| S. No. | Particulars | Relevant Disclosure |
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| 1. | **Corporate Identity Number of the Issuer**: | U74110DL2016PTC290970 |
| 2. | **Permanent Account Number of the Issuer**: | AAOCA1452F |
| 3. | **Date and place of Incorporation of the Issuer**: | Date of incorporation: 11th February 2016<br>Place of incorporation: New Delhi, India |
| 4. | **Latest registration / identification number issued by any regulatory authority which regulates the Issuer (in this case the RBI)**: | 290970 |
| 5. | **Registered Office address of the Issuer**: | 60, Third Floor, Arjun Nagar, Kotla Mubarak Pur,<br>New Delhi - 110003 |
| 6. | **Corporate Office address of the Issuer**: | CRC-2, 1st Floor, Khasra No. 337, Mehrauli-Gurgaon Rd,<br>Sultanpur, New Delhi, Delhi 110030 |
| 7. | **Telephone No of the Issuer**: | 9643309883 |
| 8. | **Details of Compliance officer of the Issuer:** | Name: Ms. Sonia Thakur |

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| | | Telephone Number: 9643309883<br>Email address: sonia.thakur@stashfin.com |
| 9. | **Details of Company Secretary of the Issuer**: | Name: Ms. Sonia Thakur<br>Telephone Number: 9643309883<br>Email address: sonia.thakur@stashfin.com |
| 10. | **Details of Chief Financial Officer of the Issuer**: | Name: Mr. Pankaj Kumar<br>Telephone Number: 9643309883<br>Email address: pankaj.kumar@stashfin.com |
| 11. | **Details of Promoters of the Issuer:** | Name: Morus Technologies Pte Ltd<br>Telephone Number: 9643309883<br>Email address: accounts@stashfin.com |
| 12. | **Website address of the Issuer**: | www.akaracap.com |
| 13. | **Email address of the Issuer**: | cofficer@akaracap.com |
| 14. | **Details of debenture trustee for the Issue:** | Name: Beacon Trusteeship Limited<br>Address: 4C & D Siddhivinayak Chambers, Gandhi Nagar, opposite MIG Cricket Club, Bandra (East), Mumbai, Maharashtra – 400051<br>Logo:<br>Telephone Number: 022-26558759<br>Email address: compliance@beacontrustee.co.in<br>Contact person: Mr. Kaustubh Kulkarni<br>Or such other Debenture Trustee as shall be set out in the respective Key Information Document. |
| 15. | **Details of credit Rating Agent for the Issue:** | Name: ICRA Analytics Limited<br>Address: 17th Floor, Plot G-1, Infinity Benchmark, Block GP, Sector V, Salt Lake, Kolkata, West Bengal - 700091<br>Logo:<br>Telephone Number: +91-22-61796300<br>Email address: ashwini.kumar@icraanalytics.com<br>Contact person: Mr. Ashwini Kumar<br>Or such other Rating Agent as shall be set out in the respective Key Information Document. |
| 16. | **Disclosure of filing** | Given this is a private placement of non-convertible securities, there shall be no requirement of filing the same with the Registrar of Companies pursuant to the Section 26(4) of the Act. |
| 17. | **Date of General Information Document** | 03rd August 2023<br>This General Information Document is valid for a period of 1 |

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| | | (one) year from the first issue opening date. |
| 18. | **Type of General Information Document** | This General Information Document is being issued in relation to the private placement basis of Non-Convertible Securities. |
| 19. | **The nature, number, price and amount of securities offered and issue size (base issue or green shoe), as may be applicable** | **Base Issue:** Kindly refer to the respective Key Information Document<br><br>**Green Shoe:** Kindly refer to the respective Key Information Document |
| 20. | **The aggregate amount proposed to be raised through all the stages of offers of non-convertible securities made through the General Information Document (applicable only in case of public issuance);** | Not applicable. |
| 21. | **Details of Registrar to the Issue:** | Name: Bigshare Services Private Limited<br>Address: 1st Floor, Bharat Tin Works Bldg., Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai – 400059<br>Logo: Bigshare Services Pvt. Ltd.<br>Telephone Number: 022 6263 8200<br>Fax number: NA<br>Website: https://www.bigshareonline.com/<br>Email address: mukesh@bigshareonline.com<br>Or such other Registrar as shall be set out in the respective Key Information Document. |
| 22. | **Legal Counsel** | Name: Juris Corp, Advocates & Solicitors<br>Logo: Juris Corp advocates & solicitors<br>Contact Person: Partner, Securities<br>Address: 302, Century Bhavan, 3rd Floor,<br>Dr Annie Besant Road, Worli, Mumbai – 400 030, India<br>Email: securities@jclex.com<br>Tel: 022 6720 5555<br>Website: www.jclex.com<br>Or such other Legal Counsel as shall be set out in the respective Key Information Document. |
| 23. | **Statutory Auditor** | Logo: NA<br>Name: SURI & SUDHIR Chartered Accountants<br>Address: L-4, Connaught Cir, Near Haldiram Sweets, Block L, Connaught Place, New Delhi, Delhi 110001 |

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| | | Website: www.suriandsudhir.com<br>Email address: info@suriandsudhir.com<br>Telephone Number: +911141827087<br>Contact Person: Mr. Sudhir Kumar Arora, Partner<br>Or such other Statutory Auditor as shall be set out in the respective Key Information Document. |
| 24. | **Issue Schedule** | **Date of opening of the Issue:** As set out in the respective Key Information Document<br>**Date of closing of the Issue:** As set out in the respective Key Information Document<br>**Date of earliest closing of the Issue (if any):** As set out in the respective Key Information Document<br>This General Information Document shall be issued as on 03rd August 2023 and shall be valid for a period of 1 (one) year from the first issue opening date under this General Information Document. |
| 25. | **Credit Rating of the Issue** | The Rating Agent has vide its letter dated 04th July 2023 and rating rationale and its press release dated 04th July 2023 assigned a rating of "ICRA BBB (Stable)" (pronounced as "ICRA triple B outlook stable") in respect of the Debentures. Please refer to **Annexure II** of this General Information Document for the credit rating letter and rating rationale received from the Rating Agent assigning the credit rating abovementioned and the press release by the Rating Agent in this respect.<br>Link for the press release: https://www.icra.in/Rationale/ShowRationaleReport?Id=120808<br>Or such other rating as shall be assigned from time to time and as shall be set out in the respective Key Information Document. |
| 26. | **All the ratings obtained for the private placement of Issue** | Please refer to S.no 25 (*Credit Rating of the Issue*) above. |
| 27. | **The name(s) of the stock exchanges where the securities are proposed to be listed, subject to change** | The Non-Convertible Securities are proposed to be listed on the wholesale debt market of the BSE Limited ("**BSE**")<br>Please refer to **Annexure VII** (*In-Principle approval received from BSE)* of this General Information Document for the in-principle approval for listing obtained from BSE).<br>BSE shall be the 'Designated Stock Exchange' for the purpose of maintenance of the recovery expense fund prescribed by SEBI under the SEBI Debenture Trustees Circular, as may be amended from time to time. |
| 28. | **The details about eligible investors;** | As shall be more particularly set out in the respective Key Information Document. |
| 29. | **Coupon rate, coupon payment frequency, redemption date, redemption amount and details of debenture trustee** | As specified in the respective Key Information Document.<br>The details of Debenture Trustee are provided under S. No. 14 of this table above. |
| 30. | **Nature and issue size, base issue and green shoe option,** | Issue Size - Kindly refer to the respective Key Information Document |

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| | **if any, shelf or tranche size, each as may be applicable** | Base Issue Size - As set out in the respective Key Information Document.<br><br>Green shoe option - As set out in the respective Key Information Document. |
| 31. | **Details about underwriting of the issue including the amount undertaken to be underwritten by the underwriters:** | Kindly refer to the respective Key Information Document |
| 32. | **Inclusion of a compliance clause in relation to electronic book mechanism and details pertaining to the uploading the General Information Document on the Electronic Book Provider Platform, if applicable.** | The final subscription to the Non-Convertible Securities shall be made by the Eligible Investors through the electronic book mechanism as prescribed by SEBI under the EBP Guidelines by placing bids on the electronic book platform during the Issue period. In case the Eligible Investors are not registered on the EBP, they will have to register themselves as investor on the said platform (as a one-time exercise) and also complete the mandatory KYC verification process. The Eligible Investors should also refer to the operational guidelines of the EBP in this respect. The disclosures required pursuant to the EBP Guidelines are set out hereinbelow: |

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| Details of size of the Issue including green shoe option, if any | Total Issue size of Issue: Kindly refer to the respective Key Information Document |
| Bid opening and closing date | Bid opening date: Kindly refer to the respective Key Information Document<br><br>Bid closing date: Kindly refer to the respective Key Information Document |
| Minimum Bid lot | Kindly refer to the respective Key Information Document |
| Manner of bidding in the Issue | Closed Bidding |
| Manner of allotment in the Issue | The allotment will be done on Uniform Yield basis in accordance with EBP Guidelines. |
| Manner of settlement in the Issue | Pay-in of funds through ICCL and the account details are given in the Clause 8.9 (*Issue Procedure*) of this General Information Document. |
| Settlement cycle | T+1, where T refers to the date of bid opening date / issue opening date |

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| 33. | **Specific declaration requested by BSE: non-equity regulatory capital** | Kindly refer to the respective Key Information Document |

## Background

This General Information Document (as defined below) is related to the issue of senior / unsubordinated / subordinated, secured / unsecured, rated, listed, non-convertible securities to be issued in multiple tranches/issuances, secured/unsecured, principle protected or not, market linked or not, redeemable/perpetual, green debt securities or not, for cash at par or at premium or at discount, either fully paid issuance or partly paid issuance, in a dematerialised form on a private placement basis by **Akara Capital Advisors Private Limited** (the "**Issuer**" or "**Company**") and contains relevant information and disclosures required for the purpose of issuing of the Non-Convertible Securities. The issue of the Non-Convertible Securities comprised in the Issue and described under this General Information Document shall be authorised by the Issuer through resolutions of the shareholders of the Issuer and the Board of Directors of the Issuer, the details of which shall be more particularly set out in the respective Key Information Document and has been authorised by the Memorandum and Articles of Association of the Company. The details of the corporate authorizations i.e. the resolution passed by the board of directors of the Issuer and the resolution passed by the shareholders of the Issuer shall be set out in each of the relevant Key Information Document that shall be issued by the Company from time to time for the purpose of issuance of the Non-Convertible Securities. The Issuer shall ensure that at all times, such relevant issuance of the Non-Convertible Securities shall be within the limits as shall be prescribed in such relevant resolution.

**THIS GENERAL INFORMATION DOCUMENT IS NEITHER A PROSPECTUS NOR A STATEMENT IN LIEU OF A PROSPECTUS AND DOES NOT CONSTITUTE AN OFFER TO THE PUBLIC GENERALLY TO SUBSCRIBE FOR OR OTHERWISE ACQUIRE THE NON-CONVERTIBLE SECURITIES TO BE ISSUED UNDER THE ISSUE.**

**THIS GENERAL INFORMATION DOCUMENT IS PREPARED AND ISSUED IN CONFORMITY WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021, ISSUED VIDE NOTIFICATION NUMBER SEBI/LAD-NRO/GN/2021/39 DATED 09TH AUGUST 2021, AS AMENDED FROM TIME TO TIME, READ WITH THE CIRCULARS ISSUED THEREUNDER; THE MASTER CIRCULAR FOR ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES, SECURITISED DEBT INSTRUMENTS, SECURITY RECEIPTS, MUNICIPAL DEBT SECURITIES AND COMMERCIAL PAPER ISSUED BY SECURITIES AND EXCHANGE BOARD OF INDIA, ISSUED VIDE CIRCULAR NO. SEBI/HO/DDHS/P/CIR/2021/613 DATED 10TH AUGUST, 2021, AS AMENDED FROM TIME TO TIME, THE PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER PURSUANT TO SECTION 42 OF THE COMPANIES ACT, 2013 READ WITH RULE 14 OF THE COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014 AND PURSUANT TO SECTION 71 OF THE COMPANIES ACT, 2013 READ WITH RULE 18 OF THE COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014 (AS APPLICABLE) FOR ISSUE OF NON-CONVERTIBLE SECURITIES ON A PRIVATE PLACEMENT BASIS.**

**Wilful Defaulters**

**The Issuer, its directors and promoters have not been declared as a wilful defaulter by RBI or any other authority. Please refer to Section 6 (*Disclosures pertaining to wilful defaulters*) for the disclosures pertaining to wilful default.**

**Issuer's Absolute Responsibility**

**The Issuer, having made all reasonable inquiries, accepts responsibility for and confirms that this General Information Document contains all information with regard to the Issuer and the Issue which is material in the context of the Issue, that the information contained in the General Information Document is true and correct in all material aspects and is not misleading, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading.**

| Particulars | Date |
|---|---|
| Validity period of the General Information Document | From 03rd August 2023 to 02nd August 2024 |
| Issue Opening Date | Kindly refer to the respective Key Information Document |
| Issue Closing Date | Kindly refer to the respective Key Information Document |

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| Pay In Date | Kindly refer to the respective Key Information Document |
| Deemed Date of Allotment | Kindly refer to the respective Key Information Document |

## GENERAL RISK

INVESTMENT IN THE NON-CONVERTIBLE SECURITIES INVOLVES A DEGREE OF RISK AND PROSPECTIVE INVESTORS SHOULD NOT INVEST ANY FUNDS IN THIS ISSUE UNLESS THEY CAN AFFORD TO TAKE THE RISK OF LOSING THEIR INVESTMENT AND SUCH RISKS AS ATTACHED TO SUCH INVESTMENTS. PROSPECTIVE INVESTORS ARE ADVISED TO MAKE AN INFORMED DECISION AND TO READ **SECTION 3** (*RISK FACTORS*) OF THIS GENERAL INFORMATION DOCUMENT CAREFULLY BEFORE TAKING AN INVESTMENT DECISION IN THIS ISSUE OF NON-CONVERTIBLE SECURITIES. FOR THE PURPOSES OF TAKING AN INVESTMENT DECISION, PROSPECTIVE INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER, THE ISSUE, THE GENERAL INFORMATION DOCUMENT AND THE KEY INFORMATION DOCUMENT TO BE ISSUED FROM TIME TO TOME INCLUDING THE RISKS INVOLVED IN IT. SPECIFIC ATTENTION OF THE PROSPECTIVE INVESTORS IS INVITED TO THE STATEMENT OF RISK FACTORS CONTAINED UNDER **SECTION 3** (*RISK FACTORS*) OF THIS GENERAL INFORMATION DOCUMENT. THESE RISKS ARE NOT, AND ARE NOT INTENDED TO BE, A COMPLETE LIST OF ALL RISKS AND CONSIDERATIONS RELEVANT TO THE NON-CONVERTIBLE SECURITIES OR PROSPECTIVE INVESTOR'S DECISION TO PURCHASE SUCH NON-CONVERTIBLE SECURITIES.

PROSPECTIVE INVESTORS SHOULD CONSULT THEIR OWN LEGAL, REGULATORY, TAX, FINANCIAL AND/OR ACCOUNTING ADVISORS ABOUT RISKS ASSOCIATED WITH AN INVESTMENT IN SUCH NON-CONVERTIBLE SECURITIES AND THE SUITABILITY OF INVESTING IN SUCH NON-CONVERTIBLE SECURITIES IN LIGHT OF THEIR PARTICULAR CIRCUMSTANCES.

THE ISSUE OF NON-CONVERTIBLE SECURITIES HAS NOT BEEN RECOMMENDED OR APPROVED BY THE SECURITIES AND EXCHANGE BOARD OF INDIA (**"SEBI"**) NOT DOES SEBI GUARANTEE THE ACCURACY AND ADEQUACY OF THE INFORMATION CONTAINED HEREIN.

## Listing

The Non-Convertible Securities are proposed to be listed on the wholesale debt market of the BSE. The Issuer has obtained an in-principle approval from the Stock Exchange(s) on 01st August 2023.

The Issuer, with prior notice to the Debenture Trustee, may get the Non-Convertible Securities listed on other material stock exchanges as it deems fit. The Issuer shall comply with the requirements of the listing agreement to the extent applicable to it on a continuous basis.

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## SECTION 1: DEFINITIONS AND ABBREVIATIONS

Unless the context otherwise indicates or requires or unless a different meaning is provided to it in the respective Key Information Document or the relevant Transaction Document, the following terms shall have the meanings given below in this General Information Document.

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| Act | means the Companies Act 2013 and includes any rules, circulars, notifications and orders framed/ issued thereunder and any statutory modifications, re-enactments or amendments thereof or of such rules, circulars, notifications, orders, as issued from time to time. |
| Allot/Allotment/Allotted | The allotment of the Non-Convertible Securities pursuant to this Issue. |
| Applicable Accounting Standards | shall mean (a) until the adoption of Indian Accounting Standards (Ind-AS) in accordance with Applicable Law, generally accepted accounting principles in India, and (b) thereafter, Indian Accounting Standards, in each case as amended, supplemented or re-issued from time to time, applied on a consistent basis both as to amounts and to classification of items. |
| Applicable Law | shall mean any statute, national, state, provincial, local, municipal or other law, regulation, ordinance, rule, judgment, order, decree, byelaws, approval of Governmental Authority, directives, guidelines, policy requirement, circulars or other governmental restriction or any similar form of decision of or determination by, or any interpretation or administration having the force of law in India of any of the foregoing by Governmental Authority in India. |
| Applicant | means a Person who is eligible to invest in the Non-Convertible Securities and has submitted / will be submitting an Application for subscribing to the Non-Convertible Securities in accordance with the terms of the General Information Document and other Transaction Documents. |
| Application Form | means an application for subscribing to the Non-Convertible Securities, which is in the form annexed to this General Information Document and marked as **Annexure IV**. |
| Application Monies | means money paid or payable by an Applicant on its Application for subscription to the Non-Convertible Securities. |
| Assets | means, for any date of determination, the assets of the Issuer on such date as the same would be determined in accordance with the Applicable Accounting Standards. |
| Beneficial Owner(s)/Debenture Holder(s) | means the Persons who are, for the time being, and from time to time, and who will become the owners of the Tranches/Issuances of the Non-Convertible Securities in electronic (dematerialized) form, and whose names appear in the list of the beneficial owner(s)/register of beneficial owners(s) prepared, held and given by the Depository and shall mean the Secured Debenture Holders and/or the Unsecured Debenture Holders and/ or such other holders of the Non-Convertible Security, as may be contextually applicable, and **"Beneficial Owner"** means each such Person and includes their respective successors/ transferees and assigns. |
| Board / Board of Directors | The Board of Directors of the Issuer for the time being and from time to time. |
| BSE | means the BSE Limited. |
| Business Day | As specified in the relevant Key Information Document. |
| CDSL | Central Depository Services (India) Limited. |
| CERSAI | means the Central Registry of Securitisation Asset Reconstruction and Security Interest. |

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| Client Loan | means each loan disbursed by the Issuer as a lender and "Client Loans" shall construed accordingly. |
| Company/Issuer | shall mean Akara Capital Advisors Private Limited, a private limited company incorporated and validly existing under the Companies Act, 2013 having corporate identification number U74110DL2016PTC290970 and registered as a non-banking financial company with the Reserve Bank of India, having its registered office at 60, Third Floor, Arjun Nagar, Kotla Mubarakpur, New Delhi – 110003, India and acting through its office at CRC-2, 1st Floor, Khasra No. 337, Mehrauli-Gurgaon Rd, Sultanpur, New Delhi, Delhi 110030, India. |
| Conditions Precedent | As specified in the relevant Key Information Document. |
| Conditions Subsequent | As specified in the relevant Key Information Document. |
| Constitutional Documents / Charter Documents | means the certificate of incorporation of the Issuer, the memorandum of association and articles of association of the Issuer and the certificate of registration issued by the RBI to the Issuer. |
| Control | shall mean right to appoint majority of the directors or to control the management or policy decisions by a person or persons acting individually or in concert, directly or indirectly, including by virtue of their shareholding or management rights or shareholders agreements or voting agreements or in any other manner. |
| Debenture Obligations | (a) in respect of Secured Debentures, means the Secured Obligations; and<br>(b) in respect of the Unsecured Debentures mean the Unsecured Obligations. |
| Debenture Trust Deed | means each of the trust deed to be executed by and between the Debenture Trustee and the Issuer which will set out the terms upon which the respective Tranche/Issuance of the Debentures are being issued and shall include the representations and warranties and the covenants to be provided by the Issuer. |
| Debenture Trustee | Beacon Trusteeship Limited or such other debenture trustee appointed for respective Tranche/Issuance of the Debentures as more particularly mentioned in the respective Debenture Trustee Agreement. |
| Debenture Trustee Agreement | means each of the agreement executed / to be executed by and between the Debenture Trustee and the Issuer for the purposes of appointment of the Debenture Trustee to act as debenture trustee in connection with the issuance of the respective Tranche/Issuance of the Debentures. |
| Debenture Trustees Regulations | means the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993. |
| Debentures | Listed, rated, redeemable or perpetual, secured or unsecured, senior / unsubordinated / subordinated, principal protected market linked or not, green debt securities or not, non-convertible debentures to be issued by the Company on a private placement basis not or green debt securities or not) having either zero coupon or Coupon as set out in the relevant Key Information Document or redemption premium or redemption discount, or whose Coupon is linked to the performance of the Reference Index etc.) as more particularly set out in the Key Information Document and shall be collectively referred to as the Secured Debentures or Unsecured Debentures (as applicable). |
| Deed of Guarantee | shall mean each of the deed of corporate guarantee dated on or around the date of the issuance of Tranche / Issuance of the |

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| | Debentures (if applicable) to be executed by the Guarantor in favor of the Debenture Trustee for securing the Secured Obligations for the relevant Tranche/Issuance of the Debentures. |
| Deed of Hypothecation | shall mean each of the deed of hypothecation dated on or around the date of the relevant Tranche / Issuance of the Debentures (if applicable) to create a charge over the Hypothecated Assets for the respective Tranche/Issuance of Debentures, to be executed between the Issuer and the Debenture Trustee to secure the Secured Obligations in relation to the respective Tranche/Issuance of the Secured Debentures. |
| Deemed Date of Allotment | shall mean the date on which the Debentures shall have been deemed to be allotted to the Debenture Holders – as mentioned in detail in the respective Key Information Document. |
| Demat | means dematerialized securities which are securities that are in electronic form, and not in physical form, with the entries noted by the Depository. |
| Depositories | means the depositories with which the Issuer has made arrangements for dematerialising the Non-Convertible Securities, being NSDL and CDSL. |
| Depositories Act | The Depositories Act, 1996, as amended from time to time |
| Depository Participant / DP | A depository participant as defined under the Depositories Act |
| Designated Stock Exchange | The stock exchange designated by the Issuer under the General Information Document being BSE for the purposes of maintaining the recovery expense fund in terms of Regulation 11 of the SEBI NCS Regulations read with SEBI Debenture Trustees Circular. |
| Director(s) | Director(s) of the Issuer. |
| DP ID | Depository Participant Identification Number. |
| DRR | has the meaning given to it in Section 5.33 (a) of this General Information Document. |
| Due Date | means the date on which any interest or liquidated damages, any Redemption Payment or premature redemption amount and/or any other amounts payable, are due and payable, including but not limited to each of Redemption Dates, and any other date on which any payment is to be made by the Issuer under the respective Transaction Documents. |
| EBP Guidelines | The guidelines issued by SEBI with respect to electronic book mechanism under the terms of the SEBI Master Circular and the operational guidelines issued by the relevant Electronic Book Provider, as may be amended, clarified or updated from time to time. |
| EFT | Electronic Fund Transfer |
| Electronic Book Provider/ EBP | Shall have the meaning assigned to such term under the EBP Guidelines. |
| Eligible Investors | As set out in the respective Key Information Document. |
| Events of Default | As set out in the respective Key Information Document. |
| Final Redemption Date | With respect to any Tranche / Issuance shall mean the date on which repayment of Redemption Payment together with all other Debenture Obligations in respect of that Tranche / Issuance will be made and shall be as specified in the relevant Key Information Document issued for such Tranche / Issuance. |
| Final Settlement Date | means the date on which all Debenture Obligations have been irrevocably and unconditionally paid and discharged in full to the satisfaction of the Debenture Holders |

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| Financial Indebtedness | As shall be more particularly set out in the respective Key Information Document. |
| Financial Statements | means in relation to a company, its audited financial statements (on a consolidated and non-consolidated basis) for a Financial Year. |
| Financial Year End Date | shall mean 31st March of each year |
| Financial Year/ FY | means each period of 12 (twelve) months commencing on April 1 of any calendar year and ending on March 31 of the subsequent calendar year. |
| Form PAS-3 | The return of allotment required to be filed by the Issuer pursuant to the Companies (Prospectus and Allotment of Securities) Rules, 2014 relating to the Non-Convertible Securities. |
| Form PAS-5 | The record of private placement maintained by the Issuer pursuant to the Companies (Prospectus and Allotment of Securities) Rules, 2014 relating to the Non-Convertible Securities. |
| General Information Document | means this General Information Document issued by the Issuer for the issue of the Non-Convertible Securities on a private placement basis in accordance with Applicable Laws. |
| Governmental Authority | means any government (central, state or otherwise) or any governmental agency, semi-governmental or judicial or quasi-judicial or administrative entity, department or authority, agency or authority including any stock exchange or any self-regulatory organisation, established under any Applicable Law. |
| Group Entities | means and refers to the subsidiaries of the Issuer, associate companies (as defined under the Act) of the Issuer, and the entities under Control of the Issuer, from time to time, and "**Group Entity**" shall mean anyone of them. |
| Guarantor | As specified in the relevant Key Information Document, if applicable. |
| Hypothecated Assets | As shall be more particularly set out in the respective Key Information Document. |
| Hypothecated Assets Report | As shall be more particularly set out in the respective Key Information Document. |
| Interest Payment Dates | means the payment dates As specified in the relevant Key Information Document. |
| Interest Rate/Coupon Rate | As specified in the relevant Key Information Document. |
| Issue | means the private placement of the Non-Convertible Securities. |
| Issue Closing Date | As specified in the relevant Key Information Document. |
| Issue Opening Date | As specified in the relevant Key Information Document. |
| Key Information Document | The Key Information Document to be issued by the Issuer in respect of each Tranche / Issuance containing inter alia the issue price, Tranche / Issuance size, interest / coupon (if any), redemption premium (if any), any material change to the disclosures and other terms and conditions vis-à-vis the General Information Document for that Tranche / Issuance of Non-Convertible Securities issued under the Issue. The Company shall be free to amend the format of Key Information Document depending upon the terms and conditions of the Non-Convertible Securities being issued in each Tranche / Issuance. |
| Listing Period | has the meaning given to it in Section 5.35 (*Issue Details*). |
| LODR Regulations | means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, modified or restated from time to time. |

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| Majority Debenture Holders | As specified in the relevant Key Information Document. |
| Majority Resolution | means a resolution approved by the Majority Debenture Holders who are present and voting or if a poll is demanded, by the Majority Debenture Holders who are present and voting in such poll. |
| NA | Not Applicable |
| NBFC | Non-banking financial company |
| NBFC Directions | means the Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 dated September 1, 2016 and/or the Non-Banking Financial Company - Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 dated September 1, 2016 (each as amended, modified or restated from time to time) as may be applicable read together with the RBI's circular no. DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated March 13, 2020 on "Implementation of Indian Accounting Standards" (as amended, modified or restated from time to time). |
| Net Worth | As shall be more particularly set out in the respective Key Information Document. |
| Non-Convertible Securities | means the Debentures and / or perpetual debt instruments and/or other securities as specified by SEBI and under the Applicable Law. |
| NSDL | National Securities Depository Limited |
| Outstanding Amounts | As shall be more particularly set out in the respective Key Information Document. |
| Outstanding Principal Amount | As shall be more particularly set out in the respective Key Information Document. |
| PAN | Permanent Account Number |
| Parent | shall mean Morus Technologies Pte. Limited, a company incorporated under the laws of Singapore with registration number 201701142M and having its registered office at 105 Cecil St, #13-01 The Octagon, Singapore – 069534. |
| Payment Default | As shall be more particularly set out in the respective Key Information Document. |
| Person | shall include an individual, natural person, corporation, partnership, joint venture, incorporated or unincorporated body or association, company, Government Authority and in case of a company and a body corporate shall include their respective successors and assigns and in case of any individual his/her respective legal representative, administrators, executors and heirs and in case of trust shall include the trustee(s) for the time being and from time to time. The term “Persons” shall be construed accordingly. |
| Private Placement Offer cum Application Letter/PPOAL | The offer cum application letter prepared in compliance with Section 42 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014. |
| Promoter | shall mean the Parent. |
| Purpose | As shall be more particularly set out in the respective Key Information Document. |
| Quarterly Date | means each of March 31, June 30, September 30 and December 31 of a calendar year, and "**Quarterly Dates**" shall be construed accordingly. |
| R&T Agent/Registrar | As specified in the relevant Key Information Document. |
| Rating | As specified in the respective Key Information Document. |

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| Rating Agent | As specified in the respective Key Information Document. |
| RBI | Reserve Bank of India. |
| Record Date | As shall be more particularly set out in the respective Key Information Document. |
| Recovery Expense Fund/REF | means the recovery expense fund established/to be established and maintained by the Issuer in accordance with the provisions of the SEBI Debenture Trustees Circular. |
| Redemption Date | As shall be more particularly set out in the respective Key Information Document. |
| Redemption Payment | As shall be more particularly set out in the respective Key Information Document. |
| Register of Beneficial Owners | means the register of beneficial owners of the Non-Convertible Securities maintained in the records of the Depositories |
| Register of Debenture Holders | means the register of debenture holders maintained by the Issuer in accordance with Section 88 of the Act |
| Reference Index | shall have the meaning ascribed to it in the relevant Key Information Document, if applicable. |
| Related Party | has the meaning given to it in the Act. |
| ROC | Registrar of Companies. |
| Rs. / INR | Indian National Rupee. |
| RTGS | Real Time Gross Settlement. |
| SEBI | Securities and Exchange Board of India constituted under the Securities and Exchange Board of India Act, 1992 (as amended from time to time). |
| SEBI Centralized Database Requirements | means the requirements prescribed in Chapter IV *(Centralized Database for corporate bonds/ debentures*) of the SEBI Master Circular. |
| SEBI Debenture Trustees Circular | shall mean a master circular dated 31st March 2023 issued by SEBI titled "*Master Circular for Debenture Trustees*", bearing reference number SEBI/HO/DDHS/P/CIR/2023/50 under SEBI (Debenture Trustee) Regulations, 1993, as amended from time to time. |
| SEBI ILNCS Regulations/ SEBI NCS Regulations | The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 together with the SEBI Master Circular, as amended from time to time. |
| SEBI Listing Timelines Requirements | means the requirements in respect of the timelines for listing of debt securities issued on a private placement basis prescribed in Chapter VII (*Standardization of timelines for listing of securities issued on a private placement basis*) of the SEBI Master Circular. |
| SEBI Master Circular | means the circular issued by SEBI bearing the reference number SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 on "*Master Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper*", as amended, modified, or restated from time to time. |
| Secured Debenture Holders | Holders of the Secured Debentures from time to time. |
| Secured Debentures | Debentures issued/to be issued by the Company which shall be secured by creation of charge over the assets of the Company and/or any other security provider. |
| Secured Obligations | As shall be more particularly set out in the respective Key Information Document. |
| Security Cover | has the meaning given to it in the Section 5.35 (*Issue Details*). |

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| Special Resolution | means resolution approved by the Special Majority Debenture Holders who are present and voting or if a poll is demanded, by the Special Majority Debenture Holders who are present and voting in such poll. |
| Stock Exchange | shall mean BSE, as the case may be |
| Stressed Assets Framework | means the RBI's circular no. DBR.No.BP.BC.45/21.04.048/2018-19 dated June 7, 2019 on "Prudential Framework for Resolution of Stressed Assets", as may be amended, modified or restated from time to time. |
| Tax | shall mean any present or future tax, including but not limited to indirect taxes such as goods and services tax, service tax, value added tax or other similar taxes), levy, duty deductions, withholdings, imposts, cesses, fees or other charge of a similar nature (including any penalty or interest payable on account of any failure to pay or delay in paying the same), now or hereafter imposed by Applicable Laws. |
| Tax Deduction | means a deduction or withholding for or on account of Tax from a payment under the relevant Tranche / Issuance Debenture Trust Deed. |
| TDS | Tax Deducted at Source. |
| Terms & Conditions | The terms and conditions pertaining to the Issue as outlined in the Transaction Documents. |
| Total Assets | As shall be more particularly set out in the respective Key Information Document. |
| Tranche/Issuance | Any tranche/issuance of Non-Convertible Securities issued by the Issuer from time to time under this General Information Document pursuant to such terms as set out in the respective Key Information Document. |
| Transaction Documents | As shall be more particularly set out in the respective Key Information Document. |
| Transaction Security | has the meaning given to it in the Section 5.35 (*Issue Details*). |
| Unsecured Debenture Holders | The holders of the Unsecured Debentures from time to time. |
| Unsecured Debentures | Debentures which are issued/to be issued by the Company which shall be unsecured. |
| Unsecured Obligations | As shall be more particularly set out in the respective Key Information Document. |
| WDM | Wholesale Debt Market segment of the BSE. |
| Wilful Defaulter | Shall mean an Issuer who is categorized as a wilful defaulter by any Bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India and includes an issuer whose director or promoter is categorized as such. |

## SECTION 2: NOTICE TO INVESTORS AND DISCLAIMERS

### 2.1 ISSUER'S DISCLAIMER

This General Information Document is neither a prospectus nor a statement in lieu of a prospectus and should not be construed to be a prospectus or a statement in lieu of a prospectus under the Companies Act. The issue of the Non-Convertible Securities to be listed on the WDM segment of the BSE is being made strictly on a private placement basis. Multiple copies hereof given to the same entity shall be deemed to be given to the same person and shall be treated as such. This General Information Document does not constitute and shall not be deemed to constitute an offer or invitation to subscribe to the Non-Convertible Securities to the public in general.

As per the applicable provisions, it is not necessary for a copy of this General Information Document to be filed or submitted to the SEBI for its review and/or approval. This General Information Document has been prepared in conformity with the SEBI NCS Regulations as amended from time to time and applicable RBI regulations governing private placements of Non-Convertible Securities by NBFCs. This General Information Document has been prepared solely to provide general information about the Issuer to Eligible Investors to whom it is addressed and who are willing and eligible to subscribe to the Non-Convertible Securities. This General Information Document does not purport to contain all the information that any Eligible Investor may require. Further, this General Information Document has been prepared for informational purposes relating to this transaction only and upon the express understanding that it will be used only for the purposes set forth herein.

Neither this General Information Document nor any other information supplied in connection with the Non-Convertible Securities is intended to provide the basis of any credit or other evaluation and any recipient of this General Information Document should not consider such receipt as a recommendation to subscribe to any Non-Convertible Securities. Each potential Investor contemplating subscription to any Non-Convertible Securities should make its own independent investigation of the financial condition and affairs of the Issuer, and its own appraisal of the creditworthiness of the Issuer. Potential investors should consult their own financial, legal, tax and other professional advisors as to the risks and investment considerations arising from an investment in the Non-Convertible Securities and should possess the appropriate resources to analyze such investment and the suitability of such investment to such potential Investor's particular circumstances.

The Issuer confirms that, as of the date hereof, this General Information Document (including the documents incorporated by reference herein, if any) contains all the information that is material in the context of the Issue and regulatory requirements in relation to the Issue and is accurate in all such material respects. No person has been authorized to give any information or to make any representation not contained or incorporated by reference in this General Information Document or in any material made available by the Issuer to any potential Investor pursuant hereto and, if given or made, such information or representation must not be relied upon as having being authorized by the Issuer. The Issuer certifies that the disclosures made in this General Information Document and/or the Private Placement Offer cum Application Letter are adequate and in conformity with the SEBI NCS Regulations and the Companies (Prospectus and Allotment of Securities) Rules, 2014. Further, the Issuer accepts no responsibility for statements made otherwise than in the General Information Document or any other material issued by or at the instance of the Issuer and anyone placing reliance on any source of information other than this General Information Document would be doing so at its own risk.

This General Information Document**,** the Private Placement Offer cum Application Letter and the respective contents hereof respectively, are restricted only for the intended recipient(s) who have been addressed directly and specifically through a communication by the Issuer and only such recipients are eligible to apply for the Non-Convertible Securities. All Investors are required to comply with the relevant regulations/guidelines applicable to them for investing in this Issue. The contents of this General Information Document and/or the Private Placement Offer cum Application Letter are intended to be used only by those Investors to whom it is distributed. It is not intended for distribution to any other person and should not be reproduced by the recipient.

No invitation is being made to any persons other than those to whom Application Forms along with this General Information Document and/or Key Information Document and / or the Private Placement Offer cum Application Letter being issued have been sent. Any application by a person to whom the General Information Document and/or the Private Placement Offer cum Application Letter has not been sent by the Issuer shall be rejected without assigning any reason.

The person who is in receipt of this General Information Document and/or the Private Placement Offer cum Application Letter shall not reproduce or distribute in whole or in part or make any announcement in public or to a third party regarding the contents hereof without the consent of the Issuer. The recipient agrees to keep confidential all information provided (or made available hereafter), including, without limitation, the existence and terms of the Issue, any specific pricing information related to the Issue or the amount or terms of any fees payable to us or other parties in connection with the Issue. This General Information Document and/ or the Key Information Document and / or the Private Placement Offer cum Application Letter may not be photocopied, reproduced, or distributed to others at any time without the prior written consent of the Issuer. Upon request, the recipients will promptly return all material received from the Issuer (including this General Information Document) without retaining any copies hereof. If any recipient of this General Information Document and/or the Private Placement Offer cum Application Letter decides not to participate in the Issue, that recipient must promptly return this General Information Document and/or the Private Placement Offer cum Application Letter and all reproductions whether in whole or in part and any other information statement, notice, opinion, memorandum, expression or forecast made or supplied at any time in relation thereto or received in connection with the Issue to the Issuer.

The Issuer does not undertake to update the General Information Document and/or the Private Placement Offer cum Application Letter to reflect subsequent events after the date of General Information Document and/or the Private Placement Offer cum Application Letter and thus it should not be relied upon with respect to such subsequent events without first confirming its accuracy with the Issuer, save and except the disclosures that shall be made in the Key Information Document at the time of subsequent issuances, from time to time.

Neither the delivery of this General Information Document and/or the Private Placement Offer cum Application Letter nor any sale of Non-Convertible Securities made hereafter shall, under any circumstances, constitute a representation or create any implication that there has been no change in the affairs of the Issuer since the date hereof.

This General Information Document and/or the Private Placement Offer cum Application Letter does not constitute, nor may it be used for or in connection with, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorized or to any person to whom it is unlawful to make such an offer or solicitation. No action is being taken to permit an offering of the Non-Convertible Securities or the distribution of this General Information Document and/or the Private Placement Offer cum Application Letter in any jurisdiction where such action is required. Persons into whose possession this General Information Document and/or the Private Placement Offer cum Application Letter comes are required to inform themselves of, and to observe, any such restrictions. The General Information Document is made available to potential Investors in the Issue on the strict understanding that it is confidential.

This General Information Document is for the exclusive use of the addressee and restricted for only the intended recipient and it should not be circulated or distributed to third party(ies). This Issue is made strictly on private placement basis. Apart from this General Information Document, no offer document or prospectus has been prepared in connection with the offering of this Issue or in relation to the Issuer.

It is not necessary for the General Information Document to be registered under Applicable Laws. Accordingly, this General Information Document has neither been delivered for registration nor is it intended to be registered.

This General Information Document is intended to be circulated to not exceeding 200 (two hundred) persons in the aggregate in a financial year. Multiple copies hereof given to the same entity shall be deemed to be given to the same person and shall be treated as such. It does not constitute and shall

not be deemed to constitute an offer or an invitation to subscribe to the Non-Convertible Securities to the public in general.

The General Information Document does not include a statement purporting to be made by an expert. In case any such statement is made, it shall be made by an expert who is not, and has not been, engaged or interested in the formation or promotion or management, of the Company and has given his written consent to the issue of the General Information Document and has not withdrawn such consent before the delivery of a copy of the General Information Document, as applicable.

## 2.2 DISCLAIMER CLAUSE OF STOCK EXCHANGES

As required, a copy of this General Information Document has been filed with the BSE in terms of the SEBI NCS Regulations. It is to be distinctly understood that submission of this General Information Document to the BSE should not in any way be deemed or construed to mean that this General Information Document has been reviewed, cleared, or approved by the BSE; nor does the BSE in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this General Information Document, nor does the BSE warrant that the Issuer's Non-Convertible Securities will be listed or will continue to be listed on the BSE; nor does the BSE take any responsibility for the soundness of the financial and other conditions of the Issuer, its promoters, its management or any scheme or project of the Issuer.

## 2.3 DISCLAIMER CLAUSE OF RBI

The company is having a valid certificate of registration issued by the Reserve Bank of India under Section 45 IA of the Reserve Bank of India Act, 1934. However, the RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the company or for the correctness of any of the statements or representations made or opinions expressed by the company and for repayment of deposits/ discharge of liability by the company.

## 2.4 DISCLAIMER CLAUSE OF SEBI

**AS PER THE PROVISIONS OF THE SEBI NCS REGULATIONS, IT IS NOT STIPULATED THAT A COPY OF THIS GENERAL INFORMATION DOCUMENT HAS TO BE FILED WITH OR SUBMITTED TO THE SEBI FOR ITS REVIEW / APPROVAL. IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF THIS GENERAL INFORMATION DOCUMENT TO SEBI SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO HAVE BEEN APPROVED OR VETTED BY SEBI AND THAT THIS ISSUE IS NOT RECOMMENDED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE GENERAL INFORMATION DOCUMENT.**

## 2.5 DISCLAIMER IN RESPECT OF JURISDICTION

This Issue is made in India to investors as specified under the paragraph titled "Eligible Investors" of this General Information Document, who shall be/have been identified upfront by the Issuer. This General Information Document and/or the Private Placement Offer cum Application Letter does not constitute an offer to sell or an invitation to subscribe to Non-Convertible Securities offered hereby to any person to whom it is not specifically addressed. Any disputes arising out of this Issue will be subject to the exclusive jurisdiction of the courts and tribunals as specified in the relevant Key Information Document. This General Information Document and/or the Private Placement Offer cum Application Letter does not constitute an offer to sell or an invitation to subscribe to the Non-Convertible Securities herein, in any other jurisdiction to any person to whom it is unlawful to make an offer or invitation in such jurisdiction.

## 2.6 DISCLAIMER IN RESPECT OF RATING AGENCY

Ratings are opinions on credit quality and are not recommendations to sanction, renew, disburse or recall the concerned bank facilities or to buy, sell or hold any security. The Rating Agent has based

its ratings on information obtained from sources believed by it to be accurate and reliable. The Rating Agent does not, however, guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. Most entities whose bank facilities/instruments are rated by the Rating Agent have paid a credit rating fee, based on the amount and type of bank facilities/instruments.

### 2.7 DISCLAIMER OF DEBENTURE TRUSTEE

(I) The Debenture Trustee or its agents or advisers associated with the Issue do not undertake to review the financial condition or affairs of the Issuer during the life of the arrangements contemplated by this General Information Document and do not have any responsibility to advise any Investor or prospective Investor in the Non-Convertible Securities of any information available with or subsequently coming to the attention of the Debenture Trustee, its agents or advisors except as specifically provided for in the relevant Tranche/Issuance Debenture Trust Deed.

(II) The Debenture Trustee does not guarantee the terms of payment regarding the issue as stated in this General Information Document and shall not be held liable for any default in the same.

(III) The Debenture Trustee or its agents or advisers associated with the Issue have not separately verified the information contained in this General Information Document. Accordingly, no representation, warranty or undertaking, express or implied, is made and no responsibility is accepted by Debenture Trustee as to the accuracy or any other information provided by the Issuer. Accordingly, the Debenture Trustee associated with the issue shall have no liability in relation to the information contained in this General Information Document or any other information provided by the Issuer in connection with the issue.

(IV) The Debenture Trustee is neither a principal debtor nor a guarantor of the Debentures.

### 2.8 ISSUE OF NON-CONVERTIBLE SECURITIES IN DEMATERIALISED FORM

The Non-Convertible Securities will be issued in dematerialised form. The Issuer has made arrangements with the Depositories for the issue of the Non-Convertible Securities in dematerialised form. Investors will have to hold the Non-Convertible Securities in dematerialised form as per the provisions of Depositories Act. The Issuer shall take necessary steps to credit the Non-Convertible Securities allotted to the beneficiary account maintained by the Investor with its depositary participant. The Issuer will make the Allotment to the Investors on the Deemed Date of Allotment after verification of the Application Form, the accompanying documents and on realisation of the application money.

## ASSUMPTIONS

EACH PERSON RECEIVING THIS GENERAL INFORMATION DOCUMENT SHALL BE DEEMED TO HAVE AGREED THAT AND ACCORDINGLY THE COMPANY SHALL BE ENTITLED TO PRESUME THAT SUCH PERSON:

(1) HAS REVIEWED THE TERMS AND CONDITIONS APPLICABLE TO THE NON-CONVERTIBLE SECURITIES AS CONTAINED HEREIN AND HAS UNDERSTOOD THE SAME, AND, ON AN INDEPENDENT ASSESSMENT THEREOF, FOUND THE SAME ACCEPTABLE FOR THE INVESTMENT MADE AND HAS ALSO REVIEWED THE RISK FACTORS CONTAINED HEREIN AND HAS UNDERSTOOD THE RISKS, AND THE RISKS INVOLVED IN INVESTING IN THE NON-CONVERTIBLE SECURITIES INCLUDING FOR ANY REASON HAVING TO SELL THEM OR BE MADE TO REDEEM THEM BEFORE THE FINAL REDEMPTION DATE AND DETERMINED THAT NON-CONVERTIBLE SECURITIES ARE A SUITABLE INVESTMENT AND THAT THE INVESTOR CAN BEAR THE ECONOMIC RISK OF THAT INVESTMENT;

(2) HAS BEEN AFFORDED AN OPPORTUNITY TO REQUEST AND TO REVIEW AND HAS RECEIVED AND REVIEWED THIS GENERAL INFORMATION DOCUMENT AND ALL THE ADDITIONAL INFORMATION CONSIDERED BY AN INDIVIDUAL TO BE NECESSARY TO VERIFY THE ACCURACY OF OR TO SUPPLEMENT THE INFORMATION HEREIN BELIEVED BY IT TO BE NECESSARY AND APPROPRIATE OR MATERIAL IN CONNECTION WITH, AND FOR, INVESTMENT IN THE NON-CONVERTIBLE SECURITIES;

(3) ACKNOWLEDGES THAT THE COMPANY DOES NOT UNDERTAKE TO UPDATE THE GENERAL INFORMATION DOCUMENT TO REFLECT SUBSEQUENT EVENTS AFTER THE DATE OF THE GENERAL INFORMATION DOCUMENT AND, THUS, IT SHOULD NOT BE RELIED UPON WITH RESPECT TO SUCH SUBSEQUENT EVENTS WITHOUT FIRST CONFIRMING ITS ACCURACY WITH THE ISSUER. NEITHER THE DELIVERY OF THIS GENERAL INFORMATION DOCUMENT NOR ANY SALE OF NON-CONVERTIBLE SECURITIES MADE HEREUNDER SHALL, UNDER ANY CIRCUMSTANCES, CONSTITUTE A REPRESENTATION OR CREATE ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE AFFAIRS OF THE ISSUER SINCE THE DATE HEREOF;

(4) ACKNOWLEDGES THAT THIS GENERAL INFORMATION DOCUMENT DOES NOT CONSTITUTE, NOR MAY IT BE USED FOR OR IN CONNECTION WITH, AN OFFER OR SOLICITATION BY ANYONE IN ANY JURISDICTION IN WHICH SUCH OFFER OR SOLICITATION IS NOT AUTHORIZED OR TO ANY PERSON TO WHOM IT IS UNLAWFUL TO MAKE SUCH AN OFFER OR SOLICITATION. NO ACTION IS BEING TAKEN TO PERMIT AN OFFERING OF THE NON-CONVERTIBLE SECURITIES OR THE DISTRIBUTION OF THIS GENERAL INFORMATION DOCUMENT IN ANY JURISDICTION WHERE SUCH ACTION IS REQUIRED. THE DISTRIBUTION OF THIS GENERAL INFORMATION DOCUMENT AND THE OFFERING AND SALE OF THE NON-CONVERTIBLE SECURITIES MAY BE RESTRICTED BY LAW IN CERTAIN JURISDICTIONS. PERSONS INTO WHOSE POSSESSION THIS GENERAL INFORMATION DOCUMENT COMES ARE REQUIRED TO INFORM THEMSELVES ABOUT, AND TO OBSERVE, ANY SUCH RESTRICTIONS;

(5) HAS BEEN AFFORDED AN OPPORTUNITY TO VERIFY THE ACCURACY OF OR TO SUPPLEMENT THE INFORMATION HEREIN;

(6) HAS SUFFICIENT KNOWLEDGE, EXPERIENCE AND EXPERTISE AS AN INVESTOR, TO MAKE THE INVESTMENT IN THE NON-CONVERTIBLE SECURITIES;

(7) HAS NOT RELIED ON EITHER THE ISSUER OR ANY OF ITS AFFILIATE, ASSOCIATE, HOLDING, SUBSIDIARY OR GROUP ENTITIES OR ANY PERSON ACTING IN ITS OR THEIR BEHALF FOR ANY INFORMATION, ADVICE OR RECOMMENDATIONS OF ANY SORT EXCEPT AS REGARDS THE ACCURACY OF THE SPECIFIC FACTUAL INFORMATION ABOUT THE TERMS OF THE NON-CONVERTIBLE SECURITIES SET OUT IN THIS GENERAL INFORMATION DOCUMENT;

(8) HAS UNDERSTOOD THAT INFORMATION CONTAINED IN THISGENERAL INFORMATION DOCUMENT IS NOT TO BE CONSTRUED AS BUSINESS OR INVESTMENT ADVICE;

(9) HAS MADE AN INDEPENDENT EVALUATION AND JUDGMENT OF ALL RISKS AND MERITS BEFORE INVESTING IN THE NON-CONVERTIBLE SECURITIES;

(10) HAS THE LEGAL ABILITY TO INVEST IN THE NON-CONVERTIBLE SECURITIES AND THE INVESTMENT DOES NOT CONTRAVENE ANY PROVISION OF ANY LAW, REGULATION OR CONTRACTUAL RESTRICTION OR OBLIGATION OR UNDERTAKING BINDING ON OR AFFECTING THE DEBENTURE HOLDER OR ITS ASSETS; AND

(11) HAS NOT RELIED ON ANY INTERMEDIARY OR ADVISORS THAT MAY BE ASSOCIATED WITH THE ISSUE IN CONNECTION WITH ITS INVESTIGATION OF THE ACCURACY OF SUCH INFORMATION OR ITS INVESTMENT DECISION.

## SECTION 3: RISK FACTORS

Investment in non-convertible securities involve a degree of risk and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under Section 3 of this General Information Document. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.

The following are the risks relating to the Company, the Non-Convertible Securities and the market in general envisaged by the management of the Company. Potential Investors should carefully consider all the risk factors stated in this General Information Document and/or the Private Placement Offer cum Application Letter for evaluating the Company and its business and the Non-Convertible Securities before making any investment decision relating to the Non-Convertible Securities. The Company believes that the factors described below represent the principal risks inherent in investing in the Non-Convertible Securities. Potential Investors should also read the detailed information set out elsewhere in this General Information Document and/or the Private Placement Offer cum Application Letter and reach their own views prior to making any investment decision.

### 3. GENERAL RISKS

### 3.1 RISKS IN RELATION TO THE NON-CONVERTIBLE SECURITIES:

(a) Repayment is subject to the credit risk of the Issuer.

Potential Investors should be aware that receipt of the principal amount, (i.e. the redemption amount) and any other amounts that may be due in respect of the Non-Convertible Securities is subject to the credit risk of the Issuer whereby the Investor(s) may or may not recover all or part of the funds in case of default by the Issuer. Potential Investors assume the risk that the Issuer will not be able to satisfy their obligations under the Non-Convertible Securities. In the event that bankruptcy proceedings or composition, scheme of arrangement or similar proceedings to avert bankruptcy are instituted by or against the Issuer, the payment of sums due on the Non-Convertible Securities may not be made or may be substantially reduced or delayed.

(b) The secondary market for non-convertible securities may be illiquid.

The non-convertible securities may be very illiquid and no secondary market may develop in respect thereof. Even if there is a secondary market for the non-convertible securities, it is not likely to provide significant liquidity. Potential Investors may have to hold the Non-Convertible Securities until redemption to realize any value.

(c) Credit Risk & Rating Downgrade Risk

The Rating Agent has assigned the credit ratings to the Non-Convertible Securities. In the event of deterioration in the financial health of the Issuer, there is a possibility that the Rating Agent may downgrade the rating of the Non-Convertible Securities. In such cases, potential Investors may incur losses on revaluation of their investment or make provisions towards sub-standard/ non-performing investment as per their usual norms.

(d) Changes in interest rates may affect the price of Debentures**.**

All securities where a fixed rate of interest is offered, such as this Issue, are subject to price risk. The price of such securities will vary inversely with changes in prevailing interest rates, i.e. when interest rates rise, prices of fixed income securities fall and when interest rates drop, the prices increase. The extent of fall or rise in the prices is a function of the existing

coupon, days to maturity and the increase or decrease in the level of prevailing interest rates. Increased rates of interest, which frequently accompany inflation and/or a growing economy, are likely to have a negative effect on the pricing of the Non-Convertible Securities.

(e) Tax Considerations and Legal Considerations:

Special tax considerations and legal considerations may apply to certain types of investors. Potential Investors are urged to consult with their own financial, legal, tax and other advisors to determine any financial, legal, tax and other implications of this investment.

(f) Accounting Considerations:

Special accounting considerations may apply to certain types of taxpayers. Potential Investors are urged to consult with their own accounting advisors to determine implications of this investment.

(g) Risk of Fraud and other Misconduct by Employees or Outsiders.

The Issuer exposed to various operational risks which include the risk of fraud or misconduct by our employees or even an outsider, unauthorized transactions by employees or third parties, misreporting and non-compliance of various statutory and legal requirements and operational errors.

It may not be always possible to deter employees from the misconduct or the precautions we take to detect and prevent these activities may not be effective in all cases. Any such instances of employee misconduct or fraud, the improper use or disclosure of confidential information, could result in regulatory and legal proceedings and may harm our reputation and also our operations.

(h) Material changes in regulations to which the Issuer is subject could impair the Issuer's ability to meet payment or other obligations.

The Issuer is subject generally to changes in Indian law, as well as to changes in government regulations and policies and accounting principles. Any changes in the regulatory framework could adversely affect the profitability of the Issuer or its future financial performance, by requiring a restructuring of its activities, increasing costs or otherwise.

3.2 **RISKS IN RELATION TO THE SECURITY CREATED IN RELATION TO THE DEBT SECURITIES. FURTHER, ANY RISKS IN RELATION TO MAINTENANCE OF SECURITY COVER OR FULL RECOVERY OF THE SECURITY IN CASE OF ENFORCEMENT**

(a) Security and Guarantee may be insufficient to redeem the Secured Debentures

In the event that the Company is unable to meet its payment and other obligations towards Investors under the terms of the Secured Debentures, the Debenture Trustee may enforce the Security and/or invoke the Guarantee as per the terms of security documents, and other related documents executed in relation to the Secured Debentures. The Debenture Holder(s)' recovery in relation to the Secured Debentures will be subject to (i) the market value of such Security (ii) finding willing buyers for the Security at a price sufficient to repay the Debenture Holder(s)' amounts outstanding under the Secured Debentures. There is a risk that the value realised from the enforcement of the Security may be insufficient to redeem the Secured Debentures.

(b) Even though the Secured Debentures are to be secured to the extent of at least 100% (One Hundred percent) of the principal and interest amount or as per the terms of this General Information Document, in favor of the Debenture Trustee, the recovery of 100% of the amount shall depend on the market scenario prevalent at the time of enforcement of the security.

3.3 **REFUSAL IN LISTING OF ANY SECURITY OF THE ISSUER DURING PRECEEDING THREE FINANCIAL YEARS AND CURRENT YEAR BY ANY OF THE STOCK EXCHANGES IN INDIA OR ABROAD:**

As of date, the Issuer has not been refused in listing of any security during the last 3 years by any of the stock exchanges in India or abroad and therefore, this would not be applicable.

3.4 **LIMITED OR SPORADIC TRADING OF NON-CONVERTIBLE SECURITIES OF THE ISSUER ON STOCK EXCHANGES:**

As of date, we are not aware of any limited or sporadic trading of the non-convertible securities of the Issuer on stock exchanges and therefore, this would not be applicable.

3.5 **IN CASE OF OUTSTANDING DEBT INSTRUMENTS OR DEPOSITS OR BORROWINGS, ANY DEFAULT IN COMPLIANCE WITH THE MATERIAL COVENANTS SUCH AS CREATION OF SECURITY AS PER TERMS AGREED, DEFAULT IN PAYMENT OF INTEREST, DEFAULT IN REDEMPTION OR REPAYMENT, NON-CREATION OF DEBENTURE REDEMPTION RESERVE, DEFAULT IN PAYMENT OF PENAL INTEREST WHEREVER APPLICABLE**

As of date, the Issuer has not defaulted in compliance with any material covenants agreed to by the Issuer and therefore, this would not be applicable.

3.6 **RISKS RELATED TO THE BUSINESS OF THE ISSUER**

(a) ***Majority of the Issuer's loans are unsecured and the clients of these unsecured loans are of the high risk category and if the Issuer is unable to control the level of non-performing loans ("NPAs") in the future, or if the Issuer's loan loss reserves are insufficient to cover future loan losses, the financial condition and results of operations may be materially and adversely affected.***

A majority of the Issuer's loans are unsecured and the clients of these unsecured loans are of the high risk category. There is uncertainty on the client's ability to fulfil its loan obligations as such borrowers typically do not have bank accounts or proper income proof verification so it can be difficult to verify all client details and assess the risk. Such non-performing or low credit quality loans can negatively impact our results of operations.

The Issuer has various procedures and process controls in place to mitigate the risk.

As on 31st March 2023, the gross NPA was INR 43.53/- Crores on a gross portfolio of INR 1,465.42/- Crores (including managed / securitized portfolio).

(b) ***The Issuer cannot assure that it will be able to effectively control and reduce the level of the NPAs of its Client Loans. The amount of its reported NPAs may increase in the future as a result of growth of Client Loans, and also due to factors beyond its control, such as over-extended member credit that it is unaware of. If the Issuer is unable to manage NPAs or adequately recover its loans, the results of its operations will be adversely affected.***

(c) The current loan loss reserves of the Issuer may not be adequate to cover an increase in the paramount of NPAs or any future deterioration in the overall credit quality of Client Loans. As a result, if the quality of its total loan portfolio deteriorates the Issuer may be required to increase its loan loss reserves, which will adversely affect its financial condition and results of operations.

The Issuer clients, might be vulnerable if economic conditions worsen or growth rates decelerate in India, or if there are natural disasters such as floods and droughts in areas where the Issuer's clients live. Moreover, there is no precise method for predicting loan and credit losses, and the Issuer cannot assure that its monitoring and risk management procedures will effectively predict such losses or that loan loss reserves will be sufficient to cover actual losses. If the Issuer are unable to control or reduce the level of its NPAs or poor

credit quality loans, its financial condition and results of its operations could be materially and adversely affected.

(d) ***The Issuer's business operates through a large number of rural and semi urban branches and is exposed to operational risks including fraud***

The Issuer is exposed to operational risks, including fraud, petty theft and embezzlement, as it handles a large amount of cash due to high volume of small transactions. This could harm its operations and its financial position.

As the Issuer handles a large amount of cash through a high volume of small transactions taking place in its network, the Issuer is exposed to the risk of fraud or other misconduct by its employees or outsiders. These risks are further compounded due to the high level of delegation of power and responsibilities that the Issuer's business model requires. Given the high volume of transactions processed by the Issuer, certain instances of fraud and misconduct may go unnoticed before they are discovered and successfully rectified. Even when the Issuer discovers such instances of fraud or theft and pursue them to the full extent of the law or with its insurance carriers, there can be no assurance that the Issuer will recover any such amounts. In addition, the Issuer's dependence upon automated systems to record and process transactions may further increase the risk that technical system flaws or employee tampering or manipulation of those systems will result in losses that are difficult to detect.

The Issuer maintains an internal audit process to ensure the operations team follows the defined procedures and reports any deviations to the operations staff and management team. The Issuer also has a strong MIS system that has a wide range of data that can be used to monitor financial and operational performance.

To mitigate the above risk, the Issuer maintains an internal audit process to ensure the operations team follows the defined procedures and reports any deviations to the operations staff and management team. The Issuer also has a MIS system able to generate data analysis that can be used to monitor financial and operational performance.

(e) ***The Issuer is exposed to certain political, regulatory and concentration of risks***

Due to the nature of its operations, the Issuer is exposed to political, regulatory and concentration risks. The Issuer believes a mitigant to this is to expand its geographical reach and may consequently expand its operations other states. If it is not effectively able to manage such operations and expansion, it may lose money invested in such expansion, which could adversely affect its business and results of operations.

Large scale attrition, especially at the senior management level, can make it difficult for the Issuer to manage its business.

If the Issuer is not able to attract, motivate, integrate or retain qualified personnel at levels of experience that are necessary to maintain the Issuer's quality and reputation, it will be difficult for the Issuer to manage its business and growth. The Issuer depends on the services of its executive officers and key employees for its continued operations and growth. In particular, the Issuer's senior management has significant experience in the banking and financial services industries. The loss of any of the Issuer's executive officers, key employees or senior managers could negatively affect its ability to execute its business strategy, including its ability to manage its rapid growth. The Issuer's business is also dependent on its team of personnel who directly manage its relationships with its members. The Issuer's business and profits would suffer adversely if a substantial number of such personnel left the Issuer or became ineffective in servicing its members over a period of time. The Issuer's future success will depend in large part on its ability to identify, attract and retain highly skilled managerial and other personnel. Competition for individuals with such specialized knowledge and experience is intense in this industry, and the Issuer may be unable to attract, motivate, integrate or retain qualified personnel at levels of experience that are necessary to maintain its quality and reputation or to sustain or expand its operations. The loss of the services of such personnel or the inability to identify, attract and retain qualified personnel in the future

would make it difficult for the Issuer to manage its business and growth and to meet key objectives.

(f) ***The Issuer's business and results of operations would be adversely affected by strikes, work stoppages or increased wage demands by employees***

The employees are not currently unionized. However, there can be no assurance that they will not unionize in the future. If the employees unionize, it may become difficult to maintain flexible labour policies, and could result in high labour costs, which would adversely affect the Issuer's business and results of operations.

(g) ***The Issuer's insurance coverage may not adequately protect it against losses. Successful claims that exceed its insurance coverage could harm the Issuer's results of operations and diminish its financial position***

There are various types of risks and losses for which the Issuer does not maintain insurance, such as losses due to business interruption and natural disasters, because they are uninsurable. A successful assertion of such large claims against the Issuer that exceeds it's available insurance coverage or results in changes in its insurance policies, including premium increases or the imposition of a larger deductible or co-insurance requirement, could adversely affect the Issuer's business, financial condition and results of operations. Such risks are normally minimized through strong Risk Management practices of the Company.

(h) ***Issuer requires certain statutory and regulatory approvals for conducting business and failure to obtain or retain them in a timely manner, or at all, may adversely affect operations.***

NBFCs in India are subject to strict regulation and supervision by the RBI. Pursuant to guidelines issued by the RBI (including the NBFC Directions) the Issuer is required to maintain its status as a NBFC in order to be eligible for categorization as priority sector advance for bank loans. The Issuer requires certain approvals, licenses, registrations and permissions for operating its business, including registration with the RBI as a NBFC. Further, such approvals, licenses, registrations and permissions must be maintained/renewed over time, applicable requirements may change and the Issuer may not be aware of or comply with all requirements all of the time. Additionally, the Issuer may need additional approvals from regulators to introduce new insurance and other fee based products to its members. In particular, the Issuer is required to obtain a certificate of registration for carrying on business as a NBFC that is subject to numerous conditions. In addition, its branches are required to be registered under the relevant shops and establishments laws of the states in which they are located. The shops and establishments laws regulate various employment conditions, including working hours, holidays and leave and overtime compensation. If the Issuer fails to obtain or retain any of these approvals or licenses, or renewals thereof, in a timely manner, or at all, its business may be adversely affected. If the Issuer fails to comply, or a regulator claims that it has not complied, with any of these conditions, the Issuer's certificate of registration may be suspended or cancelled and it shall not be able to carry on such activities. If the Issuer fails to comply with the NBFC Directions and the NBFC Directions and fails to maintain the status of NBFC, it will not be eligible for priority sector loans from the Indian banking sector and may also attract penal provisions under the RBI Act, 1934 for non-compliance.

(i) ***The economic fallout from the spread of the COVID-19 virus may impact the Issuer's business prospects, financial condition, result of operations and credit risk***

The spread of the COVID-19 virus has affected millions across the globe and the same coupled with measures taken by the governments including lockdowns/ curfew has not only affected day to day lives of people but has also given a hard blow to the supply chain of factories, with trade routes being disturbed and slowing down of the industry, trade, commerce and business activities across all sectors.

The COVID-19 virus pandemic is adversely affecting, and is expected to continue to adversely affect, our operations, business, liquidity and cashflows, and the Issuer has experienced and expect to continue to experience unpredictable reductions in demand for certain of our products and services. Further, since a good fraction of our borrowers are small transport road operators, the disruption due to COVID-19 virus will also have an impact on their business as well as repayment capacity of the loans taken from us.

However, the extent of negative financial impact cannot be reasonably estimated at this time but a sustained economic slowdown may significantly affect our business, financial condition, liquidity, cashflows and results of operations and the same will depend on future developments, which are highly uncertain and cannot be predicted, including new information which may emerge concerning the severity of the COVID-19 virus and the actions to contain the COVID-19 virus or treat its impact, among others. Consequently, there may be a negative effect on the Company's ability to service the obligations in relation to the Non-Convertible Securities.

(j) ***Economic Risk in India:***

The Issuer operates only within India and, accordingly, all of its revenues are derived from the domestic market. As a result, it is highly dependent on prevailing economic conditions in India and its results of operations are significantly affected by factors influencing the Indian economy. An uncertain economic situation, in India and globally, could result in a further slowdown in economic growth, investment and consumption. A slowdown in the rate of growth in the Indian economy could result in lower demand for credit and other financial products and services and higher defaults. Any slowdown in the growth or negative growth of sectors where the Issuer has a relatively higher exposure could adversely impact its performance. Any such slowdown could adversely affect its business, prospects, results of operations and financial condition.

## 3.7 ANY OTHER RISK FACTORS

(a) Legality of Purchase

Potential Investors in the Non-Convertible Securities will be responsible for the lawfulness of the acquisition of the Non-Convertible Securities, whether under the laws of the jurisdiction of their incorporation or the jurisdiction in which they operate or for compliance by that potential Investor with any law, regulation or regulatory policy applicable to it.

## SECTION 4: FINANCIAL STATEMENTS

The audited financial statements of the Issuer for the year ended 31st March 2023, 31st March 2022, and 31st March 2021 are set out in **Annexure V** hereto.

It shall be noted that the audited financial statements have been certified by the statutory auditor who holds a valid certificate issued by the peer review board of the Institute of Chartered Accountants of India.

## SECTION 5: REGULATORY DISCLOSURES

The General Information Document is prepared in accordance with the provisions of SEBI NCS Regulations and in this section, the Issuer has set out the details required as per Schedule I of the SEBI NCS Regulations.

### 5.1 Documents Submitted to the Exchanges

**The following documents have been / shall be submitted along with the listing application to the BSE and with the Debenture Trustee:**

(a) This General Information Document;

(b) Memorandum and Articles of Association of the Issuer and necessary resolution(s) for the allotment of the Non-Convertible Securities;

(c) Copy of the resolution under Section 42 of the Act passed by the shareholders of the Company at the Extra-ordinary General Meeting held on 10th May, 2023 authorizing the issue / offer of Non-Convertible Securities by the Company. In case of any further resolution passed by the Issuer in relation to the subject (as shall be required) shall be annexed in the relevant Key Information Document from time to time;

(d) Copies of the resolutions under Section 180(1)(a) and Section 180(1)(c) of the Act passed by the shareholders of the Company at the Extra-ordinary General Meeting held on 10th May, 2023 authorising the Company to borrow and create security, upon such terms as the Board may think fit, up to an aggregate limit of INR 3000 Crores (Indian Rupees Three Thousand Crores Only). In case of any further resolution passed by the Issuer in relation to the subject (as shall be required) shall be annexed in the relevant Key Information Document from time to time;

(e) Copy of the resolution passed by the Board of Directors of the Company dated 25th July, 2023 authorizing the issuance of the Debentures and the list of authorized signatories. In case of any further resolution passed by the Issuer in relation to the subject (as shall be required) shall be annexed in the relevant Key Information Document from time to time;

(f) Copy of the resolution passed by the Board of Directors of the Company for each Tranche / Issuance shall be annexed at the time of issuance of the Key Information Document.

(g) Copy of last 3 (three) years audited Annual Reports;

(h) Reports about the business or transaction to which the proceeds of the securities are to be applied directly or indirectly;

(i) Statement containing particulars of, dates of, and parties to all material contracts and agreements;

(j) An undertaking from the Issuer stating that the necessary documents for the creation of the charge, where applicable, including the Debenture Trust Deed would be executed within the time frame prescribed in the relevant regulations/acts/rules etc. and the same would be uploaded on the website of the BSE, where such debt securities are proposed to be listed.

(k) Where applicable, an undertaking that permission/consent from the prior creditor for a second or *pari passu* charge being created, in favor of the trustees to the proposed issue has been obtained;

(l) Any other particulars or documents that the recognized stock exchange may call for as it deems fit; and

(m) Due diligence certificates from the Debenture Trustee as per the format specified in Annexure A of the SEBI Debenture Trustees Circular and Schedule IV of the SEBI NCS Regulations.

**The following documents have been / shall be submitted to BSE at the time of filing the draft of this General Information Document**:

(a) Due diligence certificates from the Debenture Trustee as per the format specified in Annexure A of the SEBI Debenture Trustees Circular and Schedule IV of the SEBI NCS Regulations.

5.2 **Details of Promoters of the Issuer:**

| S. No. | Details of Promoter | Description |
|---|---|---|
| 1. | Name of promoter | Morus Technologies Pte. Ltd |
| 2. | Date of Birth/ Date of Incorporation | 11/01/2017 |
| 3. | Age | N.A. |
| 4. | Personal Addresses/ Registered Office | 105 Cecil St, #13-01 The Octagon, Singapore 069534 |
| 5. | Education Qualifications | N.A. |
| 6. | Experience in the business or employment | N.A. |
| 7. | Positions/posts held in the past by the promoter | N.A. |
| 8. | Directorships held by the promoter | N.A. |
| 9. | Other ventures of the promoter | N.A. |
| 10. | Special achievements | N.A. |
| 11. | Business and financial activities of the promoter | Subject to the provisions of the Companies Act, 1967 of Singapore and any other written law and the Constitution, the Company has:<br>(a) full capacity to carry on or undertake any business or activity, do any act or enter into any transaction; and<br>(b) for the purposes of paragraph (a), full rights, powers and privileges. |
| 12. | Photograph/Logo | N.A. |
| 13. | Permanent Accountant Number | AANCM1170B |
| 14. | Other Details | N.A. |

| Declaration |
|---|
| The Issuer confirms that (to the extent applicable) the Permanent Account Number, Aadhaar Number, Driving License Number, Bank Account Number(s) and Passport Number of the promoters and Permanent Account Number of directors have been submitted to the stock exchanges on which the Non-Convertible Securities are proposed to be listed, at the time of filing the draft General Information Document. |

**5.3 Details of specific entities in relation to the current Issue of Non-Convertible Debentures:**

| S. No. | Particulars | Details |
|---|---|---|
| 1. | Legal Counsel (if any) | Name: Juris Corp, Advocates & Solicitors |

| S. No. | Particulars | Details |
|---|---|---|
| | | Logo:<br>Juris Corp<br>advocates & solicitors<br><br>Contact Person: Partner, Securities<br>Address: 302, Century Bhavan, 3rd Floor, Dr Annie Besant Road, Worli, Mumbai – 400 030, India<br>Email: securities@jclex.com<br>Tel: 022 6720 5555<br>Website: www.jclex.com<br>Or such other Legal Counsel as shall be set out in the Key Information Document |
| 2. | Guarantor (if applicable) | As set out in the respective Key Information Document |
| 3. | Arrangers, if any | As set out in the respective Key Information Document |

**5.4 About the Issuer: A brief summary of business / activities of the Issuer and its subsidiaries with the details of branches or units if any and its line of business containing at least the following information:**

(a) **Overview of the business of the Issuer**

Incorporated in 2016, Akara Capital Advisors Private Limited (ACAPL) is a Delhi based Non deposit taking NBFC (ND-NBFC) registered with RBI effective 2017. ACAPL is promoted by Morus Technologies Pte. Ltd. ACAPL is engaged in lending customized personal loan products ranging Rs.0.01 lacs to Rs.5 lacs, primarily to salaried customer segment. The company is originating and disbursing loan through 'Stashfin', a platform developed and operated by group company, EQX Analytics Private Limited (EAPL).

(b) **Branch details:**

As of the date of this General Information Document, the Company has One branch/Corporate Office across One state.

(c) **Subsidiary details:**

As of the date of this General Information Document, the Company does not have any subsidiaries.

(d) **Corporate Structure of the Issuer:**

The graphic description/organogram of the corporate structure of the issuer is as follows:

| S. No. | Name | Designation | Profile |
|---|---|---|---|
| 1. | Tushar Aggarwal | Managing Director | Over 16 years of work experience in Investment Banking and Private Equity in India and United States. Previous work experience at Goldman Sachs, Lehman Brothers and General Atlantic and Everstone. CFA Charter holder. Graduate of Wharton Business School and Stony Brook University. |
| 2. | Shruti Aggarwal | Director | Over 16 years of experience in financial services and entrepreneurship. Previous work experience in Investment Banking with Merrill Lynch in New York and PWC in India. Graduate of Columbia University and SRCC. |
| 3. | Radhakrishnan Ramchandra Iyer | Independent Director | Almost four decades of Banking Experience. |
| 4. | Vijuy Ronjan | Independent Director | 36 years of banking experience in the Indian banking industry. |
| 5. | Vijay Jasuja | Independent Director | 41 years of BFSI experience in leadership positions across Indian and overseas market. |

(e) **Project cost and means of financing, in case of funding of new projects**

Not Applicable

(f) **Corporate Structure of the Group:**

(g) **Expenses of the issue:**
As specified in the relevant Key Information Document.

(h) **Key Operational and Financial Parameters for the last 3 audited years on a consolidated basis (wherever available) else on a standalone basis, as on March 31, 2023:**

**(INR in lakhs)**

| Particulars | FY 2022-2023 (Audited) | FY 2021-2022 (Audited) | FY 2020-2021 (Audited) |
|---|---|---|---|
| **BALANCE SHEET** | | | |
| Assets | | | |
| Property, Plant and Equipment | - | 0.13 | 0.2 |
| Financial Assets | 1,40,012.91 | 60,844.88 | 12,106.22 |
| Non-financial Assets excluding property, plant and equipment | 3,338.46 | 2,452.53 | 917.11 |
| **Total Assets** | **1,43,351.37** | **63,297.54** | **13,023.53** |
| | | | |
| Liabilities | | | |
| Financial Liabilities | | | |
| -Derivative financial instruments | | | |
| -Trade Payables | 513.66 | 243.58 | 135.48 |
| -Debt Securities | 32,482.13 | 6,000.00 | |
| -Borrowings (other than Debt Securities) | 66,236.50 | 27,741.99 | 4,784.90 |
| -Subordinated liabilities | | | |
| -Other financial liabilities | 1,265.83 | 921.09 | 248.53 |
| Non-Financial Liabilities | | | |
| -Current tax liabilities (net) | 1,062.39 | 173.13 | 48.89 |
| -Provisions | 360.67 | 122.37 | 137.10 |
| -Deferred tax liabilities (net) | 290.38 | - | 14.13 |
| -Other non-financial liabilities | | | |
| | | | |
| Equity (Equity Share Capital and Other Equity) | 41,139.81 | 28,095.38 | 7,654.50 |
| **Total Liabilities and Equity** | **1,43,351.37** | **63,297.54** | **13,023.53** |
| | | | |
| **PROFIT AND LOSS** | | | |
| Revenue from operations | 21,315.26 | 4,825.54 | 2,026.88 |
| Other Income | 377.04 | 117.71 | 93.93 |
| **Total Income** | **21,692.30** | **4,943.25** | **2,120.81** |
| | | | |

| | | | |
|---|---|---|---|
| Total Expense | 17,710.61 | 4,147.50 | 1,846.30 |
| | | | |
| **Profit after tax for the year** | **2,587.40** | **648.57** | **184.11** |
| Other Comprehensive income | 3.05 | 7.18 | -6.35 |
| Total Comprehensive Income | **2,590.45** | **655.75** | **177.76** |
| | | | |
| Earnings per equity share (Basic) | 1.11 | 0.63 | 0.30 |
| Earnings per equity share (Diluted) | 1.11 | 0.63 | 0.30 |
| | | | |
| **Cash Flow** | | | |
| Net cash from / used in (-) operating activities | -45,772.02 | -34,980.45 | -2,454.08 |
| Net cash from / used in (-) investing activities | 6,128.02 | -1,912.71 | -290.99 |
| Net cash from / used in (-) financing activities | 62,983.54 | 41,922.29 | 3,233.39 |
| Net increase/decrease (-) in cash and cash equivalents | 23,339.54 | 5,029.14 | 488.32 |
| **Cash and cash equivalents as per Cash Flow Statement as at end of Half Year** | **28,997.50** | **5,657.97** | **628.83** |
| | | | |
| Additional Information | | | |
| Net worth | 39,586.45 | 27,470.83 | 7,265.52 |
| Cash and cash equivalents | 28,997.50 | 5,657.97 | 628.83 |
| Loans | 1,06,942.56 | 51,516.28 | 9,364.72 |
| Loans (Principal Amount) | 1,06,942.56 | 51,516.28 | 9,364.72 |
| Total Debts to Total Assets | 68.86% | 53.31% | 36.74% |
| Interest Income | 18,673.64 | 4,821.76 | 2,026.88 |
| Interest Expense | 7,623.09 | 2,109.55 | 433.56 |
| Impairment on Financial Instruments | 4,718.57 | 105.43 | - |
| Bad Debts to Loans | - | - | - |
| % Stage 3 Loans on Loans (Principal Amount) | 93,903.90 | | |
| % Net Stage 3 Loans on Loans (Principal Amount) | | | |
| Tier I Capital Adequacy Ratio (%) | 33.92% | 43.29% | 55.10% |
| Tier II Capital Adequacy Ratio (%) | - | - | - |

*Consolidated disclosures shall not be applicable.

**5.5 Debt: Equity Ratio of the Company:**

| | |
|---|---|
| Before the issue (the first issuance under this General Information Document) | 2.55 |
| After the issue | As shall be set out in the respective Key Information Document |

**Note- Net worth figure has been taken as on March 2023 end.**

**Borrowings figure has been taken as on date**

**Calculations**

Prior to issue, debt-to-equity ratio is calculated as follows:

| | |
|---|---|
| Debt | 1,050,37 |
| Equity | 411.40 |
| Debt/Equity | 2.55 |

Subsequent to the issue, debt-to-equity ratio shall be calculated as follows:

| | |
|---|---|
| Debt | As shall be set out in the respective Key Information Document |
| Equity | As shall be set out in the respective Key Information Document |
| Debt/Equity | As shall be set out in the respective Key Information Document |

**5.6 Details of any other contingent liabilities of the Issuer based on the latest audited financial statements including amount and nature of liability**:
NIL

**5.7 The amount of corporate guarantee or letter of comfort issued by the Company along with details of the counterparty (viz. name and nature of the counterparty, whether a subsidiary, joint venture entity, group company etc.) on behalf of whom it has been issued**
Nil

**5.8 A brief history of Issuer since its incorporation giving details of its following activities:**

(a) **Details of Share Capital as on last quarter end, i.e., June 30, 2023**:

| Share Capital | Amount Crores |
|---|---|
| **Authorised Share Capital** | |
| 40,00,00,000 Equity shares of Rs. 10/- each | 400 |
| Nil Preference Shares of Rs. NIL- each | Nil |
| **TOTAL** | 400 |
| | |
| **Issued, Subscribed and Paid-up Share Capital** | |
| 27,05,59,331Equity shares of Rs. 10 /- each | 270.55 |
| Nil Preference Shares of Rs. NIL/- each | Nil |
| **TOTAL** | 270.55 |

(b) **Changes in its capital structure as at last quarter end i.e., June 30, 2023 for the preceding three financial years and the current year:**

| Date of Change (AGM/EGM) | Particulars |
|---|---|
| EGM – 24th August, 2017 | Authorised Share Capital Increased from INR 4 Crores to INR 10 Crores |
| EGM – 26th February, 2018 | Authorised Share Capital Increased from INR 10 Crores to INR 20 Crores |
| EGM – 17th December, 2018 | Authorised Share Capital Increased from INR 20 Crores to INR 40 Crores |
| EGM – 7th August, 2020 | Authorised Share Capital Increased from INR 40 Crores to INR 100 Crores |
| AGM – 24th September, 2021 | Authorised Share Capital Increased from INR 100 Crores to INR 200 Crores |
| EGM – 28th February, 2022 | Authorised Share Capital Increased from INR 200 Crores to INR 400 Crores |

(c) **Details of the Equity Share Capital of the Company, for the preceding three financial years and the current financial year:**

| Date of Allotment | No of Equity Shares | Face Value (Rs.) | Issue Price (Rs.) | Consideration (cash, other than cash) | Nature of Allotment | Cumulative | | | Remarks |
|---|---|---|---|---|---|---|---|---|---|
| | | | | | | No of Equity Shares | Equity Shares Capital (Rs) | Equity Share Premium (Rs) | |
| 08th September, 2020 | 1,55,67,323 | 10 | 13 | 202375216.96 | Rights Issue | 47874985 | 478749850 | 46701969.00 | N.A. |
| 03rd February, 2021 | 1,11,94,118 | 10 | 13 | 145523545.50 | Rights Issue | 59069103 | 590691030 | 33582354.00 | N.A. |
| 21st August, 2021 | 71,47,944 | 10 | 13 | 92923276.50 | Rights Issue | 66217047 | 662170470 | 21443832.00 | N.A. |
| 24th September, 2021 | 2,26,13,009 | 10 | 13 | 293969126 | Rights Issue | 88830056 | 888300560 | 67839027.00 | N.A. |
| 29th September, 2021 | 56,96,039 | 10 | 13 | 74048519.00 | Rights Issue | 94526095 | 945260950 | 17088117.00 | N.A. |
| 22nd October, 2021 | 1,16,19,883 | 10 | 13 | 151058489.40 | Rights Issue | 106145978 | 1061459780 | 34859649.00 | N.A. |
| 02nd November, 2021 | 1,72,56,962 | 10 | 13 | 224340513.10 | Rights Issue | 123402940 | 1234029400 | 51770886.00 | N.A. |
| 25th November, 2021 | 1,14,37,463 | 10 | 13 | 148687026.20 | Rights Issue | 134840403 | 1348404030 | 34312389.00 | N.A. |
| 07th December, 2021 | 4323923 | 10 | 13 | 56211001 | Rights Issue | 139164326 | 1391643260 | 12971769.00 | N.A. |
| 23rd December, 2021 | 2908729 | 10 | 13 | 37813487.40 | Rights Issue | 142073055 | 1420730550 | 8726187.00 | N.A. |
| 25th January,2022 | 14149931 | 10 | 13 | 183949112.60 | Rights Issue | 156222986 | 1562229860 | 42449793 | N.A. |

| Date of Allotment | No of Equity Shares | Face Value (Rs.) | Issue Price (Rs.) | Consideration (cash, other than cash) | Nature of Allotment | Cumulative | | | Remarks |
|---|---|---|---|---|---|---|---|---|---|
| | | | | | | No of Equity Shares | Equity Shares Capital (Rs) | Equity Share Premium (Rs) | |
| 11th February, 2022 | 20104270 | 10 | 13 | 261355518.60 | Rights Issue | 176327256 | 1763272560 | 60312810 | N.A. |
| 24th February, 2022 | 17325922 | 10 | 13 | 225236993 | Rights Issue | 193653178 | 1936531780 | 51977766 | N.A. |
| 22nd March, 2022 | 17537341 | 10 | 13 | 227985440.20 | Rights Issue | 210090519 | 2111905190 | 52612023 | N.A. |
| 11th May, 2022 | 58,66,805 | 10 | 13 | 76268474.60 | Rights Issue | 217057324 | 2170573240 | 17600415 | N.A. |
| 27th May, 2022 | 59,66,034 | 10 | 13 | 77558448.80 | Rights Issue | 22302358 | 2230233580 | 17898102 | N.A. |
| 20th June, 2022 | 592 | 10 | 13 | 7696.75 | Rights Issue | 223023950 | 2230239500 | 1776 | N.A. |
| 03rd August, 2022 | 1,48,11,463 | 10 | 16 | 236983420.10 | Rights Issue | 237835413 | 2378354130 | 88868778 | N.A. |
| 06th March, 2023 | 3,27,23,918 | 10 | 20 | 65,44,78,360 | Rights Issue | 270559331 | 2705593310 | 32,72,39,180 | N.A. |

**5.9 Details of any Acquisition or Amalgamation with any entity in the preceding 1 (one) year:**

Not Applicable

**5.10 Details of any Reorganization or Reconstruction in the preceding 1 (one) year:**

| Type Of Event | Date Of Announcement | Date Of Completion | Details |
|---|---|---|---|
| N.A | N.A | N.A | N.A |

**5.11 Details of the shareholding of the Company as at the latest quarter end, i.e., June 30, 2023:**

(a) **Shareholding pattern of the Company as on last quarter end, i.e. June 30, 2023 as per the format specified under the listing regulations:**

| Sr No | Name of Equity Shareholder | Total No of Equity Shares | No. of shares in demat form | Total Shareholding as a % of total no of equity shares |
|---|---|---|---|---|
| 1 | M/s Morus Technologies PTE. LTD. | 27,05,59,231 | 27,05,59,231 | 99.99% |
| 2 | Ms. Shruti Aggarwal | 100 | 100 | 0.01% |
| | **Total** | **27,05,59,331** | **27,05,59,331** | 100% |

(b) **List of top 10 holders of equity shares of the Company as at the latest quarter end, i.e. June 30, 2023:**

| Sr. No. | Name of the Shareholder / Particulars | Total Number of equity shares | Percentage of Total Shareholding (%) | Number of shares held in Demat Form |
|---|---|---|---|---|
| 1. | M/s Morus Technologies PTE. LTD. | 27,05,59,231 | 99.99% | 27,05,59,231 |
| 2. | Ms. Shruti Aggarwal | 100 | 0.01% | 100 |

**5.12 Following details regarding the directors of the Company:**

(a) **Details of the current directors of the Company:**

This table sets out the details regarding the Company's Board of Directors as on date of this General Information Document:

| Name of the Directors | Designation | Age | Address | DIN | Date of appointment | Details of other directorship | Whether wilful defaulter Yes/No |
|---|---|---|---|---|---|---|---|
| Mr. Tushar Aggarwal | Managing Director | 43 Years | 6A/2, Raj Narain Road, Civil Lines North Delhi 110054 | 0158 7360 | 11/02/2016 | • Titanium Fortune Financial Services Private Limited<br>• EQX Analytics Private Limited<br>• Santra Digital Services Private Limited<br>• Morus Technologi es Pte. Ltd, Singapore | NO |
| Mrs. Shruti Aggarwal | Director | 43 Years | 6A/2, Raj Narain Road, Civil Lines North Delhi 110054 | 0686 7269 | 11/02/2016 | • EQX Analytics Private Limited<br>• Santra Digital Services Private Limited<br>• Morus Technologi es Pte. Ltd, Singapore<br>• Vishuv Invest | NO |

| Name of the Directors | Designation | Age | Address | DIN | Date of appointment | Details of other directorship | Whether wilful defaulter Yes/No |
|---|---|---|---|---|---|---|---|
| | | | | | | Private Limited | |
| Mr. Radhakrishnan Iyer | Non – Executive Independent Director | 76 Years | 4 B, Swami Vivekanand CHS, Azad Nagar Road 3, Andheri West,– Mumbai–-400058 | 01309312 | 03/02/2021 | • N R Agarwal Industries Limited<br>• Integro Finserv Private Limited<br>• Platinum Industries Limited | NO |
| Mr. Vijuy Ronjan | Non – Executive Independent Director | 60 Years | R-145, Ground Floor Greater Kailash, Part 1 Delhi-110048 | 09345384 | 24/02/2022 | • Paisalo Digital Limited<br>• Integro Finserv Private Limited<br>• Platinum Industries Limited | NO |
| Mr. Vijay Jasuja | Non – Executive Independent Director | 60 Years | A-204, Paras Emperor, Bawadia Kalan, Bhopal University, Bhopal, M.P.-462026 | 07924822 | 17/08/2022 | • NIL | NO |

(b) **Details of change in directors in the preceding three financial years and the current financial year:**

| Name | Designation | DIN | Date of Appointment | Date of Cessation, if applicable | Date of resignation, if applicable | Remarks |
|---|---|---|---|---|---|---|
| Mr. Vijay Jasuja | Non – Executive Independent Director | 07924822 | 17/08/2022 | - | - | - |
| Mr. S C Sinha | Director | 035598173 | - | 17/08/2022 | 17/08/2022 | - |

(c) **Details of directors' remuneration, and such particulars of the nature and extent of their interests in the Company (during the current year and preceding three financial years):**

<table>
<tr><td>Remuneration payable or paid to a director by the Company, its subsidiary or associate company; shareholding of the director in the company, its subsidiaries and associate companies on a fully diluted basis</td><td>
<table>
<tr><th>Director</th><th>Fiscal FY 23-24 (Up to June 2023)</th><th>Fiscal FY 22-23</th><th>Fiscal FY 21-22</th><th>Fiscal FY 20-21</th></tr>
<tr><td>Shruti Aggarwal</td><td>0.0825 cr</td><td>0.33 Cr</td><td>0.47 Crore</td><td>1.32 Crore</td></tr>
<tr><td>Satish Chandra Sinha</td><td>NIL</td><td>0.015 Cr</td><td>0.075 Crore</td><td>0.04 Crore</td></tr>
<tr><td>Radhakrishnan Ramchandra Iyer</td><td>0.0413 cr</td><td>0.15 Cr</td><td>0.075 Crore</td><td>0.01 Crore</td></tr>
<tr><td>Vijuy Ronjan</td><td>0.0413 cr</td><td>0.1425 Cr</td><td>NIL</td><td>NIL</td></tr>
<tr><td>Vijay Jasuja</td><td>0.0413 cr</td><td>0.09 Cr</td><td>NIL</td><td>NIL</td></tr>
</table>
</td></tr>
<tr><td>Appointment of any relatives to an office or place of profit of the issuer, its subsidiary or associate company</td><td>NA</td></tr>
<tr><td>Full particulars of the nature and extent of interest, if any, of every director:<br>A. in the promotion of the issuer company; or<br>B. in any immoveable property acquired by the issuer company in the two years preceding the date of the issue document or any immoveable property proposed to be acquired by it; or<br>C. where the interest of such a director consists in being a member of a firm or company, the nature and extent of his interest in the firm or company, with a statement of all sums paid or agreed to be paid to him or to the firm or company in cash or shares or otherwise by any person either to induce him to become, or to help him qualify as a director, or otherwise for services rendered by him or by the firm or company, in connection with the promotion or formation of the issuer company shall be disclosed</td><td>NA</td></tr>
<tr><td>Contribution being made by the directors as part of the offer or separately in furtherance of such objects</td><td>NA</td></tr>
</table>

**5.13 Any financial or other material interest of the directors, promoters, key managerial personnel or senior management in the offer and the effect of such interest in so far as it is different from the interests of other persons –** No

**5.14 Following details regarding the auditors of the Company:**

(a) **Details of the auditor of the Company:**

| Name of the Auditor | Address | Date of appointment |
|---|---|---|
| **SURI & SUDHIR Chartered Accountants** | L-4, Connaught Cir, Near Haldiram Sweets, Block L, Connaught Place, New Delhi, Delhi 110001 | 2016 |

(b) **Details of change in auditor for preceding three financial years and current financial year:**

| Name of the Auditor | Address | Date of Appointment | Date of cessation, if applicable | Date of resignation, if applicable |
|---|---|---|---|---|
| N.A | N.A | N.A | N.A | N.A |

**5.15 DETAILS OF THE BORROWING OF THE ISSUER**

Details of the following liabilities of the Issuer, as at the end of the last quarter, i.e June 30, 2023, or if available, a later date:

(a) **Details of Outstanding Secured Loan Facilities as on the preceding quarter (as on June 30, 2023)**

**Note: All Loan facility are having exclusive security.**

| Name of lender Bank / FI Name | Type of Facility | Amount Sanctioned (INR in Crore) | Availed Amt | Principal Amount Outstanding | Security | Repayment Date / Schedule | Credit Rating, if applicable | Asset Classification |
|---|---|---|---|---|---|---|---|---|
| Northernarc Capital Limited-TL3A | Term Loan | 20.00 | 7.50 | 1.06 | 120 % | Monthly | N/A | Standard |
| Northernarc Capital Limited-TL3B | Term Loan | | 12.50 | 3.01 | 120 % | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL1 | Term Loan | 7.50 | 7.50 | 1.06 | 110 % | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL2 | Term Loan | 7.50 | 7.50 | 1.06 | 110 % | Monthly | N/A | Standard |
| Northernarc Capital Limited-TL5 | Term Loan | 15.00 | 15.00 | 4.20 | 120 % | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL3 | Term Loan | 3.00 | 3.00 | 0.75 | 110 % | Monthly | N/A | Standard |
| ASHV Financial Ltd-TL1-T1 | Term Loan | 7.00 | 4.00 | 0.74 | 110 % | Monthly | N/A | Standard |
| ASHV Finance Ltd-TL1-T2 | Term Loan | | 3.00 | 1.27 | 110 % | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL4 | Term Loan | 5.00 | 5.00 | 1.88 | 110 % | Monthly | N/A | Standard |
| UC Inclusive Credit Pvt Ltd-TL1 | Term Loan | 5.00 | 5.00 | 1.83 | 110 % | Monthly | N/A | Standard |
| Northern Arc Capital Limited-TL6 | Term Loan | 25.00 | 25.00 | 10.26 | 115 % | Monthly | N/A | Standard |

| Name of lender Bank / FI Name | Type of Facility | Amount Sanctioned (INR in Crore) | Availed Amt | Principal Amount Outstanding | Security | Repayment Date / Schedule | Credit Rating, if applicable | Asset Classification |
|---|---|---|---|---|---|---|---|---|
| Shine Star Build Cap Pvt Ltd-TL2-Tranche3 | Term Loan | 60.00 | 6.00 | 0.52 | 115 % | Monthly | N/A | Standard |
| Shine Star Build Cap Pvt Ltd-TL2-Tranche4 | Term Loan | | 10.00 | 2.62 | 115 % | Monthly | N/A | Standard |
| Shine Star Build Cap Pvt Ltd-TL2-Tranche5 | Term Loan | | 9.00 | 3.13 | 115 % | Monthly | N/A | Standard |
| Shine Star Build Cap Pvt Ltd-TL2-Tranche6 | Term Loan | | 6.00 | 2.08 | 115 % | Monthly | N/A | Standard |
| Shine Star Build Cap Pvt Ltd-TL2-Tranche7 | Term Loan | | 9.00 | 3.90 | 115 % | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL5 | Term Loan | 5.00 | 5.00 | 2.29 | 110 % | Monthly | N/A | Standard |
| Western Capital Advisors Pvt Ltd-TL3-T2 | Term Loan | 5.00 | 5.00 | 2.08 | 120 % | Monthly | N/A | Standard |
| Northern Arc Capital Limited-TL7 | Term Loan | 10.00 | 10.00 | 2.19 | 115 % | Monthly | N/A | Standard |
| Northern Arc Capital Limited-TL8 | Term Loan | 10.00 | 10.00 | 2.90 | 115 % | Monthly | N/A | Standard |
| Hinduja Layend Finance Ltd-TL1 | Term Loan | 10.00 | 10.00 | 5.30 | 110 % | Monthly | ACUITE A – (CE) | Standard |
| Moneywise Financial Services Pvt Ltd- TL2 | Term Loan | 5.00 | 5.00 | 0.45 | 120 % | Monthly | N/A | Standard |
| Grow Money Capital Pvt Ltd-TL4-T1 | Term Loan | 20.00 | 10.00 | 1.76 | 110 % | Monthly | N/A | Standard |
| Grow Money Capital Pvt Ltd-TL4-T2 | Term Loan | | 10.00 | 4.33 | 110 % | Monthly | N/A | Standard |
| Vivriti Capital Pvt Ltd-TL5 Ma"22 | Term Loan | 6.50 | 6.50 | 1.62 | 115 % | Monthly | N/A | Standard |
| Ambit Finvest Pvt Ltd-TL2 | Term Loan | 8.00 | 8.00 | 2.80 | 120 % | Monthly | N/A | Standard |
| UC Inclusive Credit Pvt Ltd-TL2 | Term Loan | 3.50 | 3.50 | 2.31 | 110 % | Monthly | N/A | Standard |
| Vivriti Capital Pvt Ltd-TL7 Ju"22 | Term Loan | 17.50 | 17.50 | 5.83 | 115 % | Monthly | N/A | Standard |
| Tata Capital Financial Services Ltd | Term Loan | 5.00 | 5.00 | 2.92 | 120 % | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL6 | Term Loan | 5.00 | 5.00 | 3.75 | 110 % | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL7 | Term Loan | 5.00 | 5.00 | 3.75 | 110 % | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL8 | Term Loan | 5.00 | 5.00 | 3.75 | 110 % | Monthly | N/A | Standard |
| Oxyzo Financial Services Pvt Ltd-TL1 | Term Loan | 12.00 | 12.00 | 8.00 | 115 % | Monthly | N/A | Standard |
| Morus Technologies Pte Ltd | ECB | 79.77 | 79.77 | 79.77 | 117.50% | Interest Quarterly. Principal –- | N/A | Standard |

| Name of lender Bank / FI Name | Type of Facility | Amount Sanctioned (INR in Crore) | Availed Amt | Principal Amount Outstanding | Security | Repayment Date / Schedule | Credit Rating, if applicable | Asset Classification |
|---|---|---|---|---|---|---|---|---|
| | | | | | | Bulletrepayment after 36m | | |
| Morus Technologies Pte Ltd | ECB | 79.47 | 79.47 | 79.47 | 117.50% | Interest Quarterly. Principal –- Bulletrepayment after 36m | N/A | Standard |
| Hinduja Layend Finance Ltd-TL2 | Term Loan | 20.00 | 20.00 | 17.02 | 110% | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL9 | Term Loan | 5.00 | 5.00 | 4.17 | 110% | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL10 | Term Loan | 5.00 | 5.00 | 4.17 | 110% | Monthly | N/A | Standard |
| Shine Star Build Cap Pvt Ltd-TL4-T1 | Term Loan | 100.00 | 20.00 | 6.78 | 115% | Monthly | N/A | Standard |
| Vivriti Capital Pvt Ltd-TL11 No"22 | Term Loan | 23.50 | 23.50 | 20.56 | 110% | Monthly | N/A | Standard |
| Shine Star Build Cap Pvt Ltd-TL4-T2 | Term Loan | - | 12.00 | 6.08 | 115% | Monthly | N/A | Standard |
| Shine Star Build Cap Pvt Ltd-TL4-T3 | Term Loan | - | 20.00 | 10.13 | 115% | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL11 | Term Loan | 5.00 | 5.00 | 4.38 | 110% | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL12 | Term Loan | 5.00 | 5.00 | 4.38 | 110% | Monthly | N/A | Standard |
| Morus Technologies Pte Ltd | ECB | 82.69 | 82.69 | 82.69 | 117.50% | Interest Quarterly. Principal –- Bulletrepayment after 36m | N/A | Standard |
| AU Small Finance Bank-TL4 | Term Loan | 20.00 | 20.00 | 16.67 | 110% | Monthly | ICRA BBB (Stable) | Standard |
| Shine Star Build Cap Pvt Ltd-TL4-T4 | Term Loan | - | 20.00 | 10.13 | 115% | Monthly | N/A | Standard |
| Mannapuram Finance ltd | Term Loan | 15.00 | 15.00 | 13.47 | 110% | Monthly | N/A | Standard |
| Shine Star Build Cap Pvt Ltd-TL4-T5 | Term Loan | - | 15.00 | 12.52 | 115% | Monthly | N/A | Standard |

| Name of lender Bank / FI Name | Type of Facility | Amount Sanctioned (INR in Crore) | Availed Amt | Principal Amount Outstanding | Security | Repayment Date / Schedule | Credit Rating, if applicable | Asset Classification |
|---|---|---|---|---|---|---|---|---|
| Innoven Capital India Pvt Ltd | WCDL | 25.00 | 25.00 | 25.00 | 100% | Monthly | N/A | Standard |
| Oxyzo Financial Services Pvt Ltd-TL2 | Term Loan | 15.00 | 15.00 | 15.00 | 110% | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL13 | Term Loan | 5.00 | 5.00 | 5.00 | 110% | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL14 | Term Loan | 5.00 | 5.00 | 5.00 | 110% | Monthly | N/A | Standard |
| MAS Financial Services Ltd-TL15 | Term Loan | 5.00 | 5.00 | 5.00 | 110% | Monthly | N/A | Standard |
| Ambit Finvest Pvt Ltd-TL3 | Term Loan | 12.00 | 12.00 | 12.00 | 120% | Monthly | N/A | Standard |
| Kotak Mahindra Investments Ltd | Term Loan | 30.00 | 30.00 | 30.00 | 115% | Monthly | N/A | Standard |
| Federal Bank Ltd | Term Loan | 30.00 | 30.00 | 30.00 | 105% | Monthly | ICRA BBB (Stable) | Standard |
| Hinduja Leyland Finance Ltd-TL3 | Term Loan | 15.00 | 15.00 | 15.00 | 110% | Monthly | ICRA BBB (CE) + | Standard |
| Moneywise Financial Services Pvt Ltd-TL3 | Term Loan | 10.00 | 10.00 | 10.00 | 110% | Monthly | N/A | Standard |
| Capri Global Capital Ltd | Term Loan | 15.00 | 15.00 | 15.00 | 110% | Monthly | N/A | Standard |
| **Total** | | **894.93** | **861.93** | **634.78** | | | | |

(b) **Details of Outstanding Unsecured Loan Facilities as on the preceding quarter (as on June 30, 2023)**:

| Name of Lender | Type of Facility | Amount Sanctioned (INR in Crore) | Principal Amount Outstanding (INR in Crore) | Repayment Date / Schedule | Credit Rating, if applicable |
|---|---|---|---|---|---|
| Fusion Corporate Solutions Pvt Ltd | ICD | 3.00 | 0.36 | Monthly | N/A |
| Positive Moves India Consulting Pvt. Ltd | ICD | 38.00 | 29.53 | Monthly | N/A |
| **Total** | | **41.00** | **29.89** | - | - |

(c) **Details of Outstanding Non-Convertible Securities as on the preceding quarter (as on June 30, 2023)**:

| Series of NCS | ISIN | Tenor / Maturity Period | Coupon | Amount Outstanding | Date of Allotment | Redemption Date / Schedule | Credit Rating | Secured / Unsecured | Security |
|---|---|---|---|---|---|---|---|---|---|
| NA | INE08XP07027 | 24 Months | 14.55 | 20.00 | 16-03-2022 | 16-03-2024 | ICRA BBB- | Secured | Unlisted NCD |
| NA | INE08XP07035 | 18 Months | 13.05 | 18 | 14-10-2022 | 14-04-2024 | ICRA BBB- | Secured | Unlisted NCD |
| NA | INE08XP07043 | 12 months and 7 days | 11.04 | 14.40 | 01-11-2022 | 08-11-2023 | ICRA BBB | Secured | Unlisted NCD |
| NA | INE08XP07068 | 23 months and 24 days | 14.00 | 32.38 | 07-12-2022 | 01-12-2024 | ICRA BBB | Secured | Unlisted NCD |
| NA | INE08XP07092 | 24 Months and 8 days | 14.00 | 64.29 | 23-12-2022 | 31-12-2024 | ICRA BBB | Secured | Unlisted NCD |
| NA | INE08XP07076 | 15 Months | 12.55 | 51.75 | 26-12-2022 | 26-03-2024 | ICRA BBB | Secured | Listed NCD |
| NA | INE08XP07050 | 18 Months | 11.75 | 20 | 28-12-2022 | 28-06-2024 | ICRA BBB | Secured | Listed NCD |
| NA | INE08XP07084 | 15 months | 11.04 | 15.00 | 25-01-2023 | 25-04-2024 | ICRA BBB | Secured | Listed NCD |
| NA | INE08XP07100 | 24 months | 14.00 | 25 | 03-04-2023 | 31-3-2025 | ICRA BBB | Secured | Unlisted NCD |
| NA | INE08XP07118 | 12 months and 7 days | 11.05 | 49.50 | 04-05-2023 | 11-05-2024 | ICRA BBB | Secured | Listed NCD |
| NA | INE08XP07126 | 13 months 15 days | 12.00 | 10 | 15-05-2023 | 13-06-2024 | ICRA BBB | Secured | Unlisted NCD |
| NA | INE08XP07134 | 18 months 15 days | 14.00 | 28.33 | 15-05-2023 | 01-12-2024 | ICRA BBB | Secured | Unlisted NCD |
| NA | INE08XP07142 | 16 months 7 days | 11.50 | 30 | 23-06-2023 | 31-10-2024 | ICRA BBB | Secured | Listed NCD |

(d) **Details of Outstanding commercial papers as on the preceding quarter (as on June 30, 2023)**:

| Series of NCS | ISIN | Tenor / Maturity Period | Coupon | Amount Outstanding | Date of Allotment | Redemption Date / Schedule | Credit Rating | Secured / Unsecured | Security | Other details viz. details of Issuing and Paying Agent, details |
|---|---|---|---|---|---|---|---|---|---|---|

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | | | | **of credit rating agencies** |
| **NA** | INE 08X P14 023 | 6 months | 11.75 | 5 | 28-04-2023 | 25-10-2023 | ICRA BBB | Secured | CP | ICICI |

**5.16 List of top 10 holders of non-convertible securities in terms of value as on the preceding quarter (as on June 30, 2023) (in cumulative basis):**

| Sl. No | Name of holder | Category of holder | Face Value of holding | Amount | Principal Amount Outstanding | % of total non-convertible security outstanding |
|---|---|---|---|---|---|---|
| 1 | Trifecta Ventures Debt Fund-III | AIF | 10,00,000 | 58 | 58 | 18% |
| 2 | InnoVen Capital India Fund | AIF | 10,00,000 | 40 | 38.1 | 12% |
| 3 | Northern Arc Capital Ltd | NBFC | 10,00,000 | 30 | 25 | 8% |
| 4 | Alteria | AIF | 1,00,000 | 30 | 28.33 | 7% |
| 5 | Unifi | AIF | 1,00,000 | 27 | 22.5 | 7% |
| 6 | Trifecta Ventures Debt Fund-II | AIF | 10,00,000 | 25 | 25 | 8% |
| 7 | Northern Arc India Impact Trust-NCD | AIF | 10,00,000 | 20 | 20 | 6% |
| 8 | Oxyzo Financial Services Private Limited | NBFC | 1,00,000 | 18 | 18 | 4.47% |
| 9 | Trifecta Ventures Debt Fund-II | AIF | 10,00,000 | 17 | 17 | 5% |
| 10 | Oxy Venture Private Limited | Private Company | 1,00,000 | 12 | 12 | 2.98% |
| | | | | 277 | 263.93 | |
| | **Total** | | | | | |

**5.17 List of top 10 holders of commercial papers in terms of value as on the preceding quarter (as on June 30, 2023) (in cumulative basis)**

| Sl. No | Name of holder | Category of holder | Face Value of holding | % of total non-convertible security outstanding |
|---|---|---|---|---|
| 1 | NILTexterity Private Limited | NILPrivate Company | 5 | 1.24% |

**5.18 Details of the bank fund based facilities/ rest of the borrowing (if any, including hybrid debt like Foreign Currency Convertible Bonds (FCCB), Optionally Convertible Debentures/ Preference Shares) from financial institutions or financial creditors:**

| Name of Party (in case of facility) / Name of Instrument | Type of facility / Instrument | Amount sanctioned / issued | Principal Amount outstanding | Date of Repayment / Schedule | Credit Rating | Secured /Unsecured | Security |
|---|---|---|---|---|---|---|---|
| None | | | | | | | |

**5.19 The amount of corporate guarantee or letter of comfort issued by the issuer along with name of the counterparty (like name of the subsidiary, joint venture entity, group company, etc.) on behalf of whom it has been issued, contingent liability including debt service reserve account guarantees/ any put option etc.**

Nil

**5.20 Details of any outstanding borrowing taken / debt securities issued for consideration other than cash. This information shall be disclosed whether such borrowing / debt securities have been taken / issued: (i) in whole or part, (ii) at a premium or discount, or (iii) in pursuance of an option or not:**

Not Applicable

**5.21 Details of all defaults and/or delay in payments of interest and principal of any kind of term loans, debt securities, commercial paper (including technical delay) and other financial indebtedness including corporate guarantee or letters of comfort issued by the Company, in the preceding 3 (three) years, including the current financial year:**

Not Applicable

**5.22 Where the Issuer is a non-banking finance company or housing finance company, the following disclosures on Asset Liability Management (ALM) shall be provided for the latest audited financials:**

| A. | Details with regard to lending done out of the issue proceeds of earlier issuances of debt securities (whether public issue or private placement) by NBFC including details regarding the following |
|---|---|
| (a) | **Lending Policy: Should contain overview of origination, risk management, monitoring and collections:**<br><br>Please refer to the lending policy set out in **Annexure VIII**. |
| (b) | **Classification of Loans given to associate or entities related to Board, Key Managerial Personnel, Senior management, promoters, etc.:**<br><br>Not applicable |
| (c) | **Classification of loans according to type of loans, denomination of loan outstanding by loan to value, sectors, denomination of loans outstanding by ticket size, geographical classification of borrowers, maturity profile etc.:**<br><br>Please refer to paragraph (J) below of this table below. |
| (d) | **Aggregated exposure to the top 20 borrowers with respect to the concentration of advances, exposures to be disclosed in the manner as prescribed by RBI in its stipulations on Corporate Governance for NBFCs or HFCs, from time to time;** |

As on Mar, 31, 2023– Rs. 70.05 Lacs

(e) **Details of loans, overdue and classified as non-performing assets (NPA) in accordance with RBI stipulations:**

Please refer to paragraph (K) of this table below

**B. Details of borrowings made by NBFC**

(a) **A portfolio summary with regard to industries/ sectors to which borrowings have been made:**

Please refer to paragraph (J) in this table below including sub-paragraph (c) therein.

(b) **NPA exposures of the Issuer for the last three financial years (both gross and net exposures) and provisioning made for the same as per the last audited financial statements of the Issuer:**

Please refer to paragraph (K) of this table below.

(c) **Quantum and percentage of secured vis-à-vis unsecured borrowings made; and**

| Type of Borrowings | Outstanding as at March 31, 2023 (INR) (in Crore) | % |
|---|---|---|
| Secured Borrowings | 957.87 | 96.97% |
| Unsecured Borrowings | 29.89 | 3.03% |
| Total | 987.77 | 100% |

**C. Details of change in shareholding**

**(a) Any change in promoters' holdings during the preceding financial year beyond the threshold, as prescribed by RBI:**

Nil

**D. Disclosure of Assets Under Management**

**(a) Segment wise breakup:**

Please refer to sub-paragraph (c) of paragraph (J) in this table below.

**(b) Type of Loans**

Please refer to sub-paragraph (a) of paragraph (J) in this table below.

**E. Details of borrowers**

**(a) Geographical location wise**

Please refer to sub-paragraph (e) of paragraph (J) in this table below.

**F. Details of Gross NPA**

**(a) Segment wise:**

Please refer to sub-paragraph (c) of paragraph (K) in this table below.

**G. Details of Assets and Liabilities**

**(a) Residual maturity profile wise into several bucket:**

Please refer to paragraph (L) in this table below.

**H. Additional details of loans made by Company where it is a housing finance company**

Given that the Issuer is not a housing finance company, this is not applicable.

**I. Disclosure of latest ALM statements to stock exchange**

Please refer to the ALM statements set out in **Annexure IX**.

**J. Classification of loans according to**

**(a) Type of Loans:**

Details of types of loans

| Sl. No. | Types of loans | Rs. Crore |
|---|---|---|
| 1 | Secured | 957.87 |
| 2 | Unsecured | 29.89 |
| | Total assets under management (AUM)^^ | 987.77 |

**Information required at borrower level (and not by loan account as customer may have multiple loan accounts); ^^Issuer is also required to disclose off balance sheet items.*

**(b) Denomination of loans outstanding by loan-to-value:**

Details of LTV

| Sl. No. | LTV (at the time of origination) | Percentage of AUM |
|---|---|---|
| 1 | Upto 40% | N.A |
| 2 | 40-50% | N.A |
| 3 | 50-60% | N.A |
| 4 | 60-70% | N.A |
| 5 | 70-80% | N.A |
| 6 | 80-90% | N.A |
| 7 | >90% | N.A |
| | **Total** | N.A |

**(c) Sector Exposure**

Details of sectoral exposure

| Sl. No. | Segment-wise break-up of AUM | Percentage of AUM |
|---|---|---|
| **1** | **Retail** | |
| A | Mortgages (home loans and loans against property) | - |
| B | Gold loans | - |
| C | Vehicle finance | - |
| D | MFI | - |
| E | MSME | - |
| F | Capital market funding (loans against shares, margin funding) | - |
| G | Others | 100% |
| **2** | **Wholesale** | |
| A | Infrastructure | - |
| B | Real estate (including builder loans) | - |
| C | Promoter funding | - |
| D | Any other sector (as applicable) | - |
| E | Others | - |
| | **Total** | 100% |

**(d) Denomination of loans outstanding by ticket size*:**

Details of outstanding loans category wise

| Sl. No. | Ticket size (at the time of origination) | Percentage of AUM |
|---|---|---|
| 1 | Up to Rs. 3 lakh | **99.70%** |
| 2 | Rs. 3-5 lakh | **0.3–0%** |
| 3 | Rs. 5 - 10 lakh –- | |
| 4 | Rs. 10 - 25 lakh –- | |
| 5 | Rs. 25 - 50 lakh | - |
| 6–Rs. 50 lakh - 1 crore– | | - |
| 7 | Rs. 1 - 5 crore– | - |
| 8 | Rs. 5 - 25 crore–- | |
| 9 | Rs. 25 - 100 crore | - |
| 10 | >Rs. 100 crore | - |
| | **Total** | 100% |

** Information required at the borrower level (and not by loan account as a customer may have multiple loan accounts);*

**(e) Geographical classification of borrowers:**

Top 5 states borrower wise

| Sl. No. | Top 5 states | Percentage of AUM |
|---|---|---|
| 1 | **Maharashtra** | 11.17% |
| 2 | **Uttar Pradesh** | 10.54% |
| 3 | **Andhra Pradesh** | 07.32% |
| 4 | **Gujarat** | 06.58% |
| 5 | **Karnataka** | 06.56% |
| | **Total** | **42.17%** |

**K. Details of loans, overdue and classified as non-performing assets (NPA) in accordance with RBI stipulations**

**(a) Movement of Gross NPA**

| **Movement of gross NPA*** | **Rs. crore** |
|---|---|
| Opening gross NPA | N.A |
| - Additions during the year | N.A |
| - Reductions during the year | N.A |
| Closing balance of gross NPA | N.A |

***Please indicate the gross NPA recognition policy (Day's Past Due):* 180 days**

**(a) Movement of provisions for NPA**

| **Movement of provisions for NPA** | **Rs. crore** |
|---|---|
| Opening balance | 0.00 |
| - Provisions made during the year | 0.00 |
| - Write-off/ write-back of excess provisions | - |
| Closing balance | 0.00 |

**(b) Segment wise gross NPA**

| Sl. No. | Segment-wise gross NPA | Gross NPA (%) |
|---|---|---|
| **1** | **Retail** | |
| A | Mortgages (home loans and loans against property) | N.A |
| B | Gold loans | N.A |
| C | Vehicle finance | N.A |
| D | MFI | N.A |
| E | MSME | N.A |
| F | Capital market funding (loans against shares, margin funding) | N.A |
| G | Others | N.A |
| **2** | **Wholesale** | |
| A | Infrastructure | N.A |
| B | Real estate (including builder loans) | N.A |
| C | Promoter funding | N.A |
| D | Any other sector (as applicable) | N.A |
| E | Others | N.A |
| | **Total** | N.A |

**L. Residual maturity profile of assets and liabilities (in line with the RBI format):**

**Residual maturity profile of assets and liabilities**

(as per Audited Financial as on March 31, 2023) INR (in Crore)

| Category | Up to 30 / 31 days | >1 months – 2 months | >2 months – 3 months | >3 months – 6 months | >6 months – 1 year | >1 years – 3 years | >3 years – 5 years | > 5 years | Total |
|---|---|---|---|---|---|---|---|---|---|
| Deposit | - | - | - | - | - | - | - | - | - |
| Advances | 206.55 | 98.02 | 79.32 | 192.81 | 306.68 | 184.49 | 0.22 | 0 | **1,068.09** |
| Investments | - | - | - | - | - | - | - | - | - |
| Borrowings | 53.45 | 66.74 | 93.55 | 149.54 | 235.72 | 388.77 | - | - | 987.77 |
| FCA* | - | - | - | - | - | - | - | - | - |
| FCL* | - | - | - | - | - | - | - | - | - |

**FCA – Foreign Currency Assets; FCL – Foreign Currency Liabilities.*

**5.20 Financial Information**

(a) **A columnar representation of the audited financial statements (i.e. Profit & Loss statement, Balance Sheet and Cash Flow statement) both on a standalone and consolidated basis for a period of three completed years:**

**The above financial statements shall be accompanied with the Auditor's Report along with the requisite schedules, footnotes, summary etc.**

| Particulars | As at March 31, 2023 | As at March 31,2022 | As at March 31,2021 |
|---|---|---|---|
| **A ASSETS** | | | |
| **Non-current assets** | | | |
| Property, plant and equipment | - | 0.13 | 0.2 |
| Intangibles Under Development | 49.87 | 34.99 | - |
| Intangible assets | 1,503.49 | 589.56 | 388.25 |
| Financial assets | - | - | - |
| -Investments | 82.04 | - | - |
| -Loans | 18,471.57 | 16,095.24 | - |
| -Others | 286.18 | 705.56 | - |
| Income tax assets (net) | - | - | - |
| Other non-current assets | - | - | - |
| Deferred tax Assets (net) | - | 41.52 | - |
| **Total non-current assets** | **20,393.15** | **17,467.00** | **388.45** |
| **Current assets** | | | |
| Inventories | - | - | - |
| Financial assets | - | - | - |
| -investments | - | - | - |
| -Loans | 88,470.99 | 35,421.04 | 9364.72 |
| -Trade receivables | 3,294.07 | 2,324.31 | 2112.67 |
| -Cash and cash equivalents | 17,737.13 | 5,438.16 | 628.83 |
| -Bank balances other than cash and cash equivalents | 10,974.70 | 219.80 | - |
| -Others | 696.23 | 640.77 | - |
| Current tax assets | 445.73 | 1.66 | 8.89 |
| Other current assets | 1,339.37 | 1,784.80 | 519.97 |
| **Total current assets** | **1,22,958.22** | **45,830.54** | **12635.08** |
| **Total assets** | **1,43,351.37** | **63,297.54** | **13,023.53** |
| **B EQUITY AND LIABILITIES** | | | |
| **Equity** | | | |
| Equity share capital | 27,055.93 | 21,119.05 | 5906.91 |
| Other equity | 14,083.88 | 6,976.33 | 1746.86 |
| **Total equity** | **41,139.81** | **28,095.38** | **7653.77** |
| **Share Application Money Pending Allotment** | | | **0.73** |
| **Liabilities** | | | |
| **Non-current liabilities** | | | |
| Financial liabilities | - | - | - |

| | | | |
|---|---|---|---|
| Borrowings | 63,844.63 | 16,869.65 | 2,087.13 |
| Others | - | - | - |
| Provisions | 44.17 | 16.13 | 18.90 |
| Deferred tax liabilities (net) | 290.38 | 0 | 14.13 |
| **Total non- current liabilities** | **1,05,318.99** | **44,981.16** | **9,774.66** |
| **Current liabilities** | | | |
| Financial liabilities | | | |
| Borrowings | 34,874.00 | 16,872.34 | 2697.77 |
| Trade payables | - | - | - |
| - Total outstanding dues of micro enterprises and small enterprises | 39.68 | 71.50 | 63.76 |
| - Total outstanding dues of creditors other than micro enterprises and small enterprises | 473.98 | 172.08 | 71.72 |
| Others | 639.43 | 891.64 | 183.5 |
| Other current liabilities | 626.40 | 29.45 | 65.03 |
| Provisions | 316.50 | 106.24 | 118.2 |
| Current tax liabilities | 1,062.39 | 173.13 | 48.89 |
| **Total current liabilities** | **38,032.38** | **18,316.38** | **3,248.87** |
| **Total Liabilities** | **1,43,351.37** | **63,297.54** | **13,023.53** |

| **Particulars** | | **As at March 31, 2023** | **As at March 31,2022** | **As at March 31,2021** |
|---|---|---|---|---|
| (a) | Revenue from operations | | | |
| (i) | Interest income | 18,673.64 | 4,821.76 | 2,026.88 |
| (ii) | Fee and commission income | 2,641.62 | 3.78 | - |
| (b) | Other income | 377.04 | 117.71 | 93.93 |
| **I** | **Total Income (a+b)** | **21,692.30** | **4,943.25** | **2,120.81** |
| **Expenses** | | | | |
| (a) | Finance costs | 7,623.09 | 2,109.55 | 433.56 |
| (b) | Impairment on financial instruments | 4,718.57 | 105.43 | - |
| (c) | Employees benefit expenses | 680.20 | 276.07 | 428.89 |
| (d) | Depreciation and amortisation expense | 223.34 | 113.53 | 62.67 |
| (e) | Other expenses | 4,465.41 | 1,542.92 | 921.18 |
| **II** | **Total expenses** | **17,710.61** | **4,147.50** | **1,846.30** |
| **III** | **Profit / (Loss) before exceptional items and tax from continuing operations (I-II)** | **3,981.69** | **795.75** | **274.51** |
| | Exceptional items | - | - | - |

| | | | | |
|---|---|---|---|---|
| | **Profit / (Loss) before extraordinary items and tax from continuing operations** | **3,981.69** | **795.75** | **274.51** |
| | Extraordinary Items | - | | |
| | Prior Period items | - | -29.70 | - |
| | **Profit Before Tax** | **3,981.69** | **766.05** | **274.51** |
| **IV** | **Tax expense** | | | |
| (a) | Current tax | 1,062.39 | 173.13 | 71.84 |
| (b) | Deferred tax charge/(benefits) | 331.90 | (55.65) | 18.56 |
| | **Total tax expense** | **1,394.29** | **117.48** | **90.40** |
| **V** | **Profit for the year (III-IV)** | **2,587.40** | **648.57** | **184.11** |
| **VI** | **Other comprehensive income, net of tax** | | | |
| (a) | Items that will not be reclassified to profit or loss | | | |
| | Remeasurement gain/(loss) on defined benefit plans | 4.07 | 9.59 | -8.49 |
| | Income tax benefit/ (charge) on above | -1.02 | -2.41 | 2.14 |
| | **Sub total (a)** | **3.05** | **7.18** | **(6.35)** |
| (b) | Items that will be reclassified to profit or loss | | | |
| | Movement in cash flow hedge reserve | - | - | - |
| | Income tax benefit/ (charge) on above | - | - | - |
| | **Sub total (b)** | **-** | **-** | **-** |
| | **Other comprehensive income/(loss) for the year** | **4.07** | **7.18** | **(6.35)** |
| **VII** | **Total comprehensive profit for the year (V+VI)** | **2,591.47** | **655.75** | **177.76** |
| | Earnings per equity share: | | | |
| | Basic | 1.11 | 0.63 | 0.30 |
| | Diluted | 1.11 | 0.63 | 0.30 |

| **Particulars** | **For the year ended 31 March 2023** | **For the year ended 31 March 2022** | **For the year ended 31 March 2022** |
|---|---|---|---|
| **A CASH FLOWS FROM OPERATING ACTIVITIES** | | | |

| | | | | |
|---|---|---|---|---|
| | **Profit before tax** | **3,981.69** | **795.75** | **274.51** |
| | **Adjustments for:** | | | |
| | Remeasurement gain/(loss) on defined benefit plans | | | |
| | Depreciation and amortisation expense | 223.34 | 113.53 | 62.66 |
| | Finance Cost | 7,929.98 | 2,338.18 | 433.56 |
| | Interest Received | (247.88) | (16.75) | (4.18) |
| | Other Inflows / (Outflows) of cash | (2,993.25) | 4,560.85 | 873.06 |
| | **Operating profit before working capital changes** | **8,893.88** | **7,791.56** | **1,639.61** |
| | *Changes in working capital* | | | |
| | Increase/(decrease) in trade payables | 270.08 | -30.79 | (2,271.14) |
| | Increase/(decrease) in current liabilities | 591.55 | 1,114.84 | 24.46 |
| | Increase/(decrease) in Other financial liabilities | - | | |
| | Increase/(decrease) in provisions | | | |
| | Increase/(decrease) in Other non-financial liabilities | | | |
| | (Increase)/decrease in Short term Loans and advances | (53,049.95) | (42,173.25) | 620.37 |
| | (Increase)/decrease in Other Current assets | (445.43) | (1,546.85) | (191.15) |
| | (Increase)/decrease in trade Receivables | (969.76) | (62.32) | (2,242.16) |
| | (Increase)/decrease in Other non-financial assets | | | |
| | **Cash flow from operating activities post working capital changes** | **(44,709.63)** | **(34,906.81)** | **(2,420.01)** |
| | Income- tax paid | (1,062.39) | (71.85) | (34.07) |
| | **Net cash flow from operating activities before extraordinary items** | | | |
| | Payment for extra Ordinary items | | (1.79) | - |
| | **Net cash flow from operating activities (A)** | **(45,772.02)** | **(34,980.45)** | **(2,454.08)** |
| **B** | **CASH FLOWS FROM INVESTING ACTIVITIES** | | | |
| | Purchase of property, plant and equipment | | (34.99) | |
| | Purchase of Intangible assets | (14.88) | (314.90) | (320.87) |
| | Proceeds from sale of Investment property | - | | 25.70 |
| | Interest received | 247.88 | 16.75 | 4.18 |
| | Cash Advances and loans made to other parties | -2,376.33 | -1,307.15 | |
| | Other Inflows / (Outflows) of cash | 8,271.35 | (272.42) | |
| | **Net cash used in investing activities (B)** | **6,128.02** | **(1,912.71)** | **(290.99)** |
| **C** | **CASH FLOWS FROM FINANCING ACTIVITIES** | | | |
| | Finance Cost | -7,929.98 | -2,338.18 | -433.56 |
| | Increase in / (Repayment) of Short term Borrowings | 18,001.66 | 14,606.77 | 174.87 |
| | Increase in / (Repayment) of Long term borrowings | 46,974.98 | 14,442.29 | 960.51 |
| | Increase / (Decrease) in share capital | 5,936.88 | 15,212.14 | 2,676.14 |

| | | | |
|---|---|---|---|
| Increase / (Decrease) in share application money pending allotment | | -0.73 | 0.73 |
| Repayments of other borrowings | | | (145.30) |
| Proceeds from issue of share capital including share premium | | | |
| **Net cash flow from financing activities (C)** | **62,983.54** | **41,922.29** | **3,233.39** |
| Increase in cash and cash equivalents (A+B+C) | **23,339.54** | **5,029.14** | **488.32** |
| Cash and cash equivalents at the beginning of the year | 5,657.96 | 628.83 | 140.51 |
| **Cash and cash equivalents at the end of the year** | **28,997.50** | **5,657.97** | **628.83** |

(b) **However, if the issuer being a listed REIT/listed InvIT has been in existence for a period less than three completed years and historical financial statements of such REIT/InvIT are not available for some portion or the entire portion of the reporting period of three years and interim period, then the combined financial statements need to be disclosed for the periods when such historical financial statements are not available.**

Not Applicable

(c) **Listed issuers (whose debt securities or specified securities are listed on recognised stock exchange(s)) in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, may disclose unaudited financial information for the stub period in the format as prescribed therein with limited review report in the General Information Document, as filed with the stock exchanges, instead of audited financial statements for stub period, subject to making necessary disclosures in this regard in General Information Document including risk factors.**

Please refer to **Annexure V** for the financial statements for the financial year ending March 31, 2023, March 31, 2022 and March 31, 2021.

(d) **Issuers other than unlisted REITs / unlisted InvITs desirous of issuing debt securities on private placement basis and who are in existence for less than three years may disclose financial statements mentioned at (a) above for such period of existence, subject to the following conditions:**

(i) The issue is made on the EBP platform irrespective of the issue size; and

(ii) The issue is open for subscription only to Qualified Institutional Buyers.

Not Applicable as the Issuer has been in existence for a period of more that 3 (three) years prior to the date of this General Information Document.

**5.21 Any material event/ development or change having implications on the financials/ credit quality (e.g. any material regulatory proceedings against the Issuer/ promoters, tax litigations resulting in material liabilities, corporate restructuring event etc.) at the time of Issue which may affect the Issue or the investor's decision to invest / continue to invest in the non-convertible securities / commercial papers.**

The Issuer hereby declares that there has been no material event, development or change on the financials/credit quality (e.g. any material regulatory proceedings against the Issuer/promoters, tax litigations resulting in material liabilities, corporate restructuring event etc.) at the time of issue, which may affect the Issue or the Investor's decision to invest/ continue to invest in the debt securities of the Issuer.

**5.22 Any litigation or legal action pending or taken by a Government Department or a statutory body or a regulatory body during the last three years immediately preceding the year of the issue of prospectus against the promoter of the Company;**

Nil

**5.23 Details of default and non-payment of statutory dues for the preceding three financial years and current financial year**

Nil

**5.24 Details of pending litigation involving the issuer, promoter, director, subsidiaries, group companies or any other person, whose outcome could have material adverse effect on the financial position of the issuer, which may affect the issue or the investor's decision to invest / continue to invest in the debt securities and/or non-convertible redeemable preference shares. -** No

**5.25 Details of acts of material frauds committed against the Company in the preceding 3 (three) financial years and current financial year, if any, and if so, the action taken by the Company**
Nil

**5.26 Details of pending proceedings initiated against the Company for economic offences, if any**
No

**5.27 Consent of directors, auditors, bankers to issue, trustees, solicitors or advocates to the issue, legal advisors to the issue, lead managers to the issue, Registrar to the Issue, and lenders (if required, as per the terms of the agreement) and experts.**
This has been procured to the extent applicable.

**5.28 The name(s) of the debentures trustee(s) shall be mentioned with statement to the effect that debenture trustee(s) has given its consent for appointment along with copy of the consent letter from the debenture trustee.**

As specified in the relevant Key Information Document.

**5.29 Details of credit rating along with reference to the rating letter issued (not older than one month on the date of opening of the issue) by the rating agencies in relation to the issue shall be disclosed. The detailed press release of the Credit Rating Agencies along with rating rationale(s) adopted (not older than one year on the date of opening of the issue) shall also be disclosed.**

As specified in the relevant Key Information Document.

**5.30 If the security is backed by a guarantee or letter of comfort or any other document / letter with similar intent, a copy of the same shall be disclosed. In case such document does not contain detailed payment structure (procedure of invocation of guarantee and receipt of payment by the investor along with timelines), the same shall be disclosed in the General Information Document.**

As specified in the relevant Key Information Document.

**5.31 Disclosure of Cash flow with date of interest/dividend/ redemption payment as per day count convention**

(a) ***The day count convention for dates on which the payments in relation to the non-convertible securities which need to be made:***

Coupon and all other charges shall accrue based on actual/actual day count convention in accordance with Chapter III (*Day count convention, disclosure of cash flows and other disclosures in the offer document*) of the SEBI circular no. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 on "*Master Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper*", as may be amended and modified from time to time;

(b) ***Procedure and time schedule for allotment and issue of securities:***

Please refer to the column on "*Issue Timing*" under Section 5.35 (*Issue Details*) of this General Information Document; and

(c) ***Cash flows emanating from the non-convertible securities shall be mentioned in the General Information Document, by way of an illustration:***

The cashflows emanating from the Non-Convertible Securities, by way of an illustration, are set out in the respective Key Information Document.

**5.32 Name(s) of the stock exchange(s) where the non-convertible securities are proposed to be listed and the details of their in-principle approval for listing obtained from these stock exchange(s). If non-convertible securities are proposed to be listed on more than one stock exchange(s) then the issuer shall specify the designated stock exchange for the issue. The issuer shall specify the stock exchange where the recovery expense fund is being/has been created as specified by the Board:**

The Non-Convertible Securities are proposed to be listed on the WDM segment of the BSE. The Issuer shall comply with the requirements of the listing agreement for debt securities to the extent applicable to it on a continuous basis.

The Issuer has obtained the in-principle approval for the listing of the Non-Convertible Securities from BSE and the same is annexed in **Annexure VII** hereto. The Issuer shall also be creating the recovery expense fund prescribed as per the SEBI Debenture Trustees Circular and relevant applicable SEBI regulations with BSE.

The Non-Convertible Securities are not proposed to be listed on more than one stock exchange.

**5.33 Other details:**

(a) **Creation of Debenture Redemption Reserve** ("**DRR**") – **relevant legislations and applicability:**

(i) The Company hereby agrees and undertakes that, if required under Applicable Law, it will create a debenture redemption reserve ("**DRR**") in accordance with the provisions of the Act (and the rules and regulations made thereunder) and the guidelines issued by the relevant Governmental Authorities.

(ii) If any guidelines are formulated (or modified or revised) by any Governmental Authority in respect of creation of the DRR prior to the Final Settlement Date, then the Company shall comply with such guidelines and shall do all deeds, acts and things as may be required by the Debenture Trustee in respect of the creation and maintenance of the DRR.

(iii) Where applicable, the Company shall submit to the Debenture Trustee a certificate duly certified by a chartered accountant certifying that the Company has transferred the required amount to the DRR at the end of each Financial Year.

(iv) In addition to the above, to the extent required by Applicable Law, the Company shall, in any Financial Year, in respect of any amounts of the Non-Convertible

Securities maturing in such Financial Year, invest or deposit amounts up to such thresholds as may be prescribed by Applicable Law and in such form and manner as prescribed therein and within the time periods prescribed therein.

(b) **Issue / instrument specific regulations - relevant details (Companies Act, Reserve Bank of India guidelines etc.):**

The Issue of Non-Convertible Securities shall be in conformity with the applicable provisions of the Companies Act including the relevant notified rules thereunder, the SEBI NCS Regulations, the SEBI Debenture Trustees Circular, the LODR Regulations the NBFC Directions, the NCD Issuance Directions and the applicable guidelines and directions issued by the RBI and SEBI.

(c) **Default in payment**:

Please refer to the terms and conditions of the Non-Convertible Securities set out in Section 5.35 (Issue Details) of this General Information Document.

The Issuer agrees to pay an additional interest rate of 2% (two percent) per annum above the applicable Interest Rate on the Outstanding Principal Amounts from the date of the occurrence of a Payment Default or any other Event of Default until such Payment Default or Event of Default is cured, on each Interest Payment Date occurring during the aforementioned period.

(d) **Delay in listing:**

In accordance with the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as amended from time to time, read together with the requirements in respect of the timelines for listing of debt securities issued on a private placement basis prescribed in Chapter VII (*Standardization of timelines for listing of securities issued on a private placement basis*) of the SEBI circular no. SEBI/HO/DDHS/P/CIR/ 2021/613 dated August 10, 2021 on "*Master Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper*" (as amended and modified from time to time), the Issuer confirms that in the event there is any delay in listing a of the Non-Convertible Securities beyond (T+3) working days, wherein "**T**" shall be referred to the issue closing date, the Company will (i) pay to the Debenture Holders, penal interest of 1% (one percent) per annum over the Interest Rate, from the date of allotment of the Non-Convertible Securities until the listing of the Non-Convertible Securities is completed; and (ii) be permitted to utilise the issue proceeds of its 2 (two) subsequent privately placed issuances of securities only after receiving final listing approval from the stock exchange(s).

(e) **Delay in allotment of securities**:

(i) The Issuer shall ensure that the Non-Convertible Securities are allotted to the respective Debenture Holders and are credited into the demat accounts of the relevant Debenture Holders within the timelines prescribed under the SEBI Listing Timelines Requirements.

(ii) If the Issuer fails to allot the Non-Convertible Securities to the Applicants within 60 (sixty) calendar days from the date of receipt of the Application Monies ("**Allotment Period**"), it shall repay the Application Monies to the Applicants within 15 (fifteen) calendar days from the expiry of the Allotment Period ("**Repayment Period**").

(iii) If the Issuer fails to repay the Application Monies within the Repayment Period, then Issuer shall be liable to repay the Application Monies along with interest at the applicable Interest Rate or 12% (twelve percent) per annum, whichever is higher, from the expiry of the Allotment Period.

(f) **Issue details**:

Please refer to Section 5.35 (*Issue Details*) of this General Information Document

(g) **Application process:**

The application process for the Issue is as provided in Section 8 of this General Information Document.

(h) **Disclosure prescribed under PAS-4 of Companies (Prospectus and Allotment of Securities), Rules, 2014 but not contained in this schedule, if any**:

All disclosures under Form No. PAS-4 of Companies (Prospectus and Allotment of Securities), Rules, 2014 have been set out in Section 10.

(i) **Project details: gestation period of the project; extent of progress made in the project; deadlines for completion of the project; the summary of the project appraisal report (if any), schedule of implementation of the project**: Not Applicable

(j) **Other matters and reports**

(i) If the proceeds, or any part of the proceeds, of the issue of the debt securities/non-convertible redeemable preference shares are or is to be applied directly or indirectly: (I) in the purchase of any business; or (II) in the purchase of an interest in any business and by reason of that purchase, or anything to be done in consequence thereof, or in connection therewith, the company shall become entitled to an interest in either the capital or profits and losses or both, in such business exceeding fifty per cent. Thereof, a report made by a chartered accountant (who shall be named in the issue document) upon –

(A) he profits or losses of the business for each of the three financial years immediately preceding the date of the issue of the issue document; and

(B) the assets and liabilities of the business ason the latest date to which the accounts of the business were made up, being a date not more than one hundred and twenty days before the date of the issue of the issue document.

Not applicable.

(ii) In purchase or acquisition of any immoveable property including indirect acquisition of immoveable property for which advances have been paid to third parties, disclosures regarding,

(A) the names, addresses, descriptions and occupations of the vendors;

(B) the amount paid or payable in cash, to the vendor and where there is more than one vendor, or the company is a sub-purchaser, the amount so paid or payable to each vendor, specifying separately the amount, if any, paid or payable for goodwill;

(C) the nature of the title or interest in such property proposed to be acquired by the company; and

(D) the particulars of every transaction relating to the property completed within the two preceding years, in which any vendor of the property or any person who is or was at the time of the transaction, a promoter or a director or proposed director of the company, had any interest, direct or indirect, specifying the date of the transaction and the name of such promoter, director or proposed director and stating the amount payable by or to such vendor, promoter, director or proposed director in respect of the transaction:

Provided that if the number of vendors is more than five, then the disclosures as required above shall be on an aggregated basis, specifying the immoveable property being acquired on a contiguous basis with mention of the location/total area and the number of vendors from whom it is being acquired and the aggregate value being

paid. Details of minimum amount, the maximum amount and the average amount paid/ payable should also be disclosed for each immovable property.

Not applicable

(iii) If

(A) the proceeds, or any part of the proceeds, of the issue of the debt securities/non-convertible redeemable preference shares are or are to be applied directly or indirectly and in any manner resulting in the acquisition by the company of shares in any other body corporate; and

(B) by reason of that acquisition or anything to be done in consequence thereof or in connection therewith, that body corporate shall become a subsidiary of the company, a report shall be made by a Chartered Accountant (who shall be named in the issue document) upon –

A. the profits or losses of the other body corporate for each of the three financial years immediately preceding the issue of the issue document; and

B. the assets and liabilities of the other body corporate as on the latest date to which its accounts were made up.

Not applicable

(iv) The said report shall:

(A) indicate how the profits or losses of the other body corporate dealt with by the report would, in respect of the shares to be acquired, have concerned members of the issuer company and what allowance would have been required to be made, in relation to assets and liabilities so dealt with for the holders of the balance shares, if the issuer company had at all material times held the shares proposed to be acquired; and

(B) where the other body corporate has subsidiaries, deal with the profits or losses and the assets and liabilities of the body corporate and its subsidiaries in the manner as provided in paragraph (iii) (B) above.

(v) The broad lending and borrowing policy including summary of the key terms and conditions of the term loans such as re-scheduling, prepayment, penalty, default; and where such lending or borrowing is between the issuer and its subsidiaries or associates, matters relating to terms and conditions of the term loans including re-scheduling, prepayment, penalty, default shall be disclosed

The average tenure of borrowings of the Issuer is in the range of 15-18 months, with rate of interest ranging from 9.5% to 15%. The foreclosure charges are between 1% to 3% on the borrowings of the Issuer. Please refer **Annexure VIII** for more details.

(vi) The aggregate number of securities of the issuer company and its subsidiary companies purchased or sold by the promoter group, and by the directors of the company which is a promoter of the issuer company, and by the directors of the issuer company and their relatives, within six months immediately preceding the date of filing the issue document with the Registrar of Companies, shall be disclosed.

Not applicable in case of issue of Non-Convertible Securities.

(vii) Reference to the relevant page number of the audit report which sets out the details of the related party transactions entered during the three financial years immediately preceding the issue of issue document.

FY 2020-2021 – Refer Page 32

FY 2021-2022 – Refer Page 36

FY 2022-2023 – Refer Page 31 Note No 37

**5.34 A statement containing particulars of the dates of, and parties to all material contracts, agreements:**

The following contracts, not being contracts entered into in the ordinary course of business carried on by the Company or entered into more than 2 (Two) years before the date of this General Information Document, which are or may be deemed material, have been entered into by the Company.

The contracts and documents referred to hereunder are material to the Issue, may be inspected at the Registered Office of the Company between 10.00 am to 4.00 pm on working days.

| S. No. | Nature of Contract |
|---|---|
| 1. | Certified true copy of the Memorandum & Articles of Association of the Issuer. |
| 2. | Board Resolution dated 25th July 2023 authorizing the issue of Non-Convertible Securities offered under the terms of this General Information Document. |
| 3. | Board Resolution authorizing the respective Tranche/Issuance of Debentures offered under the terms of this Key Information Document shall be as more particularly as set out in the relevant Key Information Document, from time to time. |
| 4. | Shareholders Resolution dated 10th May 2023 authorizing the issue of non-convertible debentures by the Company. In case of any further resolution passed by the Issuer in relation to the subject (as shall be required) shall be annexed in the relevant Key Information Document from time to time. |
| 5. | Copies of Annual Reports of the Company for the last three financial years. |
| 6. | Credit rating letter from the Rating Agent, rating rationale from the Rating Agent along with detailed press release dated 04th July 2023, for the first issuance under this General Information Document. The credit rating for the subsequent Tranche / Issuances of the Non-Convertible Securities shall be as more particularly as set out in the relevant Key Information Document, as shall be issued from time to time. |
| 7. | Letter from debenture trustee dated 25th July 2023 giving its consent to act as Debenture Trustee, for the first issuance under this General Information Document. The debenture trustee consent letter for the subsequent Tranche / Issuances of the Debentures shall be as more particularly as set out in the relevant Key Information Document, as shall be issued from time to time. |
| 8. | Letter from the Registrar and Transfer Agent dated 28th July 2023 giving its consent to act as the Registrar and Transfer Agent, for the first issuance under this General Information Document. The consent letter from the Registrar and Transfer Agent for the subsequent Tranche / Issuances of the Debentures shall be as more particularly as set out in the relevant Key Information Document, as shall be issued from time to time. |
| 9. | Certified true copy of the certificate of incorporation of the Company. |
| 10. | Certified true copy of the tripartite agreement between the Company, the Registrar & Transfer Agent and the NSDL/CDSL. |
| 11. | Copy of application made to BSE for grant of in-principle approval for listing of Non-Convertible Securities. |
| 12. | Relevant Tranche/Issuance Debenture Trustee Agreement to be executed by the Issuer and the Debenture Trustee. |
| 13. | Relevant Tranche/Issuance Debenture Trust Deed to be executed by the Issuer and the Debenture Trustee. |
| 14. | Relevant Tranche/Issuance Deed of Hypothecation(s) to be executed by the Issuer and the Debenture Trustee. |

| S. No. | Nature of Contract |
|---|---|
| 15. | Any other document as deemed relevant and applicable. |

**5.35 Issue Details applicable for this first issuance of the Debentures under the General Information Document. The issue details of the subsequent issuance of the relevant Non-Convertible Securities shall be set out in the relevant Key Information Document that shall be issued from time to time.**

| | |
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| Security Name<br>(*Name of the non-convertible securities which includes Coupon / dividend, Issuer Name and maturity year*) | As specified in the relevant Key Information Document. |
| Issuer | Akara Capital Advisors Private Limited |
| Type of Instrument | As specified in the relevant Key Information Document. |
| Nature of Instrument (Secured or Unsecured) | As specified in the relevant Key Information Document. |
| Seniority (Senior or subordinated) | As specified in the relevant Key Information Document. |
| Eligible Investors | As specified in the relevant Key Information Document. |
| Listing (name of stock Exchange(s) where it will be listed and timeline for listing) | As specified in the relevant Key Information Document. |

(a) The Issuer shall submit all duly completed documents to the BSE, SEBI, ROC or any other Governmental Authority, as are required under Applicable Law and procure permission for listing of the Non-Convertible Securities from the Stock Exchange within (T+3) working days, wherein "**T**" shall be referred to the issue closing date ("**Listing Period**") of the relevant Tranche / Issuance of Debentures.

(b) The Issuer shall ensure that the Non-Convertible Securities continue to be listed on the wholesale debt market segment of the BSE.

(c) In the event there is any delay in listing of the Debentures beyond (T+3) working days, wherein "**T**" shall be referred to the issue closing date of the relevant issuance of the Debenture, the Issuer will:

(i) pay to the Debenture Holders, penal interest of 1% (one percent) per annum over the Interest Rate, from the date of allotment of the Debentures until the listing of the Debentures is completed;

(ii) be permitted to utilise the issue proceeds of its 2 (two) subsequent privately placed issuances of securities only after receiving final listing approval from the stock exchange(s).

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| Rating of Instrument | As specified in the relevant Key Information Document. |
| Minimum Subscription | As specified in the relevant Key Information Document. |

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| Option to retain oversubscription (Amount) | As specified in the relevant Key Information Document. |
| Objects of the Issue / Purpose for which there is requirement of funds | As specified in the relevant Key Information Document. |
| In case the issuer is a NBFC and the objects of the issue entail loan to any entity who is a 'group company' then disclosures shall be made in the prescribed format: | As specified in the relevant Key Information Document. |
| Details of the utilization of the Proceeds | As specified in the relevant Key Information Document. |
| Coupon Rate | As specified in the relevant Key Information Document. |
| Step Up Coupon Rate | As specified in the relevant Key Information Document. |
| Coupon Payment Frequency | As specified in the relevant Key Information Document. |
| Coupon Payment Dates | As specified in the relevant Key Information Document. |
| Coupon Type (Fixed, floating or other structure) | As specified in the relevant Key Information Document. |
| Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc.) | As specified in the relevant Key Information Document. |
| Day Count Basis (Actual / Actual) | Actual / Actual.<br><br>The Coupon (if any) shall be computed on the basis of actual number of days elapsed in a year, for this purpose a year shall comprise of a period of 365 (Three Hundred and Sixty-Five) days.<br><br>In case of a leap year, if 29th February of the relevant leap year falls during the Tenor of the Non-Convertible Securities, then the number of days shall be reckoned as 366 (Three Hundred and Sixty-Six) days for the one-year period. |
| Interest on Application Monies | As specified in the relevant Key Information Document. |
| Default Interest Rate | As specified in the relevant Key Information Document. |
| Tenor | As specified in the relevant Key Information Document. |
| Redemption Date / Maturity Date | As specified in the relevant Key Information Document. |
| Redemption Amount | As specified in the relevant Key Information Document. |
| Early Redemption/<br>Mandatory Redemption | As specified in the relevant Key Information Document. |
| Early Redemption Date/ Mandatory Redemption | As specified in the relevant Key Information Document. |

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| Early Redemption Notice | As specified in the relevant Key Information Document. |
| Voluntary Redemption | As specified in the relevant Key Information Document. |
| Redemption Premium/ Discount | As specified in the relevant Key Information Document. |
| Issue Price | As specified in the relevant Key Information Document. |
| Discount at which security is issued and the effective yield as a result of such discount | As specified in the relevant Key Information Document. |
| Premium / Discount at which security is redeemed and the effective yield as a result of such premium / discount | As specified in the relevant Key Information Document. |
| Put Date | As specified in the relevant Key Information Document. |
| Put Price | As specified in the relevant Key Information Document. |
| Call Date | As specified in the relevant Key Information Document. |
| Call Price | As specified in the relevant Key Information Document. |
| Put Notification Time (Timelines by which the investor need to intimate Issuer before exercising the put) | As specified in the relevant Key Information Document. |
| Call Notification Time (Timelines by which the Issuer need to intimate investor before exercising the call) | As specified in the relevant Key Information Document. |
| Face Value | As specified in the relevant Key Information Document. |
| Minimum Application and in multiples of thereafter | As specified in the relevant Key Information Document. |
| Issue Timing<br>1) Issue Opening Date<br>2) Issue Closing Date<br>3) Date of earliest closing of the Issue, if any<br>4) Pay-in Date<br>5) Deemed Date of Allotment | As specified in the relevant Key Information Document. |
| Settlement mode of the Instrument | As specified in the relevant Key Information Document. |
| Depositories | NSDL and CDSL |
| Disclosure of Interest / Dividend / Redemption Dates | As specified in the relevant Key Information Document. |
| Record Date | As specified in the relevant Key Information Document. |
| All covenants of the issue (including side letters, accelerated payment clause, etc.) | **Representations and Warranties**<br><br>As shall be more particularly set out in the respective Key Information Document. |

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| | **Affirmative Covenants**<br><br>As shall be more particularly set out in the respective Key Information Document.<br><br>**Negative Covenants**<br><br>As shall be more particularly set out in the respective Key Information Document.<br><br>**Reporting Covenants**<br><br>As shall be more particularly set out in the respective Key Information Document.<br><br>**Financial Covenants**<br><br>As shall be more particularly set out in the respective Key Information Document. |
| Description regarding Security (where applicable) including type of security (movable / immovable / tangible etc.), type of charge (pledge / hypothecation / mortgage etc.), date of creation of security / likely date of creation of security, minimum security cover, revaluation, replacement of security, interest to the debenture holder over and above the coupon rate as specified in the Trust Deed and disclosed in the General Information Document. | In respect of those Debentures which are issued as Secured Debentures:<br><br>**Type of security and charge:** As specified in the relevant Key Information Document.<br><br>**Date of creation of security/likely date of creation of security:** Prior to the listing of the relevant Tranche/Issuance of Secured Debentures<br><br>**Minimum security cover:** As specified in the relevant Key Information Document.<br><br>**Replacement of security:** As specified in the relevant Key Information Document.<br><br>**Revaluation of security:** As specified in the relevant Key Information Document.<br><br>**Interest to the Debenture Holder over and above the Coupon rate:** As specified in the relevant Key Information Document. |
| Transaction Documents | As specified in the relevant Key Information Document. |
| Conditions Precedent to Disbursement | As specified in the relevant Key Information Document. |
| Conditions Subsequent to Disbursement | As specified in the relevant Key Information Document. |
| Events of Default (including manner Of voting /conditions of joining Inter Creditor Agreement) | As shall be more particularly set out in the respective Key Information Document. |
| Creation of recovery expense fund | Details and purpose of the recovery expense fund<br>(a) The Issuer shall create and maintain the Recovery Expense Fund up to the amounts prescribed under the SEBI Debenture Trustees Circular, in |

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| | accordance with and within the timelines prescribed in the Chapter IV of the SEBI Debenture Trustees Circular. The Issuer proposing to list debt securities shall deposit an amount equal to 0.01% of the Tranche/Issuance issue size of the Secured Debentures subject to maximum of INR 25,00,000/- (Indian Rupees Twenty-Five Lakhs only) per issuer towards the recovery expense fund with the 'Designated Stock Exchange', pursuant to the SEBI Debenture Trustees Circular, as may be amended from time to time.<br><br>(b) The Recovery Expense Fund shall be created to enable the Debenture Trustee to take prompt action in relation to the enforcement of the Security in accordance with the Transaction Documents.<br><br>(c) The amounts in the Recovery Expense Fund shall be utilised in the manner as may be prescribed by the Debenture Holders by a Special Resolution duly passed at the meeting of the Debenture Holders held in accordance with the provisions set out in the Transaction Documents.<br><br>(d) On the occurrence of an Event of Default, if the Security is proposed to be enforced, the Debenture Trustee shall follow the procedure set out in the SEBI Debenture Trustees Circular for utilisation of the Recovery Expense Fund. |
| Conditions for breach of covenants (as Specified in the relevant Tranche/Issuance Debenture Trust Deed) | As shall be more particularly set out in the respective Key Information Document. |
| Provisions related to Cross Default Clause | As specified in the relevant Key Information Document. |
| Role and Responsibilities of Debenture Trustee | The Debenture Trustee shall comply with all its roles and responsibilities as prescribed under Applicable Law and the Transaction Documents, including:<br>(a) the Debenture Trustee may, in relation to the relevant Tranche/Issuance Debenture Trust Deed and other Transaction Documents, act on the opinion or advice of or any information obtained from any solicitor, counsel, advocate, valuer, surveyor, broker, auctioneer, |

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| | qualified accountant or other expert whether obtained by the Issuer or by the Debenture Trustee or otherwise;<br><br>(b) subject to the approval of the Debenture Holders by way of a Special Resolution passed at a meeting of the Debenture Holders held for determining the liability of the Debenture Trustee, the Debenture Trustee shall, as regards all trusts, powers, authorities and discretions, have the discretion as to the exercise thereof and to the mode and time of exercise thereof. In the absence of any fraud, gross negligence, willful misconduct or breach of trust the Debenture Trustee shall not be responsible for any loss, costs, charges, expenses or inconvenience that may result from the aforementioned exercise or non-exercise thereof. The Debenture Trustee shall not be bound to act at the request or direction of the Debenture Holders under any provisions of the Transaction Documents unless sufficient amounts shall have been provided or provision to the satisfaction of the Debenture Trustee has been made for providing such amounts and the Debenture Trustee is indemnified to its satisfaction against all further costs, charges, expenses and liability which may be incurred in complying with such request or direction;<br><br>(c) with a view to facilitating any dealing under any provisions of the relevant Tranche/Issuance Debenture Trust Deed or the other Transaction Documents, subject to the Debenture Trustee obtaining the consent of the Majority Debenture Holders, the Debenture Trustee shall have (i) the power to consent (where such consent is required) to a specified transaction or class of transactions (with or without specifying additional conditions); and (ii) to determine all questions and doubts arising in relation to the interpretation or construction any of the provisions of the relevant Tranche/Issuance Debenture Trust Deed;<br><br>(d) the Debenture Trustee shall not be responsible for the amounts paid by |

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| | the Applicants for the Debentures;<br>(e) the Debenture Trustee shall not be responsible for acting upon any resolution purporting to have been passed at any meeting of the Debenture Holders in respect whereof minutes have been made and signed even though it may subsequently be found that there was some defect in the constitution of the meeting or the passing of the resolution or that for any reason the resolution was not valid or binding upon the Debenture Holders;<br>(f) the Debenture Trustee and each receiver, attorney, manager, agent or other person appointed by it shall, subject to the provisions of the Act, be entitled to be indemnified by the Issuer in respect of all liabilities and expenses incurred by them in the execution or purported execution of the powers and trusts thereof;<br>(g) subject to the approval of the Debenture Holder(s) by way of a Special Resolution passed at a meeting of Debenture Holder(s) held for determining the liability of the Debenture Trustee and in the absence of fraud, gross negligence, willful misconduct or breach of trust, the Debenture Trustee shall not be liable for any of its actions or deeds in relation to the Transaction Documents;<br>(h) subject to the approval of the Debenture Holder(s) by way of Special Resolution passed at a meeting of Debenture Holders held for determining the liability of the Debenture Trustee and in the absence of fraud, gross negligence, willful misconduct or breach of trust, the Debenture Trustee, shall not be liable for any default, omission or delay in performing or exercising any of the powers or trusts herein expressed or contained herein or in enforcing the covenants contained herein or in giving notice to any person of the execution hereof or in taking any other steps which may be necessary, expedient or desirable or for any loss or injury which may be occasioned by reason thereof unless the Debenture Trustee shall have |

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| | been previously requested by notice in writing to perform, exercise or do any of such steps as aforesaid given in writing by the Majority Debenture Holder(s) or by a Majority Resolution duly passed at a meeting of the Debenture Holders. The Debenture Trustee shall not be bound to act at the request or direction of the Debenture Holders under any provisions of the Transaction Documents unless sufficient amounts shall have been provided or provision to the satisfaction of the Debenture Trustee has been made for providing such amounts and the Debenture Trustee is indemnified to its satisfaction against all further costs, charges, expenses and liability which may be incurred in complying with such request or direction;<br>(i) notwithstanding anything contained to the contrary in the relevant Tranche/Issuance Debenture Trust Deed, the Debenture Trustee shall before taking any action on behalf of the Debenture Holders or providing any consent on behalf of the Debenture Holders, obtain the written consent of the Majority Debenture Holders;<br>(j) the Debenture Trustee shall forward to the Debenture Holders copies of any information or documents from the Issuer pursuant to the relevant Tranche/Issuance Debenture Trust Deed within 2 (two) Business Days of receiving such information or document from the Issuer; and<br>(k) the Debenture Trustee shall, until the Final Settlement Date, adhere to and comply with its obligations and responsibilities under the SEBI Debenture Trustees Circular. |
| Risk factors pertaining to the issue | Please refer to Section 3 (*Risk Factors*) of this General Information Document |
| Governing Law | As specified in the relevant Key Information Document. |
| Additional Disclosures (Security Creation) | As specified in the relevant Key Information Document. |
| Additional Disclosures (Default in Payment) | As specified in the relevant Key Information Document. |
| Additional Disclosures (Delay in Listing) | (i) In accordance with the Securities and Exchange Board of India (Issue and |

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| | | Listing of Non-Convertible Securities) Regulations, 2021 as amended from time to time, read together with the requirements in respect of the timelines for listing of debt securities issued on a private placement basis prescribed in Chapter VII (*Standardization of timelines for listing of securities issued on a private placement basis*) of the SEBI circular no. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 on "*Master Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper*" (as amended and modified from time to time), the Issuer confirms that In the event there is any delay in listing of the Non-Convertible Securities beyond the Listing Period, the Issuer will pay to the Debenture Holders, penal interest of 1% (one percent) per annum over the Interest Rate, from the date of allotment the Non-Convertible Securities until the listing of the Non-Convertible Securities is completed; and |
| | (ii) | be permitted to utilise the issue proceeds of its 2 (two) subsequent privately placed issuances of securities only after receiving final listing approval from the stock exchange(s). |

**Note:**

1. If there is any change in Coupon Rate pursuant to any event including lapse of certain time period or downgrade in rating, then such new Coupon Rate and events which lead to such change should be disclosed.

2. The list of documents which has been executed in connection with the issue and subscription of debt securities shall be annexed.

3. While the Secured Debentures are secured to the tune of at least 100% (One Hundred percent) of the principal and interest amount or as per the terms of General Information Document, in favour of Debenture Trustee, it is the duty of the Debenture Trustee to monitor that the security is maintained.

4. The Issuer shall provide granular disclosures in the relevant Key Information Document, with regards to the “Object of the Issue” including the percentage of the issue proceeds earmarked for each of the “object of the issue”.

   As specified in the relevant Key Information Document.

**5. Future Borrowings**

As specified in the relevant Key Information Document.

## SECTION 6: DISCLOSURES PERTAINING TO WILFUL DEFAULT

The following disclosures shall be made if the issuer or its promoter or director is declared wilful defaulter:

(A) **Name of the bank declaring the entity as a Wilful Defaulter**: NIL

(B) **The year in which the entity is declared as a Wilful Defaulter**: NA

(C) **Outstanding amount when the entity is declared as a Wilful Defaulter**: NA

(D) **Name of the entity declared as a Wilful Defaulter**: NA

(E) **Steps taken, if any, for the removal from the list of wilful defaulters**: NA

(F) **Other disclosures, as deemed fit by the Issuer in order to enable investors to take informed decisions**: NA

(G) **Any other disclosure as specified by SEBI:** NA

## SECTION 7: TRANSACTION DOCUMENTS AND KEY TERMS

### 7.1 Transaction Documents

The following documents shall be executed in relation to the Issue ("**Transaction Documents**"):

(a) Debenture Trustee Agreement, each of the agreements executed / to be executed by and between the Debenture Trustee and the Issuer for the purposes of appointment of the Debenture Trustee to act as debenture trustee in connection with the issuance of the respective Tranche/Issuance of the Debentures. ("**Debenture Trustee Agreement**");

(b) Debenture Trust Deed, each of the trust deeds executed / to be executed by and between the Debenture Trustee and the Issuer which will set out the terms upon which the respective Tranche/Issuance of the Debentures are being issued and shall include the representations and warranties and the covenants to be provided by the Issuer. ("**Debenture Trust Deed**");

(c) Deed of Hypothecation shall mean each of the unattested / attested deeds of hypothecation dated on or around the date of the relevant Debenture Trust Deed to create a charge over the Hypothecated Assets or such other assets as shall be specified for the respective Tranche/Issuance of Debentures (if applicable), to be executed between the Issuer and the Debenture Trustee to secure the Secured Obligations in relation to the respective Tranche/Issuance of the Secured Debentures. ("**Deed of Hypothecation**");

(d) Deed of Corporate Guarantee shall mean the deed of corporate guarantee dated on or around the date of the relevant Debenture Trust Deed to be executed by the Guarantor in favour of the Debenture Trustee to provide an unconditional and irrevocable corporate guarantee for securing the Secured Obligations ("**Deed of Corporate Guarantee**") (if applicable, as per the terms of the relevant issuance); and

(e) Such other documents as agreed between the Issuer and the Debenture Trustee for each of the respective issuance.

### 7.2 Representations and Warranties of the Issuer

As specified in the relevant Key Information Document.

### 7.3 COVENANTS OF THE ISSUER:

(a) **AFFIRMATIVE COVENANTS**

As specified in the relevant Key Information Document.

(b) **NEGATIVE COVENANTS**

As specified in the relevant Key Information Document.

(c) **REPORTING COVENANTS**

As specified in the relevant Key Information Document.

(d) **FINANCIAL COVENANTS**

As specified in the relevant Key Information Document.

### 7.4 EVENTS OF DEFAULT

As specified in the relevant Key Information Document.

### 7.5 CONSEQUENCES OF AN EVENTS OF DEFAULT AND REMEDIES

As specified in the relevant Key Information Document.

## SECTION 8: OTHER INFORMATION AND APPLICATION PROCESS

The Non-Convertible Securities being offered as part of the Issue are subject to the provisions of the Act, the Memorandum and Articles of Association of the Issuer, the terms of this General Information Document, Application Form and other terms and conditions as may be incorporated in the Transaction Documents.

### 8.1 Mode of Transfer/Transmission of Debentures

The Debentures shall be transferable freely; however, it is clarified that no Investor shall be entitled to transfer the Debentures to a person who is not entitled to subscribe to the Debentures. The Debenture(s) shall be transferred and/or transmitted in accordance with the applicable provisions of the Act and other applicable laws. The Debentures held in dematerialized form shall be transferred subject to and in accordance with the rules/procedures as prescribed by NSDL and CDSL and the relevant DPs of the transferor or transferee and any other applicable laws and rules notified in respect thereof. The transferee(s) should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, amounts due will be paid/redemption will be made to the person, whose name appears in the Register of Debenture Holders maintained by the R&T Agent as on the Record Date, under all circumstances. In cases where the transfer formalities have not been completed by the transferor, claims, if any, by the transferees would need to be settled with the transferor(s) and not with the Issuer. The normal procedure followed for transfer of securities held in dematerialized form shall be followed for transfer of these Debentures held in dematerialised form. The seller should give delivery instructions containing details of the buyer's DP account to his DP.

### 8.2 Non-Convertible Securities held in Dematerialised Form

The Non-Convertible Securities shall be held in dematerialised form and no action is required on the part of the Non-Convertible Securities Holder(s) for redemption purposes and the redemption proceeds will be paid by cheque/EFT/RTGS to those Debenture Holder(s) whose names appear on the list of beneficiaries maintained by the R&T Agent. The names would be as per the R&T Agent's records on the Record Date fixed for the purpose of redemption. All such Non-Convertible Securities will be simultaneously redeemed through appropriate debit corporate action.

The list of beneficiaries as of the relevant Record Date setting out the relevant beneficiaries' name and account number, address, bank details and DP's identification number will be given by the R&T Agent to the Issuer. If permitted, the Issuer may transfer payments required to be made in any relation by EFT/RTGS to the bank account of the Debenture Holder(s) for redemption payments.

### 8.3 Sharing of Information

The Issuer may, at its option, but subject to applicable laws, use on its own, as well as exchange, share or part with any financial or other information about the Debenture Holder(s) available with the Issuer, with its subsidiaries and affiliates and other banks, financial institutions, credit bureaus, agencies, statutory bodies, as may be required and neither the Issuer nor its subsidiaries and affiliates nor their agents shall be liable for use of the aforesaid information.

### 8.4 Non-Convertible Securities Holder not a Shareholder

The Debenture Holder(s) shall not be entitled to any right and privileges of shareholders other than those available to them under the Act. The Non-Convertible Securities shall not confer upon the Debenture Holders the right to receive notice(s) or to attend and to vote at any general meeting(s) of the shareholders of the Issuer.

### 8.5 Modification of Non-Convertible Securities

The Debenture Trustee and the Issuer will agree to make any modifications in the General Information Document which, in the opinion of the Debenture Trustee, is of a formal, minor or technical nature or is to correct a manifest error.

Any other change or modification to the terms of the Non-Convertible Securities shall require approval by the Majority Debenture Holders.

### 8.6 Right to accept or reject Applications

The Board of Directors/Committee of Directors reserves its full, unqualified and absolute right to accept or reject any application for subscription to the Non-Convertible Securities, in part or in full, without assigning any reason thereof.

### 8.7 Notices

Any notice in respect of the Non-Convertible Securities may be served by the Issuer upon the Debenture Trustee/Debenture Holders in accordance with the terms of the Transaction Documents.

### 8.8 Issue Procedure

Only Eligible Investors as given hereunder may apply for the Non-Convertible Securities by completing the Application Form in the prescribed format in block letters in English as per the instructions contained therein. The minimum number of Non-Convertible Securities that can be applied for and the multiples thereof shall be set out in the Application Form. No application can be made for a fraction of a Debenture. Application Forms should be duly completed in all respects and applications not completed in the said manner are liable to be rejected. The name of the applicant's bank, type of account and account number must be duly completed by the applicant. This is required for the applicant's own safety and these details will be printed on the refund orders and /or redemptions warrants.

The final subscription to the Non-Convertible Securities shall be made by the Eligible Investors through the electronic book mechanism as prescribed by SEBI under the EBP Guidelines by placing bids on the electronic book platform during the Issue period. In case the Eligible Investors are not registered on the EBP Platform, they will have to register themselves as investor on the said platform (as a one-time exercise) and also complete the mandatory KYC verification process. The Eligible Investors should also refer to the operational guidelines of the EBP in this respect. The disclosures required pursuant to the EBP Guidelines are set out hereinbelow:

| | |
|---|---|
| Details of size of issue including green shoe option, if any and a range within which green shoe may be retained (if applicable) | Base Issue Size - As specified in the relevant Key Information Document.<br>Green shoe option – As specified in the relevant Key Information Document. |
| Bid opening and closing date | Bid opening date: As specified in the relevant Key Information Document.<br>Bid closing date: As specified in the relevant Key Information Document. |
| Minimum Bid Lot | As specified in the relevant Key Information Document. |
| Manner of bidding in the Issue | Closed bidding |
| Manner of allotment in the Issue | As specified in the relevant Key Information Document. |
| Manner of settlement in the Issue | As specified in the relevant Key Information Document. |
| Settlement Cycle | As specified in the relevant Key Information |

| | |
|---|---|
| | Document. |

**8.9 Process flow of settlement:**

As specified in the relevant Key Information Document.

**8.10 Application Procedure**

Potential Investors will be invited to subscribe by way of the Application Form prescribed in the General Information Document during the period between the Issue Opening Date and the Issue Closing Date (both dates inclusive). The Issuer reserves the right to change the issue schedule including the Deemed Date of Allotment at its sole discretion, without giving any reasons. The Issue will be open for subscription during the banking hours on each day during the period covered by the Issue Schedule, and the procedure will be subject to the EBP Guidelines.

**8.11 Fictitious Applications**

All fictitious applications will be rejected.

**8.12 Basis of Allotment**

Notwithstanding anything stated elsewhere, the Issuer reserves the right to accept or reject any application, in part or in full, without assigning any reason. In case of over subscription, allotment shall be made on a "price time priority basis" in accordance with the EBP Guidelines. The investors will be required to remit the funds in the account of the ICCL as well as submit the duly completed Application Form along with other necessary documents to the Issuer by the Deemed Date of Allotment.

**8.13 Payment Instructions**

As specified in the relevant Key Information Document.

**8.14 Eligible Investors**

As specified in the relevant Key Information Document.

**8.15 Procedure for Applying for Dematerialised Facility**

(a) The applicant must have at least one beneficiary account with any of the DP's of NSDL and CDSL prior to making the application.

(b) The applicant must necessarily fill in the details (including the beneficiary account number and DP - ID) appearing in the Application Form under the heading "Details for Issue of Non-Convertible Securities in Electronic/Dematerialised Form".

(c) Non-Convertible Securities allotted to an applicant will be credited to the applicant's respective beneficiary account(s) with the DP.

(d) For subscribing to the Non-Convertible Securities, names in the Application Form should be identical to those appearing in the details in the Depository. In case of joint holders, the names should necessarily be in the same sequence as they appear in the account details maintained with the DP.

(e) Non-transferable allotment advice/refund orders will be directly sent to the applicant by the Registrar and Transfer Agent to the Issue.

(f) If incomplete/incorrect details are given under the heading "Details for Issue of Non-Convertible Securities in Electronic/Dematerialised Form" in the Application Form, it will be deemed to be an incomplete application and the same may be held liable for rejection at the sole discretion of the Issuer.

(g) For allotment of Non-Convertible Securities, the address, nomination details and other details of the applicant as registered with his/her DP shall be used for all correspondence with the applicant. The applicant is therefore responsible for the correctness of his/her demographic details given in the Application Form vis-a-vis those with his/her DP. In case the information is incorrect or insufficient, the Issuer would not be liable for the losses, if any.

(h) The redemption amount or other benefits would be paid to those Debenture Holders whose names appear on the list of beneficial owners maintained by the R&T Agent as on the Record Date. In case of those Non-Convertible Securities for which the beneficial owner is not identified in the records of the R&T Agent as on the Record Date, the Issuer would keep in abeyance the payment of the redemption amount or other benefits, until such time that the beneficial owner is identified by the R&T Agent and conveyed to the Issuer, whereupon the redemption amount and benefits will be paid to the beneficiaries, as identified.

**8.16 Depository Arrangements**

The Issuer shall make necessary arrangement with CDSL and NSDL for issue and holding of Debenture in dematerialised form.

**8.17 List of Beneficiaries**

The Issuer shall request the R&T Agent to provide a list of beneficiaries as at the end of each Record Date. This shall be the list, which will be used for payment or repayment of redemption monies.

**8.18 Application under Power of Attorney**

A certified true copy of the power of attorney or the relevant authority as the case may be along with the names and specimen signature(s) of all the authorized signatories of the Investor and the tax exemption certificate/document of the Investor, if any, must be lodged along with the submission of the completed Application Form. Further modifications/additions in the power of attorney or authority should be notified to the Issuer or to its agents or to such other person(s) at such other address(es) as may be specified by the Issuer from time to time through a suitable communication.

In case of an application made by companies under a power of attorney or resolution or authority, a certified true copy thereof along with memorandum and articles of association and/or bye-laws along with other constitutional documents must be attached to the Application Form at the time of making the application, failing which, the Issuer reserves the full, unqualified and absolute right to accept or reject any application in whole or in part and in either case without assigning any reason thereto. Names and specimen signatures of all the authorized signatories must also be lodged along with the submission of the completed Application Form.

**8.19 Procedure for application by Mutual Funds and Multiple Applications**

In case of applications by mutual funds and venture capital funds, a separate application must be made in respect of each scheme of an Indian mutual fund/venture capital fund registered with the SEBI and such applications will not be treated as multiple application, provided that the application made by the asset management company/trustee/custodian clearly indicated their intention as to the scheme for which the application has been made.

The Application Forms duly filled shall clearly indicate the name of the concerned scheme for which application is being made and must be accompanied by certified true copies of:

(a) SEBI registration certificate

(b) Resolution authorizing investment and containing operating instructions

(c) Specimen signature of authorized signatories

**8.20 Documents to be provided by Investors**

Investors need to submit the following documents, as applicable:

(a) Memorandum and Articles of Association or other constitutional documents

(b) Resolution authorising investment

(c) Certified true copy of the Power of Attorney to custodian

(d) Specimen signatures of the authorised signatories

(e) SEBI registration certificate (for Mutual Funds)

(f) Copy of PAN card

(g) Application Form (including EFT/RTGS details)

**8.21 Applications to be accompanied with Bank Account Details**

Every application shall be required to be accompanied by the bank account details of the applicant and the magnetic ink character reader code of the bank for the purpose of availing direct credit of redemption amount and all other amounts payable to the Debenture Holder(s) through cheque/EFT/RTGS.

**8.22 Succession**

In the event of winding up of a Debenture Holder (being a company), the Issuer will recognise the legal representative as having title to the Debenture(s). The Issuer shall not be bound to recognize such legal representative as having title to the Debenture(s), unless they obtains legal representation, from a court in India having jurisdiction over the matter.

The Issuer may, in its absolute discretion, where it thinks fit, dispense with production of such legal representation, in order to recognise any person as being entitled to the Debenture(s) standing in the name of the concerned Debenture Holder on the production of sufficient documentary proof and an indemnity.

**8.23 Mode of Payment**

All payments must be made through cheque(s) demand draft(s), EFT/RTGS as set out in the Application Form.

**8.24 Effect of Holidays**

(a) If any Due Date on which any interest or additional interest is payable falls on a day which is not a Business Day, the payment to be made on such Due Date shall be made on the succeeding Business Day.

(b) If any Due Date on which any Outstanding Principal Amounts are payable falls on a day which is not a Business Day, the payment to be made on such Due Date shall be made on the preceding Business Day.

(c) If the Final Redemption Date falls on a day which is not a Business Day, the payment of any amounts in respect of any interest and the Outstanding Principal Amounts to be made shall be made on the preceding Business Day.

**8.25 Tax Deduction at Source**

(a) All payments to be made by the Company to the Debenture Holders under the Transaction Documents shall be made free and clear of and without any Tax Deduction unless the Company is required to make a Tax Deduction pursuant to Applicable Law.

(b) The Company shall promptly upon becoming aware that it must make a Tax Deduction (or that there is any change in the rate or the basis of a Tax Deduction) notify the Debenture Trustee accordingly.

(c) If the Company is required to make a Tax Deduction, it shall make that Tax Deduction and any payment required in connection with that Tax Deduction within the time allowed and in the minimum amount required by Applicable Law.

(d) Within the earlier of (A) 60 (sixty) days of making either a Tax Deduction or any payment required in connection with that Tax Deduction or (B) 60 (sixty) days of each Due Date, the Company shall deliver to the Debenture Trustee evidence reasonably satisfactory to the Debenture Trustee that the Tax Deduction has been made or (as applicable) any appropriate payment paid to the relevant taxing authority.

### 8.26 Letters of Allotment

In accordance with the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as amended from time to time, read together with the requirements in respect of the timelines for listing of debt securities issued on a private placement basis prescribed in Chapter VII (*Standardization of timelines for listing of securities issued on a private placement basis*) of the SEBI circular no. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 on "*Master Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper*" (as amended and modified from time to time), the Issuer shall ensure that the Non-Convertible Securities are credited into the demat accounts of the Debenture Holders of the Non-Convertible Securities within 2 (two) Business Days from the Deemed Date of Allotment.

### 8.27 Deemed Date of Allotment

As specified in the relevant Key Information Document.

### 8.28 Record Date

As specified in the relevant Key Information Document.

### 8.29 Refunds

For applicants whose applications have been rejected or allotted in part, refund orders will be dispatched within 7 (seven) days from the Deemed Date of Allotment of the Debentures.

In case the Issuer has received money from applicants for Debentures in excess of the aggregate of the application money relating to the Debentures in respect of which allotments have been made, the R&T Agent shall upon receiving instructions in relation to the same from the Issuer repay the moneys to the extent of such excess, if any.

### 8.30 Interest on Application Monies

Not applicable

### 8.31 Pan Number

Every applicant should mention its Permanent Account Number ("**PAN**") allotted under Income Tax Act, 1961, on the Application Form and attach a self-attested copy as evidence. Application forms without PAN will be considered incomplete and are liable to be rejected.

### 8.32 Redemption

The face value of the Debentures shall be redeemed at par, on the Redemption Date. The Debentures will not carry any obligation, for interest or otherwise, after the Redemption Date. The Debentures shall be taken as discharged on payment of the Redemption Amount by the Issuer on the Final Redemption Date to the registered Debenture Holders whose name appear in the Debenture Register on the Record Date. Such payment will be a legal discharge of the liability of the Issuer towards the Debenture Holders.

### 8.33 Payment on Redemption

Payment on redemption will be made by way of cheque(s)/redemption warrant(s)/demand draft(s)/credit through RTGS system/funds transfer in the name of the Debenture Holder(s) whose names appear on the list of beneficial owners given by the Depository to the Issuer as on the Record Date.

The Debentures shall be taken as discharged on payment of the redemption amount by the Issuer on maturity to the registered Debenture Holder(s) whose name appears in the Register of Debenture Holder(s) on the Record Date. On such payment being made, the Issuer will inform NSDL and CDSL and accordingly the account of the Debenture Holder(s) with NSDL and CDSL will be adjusted.

On the Issuer dispatching the amount as specified above in respect of the Debentures, the liability of the Issuer shall stand extinguished.

### 8.34 Payment of Coupon

Payment of Coupon on the Debenture(s) will be made on Coupon Payment Dates as specified in this General Information Document to those Debenture Holders whose name(s) appear in the Register of Debenture Holder(s) (or to the first holder in case of joint holders) as on the relevant Record Date fixed by the Issuer for this purpose and /or as per the list provided by the Depository to the Issuer of the beneficiaries who hold Debentures in demat form on such Record Date, and are eligible to receive Coupon. Payment will be made by the Issuer after verifying the bank details of the Debenture Holders, by way of direct credit through Electronic Clearing Service ("**ECS**"), Real Time Gross Settlement ("**RTGS**") or National Electronic Funds Transfer ("**NEFT**").

In the event of any default in the payment of Coupon and/or in the redemption of the Debentures on the respective Payment Dates and all other monies payable pursuant to the Transaction Documents read with this General Information Document, the Issuer shall pay to the Debenture Holders, default interest at the rate specified in **Section 5.35** (*Issue Details*) for the default in payment of Coupon, and/or Redemption Amount till the dues are cleared.

### 8.35 Eligibility to come out with the Issue

The Issuer or the Person in control of the Issuer, or its promoter, has not been restrained or prohibited any Governmental Authority from accessing the securities market or dealing in securities and such direction or order is in force.

### 8.36 Registration and Government approvals

The Issuer can undertake the activities proposed by it in view of the present approvals and no further approval from any Governmental Authority(ies) is required by it to undertake the proposed activities save and except those approvals which may be required to be taken in the normal course of business from time to time.

### 8.37 Authority for the Issue

This present private placement of Debentures is being made pursuant to the resolution passed by the board of directors of the Company at its meeting held on 25th July 2023 and shareholders of the Company at its meeting held on 10th May 2023. A copy of the board resolution and shareholders

resolution is attached hereto as **Annexure X** and **Annexure XI** respectively**.**

### 8.38 Date of Allotment

All benefits relating to Debentures will be available to the Investors from the Deemed Date of Allotment. The actual allotment of Debentures may take place on a date other than the Deemed Date of Allotment. In case if the issue closing date of Debentures is changed (pre-poned/ postponed), the Deemed Date of Allotment of Debentures may also be changed (pre-poned/ postponed) by the Issuer at its sole and absolute discretion.

**Disclaimer:** Please note that only those persons to whom this General Information Document has been specifically addressed are eligible to apply. However, an application, even if complete in all respects, is liable to be rejected without assigning any reason for the same. The list of documents provided above is only indicative, and an investor is required to provide all those documents / authorizations / information, which are likely to be required by the Issuer. The Issuer may, but is not bound to, revert to any investor for any additional documents / information, and can accept or reject an application as it deems fit. Provisions in respect of investment by investors falling in the categories mentioned above are merely indicative and the Issuer does not warrant that they are permitted to invest as per extant laws, regulations, etc. Each of the above categories of investors is required to check and comply with extant rules/regulations/ guidelines, etc. governing or regulating their investments as applicable to them and the Issuer is not, in any way, directly or indirectly, responsible for any statutory or regulatory breaches by any investor, neither is the Issuer required to check or confirm the same.

## SECTION 9: UNDERTAKING

### (1) UNDERTAKINGS IN RELATION TO THE ISSUER BEING ELIGIBLE UNDER THE SEBI NCS REGULATIONS

The Issuer hereby undertakes and confirms that the following (as set out in Regulation 5 of the SEBI NCS Regulations) are not applicable to the Issuer as on the date of this General Information Document:

(a) the Issuer, any of its promoters, promoter group or directors are debarred from accessing the securities market or dealing in securities by the Board;

(b) any of the promoters or directors of the Issuer is a promoter or director of another company which is debarred from accessing the securities market or dealing in securities by the Board;

(c) the Issuer or any of its promoters or directors is a wilful defaulter;

(d) any of the promoters or whole-time directors of the issuer is a promoter or whole-time director of another company which is a wilful defaulter;

(e) any of its promoters or directors is a fugitive economic offender; or

(f) any fine or penalties levied by the Board / Stock Exchanges is pending to be paid by the Issuer at the time of filing this General Information Document.

### (2) UNDERTAKING ON CREATION OF SECURITY PURSUANT TO REGULATION 48(2) OF THE SEBI NCS REGULATIONS

The Issuer hereby undertakes that the assets on which charge is proposed to be created as security for the Debentures are free from any encumbrances. The Issuer further undertakes that the charge proposed to be created is a first ranking exclusive, current and continuing charge and therefore no permission or consent to create a second or pari-passu charge on the assets of the Issuer is required to be obtained from any creditor (whether or not existing) of the Issuer.

### (3) UNDERTAKING PURSUANT TO PARAGRAPH 2.3.24 of SCHEDULE I OF THE SEBI NCS REGULATIONS

The Issuer undertakes and states as follows:

(a) Prospective investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and the offer including the risks involved. The securities have not been recommended or approved by the any regulatory authority in India, including the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this document. Specific attention of investors is invited to the statement of 'Risk factors' given on page number 19 under the section 'GENERAL RISKS AND RISKS IN RELATION TO THE NON-CONVERTIBLE SECURITIES;

(b) the Issuer, having made all reasonable inquiries, accepts responsibility for, and confirms that this General Information Document contains all information with regard to the issuer and the issue, that the information contained in this General Information Document is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect; and

(c) the Issuer has no side letter with any debt securities holder except the one(s) disclosed in this General Information Document. Any covenants later added shall be disclosed on the

stock exchange website where the debt is listed and shall be disclosed by the Company in the Transaction Documents.

(4) **DISCLOSURES PURSUANT TO THE CHAPTER II OF SEBI DEBENTURE TRUSTEES CIRCULAR**

(a) **Details of assets, movable property and immovable property on which charge is proposed to be created**

Movable assets comprising receivables from loans provided by the Issuer.

(b) **Title deeds (original/ certified true copy by issuers/ certified true copy by existing charge holders, as available) or title reports issued by a legal counsel/ advocates, copies of the relevant agreements/ Memorandum of Understanding**

No title deeds are applicable or available for movable assets comprising receivables from loans provided by the Issuer over which security is proposed to be created by the Issuer. The details of the underlying loan agreements will be set out in the Deed of Hypothecation.

(c) **Copy of evidence of registration with Sub-registrar, Registrar of Companies, Central Registry of Securitization Asset Reconstruction and Security Interest (CERSAI) etc**

The details of the charge created over the movable assets comprising receivables from loans provided by the Issuer over which security is proposed to be created by the Issuer under the Deed of Hypothecation will be reported to the relevant registrar of companies and the Central Registry of Securitisation Asset Reconstruction and Security Interest (CERSAI) within the timelines prescribed under Applicable Law. As the charge is being created over movable assets, no filings are required to be made with any sub-registrar.

(d) **For unencumbered assets, an undertaking that the assets on which charge is proposed to be created are free from any encumbrances**

The Issuer hereby undertakes that the assets on which charge is proposed to be created as security for the Secured Debentures are free from any encumbrances.

(e) **In case of corporate guarantee or any other document/ letter with similar intent is offered as security or a part of security**:

(i) ***Details of guarantor viz. holding/ subsidiary/ associate company etc.***:

As set out in the respective Key Information Document

(ii) ***Audited financial statements (not older than 6 months from the date of debenture trustee agreement) of guarantor including details of all contingent liabilities***:

As set out in the respective Key Information Document

(iii) ***List of assets of the guarantor along-with undertakings/consent/NOC as per the Chapter II of SEBI Debenture Trustees Circular:***

As set out in the respective Key Information Document

(iv) ***Conditions of invocation of guarantee including details of put options or any other terms and conditions which may impact the security created***:

As set out in the respective Key Information Document

(v) ***Impact on the security in case of restructuring activity of the guarantor:***

As set out in the respective Key Information Document

(vi) ***Undertaking by the guarantor that the guarantee shall be disclosed as "contingent liability" in the "notes to accounts" of financial statement of the guarantor***:

As set out in the respective Key Information Document

(vii) ***Copy of Board resolution of the guarantor for the guarantee provided in respect of the debt securities of the Issuer***:

As set out in the respective Key Information Document

(viii) ***The Guarantor provides guarantees on a routine basis in the ordinary course of its business.***

As set out in the respective Key Information Document

(f) **In case securities (equity shares etc.) are being offered as security then a holding statement from the depository participant along-with an undertaking that these securities shall be pledged in favour of debenture trustee(s) in the depository system:** Not Applicable

(g) **Details of any other form of security being offered viz. Debt Service Reserve Account etc.**: N. A.

(h) **Any other information, documents or records required by debenture trustee with regard to creation of security and perfection of security**: Not applicable.

(i) **Declaration**: The Issuer declares that debt securities shall be considered as secured only if the charged asset is registered with Sub-registrar and Registrar of Companies or CERSAI or Depository etc., as applicable, or is independently verifiable by the debenture trustee.

(j) **Terms and conditions of debenture trustee agreement including fees charged by debenture trustees(s)**: Please refer consent letter of the Debenture Trustee for terms and conditions of the appointment of the Debenture Trustee and the Engagement Letter for fee of the Debenture Trustee.

(k) **Details of security to be created**: Please refer section named "*Security (Including description, type of security, type of charge, likely date of creation of security, minimum security cover, revaluation, replacement of security)*" in Section 5.35 (*Issue Details*).

(l) **Process of due diligence carried out by the debenture trustee**: The Debenture Trustee has carried out due diligence in accordance with the manner prescribed in the SEBI Debenture Trustees Circular. The due diligence broadly includes the following:

(i) A chartered accountant appointed by the Debenture Trustee will be conducting an independent due diligence as per scope provided by the Debenture Trustee and the information provided by the Issuer in respect of the security being provided by the Issuer in respect of the Secured Debentures.

(ii) The chartered accountant will verify and ensure that the assets provided by the Issuer for creation of security are free from any encumbrances or necessary permission or consent has been obtained from existing charge holders.

(iii) Periodical due diligence will be carried out by the Debenture Trustee in accordance with the SEBI Debenture Trustees Circular read along with the SEBI (Debenture

Trustees) Regulations, 1993 and the relevant circulars issued by SEBI from (as amended from time to time) as per the nature of security provided by the Issuer in respect of the Secured Debentures.

(iv) The Debenture Trustee will issue such necessary certificate(s) in relation to the due diligence carried out by it and such certificate(s) will be available on Stock Exchanges from time to time for information of the Debenture Holders.

Even though the Secured Debentures are to be secured to the extent of at least 100% (One Hundred percent) of the principal and interest amount or as per the terms of this General Information Document, in favor of the Debenture Trustee, the recovery of 100% of the amount shall depend on the market scenario prevalent at the time of enforcement of the security.

Due diligence will be carried out for maintenance of the prescribed security cover depending on information provided by the Issuer and the chartered accountant appointed by the Debenture Trustee or the Debenture Trustee will not be responsible for misinformation provided by Issuer.

(m) **Due diligence certificate as per the format specified in Annexure A**: Enclosed as Annexure XII.

(n) **Due diligence certificate as per the format specified in Annexure II-A of the Chapter II of SEBI Debenture Trustees Circular**: Enclosed as Annexure XII.

(5) **OTHER UNDERTAKINGS**

The Issuer hereby confirms that:

(a) the Issuer is eligible and in compliance with Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended from time to time, to make the private placement of debt instruments;

(b) (to the extent applicable) the Issuer or its promoters or whole-time directors are not in violation of the provisions of Regulation 24 of the SEBI Delisting Regulations, 2009;

(c) neither the Issuer nor any of its promoters or directors is a willful defaulter as defined under Regulation 2 (1) (ss) of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; and

(d) the Issuer, its promoters, its directors are not in violation of the restrictions imposed by SEBI under SEBI circular no. SEBI/HO/ MRD/DSA/CIR/P/2017/92 dated August 01, 2017.

For **AKARA CAPITAL ADVISORS PRIVATE LIMITED**

SHRUTI AGGARWAL Digitally signed by SHRUTI AGGARWAL Date: 2023.08.03 14:01:37 +05'30'

Authorised Signatory

Name: Shruti Aggarwal

Title: Director

Date: 03rd August 2023

*Serial No:* 001
*Addressed to:* _____ (Name of the Debenture Holder(s))

**SECTION 10: FORM NO. PAS-4**

*(Pursuant to Section 42 of the Companies Act, 2013 and Rule 14(3) of the Companies (Prospectus and Allotment of Securities) Rules, 2014)*

*Note: This Form No PAS-4 is prepared in accordance with the Companies (Prospectus and Allotment of Securities) Rules, 2014.*

**ISSUE OF SENIOR / UNSUBORDINATED / SUBORDINATED, SECURED / UNSECURED, RATED, LISTED, NON-CONVERTIBLE SECURITIES AGGREGATING FOR AN AMOUNT AS SHALL BE MORE PARTICULARLY SET OUT IN THE KEY INFORMATION DOCUMENT, IN MULTIPLE TRANCHES / ISSUANCE, FOR CASH, AT PAR OR AT PREMIUM OR AT DISCOUNT EITHER FULLY PAID ISSUANCE OR PARTLY PAID ISSUANCE,, IN A DEMATERIALISED FORM ON A PRIVATE PLACEMENT BASIS (THE "ISSUE") BY AKARA CAPITAL ADVISORS PRIVATE LIMITED (THE "COMPANY") OR "ISSUER").**

**1. General Information:**

(a) **Name, address, website, if any, and other contact details of the Company, indicating both registered office and the corporate office:**

| | |
|---|---|
| Issuer / Company: | Akara Capital Advisors Private Limited (the "**Issuer**" or "**Company**" or " **Akara Capital** ") |
| Registered Office: | 60, Third Floor, Arjun Nagar, Kotla Mubarak Pur, New Delhi - 110003, India |
| Corporate Office: | CRC-2, 1st Floor, Khasra No. 337, Mehrauli-Gurgaon Rd, Sultanpur, New Delhi, Delhi 110030 |
| Telephone No.: | 9643309883 |
| Website: | www.stashfin.com |
| Fax: | NA |
| Contact Person: | Shruti Aggarwal |
| Email: | accounts@stashfin.com |

(b) **Date of Incorporation of the Company:**

11/02/2016

(c) **Business carried on by the Company and its subsidiaries with the details of branches or units, if any;**

Incorporated in 2016, Akara Capital Advisors Private Limited (ACAPL) is a Delhi based Non deposit taking NBFC (ND-NBFC) registered with RBI effective 2017. ACAPL is promoted by Morus Technologies Pte. Limited. ACAPL is engaged in lending customized personal loan products ranging from Rs.0.01 lacs to Rs.5 lacs, primarily to salaried customer segment. The company is originating and disbursing loans through 'Stashfin', a platform developed and operated along with a group company, EQX Analytics Private Limited (EAPL).

**Branch details:**

As of the date of this General Information Document, the Company has one branch.

The Company has its Corporate Office/Branch Office at CRC-2, 1st Floor, Khasra No. 337, Mehrauli-Gurgaon Rd, Sultanpur, New Delhi, Delhi 110030.

**Subsidiary details:**

As of the date of this General Information Document, the Company does not have any subsidiaries.

(d) **Brief particulars of the management of the Company:**

| S. No. | Name | Designation | Profile |
|---|---|---|---|
| 1. | Tushar Aggarwal | Managing Director | Over 16 years of work experience in Investment Banking and Private Equity in India and United States. Previous work experience at Goldman Sachs, Lehman Brothers and General Atlantic and Everstone. CFA Charter holder. Graduate of Wharton Business School and Stony Brook University. |
| 2. | Shruti Aggarwal | Director | Over 16 years of experience in financial services and entrepreneurship. Previous work experience in Investment Banking with Merrill Lynch in New York and PWC in India. Graduate of Columbia University and SRCC. |
| 3. | Radhakrishnan Ramchandra Iyer | Independent Director | Almost four decades of Banking Experience. |
| 4. | Vijuy Ronjan | Independent Director | 36 years of banking experience in the Indian banking industry. |
| 5. | Vijay Jasuja | Independent Director | 41 years of BFSI experience in leadership positions across Indian and overseas market. |

(e) **Name, addresses, Director Identification Number (DIN) and occupations of the directors**:

| S. No. | Name | Designation | DIN | Address | Occupation |
|---|---|---|---|---|---|
| 1 | Tushar Aggarwal | Managing Director | 01587360 | 6 A/2, Raj Narain Road, Civil Lines, Delhi-110054 | Service |
| 2 | Shruti Aggarwal | Director | 06867269 | 6 A/2, Raj Narain Road, Civil Lines, Delhi-110054 | Service |
| 3 | Radhakrishnan Ramachandra Iyer | Independent Director | 01309312 | 4B, Swami Vivekanand CHS, Azad Nagar Road 3, Andheri West, Mumbai - 400058 | Service |
| 4 | Vijuy Ronjan | Independent Director | 09345384 | R-145, Ground Floor Greater Kailash, Part 1 Delhi-110048 | Service |
| 5 | Vijay Jasuja | Independent Director | 07924822 | A-204, Paras Emperor, Bawadia Kalan, Bhopal University, Bhopal, M.P.-462026 | Consultant, Credit Card |

**2. MANAGEMENT PERCEPTION OF RISK FACTORS:**

Please refer to Section 3 of this General Information Document.

**3. RISKS RELATED TO THE BUSINESS OF THE ISSUER**

Please refer to Section 3 of this General Information Document.

**4. Details of defaults, if any, including therein the amount involved, duration of default, and present status, in repayment of:**

(i) Statutory Dues: Nil

(ii) Debentures and interest thereon: Nil

(iii) Deposits and interest thereon: Nil

(iv) Loan from any bank or financial institution and interest thereon: Nil

**5. Name, designation, address and phone number, email ID of the nodal / compliance officer of the Company, if any, for the private placement offer process:**

| Name of Nodal/Compliance officer | Designation | Address | Phone No. | Email ID |
|---|---|---|---|---|
| Mr. Varun Chhabra | Nodal Officer | CRC-2, 1st Floor, Khasra No. 337, Mehrauli-Gurgaon Rd, Sultanpur, New Delhi, Delhi 110030 | 9643309883 | varun.chhabra@stashfin.com |

**6. Any default in annual filing of the Company under the Companies Act, 2013 or the rules made thereunder**:

Nil

**7. Particulars of the Offer:**

| | |
|---|---|
| **Financial position of the Company for the last 3 (three) financial years** | Please refer to **CHAPTER A** below. |
| **Date of passing of Board Resolution for the current issue of Debentures that forms the part of issuance under the General Information Document** | Board resolution dated 25th July 2023.<br><br>In case of any further resolution passed by the Issuer in relation to the subject (as shall be required) shall be annexed in the relevant Key Information Document from time to time. |
| **Date of passing of resolution in the general meeting, authorizing the offer of securities** | Shareholders resolutions under Section 42 of the Companies Act, 2013 dated 10th May 2023.<br><br>In case of any further resolution passed by the Issuer in relation to the subject (as shall be required) shall be annexed in the relevant Key Information Document from time to time. |
| **Kind of securities offered (i.e. whether share or debenture) and class of security; the total number** | Base Issue Size – As specified in the relevant Key Information Document. |

| | |
|---|---|
| **of shares or other securities to be issued** | Green shoe option – As specified in the relevant Key Information Document. |
| **Price at which the security is being offered, including premium if any, along with justification of the price** | As specified in the relevant Key Information Document. |
| **Name and address of the valuer who performed valuation of the security offered, and basis on which the price has been arrived at along with report of the registered valuer** | As specified in the relevant Key Information Document. |
| **Relevant date with reference to which the price has been arrived at**<br>**(Relevant Date means a date at least 30 days prior to the date on which the general meeting of the Company is scheduled to be held)** | As specified in the relevant Key Information Document. |
| **The class or classes of persons to whom the allotment is proposed to be made** | As specified in the relevant Key Information Document. |
| **Intention of promoters, directors or key managerial personnel to subscribe to the offer (applicable in case they intend to subscribe to the offer) [Not required in case of issue of non-convertible debentures]** | As specified in the relevant Key Information Document. |
| **The proposed time within which the allotment shall be completed** | As specified in the relevant Key Information Document. |
| **The names of the proposed allottees and the percentage of post private placement capital that may be held by them [Not applicable in case of issue of non-convertible debentures]** | As specified in the relevant Key Information Document. |
| **The change in control, if any, in the company that would occur consequent to the private placement** | As specified in the relevant Key Information Document. |
| **The number of persons to whom allotment on preferential basis / private placement / rights issue has already been made during the year, in terms of securities as well as price** | For Allotment on preferential basis/private placement/rights issue during financial year 2023-2024, please refer to **CHAPTER D** of this General Information Document. |
| **The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer** | As specified in the relevant Key Information Document. |
| **Amount, which the Company intends to raise by way of proposed offer of securities** | As specified in the relevant Key Information Document. |

| | |
|---|---|
| **Terms of raising of securities:** | |
| | Duration, if applicable: — As specified in the relevant Key Information Document.<br>Rate of Interest or Coupon: — As specified in the relevant Key Information Document.<br>Mode of Payment — As specified in the relevant Key Information Document.<br>Mode of Repayment — As specified in the relevant Key Information Document. |
| **Proposed time schedule for which the Issue/Offer Letter is valid** | **Issue Open Date:** As specified in the relevant Key Information Document.<br>**Issue Closing Date:** As specified in the relevant Key Information Document.<br>**Pay-in Date:** As specified in the relevant Key Information Document.<br>**Deemed Date of Allotment:** As specified in the relevant Key Information Document. |
| **Purpose and objects of the Issue/Offer** | As specified in the relevant Key Information Document. |
| **Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects** | As specified in the relevant Key Information Document. |
| **Principal terms of assets charged as security, if applicable** | As specified in the relevant Key Information Document. |
| **The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the Company and its future operations** | NIL |

**The pre-issue and post-issue shareholding pattern of the Company in the following format:**

| S. No. | Category | Pre-issue | | Post-issue | |
|---|---|---|---|---|---|
| | | No. of shares held | Percentage (%) of shareholding | No. of shares held | Percentage (%) of shareholding |
| *A* | *Promoters' holding* | | | | |
| | Indian | | | | |
| 1 | Individual | 100 | 0.01% | 100 | 0.01% |
| | Bodies Corporate | NIL | NIL | NIL | NIL |
| | Sub-total | | | | |
| 2 | Foreign promoters | 27,05,59,231 | 99.99% | 27,05,59,231 | 99.99% |
| | Sub-total *(A)* | 27,05,59,231 | 100% | 27,05,59,231 | 100% |
| *B* | *Non-promoters' holding* | | | | |
| 1 | Institutional Investors | NIL | NIL | NIL | NIL |
| 2 | Non-Institutional Investors | NIL | NIL | NIL | NIL |

| | | | | | |
|---|---|---|---|---|---|
| | Private Corporate Bodies | NIL | NIL | NIL | NIL |
| | Directors and relatives | NIL | NIL | NIL | NIL |
| | Indian public | NIL | NIL | NIL | NIL |
| | Others (including Non-resident Indians) | NIL | NIL | NIL | NIL |
| | | | | | |
| | Sub-total *(B)* | NIL | NIL | NIL | NIL |
| | **GRAND TOTAL** | **27,05,59,331** | NIL | **27,05,59,331** | NIL |

**8. Mode of payment for subscription:**

- Cheque
- Demand Draft
- Other Banking Channels

**9. Disclosure with regard to interest of directors, litigation, etc:**

| | |
|---|---|
| **Any financial or other material interest of the directors, promoters or key managerial personnel in the offer/ Issue and the effect of such interest in so far as it is different from the interests of other persons** | Nil |
| **Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the Company during the last 3 (three) years immediately preceding the year of the issue of this private placement offer cum application letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed** | Nil |
| **Remuneration of directors (during the current year and last 3 (three) financial years)** | |

| Director | Fiscal FY 23-24 (Up to June 2023) | Fiscal FY 22-23 | Fiscal FY 21-22 | Fiscal FY 20-21 |
|---|---|---|---|---|
| Shruti Aggarwal | 0.0825 cr | 0.33 Cr | 0.47 Crore | 1.32 Crore |
| Satish Chandra Sinha | NIL | 0.015 Cr | 0.075 Crore | 0.04 Crore |
| Radhakrishnan Ramchandra Iyer | 0.0413 cr | 0.15 Cr | 0.075 Crore | 0.01 Crore |
| Vijuy Ronjan | 0.0413 cr | 0.1425 Cr | NIL | NIL |

| | |
|---|---|
| | Vijay Jasuja \| 0.0413 cr \| 0.09 Cr \| NIL \| NIL |
| **Related party transactions entered during the preceding 3 (three) financial years immediately preceding the year of issue of this private placement offer cum application letter and current financial year with regard to loans made or, guarantees given or securities provided** | Please refer to **CHAPTER C** of this General Information Document. |
| **Summary of reservations or qualifications or adverse remarks of auditors in the last 5 (five) financial years immediately preceding the year of issue of this private placement offer cum application letter and of their impact on the financial statements and financial position of the Company and the corrective steps taken and proposed to be taken by the Company for each of the said reservations or qualifications or adverse remark** | Nil |
| **Details of any inquiry, inspections or investigations initiated or conducted under the securities law or Companies Act or any previous company law in the last 3 (three) years immediately preceding the year of circulation of this private placement offer cum application letter in the case of the Company and all of its subsidiaries and if there were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last 3 (three) years immediately preceding the year of this private placement offer cum application letter and if so, section-wise details thereof for the Company and all of its subsidiaries** | Nil |

**10. Financial Position of the Company:**

The capital structure of the company in the following manner in a tabular form:

| | |
|---|---|
| **The authorized, issued, subscribed and paid up capital (number of securities, description and aggregate nominal value)** | |

| **Share Capital** | **Aggregate Nominal Value** |
|---|---|
| **Authorised** | |
| Authorised Capital | Rs. 400 Cr |
| ***EQUITY SHARE CAPITAL*** | |
| 40 Crore Equity Shares of Rs. 10/-each | Rs. 400 Cr |
| **Preference Share Capital** | |
| NIL | Rs. NIL |
| **TOTAL** | Rs. NIL |
| **Issued, Subscribed and Paid-up Equity Capital** | |
| 27,05,59,331 Equity Shares of Rs. 10/-each | Rs. 270.55 |
| **Issued, Subscribed and Paid-up Preference Share Capital** | |
| NIL | Rs. NIL |
| **TOTAL** | Rs. 270.55 |

| | |
|---|---|
| **Size of the Present Offer** | As specified in the relevant Key Information Document. |
| **Paid-up Capital:**<br><br>**a. After the offer:**<br><br>**b. After the conversion of convertible instruments (if applicable)** | <br><br>270.55<br><br>Not applicable as each Debenture is a non-convertible debt instrument which is being issued at face value. |
| **Share Premium Account:**<br><br>**a. Before the offer:**<br><br>**b. After the offer:** | <br><br>Rs. 105.51 Crore<br><br>Rs. 105.51 Crore |

**Details of the existing share capital of the Issuer in a tabular form, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration:**

| S. No. | Names of Allottees | Date of Allotment | No. of Shares allotted | Form of Consideration | Price per share in Rs. | Face Value | Premium | Total Consideration |
|---|---|---|---|---|---|---|---|---|
| 1 | Morus Technologies Pte Ltd. | 08th September, 2020 | 1,55,67,323 | Cash | 13 | 10 | 3 | 202375216.96 |
| 2 | Morus Technologies Pte Ltd. | 03rd February, 2021 | 1,11,94,118 | Cash | 13 | 10 | 3 | 145523545.50 |
| 3 | Morus Technologies Pte Ltd. | 21st August, 2021 | 71,47,944 | Cash | 13 | 10 | 3 | 92923276.50 |
| 4 | Morus Technologies Pte Ltd. | 24th September, 2021 | 2,26,13,009 | Cash | 13 | 10 | 3 | 293969126 |
| 5 | Morus Technologies Pte Ltd. | 29th September, 2021 | 56,96,039 | Cash | 13 | 10 | 3 | 74048519.00 |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 6 | Morus Technologies Pte Ltd. | 22nd October, 2021 | 1,16,19,883 | Cash | 13 | 10 | 3 | 151058489.40 |
| 7 | Morus Technologies Pte Ltd. | 02nd November, 2021 | 1,72,56,962 | Cash | 13 | 10 | 3 | 224340513.10 |
| 8 | Morus Technologies Pte Ltd. | 25th November, 2021 | 1,14,37,463 | Cash | 13 | 10 | 3 | 148687026.20 |
| 9 | Morus Technologies Pte Ltd. | 07th December, 2021 | 4323923 | Cash | 13 | 10 | 3 | 56211001 |
| 10 | Morus Technologies Pte Ltd. | 23rd December, 2021 | 2908729 | Cash | 13 | 10 | 3 | 37813487.40 |
| 11 | Morus Technologies Pte Ltd. | 25th January,2022 | 14149931 | Cash | 13 | 10 | 3 | 183949112.60 |
| 12 | Morus Technologies Pte Ltd. | 11th February, 2022 | 20104270 | Cash | 13 | 10 | 3 | 261355518.60 |
| 13 | Morus Technologies Pte Ltd. | 24th February, 2022 | 17325922 | Cash | 13 | 10 | 3 | 225236993 |
| 14 | Morus Technologies Pte Ltd. | 22nd March, 2022 | 17537341 | Cash | 13 | 10 | 3 | 227985440.20 |
| 15 | Morus Technologies Pte Ltd | 11th May, 2022 | 58,66,805 | Cash | 13 | 10 | 3 | 76268474.60 |
| 16 | Morus Technologies Pte Ltd | 27th May, 2022 | 59,66,034 | Cash | 13 | 10 | 3 | 77558448.80 |
| 17 | Morus Technologies Pte Ltd | 20th June, 2022 | 592 | Cash | 13 | 10 | 3 | 7696.75 |
| 18 | Morus Technologies Pte Ltd | 03rd August, 2022 | 1,48,11,463 | Cash | 16 | 10 | 6 | 236983420.10 |
| 19 | Morus Technologies Pte Ltd | 06th March, 2023 | 3,27,23,918 | Cash | 20 | 10 | 10 | 65,44,78,360 |

| | |
|---|---|
| **The number and price at which each of allotments were made by the Company in the last 1 (one) year preceding the date of this placement offer cum application letter separately indicating the allotments made for consideration other than cash and details of the consideration in each case** | Nil |
| **Profits of the Company, before and after making provision for tax, for the 3 (three) financial years immediately preceding the** | |

| Year | Fiscal FY 22-23 | Fiscal FY 21-22 | Fiscal FY 20-21 |
|---|---|---|---|

<table>
<tr><td>date of circulation of this private placement offer cum application letter.</td><td><table><tr><td>Profit before tax</td><td>39.82 Crores</td><td>7.66 Crores</td><td>2.75 Crores</td></tr><tr><td>Profit after tax</td><td>25.87 Crores</td><td>6.48 Crores</td><td>1.84 Crores</td></tr></table></td></tr>
<tr><td>Dividends declared by the Company in respect of the said 3 (three) financial years; interest coverage ratio for last three years (cash profit after tax plus interest paid/interest paid)</td><td><table><tr><th>Year</th><th>Fiscal FY 22-23</th><th>Fiscal FY 21-22</th><th>Fiscal FY 20-21</th></tr><tr><td>Dividend Declared</td><td>NIL</td><td>NIL</td><td>NIL</td></tr><tr><td>Interest Coverage Ratio</td><td>1.59</td><td>1.45</td><td>1.63</td></tr></table></td></tr>
<tr><td>A summary of the financial position of the Company as in the 3 (three) audited balance sheets immediately preceding the date of circulation of this private placement offer cum application letter</td><td>Please refer CHAPTER A of this General Information Document.</td></tr>
<tr><td>Audited Cash Flow Statement for the 3 (three) years immediately preceding the date of circulation of this private placement offer cum application letter</td><td>Please refer CHAPTER B of this General Information Document.</td></tr>
<tr><td>Any change in accounting policies during the last 3 (three) years and their effect on the profits and the reserves of the Company</td><td>Nil</td></tr>
</table>

**PART B**

**FORM NO PAS-4**
**PRIVATE PLACEMENT OFFER LETTER**
**(To be filled by the applicant)**

| Sl No. | Particulars | First Holder | Second Holder |
|---|---|---|---|
| **1** | Name | **[•]** | **[•]** |
| **2** | Father's Name | **[•]** | **[•]** |
| **3** | Complete Address (including Flat/ House Number, Street, Locality, Pin Code) | **[•]** | **[•]** |
| **4** | Phone Number, if any | **[•]** | **[•]** |
| **5** | Email ID, if any | **[•]** | **[•]** |
| **6** | PAN Number | **[•]** | **[•]** |
| **7** | Bank Account Details | **[•]** | **[•]** |
| **8** | Number of Non- Convertible Debentures subscribed | **[•]** | **[•]** |
| **9** | Total value of Non- Convertible Debentures subscribed | **[•]** | **[•]** |
| **10** | Tick whichever is applicable: -<br>(a) The applicant is not required to obtain Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares.<br>(b) The applicant is required to obtain Government approval under the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to subscription of shares and the same has been obtained, and is enclosed herewith | **[•]**<br><br>**[•]** | **[•]**<br><br>**[•]** |

_____
**Signature of the Subscriber**

**DECLARATION (To be provided by the Directors)**

A. The Company has complied with the provisions of the Companies Act, 2013 and the rules made hereunder;

B. The compliance with the Companies Act, 2013 and the rules made thereunder do not imply that payment of dividend or interest or repayment of preference shares or debentures, if applicable, is guaranteed by the Central Government; and

C. the monies received under the offer shall be used only for the purposes and objects indicated in this General Information Document.;

I am authorized by the Board of Directors of the Issuer vide resolution number 06 dated 25th July 2023 to sign this General Information Document and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with.

Whatever is stated in this General Information Document and in the attachments thereto is true, correct and complete and no information material to the subject matter of this General Information Document has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this General Information Document.

The Issuer declares that all the relevant provisions in the regulations/guideline issued by SEBI and other applicable laws have been complied with and no statement made in this General Information Document is contrary to the provisions of the regulations/guidelines issued by SEBI and other applicable laws, as the case may be. The information contained in this General Information Document is as applicable to privately placed debt securities and subject to the information available with the Issuer. The extent of disclosures made in this General Information Document is consistent with disclosures permitted by regulatory authorities to the issue of securities made by the companies in the past.

For **AKARA CAPITAL ADVISORS PRIVATE LIMITED**

SHRUTI AGGARWAL
Digitally signed by SHRUTI AGGARWAL
Date: 2023.08.03 14:03:34 +05'30'

Authorised Signatory

Name: Shruti Aggarwal
Title: Director
Date: 03rd August 2023

**Enclosed**

***Chapter A*** *– A summary of the financial position of the Company as in the 3 (three) audited balance sheets immediately preceding the date of circulation of this Offer Letter*

***Chapter B*** *– Audited Cash Flow Statement for the 3 (three) years immediately preceding the date of circulation of this Offer Letter*

***Chapter C*** *– Related party transactions entered during the last 3 (three) financial years immediately preceding the year of issue of this General Information Document and the current financial year with regard to loans made or, guarantees given or securities provided*

***Chapter D*** *– The number of persons to whom allotment on preferential basis / private placement / rights issue has already been made during the year, in terms of securities as well as price*

Optional Attachments, if any

## CHAPTER A: FINANCIAL POSITION OF THE COMPANY AS IN THE 3 (THREE) AUDITED BALANCE SHEETS IMMEDIATELY PRECEDING THE DATE OF CIRCULATION OF THIS GENERAL INFORMATION DOCUMENT

Audited Financials for FY 2020-2021, FY 2021-2022 and FY 2022-2023 are attached separately to this General Information Document

Please refer to **Annexure V** of the General Information Document

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## CHAPTER B: AUDITED CASH FLOW STATEMENT FOR THE 3 (THREE) YEARS IMMEDIATELY PRECEDING THE DATE OF CIRCULATION OF THIS GENERAL INFORMATION DOCUMENT

Audited Financials for FY 2020-2021, FY 2021-2022 and FY 2022-2023 are attached separately to this General Information Document

Please refer to **Annexure V** of the General Information Document

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## CHAPTER C- RELATED PARTY TRANSACTIONS ENTERED DURING THE LAST 3 (THREE) FINANCIAL YEARS IMMEDIATELY PRECEDING THE YEAR OF ISSUE AND THE CURRENT FINANCIAL YEAR

Audited Financials for FY 2020-2021, FY 2021-2022 and FY 2022-2023 are attached separately to this General Information Document

Please refer to **Annexure V** of the General Information Document

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## CHAPTER D: THE NUMBER OF PERSONS TO WHOM ALLOTMENT ON PREFERENTIAL BASIS / PRIVATE PLACEMENT / RIGHTS ISSUE HAS ALREADY BEEN MADE DURING THE YEAR, IN TERMS OF SECURITIES AS WELL AS PRICE

Details of Allotment on preferential basis/private placement/rights issue made during financial year 2023-2024.

| S. No. | Date of Allotment | Face Value (In Rs.) | Type of Issuance | Issue Price (Per Security) (In Rs.) | No of Securities allotted | Security |
|---|---|---|---|---|---|---|
| 1 | 03rd April, 2023 | 10,00,000 | Private Placement | 10,00,000 | 250 | Non-Convertible Debentures |
| 2 | 04th May, 2023 | 1,00,000 | Private Placement | 1,00,000 | 4,950 | Listed Non-Convertible Debentures |
| 3 | 15th May, 2023 | 1,00,000 | Private Placement | 1,00,000 | 1,000 | Non-Convertible Debentures |
| 4 | 15th May, 2023 | 1,00,000 | Private Placement | 1,00,000 | 3,000 | Non-Convertible Debentures |
| 5 | 23rd June, 2023 | 1,00,000 | Private Placement | 1,00,000 | 3,000 | Listed Non-Convertible Debentures |

## SECTION 11: DECLARATION BY THE DIRECTORS

Each of the directors of the Company hereby confirm and declare that:

A. the Issuer is in compliance with the provisions of Securities Contracts (Regulation) Act, 1956 and the Securities and Exchange Board of India Act, 1992, Companies Act, 2013 and the rules and regulations made thereunder;

B. the compliance with the Companies Act, 2013 and the rules does not imply that payment of dividend or interest or repayment of non-convertible securities, if applicable, is guaranteed by the Central Government;

C. the monies received under the Issue shall be used only for the purposes and objects indicated in this General Information Document; and

D. whatever is stated in this General Information Document and in the attachments thereto is true, correct and complete and no information material to the subject matter of this General Information Document has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and the Articles of Association.

E. It is hereby declared that this General Information Document contains full disclosures in accordance with the NCS Regulations, as amended from time to time and the Companies Act and the rules made thereunder.

F. The Issuer accepts no responsibility for the statements made otherwise than in this General Information Document or in any other material issued by or at the instance of the Issuer and that anyone placing reliance on any other source of information would be doing so at his own risk.

| General Risk |
|---|
| *Investment in non-convertible securities is risky and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under Section 3 of this General Information Document. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.* |

**Confidentiality**

The information and data contained herein is submitted to each recipient of this General Information Document on a strictly private and confidential basis. By accepting a copy of this General Information Document, each recipient agrees that neither it nor any of its employees or advisors will use the information contained herein for any purpose other than evaluating the specific transactions described herein or will divulge to any other party any such information.

I am authorized by the Board of Directors of the Company vide resolution number 06 dated 25th July 2023 sign this General Information Document and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this General Information Document and matters incidental thereto have been complied with.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

For **AKARA CAPITAL ADVISORS PRIVATE LIMITED**

SHRUTI AGGARWAL
Digitally signed by SHRUTI AGGARWAL
Date: 2023.08.03 14:06:24 +05'30'

Authorised Signatory

Name: Shruti Aggarwal
Title: Director
Date: 03rd August 2023

## ANNEXURE I: TERM SHEET

*(As specified in the relevant Key Information Document)*

## ANNEXURE II: RATING LETTER, RATING RATIONALE AND DETAILED PRESS RELEASE FROM THE RATING AGENT

*(As specified in the relevant Key Information Document)*

## ANNEXURE III: CONSENT LETTER AND ENGAGEMENT LETTER FROM THE DEBENTURE TRUSTEE

*(As specified in the relevant Key Information Document)*

## ANNEXURE IV: APPLICATION FORM

*(As specified in the relevant Key Information Document)*

## ANNEXURE V: LAST AUDITED FINANCIAL STATEMENTS

Audited Financials for FY 2020-2021, FY 2021-2022 and FY 2022-2023 are attached separately to this General Information Document

***(as attached separately)***

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## INDEPENDENT AUDITOR'S REPORT

To the Members of **M/s Akara Capital Advisors Private Limited**

**Report on the Standalone Financial Statements**

We have audited the accompanying financial statements **of "M/s Akara Capital Advisors Private Limited"** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and cash flow statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and profit, and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the interim consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

| Key Audit Matter | Auditor's Response |
|---|---|
| 1. Up dation of Corporate office with RBI | In addition to the registered office, The Company operates from Khasra no. 337, 1st Floor, CRC-II, M G Road, Sultanpur, Mehrauli, South West Delhi, Delhi, 110030.<br><br>As confirmed by the management, due to Covid lockdowns and intermittent working, the company has not yet updated the address with RBI, and is currently in process of updating this address in RBI record. |
| 2. Payment of Ex Gratia to the eligible customer | To provide additional relief, the Government of India announced ex-gratia payment to lenders for waiving off compound interest for loans up to 2 crore for some category of borrowers. The Honourable Supreme Court has directed all banks and financial institutions to refund compound interest, interest on interest or penal interest collected during the moratorium period irrespective of the loan amount and category of borrowers. The Supreme Court also lifted the ban it had imposed on declaring accounts of borrowers as non-performing assets. The company had filed a claim for the Ex Gratia under the scheme for Rs 78,93,585.00. The Company |

| | |
|---|---|
| | made multiple attempts to pay the eligible borrowers through cheque issuance and direct deposit. As confirmed by management, such refund to the eligible borrowers was completed in FY 2020-21. |

**Responsibility of Management for Standalone Financial Statements**

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

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

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

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

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

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

• Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

• Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

• Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

• Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit

SURI & SUDHIR NEW DELHI CHARTERED ACCOUNTANTS

• 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.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other Legal & Regulatory Requirements

1.As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraphs 3 and 4 of the Order.

2.As required by section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.

c. The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Accounting Standards referred to in section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

e. On the basis of written representations received from the directors as on March 31, 2021, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021, from being appointed as a director in terms of Section 164(2) of the Act.

f. Being a private company, provisions of section 197 are not applicable to the company.

g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; and

h. With respect to the other matters included in the Auditor's Report in accordance with the Rule 11 of the Companies (Audit & Auditors) Rules 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The management has represented that the company does not have any pending litigations and hence no provision/disclosure has been made against the same.

(ii) The company had not entered into any long term contracts including derivative contracts

(iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education & Protection Fund by the company.

For Suri & Sudhir
Chartered Accountants
FRN: 000601N

SURI & SUDHIR NEW DELHI CHARTERED ACCOUNTANTS

Anuj Arora
(Partner)
Membership. No.: 504815

Date: 24/09/2021
Place: New Delhi

UDIN No. 21504815AAAAHK9299

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Akara Capital Advisors Private Limited of even date)

### Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Akara Capital Advisors Private Limited** (the "Company") as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

SURI & SUDHIR NEW DELHI CHARTERED ACCOUNTANTS

## Meaning of Internal Financial Controls over Financial Reporting

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

## Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal financial control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Suri & Sudhir**
**Chartered Accountants**
**FRN: 000601N**

SURI & SUDHIR NEW DELHI CHARTERED ACCOUNTANTS

**Anuj Arora**
**(Partner)**
**Memb. No.: 504815**

**Date: 24/09/2021**
**Place: New Delhi**

**UDIN No. 21504815AAAAHK9299**

**Annexure 'B' to the Auditors' Report**

The Annexure referred to in Independent Auditors' Report of even date to the members **Akara Capital Advisors Private Limited** on the standalone financial statements for the year ended March 31, 2021, we report that:

(i) In respect of the Company's fixed assets
(b) The company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.

(c) All the assets have been physically verified by the management during the year at regular intervals according to a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such verification.

(d) Since the company is not in the possession of any immovable property hence this clause is not applicable.

(ii) As the Company do not possess any Inventory therefore Para (ii) do not apply.

(iii) The company has not granted any loan secured or unsecured to companies, firms, Limited liability partnerships (LLP) or other parties covered in the register maintained under section 189 of the Companies Act and hence provisions of para (iii) are not applicable to the company.

(iv) The company has not given any loans & advances to directors and parties covered under section 185 or loans and advances under section 186 of the Companies Act, 2013 and hence the provisions of paragraph (iv) are not applicable to the company.

(v) The company has not accepted any deposits and hence paragraph (v) of the order is not applicable to the company.

(vi) According to the information and explanations given to us, in our opinion the maintenance of cost records have not been prescribed for the company by the Central Government under subsection (1) of section 148 of the Companies Act.

(vii)
(a) The company is fairly regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, Goods and Service Tax, Cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, duty of customs, Goods & Services Tax (GST), cess and other statutory dues were in arrears as at 31st March 2021 for a period of more than six months from the date they become payable.

(b) According to the information and explanation given to us, there are no dues of Goods and service tax, income tax, cess and other statutory dues, which have not been deposited on account of any dispute.

(viii) In our opinion and according to the information and explanations given to us, the company has not defaulted beyond 90 days in repayment of dues to a financial institution or bank. In the absence of any debentures, the reporting on the debenture dues is not applicable on the company.

(ix) The company has not raised any money by way of Initial Public Offer (IPO) or further public offer (including debt instruments). The term loans were applied for the purpose for which they were obtained.

SURI & SUDHIR NEW DELHI CHARTERED ACCOUNTANTS

(x) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

(xi) Being a private limited company, the provisions of section 197 and likewise the reporting under paragraph of the order are not applicable.

(xii) The company is not a nidhi company & hence paragraph (xii) of the order is not applicable to the company.

(xiii) Based on audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause (xiv) are not applicable to the company.

(xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not entered into non-cash transactions with directors or persons connected with them.

(xvi) The company is required to hold Certificate of Registration under section 45-IA of the Reserve Bank of India Act 1934, and they hold a Certificate of Registration under section 45-IA of the Reserve Bank of India Act 1934 vide certificate no. RBI Reg No. NBFC LC N- 14.03354 / 16/01/2017.

**For Suri & Sudhir**
**Chartered Accountants**
**FRN: 000601N**

SURI & SUDHIR NEW DELHI CHARTERED ACCOUNTANTS

**Anuj Arora**
**(Partner)**
**Membership Number: 504815**

**Date: 24/09/2021**
**Place: New Delhi**

**UDIN No. 21504815AAAAHK9299**

AACCA1452F
AKARA CAPITAL ADVISORS PRIVATE LIMITED
60, THIRD FLOOR, ARJUN NAGAR KOTLA MUBARAKPUR, DELHI-110003
CIN : U74110DL2016PTC290970
Ph No : 9643309883
Email : cofficer@akaracap.com

(F.Y. 2020-2021)

Balance Sheet as at 31st March 2021

₹ in rupees

| Particulars | Note No. | As at 31st March 2021 | As at 31st March 2020 |
|---|---|---|---|
| **EQUITY AND LIABILITIES** | | | |
| **Shareholder's funds** | | | |
| Share capital | 1 | 59,06,91,030.00 | 32,30,76,620.00 |
| Reserves and surplus | 2 | 17,63,01,049.00 | 7,76,05,068.00 |
| Money received against share warrants | | - | - |
| | | **76,69,92,079.00** | **40,06,82,688.00** |
| **Share application money pending allotment** | | **72,750.00** | - |
| **Non-current liabilities** | | | |
| Long-term borrowings | 3 | 45,97,72,842.00 | 36,37,21,719.00 |
| Deferred tax liabilities (Net) | 4 | 14,13,347.00 | - |
| Other long term liabilities | | - | - |
| Long-term provisions | 5 | 18,91,851.00 | 3,59,561.00 |
| | | **46,30,78,040.00** | **36,40,81,280.00** |
| **Current liabilities** | | | |
| Short-term borrowings | 6 | 1,74,87,423.00 | - |
| Trade payables | 7 | | |
| (A) Micro enterprises and small enterprises | | - | - |
| (B) Others | | 2,74,48,188.00 | 25,45,63,049.00 |
| Other current liabilities | 8 | 2,92,25,507.00 | 3,64,48,819.00 |
| Short-term provisions | 5 | 1,73,06,778.00 | 1,29,00,290.00 |
| | | **9,14,67,896.00** | **30,39,12,158.00** |
| **TOTAL** | | **1,32,16,10,765.00** | **1,06,86,76,126.00** |
| **ASSETS** | | | |
| **Non-current assets** | | | |
| Property,Plant and Equipment | 9 | | |
| Tangible assets | | 19,999.00 | 86,826.00 |
| Intangible assets | | 3,88,25,023.00 | 1,29,37,710.00 |
| Capital work-in-Progress | | - | 25,70,095.00 |
| Intangible assets under development | | - | - |
| Non-current investments | | - | - |
| Deferred tax assets (net) | 4 | - | 4,42,745.00 |
| Long-term loans and advances | 10 | - | - |
| Other non-current assets | | - | - |
| | | **3,88,45,022.00** | **1,60,37,376.00** |
| **Current assets** | | | |
| Current investments | | - | - |
| Inventories | | - | - |
| Trade receivables | 11 | 22,51,67,031.00 | 9,50,715.00 |
| Cash and cash equivalents | 12 | 6,28,83,246.00 | 1,40,50,099.00 |
| Short-term loans and advances | 10 | 91,84,31,442.00 | 98,04,69,285.00 |
| Other current assets | 13 | 7,62,84,024.00 | 5,71,68,651.00 |
| | | **1,28,27,65,743.00** | **1,05,26,38,750.00** |
| **TOTAL** | | **1,32,16,10,765.00** | **1,06,86,76,126.00** |

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

As per our report of even date
For SURI & SUDHIR
Chartered Accountants
(FRN: 000601N)

ANUJ ARORA
PARTNER
Membership No.: 504815
Place: NEW DELHI
Date: 24/09/2021
UDIN: 21504815AAAAHK3299

For and on behalf of the Board of Directors

TUSHAR AGGARWAL
Director
DIN: 01587368

SHRUTI AGGARWAL
Director
DIN: 06367269

PAVEET
Membership No-95743

AAOCA1452F
AKARA CAPITAL ADVISORS PRIVATE LIMITED
60, THIRD FLOOR, ARJUN NAGAR KOTLA MUBARAKPUR, DELHI-110003
CIN : U74110DL2016PTC290970
Ph No : 9643309883
Email : cofficer@akaracap.com

(F.Y. 2020-2021)

Statement of Profit and loss for the year ended 31st March 2021

₹ in rupees

| Particulars | Note No. | 31st March 2021 | 31st March 2020 |
|---|---|---|---|
| **Revenue** | | | |
| Revenue from operations | 14 | 21,01,18,577.00 | 53,72,50,464.00 |
| Less: Excise duty | | - | - |
| **Net Sales** | | **21,01,18,577.00** | **53,72,50,464.00** |
| Other income | 15 | 19,63,319.00 | - |
| **Total revenue** | | **21,20,81,896.00** | **53,72,50,464.00** |
| **Expenses** | | | |
| Cost of material Consumed | | - | - |
| Purchase of stock-in-trade | | - | - |
| Changes in inventories | | - | - |
| Employee benefit expenses | 16 | 4,28,89,784.00 | 3,26,49,522.00 |
| Finance costs | 17 | 4,33,56,301.00 | 4,42,12,312.00 |
| Depreciation and amortization expenses | 18 | 62,66,931.00 | 20,26,480.69 |
| Other expenses | 19 | 9,21,17,611.00 | 44,65,64,258.00 |
| **Total expenses** | | **18,46,30,627.00** | **52,54,52,592.69** |
| **Profit before exceptional, extraordinary and prior period items and tax** | | **2,74,51,269.00** | **1,17,97,881.31** |
| Exceptional items | | - | - |
| **Profit before extraordinary and prior period items and tax** | | **2,74,51,269.00** | **1,17,97,881.31** |
| Extraordinary items | | - | - |
| Prior period item | | - | - |
| **Profit before tax** | | **2,74,51,269.00** | **1,17,97,881.31** |
| **Tax expenses** | | | |
| Current tax | 20 | 71,84,520.00 | 34,07,423.00 |
| Deferred tax | 21 | 18,56,091.00 | (2,548.00) |
| Excess/short provision relating earlier year tax | | - | - |
| **Profit(Loss) for the period** | | **1,84,10,658.00** | **83,93,006.31** |
| **Earning per share** | | | |
| **Basic** | 22 | | |
| Before extraordinary items | | 0.43 | 0.28 |
| After extraordinary Adjustment | | 0.43 | 0.28 |
| **Diluted** | | | |
| Before extraordinary items | | - | - |
| After extraordinary Adjustment | | - | - |

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

As per our report of even date
For SURI & SUDHIR
Chartered Accountants
(FRN: 000601N)

ANUJ ARORA
PARTNER
Membership No.: 504815
Place: NEW DELHI
Date: 24/09/2021
UDIN: 21504815AAAAHK3299

TUSHAR AGGARWAL
Director
DIN: 01587360

For and on behalf of the Board of Directors

SHRUTI AGGARWAL
Director
DIN: 06867269

PAVEET
Membership No-35743

AAOCA1452F
AKARA CAPITAL ADVISORS PRIVATE LIMITED
60, THIRD FLOOR, ARJUN NAGAR KOTLA MUBARAKPUR, DELHI-110003
CIN : U74110DL2016PTC290970
Ph No : 9643309883
Email : cofficer@akaracap.com

(F.Y. 2020-2021)

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2021**

₹ in rupees

| | PARTICULARS | 31st March 2021 | 31st March 2020 |
|---|---|---|---|
| A. | **Cash Flow From Operating Activities** | | |
| | **Net Profit before tax and extraordinary items(as per Statement of Profit and Loss)** | **2,74,51,269.00** | **1,17,97,881.31** |
| | **Adjustments for non Cash/ Non trade items:** | | |
| | Depreciation & Amortization Expenses | 62,66,931.00 | 20,26,480.69 |
| | Finance Cost | 4,33,56,301.00 | 4,42,12,312.00 |
| | Adjustments for unrealised foreign exchange Losses / (Gains) | (29.00) | - |
| | Interest received | (4,18,796.00) | - |
| | Other Inflows / (Outflows) of cash | 8,73,06,867.00 | 6,93,47,474.92 |
| | **Operating profits before Working Capital Changes** | **16,39,62,543.00** | **12,73,84,148.92** |
| | **Adjusted For:** | | |
| | (Increase) / Decrease in trade receivables | (22,42,16,316.00) | - |
| | Increase / (Decrease) in trade payables | (22,71,14,861.00) | 16,19,48,066.00 |
| | Increase / (Decrease) in other current liabilities | 24,46,591.00 | (1,36,14,859.92) |
| | (Increase) / Decrease in Short Term Loans & Advances | 6,20,37,843.00 | (38,64,24,592.00) |
| | (Increase) / Decrease in other current assets | (1,91,15,344.00) | (4,41,91,341.00) |
| | **Cash generated from Operations** | **(24,19,99,444.00)** | **(15,48,98,588.00)** |
| | Income Tax (Paid) / Refund | (34,07,423.00) | (15,42,390.00) |
| | **Net Cash flow from Operating Activities(A)** | **(24,54,06,867.00)** | **(15,64,40,978.00)** |
| B. | **Cash Flow From Investing Activities** | | |
| | Purchase of tangible assets | - | (25,70,095.00) |
| | Proceeds from sales of tangible assets | 25,70,095.00 | 19,91,198.00 |
| | Interest Received | 4,18,796.00 | - |
| | Purchase of intangible assets | (3,20,87,417.00) | (1,22,71,577.00) |
| | **Net Cash used in Investing Activities(B)** | **(2,90,98,526.00)** | **(1,28,50,474.00)** |
| C. | **Cash Flow From Financing Activities** | | |
| | Finance Cost | (4,33,56,301.00) | (4,42,12,312.00) |
| | Increase in / (Repayment) of Short term Borrowings | 1,74,87,423.00 | - |
| | Increase in / (Repayment) of Long term borrowings | 9,60,51,123.00 | 16,75,80,093.00 |
| | Increase / (Decrease) in share capital | 26,76,14,410.00 | 6,53,84,500.00 |
| | Increase / (Decrease) in share application money pending allotment | 72,750.00 | (1,50,00,000.00) |
| | Other Inflows / (Outflows) of cash | (1,45,30,865.00) | (23,59,874.00) |
| | **Net Cash used in Financing Activities(C)** | **32,33,38,540.00** | **17,13,92,407.000** |
| D. | **Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)** | **4,88,33,147.00** | **21,00,955.00** |
| E. | Cash & Cash Equivalents at Beginning of period | 1,40,50,099.00 | 1,19,49,144.00 |
| F. | Cash & Cash Equivalents at End of period | 6,28,83,246.00 | 1,40,50,099.00 |
| G. | **Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)** | **4,88,33,147.00** | **21,00,955.00** |

**The accompanying notes are an integral part of the financial statements.**

**As per our report of even date**
**For SURI & SUDHIR**
**Chartered Accountants**
**(FRN: 000601N)**

**ANUJ ARORA**
**PARTNER**
**Membership No.: 504815**
**Place: NEW DELHI**
**Date: 24/09/2021**
UDIN: 21504815AAAAHK3299

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

**TUSHAR AGGARWAL**
**Director**
**DIN: 01587359**

**SHRUTI AGGARWAL**
**Director**
**DIN: 06867269**

**PAVEET**
**Membership No: 35743**

**Note:**
1. The Cash Flow Statement has been prepared by Indirect Method as per AS-3 issued by ICAI.
2. Figures of previous year have been rearranged/regrouped wherever necessary
3. Figures in brackets are outflow/deductions

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(F.Y. 2020-2021)

**Notes to Financial statements for the year ended 31st March 2021**
**The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.**

**Note No. 1 Share Capital**

₹ in rupees

| Particulars | As at 31st March 2021 | As at 31st March 2020 |
|---|---|---|
| **Authorised :** | | |
| 100000000 (31/03/2021:) Equity shares of Rs. 10.00/- par value | 1,00,00,00,000.00 | 40,00,00,000.00 |
| **Issued :** | | |
| 59069103 (31/03/2021:) Equity shares of Rs. 10.00/- par value | 59,06,91,030.00 | 32,30,76,620.00 |
| **Subscribed and paid-up :** | | |
| 59069103 (31/03/2021:) Equity shares of Rs. 10.00/- par value | 59,06,91,030.00 | 32,30,76,620.00 |
| **Total** | **59,06,91,030.00** | **32,30,76,620.00** |

**Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period**

**Equity shares**

₹ in rupees

| | As at 31st March 2021 | | As at 31st March 2020 | |
|---|---|---|---|---|
| | No. of Shares | Amount | No. of Shares | Amount |
| **At the beginning of the period** | 3,23,07,662 | 32,30,76,620.00 | 2,57,69,212 | 25,76,92,120.00 |
| Issued during the Period | 2,67,61,441 | 26,76,14,410.00 | 65,38,450 | 6,53,84,500.00 |
| Redeemed or bought back during the period | - | - | - | - |
| **Outstanding at end of the period** | **5,90,69,103** | **59,06,91,030.00** | **3,23,07,662** | **32,30,76,620.00** |

**Right, Preferences and Restriction attached to shares**

**Equity shares**
The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

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

| Type of Share | Name of Shareholders | As at 31st March 2021 | | As at 31st March 2020 | |
|---|---|---|---|---|---|
| | | No. of Shares | % of Holding | No. of Shares | % of Holding |
| Equity [NV: 10.00 ] | Morus Technologies Pte Limited | 5,90,69,003 | 99.99 | 3,23,07,562 | 99.99 |
| | **Total :** | **5,90,69,003** | **99.99** | **3,23,07,562** | **99.99** |

Note: During the year, there has been a change in shareholding of the company after obtaining necessary RBI Approval on 05-10-2020,07-10-2020 and 05-03-2021

**Note No. 2 Reserves and surplus**

₹ in rupees

| Particulars | As at 31st March 2021 | As at 31st March 2020 |
|---|---|---|
| **Surplus** | | |
| Opening Balance | 76,00,293.59 | 15,67,161.28 |
| Add: Profit for the year | 1,84,10,658.00 | 83,93,006.31 |
| Less:Transfer to Special Reserve | (54,90,254.00) | (23,59,874.00) |
| **Closing Balance** | **2,05,20,697.59** | **76,00,293.59** |
| | | |
| **Securities premium** | | |
| Opening Balance | 6,69,23,012.00 | - |
| Add: Addition during the year | 8,02,84,323.00 | 6,69,23,012.00 |
| Less : Deletion during the year | - | - |
| **Closing Balance** | **14,72,07,335.00** | **6,69,23,012.00** |
| | | |
| **Reserves u/s 45I(C)** | | |
| Opening Balance | 30,82,762.41 | 7,22,888.49 |
| Add: Addition during the year | 54,90,254.00 | 23,59,873.92 |
| Less : Deletion during the year | - | - |
| **Closing Balance** | **85,73,016.41** | **30,82,762.41** |
| **Balance carried to balance sheet** | **17,63,01,049.00** | **7,76,06,068.00** |

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Note No. 3 Long-term borrowings

₹ in rupees

| Particulars | As at 31st March 2021 | | | As at 31st March 2020 | | |
|---|---|---|---|---|---|---|
| | Non-Current | Current Maturities | Total | Non-Current | Current Maturities | Total |
| **Term Loan - From banks** | | | | | | |
| AU Small Finance Bank Private Limited secured | 7,50,00,002.00 | - | 7,50,00,002.00 | 1,66,66,664.00 | - | 1,66,66,664.00 |
| | **7,50,00,002.00** | - | **7,50,00,002.00** | **1,66,66,664.00** | - | **1,66,66,664.00** |
| **Term Loan - From Others** | | | | | | |
| Western Capital Advisors Private Limited secured | - | - | - | 2,50,00,000.00 | - | 2,50,00,000.00 |
| Eclear Leasing and Finance Private Limited secured | - | - | - | 2,05,24,885.00 | - | 2,05,24,885.00 |
| Fusion Corporate Solutions Private Limited secured | 3,36,47,669.00 | - | 3,36,47,669.00 | 2,23,00,443.00 | - | 2,23,00,443.00 |
| Jainsons Finlease Limited secured | - | - | - | 5,81,79,542.00 | - | 5,81,79,542.00 |
| Northern Arc Capital secured | 2,42,30,836.00 | - | 2,42,30,836.00 | 13,08,43,505.00 | - | 13,08,43,505.00 |
| Kisetsu Saison Finance Private Limited secured | 12,91,66,666.00 | - | 12,91,66,666.00 | - | - | - |
| Vivriti Capital Private Limited secured | 15,00,00,000.00 | - | 15,00,00,000.00 | - | - | - |
| Usha Financial services Private Limited secured | - | - | - | 2,11,37,245.00 | - | 2,11,37,245.00 |
| Positive Moves India Consulting Private Limited secured | 4,77,27,669.00 | - | 4,77,27,669.00 | 6,90,69,435.00 | - | 6,90,69,435.00 |
| | **38,47,72,840.00** | - | **38,47,72,840.00** | **34,70,55,055.00** | - | **34,70,55,055.00** |
| **The Above Amount Includes** | | | | | | |
| Secured Borrowings | 45,97,72,842.00 | - | 45,97,72,842.00 | 36,37,21,719.00 | - | 36,37,21,719.00 |
| **Net Amount** | **45,97,72,842.00** | - | **45,97,72,842.00** | **36,37,21,719.00** | - | **36,37,21,719.00** |

Note No. 4 Deferred Tax

₹ in rupees

| Particulars | As at 31st March 2021 | As at 31st March 2020 |
|---|---|---|
| **Deferred tax liability** | | |
| Deferred Tax Liabilty | 14,13,347.00 | - |
| **Gross deferred tax liability** | **14,13,347.00** | - |
| | | |
| **Deferred tax assets** | | |
| Deferred Tax Assets | - | 4,42,745.00 |
| **Gross deferred tax asset** | - | **4,42,745.00** |
| **Net deferred tax assets** | - | **4,42,745.00** |
| **Net deferred tax liability** | **14,13,347.00** | - |

Note No. 5 Provisions

₹ in rupees

| Particulars | As at 31st March 2021 | | | As at 31st March 2020 | | |
|---|---|---|---|---|---|---|
| | Long-term | Short-term | Total | Long-term | Short-term | Total |
| **Provision for employee benefit** | | | | | | |
| Gratuity | 18,91,851.00 | 5,095.00 | 18,96,946.00 | 3,59,561.00 | 61,590.00 | 4,21,151.00 |
| Provision for Leave Encashment | - | 18,80,878.00 | 18,80,878.00 | - | 10,23,160.00 | 10,23,160.00 |
| Provision for Bonus | - | - | - | - | 15,19,500.00 | 15,19,500.00 |
| | **18,91,851.00** | **18,85,973.00** | **37,77,824.00** | **3,59,561.00** | **26,04,250.00** | **29,63,811.00** |
| **Other provisions** | | | | | | |
| Audit fees payable | - | 3,83,875.00 | 3,83,875.00 | - | 3,53,250.00 | 3,53,250.00 |
| Expenses Payable | - | 55,56,331.00 | 55,56,331.00 | - | 33,08,714.00 | 33,08,714.00 |
| NPA Provision | - | 22,96,079.00 | 22,96,079.00 | - | 32,26,653.00 | 32,26,653.00 |
| Provision for Income Tax | - | 71,84,520.00 | 71,84,520.00 | - | 34,07,423.00 | 34,07,423.00 |
| | - | **1,54,20,805.00** | **1,54,20,805.00** | - | **1,02,96,040.00** | **1,02,96,040.00** |
| **Total** | **18,91,851.00** | **1,73,06,778.00** | **1,91,98,629.00** | **3,59,561.00** | **1,29,00,290.00** | **1,32,59,851.00** |

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Note No. 6 Short-term borrowings

₹ in rupees

| Particulars | As at 31st March 2021 | As at 31st March 2020 |
|---|---|---|
| Loans and Advances from related parties | | |
| EQX Analytics Private Limited secured | 1,74,87,423.00 | - |
| | 1,74,87,423.00 | - |
| The Above Amount Includes | | |
| Secured Borrowings | 1,74,87,423.00 | - |
| Total | 1,74,87,423.00 | - |

Note No. 7 Trade payables

₹ in rupees

| Particulars | As at 31st March 2021 | As at31st March 2020 |
|---|---|---|
| (B) Others | | |
| Sundry creditors | 2,74,48,188.00 | 25,45,63,049.00 |
| | 2,74,48,188.00 | 25,45,63,049.00 |
| Total | 2,74,48,188.00 | 25,45,63,049.00 |

Note No. 8 Other current liabilities

₹ in rupees

| Particulars | As at 31st March 2021 | As at 31st March 2020 |
|---|---|---|
| Others payables | | |
| Amount yet to be disbursed | 1,06,50,753.00 | 1,43,39,493.00 |
| Excess Payment Refundable | - | 85,953.00 |
| Interest Payable | 13,13,493.00 | 14,89,637.00 |
| Collection from Customers | 76,98,519.00 | 61,53,541.00 |
| Interest on GST Payable | - | 1,63,950.00 |
| Employee Reimbursement Payable | 16,637.00 | 5,62,882.00 |
| Director Reimbursement Payable | 5,83,761.00 | - |
| TDS Payable | 28,43,666.00 | 1,09,94,240.00 |
| GST Payable | 1,24,216.00 | 94,500.00 |
| Salary Payable | 59,21,530.00 | 25,44,259.00 |
| PF Payable | 89,174.00 | 18,875.00 |
| ESI Payable | 3,758.00 | 1,469.00 |
| | 2,92,25,507.00 | 3,64,48,819.00 |
| Total | 2,92,25,507.00 | 3,64,48,819.00 |

SURI & SUDHIR NEW DELHI CHARTERED ACCOUNTANTS

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Note No. 9 Property,Plant and Equipment as at 31st March 2021

₹ in rupees

| | Assets | | Gross Block | | | | | Accumulated Depreciation/ Amortisation | | | | Net Block | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Useful Life (In Years) | Balance as at 1st April 2020 | Additions during the year | Addition on account of business acquisition | Deletion during the year | Balance as at 31st March 2021 | Balance as at 1st April 2020 | Provided during the year | Deletion / adjustments during the year | Balance as at 31st March 2021 | Balance as at 31st March 2021 | Balance as at 31st March 2020 |
| A | **Tangible assets** | | | | | | | | | | | | |
| | **Own Assets** | | | | | | | | | | | | |
| | CPU | 3.00 | 11,547.00 | - | - | - | 11,547.00 | 8,276.00 | 2,694.00 | - | 10,970.00 | 577.00 | 3,271.00 |
| | Dinstar GSM Gateway | 3.00 | 1,84,210.00 | - | - | - | 1,84,210.00 | 1,16,871.00 | 50,762.00 | - | 1,67,633.00 | 16,577.00 | 67,339.00 |
| | Computer | 3.00 | 14,537.00 | - | - | - | 14,537.00 | 10,318.00 | 3,492.00 | - | 13,810.00 | 727.00 | 4,219.00 |
| | Office Equipments | 5.00 | 42,353.00 | - | - | - | 42,353.00 | 30,356.00 | 9,879.00 | - | 40,235.00 | 2,118.00 | 11,997.00 |
| | **Total (A)** | | **2,52,647.00** | - | - | - | **2,52,647.00** | **1,65,821.00** | **66,827.00** | - | **2,32,648.00** | **19,999.00** | **86,826.00** |
| | **P.Y Total** | | **2,52,647.00** | - | - | - | **2,52,647.00** | **85,807.00** | **80,014.00** | - | **1,65,821.00** | **86,826.00** | **1,66,840.00** |
| B | **Intangible assets** | | | | | | | | | | | | |
| | Intangible assets | | 1,52,09,088.00 | 3,20,87,417.00 | - | - | 4,72,96,505.00 | 22,71,378.00 | 62,00,104.00 | - | 84,71,482.00 | 3,88,25,023.00 | 1,29,37,710.00 |
| | **Total (B)** | | **1,52,09,088.00** | **3,20,87,417.00** | - | - | **4,72,96,505.00** | **22,71,378.00** | **62,00,104.00** | - | **84,71,482.00** | **3,88,25,023.00** | **1,29,37,710.00** |
| | **P.Y Total** | | **29,37,511.00** | **1,22,71,577.00** | - | - | **1,52,09,088.00** | **3,24,911.31** | **19,46,466.69** | - | **22,71,378.00** | **1,29,37,710.00** | **26,12,599.69** |
| C | **Capital work in progress** | | | | | | | | | | | | |
| | Capital Work in Progress | | 25,70,095.00 | - | - | 25,70,095.00 | - | - | - | - | - | - | 25,70,095.00 |
| | **Total (C)** | | **25,70,095.00** | - | - | **25,70,095.00** | - | - | - | - | - | - | **25,70,095.00** |
| | **P.Y Total** | | **19,91,198.00** | **25,70,095.00** | - | **19,91,198.00** | **25,70,095.00** | - | - | - | - | **25,70,095.00** | **19,91,198.00** |
| | **Current Year Total (A + B + C)** | | **1,80,31,830.00** | **3,20,87,417.00** | - | **25,70,095.00** | **4,75,49,152.00** | **24,37,199.00** | **62,66,931.00** | - | **87,04,130.00** | **3,88,45,022.00** | **1,55,94,631.00** |
| | **Previous Year Total** | | **51,81,356.00** | **1,48,41,672.00** | - | **19,91,198.00** | **1,80,31,830.00** | **4,10,718.31** | **20,26,480.69** | - | **24,37,199.00** | **1,55,94,631.00** | **47,70,637.69** |

General Notes :

1. No depreciation if remaining useful life is negative or zero.
2. Depreciation is calculated on pro-rata basis in case assets is purchased/sold during current F.Y.
3. If above assets is used for any time during the year for double shift, the depreciation will increase by 50% for that period and in case of the triple shift the depreciation shall be calculated on the basis of 100% for that period.

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**Note No. 10 Loans and advances**

₹ in rupees

| Particulars | As at 31st March 2021 | | As at 31st March 2020 | |
|---|---|---|---|---|
| | Long-term | Short-term | Long-term | Short-term |
| **Other loans and advances** | | | | |
| Unsecured, considered good(Head) | - | 91,84,31,442.00 | - | 98,04,69,285.00 |
| | - | **91,84,31,442.00** | - | **98,04,69,285.00** |
| **Total** | - | **91,84,31,442.00** | - | **98,04,69,285.00** |

**Standard Asset:** Asset in respect of which, no default in repayment of principal or payment of interest is perceived and which does not disclose any problem nor carry more than normal risk attached to a business. Loans & advances without any specific stipulation for immediate repayment shall become due upon mutually agreed correspondence for repayment.

**Sub Standard Asset:** Asset in respect of which repayment is due for a period greater than 180 days and it remain due for a period up to 365 days.

**Provision for Portfolio**

Provisions for Loan Portfolio are made as per the Prudential Master Circular- Introduction of New Category of NBFCs - 'Non-Banking Financial Company-Non-Systemically Important Non-Deposit Taking Company Reserve Bank Directions' 2016 vide RBI/DNBR/2016-17/44 Master Direction DNBR.PD.007/03.10.119/2016-17 updated as on Aug 02, 2019.

**The Amount of provision accounted in books is computed as follows:-**

| Type of asset | Days Past Due | Loan Book | Provision (%) | Total Provision | Provision (Opening Balance) | Provision to be created/ (reversed) |
|---|---|---|---|---|---|---|
| | | | | | | |
| Standard Asset | 0-180 | 91,84,31,442.00 | 0.25% | 22,96,079.00 | 24,31,289.00 | (1,35,211.00) |
| Sub- Standard | 181-546 | - | 10% | - | 7,95,364.00 | (7,95,364.00) |
| Doubtful Asset 1 | 546-911 | - | 20% | - | - | - |
| Doubtful Asset 2 | 911-1276 | - | 30% | - | - | - |
| Doubtful Asset 3 | 1276-1641 | - | 50% | - | - | - |
| **Total loan book outstanding as on 31.03.2021** | | **91,84,31,442.00** | | 22,96,079.00 | **32,26,653.00** | **(9,30,574.00)** |

**Note No. 10(a) Loans and advances : Other loans and advances: Unsecured, considered good(Head)**

₹ in rupees

| Particulars | As at 31st March 2021 | | As at 31st March 2020 | |
|---|---|---|---|---|
| | Long-term | Short-term | Long-term | Short-term |
| Loan Portfolio | - | 91,84,31,442.00 | - | 98,04,69,285.00 |
| **Total** | - | **91,84,31,442.00** | - | **98,04,69,285.00** |

**Note No. 11 Trade receivables**

₹ in rupees

| Particulars | As at 31st March 2021 | As at 31st March 2020 |
|---|---|---|
| **Exceeding six months** | | |
| Doubtful | 9,50,715.00 | - |
| **Total** | **9,50,715.00** | - |
| **Less than six months** | | |
| Unsecured, Considered Good | 22,42,16,316.00 | - |
| Doubtful | - | 9,50,715.00 |
| **Total** | **22,42,16,316.00** | **9,50,715.00** |
| **Total** | **22,51,67,031.00** | **9,50,715.00** |

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**Note No. 12 Cash and cash equivalents**

₹ in rupees

| Particulars | As at 31st March 2021 | As at 31st March 2020 |
|---|---|---|
| **Balance with banks** | | |
| ICICI- Escrow A/C | 4,65,00,297.00 | 9,19,405.00 |
| Balance with Banks | 1,63,52,949.00 | 1,31,30,694.00 |
| **Total** | **6,28,53,246.00** | **1,40,50,099.00** |
| **Cash in hand** | | |
| Cash in hand | 30,000.00 | - |
| **Total** | **30,000.00** | **-** |
| **Total** | **6,28,83,246.00** | **1,40,50,099.00** |

**Note No. 13 Other current assets**

₹ in rupees

| Particulars | As at 31st March 2021 | As at 31st March 2020 |
|---|---|---|
| **Other Assets** | | |
| Prepaid Expenses | 57,969.00 | 53,443.00 |
| TDS Receivable | 37,759.00 | 2,910.00 |
| Ex Gratia Receivable | 76,93,585.00 | - |
| GST Input | 3,27,55,204.00 | 2,62,03,586.00 |
| Accrued interest on loan | 2,03,36,587.00 | 1,88,72,185.00 |
| Advance Tax | - | 15,00,000.00 |
| Advance to Suppliers | 1,200.00 | 14,59,246.00 |
| Amount Recoverable | - | 22,090.00 |
| Collateral to Lenders | - | 25,00,000.00 |
| Other Receivables | 1,43,50,241.00 | 65,42,583.00 |
| TDS Unconsumed | 8,51,479.00 | 12,608.00 |
| **Total** | **7,62,84,024.00** | **5,71,68,651.00** |

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CIN : U74110DL2016PTC290970
Ph No : 9643309883
Email : cofficer@akaracap.com

(F.Y. 2020-2021)

**Note No. 14 Revenue from operations**

₹ in rupees

| Particulars | 31st March 2021 | 31st March 2020 |
|---|---|---|
| **Interest income from operations** | 20,26,88,954.00 | 50,15,23,153.00 |
| **Other financial services** | | |
| Processing Fees | - | 2,54,37,697.00 |
| Bad Debts Recovered | 73,82,505.00 | 33,43,673.00 |
| Bounce Charges | 47,118.00 | 69,45,941.00 |
| | **74,29,623.00** | **3,57,27,311.00** |
| **Net revenue from operations** | **21,01,18,577.00** | **53,72,50,464.00** |

**Note No. 15 Other income**

₹ in rupees

| Particulars | 31st March 2021 | 31st March 2020 |
|---|---|---|
| **Interest Income** | | |
| Interest on Fixed Deposits | 4,18,796.00 | - |
| | **4,18,796.00** | - |
| **Other non-operating income** | | |
| Foreign exchange Fluctuation | 29.00 | - |
| Balance Written off | 6,13,920.00 | - |
| Excess NPA Provision Reversal | 9,30,574.00 | - |
| | **15,44,523.00** | - |
| **Total** | **19,63,319.00** | - |

**Note No. 16 Employee benefit expenses**

₹ in rupees

| Particulars | 31st March 2021 | 31st March 2020 |
|---|---|---|
| **Salaries and wages** | | |
| Salary and wages | 2,71,30,633.00 | 3,03,94,637.00 |
| Leave encashment | 21,58,086.00 | 9,73,581.00 |
| Director Remuneration | 1,32,11,700.00 | 11,06,959.00 |
| | **4,25,00,419.00** | **3,24,75,177.00** |
| **Contribution to provident and other fund** | | |
| Employer Contribution ESI | 26,771.00 | 16,542.00 |
| Employer Contribution PF | 2,84,487.00 | 1,31,400.00 |
| Admin Charges PF | 42,173.00 | 11,525.00 |
| | **3,53,431.00** | **1,59,467.00** |
| **Staff welfare Expenses** | | |
| Staff Welfare Expenses | 35,934.00 | 14,878.00 |
| | **35,934.00** | **14,878.00** |
| **Total** | **4,28,89,784.00** | **3,26,49,522.00** |

**Note No. 17 Finance costs**

₹ in rupees

| Particulars | 31st March 2021 | 31st March 2020 |
|---|---|---|
| **Interest** | | |
| Other interest charges | 3,81,789.00 | - |
| | **3,81,789.00** | - |
| **Other Borrowing costs** | | |
| Interest on Secured Borrowings | 4,29,74,512.00 | 4,42,12,312.00 |
| | **4,29,74,512.00** | **4,42,12,312.00** |
| **Total** | **4,33,56,301.00** | **4,42,12,312.00** |

**Note No. 18 Depreciation and amortization expenses**

₹ in rupees

| Particulars | 31st March 2021 | 31st March 2020 |
|---|---|---|
| Depreciation on tangible assets | 66,827.00 | 80,014.00 |
| Amortisation on intangible assets | 62,00,104.00 | 19,46,466.69 |
| **Total** | **62,66,931.00** | **20,26,480.69** |

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**Note No. 19 Other expenses**

₹ in rupees

| Particulars | 31st March 2021 | 31st March 2020 |
|---|---|---|
| Audit fees | 4,15,000.00 | 3,90,000.00 |
| Bank charges | 24,08,141.00 | 27,11,247.00 |
| ROC Fees | 5,97,200.00 | 77,900.00 |
| Professional fees | 1,76,93,833.00 | 15,09,43,931.00 |
| Credit Rating expenses | 1,39,35,644.00 | 2,31,97,356.00 |
| NPA Provision | - | 10,54,263.00 |
| Bank Statement Analysis Expenses | 24,57,534.00 | 86,97,355.00 |
| Business Promotion Expenses | 1,23,811.00 | 8,56,200.00 |
| Commission | 2,59,84,327.00 | 5,77,17,745.00 |
| Directors sitting fees | 4,96,875.00 | 10,00,000.00 |
| FLDG Expense | - | 6,04,57,548.00 |
| Interest on TDS | 3,81,906.00 | 1,67,784.00 |
| Late Filling Fees | 13,330.00 | 58,500.00 |
| Printing and stationery | 38,125.00 | 17,70,466.00 |
| Provision For Gratuity | 14,75,795.00 | 1,25,232.00 |
| Travel and Boarding and Lodging Expenses | 92,089.00 | 2,21,724.00 |
| Marketing expenses | 2,64,453.00 | 34,17,424.00 |
| Annual fees | 11,781.00 | 10,000.00 |
| Conveyance expenses | 1,04,723.00 | 15,333.00 |
| GST 50% Credit ( expense) | 79,91,512.00 | 2,41,60,348.00 |
| Technologies Expenses | 23,899.00 | 7,17,629.00 |
| Bad debts- Greater than Rs 1,00,000 | - | 2,80,23,342.00 |
| Bad debts- Less than Rs 1,00,000 | 20,00,870.00 | 7,59,66,485.00 |
| Late Interest on GST | 8,776.00 | 1,64,910.00 |
| Office Expenses | 19,300.00 | 1,57,673.00 |
| Collection and Recovery Expenses | 1,19,93,205.00 | 10,01,285.00 |
| Physical and Tele Verification Expenses | 4,64,647.00 | 1,95,103.00 |
| Legal expenses | 5,56,310.00 | 1,98,650.00 |
| Manpower Expenses | 2,00,000.00 | 24,16,200.00 |
| Insurance expenses | 42,799.00 | 1,407.00 |
| Short and Excess | - | 11,738.00 |
| Advertising expenses | 26,235.00 | 6,55,490.00 |
| Rent | 20,29,500.00 | - |
| Foreclosure Charges | 2,66,990.00 | - |
| **Total** | **9,21,17,611.00** | **44,65,64,268.00** |

**Note No. 20 Current tax**

₹ in rupees

| Particulars | 31st March 2021 | 31st March 2020 |
|---|---|---|
| Current tax pertaining to current year | 71,84,520.00 | 34,07,423.00 |
| **Total** | **71,84,520.00** | **34,07,423.00** |

**Note No. 21 Deferred tax**

₹ in rupees

| Particulars | 31st March 2021 | 31st March 2020 |
|---|---|---|
| Deferred Tax Asset | 4,42,745.00 | (2,548.00) |
| Deferred Tax Liability | 14,13,346.00 | - |
| **Total** | **18,56,091.00** | **(2,548.00)** |

**Note No. 22 Earning Per Share**

₹ in rupees

| Particulars | Before Extraordinary items | | After Extraordinary items | |
|---|---|---|---|---|
| | 31st March 2021 | 31st March 2020 | 31st March 2021 | 31st March 2020 |
| **Basic** | | | | |
| Profit after tax (A) | 1,84,10,658.00 | 83,93,006.31 | 1,84,10,658.00 | 83,93,006.31 |
| Weighted average number of shares outstanding (B) | 4,27,99,076 | 3,00,32,024 | 4,27,99,076 | 3,00,32,024 |
| Basic EPS (A / B) | 0.43 | 0.28 | 0.43 | 0.28 |
| Face value per share | 10.00 | 10.00 | 10.00 | 10.00 |

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**Note no. 23**

## 1. COMPANY BACKGROUND

**M/s Akara Capital Advisors Private Limited** was incorporated on 11-02-2016 under the companies act 2013. The company was registered as a Non-Deposit taking Non-Banking Financial Company under section 45IA of the Reserve Bank of India (RBI) Act 1934.

The Authorized Share Capital of the company is Rs. 1,00,00,00,000.00 divided into 10,00,00,000 ordinary equity shares of Rs. 10/- carrying one voting right per shares at all times. The Subscribed Share Capital of the company is Rs. 59,06,91,030.00 divided into 5,90,69,103 ordinary equity shares of Rs. 10/- carrying one voting rights per shares at all times.

The company is a wholly owned subsidiary of Morus Technologies Pte Ltd having a shareholding of Rs 59,06,90,030 in the entire share capital of Akara Capital Advisors Private Limited.

The Company's registered office is at 60, Third Floor, Arjun Nagar, Kotla Mubarakpur, New Delhi 110003. In addition, company operates from Khasra no. 337, 1st Floor, CRC-II, M G Road, Sultanpur, Mehrauli, South West Delhi, Delhi, 110030. The company is in process of updating this address in RBI record.

**Nature of Operations**

Akara Capital Advisors Private Limited. ("The Company") is primarily engaged in business of lending activities for providing loans.

## 2. SIGNIFICANT ACCOUNTING POLICIES

### A. Basis of Preparation of Financial Statements

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 and the provisions of the Reserve

Bank of India as applicable to a non-banking financial company. Financial Statements have been prepared under the historical cost convention on an accrual basis of accounting.

## B. Use of Estimates

The preparation of financial statements, in accordance with the Generally Accepted Accounting Principles, require the management to make estimates and assumptions that effect the reported amounts of assets and liabilities, disclosure of contingent liabilities at the date of financial statements, reported amount of expenses and revenues of the year and the amortized amount of preliminary expenditure of the year. Estimates and underlining assumptions are reviewed on ongoing basis. Actual results could differ from these estimates. Any revision to accounting estimate is recognized prospectively in current and future at the date of the financial statements.

## C. Current-Non Current Classification

All assets and liabilities are classified into current and non-current.

### Assets

An asset is classified as current when it satisfies any of the following criteria:

i. It is to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;
ii. It is held primarily for the purpose of being traded;
iii. It is expected to be realized within 12 months after the reporting date; or
iv. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include current portion of non- current financial assets. All other assets are classified as Non- current.

### Liabilities

A liability is classified as current when it satisfies any of the following criteria:

i. It is expected to be settled in the Company's normal operating cycle;
ii. It is held primarily for the purpose of being traded;

iii. It is due to be settled within 12 months after the reporting date; or

iv. The company does not have an unconditional right to defer the settlement of liability for at least 12 months after the reporting date. Terms of liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non- current financial liabilities. All other liabilities are classified as non-current.

**Operating Cycle**

Company has ascertained its operating cycle as 12 months that is the time gap between the acquisition of assets for processing and their realization in cash or cash equivalents.

## D. Cash & Cash Equivalents

Cash & cash equivalents for the purpose of cash flow statement comprises cash in hand, cash in bank, fixed deposits and other short term highly liquid investments with an original maturity of three months or less that are readily convertible into known amount of cash and which are subject to an insignificant risk of change in value.

## E. Cash Flow Statement

Cash flow are reported using the indirect method whereby cash flows from operating, investing & financing activities of the company are segregated and profit before tax is adjusted for the effect of transactions of non-cash nature or any deferrals or accruals of past or future cash receipts or payments.

## F. Property, Plant & Equipment

Property, Plant & Equipment comprising both tangible and intangible assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.

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Company has adopted cost model for all class of items of Property Plant and Equipment.

## G. Depreciation

Depreciation on all fixed assets of the Company is provided on Straight Line Method at the rates specified in schedule II of the Companies Act, 2013.

## H. Borrowing Costs

The Company has incurred borrowing cost during the Financial Year. The Borrowing Cost has been incurred on the loan facility availed from various lenders. The total expense amount incurred for the period ending 31st March 2021 is **Rs. 4,33,56,301**

## I. Impairment of Assets

The Company identifies Impaired assets based on individual assets or cash generating unit concept at the year-end in terms of Para 5.13 of AS-28 issued by the ICAI for the purpose of arriving at impairment loss thereon, if any, being the difference between the book value and recoverable value of relevant assets. Impairment loss when crystallizes is charged against revenue of the year.

## J. Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

I. Interest income on all loans upto 90 days is recognized under accrual basis. Beyond that or in case of any default on loan repayment interest income is recognized only when realized.

II. Interest income on deposits with banks is recognized on an accrual basis taking into account the amount outstanding and rate applicable.

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III. Processing fees on loans are recognized on upfront basis in the books of IT Service Provider as platform fees.(The IT Service Company provides a customer interface with Akara Capital Advisors Private Limited).

IV. Interest on term deposits has been accrued on the time proportion basis, using the underlying interest rates.

V. Dividend income is accounted when the right to receive dividend is established.

All other income is recognized on an accrual basis.

The company has reported accrued interest income on loans amounting to **Rs 2,03,36,587.00** The Revenue is recognized for Interest Accrued but not received on Standard Asset upto 90 days till the period ended 31st March 2021.

## K. Classification of Loan Portfolio and provisioning policy

Loan portfolio is classified and provision is made in accordance with the Non-Systematically Important Non-Banking Financial (Non Deposit Accepting or Holding) Companies Directions, 2015 issued by Reserve Bank of India as mentioned below-

The Loan Portfolio maintained in the books is inclusive of amount yet to be disbursed shown in current liabilities.

### Asset Classification

The Company after taking into account the degree of defined credit weaknesses and extent of dependence on collateral security for realization, classify its loans and advances and any other forms of credit into the following classes, namely:

(i) Standard assets;

(ii) Sub-standard assets;

(iii) Doubtful assets; and

(iv) Loss assets.

**Standard Asset:** Standard asset shall mean the asset in respect of which, no default in repayment of principal or payment of interest is perceived and which does not disclose any problem or carry more than normal risk attached to the business

**Sub-standard asset:** Sub-standard asset shall mean an asset which has been classified as non-performing asset for a period not exceeding 18 months;

**Doubtful asset:** Doubtful Asset shall mean: a term loan, or a lease asset, a hire purchase asset, or any other asset, which remains a sub-standard asset for a period exceeding 18 months

**Loss Asset:** Loss Asset shall mean:

(a) An asset which has been identified as loss asset by the company or its internal or external auditor or by the Reserve Bank during the inspection of the applicable NBFC, to the extent it is not written off by the company ; and

(b) An asset which is adversely affected by a potential threat of non-recoverability due to either erosion in the value of security or non-availability of security or due to any fraudulent act or omission on the part of the borrower

**Non-Performing Asset**:

(a) An asset, in respect of which, interest has remained overdue for a period of six months or more;

(b) A term loan inclusive of unpaid interest, when the installment is overdue for a period of six months or more or on which interest amount remained overdue for a period of six months or more;

(c) A demand or call loan, which remained overdue for a period of six months or more from the date of demand or call or on which interest amount remained overdue for a period of six months or more;

(d) A bill which remains overdue for a period of six months or more;

(e) The interest in respect of a debt or the income on receivables under the head 'other current assets' in the nature of short term loans / advances, which facility remained overdue for a period of six months or more;

(f) Any dues on account of sale of assets or services rendered or reimbursement of expenses incurred, which remained overdue for a period of six months or more;

(g) The lease rental and hire purchase installment, which has become overdue for a period of twelve months or more;

(h) in respect of loans, advances and other credit facilities (including bills purchased and discounted), the balance outstanding under the credit facilities (including accrued interest) made available to the same borrower / beneficiary when any of the above credit facilities becomes non-performing asset :

## (ii) Provisioning Policy for Portfolio Loans & Advances

### Provision for Portfolio

Provisions for non-performing assets are made as per the Prudential Master Circular-Introduction of New Category of NBFCs - 'Non-Banking Financial Company-Non-Systemically Important Non-Deposit Taking Company Reserve Bank Directions' 2016 vide RBI/DNBR/2016-17/44 Master Direction DNBR.PD.007/03.10.119/2016-17 updated as on February 17, 2020.

The aggregate loan provision of the company shall be

i) 0.25% of the Loan Portfolio Outstanding

ii) 10% of the loan portfolio outstanding in case of sub-standard assets

iii) 100% In case of Doubtful and Unsecured Assets

iv) In case of Doubtful and Secured Assets

a) Upto One Year 20%

b) One to Three year 30%

c) More than Three year 50%

v) 100% in case of Loss assets

**The Amount of provision accounted in books is computed as follows:-**

| Type of asset | Days Past Due | Loan Book | Provision (%) | Total Provision | Provision (Opening Balance) | Provision to be created/ (reversed) |
|---|---|---|---|---|---|---|
| | | | | | | |
| Standard Asset | 0-180 | 91,84,31,442.00 | 0.25% | 22,96,079.00 | 24,31,289.00 | (1,35,211.00) |
| Sub- Standard | 181-546 | - | 10% | - | 7,95,364.00 | (7,95,364.00) |
| Doubtful Asset 1 | 546-911 | - | 20% | - | - | - |
| Doubtful Asset 2 | 911-1276 | - | 30% | - | - | - |
| Doubtful Asset 3 | 1276-1641 | - | 50% | - | - | - |
| **Total loan book outstanding as on 31.03.2021** | | **91,84,31,442.00** | | 22,96,079.00 | **32,26,653.00** | **(9,30,574.00)** |

The NPA Provision has been reversed during the year amounting to Rs 9,30,574.00.

The Company has also reported Bad Debts during the year:-

Bad Debts (Less Than Rs 1,00,000 Each)- Rs 20,00,870.00

Bad Debts amounting to Rs 73,82,505 has also been recovered during the year.

## L. Expenditure

The provision is made for all the known losses and liabilities.

## M. Income Taxes

i) Provision is made for deferred tax for all timing differences arising between taxable income and accounting income at currently enacted or substantively enacted tax rates.

ii) Deferred Tax Assets (DTA) are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. If the Company has carry forward unabsorbed depreciation and losses, DTA are recognised only to the extent there is virtual certainty supported by convincing evidence that sufficient taxable income will be available against which DTA can be realised. These are reviewed for the appropriateness of their respective carrying values at each Balance sheet date.

iii) Current tax is the amount of tax payable on the taxable income including interest for the year as determined in accordance with the provisions of Income Tax Act, 1961.The Company has made a provision for Income Tax of **Rs 71,84,520.00** in the books.

## N. Provisions

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events: it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Contingent liabilities are not recognized, but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

## O. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit / loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity share holders and the weighted average number of equity shares outstanding

during the period are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed to have been converted as of the beginning of the year, unless they have been issued at a later time.

**Computation of Earnings Per Share**

| Particulars | For the year ended 31 March 2021 | For the year ended 31 March 2020 |
|---|---|---|
| (A) Profit after taxation (Rs.) | 1,84,10,658.00 | 83,93,007.00 |
| (B) Weighted average number of equity shares (Nos) | 4,27,99,076 | 3,00,32,024 |
| (C) Earnings per share (in Rs.): [(A)/(B)] | 0.43 | 0.28 |

## 3. Notes on Financial Statements

I. No interest has been paid/payable by the Company during the year to the suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006. The above information is per the management representation provided on behalf of the vendors.

II. Balance reconciliations of Escrow Accounts is subject to management confirmation.

III. The balances receivables and payables are subject to confirmation and reconciliation. Pending such confirmation and reconciliation, the impact on accounts is not ascertainable at this stage.

IV. The company is a Small and Medium sized Company (SMC) as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 2013. Accordingly, the company has complied with the Accounting Standards as applicable to Small & Medium Sized Company. Segment Reporting as per AS 17 is not mandatory for the Company being an SMC company.

V. To provide additional relief, the Government of India announced ex-gratia payment to lenders for waiving off compound interest for loans up to 2 crore for some category of borrowers. The Honourable Supreme Court has directed all banks and financial institutions to refund compound interest, interest on interest or penal interest collected during the moratorium period irrespective of the loan amount and category of borrowers. The Supreme Court also lifted the ban it had imposed on declaring accounts of borrowers as non-performing assets. The company had filed a claim for the Ex Gratia under the scheme for Rs 78,93,585.00. The Company made multiple attempts to pay the eligible borrowers through cheque issuance and direct deposit. Such refund to the eligible borrowers was completed in FY 2020-21.

VI. The Company faces counter party risk as it uses services of payment gateways for collections which has had impact on company's settlement of funds in the financial year.

VII **Retirement Benefits:-**

The gratuity is payable to all eligible employees of the Company on superannuation, death or permanent disablement in terms of the provisions of the payment of Gratuity Act. The liability with regard to gratuity and compensated absences is accrued based on actuarial valuation at the Balance Sheet date, carried out by an Independent actuary Mr. Ashok Kumar Garg. The Gratuity Valuation is done both on Short Term Gratuity payable and Long Term Gratuity Payable and provided in the books on accrual basis as per AS-15(revised 2005) issued by The Institute of Chartered Accountants of India.

1: **Table Showing Changes in Present Value of Obligations:**

| Period | From: 01-04-2020 To: 31-03-2021 | From: 01-04-2019 To: 31-03-2020 |
|---|---|---|
| Present value of the obligation at the beginning of the period | 4,21,151 | 2,95,919 |
| Interest cost | 29,481 | 20,714 |
| Current service cost | 5,97,421 | 2,51,521 |
| Past Service Cost | 0 | 0 |
| Benefits paid (if any) | 0 | 0 |
| Actuarial (gain)/loss | 8,48,893 | (1,47,003) |
| Present value of the obligation at the end of the period | 18,96,946 | 4,21,151 |

**2: Key results (The amount to be recognized in the Balance Sheet):**

| Period | As on: 31-03-2021 | As on: 31-03-2020 |
|---|---|---|
| Present value of the obligation at the end of the period | 18,96,946 | 4,21,151 |
| Fair value of plan assets at end of period | 0 | 0 |
| Net liability/(asset) recognized in Balance Sheet and related analysis | 18,96,946 | 4,21,151 |
| Funded Status - Surplus/ (Deficit) | (18,96,946) | (4,21,151) |

### 3: Expense recognized in the statement of Profit and Loss:

| Period | From: 01-04-2019 To: 31-03-2021 | From: 01-04-2018 To: 31-03-2020 |
|---|---|---|
| Interest cost | 29,481 | 20,714 |
| Current service cost | 5,97,421 | 2,51,521 |
| Past Service Cost | 0 | 0 |
| Expected return on plan asset | (0) | (0) |
| Net actuarial (gain)/loss recognized in the period | 8,48,893 | (1,47,003) |
| Expenses to be recognized in P&L | 14,75,795 | 1,25,232 |

The Basis of Valuation is as listed below:

### 1: Summary of membership data at the date of valuation and statistics based thereon:

| Period | As on: 31-03-2021 | As on: 31-03-2020 |
|---|---|---|
| Number of employees | 33 | 17 |
| Total monthly salary | 18,54,616 | 6,87,058 |
| Average Past Service(Years) | 1.5 | 1.5 |
| Average Future Service (yr.) | 27.4 | 25.2 |
| Average Age(Years) | 32.6 | 34.8 |
| Weighted average duration (based on discounted cash flows) in years | 22 | 23 |
| Average monthly salary | 56,200 | 40,415 |

### 2: The assumptions employed for the calculations are tabulated:

| | | |
|---|---|---|
| Discount rate | 7.00 % per annum | 7.00 % per annum |
| Salary Growth Rate | 5.00 % per annum | 5.00 % per annum |
| Mortality | IALM 2012-14 | IALM 2012-14 |
| Expected rate of return | 0 | 0 |
| Withdrawal rate (Per Annum) | 5.00% p.a. | 5.00% p.a. |

### 3: Benefits valued:

| | | |
|---|---|---|
| Normal Retirement Age | 60 Years | 60 Years |
| Salary | Last drawn qualifying salary | Last drawn qualifying salary |
| Vesting Period | 5 Years of service | 5 Years of service |
| Benefits on Normal Retirement | 15/26 * Salary * Past Service (yr.) | 15/26 * Salary * Past Service (yr.) |
| Benefit on early exit due to death and disability | As above except that no vesting conditions apply | As above except that no vesting conditions apply |
| Limit | 2000000.00 | 2000000.00 |

## 4: Current Liability

| Period | As on: 31-03-2021 | As on: 31-03-2020 |
|---|---|---|
| Current Liability (Short Term)* | 5,095 | 61,590 |
| Non-Current Liability (Long Term) | 18,91,851 | 3,59,561 |
| Total Liability | 18,96,946 | 4,21,151 |

## VIII. Movement in Deferred tax :

Deferred tax asset/liability has been estimated using the substantively enacted rate of taxation based on the impact of timing differences between financial statements and estimated taxable income for the current year.

| Particulars | For the year ended 31.03.2021 (Rs) | For the year ended 31.03.2020 (Rs) |
|---|---|---|
| (a) The movement in deferred tax Liability is as follows: | | |
| Opening Balance | - | |
| Current Year deferred tax expense | 14,13,347.00 | |
| Closing Balance | **14,13,347.00** | |
| | | |
| (b) The movement in deferred tax Asset is as follows: | | |
| Opening Balance | 4,42,745.00 | 4,40,197.00 |
| Current Year deferred tax credit | (4,42,745.00) | 2,548.00 |
| Closing Balance | - | 4,42,745.00 |
| **Net Deferred Tax Asset/Liability as at the year end** | **14,13,347.00** | **4,42,745.00** |

## IX. Expenditure in Foreign Currency:

Company has incurred the following expenses in foreign currency

| Particulars | For the year ended 31.03.2021 (Rs) | For the year ended 31.03.2020 (Rs) |
|---|---|---|
| Expenditure in Foreign Currency | Nil | 63,470.00 |

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x. **Payments to Auditors:-**

| Auditors Remuneration | 2020-21 | 2019-20 |
|---|---|---|
| Audit Fees | 4,15,000.00 | 3,90,000.00 |
| GST | 7,47,00.00 | 70,700.00 |
| Total | 4,89,700.00 | 4,60,200.00 |

xi. Related Party Disclosure- Accounting Standard 18:

A. **Names of the related parties:**

| | |
|---|---|
| Key Management Personnel | 1. Ms. Shruti Aggarwal, Director.<br>2. Mr. Tushar Aggarwal, Director.<br>3. Mr. Satish Chandra Sinha, Director<br>4. Mr. Radhakrishnan Ramachandra Iyer, Director<br>5. Ms. Paveet, Company Secretary |
| Parties having Significant influence | 1. Morus Technologies Pte Ltd (Holding Company of Akara Capital Advisors Private Limited)<br>2. EQX Analytics Private Limited (Company Having Common Director with Akara Capital Advisors Private Limited)<br>3. Titanium Fortune Financial Services Private Limited (Company Having Common Director with Akara Capital Advisors Private Limited) |

B. **Related Party transactions:**

**Transactions with Key Management Personnel**

| Particulars | FY 2020-21 | FY 2019-20 |
|---|---|---|
| **(i)Managerial remuneration:** Ms. Shruti Aggarwal | Rs 1,32,11,700.00 | Rs 11 06,959 00 |
| **(ii)Managerial remuneration:** Mr. Tushar Aggarwal | - | - |
| **(iii)Managerial remuneration:** Ms Paveet | Rs 2,04,507.00 | Rs 2,04,000.00 |
| **(iv) Reimbursement of Expenses** Ms. Shruti Aggarwal | Rs 4,78,214.00 | Rs 57,99,664.00 |

Notes to financial statements for the year ended March 31, 2021

| Particulars | FY 2020-21 | FY 2019-20 |
|---|---|---|
| **(v) Director Sitting Fees** Mr. Satish Chandra Sinha | Rs 4,21,875.00 | Rs 10,00,000.00 |
| **(vi) Director Sitting Fees** Mr. Radhakrishnan Ramachandra Iyer | Rs 75,000.00 | - |

**Balances with parties having significant influence FY 2020-21**

| Particulars | Opening Balance | Dr. Transaction | Cr. Transaction | Closing balance |
|---|---|---|---|---|
| **(i) Morus Technologies Pte Limited** Investment in shares of Akara | Rs 32,30,75,620.00 CR | - | Rs 26,76,14,410.00 | Rs 59,06,90,030.00 CR |
| **(ii) EQX Analytics Private Limited** Reimbursement of Expenses | Rs 4,97,20,854.31 CR | Rs 1,06,00,43,102.93 | Rs 78,64,84,387.56 | Rs 22,38,37,861.06 DR |
| **(iii) EQX Analytics Private Limited** Amount payable to EQX | Rs 18,95,52,184.60 CR | Rs 41,88,36,139.60 | Rs 24,28,05,302.50 | Rs 1,35,21,347.50 CR |
| **(iv) EQX Analytics Private Limited** Repayment of Loan | - | Rs 3,25,12,577.00 | Rs 5,00,00,000.00 | Rs 1,74,87,423.00 CR |
| **(v) Titanium Fortune Financial Services Private Limited** Amount Payable to Titanium | - | Rs 26,50,00,000.00 | Rs 26,50,00,000.00 | - |

**Balances with parties having significant influence FY 2019-20**

| Particulars | Opening Balance | Dr. Transaction | Cr. Transaction | Closing balance |
|---|---|---|---|---|
| **(i) Morus Technologies Pte Limited** Investment in shares of Akara | - | - | Rs 32,30,75,620.00 | Rs 32,30,75,620.00 CR |

| | | | | |
|---|---|---|---|---|
| **(ii) EQX Analytics Private Limited** Reimbursement of Expenses | Rs 60,36,889.38 CR | Rs 1,03,82,71,982.12 | Rs 1,08,19,55,947.05 | Rs 4,97,20,854.31 CR |
| **(iii) EQX Analytics Private Limited** Amount payable to EQX | Rs 6,79,88,005.50 CR | Rs 12,10,37,802.90 | Rs 24,26,01,982.00 | Rs 18,95,52,184.60 CR |
| **(iv) EQX Analytics Private Limited** Repayment of Loan | - | - | - | - |
| **(v) Titanium Fortune Financial Services Private Limited** Amount Payable to Titanium | - | - | - | - |

Note: Related party relationships are identified by the management of the company and relied upon by the auditor.

XII. The Company has not accepted any public deposit during the financial year and there is **NIL** outstanding as on **31.03.2021.**

XIII. The **Net Owned Fund** of the Company as on **31.03.2021** is **72,81,67,056.00 (Rupees Seventy Two Crore Eighty One Lakh Sixty Seven Thousand and Fifty Six Only).**

| **Net Owned Fund calculated as follows:** | **Amount (Rs.)** |
|---|---|
| Paid up Equity Share Capital | **59,06,91,030.00** |
| Add: Reserve & Surplus (excluding revaluation reserves) | **17,63,01,049.00** |
| Less: Deferred Tax Asset | ---------- |
| Less: Miscellaneous Expenditure | ---------- |
| Less: Intangible Assets | **(3,88,25,023.00)** |
| **Total Net Owned Fund as on 31.03.2021**(a) | **72,81,67,056.00** |
| Total Number of Outstanding Equity Shares as on 31.03.2021 (b) | **5,90,69,103** |
| **Book Value Per Equity Share (a/b)** | **12.32** |

XIV. The Total Assets Size and Loan Asset Portfolios of the Company as on **31.03.2021** are **Rs. 1,32,16,10,765.00/- (Rupees One Hundred Thirty Two Crores Sixteen Lakhs Ten Thousand Seven Hundred Sixty Five only) and Rs. 91,84,31,442.00 /-(Rupees Ninety**

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**One Crores Eighty Four Lakhs Thirty One Thousand Four Hundred and Forty Two only)** respectively.

xv. The Capital Adequacy Ratio of the company is **55.09%** as on **31.03.2021**.

**Statement showing calculation of Capital Adequacy Ratio**

| | | |
|---|---|---|
| A | **Tier I Capital** | **72,81,67,056.00** |
| B | **Tier II Capital** | - |
| | **Total of Adjusted Assets** | **72,81,67,056.00** |
| C | **Risk Weighted Assets** | **132,16,10,765.00** |
| | **Capital Adequacy Ratio [(A+B)/C]** | **55.09%** |

| **Tier I Capital calculated as follows:** | **Amount** |
|---|---|
| Paid up Equity Share Capital | **59,06,91,030.00** |
| Add: Reserve & Surplus (excluding revaluation reserves) | **17,63,01,049.00** |
| Less: Deferred Tax Asset | ---------- |
| Less: Miscellaneous Expenditure | ---------- |
| Less: Intangible Assets | **(3,88,25,023.00)** |
| **Total Tier I Capital as on 31.03.2021**(A) | **72,81,67,056.00** |
| **Tier II Capital calculated as follows:** | |
| Paid up Preference Share Capital (Optionally Converted) | ---------- |
| Add: General Provisions and Loss Reserves to the extent these are not attributable to actual diminution in value or identifiable potential loss in any specific asset and are available to meet unexpected losses, to the extent of one and one fourth (1.25) percent of risk weighted assets. | ---------- |
| **Total Tier II Capital as on 31.03.2021**(B) | ---------- |

**Risk Weighted Assets Calculated as follows:-**

| **Assets** | **Amount (1)** | **Risk Weight (2)** | **Risk Weighted Assets (1*2)** |
|---|---|---|---|
| Cash & Bank Balance | 6,28,83,246.00 | 100% | 6,28,83,246.00 |
| Deposits other than Lien Marked | 0 | 0% | 0 |
| Deposits With Lien Marked | 0 | 100% | 0 |
| Loan Portfolio | 91,84,31,442.00 | 100% | 91,84,31,442.00 |
| Fixed Assets | 3,88,45,022.00 | 100% | 3,88,45,022.00 |
| Security Deposits | 0 | 100% | 0 |
| Advance Tax & MAT | 0 | 100% | 0 |
| Staff Advances | 0 | 0% | 0 |

| | | | |
|---|---|---|---|
| Other Current Assets | 30,14,51,055.00 | 100% | 30,14,51,055.00 |
| | | **Total (C)** | **Rs 132,16,10,765.00** |

XVI. Previous year figures have been regrouped / rearranged wherever necessary.

The accompanying notes are an integral part of the financial statements.
As per our report of even date
**For SURI & SUDHIR**
**Chartered Accountants**
(FRN: 000601N)

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

**ANUJ ARORA**
**PARTNER**
Membership No.: 504815
Place: NEW DELHI
Date: 24-09-2021

**TUSHAR AGGARWAL**
**Director**
DIN: 01587360

**SHRUTI AGGARWAL**
**Director**
DIN: 06867269

**PAVEET DHAIYA**
**Company Secretary**
Membership No-35743

## INDEPENDENT AUDITOR'S REPORT

To the Members of **M/s Akara Capital Advisors Private Limited**

### Report on the Standalone Financial Statements

We have audited the accompanying financial statements **of "M/s Akara Capital Advisors Private Limited"**("the Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and cash flow statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and profit, and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

### Information other than the financial statements and auditors' report thereon

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

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

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

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

### Emphasis of Matter

We draw attention to the following matters appearing in the Financial Statements

I. Note 27(3)(V) of the financial statements, which states that To provide additional relief, the Government of India announced ex-gratia payment to lenders for waiving off compound interest for loans up to 2 crore for some category of borrowers. The Honourable Supreme Court had directed all banks and financial institutions to refund compound interest, interest on interest or penal interest collected during the moratorium period irrespective of the loan amount and category of borrowers. The Supreme Court also lifted the ban it had imposed on declaring accounts of borrowers as non



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performing assets. The company had filed a claim for the Ex Gratia under the scheme for Rs 78,93,585.00. Out of the total amount claimed as refund from Government, The Company has refunded an amount of Rs 3,08,054.26 to the authorities in FY 2021-22 on account of non-identification of specified customers.

II. With effect from 01st April 2021 there has been change in a accounting policy in recognition of income on loan cases exceeding 90 dpd Due to this there is a de-recognition of interest income for FY 20-21 recorded in prior period items in Financial Statements under note no 21 amounting to Rs 29,69,999.00 .

**Our opinion is not modified in respect of any of the matters specified above.**

**Responsibility of Management for Standalone Financial Statements**

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

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

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

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

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

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

• Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

• Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies

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Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

• Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

• Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on other Legal & Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure B**, a statement on the matters specified in the paragraphs 3 and 4 of the Order.

2. As required by section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.

c. The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Accounting Standards referred to in section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

e. On the basis of written representations received from the directors as on March 31, 2022, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, from being appointed as a director in terms of Section 164(2) of the Act.

f. Being a private company, provisions of section 197 are not applicable to the company.

g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"**. Our report expresses an unmodified opinion on the adequacy and operating

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effectiveness of the Company's internal financial controls over financial reporting; and

h. With respect to the other matters included in the Auditor's Report in accordance with the Rule 11 of the Companies (Audit & Auditors) Rules 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The management has represented that there was a suit filed against the company and its Directors due to an employee's dispute. Consequently the company paid Rs 1,00,000 for its settlement during the previous year

(ii) The company had not entered into any long term contracts including derivative contracts

(iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education & Protection Fund by the company.

**For Suri & Sudhir**
**Chartered Accountants**
**FRN: 000601N**

SURI & SUDHIR New Delhi Chartered Accountants

**Anuj Arora**
**(Partner)**
**Membership. No.: 504815**

**Date: 17-08-2022**
**Place: New Delhi**

**UDIN No. 22504815APUIHK2833**

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Akara Capital Advisors Private Limited of even date)

### Report on the Internal Financial Controls Over Financial Reporting under Clause (i ) of Sub-section 3 of Section 143 of the Companies Act, 2013 (" the Act")

We have audited the internal financial controls over financial reporting of **Akara Capital Advisors Private Limited** (the "Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting(the"GuidanceNote")issuedbytheICAIandtheStandardsonAuditing prescribedunderSection143(10)oftheCompaniesAct,2013,totheextentapplicabletoanauditofinternalfinancial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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New Delhi
Chartered Accountants

## Meaning of Internal Financial Controls over Financial Reporting

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

## Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal financial control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Suri & Sudhir**
**Chartered Accountants**
**FRN: 000601N**

SURI & SUDHIR New Delhi Chartered Accountants

**Anuj Arora**
**(Partner)**
**Memb. No.: 504815**

**Date: 17-08-2022**
**Place: New Delhi**

**UDIN No. 22504815APUIHK2833**

**Annexure 'B' to the Auditors' Report**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report to the Members of Akara Capital Advisors Private Limited**

(i)

(a)(A). The company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.

(B). The company has maintained proper records showing full particulars of intangible assets.

(b) All the assets have been physically verified by the management during the year at regular intervals according to a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such verification.

(c) Since the company is not in the possession of any immovable property hence this clause is not applicable.

(d) The Company has not revalued any of its Property, Plant and Equipment (including right of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii)

(a) As the Company does not possess any Inventory therefore Para (ii) do not apply.

(b) That the company has not been sanctioned working capital limit from any banks or financial institutions on the basis of security of current assets, therefore clause (ii) (b) is not applicable.

(iii)

(a) Since, the principal business of the Company is to give loans and hence, clause (iii)(a)(A) and (iii)(a)(B) are not applicable.

Since the company has not granted any loan guarantee & securities given to parties covered under Section 189 of the Companies Act, 2013 as at 31st March, 2022, clause (iii)(b), (iii)(c), (iii)(d), (iii)(e), (iii)(f) is not applicable.

(iv) The company has not given any loans & advances to directors and parties covered under section 185 or loans and advances under section 186 of the Companies Act, 2013 and hence the provisions of paragraph (iv) are not applicable to the company.

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(v) The Company has not accepted any deposit or amounts which are deemed to be deposits covered under Sections 73 to 76 of the Companies Act, 2013.Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, in our opinion the maintenance of cost records have not been prescribed for the company by the Central Government under subsection (1) of section 148 of the Companies Act. Hence, reporting under clause (vi) of the Order is not applicable to the Company.

(vii)

(a) The company is fairly regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, Goods and Service Tax, Cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, duty of customs, Goods & Services Tax (GST), cess and other statutory dues were in arrears as at 31st March,2022 for a period of more than six months from the date they become payable.

(b) According to the information and explanation given to us, there are no dues of Goods and service tax, income tax, cess and other statutory dues, which have not been deposited on account of any dispute.

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix)

(a) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or bank.
(b) That no instance or information has come on our records in context to the Company been declared wilful defaulter by any bank or financial institution or government or any government authority.
(c) In our opinion and according to the information and explanations given to us, the company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.
(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
(e) The company does not have any subsidiaries, Joint venture or associate, therefore clause (ix) (e ) is not applicable.
(f) The company does not have any subsidiaries, Joint venture or associate, therefore clause (ix) (f ) is not applicable.

(x)

(a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
(b) According to the information and explanations given to us and on an overall examination of the balance sheet, during the year, the Company has not madeany preferential allotment of shares during the year under review and hence compliance with the provisions of Section 42 of Companies Act 2013 is not applicable.

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New Delhi
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(xi)

(a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-Section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) That as represented by the management, there are no whistle blower complaints received by the company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) Based on audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to financial statements, as required by the applicable accounting standards.

(xiv)

(a) The provision of this para is not applicable to the company, therefore clause (xiv) (a) of the order is not applicable.

(b) Internal audit under Section 138 read with rule 13 of company act is not applicable to the company therefore clause (xiv) (b) of the order is not applicable.

(xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not entered into non-cash transactions with directors or persons connected with them.

(xvi)

(a) The company is required to hold Certificate of Registration under section 45-IA of the Reserve Bank of India Act 1934, and they hold a Certificate of Registration under section 45-IA of the Reserve Bank of India Act 1934 vide certificate no. RBI Reg No. NBFC LC N- 14.03354 / 16/01/2017.

(b) The Company has a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the reserve Bank of India Act,1934 and hence the company has conducted all Activities with a valid Certificate.

(c) According to the information and explanations given to us and on an overall examination of the balance sheet, during the year, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence clause (xvi) (c) is not applicable.

(d) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence clause (xvi)(d) is not applicable.

(xvii) The company has not incurred cash losses in the current financial year as well as immediately preceding financial year

SURI & SUDHIR
New Delhi
Chartered Accountants

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) As the companies do not meet any of the conditions specified under Section 135 of the Companies Act 2013, hence clause 3(xx)(a) and (b) is not applicable.

**For Suri & Sudhir**
**Chartered Accountants**
**FRN: 000601N**

SURI & SUDHIR New Delhi Chartered Accountants

**Anuj Arora**
**(Partner)**
**Membership Number: 504815**

**Date: 17/08/2022**
**Place: New Delhi**

**UDIN No. 22504815APUIHK2833**

AAOCA1452F
AKARA CAPITAL ADVISORS PRIVATE LIMITED
60, THIRD FLOOR, ARJUN NAGAR KOTLA MUBARAKPUR, DELHI
CIN : U74110DL2016PTC290970
Ph No : 9643309883
Email : cofficer@akaracap.com

(F.Y. 2021-2022)

Balance Sheet as at 31st March 2022

₹ in rupees

| Particulars | Note No. | As at 31st March 2022 | As at 31st March 2021 |
|---|---|---|---|
| **EQUITY AND LIABILITIES** | | | |
| **Shareholder's funds** | | | |
| Share capital | 1 | 2,11,19,05,190.00 | 59,06,91,030.00 |
| Reserves and surplus | 2 | 67,59,12,449.00 | 17,63,01,049.00 |
| Money received against share warrants | | - | - |
| | | **2,78,78,17,639.00** | **76,69,92,079.00** |
| **Share application money pending allotment** | | - | **72,750.00** |
| **Non-current liabilities** | | | |
| Long-term borrowings | 3 | 1,65,29,41,813.00 | 20,87,12,782.00 |
| Deferred tax liabilities (Net) | 4 | - | 14,13,347.00 |
| Other long term liabilities | | - | - |
| Long-term provisions | 5 | 16,12,903.00 | 18,91,851.00 |
| | | **1,65,45,54,716.00** | **21,20,17,980.00** |
| **Current liabilities** | | | |
| Short-term borrowings | 3 | 1,72,92,24,852.00 | 26,85,47,483.00 |
| Trade payables | 7 | | |
| (A) Micro enterprises and small enterprises | | 71,50,059.00 | 63,76,135.00 |
| (B) Others | | 1,72,19,140.00 | 71,72,251.00 |
| Other current liabilities | 8 | 12,72,57,970.00 | 2,92,25,507.00 |
| Short-term provisions | 5 | 4,08,86,781.00 | 1,73,06,778.00 |
| | | **1,92,17,38,802.00** | **32,86,28,154.00** |
| **TOTAL** | | **6,36,41,11,157.00** | **1,30,77,10,963.00** |
| **ASSETS** | | | |
| **Non-current assets** | | | |
| Property,Plant and Equipment and Intangible assets | 9 | | |
| Property,Plant and Equipment | | 12,631.00 | 19,999.00 |
| Intangible assets | | 5,89,54,693.00 | 3,88,25,023.00 |
| Capital work-in-Progress | | 34,98,876.00 | - |
| Intangible assets under development | | - | - |
| Non-current investments | | - | - |
| Deferred tax assets (net) | 4 | 41,51,552.00 | - |
| Long-term loans and advances | 10 | 10,63,30,972.00 | - |
| Other non-current assets | 11 | 2,72,42,088.00 | - |
| | | **20,01,90,812.00** | **3,88,45,022.00** |
| **Current assets** | | | |
| Current investments | | - | - |
| Inventories | | - | - |
| Trade receivables | 12 | 23,13,99,178.00 | 21,12,67,229.00 |
| Cash and cash equivalents | 13 | 56,57,95,820.00 | 6,28,83,246.00 |
| Short-term loans and advances | 10 | 5,13,57,56,445.00 | 91,84,31,442.00 |
| Other current assets | 14 | 23,09,68,902.00 | 7,62,84,024.00 |
| | | **6,16,39,20,345.00** | **1,26,88,65,941.00** |
| **TOTAL** | | **6,36,41,11,157.00** | **1,30,77,10,963.00** |

**The accompanying notes are an integral part of the financial statements.**

**As per our report of even date**
**For SURI & SUDHIR**
**Chartered Accountants**
**(FRN: 000601N)**

SURI & SUDHIR New Delhi Chartered Accountants

**ANUJ ARORA**
**PARTNER**
**Membership No.: 504815**
**Place: NEW DELHI**
**Date: 17/08/2022**
**UDIN: 22504815APUIHK2833**

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

AKARA CAPITAL ADVISORS PVT. LTD.

**TUSHAR AGGARWAL**
**Director**
**DIN: 01587360**

**SHRUTI AGGARWAL**
**Director**
**DIN: 06867269**

**SONIA THAKUR**
**Membership No-40393**

AAOCA1452F
AKARA CAPITAL ADVISORS PRIVATE LIMITED
60, THIRD FLOOR, ARJUN NAGAR KOTLA MUBARAKPUR, DELHI
CIN : U74110DL2016PTC290970
Ph No : 9643309883
Email : cofficer@akaracap.com

(F.Y. 2021-2022)

**Statement of Profit and loss for the year ended 31st March 2022**

₹ in rupees

| Particulars | Note No. | 31st March 2022 | 31st March 2021 |
|---|---|---|---|
| **Revenue** | | | |
| Revenue from operations | 15 | 49,18,48,893.00 | 21,01,18,577.00 |
| Less: Excise duty | | - | - |
| **Net Sales** | | **49,18,48,893.00** | **21,01,18,577.00** |
| Other income | 16 | 24,68,387.00 | 19,63,319.00 |
| **Total Income** | | **49,43,17,280.00** | **21,20,81,896.00** |
| **Expenses** | | | |
| Cost of material Consumed | | - | - |
| Purchase of stock-in-trade | | - | - |
| Changes in inventories | | - | - |
| Employee benefit expenses | 17 | 2,76,14,872.00 | 4,29,94,507.00 |
| Finance costs | 18 | 23,38,17,931.00 | 4,36,23,291.00 |
| Depreciation and amortization expenses | 19 | 1,13,67,578.00 | 62,66,931.00 |
| Other expenses | 20 | 16,33,72,751.00 | 9,17,45,898.00 |
| **Total expenses** | | **43,61,73,132.00** | **18,46,30,627.00** |
| **Profit before exceptional, extraordinary and prior period items and tax** | | **5,81,44,148.00** | **2,74,51,269.00** |
| Exceptional items | | - | - |
| **Profit before extraordinary and prior period items and tax** | | **5,81,44,148.00** | **2,74,51,269.00** |
| Extraordinary items | 21 | (1,78,645.00) | - |
| Prior period item | 22 | (29,69,999.00) | - |
| **Profit before tax** | | **5,49,95,504.00** | **2,74,51,269.00** |
| **Tax expenses** | | | |
| Current tax | 23 | 1,73,13,251.00 | 71,84,520.00 |
| Deferred tax | 24 | (55,64,899.00) | 18,56,091.00 |
| Excess/short provision relating earlier year tax | | - | - |
| **Profit(Loss) for the period** | | **4,32,47,152.00** | **1,84,10,658.00** |
| **Earning per share** | | | |
| **Basic** | **25** | | |
| Before extraordinary Items | | 0.66 | 0.43 |
| After extraordinary Adjustment | | 0.65 | 0.43 |
| **Diluted** | | | |
| Before extraordinary Items | | 0.40 | 0.22 |
| After extraordinary Adjustment | | 0.40 | 0.22 |

**The accompanying notes are an integral part of the financial statements.**

**As per our report of even date**
**For SURI & SUDHIR**
**Chartered Accountants**
**(FRN: 000601N)**

SURI & SUDHIR New Delhi Chartered Accountants

**ANUJ ARORA**
**PARTNER**
**Membership No.: 504815**
**Place: NEW DELHI**
**Date: 17/08/2022**
**UDIN: 22504815APUIHK2833**

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

AKARA CAPITAL ADVISORS PVT. LTD.

**TUSHAR AGGARWAL**
**Director**
**DIN: 01587360**

**SHRUTI AGGARWAL**
**Director**
**DIN: 06867269**

**SONIA THAKUR**
**Membership No-40393**

AAOCA1452F
**AKARA CAPITAL ADVISORS PRIVATE LIMITED**
**60, THIRD FLOOR, ARJUN NAGAR KOTLA MUBARAKPUR, DELHI**
**CIN : U74110DL2016PTC290970**
**Ph No : 9643309883**
**Email : cofficer@akaracap.com**

(F.Y. 2021-2022)

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2022**

₹ in rupees

| | PARTICULARS | 31st March 2022 | 31st March 2021 |
|---|---|---|---|
| A. | **Cash Flow From Operating Activities** | | |
| | **Net Profit before tax and extraordinary items(as per Statement of Profit and Loss)** | **5,51,74,149.00** | **2,74,51,269.00** |
| | **Adjustments for non Cash/ Non trade items:** | | |
| | Depreciation & Amortization Expenses | 1,13,67,578.00 | 62,66,931.00 |
| | Finance Cost | 23,38,17,931.00 | 4,36,23,291.00 |
| | Adjustments for unrealised foreign exchange Losses / (Gains) | 29.00 | (29.00) |
| | Interest received | (16,74,724.00) | (4,18,796.00) |
| | Other Inflows / (Outflows) of cash | 45,60,85,300.00 | 8,18,16,613.00 |
| | **Operating profits before Working Capital Changes** | **75,47,70,263.00** | **15,87,39,279.00** |
| | **Adjusted For:** | | |
| | (Increase) / Decrease in trade receivables | (62,32,147.00) | (22,42,16,316.00) |
| | Increase / (Decrease) in trade payables | (30,78,989.00) | (22,71,14,861.00) |
| | Increase / (Decrease) in other current liabilities | 11,14,83,735.00 | (65,93,920.00) |
| | (Increase) / Decrease in Short Term Loans & Advances | (4,21,73,25,003.00) | 6,20,37,843.00 |
| | (Increase) / Decrease in other current assets | (15,46,84,907.00) | (1,91,15,344.00) |
| | **Cash generated from Operations** | **(3,51,50,67,048.00)** | **(25,62,63,319.00)** |
| | Income Tax (Paid) / Refund | (71,84,520.00) | (34,07,423.00) |
| | **Net cash flow from operating activities before extraordinary items** | **(3,52,22,51,568.00)** | **(25,96,70,742.00)** |
| | Payment for extraordinary items | (1,78,645.00) | - |
| | **Net Cash flow from Operating Activities(A)** | **(3,52,24,30,213.00)** | **(25,96,70,742.00)** |
| B. | **Cash Flow From Investing Activities** | | |
| | Proceeds from sales of tangible assets | - | 25,70,095.00 |
| | Interest Received | 16,74,724.00 | 4,18,796.00 |
| | Purchase of intangible assets | (3,49,88,756.00) | (3,20,87,417.00) |
| | Cash advances and loans made to other parties | (10,63,30,972.00) | - |
| | Other Inflow / (Outflows) of cash | (2,72,42,088.00) | - |
| | **Net Cash used in Investing Activities(B)** | **(16,68,87,092.00)** | **(2,90,98,526.00)** |
| C. | **Cash Flow From Financing Activities** | | |
| | Finance Cost | (23,38,17,931.00) | (4,36,23,291.00) |
| | Increase in / (Repayment) of Short term Borrowings | 1,38,06,77,369.00 | 1,74,87,423.00 |
| | Increase in / (Repayment) of Long term borrowings | 1,52,42,29,031.00 | 9,60,51,123.00 |
| | Increase / (Decrease) in share capital | 1,52,12,14,160.00 | 26,76,14,410.00 |
| | Increase / (Decrease) in share application money pending allotment | (72,750.00) | 72,750.00 |
| | **Net Cash used in Financing Activities(C)** | **4,19,22,29,879.00** | **33,76,02,415.00** |
| D. | **Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)** | **50,29,12,574.00** | **4,88,33,147.00** |
| E. | Cash & Cash Equivalents at Beginning of period | 6,28,83,246.00 | 1,40,50,099.00 |
| F. | Cash & Cash Equivalents at End of period | 56,57,95,820.00 | 6,28,83,246.00 |
| G. | **Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)** | **50,29,12,574.00** | **4,88,33,147.00** |

**The accompanying notes are an integral part of the financial statements.**

**As per our report of even date**
**For SURI & SUDHIR**
**Chartered Accountants**
**(FRN: 000601N)**

SURI & SUDHIR New Delhi Chartered Accountants

**ANUJ ARORA**
**PARTNER**
**Membership No.: 504815**
**Place: NEW DELHI**
**Date: 17/08/2022**
**UDIN: 22504815APUIHK2833**

AKARA CAPITAL ADVISORS PVT. LTD.

**TUSHAR AGGARWAL**
**Director**
**DIN: 01587360**

AKARA CAPITAL ADVISORS PVT. LTD.

**SHRUTI AGGARWAL**
**Director**
**DIN: 06867269**

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

AKARA CAPITAL ADVISORS PVT. LTD.

**SONIA THAKUR**
**Membership No-40393**

AAOCA1452F
AKARA CAPITAL ADVISORS PRIVATE LIMITED
60, THIRD FLOOR, ARJUN NAGAR KOTLA MUBARAKPUR, DELHI
CIN : U74110DL2016PTC290970
Ph No : 9643309883
Email : cofficer@akaracap.com



**Notes to Financial statements for the year ended 31st March 2022**
**The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.**

**Note No. 1 Share Capital**

₹ in rupees

| Particulars | As at 31st March 2022 | As at 31st March 2021 |
|---|---|---|
| **Authorised :** | | |
| 4000000000 (31/03/2022):100000000 (31/03/2021) Equity shares of Rs. 10.00/- par value | 4,00,00,00,000.00 | 1,00,00,00,000.00 |
| **Issued :** | | |
| 211190519 (31/03/2022):59069103(31/03/2021) Equity shares of Rs. 10.00/- par value | 2,11,19,05,190.00 | 59,06,91,030.00 |
| **Subscribed and paid-up :** | | |
| 211190519 (31/03/2022):59069103(31-03-2021) Equity shares of Rs. 10.00/- par value | 2,11,19,05,190.00 | 59,06,91,030.00 |
| **Total** | **2,11,19,05,190.00** | **59,06,91,030.00** |

**Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period**

**Equity shares**

₹ in rupees

| | As at 31st March 2022 | | As at 31st March 2021 | |
|---|---|---|---|---|
| | No. of Shares | Amount | No. of Shares | Amount |
| **At the beginning of the period** | 5,90,69,103 | 59,06,91,030.00 | 3,23,07,662 | 32,30,76,620.00 |
| Issued during the Period | | | | |
| Right Issue | 15,21,21,416 | 1,52,12,14,160.00 | | |
| Redeemed or bought back during the period | - | - | - | - |
| **Outstanding at end of the period** | **21,11,90,519** | **2,11,19,05,190.00** | **5,90,69,103** | **59,06,91,030.00** |

**Right, Preferences and Restriction attached to shares**

**Equity shares**

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

**Shares held by Holding/Ultimate holding company and/or their subsidiaries/associates**

Note: Morus Technologies Pte Limited having its registered premises in Singapore is the Holding Company of Akara Capital Advisors Private Limited.

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

| Type of Share | Name of Shareholders | As at 31st March 2022 | | As at 31st March 2021 | |
|---|---|---|---|---|---|
| | | No. of Shares | % of Holding | No. of Shares | % of Holding |
| Equity [NV: 10.00 ] | Morus Technologies Pte Limited | 21,11,90,419 | 99.99 | 5,90,69,003 | 99.99 |
| | **Total :** | **21,11,90,419** | **100.00** | **5,90,69,003** | **100.00** |

Note: During the year, there has been a change in shareholding of the company by virtue of right issue. However the shareholding pattern remains the same.

**Details of shares held by Promoters**

| | | Current Year | | | | | Previous Year | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Shares at beginning | | Shares at end | | % Change | Shares at beginning | | Shares at end | | % Change |
| Promoter name | Particulars | Number | % | Number | % | | Number | % | Number | % | |
| SHRUTI AGGARWAL | Equity [NV: 10.00 ] | 100 | 0.00 | 100 | 0.00 | 0.00 | 100 | 0.00 | 100 | 0.00 | 0.00 |
| Morus Technologies Pte Limited | Equity [NV: 10.00 ] | 59069003 | 100.00 | 211190419 | 100.00 | 0.00 | 32307562 | 54.69 | 59069003 | 100.00 | 45.31 |
| | | | | | | | | | | | |

SURI & SUDHIR New Delhi Chartered Accountants

AKARA CAPITAL ADVISORS PVT. LTD.

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CIN : U74110DL2016PTC290970
Ph No : 9643309883
Email : cofficer@akaracap.com



**Note No. 2 Reserves and surplus**

₹ in rupees

| Particulars | As at 31st March 2022 | As at 31st March 2021 |
|---|---|---|
| **Surplus** | | |
| Opening Balance | 2,05,20,697.59 | 76,00,293.59 |
| Add: Profit for the year | 4,32,47,152.00 | 1,84,10,658.00 |
| Less: Transfer to Special Reserve | (1,09,99,100.00) | (54,90,254.00) |
| **Closing Balance** | **5,27,68,749.59** | **2,05,20,697.59** |
| | | |
| **Securities premium** | | |
| Opening Balance | 14,72,07,335.00 | 6,69,23,012.00 |
| Add: Addition during the year | 45,63,64,248.00 | 8,02,84,323.00 |
| Less : Deletion during the year | - | - |
| **Closing Balance** | **60,35,71,583.00** | **14,72,07,335.00** |
| | | |
| **Reserves u/s 45I(C)** | | |
| Opening Balance | 85,73,016.41 | 30,82,762.41 |
| Add: Addition during the year | 1,09,99,100.00 | 54,90,254.00 |
| Less : Deletion during the year | - | - |
| **Closing Balance** | **1,95,72,116.41** | **85,73,016.41** |
| **Balance carried to balance sheet** | **67,59,12,449.00** | **17,63,01,049.00** |

**Note No. 3 Long-term borrowings**

₹ in rupees

| | As at 31st March 2022 | | | As at 31st March 2021 | | |
|---|---|---|---|---|---|---|
| **Particulars** | **Non-Current** | **Current Maturities** | **Total** | **Non-Current** | **Current Maturities** | **Total** |
| **Bonds/debentures** | | | | | | |
| Non Convertible Debentures Unlisted secured | 52,00,00,000.00 | 8,00,00,000.00 | 60,00,00,000.00 | - | - | - |
| | **52,00,00,000.00** | **8,00,00,000.00** | **60,00,00,000.00** | - | - | - |
| **Term Loan - From banks** | | | | | | |
| Term Loan from Banks secured | - | 2,49,99,998.00 | 2,49,99,998.00 | - | 7,50,00,000.00 | 7,50,00,000.00 |
| | - | **2,49,99,998.00** | **2,49,99,998.00** | - | **7,50,00,000.00** | **7,50,00,000.00** |
| **Term Loan - From Others** | | | | | | |
| Term Loan from Others secured | 1,13,29,41,813.00 | 1,62,42,24,854.00 | 2,75,71,66,667.00 | 20,87,12,782.00 | 17,60,60,062.00 | 38,47,72,844.00 |
| | **1,13,29,41,813.00** | **1,62,42,24,854.00** | **2,75,71,66,667.00** | **20,87,12,782.00** | **17,60,60,062.00** | **38,47,72,844.00** |
| **Loans and advances from related parties** | | | | | | |
| Inter corporate borrowings unsecured | - | - | - | - | 1,74,87,421.00 | 1,74,87,421.00 |
| | - | - | - | - | **1,74,87,421.00** | **1,74,87,421.00** |
| **The Above Amount Includes** | | | | | | |
| Secured Borrowings | 1,65,29,41,813.00 | 1,72,92,24,852.00 | 3,38,21,66,665.00 | 20,87,12,782.00 | 25,10,60,062.00 | 45,97,72,844.00 |
| Unsecured Borrowings | - | - | - | - | 1,74,87,421.00 | 1,74,87,421.00 |
| Amount Disclosed Under the Head "Other Current Liabilities"(Note No 8 ) | | (1,72,92,24,852.00) | (1,72,92,24,852.00) | | (26,85,47,483.00) | (26,85,47,483.00) |
| **Net Amount** | **1,65,29,41,813.00** | **0** | **1,65,29,41,813.00** | **20,87,12,782.00** | **0** | **20,87,12,782.00** |

**Note No. 4 Deferred Tax**

₹ in rupees

| Particulars | As at 31st March 2022 | As at 31st March 2021 |
|---|---|---|
| **Deferred tax liability** | | |
| Deferred Tax Liability | - | 14,13,347.00 |
| **Gross deferred tax liability** | - | **14,13,347.00** |
| | | |
| **Deferred tax assets** | | |
| Deferred Tax Assets | 41,51,552.00 | - |
| **Gross deferred tax asset** | **41,51,552.00** | - |
| **Net deferred tax assets** | **41,51,552.00** | - |
| **Net deferred tax liability** | - | **14,13,347.00** |

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AKARA CAPITAL ADVISORS PVT. LTD.

AAOCA1452F
AKARA CAPITAL ADVISORS PRIVATE LIMITED
60, THIRD FLOOR, ARJUN NAGAR KOTLA MUBARAKPUR, DELHI
CIN : U74110DL2016PTC290970
Ph No : 9643309883
Email : cofficer@akaracap.com

(F.Y. 2021-2022)

₹ in rupees

**Note No. 5 Provisions**

| Particulars | As at 31st March 2022 | | | As at 31st March 2021 | | |
|---|---|---|---|---|---|---|
| | Long-term | Short-term | Total | Long-term | Short-term | Total |
| **Provision for employee benefit** | | | | | | |
| Gratuity | 16,12,903.00 | 40,191.00 | 16,53,094.00 | 18,91,851.00 | 5,095.00 | 18,96,946.00 |
| Provision for Leave Encashment | - | 8,36,183.00 | 8,36,183.00 | - | 18,80,878.00 | 18,80,878.00 |
| | **16,12,903.00** | **8,76,374.00** | **24,89,277.00** | **18,91,851.00** | **18,85,973.00** | **37,77,824.00** |
| **Other provisions** | | | | | | |
| Audit fees payable | - | 5,40,000.00 | 5,40,000.00 | - | 3,83,875.00 | 3,83,875.00 |
| Expenses Payable | - | 91,39,120.00 | 91,39,120.00 | - | 55,56,331.00 | 55,56,331.00 |
| NPA Provision | - | 1,28,39,391.00 | 1,28,39,391.00 | - | 22,96,079.00 | 22,96,079.00 |
| Provision for Income Tax | - | 1,73,13,251.00 | 1,73,13,251.00 | - | 71,84,520.00 | 71,84,520.00 |
| MSME Payable | - | 1,78,645.00 | 1,78,645.00 | - | - | - |
| | **-** | **4,00,10,407.00** | **4,00,10,407.00** | **-** | **1,54,20,805.00** | **1,54,20,805.00** |
| **Total** | **16,12,903.00** | **4,08,86,781.00** | **4,24,99,684.00** | **18,91,851.00** | **1,73,06,778.00** | **1,91,98,629.00** |

**Note No. 7 Trade payables**

₹ in rupees

| Particulars | As at 31st March 2022 | As at31st March 2021 |
|---|---|---|
| **(A) Micro enterprises and small enterprises** | | |
| Sundry Creditors | 71,50,059.00 | 63,76,135.00 |
| | **71,50,059.00** | **63,76,135.00** |
| **(B) Others** | | |
| Sundry creditors | 1,72,19,140.00 | 71,72,251.00 |
| | **1,72,19,140.00** | **71,72,251.00** |
| **Total** | **2,43,69,199.00** | **1,35,48,386.00** |

**Trade Payables Ageing Schedule**

₹ in rupees

| | Current Year | | | | | Previous Year | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Particular | Less than 1 Yrs | 1-2 Years | 2-3 Years | More than 3 Yrs | Total | Less than 1 Yrs | 1-2 Years | 2-3 Years | More than 3 Yrs | Total |
| MSME | 7150059.00 | | | | 7150059.00 | 6376135.00 | | | | 6376135.00 |
| Others | 15991666.00 | 642578.00 | | | 16634244.00 | 6316475.00 | 192380.00 | | 78500.00 | 6587355.00 |
| Disputed Dues-MSME | | | | | 0.00 | | | | | 0.00 |
| Disputed-Others | 0.00 | 584896.00 | | | 584896.00 | | 584896.00 | | | 584896.00 |

**Note No. 8 Other current liabilities**

₹ in rupees

| Particulars | As at 31st March 2022 | As at 31st March 2021 |
|---|---|---|
| **Others payables** | | |
| Amount yet to be disbursed | 4,61,76,520.00 | 1,06,50,753.00 |
| Interest Payable | 1,36,27,014.00 | 13,13,493.00 |
| Collection from Customers | 34,71,537.00 | 76,98,519.00 |
| Employee Reimbursement Payable | 2,92,218.00 | 16,637.00 |
| Director Reimbursement Payable | - | 5,63,761.00 |
| TDS Payable | 77,36,427.00 | 28,43,666.00 |
| Financial Liabilities- PTC | 3,84,82,987.00 | - |
| GST Payable | 1,47,80,399.00 | 1,24,216.00 |
| Salary Payable | 26,52,693.00 | 59,21,530.00 |
| PF Payable | 37,500.00 | 89,174.00 |
| ESI Payable | 675.00 | 3,758.00 |
| | **12,72,57,970.00** | **2,92,25,507.00** |
| **Total** | **12,72,57,970.00** | **2,92,25,507.00** |

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(F.Y. 2021-2022)

**Note No. 9 Property, Plant and Equipment and Intangible assets as at 31st March 2022**

₹ in rupees

| | Assets | | Gross Block | | | | | Accumulated Depreciation/ Amortisation | | | | Net Block | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Useful Life (In Years) | Balance as at 1st April 2021 | Additions during the year | Addition on account of business acquisition | Deletion during the year | Balance as at 31st March 2022 | Balance as at 1st April 2021 | Provided during the year | Deletion / adjustments during the year | Balance as at 31st March 2022 | Balance as at 31st March 2022 | Balance as at 31st March 2021 |
| A | **Tangible assets** | | | | | | | | | | | | |
| | **Own Assets** | | | | | | | | | | | | |
| | CPU | 3.00 | 11,547.00 | - | - | - | 11,547.00 | 10,970.00 | - | - | 10,970.00 | 577.00 | 577.00 |
| | Dinstar GSM Gateway | 3.00 | 1,84,210.00 | - | - | - | 1,84,210.00 | 1,67,633.00 | 7,368.00 | - | 1,75,001.00 | 9,209.00 | 16,577.00 |
| | Computer | 3.00 | 14,537.00 | - | - | - | 14,537.00 | 13,810.00 | - | - | 13,810.00 | 727.00 | 727.00 |
| | Office Equipments | 5.00 | 42,353.00 | - | - | - | 42,353.00 | 40,235.00 | - | - | 40,235.00 | 2,118.00 | 2,118.00 |
| | **Total (A)** | | **2,52,647.00** | **-** | **-** | **-** | **2,52,647.00** | **2,32,648.00** | **7,368.00** | **-** | **2,40,016.00** | **12,631.00** | **19,999.00** |
| | **P.Y Total** | | **2,52,647.00** | **-** | **-** | **-** | **2,52,647.00** | **1,65,821.00** | **66,827.00** | **-** | **2,32,648.00** | **19,999.00** | **86,826.00** |
| B | **Intangible assets** | | | | | | | | | | | | |
| | Intangible assets | | 4,72,96,505.00 | 3,14,89,880.00 | - | - | 7,87,86,385.00 | 84,71,482.00 | 1,13,60,210.00 | - | 1,98,31,692.00 | 5,89,54,693.00 | 3,88,25,023.00 |
| | **Total (B)** | | **4,72,96,505.00** | **3,14,89,880.00** | **-** | **-** | **7,87,86,385.00** | **84,71,482.00** | **1,13,60,210.00** | **-** | **1,98,31,692.00** | **5,89,54,693.00** | **3,88,25,023.00** |
| | **P.Y Total** | | **1,52,09,088.00** | **3,20,87,417.00** | **-** | **-** | **4,72,96,505.00** | **22,71,378.00** | **62,00,104.00** | **-** | **84,71,482.00** | **3,88,25,023.00** | **1,29,37,710.00** |
| C | **Capital work in progress** | | | | | | | | | | | | |
| | Capital Work in Progress | | - | 34,98,876.00 | - | - | 34,98,876.00 | - | - | - | - | 34,98,876.00 | - |
| | **Total (C)** | | **-** | **34,98,876.00** | **-** | **-** | **34,98,876.00** | **-** | **-** | **-** | **-** | **34,98,876.00** | **-** |
| | **P.Y Total** | | **25,70,095.00** | **-** | **-** | **25,70,095.00** | **-** | **-** | **-** | **-** | **-** | **-** | **25,70,095.00** |
| | **Current Year Total (A + B + C)** | | **4,75,49,152.00** | **3,49,88,756.00** | **-** | **-** | **8,25,37,908.00** | **87,04,130.00** | **1,13,67,578.00** | **-** | **2,00,71,708.00** | **6,24,66,200.00** | **3,88,45,022.00** |
| | **Previous Year Total** | | **1,80,31,830.00** | **3,20,87,417.00** | **-** | **25,70,095.00** | **4,75,49,152.00** | **24,37,199.00** | **62,66,931.00** | **-** | **87,04,130.00** | **3,88,45,022.00** | **1,55,94,631.00** |

General Notes :

1. No depreciation if remaining useful life is negative or zero.
2. Depreciation is calculated on pro-rata basis in case assets is purchased/sold during current F.Y.
3. If above assets is used for any time during the year for double shift, the depreciation will increase by 50% for that period and in case of the triple shift the depreciation shall be calculated on the basis of 100% for that period.

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**Email : cofficer@akaracap.com**



**Note No. 10 Loans and advances**

₹ in rupees

| Particulars | As at 31st March 2022 | | As at 31st March 2021 | |
|---|---|---|---|---|
| | Long-term | Short-term | Long-term | Short-term |
| **Capital Advances** | | | | |
| Secured, considered good | 10,63,30,972.00 | - | - | - |
| | **10,63,30,972.00** | - | - | - |
| **Other loans and advances** | | | | |
| Unsecured, considered good(Head) | - | 5,13,57,56,445.00 | - | 91,84,31,442.00 |
| | - | **5,13,57,56,445.00** | - | **91,84,31,442.00** |
| **Total** | **10,63,30,972.00** | **5,13,57,56,445.00** | - | **91,84,31,442.00** |

**Standard Asset:** Asset in respect of which, no default in repayment of principal or payment of interest is perceived and which does not disclose any problem nor carry more than normal risk attached to a business. Loans & advances without any specific stipulation for immediate repayment shall become due upon mutually agreed correspondence for repayment.

**Sub Standard Asset**: Asset in respect of which repayment is due for a period greater than 180 days and it remain due for a period up to 365 days.

**Provision for Portfolio**

Provisions for Loan Portfolio are made as per the Prudential Master Circular- Introduction of New Category of NBFCs - 'Non-Banking Financial Company-Non-Systemically Important Non-Deposit Taking Company Reserve Bank Directions' 2016 vide RBI/DNBR/2016-17/44 Master Direction DNBR.PD.007/03.10.119/2016-17 updated as on July 22, 2022.

**The Amount of provision accounted in books is computed as follows:-**

| Type of asset | DPD | Loan Book as on Mar22 | Provision | Provision | Opening Balance | Provision To be Created |
|---|---|---|---|---|---|---|
| Standard Asset | 0-180 | 5,13,57,56,444 | 0.25% | 1,28,39,391 | 22,96,078.61 | 1,05,43,313 |
| Sub- Standard | 181-546 | - | 10% | - | | |
| Sub- Standard | 546-911 | - | 20% | - | - | - |
| Doubtful Asset 1 | 911-1276 | - | 30% | - | - | - |
| Doubtful Asset 2 | 1276-1641 | - | 50% | - | | |
| Doubtful Asset 3 | 1276-1641 | - | 50% | | | |
| **Total loan book outstanding** | | **5,13,57,56,444** | | **1,28,39,391** | **22,96,079** | **1,05,43,313** |

**Note No. 10(a) Loans and advances : Other loans and advances: Unsecured, considered good(Head)**

₹ in rupees

| Particulars | As at 31st March 2022 | | As at 31st March 2021 | |
|---|---|---|---|---|
| | Long-term | Short-term | Long-term | Short-term |
| Loan Portfolio | - | 5,13,57,56,445.00 | - | 91,84,31,442.00 |
| **Total** | - | **5,13,57,56,445.00** | - | **91,84,31,442.00** |

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**Loans and Advances from Directors/Promoters**

**Details of Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are repayable on demand.**

**(Without specifying any terms or period of repayment)**

| | Current Year | | Previous Year | |
|---|---|---|---|---|
| Type of Borrower | Amount | Percentage | Amount | Percentage |
| **Total** | **0** | | **0** | |

**Note No. 11 Other non-current assets**

₹ in rupees

| Particulars | As at 31st March 2022 | As at 31st March 2021 |
|---|---|---|
| **Non-Current Bank Balance (Note No.:13)** | **2,72,42,088.00** | - |
| **Other Assets** | | |
| **Total** | **2,72,42,088.00** | - |

**Note No. 12 Trade receivables**
**(Current Year)**

₹ in rupees

| Particulars | Outstanding for following periods from due date of payment# | | | | | |
|---|---|---|---|---|---|---|
| | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| (i) Undisputed Trade receivables (considered good) | 23,04,48,463.00 | - | - | - | - | 23,04,48,463.00 |
| (ii) Undisputed Trade Receivables (considered doubtful) | - | - | - | - | - | - |
| (iii) Disputed Trade Receivables considered good | - | - | - | - | - | - |
| (iv) Disputed Trade Receivables considered doubtful | - | 9,50,715.00 | - | - | - | 9,50,715.00 |

**Note No. 12 Trade receivables**
**(Previous Year)**

₹ in rupees

| Particulars | Outstanding for following periods from due date of payment# | | | | | |
|---|---|---|---|---|---|---|
| | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| (i) Undisputed Trade receivables (considered good) | 21,03,16,514.00 | - | - | - | - | 21,03,16,514.00 |
| (ii) Undisputed Trade Receivables (considered doubtful) | - | - | - | - | - | - |
| (iii) Disputed Trade Receivables considered good | - | - | - | - | - | - |
| (iv) Disputed Trade Receivables considered doubtful | - | 9,50,715.00 | - | - | - | 9,50,715.00 |

₹ in rupees

| Particulars | As at 31st March 2022 | As at 31st March 2021 |
|---|---|---|
| Secured, Considered good | - | - |
| Unsecured, Considered Good | 23,04,48,463.00 | 21,03,16,514.00 |
| Doubtful | 9,50,715.00 | 9,50,715.00 |
| **Total** | **23,13,99,178.00** | 21,12,67,229.00 |

**Note No. 13 Cash and cash equivalents**

₹ in rupees

| Particulars | As at 31st March 2022 | As at 31st March 2021 |
|---|---|---|
| **Balance with banks** | | |
| Escrow A/C | 7,96,59,363.00 | 4,65,00,297.00 |
| Balance with Banks | 46,41,25,778.00 | 1,63,52,949.00 |
| **Total** | **54,37,85,141.00** | **6,28,53,246.00** |
| **Cash in hand** | | |
| Cash in hand | 30,000.00 | 30,000.00 |
| **Total** | **30,000.00** | **30,000.00** |
| **Other** | | |
| Fixed Deposits | 2,19,80,679.00 | - |
| **Total** | **2,19,80,679.00** | - |
| **Total** | **56,57,95,820.00** | **6,28,83,246.00** |

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**Note No. 14 Other current assets**

₹ in rupees

| Particulars | As at 31st March 2022 | As at 31st March 2021 |
|---|---|---|
| **Other Assets** | | |
| Prepaid Expenses | 1,42,66,925.00 | 57,969.00 |
| GST Input | 4,70,46,666.00 | 3,27,55,204.00 |
| Accrued interest on loan | 2,87,09,874.00 | 2,03,36,587.00 |
| Advance to Suppliers | 86,58,523.00 | 1,200.00 |
| Other Receivables | 13,21,21,243.00 | 1,43,50,241.00 |
| TDS Unconsumed | - | 8,51,479.00 |
| TDS Receivable | 1,65,671.00 | 37,759.00 |
| Ex Gratia Receivable | - | 78,93,585.00 |
| **Total** | **23,09,68,902.00** | **7,62,84,024.00** |

**Note No. 15 Revenue from operations**

₹ in rupees

| Particulars | 31st March 2022 | 31st March 2021 |
|---|---|---|
| **Interest income from operations** | 48,66,31,556.00 | 20,26,88,954.00 |
| **Other financial services** | | |
| Bad Debts Recovered | 48,39,188.00 | 73,82,505.00 |
| Bounce Charges | 27,966.00 | 47,118.00 |
| Other Fee | 3,50,183.00 | - |
| | **52,17,337.00** | **74,29,623.00** |
| **Net revenue from operations** | **49,18,48,893.00** | **21,01,18,577.00** |

**Note No. 16 Other income**

₹ in rupees

| Particulars | 31st March 2022 | 31st March 2021 |
|---|---|---|
| **Interest Income** | | |
| Interest on Fixed Deposits | 15,67,298.00 | 4,18,796.00 |
| Interest on Cash Margin to Lender | 1,07,426.00 | - |
| | **16,74,724.00** | **4,18,796.00** |
| **Other non-operating income** | | |
| Foreign exchange Fluctuation | - | 29.00 |
| Balance Written off | 5,49,811.00 | 6,13,920.00 |
| Excess Provision Reversal | 2,43,852.00 | 9,30,574.00 |
| | **7,93,663.00** | **15,44,523.00** |
| **Total** | **24,68,387.00** | **19,63,319.00** |

**Note No. 17 Employee benefit expenses**

₹ in rupees

| Particulars | 31st March 2022 | 31st March 2021 |
|---|---|---|
| **Salaries and wages** | | |
| Salary and wages | 2,20,08,051.00 | 2,72,35,356.00 |
| Leave encashment | 5,37,598.00 | 21,58,086.00 |
| Director Remuneration | 47,37,384.00 | 1,32,11,700.00 |
| | **2,72,78,033.00** | **4,26,05,142.00** |
| **Contribution to provident and other fund** | | |
| Employer Contribution ESI | 14,479.00 | 26,771.00 |
| Employer Contribution PF | 3,16,000.00 | 3,26,660.00 |
| | **3,30,479.00** | **3,53,431.00** |
| **Staff welfare Expenses** | | |
| Staff Welfare Expenses | 6,360.00 | 35,934.00 |
| | **6,360.00** | **35,934.00** |
| **Total** | **2,76,14,872.00** | **4,29,94,507.00** |

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**Note No. 18 Finance costs**

₹ in rupees

| Particulars | 31st March 2022 | 31st March 2021 |
|---|---|---|
| **Interest** | | |
| Interest on long-term loans from banks and Others. | 16,70,21,718.00 | 4,29,74,512.00 |
| Interest on Debt Securities | 40,95,890.00 | - |
| | **17,11,17,608.00** | **4,29,74,512.00** |
| **Other Borrowing costs** | | |
| Other Borrowing Expenses | 6,27,00,323.00 | 6,48,779.00 |
| | **6,27,00,323.00** | **6,48,779.00** |
| **Total** | **23,38,17,931.00** | **4,36,23,291.00** |

**Note No. 19 Depreciation and amortization expenses**

₹ in rupees

| Particulars | 31st March 2022 | 31st March 2021 |
|---|---|---|
| Depreciation on tangible assets | 7,368.00 | 66,827.00 |
| Amortisation on intangible assets | 1,13,60,210.00 | 62,00,104.00 |
| **Total** | **1,13,67,578.00** | **62,66,931.00** |

**Note No. 20 Other expenses**

₹ in rupees

| Particulars | 31st March 2022 | 31st March 2021 |
|---|---|---|
| Audit fees | 7,00,000.00 | 4,15,000.00 |
| Other consultancy fees | 3,78,000.00 | 50,000.00 |
| Bank charges | 37,83,418.00 | 24,08,141.00 |
| ROC Fees | 35,09,800.00 | 5,97,200.00 |
| Professional fees | 1,48,65,606.00 | 1,76,43,833.00 |
| Credit Rating expenses | 1,73,18,354.00 | 1,39,35,644.00 |
| NPA Provision | 1,05,43,312.00 | - |
| Bank Statement Analysis Expenses | 97,18,322.00 | 24,57,534.00 |
| Advertisement and Business Promotion Expenses | 23,853.00 | 1,50,046.00 |
| Commission | 5,11,72,963.00 | 2,59,84,327.00 |
| Directors sitting fees | 15,00,000.00 | 4,96,875.00 |
| Printing and stationery | 15,000.00 | 38,125.00 |
| Interest and Penalties on Statutory Payments | 94,681.00 | 4,04,012.00 |
| Provision For Gratuity | - | 14,75,795.00 |
| Manpower Expenses | 70,26,253.00 | 2,00,000.00 |
| Travel and Boarding and Lodging Expenses | 6,16,404.00 | 92,089.00 |
| Marketing expenses | 88,13,569.00 | 2,64,453.00 |
| Annual fees | 92,000.00 | 11,781.00 |
| GST 50% Credit ( expense) | 1,55,08,967.00 | 79,91,512.00 |
| Technologies Expenses | 13,500.00 | 23,899.00 |
| Bad debts- Less than Rs 1,00,000 | - | 20,00,870.00 |
| Office Expenses | 96,286.00 | 19,300.00 |
| Collection and Recovery Expenses | 71,38,175.00 | 1,19,93,206.00 |
| Physical and Tele Verification Expenses | 10,97,182.00 | 4,64,647.00 |
| Legal expenses | 52,35,864.00 | 5,55,310.00 |
| Insurance expenses | 42,797.00 | 42,799.00 |
| Rent and Infra Sharing Expenses | 40,67,500.00 | 20,29,500.00 |
| Forex Loss | 945.00 | - |
| **Total** | **16,33,72,751.00** | **9,17,45,898.00** |

**Note No. 21 Extraordinary items**

₹ in rupees

| Particulars | 31st March 2022 | 31st March 2021 |
|---|---|---|
| other extraordinary expenses | (1,78,645.00) | - |
| **Total** | **(1,78,645.00)** | **-** |

**Note No. 21(a) Extraordinary items:other extraordinary expenses**

₹ in rupees

| Particulars | 31st March 2022 |
|---|---|
| Interest on MSME Creditors | (1,78,645.00) |
| **Total** | **(1,78,645.00)** |

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**Note No. 22 Prior period item**

₹ in rupees

| Particulars | 31st March 2022 | 31st March 2021 |
|---|---|---|
| Impact of Change in Accounting policy | (29,69,999.00) | - |
| **Total** | **(29,69,999.00)** | - |

**Note No. 23 Current tax**

₹ in rupees

| Particulars | 31st March 2022 | 31st March 2021 |
|---|---|---|
| Current tax pertaining to current year | 1,73,13,251.00 | 71,84,520.00 |
| **Total** | **1,73,13,251.00** | **71,84,520.00** |

**Note No. 24 Deferred tax**

₹ in rupees

| Particulars | 31st March 2022 | 31st March 2021 |
|---|---|---|
| Deferred Tax Asset | (41,51,552.00) | 4,42,745.00 |
| Deferred Tax Liability | (14,13,347.00) | 14,13,346.00 |
| **Total** | **(55,64,899.00)** | **18,56,091.00** |

**Note No. 25 Earning Per Share**

₹ in rupees

| Particulars | Before Extraordinary items | | After Extraordinary items | |
|---|---|---|---|---|
| | 31st March 2022 | 31st March 2021 | 31st March 2022 | 31st March 2021 |
| **Basic** | | | | |
| Profit after tax (A) | 4,34,25,797.00 | 1,84,10,658.00 | 4,32,47,152.00 | 1,84,10,658.00 |
| Weighted average number of shares outstanding (B) | 6,61,70,826 | 4,27,99,076 | 6,61,70,826 | 4,27,99,076 |
| Basic EPS (A / B) | 0.66 | 0.43 | 0.65 | 0.43 |
| **Diluted** | | | | |
| Profit after tax (A) | 4,34,25,797.00 | 1,84,10,658.00 | 4,32,47,152.00 | 1,84,10,658.00 |
| Weighted average number of shares outstanding | 6,61,70,826 | 4,27,99,076 | 6,61,70,826 | 4,27,99,076 |
| **Adjustments:** | | | | |
| Others | 4,27,99,076 | 4,27,99,076 | 4,27,99,076 | 4,27,99,076 |
| Weighted average number of shares outstanding for diluted EPS after above adjustments (B) | 10,89,69,902 | 8,55,98,152 | 10,89,69,902 | 8,55,98,152 |
| Diluted EPS (A / B) | 0.40 | 0.22 | 0.40 | 0.22 |
| Face value per share | 10.00 | 10.00 | 10.00 | 10.00 |

**Note No.: 26** **Additional Regulatory Information**

**I. Title Deeds of Immovable Property not held in the name of the Company**

The company does not possess any immovable property in the books.

**II. Revaluation of Property, Plant and Equipment and Right-of-Use Assets**

The company does not possess any Property, Plant and Equipment in the books.

**III. Loans or Advances in the nature of Loans to specified persons (promoters, directors, KMPs, related parties) that are:**

**a. Repayable on Demand or**

**b. Without specifying any terms or period of repayment**

| | | As at March 31, 2022 | | As at March 31, 2021 | |
|---|---|---|---|---|---|
| S.No. | Type of Borrower | Amount of loans or advances in the nature of loan outstanding | Percentage to the total Loans and Advances in the nature of loans | Amount of loans or advances in the nature of loan outstanding | Percentage to the total Loans and Advances in the nature of loans |
| 1. | Promoters | - | - | - | - |
| 2. | Directors | - | - | - | - |
| 3. | Key Management Personnel | - | - | - | - |
| 4. | Related parties | - | - | - | - |

There are no Loans or Advances which are granted to specified persons during the previous financial year.

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**IV. Capital Work-in-Progress (CWIP)**

The company possess capital work in progress amounting to Rs 34,98,876.00

**V. Intangible Assets under Development**

The company does not possess any intangible assets under development.

**VI. Details of Benami Properties held**

No proceedings have been initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibitions) Act, 1988 and the rules made thereunder.

**VII. Borrowings secured against Current Assets**

The Company has availed borrowings from Banks and Financial Institutions on the basis of security of current assets (Book Debts)

**VIII. Willful Defaulter**

The Company has timely repaid the installments due from Banks and Financial Institutions.

**IX. Relationship with Struck off Companies**

The Company had no transactions with Companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the year.

**X. Registration of charges or satisfaction with Registrar of Companies (ROC)**

The Company has no charges or satisfaction yet to be registered with ROC beyond the statutory period.

**XI. Compliance with number of layers of Companies**

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with Companies (Restriction on number of layers) Rules, 2017 during the year.

**XII. The following Ratios to be disclosed:**

| Ratio | Numerator | Denominator | C.Y. Ratio | P.Y. Ratio | % Change | Reason for variance |
|---|---|---|---|---|---|---|
| (a) Current Ratio | Current Assets | Current Liabilities | 3.21 | 3.86 | -16.84 | |
| (b) Debt-Equity Ratio | Long Term Debt + Short Term Debt | Shareholder equity | 1.28 | 0.70 | 81.99 | |
| (c) Debt Service Coverage Ratio | Earning Before Interest, tax, Depreciation & Amortisation | Total principal + Interest on Borrowings | 0.15 | 0.28 | -10.63 | |
| (d) Return on Equity Ratio | Earning After Interest, tax, Depreciation & Amortisation | Average Shareholders' Equity | 0.02 | 0.03 | -33.33 | |
| (e) Inventory turnover ratio | Turnover Note-1 | Average Inventory | 0.00 | 0.00 | 0.00 | |
| (f)Trade Receivables turnover ratio | Net Credit Sales Note-2 | Average Trade Receivable | 0.00 | 0.00 | 0.00 | |
| (g) Trade payables turnover ratio | Net Credit Purchase Note-2 | Average Trade Payable | 0.00 | 0.00 | 0.00 | |
| (h) Net capital turnover ratio | Total Sales | Average Working Capital | 0.11 | 0.22 | -50.00 | |
| (i) Net profit ratio | Net Profit | Net Sales | 0.09 | 0.09 | 0.00 | |
| (j) Return on Capital employed | Earning Before Interest & tax | Capital employed | 0.05 | 0.07 | -28.57 | |
| (k) Return on investment | Net Return on Investment | Cost of Investment | 0.03 | 0.00 | 100.00 | |

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**Note-1 The Company is engaged in service sector hence do not possess any inventory and this ratio is not being computed.**

**Note-2 The Company has not incurred credit sales or credit purchases during FY 21-22 and FY 20-21, hence this ratio is not being computed.**

**XIII. Compliance with approved Schemes of Arrangements**

During the year, the Company has no Scheme of Arrangements approved by the Competent Authority to be implemented in the books of accounts.

**XIV. Utilisation of Borrowed funds and Share Premium**

During the year, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

During the year, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**XV. Corporate Social Responsibility (CSR)**-Not Applicable

**XVI. Details of Crypto Currency or Virtual Currency**-Not Applicable

**XVII.** Previous year figures have been regrouped/ rearranged wherever necessary.

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**Notes to financial statements for the year ended March 31, 2022**

**Note no. 27**

**1. COMPANY BACKGROUND**

**M/s Akara Capital Advisors Private Limited** was incorporated on 11-02-2016 under the Companies Act 2013. The company was registered as a Non-Deposit taking Non-Banking Financial Company under section 45IA of the Reserve Bank of India (RBI) Act 1934.

The Authorized Share Capital of the company is Rs. 4,00,00,00,000.00 divided into 40,00,00,000 ordinary equity shares of Rs. 10/- carrying one voting right per shares at all times. The Subscribed Share Capital of the company is Rs. 2,11,19,05,190.00 divided into 2,11,19,05,19 ordinary equity shares of Rs. 10/- carrying one voting rights per shares at all times.

The company is a wholly owned subsidiary of Morus Technologies Pte Ltd having a shareholding of Rs.2,11,19,04,190.00 in the entire share capital of Akara Capital Advisors Private Limited.

The Company's registered office is at 60, Third Floor, Arjun Nagar, Kotla Mubarakpur, New Delhi 110003. In addition, company operates from Khasra no. 337, 1st Floor, CRC-II, M G Road, Sultanpur, Mehrauli, South West Delhi, Delhi, 110030.

**Nature of Operations**

Akara Capital Advisors Private Limited. ("The Company") is primarily engaged in business of lending activities for providing loans.

**2. SIGNIFICANT ACCOUNTING POLICIES**

A. **Basis of Preparation of Financial Statements**

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 and the provisions of the Reserve Bank of India as applicable to a non-banking financial company. Financial Statements have been prepared under the historical cost convention on an accrual basis of accounting.

B. **Use of Estimates**

The preparation of financial statements, in accordance with the Generally Accepted Accounting Principles, require the management to make estimates and assumptions that effect the reported amounts of assets and liabilities,

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disclosure of contingent liabilities at the date of financial statements, reported amount of expenses and revenues of the year and the amortized amount of preliminary expenditure of the year. Estimates and underlining assumptions are reviewed on ongoing basis. Actual results could differ from these estimates. Any revision to accounting estimate is recognized prospectively in current and future at the date of the financial statements.

C. **Current-Non-Current Classification**

All assets and liabilities are classified into current and non-current.

**Assets**

An asset is classified as current when it satisfies any of the following criteria:

i. It is to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;
ii. It is held primarily for the purpose of being traded;
iii. It is expected to be realized within 12 months after the reporting date; or
iv. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include current portion of non- current financial assets. All other assets are classified as Non- current.

**Liabilities**

A liability is classified as current when it satisfies any of the following criteria:

i. It is expected to be settled in the Company's normal operating cycle;
ii. It is held primarily for the purpose of being traded;
iii. It is due to be settled within 12 months after the reporting date;or
iv. The company does not have an unconditional right to defer the settlement of liability for at least 12 months after the reporting date. Terms of liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non- current financial liabilities. All other liabilities are classified as non-current.

**Operating Cycle**

Company has ascertained its operating cycle as 12 months that is the time gap between the acquisition of assets for processing and their realization in cash or cash equivalents.

D. **Cash & Cash Equivalents**

Cash & cash equivalents for the purpose of cash flow statement comprises cash in hand, cash in bank, fixed deposits and other short term highly liquid investments with an original maturity of three months or less that are readily convertible into known amount of cash and which are subject to an insignificant risk of change in value.

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**Notes to financial statements for the year ended March 31, 2022**

E. **Cash Flow Statement**

Cash flow are reported using the indirect method whereby cash flows from operating, investing & financing activities of the company are segregated and profit before tax is adjusted for the effect of transactions of non-cash nature or any deferrals or accruals of past or future cash receipts or payments.

F. **Property, Plant & Equipment**

Property, Plant & Equipment comprising both tangible and intangible assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.

Company has adopted cost model for all class of items of Property Plant and Equipment.

G. **Depreciation**

Depreciation on all fixed assets of the Company is provided on Straight Line Method at the rates specified in schedule II of the Companies Act, 2013.

H. **Borrowing Costs**

The Company has incurred borrowing cost during the Financial Year. The Borrowing Cost has been incurred on the loan facility availed from various lenders. The total expense amount incurred on account of interest and other related costs for the period ending 31st March 2022 is **Rs. 23,38,17,931.00.**

I. **Impairment of Assets**

The Company identifies Impaired assets based on individual assets or cash generating unit concept at the year-end in terms of Para 5.13 of AS-28 issued by the ICAI for the purpose of arriving at impairment loss thereon, if any, being the difference between the book value and recoverable value of relevant assets. Impairment loss when crystallizes is charged against revenue of the year.

J. **Revenue Recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

I. Interest income on all loans upto 90 days is recognized under accrual basis. Beyond that or in case of any default on loan repayment interest income is recognized only when realized.

II. Processing fees on loans are recognized on upfront basis in the books of IT Service Provider as platform fees. (The IT Service Company provides a customer interface with Akara Capital Advisors Private Limited).

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III. In the cases the loans falls due over 150 days, the principal outstanding and interest received as and when are transferred to the books of IT service provider.

IV. Interest income on deposits with banks is recognized on an accrual basis taking into account the amount outstanding and rate applicable.

V. Interest on term deposits has been accrued on the time proportion basis, using the underlying interest rates.

VI. Dividend income is accounted when the right to receive dividend is established

All other income is recognized on an accrual basis.

The company has reported accrued interest income on loans amounting to **Rs. 3,08,10,646.85.** The Revenue is recognized for Interest Accrued but not received on Standard Asset upto 90 days till the period ended 31st March 2022.

With effect from 01st April 2021 there has been a change in accounting policy in recognition of income on loan cases exceeding 90 dpd where the collections made on such cases are first settled against principal outstanding and if any excess collection over principal outstanding will be allocated over interest income or other charges (if any) Due to this there is a de-recognition of interest income for FY 20-21 recorded in prior period items in Financial Statements under note no 21 amounting to Rs 29,69,999.00

K. **Classification of Loan Portfolio and provisioning policy**

Loan portfolio is classified and provision is made in accordance with the Systematically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Directions, 2015 issued by Reserve Bank of India as mentioned below-

The Loan Portfolio maintained in the books is inclusive of amount yet to be disbursed shown in current liabilities.

**Asset Classification**

The Company after taking into account the degree of defined credit weaknesses and extent of dependence on collateral security for realization, classify its loans and advances and any other forms of credit into the following classes, namely:

(i) Standard assets;

(ii) Sub-standard assets;

(iii) Doubtful assets; and

(iv) Loss assets.

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**Standard Asset:** Standard asset shall mean the asset in respect of which, no default in repayment of principal or payment of interest is perceived and which does not disclose any problem or carry more than normal risk attached to the business

**Sub-standard asset:** Sub-standard asset shall mean an asset which has been classified as non-performing asset for a period not exceeding 18 months;

**Doubtful asset:** Doubtful Asset shall mean: a term loan, or a lease asset, a hire purchase asset, or any other asset, which remains a sub-standard asset for a period exceeding 18 months

**Loss Asset:** Loss Asset shall mean:

(a) An asset which has been identified as loss asset by the company or its internal or external auditor or by the Reserve Bank during the inspection of the applicable NBFC, to the extent it is not written off by the company ; and

(b) An asset which is adversely affected by a potential threat of non-recoverability due to either erosion in the value of security or non-availability of security or due to any fraudulent act or omission on the part of the borrower

**Non-Performing Asset**:

(a) An asset, in respect of which, interest has remained overdue for a period of six months or more;

(b) A term loan inclusive of unpaid interest, when the installment is overdue for a period of six months or more or on which interest amount remained overdue for a period of six months or more;

(c) A demand or call loan, which remained overdue for a period of six months or more from the date of demand or call or on which interest amount remained overdue for a period of six months or more;

(d) A bill which remains overdue for a period of six months or more;

(e) The interest in respect of a debt or the income on receivables under the head 'other current assets' in the nature of short term loans / advances, which facility remained overdue for a period of six months or more;

(f) Any dues on account of sale of assets or services rendered or reimbursement of expenses incurred, which remained overdue for a period of six months or more;

(g) The lease rental and hire purchase installment, which has become overdue for a period of twelve months or more;

(h) in respect of loans, advances and other credit facilities (including bills purchased and discounted), the balance outstanding under the credit facilities (including accrued interest) made available to the same borrower / beneficiary when any of the above credit facilities becomes non-performing asset :

**(ii) Provisioning Policy for Portfolio Loans & Advances**

The company has reached to a loan portfolio of Rs 513.57 CR as on 31st March 2022 making it a systemically Important NBFC.

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**Provision for Portfolio**

Provisions for non-performing assets are made as per the Prudential Master Circular- Introduction of New Category of NBFCs - 'Non-Banking Financial Company Systemically Important Non-Deposit Taking Company Reserve Bank Directions' 2016vide RBI/DNBR/2016-17/45 Master Direction DNBR.PD.008/03.10.119/2016-17 updated as on July 22, 2022.

The aggregate loan provision of the company shall be

i) 0.25% of the Loan Portfolio Outstanding

ii) 10% of the loan portfolio outstanding in case of sub-standard assets

iii) 100% In case of Doubtful and Unsecured Assets

iv) In case of Doubtful and Secured Assets

a) Upto One Year 20%

b) One to Three year 30%

c) More than Three year 50%

v) 100% in case of Loss assets

**The Amount of provision accounted in books is computed as follows:-**

| Type of asset | Days Past Due | Loan Book | Provision (%) | Total Provision | Provision (Opening Balance) | Provision to be created/ (reversed) |
|---|---|---|---|---|---|---|
| | | | | | | |
| Standard Asset | 0-180 | 5,13,57,56,445.00 | 0.25% | 1,28,39,391.00 | 22,96,079.00 | 1,05,43,312.00 |
| Sub- Standard | 181-546 | - | 10% | - | - | - |
| Doubtful Asset 1 | 546-911 | - | 20% | - | - | - |
| Doubtful Asset 2 | 911-1276 | - | 30% | - | - | - |
| Doubtful Asset 3 | 1276-1641 | - | 50% | - | - | - |
| **Total loan book outstanding as on 31.03.2022** | | **5,13,57,56,445.00** | | **1,28,39,391.00** | **22,96,079.00** | **1,05,43,312.00** |

The NPA Provision has been created during the year amounting to **Rs 1,05,43,312.00**.

The Company has not reported any Bad Debts during the year.

Bad Debts amounting to Rs.48,39,188 have also been recovered during the year

L. **Expenditure**

The provision is made for all the known losses and liabilities.

M. **Income Taxes**

i) Provision is made for deferred tax for all timing differences arising between taxable income and accounting income at currently enacted or substantively enacted tax rates.

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ii) Deferred Tax Assets (DTA) are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. If the Company has carry forward unabsorbed depreciation and losses, DTA are recognised only to the extent there is virtual certainty supported by convincing evidence that sufficient taxable income will be available against which DTA can be realised. These are reviewed for the appropriateness of their respective carrying values at each Balance sheet date.

iii) Current tax is the amount of tax payable on the taxable income including interest for the year as determined in accordance with the provisions of Income Tax Act, 1961.The Company has not made any provision for Income Tax of in the books.

N. **Provisions**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events: it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Contingent liabilities are not recognized, but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

O. **Earnings Per Share**

Basic earnings per share are calculated by dividing the net profit / loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity share holders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed to have been converted as of the beginning of the year, unless they have been issued at a later time.

**Computation of Earnings Per Share**

| Particulars | For the year ended 31 March 2022 (Before Extra-Ordinary Items) | For the year ended 31 March 2022 (After Extra-Ordinary Items) | For the year ended 31 March 2021 (before/after Extraordinary Items) |
|---|---|---|---|
| (A) Profit after taxation (Rs.) | 4,34,25,797.00 | 4,32,47,152.00 | 1,84,10,658.00 |
| (B) Weighted average number of equity shares (No's) | 6,61,70,826 | 6,61,70,826 | 4,27,99,076 |
| (C) Earnings per share (in Rs.): [(A)/(B)] | 0.66 | 0,65 | 0.43 |

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### 3. Notes on Financial Statements

I. Based on the information available, as identified by the management there are certain vendors who have confirmed that they are covered under the Micro, Small and Medium Enterprises Development Act, 2006. Disclosures relating to dues of Micro and Small enterprises under section 22 of 'The Micro, Small and Medium Enterprises Development Act, 2006, are given below as per books of accounts:

| Particulars | As at March 31, 2022 | As at March 31, 2021 |
|---|---|---|
| Principal amount and Interest due thereon remaining unpaid to any supplier as on | 75,83,926.23 | - |
| Interest paid by the Company in terms of Section 16 of the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day. | | - |
| The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act. | | - |
| The amount of interest accrued and remaining unpaid during the accounting year. | 1,78,645.00 | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of this Act. | | - |

II. Balance reconciliations of Escrow Accounts are subject to management confirmation.

III. The balances receivables and payables are subject to confirmation and reconciliation. Pending such confirmation and reconciliation, the impact on accounts is not ascertainable at this stage.

IV. The company is a Small and Medium sized Company (SMC) as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 2013. Accordingly, the company has complied with the Accounting Standards as applicable to Small & Medium Sized Company. Segment Reporting as per AS 17 is not mandatory for the Company being an SMC company.

V. To provide additional relief, the Government of India announced ex-gratia payment to lenders for waiving off compound interest for loans up to 2 crore for some category of borrowers. The Honourable Supreme Court had

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directed all banks and financial institutions to refund compound interest, interest on interest or penal interest collected during the moratorium period irrespective of the loan amount and category of borrowers. The Supreme Court also lifted the ban it had imposed on declaring accounts of borrowers as non-performing assets. The company had filed a claim for the Ex Gratia under the scheme for Rs 78,93,585.00. Out of the total amount claimed as refund from Government, The Company has refunded an amount of Rs 3,08,054.26 to the authorities in FY 2021-22 on account of non-identification of specified customers.

VI. There was an employee dispute filed against the company and its directors in October 21, due to which the company paid Rs 1,00,000 for its settlement during the previous year.

VII. During the previous year the company has securitized its book debts for asset reconstruction. The details of the transaction are here under:-

| Particulars | FY 21-22 | FY 20-21 |
|---|---|---|
| 1. No. of accounts | 7886 | - |
| 2. Aggregate value (net of provisions) of accounts sold to SC/RC | 10,47,28,175.00 | - |
| 3. Aggregate consideration | 9,73,97,203.00 | - |
| 4. Additional consideration realized in respect of accounts transferred in earlier years | - | - |
| 5. Aggregate gain / loss over net book value | -* | - |

*The differential amount of Rs 73,30,972 is kept as collateral with the SC/RC

VIII. **Retirement Benefits:-**

The gratuity is payable to all eligible employees of the Company on superannuation, death or permanent disablement in terms of the provisions of the payment of Gratuity Act. The liability with regard to gratuity and compensated absences is accrued based on actuarial valuation at the Balance Sheet date, carried out by an Independent actuary. The Gratuity Valuation is done both on Short Term Gratuity payable and Long Term Gratuity Payable and provided in the books on accrual basis as per AS-15(revised 2005) issued by The Institute of Chartered Accountants of India.

1: **Table Showing Changes in Present Value of Obligations:**

| Period | From: 01-04-2021 To: 31-03-2022 | From: 01-04-2020 To: 31-03-2021 |
|---|---|---|
| Present value of the obligation at the beginning of the period | 18,96,946.00 | 4,21,151.00 |
| Interest cost | 1,37,529.00 | 29,481.00 |
| Current service cost | 5,77,305.00 | 5,97,421.00 |
| Past Service Cost | 0.00 | 0.00 |
| Benefits paid (if any) | 0.00 | 0.00 |
| Actuarial (gain)/loss | (9,58,686.00) | 8,48,893.00 |
| Present value of the obligation at the end of the period | 16,53,094.00 | 18,96,946.00 |

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AKARA CAPITAL ADVISORS PVT. LTD.

# Akara Capital Advisors Private Limited

FY 2021-22

**Notes to financial statements for the year ended March 31, 2022**

**2: Key results (The amount to be recognized in the Balance Sheet):**

| Period | As on: 31-03-2022 | As on: 31-03-2021 |
|---|---|---|
| Present value of the obligation at the end of the period | 16,53,094.00 | 18,96,946 |
| Fair value of plan assets at end of period | 0.00 | 0.00 |
| Net liability/(asset) recognized in Balance Sheet and related analysis | 16,53,094.00 | 18,96,946 |
| Funded Status - Surplus/ (Deficit) | (16,53,094.00) | (18,96,946) |

**3: Expense recognized in the statement of Profit and Loss:**

| Period | From: 01-04-2021 To: 31-03-2022 | From: 01-04-2020 To: 31-03-2021 |
|---|---|---|
| Interest cost | 1,37,529.00 | 29,481.00 |
| Current service cost | 5,77,305.00 | 5,97,421.00 |
| Past Service Cost | 0.00 | 0.00 |
| Expected return on plan asset | (0.00) | (0.00) |
| Net actuarial (gain)/loss recognized in the period | (9,58,686.00) | 8,48,893.00 |
| Expenses to be recognized in P&L | (2,43,852.00) | 14,75,795.00 |

The Basis of Valuation is as listed below:

**1: Summary of membership data at the date of valuation and statistics based thereon:**

| Period | As on: 31-03-2022 | As on: 31-03-2021 |
|---|---|---|
| Number of employees | 22 | 33 |
| Total monthly salary | 16,21,062.00 | 18,54,616.00 |
| Average Past Service(Years) | 2.4 | 1.5 |
| Average Future Service (yr.) | 25.5 | 27.4 |
| Average Age(Years) | 34.5 | 32.6 |
| Weighted average duration (based on discounted cash flows) in years | 25 | 22 |
| Average monthly salary | 73,685 | 56,200 |
| Expected Future Service Taking into Account Decrements (Years) | 14 | |

**2: The assumptions employed for the calculations are tabulated:**

| | | |
|---|---|---|
| Discount rate | 7.25 % per annum | 7.00 % per annum |
| Salary Growth Rate | 5.00 % per annum | 5.00 % per annum |
| Mortality | IALM 2012-14 | IALM 2012-14 |
| Expected rate of return | 0 | 0 |
| Withdrawal rate (Per Annum) | 5.00% p.a. | 5.00% p.a. |

**3: Benefits valued:**

| | | |
|---|---|---|
| Normal Retirement Age | 60 Years | 60 Years |
| Salary | Last drawn qualifying salary | Last drawn qualifying salary |
| Vesting Period | 5 Years of service | 5 Years of service |
| Benefits on Normal Retirement | 15/26 * Salary * Past Service (yr.) | 15/26 * Salary * Past Service (yr.) |
| Benefit on early exit due to death and disability | As above except that no vesting conditions apply | As above except that no vesting conditions apply |
| Limit | 2000000.00 | 2000000.00 |

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AKARA CAPITAL ADVISORS PVT. LTD.

**Notes to financial statements for the year ended March 31, 2022**

**4: Current Liability**

| Period | As on: 31-03-2022 | As on: 31-03-2021 |
|---|---|---|
| Current Liability (Short Term)* | 40,191.00 | 5,095.00 |
| Non-Current Liability (Long Term) | 16,12,903.00 | 18,91,851.00 |
| Total Liability | 16,53,094.00 | 18,96,946.00 |

IX. **Movement in Deferred tax :**

Deferred tax asset/liability has been estimated using the substantively enacted rate of taxation based on the impact of timing differences between financial statements and estimated taxable income for the current year.

| Particulars | For the year ended 31.03.2022 (Rs) | For the year ended 31.03.2021 (Rs) |
|---|---|---|
| (a) The movement in deferred tax Liability is as follows: | | |
| Opening Balance | 14,13,347.00 | - |
| Current Year deferred tax expense | (14,13,347.00) | 14,13,347.00 |
| Closing Balance | - | **14,13,347.00** |
| | | |
| (b) The movement in deferred tax Asset is as follows: | | |
| Opening Balance | | 4,42,745.00 |
| Current Year deferred tax credit | 45,08,007 | (4,42,745.00) |
| Closing Balance | **45,08,007** | - |
| **Net Deferred Tax Asset/Liability as at the year-end 31st March 2022.** | **45,08,007** | **14,13,347.00** |

X. **Expenditure in Foreign Currency:**

Company has incurred the following expenses in foreign currency

| Particulars | For the year ended 31.03.2022 (Rs) | For the year ended 31.03.2021 (Rs) |
|---|---|---|
| Expenditure in Foreign Currency | Nil | Nil |

XI. **Payments to Auditors: -**

| Auditors Remuneration | 2021-22 | 2020-21 |
|---|---|---|
| Audit Fees | 7,00,000.00 | 4,15,000.00 |
| Certification Fees | 3,78.000.00 | 50,000.00 |
| GST | 1,94,040.00 | 73,700.00 |
| Total | **12,72,040.00** | **5,48,700.00** |

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AKARA CAPITAL ADVISORS PVT. LTD.

**Notes to financial statements for the year ended March 31, 2022**

XII. Related Party Disclosure- Accounting Standard 18:

A. **Names of the related parties:**

| | |
|---|---|
| Key Management Personnel | 1. Ms. Shruti Aggarwal, Director.<br>2. Mr. Tushar Aggarwal, Director.<br>3. Mr. Satish Chandra Sinha, Director<br>4. Mr. Radhakrishnan Ramachandra Iyer, Director<br>5. Mr. Vijuy Ronjan, Director.<br>6. Ms. Sonia Thakur, Company Secretary<br>7. Mr. Paveet Dhaiya. Company Secretary |
| Parties having Significant influence due to Common directorship | 1. EQX Analytics Private Limited<br>2. Titanium Fortune Financial Services Private Limited<br>3. Stash Payments Private Limited<br>4. Santra Digital Services Private Limited |
| Holding Company | **Morus Technologies Pte Limited**<br>(175A, Bencoolen Street, #07-04 Burlington Square, Singapore - 189650) |

B. **Related Party transactions:**

**Transactions with Key Management Personnel**

| Particulars | FY 2021-22 | FY 2020-21 |
|---|---|---|
| **(i)Managerial remuneration**:<br>Ms. Shruti Aggarwal | Rs 47,37,384.00 | Rs 1,32,11,700.00 |
| **(ii)Managerial remuneration:**<br>Mr. Tushar Aggarwal | - | - |
| **(iii)Managerial remuneration:**<br>Mr. Paveet Dhaiya | Rs 2,04,000.00 | Rs 2,04,507.00 |
| **(iv)Managerial remuneration:**<br>Ms, Sonia Thakur | - | - |
| **(v)Managerial remuneration:**<br>Mr. Vijuy Ronjan | - | - |
| **(vi) Reimbursement of Expenses**<br>Ms. ShrutiAggarwal | Rs 13,83,557.24 | Rs 4,78,214.00 |
| **(vii) Director Sitting Fees**<br>Mr. Satish Chandra Sinha | Rs. 7,50,000.00 | Rs 4,21,875.00 |
| **(viii) Director Sitting Fees**<br>Mr. Radhakrishnan Ramachandralyer | Rs. 7,50,000.00 | Rs 75,000.00 |

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AKARA CAPITAL ADVISORS PVT. LTD.

# Akara Capital Advisors Private Limited

FY 2021-22

**Notes to financial statements for the year ended March 31, 2022**

**Balances with parties having significant influence FY 2021-22**

(Amount In Rs.)

| Particulars | Opening Balance | Dr. Transaction | Cr. Transaction | Closing balance |
|---|---|---|---|---|
| **(i) Morus Technologies Pte Limited** Investment in shares of Akara | 59,06,90,030.00 CR | - | 1,52,12,14,160.00 | 2,11,19,04,190.00 CR |
| **(ii) EQX Analytics Private Limited** Reimbursement of Expenses | 22,38,37,861.06 DR | 4,90,14,05,056.66 | 4,92,99,34,301.78 | 19,53,08,615.94 DR |
| **(iii) EQX Analytics Private Limited** Amount payable to EQX | 1,35,21,347.50 CR | 79,89,29,406.50 | 74,92,35,770.87 | 3,61,72,288.13 DR |
| **(iv) EQX Analytics Private Limited** Repayment of Loan | 1,74,87,423.00 CR | 2,19,88,972.00 | 45,01,549.00 | - |
| **(v) EQX Analytics Private Limited** Infra sharing expenses payable to EQX | - | - | 18,16,430.00 | 18,16,430.00 CR |
| **(vi) Titanium Fortune Financial Services Private Limited** Amount Payable to Titanium | - | 3,10,00,000.00 | 3,10,00,000.00 | - |
| **(vii) Santra Digital Services Private Limited** | - | - | - | - |
| **(viii) Stash Payments Private Limited** | - | - | 10,32,441.00 | 10,32,441.00 CR |

**Balances with parties having significant influence FY 2020-21**

(Amount In Rs.)

| Particulars | Opening Balance | Dr. Transaction | Cr. Transaction | Closing balance |
|---|---|---|---|---|
| **(i) Morus Technologies Pte Limited** Investment in shares of Akara | 32,30,75,620.00 CR | - | 26,76,14,410.00 | 59,06,90,030.00 CR |
| **(ii) EQX Analytics Private Limited** Reimbursement of Expenses | 4,97,20,854.31 CR | 1,06,00,43,102.93 | 78,64,84,387.56 | 22,38,37,861.06 DR |
| **(iii) EQX Analytics Private Limited** Amount payable to EQX | 18,95,52,184.60 CR | 41,88,36,139.60 | 24,28,05,302.50 | 1,35,21,347.50 CR |

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AKARA CAPITAL ADVISORS PVT. LTD.

| Particulars | Opening Balance | Dr. Transaction | Cr. Transaction | Closing balance |
|---|---|---|---|---|
| **(iv) EQX Analytics Private Limited** Repayment of Loan | - | 3,25,12,577.00 | 5,00,00,000.00 | 1,74,87,423.00 CR |
| **(v) EQX Analytics Private Limited** Infra sharing expenses payable to EQX | - | - | - | - |
| **(vi) Titanium Fortune Financial Services Private Limited** Amount Payable to Titanium | - | 26,50,00,000.00 | 26,50,00,000.00 | - |
| **(vii) Santra Digital Services Private Limited** | - | - | - | - |
| **(viii) Stash Payments Private Limited** | - | - | - | - |

**Loans From Key Management Personnel**

(Amount In Rs.)

| Particulars | Opening Balance | Dr. Transaction | Cr. Transaction | Closing balance |
|---|---|---|---|---|
| **(i) Shruti Aggarwal** Loan From Directors | - | 50,58,936.00 | 50,58,936.00 | - |
| **(ii) Shruti Aggarwal** Interest on Loan | - | - | 58,936.00 | - |

Note: Related party relationships are identified by the management of the company and relied upon by the auditor.

XIII. The Company has not accepted any public deposit during the financial year and there is **NIL** outstanding as on **31.03.2022.**

XIV. The **Net Owned Fund** of the Company as on **31.03.2022** is Rs. **2,70,73,17,318.00 (Rupees Two Hundred Seventy Crores Seventy Three Lakhs Seventeen Thousand Three Hundred and Eighteen Only).**

| Net Owned Fund calculated as follows: | Amount (Rs.) |
|---|---|
| Paid up Equity Share Capital | **2,11,19,05,190.00** |
| Add: Reserve & Surplus (excluding revaluation reserves) | **67,59,12,449.00** |
| Less: Deferred Tax Asset | **(41,51,552.00)** |
| Less: Miscellaneous Expenditure | **(1,38,95,200.00)** |
| Less: Intangible Assets | **(6,24,53,569.00)** |
| **Total Net Owned Fund as on 31.03.2022(a)** | **2,70,73,17,318.00** |
| **Total Number of Outstanding Equity Shares as on 31.03.2022 (b)** | **21,11,90,519** |
| **Book Value Per Equity Share (a/b)** | **12.81** |

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AKARA CAPITAL ADVISORS PVT. LTD.

# Akara Capital Advisors Private Limited

**FY 2021-22**

**Notes to financial statements for the year ended March 31, 2022**

XV. The Total Assets Size and Loan Asset Portfolios of the Company as on **31.03.2022** are **Rs. 6,36,41,11,157.00 (Rupees Six Hundred Thirty Six Crores Forty One Lakhs Eleven Thousand One Hundred Fifty Seven only) and Rs. 5,13,57,56,445 /-(Rupees Five Hundred Thirteen Crores Fifty Seven Lakhs Fifty Six Thousand Four Hundred and Forty Five only)** respectively.

XVI. The Capital Adequacy Ratio of the company is **43.29%**as on **31.03.2022.**

**Statement showing calculation of Capital Adequacy Ratio**

| | | | |
|---|---|---|---|
| **A** | **Tier I Capital** | | **2,70,73,17,318.00** |
| **B** | **Tier II Capital** | | **-** |
| | **Total of Adjusted Assets** | | **2,70,73,17,318.00** |
| **C** | **Risk Weighted Assets** | | **6,25,36,28,634.00** |
| | **Capital Adequacy Ratio** | **[(A+B)/C]** | **43.29%** |

| **Tier I Capital calculated as follows:** | **Amount** |
|---|---|
| Paid up Equity Share Capital | **2,11,19,05,190.00** |
| Add: Reserve & Surplus (excluding revaluation reserves) | **67,59,12,449.00** |
| Less: Deferred Tax Asset | **(41,51,552.00)** |
| Less: Miscellaneous Expenditure | **(1,38,95,200.00)** |
| Less: Intangible Assets | **(6,24,53,569.00)** |
| **Total Tier I Capital as on 31.03.2022**(A) | **2,70,73,17,318.00** |
| **Tier II Capital calculated as follows:** | |
| Paid up Preference Share Capital (Optionally Converted) | ---------- |
| Add: General Provisions and Loss Reserves to the extent these are not attributable to actual diminution in value or identifiable potential loss in any specific asset and are available to meet unexpected losses, to the extent of one and one fourth (1.25) percent of risk weighted assets. | ---------- |
| **Total Tier II Capital as on 31.03.2022**(B) | ---------- |

**Risk Weighted Assets Calculated as follows:-**

| **Assets** | **Amount (1)** | **Risk Weight (2)** | **Risk Weighted Assets (1*2)** |
|---|---|---|---|
| Cash & Bank Balance | 59,30,37,908.00 | 100% | 59,30,37,908.00 |
| Deposits other than Lien Marked | 0 | 0% | 0 |
| Deposits With Lien Marked | 0 | 100% | 0 |
| Loan Portfolio | 5,13,57,56,445.00 | 100% | 5,13,57,56,445.00 |
| Fixed Assets | 6,24,66,200.80 | 100% | 6,24,66,200.80 |
| Security Deposits | 0 | 100% | 0 |
| Advance Tax & MAT | 0 | 100% | 0 |
| Staff Advances | 0 | 0% | 0 |
| Other Current Assets | 46,23,68,080.00 | 100% | 46,23,68,080.00 |
| | | **Total (C)** | **Rs 6,25,36,28,634.00** |

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AKARA CAPITAL ADVISORS PVT. LTD.

## 4. Other Regulatory Information

### I. Title Deeds of Immovable Property not held in the name of the Company

The company does not possess any immovable property in the books.

### II. Revaluation of Property, Plant and Equipment and Right-of-Use Assets

The company does not possess any Property, Plant and Equipment in the books.

### III. Loans or Advances in the nature of Loans to specified persons (promoters, directors, KMPs, related parties) that are:

a. Repayable on Demand or

b. Without specifying any terms or period of repayment

| | | As at March 31, 2022 | | As at March 31, 2021 | |
|---|---|---|---|---|---|
| S.No. | Type of Borrower | Amount of loans or advances in the nature of loan outstanding | Percentage to the total Loans and Advances in the nature of loans | Amount of loans or advances in the nature of loan outstanding | Percentage to the total Loans and Advances in the nature of loans |
| 1. | Promoters | - | - | - | - |
| 2. | Directors | - | - | - | - |
| 3. | Key Management Personnel | - | - | - | - |
| 4. | Related parties | - | - | - | - |

There are no Loans or Advances which are granted to specified persons during the previous financial year.

### IV. Capital Work-in-Progress (CWIP)

The company possess capital work in progress amounting to Rs 34,98,876.00

### V. Intangible Assets under Development

The company does not possess any intangible assets under development.

### VI. Details of Benami Properties held

No proceedings have been initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibitions) Act, 1988 and the rules made thereunder.

### VII. Borrowings secured against Current Assets

The Company has availed borrowings from Banks and Financial Institutions on the basis of security of current assets (Book Debts).

### VIII. Willful Defaulter

The Company has timely repaid the installments due from Banks and Financial Institutions.

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AKARA CAPITAL ADVISORS PVT. LTD.

**IX. Relationship with Struck off Companies**

The Company had no transactions with Companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the year.

**X. Registration of charges or satisfaction with Registrar of Companies (ROC)**

The Company has no charges or satisfaction yet to be registered with ROC beyond the statutory period.

**XI. Compliance with number of layers of Companies**

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with Companies (Restriction on number of layers) Rules, 2017 during the year.

**XII. The following Ratios to be disclosed:**

| Ratio | Numerator | Denominator | C.Y. Ratio | P.Y. Ratio | % Change | Reason for variance |
|---|---|---|---|---|---|---|
| (a) Current Ratio | Current Assets | Current Liabilities | 3.21 | 3.86 | -16.84 | |
| (b) Debt-Equity Ratio | Long Term Debt + Short Term Debt | Shareholder equity | 1.28 | 0.70 | 81.99 | |
| (c) Debt Service Coverage Ratio | Earning Before Interest, tax, Depreciation & Amortization | Total principal + Interest on Borrowings | 0.15 | 0.28 | -10.63 | |
| (d) Return on Equity Ratio | Earning After Interest, tax, Depreciation & Amortization | Average Shareholders' Equity | 0.02 | 0.03 | -33.33 | |
| (e) Inventory turnover ratio | Turnover Note-1 | Average Inventory | 0.00 | 0.00 | 0.00 | |
| (f)Trade Receivables turnover ratio | Net Credit Sales Note-2 | Average Trade Receivable | 0.00 | 0.00 | 0.00 | |
| (g) Trade payables turnover ratio | Net Credit Purchase Note-2 | Average Trade Payable | 0.00 | 0.00 | 0.00 | |
| (h) Net capital turnover ratio | Total Sales | Average Working Capital | 0.11 | 0.22 | -50.00 | |
| (i) Net profit ratio | Net Profit | Net Sales | 0.09 | 0.09 | 0.00 | |
| (j) Return on Capital employed | Earning Before Interest & tax | Capital employed | 0.05 | 0.07 | -28.57 | |
| (k) Return on investment | Net Return on Investment | Cost of Investment | 0.03 | 0.00 | 100.00 | |

**Note-1 The Company is engaged in service sector hence do not possess any inventory and this ratio is not being computed.**
**Note-2 The Company has not incurred credit sales or credit purchases during FY 21-22 and FY 20-21, hence this ratio is not being computed.**

**XIII. Compliance with approved Schemes of Arrangements**

During the year, the Company has no Scheme of Arrangements approved by the Competent Authority to be implemented in the books of accounts.

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AKARA CAPITAL ADVISORS PVT. LTD.

**Notes to financial statements for the year ended March 31, 2022**

**XIV. Utilisation of Borrowed funds and Share Premium**

During the year, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

During the year, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**XV. Corporate Social Responsibility (CSR)**-Not Applicable

**XVI. Details of Crypto Currency or Virtual Currency**-Not Applicable

**XVII.** Previous year figures have been regrouped/ rearranged wherever necessary.

The accompanying notes are an integral part of the financial statements.
As per our report of even date
**For SURI & SUDHIR**
**Chartered Accountants**
**(FRN: 000601N)**

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

SURI & SUDHIR New Delhi Chartered Accountants

AKARA CAPITAL ADVISORS PVT. LTD.

**TUSHAR AGGARWAL**
**Director**
**DIN: 01587360**

**SHRUTI AGGARWAL**
**Director**
**DIN: 06867269**

**SONIA THAKUR**
**Company Secretary**
**Membership No-40393**

**ANUJ ARORA**
**PARTNER**
**Membership No.: 504815**
**Place: NEW DELHI**
**Date: 17-08-2022**
**UDIN:22504815APUIHK2833**

## INDEPENDENT AUDITOR'S REPORT

To the Members of **M/s Akara Capital Advisors Private Limited**

### Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements **of "M/s Akara Capital Advisors Private Limited"**("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), Cash Flow Statement and Changes in Equity for the year then ended and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act,2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit (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 (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

### Information other than the financial statements and auditors' report thereon

The Company's board of directors are responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon.

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

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

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

SURI & SUDHIR New Delhi Chartered Accountants

**Responsibility of Management for Standalone Financial Statements**

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

New Delhi Chartered Accountants

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on other Legal & Regulatory Requirements**

1. Based on our audit, we report that the provisions of section 197 read with Schedule V of the Act are not applicable to the company since the company is not a public company as defined under section 2(71) of the Act. Accordingly, reporting under section 197(16) is not applicable.

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

3. As required by section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

   b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.

   c. The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (Including Other Comprehensive Income), the statement of changes in equity and the standalone statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act.

   e. On the basis of written representations received from the directors as on March 31, 2023, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of Section 164(2) of the Act.

   f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; and

   g. With respect to the other matters included in the Auditor's Report in accordance with the Rule 11 of the Companies (Audit & Auditors) Rules 2014, 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 No38 to the Standalone Financial Statements, has disclosed the impact of pending litigations on its financial position as at 31st March 2023.

      (ii) The company had not entered into any long term contracts including derivative contracts as on 31st March 2023.

      (iii) There were no amounts which are required to be transferred to Investor Education and &

SEN TRI & SUDHIR New Delhi Chartered Accountants

Protection Fund by the company during the year ended 31st March 2023.

(iv) (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(v) Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.

(vi) The Company has not declared or paid any dividend during the year ended 31st March 2023.

**For Suri & Sudhir**
**Chartered Accountants**
**FRN: 000601N**

SURI & SUDHIR New Delhi Chartered Accountants

**Sudhir Kumar Arora**
**(Partner)**
**Membership. No.: 080338**

**Date: 29-05-2023**
**Place: New Delhi**

**UDIN No.23080338BGUCZC8926**

**Annexure 'A' to the Auditors' Report**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report to the Members of Akara Capital Advisors Private Limited**

(i)

(a)(A). The company do not possess any property, plant or equipment as on 31st March 2023. Hence para (i)(a)(A) is not applicable.

(B). The company has maintained proper records showing full particulars of intangible assets.

(b) The company do not possess any property, plant or equipment as on 31st March 2023. Hence para (i)(b) is not applicable.

(c) Since the company is not in the possession of any immovable property hence this clause is not applicable.

(d) The Company has not revalued it's intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii)

(a) As the Company does not possess any Inventory therefore Para (ii) do not apply.

(b) That the company has sanctioned a working capital limit (WCDL) of Rs 2500 lakhs from financial institution on the basis of security of current assets i.e., book debts of the company and corporate guarantee by the holding company on 28th February 2023. Quarterly Returns/Statements, in respect of book debts have been filed by the company with the financial institution.

(iii)

(a)Since, the principal business of the Company is to give loans and hence, clause (iii)(a)(A) and (iii)(a)(B) are not applicable.

(b)The loans granted by the company to parties covered under section 189 are repayable on demand or without specifying any terms or period of repayment. Hence para (iii)(b), is not applicable.

(c)The loans granted by the company to parties covered under section 189 are repayable on demand or without specifying any terms or period of repayment. Hence para (iii)(c) is not applicable.

(d)The loans granted by the company to parties covered under section 189 are repayable on demand or without specifying any terms or period of repayment. Hence para (iii)(d) is not applicable.

(e)Since, the principal business of the Company is to give loans and hence, clause (iii)(e) is not applicable.

(f) The company has granted loans that do not carry any stipulated repayment terms and are repayable on demand of which details are as under:

SURI & SUDHIR New Delhi Chartered Accountants

**Annexure 'A' to the Auditors' Report**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report to the Members of Akara Capital Advisors Private Limited**

| Particulars (Amount in INR Lakhs) | All Parties | Promotors | Related Parties |
|---|---|---|---|
| Aggregate outstanding amount of loans/advances in nature of<br>- loans repayable on demand | 1,06,809.47 | Nil | 9,833.60 |
| Percentage of loans/advances in nature of loans to the total loans | 100% | Nil | 9.20% |

*The total amount of loan has been repaid excluding the interest amount of Rs 10.37 Lakhs as on 31st March 2023.*

(iv) The company has given loans & advances to parties covered under section 185 and 186 as provided in para (iii)(f) of the order for its principal business activities. The company has complied with the provisions of Companies act 2013 in respect to this.

(v) In our opinion and according to the information and explanation given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits covered under Sections 73 to 76 of the Companies Act, 2013.Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, in our opinion the maintenance of cost records has not been prescribed for the company by the Central Government under subsection (1) of section 148 of the Companies Act. Hence, reporting under clause (vi) of the Order is not applicable to the Company.

(vii)

(a) In our opinion and according to the information and explanation given to us, the company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, Goods and Service Tax, Cess and other statutory dues applicable to it.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, duty of customs, Goods & Services Tax (GST), cess and other statutory dues were in arrears as at 31st March,2023 for a period of more than six months from the date they become payable. There are no dues of Goods and service tax, income tax, cess and other statutory dues, which have not been deposited on account of any dispute.

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix)

(a) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or bank.

(b) That no instance or information has come on our records in context to the Company been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, the company has utilized the money obtained by way of term loans during the year for thepurposes for which they were obtained.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.

SURI & SUDHIR New Delhi Chartered Accountants

**Annexure 'A' to the Auditors' Report**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report to the Members of Akara Capital Advisors Private Limited**

(e) According to the information and explanation given to us, and on overall examination of the standalone financial statements of the company, the company has not taken any funds from any entity or person on account of or to meet the obligation of its Associate or Subsidiary or Joint Venture.

(f) According to the information and explanation given to us, the company has not raised any loans during the year on the pledge of securities held in its subsidiary.

(x)

a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x) (a) of the Order is not applicable.

b) According to the information and explanations given the company has raised funds by issuing non-convertible debentures through private placement. The funds have been utilised for the purpose for which they were raised.

(xi)

(a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given the details are mentioned in note no 38 of notes to accounts.

(b) No report under sub-section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) As represented by the management, there are no whistle blower complaints received by the company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) Based on audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to financial statements, as required by the applicable Indian accounting standards.(Ind As 24), Related party disclosures specified in companies (Indian accounting standards) Rules 2015 as prescribed in section 133 of the act. Further, according to the information and explanations given to us, the company has constituted an audit committee under section 177 of the Act.

(xiv)

(a) In our opinion and based on our examination, the company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Companies Act 2013 as on 31st March 2023.The same will be applicable from FY 2023-24 as the turnover of the company has exceeded 200 Crores in FY 2022-23.

(b) The company did not have an internal audit system for the period under audit.

(xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not entered into non-cash transactions with directors or persons connected with them.

SURI & SUDI
New Delhi
Chartered Accountants

**Annexure 'A' to the Auditors' Report**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report to the Members of Akara Capital Advisors Private Limited**

(xvi)

(a) The company is required to hold Certificate of Registration under section 45-IA of the Reserve Bank of India Act 1934, and they hold a Certificate of Registration under section 45-IA of the Reserve Bank of India Act 1934 vide certificate no. RBI Reg No. NBFC LC N- 14.03354 / 16/01/2017.

(b) The Company has a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the reserve Bank of India Act,1934 and hence the company has conducted all Activities with a valid Certificate.

(c) According to the information and explanations given to us and on an overall examination of the balance sheet, during the year, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence clause (xvi) (c) is not applicable.

(d) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence clause (xvi)(d) is not applicable.

(xvii) The company has not incurred cash losses in the current financial year as well as immediately preceding financial year

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx)

(a) The company has transferred the amount remaining unspent in respect of other than ongoing projects, to a Special Account till the date of our report. However, the time period for such transfer i.e., six months of the expiry of the financial year as permitted under the second proviso to sub-section (5) of section 135 of the Act, has not elapsed till the date of our report.

(b) There are no unspent amounts in respect of ongoing projects for the financial year ended 31st March 2023.

SURI & SUDHIR New Delhi Chartered Accountants

(xxi) The reporting under clause 3(xxi) of the order is not applicable is respect of audit of standalone financial statements of the company. Accordingly, no Comments has been included in respect of said clause under the report.

**Annexure 'A' to the Auditors' Report**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report to the Members of Akara Capital Advisors Private Limited**

**For Suri & Sudhir**
**Chartered Accountants**
**FRN: 000601N**

SURI & SUDHIR New Delhi Chartered Accountants

**Sudhir Kumar Arora**
**(Partner)**
**Membership Number: 080338**

**Date: 29/05/2023**
**Place: New Delhi**

**UDIN No. 23080338BGUCZC8926**

## ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Akara Capital Advisors Private Limited of even date)

### Report on the Internal Financial Controls Over Financial Reporting under Clause (i ) of Sub-section 3 of Section 143 of the Companies Act, 2013 (" the Act")

We have audited the internal financial controls over financial reporting of **Akara Capital Advisors Private Limited** (the "Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting(the"GuidanceNote")issuedbytheICAIandtheStandardsonAuditing prescribedunderSection143(10)oftheCompaniesAct,2013,totheextentapplicabletoanauditofinternalfinancial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

SURI & SUDHIR
New Delhi
Chartered Accountants

## Meaning of Internal Financial Controls over Financial Reporting

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

## Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal financial control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Suri & Sudhir**
**Chartered Accountants**
**FRN: 000601N**

SURI & SUDHIR New Delhi Chartered Accountants

**Sudhir Kumar Arora**
**(Partner)**
**Membership. No.: 080338**
**UDIN No.23080338BGUCZC8926**

**Date-29-05-2023**
**Place- New Delhi**

**Akara Capital Advisors Private Limited**
**Balance Sheet as at March 31, 2023**
**(All amounts in Lakhs of ₹ unless otherwise stated)**

| Particulars | Notes | As at March 31, 2023 | As at March 31,2022 | As at April 1,2021 |
|---|---|---|---|---|
| **A ASSETS** | | | | |
| **Non-current assets** | | | | |
| Property, plant and equipment | 1 | - | 0.13 | 0.2 |
| Intangibles Under Development | 1 | 49.87 | 34.99 | - |
| Intangible assets | 1 | 1,503.49 | 589.56 | 388.25 |
| Financial assets | | - | - | - |
| -Investments | 2 | 82.04 | - | - |
| -Loans | 3 | 18,471.57 | 16,095.24 | - |
| -Others | 4 | 286.18 | 705.56 | - |
| Income tax assets (net) | | - | - | - |
| Other non-current assets | | - | - | - |
| Deferred tax Assets (net) | 5 | - | 41.52 | - |
| **Total non-current assets** | | **20,393.15** | **17,467.00** | **388.45** |
| **Current assets** | | | | |
| Inventories | | - | - | - |
| Financial assets | | - | - | - |
| -investments | 2 | - | - | - |
| -Loans | 3 | 88,470.99 | 35,421.04 | 9364.72 |
| -Trade receivables | 6 | 3,294.07 | 2,324.31 | 2112.67 |
| -Cash and cash equivalents | 7 | 17,737.13 | 5,438.16 | 628.83 |
| -Bank balances other than cash and cash equivalents | 8 | 10,974.70 | 219.80 | - |
| -Others | 4 | 696.23 | 640.77 | - |
| Current tax assets | 9 | 445.73 | 1.66 | 8.89 |
| Other current assets | 10 | 1,339.37 | 1,784.80 | 519.97 |
| **Total current assets** | | **1,22,958.22** | **45,830.54** | **12635.08** |
| **Total assets** | | **1,43,351.37** | **63,297.54** | 13,023.53 |
| **B EQUITY AND LIABILITIES** | | | | |
| **Equity** | | | | |
| Equity share capital | 11 | 27,055.93 | 21,119.05 | 5906.91 |
| Other equity | 12 | 14,083.88 | 6,976.33 | 1746.86 |
| **Total equity** | | **41,139.81** | **28,095.38** | **7653.77** |
| **Share Application Money Pending Allotment** | | | | **0.73** |
| **Liabilities** | | | | |
| **Non-current liabilities** | | | | |
| Financial liabilities | | - | - | - |
| Borrowings | 13 | 63,844.63 | 16,869.65 | 2,087.13 |
| Others | 14 | - | - | - |
| Provisions | 15 | 44.17 | 16.13 | 18.90 |
| Deferred tax liabilities (net) | 9 | 290.38 | - | 14.13 |
| **Total non- current liabilities** | | **1,05,318.99** | **44,981.16** | **9,774.66** |
| **Current liabilities** | | | | |
| Financial liabilities | | | | |
| Borrowings | 13 | 34,874.00 | 16,872.34 | 2697.77 |
| Trade payables | | - | - | - |
| - Total outstanding dues of micro enterprises and small enterprises | 16 | 39.68 | 71.50 | 63.76 |
| - Total outstanding dues of creditors other than micro enterprises and small enterprises | 16 | 473.98 | 172.08 | 71.72 |
| Others | 14 | 639.43 | 891.64 | 183.5 |
| Other current liabilities | 17 | 626.40 | 29.45 | 65.03 |
| Provisions | 15 | 316.50 | 106.24 | 118.2 |
| Current tax liabilities | 18 | 1,062.39 | 173.13 | 48.89 |
| **Total current liabilities** | | **38,032.38** | **18,316.38** | **3,248.87** |
| **Total Liabilities** | | **1,43,351.37** | **63,297.54** | **13,023.53** |

**See accompanying notes forming part of the Ind AS financial statements**

As per our report of even date attached
**For Suri & Sudhir**
Chartered Accountants
Firm Registration No. 000601N

**Sudhir Kumar Arora**
**Partner**
**Membership No: 080338**
**UDIN: 23080338BGUCZC8926**

**Place : Delhi**
**Date : 29-05-2023**

**For and on Behalf of the Board of Directors of**
**Akara Capital Advisors Private Limited**

**Shruti Aggarwal**
**Director**
**DIN: 06867269**

**Tushar Aggarwal**
**Managing Director**
**DIN: 01587360**

**Sonia Thakur**
**Company Secretary**
**M.No.: A40393**
**Place: Delhi**
**Date : 29-05-2023**

**Akara Capital Advisors Private Limited**
**Statement of Profit and Loss for the period ended March 31, 2023**
**(All amounts in Lakhs of ₹ unless otherwise stated)**

| | Particulars | Notes | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|---|
| (a) | Revenue from operations | | | |
| | (i) Interest income | 19 | 18,673.64 | 4,821.76 |
| | (ii) Fee and commission income | 20 | 2,641.62 | 3.78 |
| (b) | Other income | 21 | 377.04 | 117.71 |
| I | **Total Income (a+b)** | | **21,692.30** | **4,943.25** |
| | **Expenses** | | | |
| (a) | Finance costs | 22 | 7,623.09 | 2,109.55 |
| (b) | Impairment on financial instruments | 23 | 4,718.57 | 105.43 |
| (c) | Employees benefit expenses | 24 | 680.20 | 276.07 |
| (d) | Depreciation and amortisation expense | 25 | 223.34 | 113.53 |
| (e) | Other expenses | 26 | 4,465.41 | 1,542.92 |
| II | **Total expenses** | | **17,710.61** | **4,147.50** |
| III | **Profit / (Loss) before exceptional items and tax from continuing operations (I-II)** | | **3,981.69** | **795.75** |
| | Exceptional items | | - | - |
| | **Profit / (Loss) before extraordinary items and tax from continuing operations** | | **3,981.69** | **795.75** |
| | Extraordinary Items | | - | |
| | Prior Period items | | - | -29.70 |
| | **Profit Before Tax** | | **3,981.69** | **766.05** |
| IV | **Tax expense** | | | |
| (a) | Current tax | 27 | 1,062.39 | 173.13 |
| (b) | Deferred tax charge/(benefits) | 27 | 331.90 | (55.65) |
| | **Total tax expense** | | **1,394.29** | **117.48** |
| V | **Profit for the year (III-IV)** | | **2,587.40** | **648.57** |
| VI | **Other comprehensive income, net of tax** | | | |
| (a) | Items that will not be reclassified to profit or loss | | | |
| | Remeasurement gain/(loss) on defined benefit plans | | 4.07 | 9.59 |
| | Income tax benefit/ (charge) on above | 28 | -1.02 | -2.41 |
| | **Sub total (a)** | | **3.05** | **7.18** |
| (b) | Items that will be reclassified to profit or loss | | | |
| | Movement in cash flow hedge reserve | | - | - |
| | Income tax benefit/ (charge) on above | | - | - |
| | **Sub total (b)** | | - | - |
| | **Other comprehensive income/(loss) for the year** | | **4.07** | **7.18** |
| VII | **Total comprehensive profit for the year (V+VI)** | | **2,591.47** | **655.75** |
| | Earnings per equity share: | 31 | | |
| | Basic | | 1.11 | 0.63 |
| | Diluted | | 1.11 | 0.63 |

**See accompanying notes forming part of the Ind AS financial statements**

**As per our report of even date attached**
**For Suri & Sudhir**
**Chartered Accountants**
**Firm Registration No. 000601N**

SURI & SUDHIR New Delhi Chartered Accountants

**Sudhir Kumar Arora**
**Partner**
**Membership No: 080338**
**UDIN: 23080338BGUCZC8926**

**Place : Delhi**
**Date : 29-05-2023**

**For and on behalf of the Board of Directors of**
**Akara Capital Advisors Private Limited**

For Akara Capital Advisors Private Limited

**Shruti Aggarwal**
**Director**
**DIN: 06867269**

**Tushar Aggarwal**
**Managing Director**
**DIN: 01587360**

**Sonia Thakur**
**Company Secretary**
**M.No.: A40393**
**Place: Delhi**
**Date : 29-05-2023**

For Akara Capital Advisors Private Limited

**Akara Capital Advisors Private Limited**
**Statement of Cash Flows for the year ended March 31, 2023**
**(All amounts in Lakhs of ₹ unless otherwise stated)**

| Particulars | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|---|---|
| **A CASH FLOWS FROM OPERATING ACTIVITIES** | | |
| Profit before tax | 3,981.69 | 795.75 |
| **Adjustments for:** | | |
| Remeasurement gain/(loss) on defined benefit plans | | |
| Depreciation and amortisation expense | 223.34 | 113.53 |
| Finance Cost | 7,929.98 | 2,338.18 |
| Interest Received | (247.88) | (16.75) |
| Other Inflows / (Outflows) of cash | (2,993.25) | 4,560.85 |
| **Operating profit before working capital changes** | **8,893.88** | **7,791.56** |
| *Changes in working capital* | | |
| Increase/(decrease) in trade payables | 270.08 | (30.79) |
| Increase/(decrease) in current liabilities | 591.55 | 1,114.84 |
| Increase/(decrease) in Other financial liabilities | - | |
| Increase/(decrease) in provisions | | |
| Increase/(decrease) in Other non-financial liabilities | | |
| (Increase)/decrease in Short term Loans and advances | (53,049.95) | (42,173.25) |
| (Increase)/decrease in Other Current assets | (445.43) | (1,546.85) |
| (Increase)/decrease in trade Receivables | (969.76) | (62.32) |
| (Increase)/decrease in Other non-financial assets | | |
| **Cash flow from operating activities post working capital changes** | **(44,709.63)** | **(34,906.81)** |
| Income- tax paid | (1,062.39) | (71.85) |
| **Net cash flow from operating activities before extraordinary items** | | |
| Payment for extra Ordinary items | | (1.79) |
| **Net cash flow from operating activities (A)** | **(45,772.02)** | **(34,980.45)** |
| **B CASH FLOWS FROM INVESTING ACTIVITIES** | | |
| Purchase of property, plant and equipment | | (34.99) |
| Purchase of Intangible assets | (14.88) | (314.90) |
| Proceeds from sale of Investment property | - | |
| Interest received | 247.88 | 16.75 |
| Cash Advances and loans made to other parties | -2,376.33 | (1,307.15) |
| Other Inflows / (Outflows) of cash | 8,271.35 | (272.42) |
| **Net cash used in investing activities (B)** | **6,128.02** | **(1,912.71)** |
| **C CASH FLOWS FROM FINANCING ACTIVITIES** | | |
| Finance Cost | -7,929.98 | -2,338.18 |
| Increase in / (Repayment) of Short term Borrowings | 18,001.66 | 14,606.77 |
| Increase in / (Repayment) of Long term borrowings | 46,974.98 | 14,442.29 |
| Increase / (Decrease) in share capital | 5,936.88 | 15,212.14 |
| Increase / (Decrease) in share application money pending allotment | | (0.73) |
| Repayments of other borrowings | | |
| Proceeds from issue of share capital including share premium | | |
| **Net cash flow from financing activities (C)** | **62,983.54** | **41,922.29** |
| Increase in cash and cash equivalents (A+B+C) | **23,339.54** | **5,029.14** |
| Cash and cash equivalents at the beginning of the year | 5,657.96 | 628.83 |
| **Cash and cash equivalents at the end of the year** | **28,997.50** | **5,657.97** |

**Cash and cash equivalents consist of:**

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|---|---|---|
| Cash on hand | 0.30 | 0.30 |
| Balance with banks | | |
| -In current accounts | 13,922.49 | 5,437.85 |
| -In deposit accounts | 15,060.04 | 219.81 |
| Accrued interest | 14.67 | |
| | **28,997.50** | **5,657.96** |

**See accompanying notes forming part of the Ind AS financial statements**

As per our report of even date attached
**For Suri & Sudhir**
**Chartered Accountants**
**Firm Registration No. 000601N**

**Sudhir Kumar Arora**
**Partner**
**Membership No: 080338**
**UDIN: 23080338BGUCZC8926**

SURI & SUDHIR New Delhi Chartered Accountants

**Place : Delhi**
**Date : 29-05-2023**

**For and on behalf of the Board of Directors of**
**Akara Capital Advisors Private Limited**

**Shruti Aggarwal**
**Director**
**DIN: 06867269**

**Tushar Aggarwal**
**Managing Director**
**DIN: 01587366**

**Sonia Thakur**
**Company Secretary**
**M.No.: A40393**
**Place: Delhi**
**Date : 29-05-2023**

For Akara Capital Advisors Private Limited

Akara Capital Advisors Private Limited

Statement of changes in equity for the period ended March 31, 2023

(All amounts in Lakhs of ₹ unless otherwise stated)

A Equity share capital

(1) Current reporting period

| Balance at the beginning of the current reporting period | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting Period |
|---|---|---|---|---|
| 21,119.05 | - | 21,119.05 | 5,936.88 | 27,055.93 |

(2) Previous reporting period

| Balance at the beginning of the current reporting period | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting Period |
|---|---|---|---|---|
| 5,906.91 | - | 5,906.91 | 15,212.14 | 21,119.05 |

B Other equity

| Particulars | Reserves and Surplus | | | | Other Comprehensive Income (OCI) | Total |
|---|---|---|---|---|---|---|
| | Securities premium reserve | Reserve u/s 45-IC of Reserve Bank of India Act, 1934 | Employee Stock Options Outstanding Account | Retained Earnings- Other than Remeasurement of Post Employment Benefit Obligations | Retained Earnings- Remeasurement of Post Employment Benefit Obligations | |
| **Balance at April 1, 2021** | **1,472.07** | **85.73** | **-** | **205.21** | **-** | **1,763.01** |
| Add: Profit for the period | - | - | - | 432.62 | - | **432.62** |
| Add [Less]: Other comprehensive income (net of tax) | - | - | - | | 7.18 | **7.18** |
| **Total comprehensive income for the year** | - | - | - | **432.62** | - | **439.80** |
| Transfer to statutory reserve | - | 109.99 | - | (109.99) | - | **-** |
| Employee stock options | - | - | - | - | - | **-** |
| Premium on issue of equity shares | 4,563.65 | - | - | - | - | **4,563.65** |
| Share issue expenses | - | - | - | - | - | **-** |
| **Balance at March 31, 2022** | **6,035.72** | **195.72** | **-** | **527.84** | **-** | **6,976.33** |

SURI & SUDHIR New Delhi Chartered Accountants

For Akara Capital Advisors Private Limited

| | | | | | | |
|---|---|---|---|---|---|---|
| **Balance at March 31, 2022** | **6,035.72** | **195.72** | - | **527.84** | - | **6,976.33** |
| Add: Profit for the period | - | - | - | 1,903.85 | - | **1,903.85** |
| Add [Less]: Other comprehensive income (net of tax) | - | - | - | | 3.05 | **3.05** |
| **Total comprehensive income for the year** | - | - | - | **1,903.85** | **3.05** | **1,906.90** |
| Transfer to statutory reserve | - | 659.62 | - | (659.62) | - | - |
| Employee stock options | - | - | - | - | - | - |
| Securities premium on issue of equity shares | 4,516.08 | - | - | - | - | **4,516.08** |
| Share issue expenses | - | - | - | - | - | - |
| **Balance at March 31, 2023** | **10,551.80** | **855.34** | - | **1,772.07** | **3.05** | **14,083.88** |

**See accompanying notes forming part of the Ind AS financial statements**

**As per our report of even date attached**
**For Suri & Sudhir**
**Chartered Accountants**
**Firm Registration No. 000601N**

SURI & SUDHIR New Delhi Chartered Accountants

**Sudhir Kumar Arora**
**Partner**
**Membership No: 080338**
**UDIN: 23080338BGUCZC8926**

**Place : Delhi**
**Date : 29-05-2023**

**For and on behalf of the Board of Directors of**
**Akara Capital Advisors Private Limited**

Akara Capital Advisors Private Limited

**Shruti Aggarwal**
**Director**
**DIN: 06867269**

**Tushar Aggarwal**
**Managing Director**
**DIN: 01587360**

**Sonia Thakur**
**Company Secretary**
**M.No.: A40393**
**Place: Delhi**
**Date : 29-05-2023**

**Akara Capital Advisors Private Limited**
**Notes to the Special Purpose Standalone Financial Statements for the year ended 31 March 2023**
**(All amounts are in Indian Rupees, unless otherwise stated)**

**1. Property, plant and equipment**

| Assets | Gross block | | | | Accumulated depreciation/amortisation | | | | Net block | |
|---|---|---|---|---|---|---|---|---|---|---|
| | As at 31 March 2022 | Additions | Adjustments/ (disposals) | As at 31 Mar 2023 | As at 31 March 2022 | For the year | Adjustments/ (disposals) | As at 31 Mar 2023 | As at 31 Mar 2023 | As at 31 March 2022 |
| **Tangible Assets** | | | | | | | | | | |
| Office Equipment | 0.42 | | -0.42 | - | 0.40 | | -0.40 | - | - | 0.02 |
| Computers | 2.11 | | -2.11 | - | 1.93 | | -1.93 | - | - | 0.18 |
| **Sub-total (A)** | **2.53** | **-** | **(2.53)** | **-** | **2.33** | **-** | **(2.33)** | **-** | **-** | **0.20** |
| Previous year | 2.53 | - | - | 2.53 | 2.33 | 0.07 | | 2.40 | 0.13 | 0.20 |
| **Intangible assets** | | | | | | | | | | |
| | 787.87 | 1,200.81 | (122.59) | 1,866.09 | 198.31 | 223.34 | (59.05) | 362.60 | 1,503.49 | 589.56 |
| **Sub-total (B)** | **787.87** | **1,200.81** | **(122.59)** | **1,866.09** | **198.31** | **223.34** | **(59.05)** | **362.60** | **1,503.49** | **589.56** |
| Previous year | 472.97 | 314.90 | - | 787.87 | 84.71 | 113.60 | - | 198.31 | 589.56 | 388.26 |
| **Capital work in progress (C)*** | | | | | | | | | | |
| Intangible Assets under Progress | 34.99 | 49.87 | 34.99 | 49.87 | - | - | - | - | 49.87 | 34.99 |
| **Sub-total (C)** | **34.99** | **49.87** | **34.99** | **49.87** | **-** | **-** | **-** | **-** | **49.87** | **34.99** |
| Previous year | - | 34.99 | - | 34.99 | - | - | - | - | 34.99 | - |
| **Total (A+B+C)** | **825.39** | **1,250.68** | **(90.13)** | **1,915.96** | **200.64** | **223.34** | **(61.38)** | **362.60** | **1,553.36** | **624.75** |

**Intangibles Under Development Ageing Schedule**

| Projects in process | Amount in IA under development for a period of | | | | Total |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 Years | 2-3 Years | More than 3 Years | |
| **31-03-2023** | | | | | |
| IA under Development | 4.99 | .00 | .00 | .00 | .00 |
| **Total 31-03-2023** | **4.99** | **.00** | **.00** | **.00** | **.00** |
| **31-03-2022** | | | | | |
| IA under Development | 3.50 | .00 | .00 | .00 | .00 |
| **Total 31 -03-2022** | **3.50** | **.00** | **.00** | **.00** | **.00** |

For Akara Capital Advisors Private Limited

SURI & SUDHIR New Delhi Chartered Accountants

TA

AKARA CAPITAL ADVISORS PRIVATE LIMITED

Notes forming part of the Ind AS financial statements for the period ended March 31, 2023

(All amounts in Lakhs of ₹ unless otherwise stated)

2. Investments

| Particulars | Non Current | | Current | |
|---|---|---|---|---|
| | As at March 31, 2023 | As at March 31,2022 | As at March 31, 2023 | As at March 31,2022 |
| **Investments at amortised Cost:** | | | | |
| **Investment in pass through certificates (PTC)** | | | | |
| Investment in pass through certificates (PTC) | 82.04 | - | - | - |
| | | | - | - |
| **Total** | 82.04 | - | - | - |
| (i) Investment outside India | - | | - | - |
| (ii) Investment in India | 82.04 | | - | - |
| **Total** | 82.04 | - | - | - |
| Less: Impairment loss allowance on pass through certificates | - | | - | - |
| **Total** | 82.04 | - | - | - |

3. Loans

| | Non Current | | Current | |
|---|---|---|---|---|
| | As at March 31, 2023 | As at March 31,2022 | As at March 31, 2023 | As at March 31,2022 |
| **At amortised cost** | | | | |
| **(A) Loans** | | | | |
| (i) Term Loans | 18,471.57 | 16,095.24 | 88,337.98 | 35,262.32 |
| (ii) Loan against property (LAP) and machinery finance | - | - | - | - |
| (iii) Working capital demand loan | - | - | - | - |
| (iv) Loan to Related Partiies | - | - | - | - |
| (v) Others (Staff Loans) | - | - | - | - |
| (vi) Interest accrued on loans* | - | - | 838.12 | 287.11 |
| **Total (A) - Gross** | 18,471.57 | 16,095.24 | 89,176.10 | 35,549.43 |
| Less: Impairment loss allowance | - | | -839.28 | 128.39 |
| Less: Revenue received in advance | | | 1,544.39 | |
| **Total (A) - Net** | 18,471.57 | 16,095.24 | 88,470.99 | 35,421.04 |
| **(B)** | | | | |
| (i) Secured by tangible assets (includes advances against book debts) | - | - | - | - |
| (ii) Secured by fixed deposits | | | | |
| (ii) Covered by bank guarantee | - | - | - | - |
| (iii) Unsecured | 18,471.57 | 16,095.24 | 89,176.10 | 35,549.43 |
| **Total (B) - Gross** | 18,471.57 | 16,095.24 | 89,176.10 | 35,549.43 |
| Less: Impairment loss allowance | - | - | -839.28 | 128.39 |
| Less: Revenue received in advance | - | - | 1,544.39 | - |
| **Total (B) - Net** | 18,471.57 | 16,095.24 | 88,470.99 | 35,421.04 |
| **(C) Loans in India**** | | | | |
| (i) Public sector | - | - | - | - |
| (ii) Others | 18,471.57 | 16,095.24 | 89,176.10 | 35,549.43 |
| **Total (C) - Gross** | 18,471.57 | 16,095.24 | 89,176.10 | 35,549.43 |
| Less: Impairment loss allowance | - | - | -839.28 | 128.39 |
| Less: Revenue received in advance | - | - | 1,544.39 | - |
| **Total (C) - Net** | 18,471.57 | 16,095.24 | 88,470.99 | 35,421.04 |

* The Company does not hold any loans outside India

**Interest Accrued on loans is inclusive of loans to related parties.

The net carrying amount of loans is considered a reasonable approximation of their fair value.

| Type of Borrower | Amount of loans or advance in the nature of loan outstanding as on March 2023 | Percentage of total loans and advances in the nature of loans | Amount of loans or advance in the nature of loan outstanding as on March 2022 | Percentage of total loans and advances in the nature of loans |
|---|---|---|---|---|
| Promoters | - | - | - | - |
| Directors | - | - | - | - |
| KMPs | - | - | - | - |
| Related Parties | 10.38 | 0.01% | - | 0.00% |

The related party loans as on 31st March 2023 is nil. The o/s balance only pertains to interest on such loans.

4. Other financial assets - Current

| | Non Current | | Current | |
|---|---|---|---|---|
| | As at March 31, 2023 | As at March 31,2022 | As at March 31, 2023 | As at March 31,2022 |
| Margin money against borrowings | - | 425.00 | 475.00 | 565.00 |
| Interest accrued on margin money against borrowings | | | - | - |
| Other recoverable from related party | | | - | 10.60 |
| Security Deposits | 0.51 | 8.14 | 221.23 | 65.17 |
| Balances with banks | 285.67 | 272.42 | | |
| - in deposits with maturity of more than 12 months * | | | | |
| **Total** | 286.18 | 705.56 | 696.23 | 640.77 |

SURI & SUDHIR New Delhi Chartered Accountants

For Akara Capital Advisors Private Limited

**AKARA CAPITAL ADVISORS PRIVATE LIMITED**
**Notes forming part of the Ind AS financial statements for the period ended March 31, 2023**
**(All amounts in Lakhs of ₹ unless otherwise stated)**

5

| Deferred tax | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Deferred tax Assets (net) | - | - |
| **Total** | - | 41.52 |
| Deferred tax Liability (net) | 290.38 | |
| **Total** | 290.38 | - |

6.

| Trade Receivable | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Considered Good – Secured | - | - |
| Considered Good – Unsecured (Refer Note-5a) | 3,294.07 | 2,314.80 |
| Trade Receivables which have significant increase in credit risk | - | 9.51 |
| Trade Receivables- credit impaired | - | - |
| **Total** | 3,294.07 | 2,324.31 |

**Trade receivable aging schedule for the year ending March 31, 2023 summaried as below:**

| Praticulars | Outstanding for following periods from due date of payments | | | | | |
|---|---|---|---|---|---|---|
| | Less than 6 months | 6 months - 1 years | 1-2 years | 2-3 years | More than 3 years | Total |
| (i) Undisputed trade receivables – considered good | 3,294.07 | - | - | - | - | 3,294.07 |
| (ii) Undisputed trade receivables – considered doubtful | - | - | - | - | - | - |
| (iii) Disputed trade receivables – considered good | - | - | - | - | - | - |
| (iv) Disputed trade receivables – considered doubtful | - | - | - | - | - | - |

**Trade receivable aging schedule for the year ending March 31, 2022 summaried as below:**

| Praticulars | Outstanding for following periods from due date of payments | | | | | |
|---|---|---|---|---|---|---|
| | Less than 6 months | 6 months - 1 years | 1-2 years | 2-3 years | More than 3 years | Total |
| (i) Undisputed trade receivables – considered good | 2,314.80 | - | - | - | - | 2,314.80 |
| (ii) Undisputed trade receivables – considered doubtful | - | - | - | - | - | - |
| (iii) Disputed trade receivables – considered good | - | - | - | - | - | - |
| (iv) Disputed trade receivables – considered doubtful | - | - | 9.51 | - | - | 9.51 |

7.

| Cash and cash equivalents | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Cash on hand | 0.30 | 0.30 |
| Balances with banks: | | |
| - in Current accounts | 13,636.82 | 5,437.86 |
| - balance with banks with original maturity of 3 months or less | 4,085.34 | - |
| Cheques or drafts on hand | | |
| Accrued interest on deposits with bank | 14.67 | - |
| Total | 17,737.13 | 5,438.16 |

**# This includes deposit of INR 436.31 Lakhs (31 March 2022: INR 0) pledged with banks and financial institutions**

8.

| Bank balance other than cash and cash equivalents | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Other bank deposits | | |
| - deposits with original maturity more than three months but remaining maturity of less than twelve months | 10,974.70 | 219.80 |
| Accrued interest on deposits with bank | - | |
| Total | 10,974.70 | 219.80 |

**# This includes deposit of INR 1852.74 Lakhs (31 March 2022: INR 219.80 lakhs) pledged with banks and financial institutions**

9.

| Current tax assets (Net) | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Current tax assets | 445.73 | 1.66 |
| **Total** | 445.73 | 1.66 |

10.

| Other Current assets | Non Current | | Current | |
|---|---|---|---|---|
| | As at March 31, 2023 | As at March 31,2022 | As at March 31, 2023 | As at March 31,2022 |
| Prepaid expenses | - | - | 132.17 | 142.67 |
| Other Advances and Recoverables | - | - | 39.58 | 86.59 |
| Other Receivables | - | - | 1,167.62 | 1,310.62 |
| Statutory remittances | | | | 244.92 |
| **Total** | - | - | 1,339.37 | 1,784.80 |

SURI & SUDHIR New Delhi Chartered Accountants

For Akara Capital Advisors Private Limited

**AKARA CAPITAL ADVISORS PRIVATE LIMITED**

**Notes forming part of the Ind AS financial statements for the period ended March 31, 2023**

**(All amounts in Lakhs of ₹ unless otherwise stated)**

**11 Equity**

**(a) Equity Share Capital**

**(i) Share capital authorised, issued, subscribed and paid-up**

| Particulars | As at March 31, 2023 | | As at March 31, 2022 | |
|---|---|---|---|---|
| | No. of shares | (₹ in lakhs) | No. of shares | (₹ in lakhs) |
| **Authorised Equity share capital** | | | | |
| Equity shares of Rs.10 each | 40,00,00,000 | 40,000.00 | 40,00,00,000 | 40,000.00 |
| **Total** | **40,00,00,000** | **40,000.00** | **40,00,00,000** | **40,000.00** |
| **Issued, subscribed and paid up Equity share capital** | | | | |
| Equity shares of Rs.10 each | 27,05,59,331 | 27,055.93 | 21,11,90,519 | 21,119.05 |
| | **27,05,59,331** | **27,055.93** | **21,11,90,519** | **21,119.05** |

**(ii) Terms/rights attached to equity shares**

Each holder of equity shares is entitled to one vote per share and ranks pari passu. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(iii) Reconciliation of the shares outstanding at the beginning and at the end of the year**

| Particulars | As at March 31, 2023 | | As at March 31, 2022 | |
|---|---|---|---|---|
| | No. of shares | (₹ in lakhs) | No. of shares | (₹ in lakhs) |
| **At the beginning of the year** | **21,11,90,519** | **21,119.05** | **5,90,69,103** | **5,906.91** |
| Issued during the year:- | | | | |
| **Morus Technologies Pte. Ltd.** | | | | |
| - On right issue basis | 5,93,68,812 | 5,936.88 | 15,21,21,416 | 15,212.14 |
| **Outstanding at the end of the period^** | **27,05,59,331** | **27,055.93** | **21,11,90,519** | **21,119.05** |

**(iv) Equity shares in the Company held by the holding company & beneficiaries**

| Particulars | As at March 31, 2023 | | As at March 31, 2022 | |
|---|---|---|---|---|
| | No. of shares | % of holding | No. of shares | % of holding |
| Shruti Aggarwal (Beneficial Owner- Morus Technologies Pte. Ltd.) | 1000 | 0.00037 | 1000 | 0.00047 |
| Morus Technologies Pte. Ltd. (holding company) | 27,05,58,331 | 99.99963 | 21,11,89,519 | 99.99953 |

**(v) Details of shareholders holding more than 5% shares in the company**

| Particulars | As at March 31, 2023 | | As at March 31, 2022 | |
|---|---|---|---|---|
| | No. of shares | % of holding | No. of shares | % of holding |
| Morus Technologies Pte. Ltd. (holding company) | 27,05,58,331 | 100.00 | 21,11,89,519 | 100.00 |

SURI & SUDHIR New Delhi Chartered Accountants

For Akara Capital Advisors Private Limited

**AKARA CAPITAL ADVISORS PRIVATE LIMITED**
**Notes forming part of the Ind AS financial statements for the period ended March 31, 2023**
**(All amounts in Lakhs of ₹ unless otherwise stated)**

**12 Other equity**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Securities premium reserve | 10,551.80 | 6,035.72 |
| Statutory reserve (in terms of Section 45-IC of the Reserve Bank of India Act, 1961) | 855.34 | 195.72 |
| Retained earnings - Other than remeasurement of post employment benefit obligations | 2,676.74 | 744.89 |
| **Total** | **14,083.88** | **6,976.33** |

**(i) Securities premium reserve**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| **Opening balance** | **6,035.72** | **1,472.07** |
| Add: Amount received pursuant to issue of equity shares | 4,516.08 | 4,563.65 |
| Less: Share issue expenses | - | - |
| Less: Stamp duty on issue of equity shares | - | - |
| **Closing balance** | **10,551.80** | **6,035.72** |

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

**(ii) Statutory reserve (in terms of Section 45-IC of the Reserve Bank of India Act, 1934)**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| **Opening balance** | **195.72** | **85.73** |
| Add: Transferred from retained earnings | 659.62 | 109.99 |
| **Closing balance** | **855.34** | **195.72** |

This reserve is maintained in accordance with the provisions of Section 45-IC of the Reserve Bank of India Act, 1934 wherein every non-banking financial company shall create a reserve fund the transfer therein a sum not less than twenty per cent of its net profit every year as disclosed in the Statement of profit and loss and before any dividend is declared.

**(vii) Retained earnings - Other than remeasurement of post employment benefit obligations**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| **Opening balance** | **744.89** | **205.21** |
| Add: Profit for the year | 2,591.47 | 649.67 |
| Less: Transferred to statutory reserve u/s 45-IC of the Reserve Bank of India Act, 1934^ | (659.62) | (109.99) |
| **Closing balance** | **2,676.74** | **744.89** |

^ Transfer to statutory reserve u/s 45-IC of the reserve bank of india act, 1934 calculated on the total comprehensive income for the current year and previous year

SURI & SUDHIR New Delhi Chartered Accountants

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For Akara Capital Advisors Private Limited

**AKARA CAPITAL ADVISORS PRIVATE LIMITED**

**Notes forming part of the Ind AS financial statements for the period ended March 31, 2023**

**(All amounts in Lakhs of ₹ unless otherwise stated)**

| 13 | Borrowings-Debt securities | Non Current | | Current | |
|---|---|---|---|---|---|
| | | As at March 31, 2023 | As at March 31,2022 | As at March 31, 2023 | As at March 31,2022 |
| | **At amortised cost** | | | | |
| | **Unsecured** | | | | |
| | **Total** | - | - | - | - |
| | **Secured** | | | | |
| | Debentures (Refer note 16a) | 20,359.60 | 5,200.00 | 11,950.00 | 800.00 |
| | Accrued interest on debentures | - | | 172.53 | - |
| | **Total** | **20,359.60** | **5,200.00** | **12,122.53** | **800.00** |
| | Less: Unamortised processing fees on borrowings | - | - | - | - |
| | | **20,359.60** | **5,200.00** | **12,122.53** | **800.00** |
| | **Total** | **20,359.60** | **5,200.00** | **12,122.53** | **800.00** |
| | Debt securities in India | **20,359.60** | **5,200.00** | **12,122.53** | **800.00** |
| | Debt securities outside India | - | - | - | - |
| | **Total** | **20,359.60** | **5,200.00** | **12,122.53** | **800.00** |

**13A Security and terms of repayment for redeemable non-convertible debenture (NCD)***

| Repayment Terms | Tenure | Interest Range (At March 31,2022) | Interest Range (At March 31,2021) | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|---|---|
| **Listed NCD:** | | | | | |
| 690 NCD's of ₹10,00,000/- each (Previous year NIL) | Upto 2 y | 12.55% | | 6,900.00 | - |
| 300 NCD's of ₹10,00,000/- each (Previous year NIL) | Upto 2 y | 11.75% | | 2,500.00 | - |
| 1800 NCD's of ₹100,000/- each (Previous year Nil) | Upto 2 y | 11.04% | - | 1,800.00 | - |
| | | | | **11,200.00** | - |
| **Unlisted NCD:** | | | | | |
| 200 NCD's of ₹1,000,000/- each (Previous year 200 NCD's of ₹1,000,000/- each) | Upto 2 y | 14.55% | 14.55% | 2,000.00 | 2,000.00 |
| 400 NCD's of ₹10,00,000/- each (Previous year NIL) | Upto 2 y | 14.00% | | 3,810.00 | - |
| 40,000 NCD's of ₹10,000/- each (Previous Year NIL) | Upto 2 y | 13.17% | 13.17% | 800.00 | 4,000.00 |
| 750 NCD's of ₹10,00,000/- each(Previous year NIL) | Upto 3 y | 11.04% | - | 7,500.00 | - |
| 250 NCD's of ₹10,00,000/- each(Previous year NIL) | Upto 2 y | 14.00% | - | 2,500.00 | - |
| 2700 NCD's of ₹1,00,000/- each(Previous year NIL) | Upto 2 y | 13.05% | | 2,250.00 | - |
| 30,000 NCD's of ₹10,000/- each(Previous year NIL) | Upto 2 y | 13.05% | | 2,250.00 | - |
| | | | | **21,110.00** | **6,000.00** |
| **Total** | | | | **32,310.00** | **6,000.00** |

*Non-convertible debentures of are secured by first and exclusive charge over the specific identified book debts/ loan receivables of the Company and by corporate guarantee from the Holding and Associate Company,

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| Borrowings (other than debt securities) | As at March 31, 2023 | As at March 31,2022 | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|---|
| **At amortised cost** | | | | |
| **Secured** | | | | |
| External commercial borrowings (Refer note 18a) | 24,193.19 | - | - | - |
| Term loans from banks (Refer note 18b) | - | | 4,666.67 | 250.00 |
| Term loans from financial institutions (Refer note 18c) | 16,369.11 | 11,060.69 | 15,748.74 | 13,844.68 |
| ICD'S | 2,922.73 | 608.96 | 66.66 | 2,057.34 |
| WCDL | - | | 2,500.00 | - |
| Accrued Interest on ECB | - | | 144.89 | - |
| Accrued interest on Loans | - | | 147.35 | 136.27 |
| Accrued interest on WCDL | | - | | - |
| | **43,485.03** | **11,669.65** | **23,274.31** | **16,288.29** |
| **Loans repayable on demand (secured)** | | | | |
| Cash credit and bank overdraft (Refer note 18d) | - | - | - | - |
| | - | - | - | - |
| | **43,485.03** | **11,669.65** | **23,274.31** | **16,288.29** |
| Less: Unamortised processing fees on borrowings | - | - | 522.84 | 215.95 |
| | **43,485.03** | **11,669.65** | **22,751.47** | **16,072.34** |
| Borrowings (other than debt securities) in India | **19,291.84** | **11,669.65** | **22,606.58** | **16,072.34** |
| Borrowings (other than debt securities) outside India | 24,193.19 | - | 144.89 | - |
| **Total** | **43,485.03** | **11,669.65** | **22,751.47** | **16,072.34** |

**13B Security and terms of repayment of External commercail borrowings in foreign currency ^**

| Repayment Terms | Tenure | Interest Range (At March 31,2023) | Interest Range (At March 31,2022) | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|---|---|
| Bullet | Upto 3 Years | 8.5% to 10.35% | - | 24,193.19 | |
| **Total** | | | | **24,193.19** | |

^ The company had availed total External Commercial Borrowing (ECBs) for financing prospective borrowers as per the ECB guidelines issued by Reserve Bank of India ("RBI") from time to time. The borrowing had a
maturity of three years In terms of RBI guidelines.

**13C Security and terms of repayment for secured term loans from banks^^**

| Repayment Terms | Tenure | Interest Range (At March 31,2022) | Interest Range (At March 31,2021) | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|---|---|
| Monthly | Upto 2 Years | 8.05% to 13.00% | 11.50% to 13.53% | 4,666.67 | 250.00 |
| **Total** | | | | **4,666.67** | **250.00** |

^^ Term loans from bank are secured by first and exclusive charge on specific identified receivables of the Company and corporate guarantee by holding Company.

**13D Security and terms of repayment for secured term loans from financial institutions#**

| Repayment Terms | Tenure | Interest Range (At March 31,2022) | Interest Range (At March 31,2021) | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|---|---|
| Monthly | Upto 2 Years | 11.50% to 15% | 12.25% to 15% | 32,117.85 | 24,905.37 |
| **Total** | | | | **32,117.85** | **24,905.37** |

# Term loans from financial institutions are secured by first and exclusive charge on specific identified receivables of the Company and corporate guarantee by holding Company.

**13E Security and terms of repayment ICD***

| Repayment Terms | Tenure | Interest Range (At March 31,2022) | Interest Range (At March 31,2021) | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|---|---|
| Monthly | Upto 1 Year | 13.50% | 9.25% to 11.95% | 2,989.39 | 2,666.30 |
| **Total** | | | | **2,989.39** | **2,666.30** |

* ICD are secured by first and exclusive charge on specific identified receivables of the Company and corporate guarantee by holding Company.

**13F Security and terms of repayment-WCDL^^^**

| Repayment Terms | Tenure | Interest Range (At March 31,2022) | Interest Range (At March 31,2021) | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|---|---|
| Monthly | Upto 1 Year | 13% to 13.89% | 13% to 14.95% | 25.00 | - |
| **Total** | | | | **25.00** | - |

^^^ WCDL are secured by first and exclusive charge on specific identified receivables of the Company and corporate guarantee by holding Company.

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| 14 | Other financial liabilities | Non Current | | Current | |
|---|---|---|---|---|---|
| | | As at March 31, 2023 | As at March 31,2022 | As at March 31, 2023 | As at March 31,2022 |
| | Loans pending disbursement | - | - | 115.08 | 461.77 |
| | Collections from Customers | - | - | 360.06 | 34.72 |
| | Payable to Related Parties (Refer Note no 39) | - | - | | 10.32 |
| | PTC Payable | - | - | 164.29 | 384.83 |
| | **Total** | - | - | **639.43** | **891.64** |

| 15 | Provision | Non Current | | Current | |
|---|---|---|---|---|---|
| | | As at March 31, 2023 | As at March 31,2022 | As at March 31, 2023 | As at March 31,2022 |
| | Provision for gratuity | 23.99 | 16.13 | 1.03 | 0.40 |
| | Provision for compensated absences | - | - | 6.61 | 7.26 |
| | Provision for Expenses | 20.18 | - | 303.46 | 93.18 |
| | Provision for Audit Fee | - | - | 5.40 | 5.40 |
| | **Total** | **44.17** | **16.13** | **316.50** | **106.24** |

| 16 | Trade payables | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|
| | Trade creditors other than MSME creditors | 473.98 | 172.08 |
| | Trade creditors-MSME creditors | 39.68 | 71.50 |
| | **Total** | **513.66** | **243.58** |

**Trade Payable aging schedule for the year ending March 31, 2023 summaried as below:**

| Praticulars | Outstanding for following periods from due date of payments | | | | |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| (i) MSME | 39.58 | 0.10 | - | - | **39.68** |
| (ii) Others | 472.71 | 0.45 | | - | **473.16** |
| (iii) Disputed dues - MSME | - | - | | - | - |
| (iv) Disputed dues - Others | | | 5.85 | - | 5.85 |
| **Total** | **512.29** | **0.55** | **5.85** | - | **518.69** |

**Trade Payable aging schedule for the year ending March 31, 2022 summaried as below:**

| Praticulars | Outstanding for following periods from due date of payments | | | | |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| (i) MSME | 71.50 | - | - | - | 71.50 |
| (ii) Others | 159.92 | 6.43 | | - | **166.35** |
| (iii) Disputed dues - MSME | - | | | - | - |
| (iv) Disputed dues - Others | | 5.85 | - | - | **5.85** |
| **Total** | **231.42** | **12.28** | - | - | **243.70** |

| 17 | Other Current Liabilities | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|
| | Employee related payable | 65.07 | 29.45 |
| | Statutory remittances | 561.00 | - |
| | **Total** | **626.07** | **29.45** |

| 18 | Current tax liabilities | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|
| | Provision for Tax | 1,062.39 | 173.13 |
| | **Total** | **1,062.39** | **173.13** |

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| 19 | **Revenue From Operations** | **As at March 31, 2023** | **As at March 31,2022** |
|---|---|---|---|
| | Interest on Loans (on financial assets measured at amortised cost) | 17,008.34 | 4,821.76 |
| | Processing Fee on loans to customers | 1,665.30 | - |
| | **Total** | **18,673.64** | **4,821.76** |

| 20 | **Fee and commission income** | **As at March 31, 2023** | **As at March 31,2022** |
|---|---|---|---|
| | Service and other fees | 2,641.62 | 3.78 |
| | **Total** | **2,641.62** | **3.78** |

| 21 | **Other income** | **As at March 31, 2023** | **As at March 31,2022** |
|---|---|---|---|
| | Interest Income on Cash Margin to Lender | 6.61 | **1.07** |
| | Interest Income on deposits with banks | 241.27 | **15.67** |
| | Interest Income on loans to Related Parties | 32.40 | - |
| | Income on sale of Bonds | 30.37 | - |
| | Miscellaneous Income | 2.66 | - |
| | Bad debts recovered | 63.73 | 92.96 |
| | Liabilities no longer required written back | | 5.57 |
| | Excess Provision Reversed | | 2.44 |
| | **Total** | **377.04** | **117.71** |

| 22 | **Finance costs (on financial liabilities measured at amortised cost)** | **As at March 31, 2023** | **As at March 31,2022** |
|---|---|---|---|
| | **Interest expenses on:** | | |
| | **Borrowings:** | | |
| | -On Loans from banks | 1.56 | 2.59 |
| | -On Loans from financial institutions | 3,821.37 | 1,423.01 |
| | -On Foreign Loans from holding company (ECB) | 1,022.12 | - |
| | -On WCDL | 105.41 | - |
| | -On ICD's | 219.35 | 244.62 |
| | **Debt securities** | | |
| | -On Debentures | 1,554.32 | 40.96 |
| | **Other Borrowing Cost** | 898.96 | 398.37 |
| | **Total** | **7,623.09** | **2,109.55** |

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| 23 | **Impairment on financial instruments** | **As at March 31, 2023** | **As at March 31,2022** |
|---|---|---|---|
| | **Impairment on financial instruments measured at amortised cost** | | - |
| | Impairment allowance on loans | - | 105.43 |
| | Impairment allowance on Assets | 101.22 | - |
| | Loss on loans & advances written off | 4,617.35 | - |
| | **Total** | **4,718.57** | **105.43** |

| 24 | **Employees benefit expense** | **As at March 31, 2023** | **As at March 31,2022** |
|---|---|---|---|
| | Salaries and wages | 568.23 | 206.95 |
| | Director Remuneration | 60.55 | 54.87 |
| | Contribution to provident and other funds | 19.84 | 3.30 |
| | Gratuity | 4.42 | |
| | Leave Encashment | 24.26 | 10.89 |
| | Staff welfare expense | 2.90 | 0.06 |
| | **Total** | **680.20** | **276.07** |

| 25 | **Depreciation and Amortisation Expenses** | **As at March 31, 2023** | **As at March 31,2022** |
|---|---|---|---|
| | Depreciation on tangible assets | - | - |
| | Amortisation on intangible assets | 223.34 | 113.53 |
| | **Total** | **223.34** | **113.53** |

| 26 | **Other expenses** | **As at March 31, 2023** | **As at March 31,2022** |
|---|---|---|---|
| | Rates and taxes | 40.12 | 76.83 |
| | Communication costs | 0.16 | 0.14 |
| | Printing and stationery | 1.26 | 0.31 |
| | Auditor remuneration: | | - |
| | -For Statutary Audit, Tax Audit and Limited Review | 10.40 | 7.00 |
| | -For Other Professional Services | 1.30 | 4.59 |
| | - For other certification and reporting | 8.98 | - |
| | Legal and professional | 181.05 | 100.22 |
| | Insurance | 0.23 | 0.43 |
| | Travelling and conveyance | 21.53 | 6.23 |
| | Electricity and Telepohone Expenses | 2.82 | - |
| | Corporate social responsibility expenses (refer note 50) | 6.28 | - |
| | Direct Expense | 3,526.51 | 936.34 |
| | Rent and Facility Fee | 55.98 | 40.68 |
| | Business auxiliary services | 61.37 | 71.18 |
| | Bank charges | 49.57 | 37.83 |
| | Directors' sitting fees | 39.75 | 15.00 |
| | Miscellaneous | 458.10 | 244.35 |
| | MSME Expenses | - | 1.79 |
| | **Total** | **4,465.41** | **1,542.92** |

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**27 Income tax expense**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| **Current tax** | | |
| In respect of the current year | 1,062.39 | 173.13 |
| | **1,062.39** | **173.13** |
| **Deferred tax charge/ (benefits)** | | |
| In respect of the current year | 331.90 | (55.65) |
| | **331.90** | **(55.65)** |

**28 Income tax expense recognized in other comprehensive income**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Income tax relating to remeasurement gains/(losses) on defined benefit plans | -1.02 | -2.41 |
| | **(1.02)** | **(2.41)** |

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**29 Earnings per share**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| a) Basic earnings per share | 1.11 | 0.63 |
| b) Diluted earnings per share | 1.11 | 0.63 |

**c) Reconciliations of earnings used in calculating earnings per share**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| **Basic earnings per share** | | |
| Profits attributable to the equity holders of the company used in calculating basic earnings per share | 2,591.47 | 655.75 |
| **Diluted earnings per share** | | |
| Profit attributable to the equity holders of the company used in calculating diluted earnings per share | 2,591.47 | 655.75 |

**d) Weighted average number of shares used as the denominator**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Weighted average number of equity shares used as the denominator in calculating basic earnings per share | 23,37,55,497 | 10,38,11,983 |
| Adjustments for calculation of diluted earnings per share | - | - |
| Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share | 23,37,55,497 | 10,38,11,983 |

**30 Disclosures under Ind AS 19 (Employee benefits)**

**(a) Defined contribution plans:**

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Employees' Provident Fund and Employees' State Insurance schemes, which are defined contribution plans. The Company has no obligation other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue.

**Amount recognized as an expense towards defined contribution plans**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Contribution to employees provident fund | 19.69 | 3.16 |
| Contribution to employee state insurance schemes | 0.15 | 0.14 |
| **Total** | **19.84** | **3.30** |

**(b) Defined benefit plans:**

The Company operates a funded gratuity benefit plan wherein every employee is entitled to a benefit equivalent to 15 days salary (includes dearness allowance) last drawn for each completed year of service. The same is payable on termination of service, or retirement, or death, whichever is earlier. The benefit vests after five years of continuous service. Gratuity benefits are valued in accordance with the Payment of Gratuity Act, 1972.

The gratuity plan of the company is funded gratuity plan. These plans typically expose the Company to actuarial risks such as: Interest rate risk, Liquidity risk, Salary escalation risk, demographic risk, regulatory risk

| | |
|---|---|
| Interest rate risk | The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase. |
| Salary escalation risk | Higher than expected increases in salary will increase the defined benefit obligation. |
| Demographic risk | This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee. |

The most recent actuarial valuation of the present value of the defined benefit obligation were carried out as at March 31, 2023 by Independent Valuer , Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost, were measured using the projected unit credit method

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| Principal assumptions: | Gratuity | |
|---|---|---|
| | As at March 31, 2023 | As at March 31,2022 |
| Discount rate (per annum) | 7.50% | 7.25% |
| Salary growth rate (per annum) | 5.00% | 5.00% |
| Retirement age | 60 Years | 60 Years |
| Withdrawal rate (per annum) | 5.00% | 5.00% |
| In service mortality | IALM 2012-14 | IALM 2012-14 |

**Reconciliation of present value of defined benefit obligation**

| Particulars | Gratuity | |
|---|---|---|
| | As at March 31, 2023 | As at March 31,2022 |
| Present value of the obligation at the beginning of the period | 16.53 | 18.97 |
| Interest cost | 1.20 | 1.38 |
| Current service cost | 7.29 | 5.77 |
| Past service cost | - | - |
| Benefits paid (if any) | - | - |
| Actuarial (gain)/loss | -4.07 | -9.59 |
| **Present value of the obligation at the end of the period** | **20.95** | **16.53** |

**Expense recognized in statement of profit and loss**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Current service cost | 1.20 | 1.38 |
| Net interest on net defined benefit liability / (asset) | 7.29 | 5.77 |
| **Total Expense to be recognised in Profit & Loss Account** | **8.49** | **7.15** |

**Remeasurements recognized in other comprehensive income**

| Particulars | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|
| Actuarial (gain)/ loss on defined benefit obligation | -4.07 | -9.59 |
| **Amount to be recognised in Other Comprehensive Income** | **-4.07** | **-9.59** |

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonable possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

| Particulars | 31-Mar-23 | | 31-Mar-22 | |
|---|---|---|---|---|
| | Decrease | Increase | Decrease | Increase |
| Discount Rate (-/+ 1%) | 23.47 | 18.83 | 18.63 | 14.78 |
| (% change compared to base due to sensitivity) | 12.00% | -10.00% | 13.00% | -11.00% |
| Salary Growth Rate (-/+ 1%) | 18.77 | 23.50 | 14.73 | 18.66 |
| (% change compared to base due to sensitivity) | -12.00% | 12.00% | -11.00% | 13.00% |
| Withdrawal Rate (-/+ 1%) | 20.51 | 21.29 | 16.24 | 16.75 |
| (% change compared to base due to sensitivity) | -2.00% | 2.00% | -2.00% | 1.00% |

**Sensitivity Analysis**

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. There is no change in the method of valuation for the prior period.

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31 During the previous year the company has securitized its book debts for asset reconstruction. The details of the transaction are here under:-

| Particulars | For the year ended 31.03.2023 | For the year ended 31.03.2022 |
|---|---|---|
| 1. No. of accounts | 11290 | 7886 |
| 2. Aggregate value (net of provisions) of accounts sold to SC/RC | 2,050.98 | 1,047.28 |
| 3. Aggregate consideration | 1845.88^ | 973.97 |
| 4. Additional consideration realized in respect of accounts transferred in earlier years | - | - |
| 5. Aggregate gain / loss over net book value | -* | -* |

***^ The aggregagate consideration of Rs 1845.88 consists series A Pos of Rs 1763.84 and equity tranche of Rs 82.04***

****The differential amount of Rs 205.10 (Rs 73.31 for the year ended 31st March 2022) is kept as collateral with the SC/RC***

**32 Expenditure in Foreign Currency:**

Company has incurred the following expenses in foreign currency

| Particulars | For the year ended 31.03.2023 | For the year ended 31.03.2022 |
|---|---|---|
| Expenditure in Foreign Currency | 1022.12 | Nil |

*Out of the total foreign currency expenditure of Rs851,65 is paid in the year ended 31.03.2023*

**33 Income in Foreign Currency:**

Company has earned the following incomes in foreign currency

| Particulars | For the year ended 31.03.2023 | For the year ended 31.03.2022 |
|---|---|---|
| Income in Foreign Currency | Nil | Nil |

**34 Payments to Auditors:-**

| Auditors Remuneration | For the year ended 31.03.2023 | For the year ended 31.03.2022 |
|---|---|---|
| Audit Fees | 10.40 | 7.00 |
| Certification Fees | 8.98 | 3.78 |
| Other Professional Services | 1.3 | 0 |
| GST | 3.72 | 1.94 |
| Total | **24.40** | **12.72** |

**35 Details of assets pledged/ hypothecated as security:**

The carrying amounts of assets pledged/ hypothecated as security for current and non-current borrowings are:

| Particulars | For the year ended 31.03.2023 | For the year ended 31.03.2022 |
|---|---|---|
| **Non-current assets** | | |
| Property, plant and equipment | - | - |
| Loans | 1,07,647.67 | 51,644.67 |
| Trade receivables | - | - |

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**36 Segment reporting**

The Company's main business is to provide financing to its Customers to cater their cash flow requirements. All other activities revolve around the main business. The Company does not have any geographic segments. The Company does not derives revenues, from any single customer, amounting to 10 percent or more of Company's revenues. As such, there are no separate reportable segments as per IND AS 108 "Segment Reporting".

**37 Disclosure as required by Ind AS -24 on "Related Party Disclosure" notified under the companies (Indian Accounting Standard) Rules, 2015:**

**List of related parties and relationship:**

| Name of related party | Nature of Relationship |
|---|---|
| Morus Technologies Pte Ltd | Holding company |
| EQX Analytics Private Limited | Fellow subsidiary company |
| Titanium Fortune Financial Services Private Limited | Fellow subsidiary company |
| Santra Digital Services Private Limited | Common Control |
| Vishuv Invest Private Limited | Common Control |
| Stash Payments Private Limited | Common Control (Strike off Status as on date) |
| **Key management personnel** | |
| Tushar Aggarwal | Managing director |
| Shruti Aggarwal | Director |
| Satish Chandra Sinha | Independent director |
| Radhakrishnan Ramachandra Iyer | Independent director |
| Vijay Jasuja | Independent director (w.e.f 17-08-2022) |
| Vijuy Ronjan | Independent director |
| Paveet Dhaiya | Company Secretary (till 02-08-2022) |
| Sonia Rakesh Thakur | Company Secretary (w.e.f 03-08-2022) |

**Transactions with the related parties during the year:**

| Particulars | Nature of transaction | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|
| Morus Technologies Pte Ltd | Issue and allotment of equity share capital | 5,936.88 | 15,212.14 |
| | Foreign Loan received from Holding Company (ECB) | 24,193.19 | - |
| | Interest Payment on Foreign Loan | 798.27 | - |
| | Amount received for Expense Reimbursement incurred in PFY | 10.60 | - |
| | Expenses Incurred on behalf of Morus | | 10.60 |
| EQX Analytics Private Limited | Lead Generation Expenses | 3,103.38 | - |
| | Loan Disbursements and Collections through Intermediary | 4,486.88 | 211.65 |
| | Employee costs and reimbursements-Infra Sharing Expenses Payable | 33.61 | 18.54 |
| | Employee costs and reimbursements-Infra Sharing Expenses Paid | 18.54 | |
| Titanium Fortune Financial Services Private Limited | Loan Given | 9,833.60 | - |
| | Loan Payment Received Back | 9,833.60 | - |
| | Interest Income on Loan Given | 32.40 | - |
| | Loan Taken | 1,348.00 | - |
| | Loan Repaid | 1,348.00 | - |
| | Interest Payment on Loan Given | 10.80 | |
| Stash Payments Private Limited | Reimbursement of Expenses | 10.32 | - |

***The payment amounts mentioned above are inclusive of tds but the same are made net of TDS***

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**AKARA CAPITAL ADVISORS PRIVATE LIMITED**
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**(All amounts in Lakhs of ₹ unless otherwise stated)**

**Transactions with the key management personnel during the year:**

| Particulars | Nature of transaction | As at March 31, 2023 | As at March 31,2022 |
|---|---|---|---|
| Shruti Aggarwal | Managerial remuneration | 33.69 | 47.37 |
| | Reimbursement of Expenses | 9.60 | 13.84 |
| | | **43.29** | **61.21** |
| Tushar Aggarwal | Managerial remuneration | - | - |
| | | - | - |
| Satish Chandra Sinha | Director Sitting | 1.50 | 7.50 |
| | Other Professional Fees | 0.75 | |
| | | **1.50** | **7.50** |
| Radhakrishnan Ramachandra Iyer | Managerial Remuneration | 15.00 | 7.50 |
| | Reimbursement of Expenses | 0.03 | - |
| | | **15.03** | **7.50** |
| Vijay Jasuja | Directors sitting fees | 9.00 | - |
| | Reimbursement of Expenses | 0.36 | |
| | | **9.00** | - |
| Vijuy Ronjan | Directors sitting fees | 14.25 | - |
| | | **14.25** | - |
| Paveet Dhaiya | Managerial remuneration | 0.69 | 2.04 |
| | | **0.69** | **2.04** |
| Sonia Rakesh Thakur | Managerial remuneration | 11.17 | |
| | Reimbursement of Expenses | 0.12 | |
| | | **11.29** | - |

**Balance outstanding at year end**

| Name of related party | Nature | As at March 31, 2023 | As at March 31, 2022 |
|---|---|---|---|
| Morus Technologies Pte Ltd | Foreign Loan received from Holding Company (ECB) | 24,193.19 | - |
| | Interest Payable on Foreign Loan | 144.89 | - |
| | Amount Receivable for Expense incurred on behalf of Morus | | 10.60 |
| EQX Analytics Private Limited | Lead Generation Expenses Payable | - | - |
| | Loan Disbursements and Collections through Intermediary Receivable | 1,846.89 | 2,314.81 |
| | Employee costs and reimbursements-Infra Sharing Expenses Payable | 33.61 | 18.54 |
| Titanium Fortune Financial Services Private Limited | Interest on Loan Receivable | 10.38 | - |
| Stash Payments Private Limited | Amount Payable to Stash Payments Private Limited | - | 10.32 |

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**38. Capital**

The Company maintains an actively managed capital base to cover risks inherent in the business and is meeting the capital adequacy requirements of the Reserve Bank of India (RBI) of India. The adequacy of the Company's capital is monitored using, among other measures, the regulations issued by RBI.

The Company has complied in full with all its externally imposed capital requirements over the reported period.

**38.1 Capital management**

The capital management objectives of the Company are:
- to ensure that the Company complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios
- to ensure the ability to continue as a going concern
- to provide an adequate return to shareholders

The Company monitors capital on the basis of the carrying amount of debt less cash and bank balances as presented on the face of balance sheet.

Management assesses the capital requirements of the Company in order to maintain an efficient overall financing structure. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

**38.2 Regulatory capital**

As contained in RBI Master Directions - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 (hereinafter referred to as "RBI Master Directions"), the Company is required to maintain a capital ratio consisting of Tier I and Tier II capital not less than 15% of its aggregate risk weighted assets on-balance sheet and of risk adjusted value of off- balance sheet items. Out of this, Tier I capital shall not be less than 10%. The BoDs regularly monitors the maintenance of prescribed levels of Capital Risk Adjusted Ratio (CRAR).

Capital Adequacy Ratio (CAR) and other key financial parameters as at 31 March 2023 of the Company are as under:

| | |
|---|---|
| **Capital Adequacy ratio - Tier I** | 34.66% |
| **Capital Adequacy ratio - Tier II** | -0.74% |
| | **33.92%** |

**39. Categories of financial instruments**

**39.1 The Carrying value of financial assets and liabilities are as follows :-**

**As at March 31, 2023**

| | Fair value through P&L | Fair value through OCI | Amortised cost | Total |
|---|---|---|---|---|
| **Financial Assets** | | | | |
| Cash and cash equivalents | - | - | 17,737.13 | 17,737.13 |
| Bank balances other than above | - | - | 10,974.70 | 10,974.70 |
| Trade Receivables | - | - | 3,294.07 | 3,294.07 |
| Loans | - | - | 1,06,942.56 | 1,06,942.56 |
| Investments | - | - | 82.04 | 82.04 |
| Other financial assets | - | - | 982.41 | 982.41 |
| **Total financial assets** | - | - | **1,40,012.91** | **1,40,012.91** |
| **Financial liabilities** | | | | |
| Trade payables | - | - | 513.66 | 513.66 |
| Other payables | - | - | - | - |
| Debt Securities | - | - | 66,236.50 | 66,236.50 |
| Borrowings (Other than debt securities) | - | - | 32,482.13 | 32,482.13 |
| Other financial liabilities | - | - | 639.43 | 639.43 |
| **Total financial liabilities** | - | - | **99,871.72** | **99,871.72** |

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**As at March 31, 2022**

| | Fair value through P&L | Fair value through OCI | Amortised cost | Total |
|---|---|---|---|---|
| **Financial Assets** | | | | |
| Cash and cash equivalents | - | - | 5,438.16 | 5,438.16 |
| Bank balances other than above | - | - | 219.80 | 219.80 |
| Trade Receivable | - | - | 2,324.31 | 2,324.31 |
| Loans | - | - | 51,516.28 | 51,516.28 |
| Investments | - | - | - | - |
| Other financial assets | - | - | 1,346.33 | 1,346.33 |
| **Total financial assets** | - | - | 60,844.88 | 60,844.88 |
| **Financial liabilities** | | | | |
| Trade payables | - | - | 243.58 | 243.58 |
| Other payables | - | - | - | - |
| Debt Securities | - | - | 6,000.00 | 6,000.00 |
| Borrowings (Other than debt securities) | - | - | 27,741.99 | 27,741.99 |
| Other financial liabilities | - | - | 891.64 | 891.64 |
| **Total financial liabilities** | - | - | 34,877.21 | 34,877.21 |

**40. Fair value measurement of financial assets and liabilities**

Fair value of the Company's financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

Except as detailed out in the following table, the management considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values.

| Particulars | Level | As at March 31, 2023 | | As at March 31, 2022 | |
|---|---|---|---|---|---|
| | | Carrying amount | Fair value | Carrying amount | Fair value |
| **Financial Assets** | | | | | |
| Cash and bank balances | 1 | 17,737.13 | 17,737.13 | 5,438.16 | 5,438.16 |
| Bank balances other than above | 1 | 10,974.70 | 10,974.70 | 219.80 | 219.80 |
| Trade Receivables | 3 | 3,294.07 | 3,294.07 | 2,324.31 | 2,324.31 |
| Loans | 3 | 1,06,942.56 | 1,06,942.56 | 51,516.28 | 51,516.28 |
| Investments | 3 | 82.04 | 82.04 | - | - |
| Other financial assets | 2 | 982.41 | 982.41 | 1,346.33 | 1,346.33 |
| **Total financial assets** | | **1,40,012.91** | **1,40,012.91** | **60,844.88** | **60,844.88** |
| **Financial liabilities** | | | | | |
| Trade payables | 2 | 513.66 | 513.66 | 243.58 | 243.58 |
| Other payables | 2 | - | - | - | - |
| Debt Securities | 3 | 66,236.50 | 66,236.50 | 6,000.00 | 6,000.00 |
| Borrowings (Other than debt securities) | 3 | 32,482.13 | 32,482.13 | 27,741.99 | 27,741.99 |
| Other financial liabilities | 3 | 639.43 | 639.43 | 891.64 | 891.64 |
| **Total financial liabilities** | | **99,871.72** | **99,871.72** | **34,877.21** | **34,877.21** |

- Cash and cash equivalents, other bank balances, loans, other current financial assets, current borrowings, trade payables and other current financial liabilities: approximate their carrying amounts largely due to the short-term maturities of these instruments.

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## 41 Financial risk management

### i) Risk Management

Risk is an integral part of the Company's business and sound risk management is critical to the success. As a financial company, the Company is exposed to risks that are

| Risk | Exposure arising from | Measurement | Management |
|---|---|---|---|
| Credit risk | Loan receivables, Cash and bank | Expected loss analysis | Credit risk analysis, diversification of customers/asset |
| Liquidity risk | Borrowings and other liabilities | Rolling cash flow | Availability of committed credit lines and borrowing |
| Market risk- interest rate | non-current borrowings at variable | Sensitivity analysis | Change in interest rates |

### A) Credit risk

Credit risk arises from loans, cash and cash equivalents, bank balance other than cash and cash equivalents, investments and other financial assets. Credit risk is the risk
Credit risk arises from loans financing, cash and cash equivalents, investments carried at amortised cost and deposits with banks and financial institutions, as shown

| Particulars | Balance as at March 31,2023 | Balance as at March 31,2022 |
|---|---|---|
| Loans | 1,06,942.56 | 51,516.28 |
| Investments | 82.04 | - |
| Trade Receivables | 3,294.07 | 2,324.31 |
| Cash and cash equivalents | 17,737.13 | 5,438.16 |
| Other bank balances | 10,974.70 | 219.80 |
| Other financials asset | 982.41 | 1,346.33 |

The Company splits its exposure into smaller homogeneous portfolios, based on shared credit risk characteristics, as described below in the following order:
The credit risk management policy of the Company seeks to have following controls and key metrics that allows credit risks to be identified, assessed, monitored and
- Standardize the process of identifying new risks and designing appropriate controls for these risks
- Maintain an appropriate credit administration and loan
- Establish metrics for portfolio monitoring
- Minimize losses due to defaults or untimely payments by borrowers
- Design appropriate credit risk mitigation techniques

**Expected credit loss for loans**

In order to mitigate the impact of credit risk in the future profitability, the Company makes reserves basis the expected credit loss (ECL) model for the outstanding loans The below discussion describes the Company's approach for assessing impairment as stated in the significant accounting policies.

**Expected credit loss measurement**

In determining whether credit risk has increased significantly since initial recognition, the institution uses the days past due data and forecast information to assess deterioration in credit quality of a financial asset for all the portfolios. The Company considers its historical loss experience and adjusts this for current observable data. Ind AS 109 requires the use of macroeconomic factors.

**Definition of default**

The Company defines a financial instrument as in default, any borrower whose contractual payments are due for more than 90 days is termed as default, which is in line with RBI guidelines.

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**AKARA CAPITAL ADVISORS PRIVATE LIMITED**

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**(All amounts in Lakhs of ₹ unless otherwise stated)**

47 The Company has any pending litigations filed by borrowers which would impact its financial position.

48 There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

49 Loans or Advances in the nature of Loans to specified persons (promoters, directors, KMPs, related parties) that are repayable on demand or without specifying any terms or period of repayment has been listed

| S.No. | Type of Borrower | As at March 31, 2023 | | As at March 31, 2022 | |
|---|---|---|---|---|---|
| | | Amount of loans or advances in the | Percentage to the total | Amount of loans or | Percentage to the |
| 1. | Promoters | - | - | - | - |
| 2. | Directors | - | - | - | - |
| 3. | Key Management Personnel | - | - | - | - |
| 4. | Related parties | 10.38 | 0.01% | - | - |

*The related party loans as on 31st March 2023 is nil. The o/s balance only pertains to interest on such loans.*

50 There were no disputed dues in respect of Goods and Services Tax and Income tax which have not been deposited.

51 The Code on Social Security 2020 has been notified in the Official Gazette on September 29, 2020. The effective date from which the changes are applicable is yet to be notified and the rules are yet to be framed. Impact, if any, of the change will be assessed and accounted in the period in which said code becomes effective and the rules formed thereunder are published.

52 Figures for the previous year have been regrouped/re-classified to confirm to the figures of the current year.

53 The company does not possess any immovable property in the books.Hence there are no title deeds of immovable property held in the name of Company.

54 As the company does not possess any plant, property and equipment in the books. Hence revaluation of plant, property or equipment and right to use has not been revalued.

55 The company does not possess any capital work in progress during the year.

56 The company possess intangible assets under development amounting to Rs. 49.87 Lakhs (31-03-2022: Rs. 34.99 Lakhs) as disclosed in note no 1

57 No proceedings have been initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibitions) Act, 1988 and the rules made thereunder.

58 The company has sanctioned a working capital limit (WCDL) of Rs 2500 lakhs from financial institution on the basis of security of current assets i.e., book debts of the company and corporate guarantee by the holding company on 28th February 2023. Quarterly Returns/Statements, in respect of book debts have been filed by the company with the financial institution

59 The Company has timely repaid the installments due from Banks and Financial Institutions.

60 The Company has made reimbursement of Expenses of Rs 10.32 with Company which went in the process of struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the year.

61 The Company has no charges or satisfaction yet to be registered with ROC beyond the statutory period.

62 The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with Companies (Restriction on number of layers) Rules, 2017 during the year.

63 During the year, the Company has no Scheme of Arrangements approved by the Competent Authority to be implemented in the books of accounts.

64 During the year, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

65 During the year, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

66 There were no trasactions of crypto currency during the year ended 31-03-2023.

67 There were no undisclosed income for the year ended 31-03-2023.

68 The above financial statements have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 29-05-2023

**For and on behalf of the Board of Directors**
**Akara Capital Advisors Private Limited**

SURI & SUDHIR New Delhi Chartered Accountants

**Sudhir Kumar Arora**
**Partner**
**Membership No: 080338**
**UDIN: 23080338BGUCZC8926**

**Shruti Aggarwal**
**Director**
**DIN: 06867269**

**Tushar Aggarwal**
**Managing Director**
**DIN: 01587360**

**Sonia Thakur**
**Company Secretary**
**M.No.: A40393**

**Place : Delhi**
**Date : 29-05-2023**

**Place : Delhi**
**Date : 29-05-2023**

**Probability of Default ('PD')**

PD is defined as the probability of whether the borrower will default on their obligation in the future. For assets which are in Stage 1, a 12-month PD is required. For Stage 2 a lifetime PD is required (equivalent to 12-montd PD in the given case) while Stage 3 assets are considered to have a 100% PD. The loans have been segmented into three stages based on the risk profiles which reflect the general pattern of credit deterioration of a loan. The Company categories loans at the reporting date into stages based on the days past due ('DPD') status as under: -

Stage 1: Low credit risk, i.e. 0 to 30 days past due
Stage 2: Significant increase in credit risk, i.e. 31 to 90 days past due
Stage 3: Impaired assets, i.e. more than 90 days past due

The company considered other variables such as Gross Domestic Product, Core Inflation and PMI index, however all these factors were found to be an aggregate of

**Loss Given Default ('LGD')**
Loss given default (LGD) represents estimated financial loss the Company is likely to suffer in the event of default. LGD is calculated using recovery pattern and value of collateral (if applicable) in default accounts.

The company has added all costs incurred on actuals basis for recovery in all default cases to arrive at final LGD.The recovered amount in all default cases has been discounted for the weighted average of the number of days of default in all such cases to compute the final LGD.

**Exposure at Default ('EAD')**
The exposure at default (EAD) represents the gross carrying amount of the financial instruments subject to the impairment calculation, addressing both the client's ability to increase its exposure while approaching default and potential early repayments too.

The company has considered cross default criteria while computing EAD i.e. If any customer defaults on one active loan then the customer has been marked as default on other loan (if any) as well.

While computing EAD for stage a accounts, the company has considered 75% commitments as per FIRB guidelines which are contractual on undrawn lines as the same does not require any pre-approval at the time of disbursement. For stage 2 and 3 accounts, the Company has not considered any commitment on the undrawn lines for EAD as the policy does not allow for any disbursement in case of any overdue.

The ECL is computed as a product of PD, LGD and EAD.

**Quantitative and qualitative factors considered along with quantification i.r.t loss rates**
Impact of specific risk factors was taken into account while staging of accounts and computation of PD. The forecasted point in time (PIT) PDs have been estimated by establishing a link between through the cycle (TTC) PDs and macroeconomic variables i.e. growth rate prescribed by Index of Industrial Production ('IIP'). The macro-economic variables were regressed using a logical regression against systemic default ratio out of the impact of macro-economic variables on the system wide default rates.

As per the guidelines laid under the standard, the company has done probability weighted scenarios to arrive at the final ECL. These scenarios reflect a baseline, upturn and downturn in economic activity basis which ECL requirements could vary. The final ECL has subsequently been discounted.

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**Forward looking information incorporated in ECL models**
The data source for macroeconomic variable is website of Ministry of Statistics and Programme Implementation, which has then been further forecasted using excel's
**Credit risk exposure and impairment loss allowance**

| | As at March 31, 2023 | | As at March 31, 2022 | |
|---|---|---|---|---|
| | Exposure | Impairment allowance | Exposure | Impairment allowance |
| Credit impaired loan assets (Default event triggered) (Stage 3) | 4,301.41 | 1,505.49 | 2,066.90 | 46.96 |
| Loan assets having significant increase in credit risk (Stage 2) | 8,604.16 | 1,928.55 | 2,922.08 | 35.06 |
| Other loan assets (Stage 1) | 93,903.90 | 1,183.00 | 46,368.59 | 46.37 |
| **Total** | **1,06,809.47** | **4,617.04** | **51,357.57** | **128.39** |

An analysis of Expected credit loss rate* :

| | As at March 31, 2023 | As at March 31, 2022 |
|---|---|---|
| Stage-1 | 1.26% | 0.10% |
| Stage-2 | 22.41% | 1.20% |
| Stage-3 | 35.00% | 2.27% |
| **Total** | **4.32%** | **0.25%** |

* Expected credit loss rate is computed ECL divided by EAD

**Write off policy**
Financial assets are written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when, as at the reporting date, financial asset is overdue for 12 months or more and the Company determines that the debtor does not have assets or source of income that could generate sufficient cash flows to repay the amounts subject to the write off.
Any subsequent recoveries are credited to impairment on financial instrument on statement of profit and loss.

***The Company has written off financial assets amounting to Rs 5584.70. Hence the ECL provision has been adjusted against it.***

B) **Liquidity risk**
Liquidity risk arises as Company has contractual financial liabilities that is required to be serviced and redeemed as per committed timelines and in the business of lending where money is required for the disbursement and creation of financial assets to address the going concern of Company. Liquidity risk management is imperative to Company as this allows covering the core expenses, market investment / creation of financial assets, timely repayment of debt commitments and continuing with their operations.

Management of the Company monitors forecast of liquidity position and cash and cash equivalents on the basis of expected cash flows. The Asset Liability Management Policy aims to align market risk management with overall strategic objectives, articulate current interest rate view and determine pricing, mix and maturity profile of assets and liabilities. The asset liability management policy involves preparation and analysis of liquidity gap reports and ensuring preventive and corrective measures. It also addresses the interest rate risk by providing for duration gap analysis and control by providing limits to the gaps.

C) **Market Risk**

Market risk is the risk that the fair value or future cash flow of financial instrument will fluctuate due to changes in market variables such as interest rates, foreign exchange rates etc. The objective of market risk management is to manage and control market risk exposure within acceptable parameters while maximising the return.

D) **Foreign currency risk**
There are un-hedged liability denominated in foreign currency with the Company as at March 31, 2023 of Rs 170.46 (Privious year ₹ Nil).

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**AKARA CAPITAL ADVISORS PRIVATE LIMITED**

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**(All amounts in Lakhs of ₹ unless otherwise stated)**

**42. Financial ratios**

| Ratio | Measurement unit | Numerator | Denominator | As at 31 March 2023 Ratio | As at 31 March 2022 Ratio | Change | Remarks |
|---|---|---|---|---|---|---|---|
| Current ratio | Times | Current assets | Current liabilities | 3.23 | 2.50 | 29% | Refer Note (a) |
| Debt-equity ratio | Times | Total debt [Non-current borrowings + Current borrowings] | Total equity | 2.40 | 1.20 | 120% | Refer Note (b) |
| Debt service coverage ratio | Times | Earnings available for debt service [Profit/(loss) after tax + Depreciation and amortisation+impairment +finance cost+ loss on sale of property, plant and equipment] | Debt service (Interest and lease payments+ principal repayments) | 1.63 | 1.43 | 14% | NA |
| Return on equity ratio | Percentage | Net profit after tax | Average shareholder's equity [(opening shareholder's equity + closing shareholder's equity) /2] | 0.07 | 0.04 | 106% | Refer Note (c) |
| Inventory turnover ratio | Times | Costs of materials consumed+Purchases of stock-in-trade | Average inventories [(opening inventories + closing inventories) /2] | NA | NA | NA | Refer Note (d) |
| Trade receivables turnover ratio | Times | Revenue from operations | Average trade receivables [(opening trade receivables +closing trade receivables )/2] | NA | NA | NA | Refer Note (e) |
| Trade payables turnover ratio | Times | Purchases + other expenses (excluding non cash expenses) | Average trade payables [(opening trade payables +closing trade payables )/2] | NA | NA | NA | Refer Note (e) |
| Net capital turnover ratio | Times | Revenue from operations | Working capital [Current assets - Current liabilities] | 0.25 | 0.18 | 43% | Refer Note (h) |
| Net profit ratio | Percentage | Net profit after tax | Revenue from operations | 0.12 | 0.14 | -11% | NA |
| Return on capital employed | Percentage | Earnings before interest and taxes (excluding interest on lease liabilities) | Net worth + Total debt - Deferred tax asset | 0.08 | 0.05 | 63% | Refer Note (f) |
| Return on investment | Percentage | Interest income on bank deposits | Current and non-current bank deposits | 0.02 | 0.03 | -48% | Refer Note (g) |

**Remarkrs**

(a) There has been increase in Current assets(FDR'S) as compared to Previous Financial Year.
(b) The company has raised more debt as compared to Previous Financial Year.
(c ) With the increase in Business Operations there has been increase in profits as compared to Previous Financial Year.
(d) As the company is involved in service sectior, it possess nil inventory. Hence the inventory turnover ratio is NA.
(e)The Company has not incurred credit sales or credit purchases during FY 22-23 and FY 21-22, hence this ratio is not being computed.
(f) With the increase in Business Operations there has been increase in profits as compared to Previous Financial Year.
(g) There has been a significant increase in FDR in current Financial Year as compared to Previous Finacial Year.
(h) There has been increase in revenue as compared to previous year

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**(All amounts in Lakhs of ₹ unless otherwise stated)**

**43 Expenditure on Corporate Social Responsibility**

| Particulars | 31-Mar-23 | 31-Mar-22 |
|---|---|---|
| (a) Gross amount required to be spent | 7.50 | - |
| (b) Amount spent: | - | - |
| (i) Construction/acquisition of any asset | - | - |
| (ii) On purpose other than (i) above | 6.28 | - |
| (c) Shortfall at the end of the year | **1.22** | - |
| (d) Total of previous years shortfall | - | - |
| (e) Administrative expenses | - | - |

**Nature of CSR activities:**
Social welfare activities such as free education for unprivileged children; adult education and job placements, protection, promotion & advancement of women, children, old-aged, handicapped, orphans and widows.

**The company has transferred the amount remaining unspent in respect of other than ongoing projects, to a Special Account till the date of our report. However, the time period for such transfer i.e., six months of the expiry of the financial year as permitted under the second proviso to sub-section (5) of section 135 of the Act, has not elapsed till the date of our report.**

**44 Commitments and Contingencies**
**1) Claims against the Company not acknowledged as debts**

| | As at 31 March 2023 | As at 31 March 2022 |
|---|---|---|
| i) In respect of demands contested by the Company: | | |
| -Legal cases in respect of compensation demanded by the customers/employees | 15.00 | - |

Basis the management's assessment, the Company has not made any provision for the said amount, in anticipation of the impact not being significant on financial performance of the Company.

The above matters are subject to legal proceedings in the ordinary course of business. The legal proceedings when ultimately concluded will not, in the opinion of management, have a material effect on the result of operations or the financial position of the Company. The cash flows in respect of above matters are determinable only on receipt of judgements/decisions pending at various stages/forums.

Instances of fraudulent representations by the customers i.e frauds are committed by unscrupulous borrowers. As confirmed by the management there are 49 such fraud cases amounting to Rs 171.02 lakhs which have been reported during the year ended 31st March 2023.
The Management also confirms that out of the above cases 7 of them amounting to Rs 7.55 lakhs of fraudulent borrowers have been reported to RBI and they are in process of reporting the remaining frauds to RBI.

We have also came across instances of employee frauds in collusion with vendors amounting to Rs 112.16 lakhs. The company has lodged a complaint against them for cheating. Such complaint culminated in the registration of an FIR.

**45 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:-**

| Particulars | As at March 31, 2023 | As at March 31, 2022 |
|---|---|---|
| (a) The principal amount remaining unpaid to any supplier as at the end of the year; | 39.68 | 71.50 |
| (b) The interest due on principal amount remaining unpaid to any supplier as at the end of the year; | - | - |
| (c) The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year; | - | - |
| (d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act; | - | - |
| (e) The amount of interest accrued and remaining unpaid at the end of the year; and | - | 1.79 |
| (f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act. | - | - |

**46 Disclosure in compliance with amendment in Schedule III (Division III) to the companies act, 2013 dated 24th March 2021**

| Particulars | Computation | As at March 31, 2023 |
|---|---|---|
| (a) Capital to risk-weighted assets ratio (CRAR) | Total Net owned funds / Adjusted value of funded risk assets on balance sheet items | 33.92% |
| (b) Financial Assets to Total Assets | Total Financial Assets/ Total Assets | 74.60% |
| (c ) Financial Income to Total Income | Total Financial Income/Total Income | 98.26% |

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For Akara Capital Advisors Private Limited

**Akara Capital Advisors Private Limited**
**Notes to standalone financial statements for the year ended 31 March 2023**
**CIN No.: - U74110DL2016PTC290970**

## 1. Corporate Information

Akara Capital Advisors Private Limited ('the Company') is a company domiciled in India, with its registered office situated at 60, Third Floor, Arjun Nagar Kotla Mubarakpur, Delhi-110003. The company was registered as a Non-Deposit taking Non-Banking Financial Company under section 45IA of the Reserve Bank of India (RBI) Act 1934.

The Authorized Share Capital of the company is Rs. 40,000.00 divided into 40,00,00,000 ordinary equity shares of Rs. 10/- carrying one voting right per shares at all times. The Subscribed Share Capital of the company is Rs. 27,055.93 divided into 2,70,55,93,31 ordinary equity shares of Rs. 10/- carrying one voting rights per shares at all times.

The company is a wholly owned subsidiary of Morus Technologies Pte Ltd having a shareholding of Rs. 27,055.92.00 in the entire share capital of Akara Capital Advisors Private Limited.

## 2. Basis of preparation of standalone financial statements

### (i) Statement of compliance

These standalone financial statements ('financial statements') have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The standalone financial statements were authorised for issue by the Company's Board of Directors on 29th May 2023.

Details of the Company's accounting policies are included in Note 3.

### (ii) Functional and presentation currency

These standalone financial statements are prepared in INR lakhs, which is the Company's functional and presentation currency. All amounts have been rounded-off to the nearest lakhs and two decimals thereof except share data and per share data, unless otherwise stated.

### (iii) Basis of measurement

These standalone financial statements have been prepared on the historical cost basis, except for the following items:

| Items | Measurement basis |
|---|---|
| Net defined benefit (asset)/ liability | Present value of defined benefit obligations |
| Other financial assets and liabilities | Amortised cost |

### (iv) Amended Accounting Standards (Ind AS) and interpretations effective during the year

**a. Ind AS 109 Financial Instruments; Ind AS 107 Financial Instruments: Disclosures**

The amendment to Ind AS 109, provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

The amendment to Ind AS 107, clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform:

(i)the nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;

(ii) the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition;

(iii) the instruments exposed to benchmark reform disaggregated by significant interest rate benchmark along with qualitative information about the financial instruments that are yet to transition to alternative benchmark rate;

(iv) changes to entity's risk management strategy.

The amendments introduced a similar practical expedient in Ind AS 116. Accordingly, while accounting for lease modification i.e. remeasuring the lease liability, in case this is required by interest rate benchmark reform, the lessee will use a revised discount rate that reflects the changes in the interest rate.

These amendments did not have any material impact on the financial statements of the Company.

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**b. Amendments consequent to issue of Conceptual Framework for Financial reporting under Ind AS (Conceptual Framework)**

(i) Ind AS 102 Share Based Payments - Amended the definition of 'liabilities' to 'a present obligation of the entity to transfer an economic resource as a result of past events'.

(ii) Ind AS 103 Business Combinations - The MCA clarified that for the purpose of this Ind AS, acquirers are required to apply the definitions of an asset and a liability given in the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards rather than the Conceptual Framework.

(iii) Ind AS 114 Regulatory Deferral Accounts - The amendment added a footnote against the term 'reliable' used in the Ind AS 114. The footnote clarifies that term 'faithful representation' used in the Conceptual Framework encompasses the main characteristics that the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards called 'reliability'. However, for the purpose of this Ind AS, the term 'reliable' would be based on the requirements of Ind AS 8.

(iv) Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets - The MCA clarified that the definition of term 'liability' in this Ind AS is not being revised following the revision of the definition of liability in the Conceptual Framework.

(v) Ind AS 38 Intangible Assets - The MCA clarified that the definition of an 'asset' in this Ind AS is not being revised following the revision of the definition of asset in the Conceptual Framework.

(vi) Ind AS 1 Presentation of Financial Statements; Ind AS 8 Accounting policies, Changes in Accounting Estimates and Errors and Ind AS 34 Interim Financial Reporting - The reference to the Framework for Preparation and Presentation of Financial Statements with Indian Accounting Standards has been substituted with reference to the Conceptual Framework.

The above amendments did not have any material impact on the financial statements of the Company.

**(v) Use of estimates and judgements**

The preparation of these financial statements in conformity with recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses as well as disclosures. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods prospectively.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effects on the amount recognised in the financial statements pertains to :

**a) Useful lives and recoverable amount of property, plant and equipment and intangible assets:**

The estimated useful lives and recoverable amounts of property, plant and equipment and intangible assets are based on estimates and assumptions regarding the expected market outlook, expected future cash flows, growth rates, obsolescence, demand, competition, and known technological advances. The charge in respect of periodic depreciation/ amortisation is derived based on an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company reviews the useful lives and recoverable amounts of property, plant and equipment and intangible assets at the end of each reporting period.

**b) Impairment assessment:**

Property, plant and equipment, right-of-use assets and intangible assets that are subject to depreciation/ amortisation are tested for impairment periodically including when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to sell. The calculation involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic, fair value and market conditions.

**c) Income taxes:**

Recognition of deferred tax assets/ liabilities involves making judgements and estimations about the availability of future taxable profit against which tax losses carried forward can be used. A deferred tax asset is recognised for unused tax losses and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case laws and the potential outcomes of appeals which may be subject to significant uncertainty. Therefore, the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets and therefore the tax charge in the Statement of Profit and Loss.

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d) **Litigations**

From time to time, the Company is subject to legal proceedings the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavourable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances.

**e) Employee benefit obligations:**

Employee benefit obligations are determined using actuarial valuations. An actuarial valuation involves making appropriate assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

**(vi) Measurement of fair values**

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

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

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)
When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in Note 46- financial instruments.

**(vii) Current versus non-current classification**

The Company presents assets and liabilities in the Balance Sheet based on current / non-current classification.

An asset is classified as current when it satisfies any of the following criteria:

a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
b) Held primarily for the purpose of trading,
c) Expected to be realised within twelve months after the reporting period, or
d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

a) It is expected to be settled in normal operating cycle,
b) It is held primarily for the purpose of trading,
c) It is due to be settled within twelve months after the reporting period, or
d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

All assets and liabilities have been classified as current or non- current as per the Company's operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products/ services and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle to be within 12 months for the purpose of current and non- current classification of assets and liabilities.

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Deferred tax assets and liabilities are classified as non-current assets and liabilities.

**3. Significant accounting policies**

**A. Property, plant and equipment**

**(i) Recognition and measurement**

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated cost of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

Gains or losses arising from the retirement or disposal of a property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the statement of profit and loss.

**(ii) Subsequent expenditure**

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

**(iii) Depreciation**

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their useful lives mentioned in Schedule II to the Companies Act, 2013, using the Straight Line Method and is recognised in the statement of profit and loss.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

**B. Intangible assets**

Intangible assets are self generated and stated at acquisition cost, net of accumulated amortisation and accumulated impairment losses, if any.

**Amortization method, estimated useful life and residual value**

Intangible assets are amortized at straight line method over the period of their life. The amortisation period, residual value and the amortisation method are reviewed at least at each balance sheet date. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the statement of profit and loss.

**C. Intangible Assets under Development**

The intangible assets which are in the process of development are recognised as intangibles assets under development. Once developed they are recognised as intangible assets.

**D. Cash and cash equivalents**

Cash and cash equivalents includes cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

**E. Financial instruments**

**(i) Recognition and initial measurement**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another

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

Trade receivables and debt securities are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

**(ii) Classification and subsequent measurement**

*Financial assets*

On Initial recognition, a financial asset is classified as measured at:

- Amortised cost
- FVOCI – debt investment;
- FVOCI – equity investment; or
- FVTPL

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

A financial asset is measured at the amortised cost if both of the following conditions are met and is not designated as at FVTPL:

- the financial asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

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

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

*Financial assets: Business model assessment*

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed, and information is provided to management. The information considered includes:

a) the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;

b) how the performance of the portfolio is evaluated and reported to the Company's management;

c) the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;

d) how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and

e) the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

*Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest:*

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

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In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

a) contingent events that would change the amount or timing of cash flows;

b) terms that may adjust the contractual coupon rate, including variable interest rate features;

c) prepayment and extension feature; and

d) terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features)

*Financial assets: Subsequent measurement and gains and losses*

*Financial assets at FVTPL*

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in statement of profit and loss.

*Financial assets at amortised cost*

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Any gain or loss on derecognition is recognised in statement of profit and loss.

*Debt investments at FVOCI*

These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to statement of profit and loss.

*Equity investments at FVOCI*

These assets are subsequently measured at fair value. Dividends are recognised as income in statement of profit and loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to statement of profit and loss.

*Financial liabilities: Classification, subsequent measurement and gains and losses*

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in statement of profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in statement of profit and loss. Any gain or loss on derecognition is also recognised in statement of profit and loss. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

**(iii) Derecognition**

*Financial asset*

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

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

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

*Financial liability*

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this

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case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in statement of profit and loss.

**(iv) Offsetting**

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

**F. Financial instrument classified as financial liability**

Financial instrument which requires the Company to deliver cash or another financial asset, or otherwise to settle it in such a way that it would be a financial liability, and where Company does not have an unconditional right to avoid such obligation, are classified as financial liability. Such classification is in substance of the contractual arrangement and as per the definitions of the financial liability. Such financial instruments are recognized as financial liability at the full amount, without taking into account the timing of the contingent event. This is as per the rules of contingent settlement provisions. The equity component for such financial instruments will be nil.

Initial recognition of such financial instrument as financial liability will be at fair value and subsequent changes in fair value is recognized in profit or loss (i.e. FVTPL).

**G. Impairment**

**(i) Impairment of financial assets**

The Company recognizes loss allowance using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all financial assets with contractual cash flows other than trade receivable, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECL (or reversal) that is required to adjust the loss allowance at the reporting date is recognised as an impairment gain or loss in the Statement of Profit and Loss.

**Measurement of expected credit losses**

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).
The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable. Under the simplified approach, the Company does not track changes in credit risk for individual customers. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from initial recognition.
The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates and delays in realisations over the expected life of the trade receivable and is adjusted for forward looking estimates. At every balance sheet date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.
*Presentation of allowance for expected credit losses in the balance sheet*

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets

**(ii) Impairment of non- financial assets**

The Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).
An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

**H. Provisions, contingent liabilities and contingent assets**

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A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

**Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

**Contingent assets**

Contingent assets are not recognised but disclosed in the standalone financial statements when an inflow of economic benefits is probable.

**I. Revenue recognition**

Revenue comprises the fair value of the consideration received or receivable for rendering of services in the ordinary course of the Company's activities. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, Revenue is presented net of returns, trade allowances, discounts, value added taxes, goods and service taxes (GST). Revenue is recognised as follows:

I. Interest income on all loans upto 90 days is recognized under accrual basis. Beyond that or in case of any default on loan repayment interest income is recognized only when realized.
II. Processing fees on loans are recognized on upfront basis in the books of IT Service Provider as platform fees.(The IT Service Company provides a customer interface with Akara Capital Advisors Private Limited).
III. In the cases the loans falls due over 150 days, the principal outstanding and interest received as and when are transferred to the books of IT service provider.
IV. Interest income on deposits with banks is recognized on an accrual basis taking into account the amount outstanding and rate applicable.
V. Interest on term deposits has been accrued on the time proportion basis, using the underlying interest rates.
VI. Dividend income is accounted when the right to receive dividend is established

All other income is recognized on an accrual basis.

The company has reported accrued interest income on loans amounting to **Rs 838.12 lakhs.** The Revenue is recognized for Interest Accrued but not received on Standard Asset up to 90 days till the period ended 31st March 2023.

**J. Foreign currency transactions**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Foreign exchange gains and losses resulting from the settlement of such transactions are generally recognised in statement of profit and loss.

**K. Employee benefits**

The Company's obligation towards various employee benefits has been recognised as follows:

**(i) Short term employee benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., wages and salaries, short-term cash bonus, etc., if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of

SURI & SHISHIR New Delhi Chartered Accountants

For Akara Capital Advisors Private Limited

obligation can be estimated reliably.

**(ii) Long term employee benefits**

*Defined contribution plans*

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

Provident fund, employee's state insurance scheme and labour welfare fund are defined contribution plans. These contributions are recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related services.

*Defined benefit plans*

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The Company has defined benefit plan, Gratuity.

The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets, if any.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, are recognised in other comprehensive income (OCI). The Company determines the net interest expense/(income) on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in statement of profit and loss.
The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on government securities as at the balance sheet date.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in statement of profit and loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

**(iii) Other long term employee benefits – compensated absences**

The employees can carry-forward a portion of the unutilized accrued compensated absences and utilize it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the Projected Unit Credit Method. Re-measurement as a result of experience adjustments and changes in actuarial assumptions are recognised in the statement of profit and loss.

**L. Income tax**

Income tax comprises current and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

**(i) Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

**(ii) Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax assets are recognised to the extent that it is

SURI & CO. New Delhi Chartered Accountants

For Akara Capital Advisors Private Limited

probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

**M. Recognition of interest income or expense**

Interest income or expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payment or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

**N. Earnings per share**

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

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.

The accompanying notes are an integral part of the financial statements.
As per our report of even date
**For SURI & SUDHIR**
**Chartered Accountants**
**(FRN: 000601N)**

**SUDHIR KUMAR ARORA**
**PARTNER**
**Membership No.: 080338**
**Place: NEW DELHI**
**Date: 29-05-2023**
**UDIN: 23080338BGUCZC8926**

**TUSHAR AGGARWAL**
**Director**
**DIN: 01587360**

**SHRUTI AGGARWAL**
**Director**
**DIN: 06867269**

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

**SONIA THAKUR**
**Company Secretary**
**Membership No-A40393**

## ANNEXURE VI: ILLUSTRATION OF BOND CASH FLOWS

*(As specified in the relevant Key Information Document)*

## ANNEXURE VII: IN-PRINCIPLE APPROVAL

***(as attached separately)***

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EXPERIENCE THE NEW

DCS/COMP/AA/IP-PPDI/198/23-24

August 01, 2023

**Akara Capital Advisors Private Limited**
60, Third Floor, Arjun Nagar,
Kotla Mubarak Pur, New Delhi – 110003

Dear Sir/Madam

**Re: Private placement of Senior/Unsubordinated /Subordinated, Secured /Unsecured, Rated, Listed, Non-Convertible securities aggregating for an amount as shall be more particularly set out in the Key Information Document, in multiple tranches / Issuances, for cash, at par or at premium or at discount, either fully paid issuance or Partly Paid**

We acknowledge receipt of your application on the online portal on August 01, 2023 seeking In-principle approval for issue of captioned security. In this regard, the Exchange is pleased to grant in-principle approval for listing of captioned security subject to fulfilling the following conditions at the time of seeking listing:

1. Filing of listing application.

2. Payment of fees as may be prescribed from time to time.

3. Compliance with SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 and circulars issued thereunder and also Compliance with provisions of Companies Act 2013.

4. Receipt of Statutory & other approvals & compliance of guidelines issued by the statutory authorities including SEBI, RBI, DCA etc. as may be applicable.

5. Compliance with change in the guidelines, regulations, directions, circulars of the Exchange, SEBI or any other statutory authorities, documentary requirements from time to time.

6. Compliance with below mentioned circular dated June 10, 2020 issued by BSE before opening of the issue to the investors.:
https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20200610-31

7. Issuers, for whom use of EBP is not mandatory, specific attention is drawn towards compliance with Chapter XV of SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 and BSE Circular No 20210519-29 dated May 19, 2021. Accordingly, Issuers of privately placed debt securities in terms of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 or ILDM Regulations for whom accessing the electronic book platform (EBP) is not mandatory shall upload details of the issue with any one of the EBPs within one working day of such issuance. The details can

be uploaded using the following links Electronic Issuance - Bombay Stock Exchange Limited (bseindia.com).

8. It is advised that Face Value of NCDs issue through private placement basis should be kept as per Chapter V of SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021

9. ***Issuers are hereby advised to comply with signing of agreements with both the depositories as per Regulation 7 of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021.***

***10. Company is further requested to comply with SEBI Circular SEBI/HO/DDHS/DDHS-RACPOD1/CIR/P/2023/56 dated April 13, 2023, (if applicable) read along with BSE Circular https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20230428-18 and ensure compliance of the same.***

This In-Principle Approval is valid for a period of 1 year from the date of issue of this letter for period of 1 year from the date of opening of the first offer of debt securities under General information Documents which ever applicable. The Exchange reserves its right to withdraw its in-principle approval at any later stage if the information submitted to the Exchange is found to be incomplete/ incorrect/misleading/false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 and circulars issued thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Guidelines/Regulations issued by the statutory authorities etc. Further, it is subject to payment of all applicable charges levied by the Exchange for usage of any system, software or similar such facilities provided by BSE which the Company shall avail to process the application of securities for which approval is given vide this letter.

Yours faithfully,
**For BSE Limited**

**Prasad Bhide**
**Senior Manager**

**Akshay Arolkar**
**Deputy Manager**

## ANNEXURE VIII: LENDING POLICY

***(as attached separately)***

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# Personal Loan Policy

Personal loans are unsecured instalment loans for any declared legal purpose. The personalloan will be equal instalment amortizing loans with tenor between 1 month to 3 years with the loan amount ranging from INR 1K to INR 500K

Personal loans will be targeted primarily to salaried segment. The customer is required to read and sign a specific declaration agreeing to all the terms and condition of this program

| Parameters | Norms |
|---|---|
| **Type of Loan** | Personal Loans |
| **Purpose** | Loan Purpose includes<br>• Wedding<br>• Holidays<br>• Paying college fee or for professional courses<br>• Renovation of house<br>• Debt Consolidation<br>• Shopping etc., |
| **Age Norms** | Minimum – 20 years<br>Maximum – 55 Years |
| **Customer Profile** | • Salaried and self employed |
| **Minimum Income Norms** | • INR 15K (Net take home) per month for salaried customer<br>• INR 5k ADB for self employed |
| **Loan Amount** | • Minimum Loan Amount – INR 1K<br>• Maximum Loan Amount – INR 500K |
| **Loan Tenor** | • Minimum Tenor – 1 Months<br>• Maximum Tenor – 3 Years |
| **Locations** | • All liberate city (New Delhi (NCR), Bangalore, Indore, Chandigarh, Mumbai, Hyderabad, Pune, Chennai, Jaipur, Ahmedabad |
| **Bureau Norms** | a) Score >650<br>b) >5k overdue amount in latest/sum of all Tradeline.<br>c) No 30+ DPD in the last 12 months<br>d) No 60+ DPD in the last 24 months<br>e) No 90+ DPD in the last 36 months<br>f) No Settlement / Write off on any of the term loans in the last 36 months<br>g) No Suit Filed (SF), Wilful Default (WD), Suit Filed Wilful Default (WWD), Suit Filed and Write Off (SWO), Wilful Default and Written-Off (WWO), Suit Filed, Wilful Default and Write Off (SWW), Restructured (RST) in last 36 months |
| **Repayment Mode** | • If the LOC Limit is INR > 30,000 - NACH Mandate to be registered<br>• For LOC Limit INR < 30,000 customer can pay through the app (UPI, wallet, debit card, Net Banking etc.), NACH is not mandatory |
| **Security PDC** | 1 for the entire loan amount + Interest for Libr8 |

| | |
|---|---|
| **Banking** | • Latest 3/6 months of statement required<br>• Perfios to be mandatory for all with banking Credit decision customer on libr8 Program. |
| **Verifications & Checks** | All necessary verifications as required for Libr8<br>- Reference Checks (1 friend/colleague, 1 family member)<br>- Office email address to be OTP verified/Customer can mail his documents from his official email address. |
| **Loan Eligibility** | a) **<u>Bureau Surrogate:</u> -** for Card-to-Card program, loan eligibility will be calculated based on highest credit card limit in Bureau.<br><br>b) **<u>Bank Program:</u>** - Loan eligibility will be calculated basis of multiplier on the Income of the applicant and combination of Bureau score & internal Bank score.<br><br>c) Eligibility multiplier Range - 1x to 8x |
| **Company Categorization** | Refer to Annexure I for company category |
| **Bank account conduct** | • Latest 3/6 months of statement required<br>• No Inward cheque returns in last 3 months<br>• Banking should have minimum 3 credits and 3 debits transactions in a month<br>• Average bank balance is calculated on the basis of balance maintained in last 90 days |
| **Residence Proof** | **Wherever applicable, below norms to be validated**<br>• If LOC amount > 1lakh than current address proof is mandatory.<br>**<u>List of Current address proof</u>**<br>• Electricity Bill (latest month)<br>• Post-paid Mobile Bills (latest month)<br>• Gas bill for piped gas connection (latest month)<br>• Rent agreement notarized (names of the tenant and the landlord, their addresses, and the duration of the stay should be clearly seen & E-Bill)<br>• Broadband Bill (latest month)<br>• Water Bill (latest month)<br>• Bank statement (latest) |

**Documents Requirement**

Below listed documents are required to process the loan for the customer

- Photo ID Proof (As per the Annexure II).
- Current Address Proof (As per the Annexure II).
    - Should always collect owner's latest electricity bill/water bill/house tax receipt.
- Permanent Address Proof (As per the Annexure II).
    - Should always collect all OVD Proof of customer like (Aadhaar/Voter id/Passport/DL)
- Live Selfie to Uploaded from mobile app only.
- PDC's / ECS Form / NACH Form.
- 1 SPDC that should include total loan amount and the interest. (Date not to be mentioned in this SPDC, on closure of the loan, the same to be cancelled and mailacross the scanned cancel cheque copy).
- Agreement duly filled and signed by the customer digitally within the app only.

**Operations checklist**

- KYC documents as per RBI norms
    - Photo identification document can be PAN/Passport/Voter ID/Drivers License/Bank passbook with photo/PRAN
    - Address Proof document can be Landline bill/Passport/Voter ID (with Pincode)/ Bank passbook/Ration Card
    - Selfie List
- Proof of employment
- DOB to be as per the above norms
- PDC's as per the loan requirement
- 1 SPDC

**Review Mechanism**

Regular reporting and review of the portfolio will be done to understand the distributionmix, portfolio performance and delinquency etc.

Early Warning Triggers

| Parameters | Thresholds |
|---|---|
| 30+ DPD | 5.00% |
| 90+ DPD | 4.00% |
| Net Credit Loss | 4.00% |

Necessary amendments towards the policy to be taken in case the above triggers arebreac

**ANNEXURE I**: KYC CHECKLIST

| S.No | Description | ID Proof | Address Proof | Signature Proof |
|---|---|---|---|---|
| | | Applicable (Y / N) | | |
| 1 | Passport (not expired) | Y | Y | Y |
| 2 | Permanent Driving License (not expired) | Y | Y | Y |
| 3 | Election / Voters Card ** can be accepted asaddress proof if it carries the address | Y | Y** | N |
| 4 | PAN Card | Y | N | Y |
| 5 | The Covering letter accompanying the PAN Card at the time of issuance should be accepted alongwith the PAN CARD | N | N | N |
| 6 | Telephone bill / Electricity bill/ Gas bill of public operators in the state (Not older than 3 Months) | N | Y | N |
| 7 | Pension Payment card issued by state / CentralGovt of India with photograph of the applicant | Y | Y | Y |
| 9 | Arms License issued by the State / Central Govtof India Containing photograph of the applicant.<br>** can be accepted as address proof if it carriesthe address .<br>+ Can be taken as signature proof if it contains signature of customer | Y | Y | Y |
| 10 | Bank Passbook with photograph attested by Bank Official & official seal. Passbook should beupdated in the last 3 month. | Y | Y | N |
| 11 | Bankers verification of Photograph & Signature as per respective banks format under the sign and seal of the Bank official or from post office where customer has an account. In case of postoffice, the verification to be signed by the Post-Master under his sign & Seal It should not be more than 3 months old. | Y | N | Y |
| 12 | Bank Account Statement / Bank Passbook of aPSU / Private Sector / Not later than 3 Months. | N | Y | N |
| 13 | Demat Account Statement with address Not later than 3 Months. | N | Y | N |
| 14 | Latest certificate from Post office / Post office Pass-book with full address | N | Y | N |
| 15 | Income tax Assessment order with Address , should pertain to assessment of income of lastfinancial year | N | N | N |
| 16 | Land Patta / Jamabandi / 7/12 Extract | N | N | N |
| 17 | UID Certificate Y | Y | N | |

| | | | | |
|---|---|---|---|---|
| 18 | Latest Property tax bill / Water tax bill / Property tax paid receipts | Y | Y | N |
| 19 | Mobile post-paid bill of public / Private operators in the state, it should not be more than 3 months old. | N | Y | N |
| 20 | Domicile certificate with communication address issued by Municipal Corporation | N | Y | N |
| 21 | Insurance Policy or Premium receipts of the address in question This includes life as well as non-life insurance policies for both Governmentundertaking as well as Private Operators | N | Y | N |
| 22 | SSI and Shops & Established Act Registration certificate may be accepted provided the mailing address is the same as the Shop / office / Factory and confirmed by CPV or personal BM Visit | N | Y | N |
| 23 | House allotment letter issued by the Central /State government authorities mentioning the name and address of the applicant | N | Y | N |
| 24 | Employee id card (only for Armed Forces/Govt Cos/Public ltd cos) | Y | N | N |
| 25 | Photo Credit Card Issued by public/pvt Bank (card to be valid and more than 3 months old) +Can be taken as signature proof if it contains signature of customer | Y | N | Y+ |
| 26 | Copy of Registered Sale Agreement if CurrentResidence is owned | N | Y | N |
| 27 | Copy of registered/Notarized Leave and License agreement / Company lease. (address proof) | N | Y | N |
| 28 | Letter from employer if the applicant is staying in the company provided accommodation (underaddress proof) | N | N | N |

## ANNEXURE IX: ALM STATEMENTS AS ON 31ST MARCH 2023

| A- Outflows | | 1-30 days | 1-2 m | 2-3 m | 3-6 m | 6-12m | 1-3 yr | 3-5 yr | 5-7 yr | 7-10 yr | >10 yr | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1- Capital | Equity | - | - | - | - | - | - | - | - | 27056 | | 27056 |
| 2- Share Premium | | - | - | - | - | - | - | - | - | 10552 | | 10552 |
| 3- Reserves & Surplus | - | - | - | - | - | - | - | - | - | 3532.1 | | 3532.1 |
| 4- Share Application Money | | - | - | - | - | - | - | - | - | - | | 0 |
| 5- Borrowings | Term borrowings | 5345 | 6674 | 9355 | 14954 | 23572 | 38818 | - | - | - | | 98718 |
| 6-Current Liabilities & Provisions | Sundry creditors | 203.65 | 39.68 | 270.33 | | | | - | - | - | | 513.66 |
| | OD from Banks | | | | | | - | - | - | - | | 0 |
| | Expenses payable | 65.07 | | | | | - | - | - | - | | 65.07 |
| | Collection from Customers | 360.09 | | | | | - | - | - | - | | 360.09 |
| 7- Others | Statutory dues payable | 561.1 | | 1062.5 | | | - | - | - | - | | 1623.6 |
| | Other payables | 164.29 | | | | | 290.48 | - | - | - | | 454.77 |
| | Loan payables | 115.08 | | | | | - | - | - | - | | 115.08 |
| | Provisions | | | 316.5 | | | 44.17 | - | - | - | | 360.67 |
| **A- Total Outflows** | | **6814.3** | **6713.7** | **11004** | **14954** | **23572** | **39153** | **0** | **0** | **41140** | | 143351 |

| B- Inflows | | 1-30 days | 1-2 m | 2-3 m | 3-6 m | 6-12 m | 1-3 yr | 3-5 yr | 5-7 yr | 7 to 10 yr | >10 yr | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1- Cash | - | 0.3 | | | | | | | | | | 0.3 |
| 2- Balance with Bank | Current Account | 13637 | 4100 | | | 10975 | 285.67 | | | | | 28997 |
| 3- Investments | | | | | | 82.04 | | | | | | 82.04 |
| 4- Advances | Loan and | 20655 | 9802.1 | 7931.7 | 19281 | 30688 | 18449 | 134.88 | 0.3 | | | 106943 |

| B- Inflows | | 1-30 days | 1-2 m | 2-3 m | 3-6 m | 6-12 m | 1-3 yr | 3-5 yr | 5-7 yr | 7 to 10 yr | >10 yr | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | Advances | | | | | | | | | | | |
| 5- Fixed Assets | | | | | | | | 1553.4 | | | | 1553.4 |
| 6- Others | Other advances | | | | 221.23 | 475 | | 0.51 | | | | 696.74 |
| | Other current assets | 1167.6 | 39.58 | 445.73 | 3294.1 | 132.17 | | | | | | 5079.2 |
| **B- Total Inflows** | | 35460 | 13942 | 8377.4 | 22796 | 42352 | 18735 | 1688.8 | 0.3 | 0 | 0 | 143351 |
| **C- Mismatch (B-A)** | | -28646 | -7228 | 2626.9 | -7842.4 | -18780 | 20418 | -1688.8 | -0.3 | 41140 | 0 | |
| **D- Cumulative mismatch** | | -28646 | -7228 | 2626.9 | -7842.4 | -18780 | 20418 | 1688.8 | -0.3 | 41140 | | |
| **E- C as % of A** | | | | | | | | | | | | |

## ANNEXURE X: BOARD RESOLUTION

***(as attached separately)***

***(The remainder of this page is intentionally left blank)***

**CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF AKARA CAPITAL ADVISORS PRIVATE LIMITED HELD ON TUESDAY, 25TH JULY, 2023 AT 11.00 A.M. AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT CRC-2, 1ST FLOOR, KHASRA NO. 337, MEHRAULI-GURGAON RD, SULTANPUR, NEW DELHI, DELHI 110030**

"**RESOLVED THAT** pursuant to the provisions of Sections 42, 71, 179 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, including any statutory modifications or re-enactments thereof for the time being in force (the "Act"), all applicable regulations, directions, guidelines, circulars and notifications of the Reserve Bank of India ("RBI") or any other regulatory authority, whether in India or abroad, and in accordance with the Memorandum of Association and the Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be required from any statutory or regulatory authority, the approval of the Board be and is hereby accorded for:

(a) Issuance of 4,000 (four thousand) fully paid, senior, secured, rated, listed, taxable, redeemable, non-convertible debentures having a face value of INR 1,00,000/- (Indian Rupees One Lakh Only) each, aggregating up to IN 40,00,00,000/- (Indian Rupees Forty Crores only) including a green shoe option to retain over subscription of up to 2,000 (two thousand) fully paid, senior, secured, rated, listed, taxable, redeemable, non-convertible debentures having a face value of INR 1,00,000/- (Indian Rupees One Lakh only) each, aggregating up to INR 20,00,00,000/- (Indian Rupees Twenty Crores only), for cash and issued at premium of INR 490/- (Indian Rupees Four hundred and Ninety only) each, ) or such other number of debentures, face value and amount as may be determined ("Debentures") for a period of up to 532 (five hundred and thirty-two) days from the deemed date of allotment or such other maturity period (subject to applicable law) as may be agreed, on a private placement basis to eligible categories of investors as identified in the General Information Document and Key Information Document that shall have applied for subscribing to the Debentures (being the identified persons for the purposes of Section 42 of the Act) ("Investors") for raising debt for on-lending/disbursement by the Company in the form of loans to its clients/borrowers of the Company and for such other purposes as may be agreed with the Investors, and

(b) collateralising/supporting the amounts to be raised pursuant to the issue of the Debentures together with all interest and other charges thereon (up to such limits and security cover and within such timelines as may be agreed) by one or more of the following (i) hypothecation of certain identified book debts/loan receivables (and/or other assets) of the Company and such other security or contractual comfort as may be required in terms of the issuance of the Debentures (the "**Security/Collateral**")".

**RESOLVED FURTHER THAT** Ms. Shruti Aggarwal, Director of the Company or Mr. Saurabh Khodke - SVP, Debt Capital Market or Mr. Kapil Garg - Manager, Debt Capital Market or Mr. Ashish Jha – AVP, Debt Capital Market, be and is hereby severally authorised to do such acts, deeds and things as they deem necessary or desirable in connection with the issue, offer and allotment of the Debentures, including, without limitation the following:

(a) seeking, if required, any approval, consent or waiver from any/all concerned governmental and regulatory authorities, and/or any other approvals, consent or waivers that may be required in connection with the issue, offer and allotment of the Debentures;

(b) executing the term sheet in relation to the Debentures;

(c) negotiating, approving and deciding the terms of the issue of the Debentures and all other related matters;

(d) finalising the terms and conditions of the appointment of an arranger, a debenture trustee, a registrar

and transfer agent, a credit rating agency, a legal counsel, the depository(ies) and such other intermediaries including their successors and their agents, as may be required in relation to the issue, offer and allotment of the Debentures;

(e) finalising the terms of the issue, offer and allotment of the Debentures;

(f) to request the Guarantor to issue the Guarantee and execute all agreements, documents, power of attorneys, deeds and writings in relation to the same including the deed of guarantee in favour of the debenture trustee or any other entity as required by the Investors;

(g) entering into arrangements with the depository(ies) in connection with the issue, offer and allotment of Debentures in dematerialised form;

(h) entering into the listing agreement with the Stock exchange(s);

(i) obtaining ISIN;

(j) creating and perfecting the Security/Collateral as required in accordance with the terms of the Transaction Documents (as defined below) in relation to the issue, offer and allotment of the Debentures;

(k) finalising the deemed date of allotment of the Debentures;

(l) negotiating, executing, filing and delivering any documents, instruments, deeds, amendments, papers, applications, notices or letters as may be required in connection with the issue, offer and allotment of the Debentures and dealing with regulatory authorities in connection with the issue, offer and allotment of the Debentures including but not limited to the RBI, SEBI (if so required), the relevant registrar of companies, the Central Registry of Securitisation Asset Reconstruction and Security Interest, the Ministry of Corporate Affairs, or any depository(ies), and such other authorities as may be required;

(m) signing and/or dispatching all documents and notices to be signed and/or dispatched by the Company under or in connection with the Transaction Documents;

(n) to take all steps and do all things and give such directions as may be required, necessary, expedient or desirable for giving effect to the Transaction Documents, the transactions contemplated therein, including without limitation, to approve, negotiate, finalise, sign, execute, ratify, amend, supplement and/or issue the following, including any amendments, modifications, supplements, restatements or novation's thereto (now or in the future):

(i) the General Information Document and the Key Information Document ("GID" and "KID") for the issue, offer and allotment of the Debentures;

(ii) the debenture trust deed, the debenture trustee agreement, the deed of hypothecation, and any other documents required for the creation of security interest over the Company's Book Debts, or the issue, offer and allotment of the Debentures (including any powers of attorney in connection thereto), and any other document in relation thereto ((i) and (ii) are collectively referred to as the "Transaction Documents");

(iii) any other documents required for the purposes of the issue, offer and allotment of the Debentures and the transactions contemplated thereby, including but not limited to letters of undertaking, declarations, agreements, reports; and

(iv) any other document designated as a Transaction Document by the debenture trustee/holders of the Debentures.

(o) do all act necessary for the issue, offer and allotment of the Debentures in accordance with the terms set out in the General Information Document, the Key Information Document and other Transaction Documents; and

(p) to generally do any other act or deed, to negotiate and execute any documents, applications, agreements, undertakings, deeds, affidavits, declarations and certificates in relation to the issue, offer and allotment of the Debentures and the transactions contemplated thereby, and to give such directions as it deems fit or as may be necessary or desirable in relation to the issue, offer and allotment of the Debentures.

**RESOLVED FURTHER THAT** the Company does hereby request EQX Analytics Private Limited to provide a corporate guarantee by way of execution of the Deed of Guarantee and any other document as may be requested by the Debenture Trustee and/or the Debenture Holders in relation to the creation of guarantee for securing the Debentures.

**"RESOLVED FURTHER THAT** the Company be and is hereby authorised to get itself and the Debentures admitted to the National Securities Depository Limited or Central Depository Services (India) Limited as may be required and to execute or ratify the necessary agreement(s) with those depositories and the registrar and transfer agent and any other agreements, undertakings or other writings required for the issue of the Debentures in the dematerialised form and the Authorised Person be and are hereby severally authorized to negotiate, finalise and execute or ratify the same.

**RESOLVED FURTHER THAT** Ms. Shruti Aggarwal, Director of the Company, be and is hereby severally authorised to take all necessary steps relating to the creation, perfection and registration of charges and also to sign and submit the necessary forms with the relevant registrar of companies, the Stock Exchange Board of India, the Central Registry of Securitisation Asset Reconstruction and Security Interest, the Ministry of Corporate Affairs, or the depository(ies), and/or any other relevant governmental authorities.

**RESOLVED FURTHER THAT** the Board hereby approves and ratifies all such acts, deeds and actions taken by the Company till date for the purpose of the issue, offer and allotment of the Debentures.

**RESOLVED FURTHER THAT** Ms. Shruti Aggarwal, Director of the Company, be and is hereby severally authorised to record the name of the holders of the Debentures in the register of debenture holders and to undertake such other acts, deeds and things as may be required to give effect to the issuance and allotment of the Debentures.

**RESOLVED FURTHER THAT** Ms. Shruti Aggarwal, be and is hereby severally authorised to pay all stamp duty required to be paid for the issue, offer and allotment of the Debentures in accordance with the laws of India and procure the stamped documents from the relevant governmental authorities.

**RESOLVED FURTHER THAT** Ms. Shruti Aggarwal, Director of the Company or Mr. Saurabh Khodke – Senior VP, Debt Capital Markets or Mr. Kapil Garg – Manager, Debt Capital Markets or Ashish Jha – AVP, Debt Capital Market, be and are hereby severally authorised to approve and finalise, sign, execute and deliver the Transaction Documents and such other agreements, deeds, undertakings, indemnities and documents as may be required, or any of them in connection with the Debentures to be issued by the Company.

**RESOLVED FURTHER THAT** Ms. Shruti Aggarwal, Director of the Company or Mr. Saurabh Khodke – Senior VP, Debt Capital Markets or Mr. Kapil Garg – Manager, Debt Capital Markets or Ashish Jha – AVP, Debt Capital Market, be and are hereby severally authorised to register or lodge for registration upon execution documents,

letter(s) of undertakings, declarations, and agreements and other papers or documents as may be required in relation to any of the above with any registering authority or any governmental authority competent in that behalf.

**RESOLVED FURTHER THAT** upon receipt of subscription money, the Management Operation Committee of the Board take all necessary steps for allotment of the securities.

**RESOLVED FURTHER THAT** Ms. Shruti Aggarwal, Director be and is hereby severally authorised to delegate the powers to any other employee/representative/agent as may be deemed necessary to do such acts and execute such documents as may be required in connection with any of the matters relating to the issue of the Debentures.

**RESOLVED FURTHER THAT** copies of the foregoing resolutions certified to be true copies by any Director or the Company Secretary of the Company be furnished to such persons as may be deemed necessary."

**CERTIFIED TRUE COPY**

**FOR M/S. Akara Capital Advisors Private Limited**

AKARA CAPITAL ADVISORS PVT. LTD.

**Sonia Thakur**
**Company Secretary**
**M.No A40393**
**Add: 224, Vikas Kunj, Vikaspuri, New Delhi - 110018**

**Date: 31st July, 2023**

## ANNEXURE XI: SHAREHOLDERS RESOLUTION

***(as attached separately)***

***(The remainder of this page is intentionally left blank)***

# AKARA CAPITAL ADVISORS PRIVATE LIMITED

**SHORTER NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

Notice is hereby given that Extra-Ordinary General Meeting of the Members of Akara Capital Advisors Private Limited will be held on Wednesday, 10th May, 2023 at 03.00 P.M. at the Corporate Office of the Company at CRC-2, First Floor, Khasra No. 337, Sultanpur, Delhi – 110 030 to transact the following businesses:

**SPECIAL BUSINESS:**

**ITEM NO.1**

**TO APPROVE ENHANCEMENT IN THE LIMIT OF ISSUANCE OF NON-CONVERTIBLE DEBENTURES FROM INR 500 CRORES TO INR 1000 CRORES.**

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

**"RESOLVED THAT** in supersession to the previous members resolution passed on 24th November, 2022 and pursuant to the provisions of Section 42 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read together with the Companies (Prospectus and Allotment of Securities) Rules, 2014, including any modification, amendment, substitution or re-enactment thereof, for the time being in force and the provisions of the memorandum of association and the articles of association of the Company, the approval and consent of the members of the Company, be and is hereby accorded to the board of directors of the Company (the "Board") to enhance the limit of issuance of Non- Convertible Debentures from INR 500 Crores to INR 1000 Crores and to issue, and to make offer(s) and/or invitation(s) to eligible persons to subscribe to, non-convertible debentures ((a) listed or unlisted, (b) senior secured, (c) senior unsecured, (d) unsecured, (e) subordinated, (f) any others (as may be determined)) (including market linked debentures) ("NCDs"), on a private placement basis, in one or more tranches, provided that the outstanding amounts of all such NCDs at any time during the period shall not exceed INR 1000 Crores (Indian Rupees One Thousand Crores only)."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized and empowered to arrange, settle and determine the terms and conditions (including without limitation, interest, repayment, security or otherwise) as it may think fit of such NCDs, and to do all such acts, deeds, and things, and to execute all such documents, instruments and writings as may be required to give effect to these resolutions."

**ITEM NO.2**

**TO APPROVE ENHANCEMENT IN THE LIMITS FOR CREATING SECURITY ON THE ASSETS OF THE COMPANY U/S 180(1)(a) FROM INR 1500 CRORE TO INR 3000 CRORE.**

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

**"RESOLVED THAT** in supersession to the previous members resolution passed on 24th November, 2022 and pursuant of Section 180(1)(a) and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force), as amended from time to time, the consent of the Members be and is hereby accorded to the creation of such security by the Board of Directors of the Company as may be necessary on such of the assets and/or other properties whether movable or immovable or stock in trade (including Pass through Contracts {PTCs}), both present and future in such manner as the Board may determine however, that the total amount of security shall not exceed a sum of INR. 3000 Crore/- (Indian Rupees Three Thousand Crores), to or in favour of financial institutions, investment institutions and their subsidiaries, banks, mutual funds, other bodies corporate or any other entities and Trustees for the holders of debentures/bonds and/or other instruments including ECB, debentures, CPs which may be issued on private placement basis or otherwise to secure loans, debentures, bonds working capital facilities and other instruments in any currency of an outstanding aggregate value not exceeding the total assets and gross current assets as per the latest audited financial statements from time to time, together with the interest thereon at the agreed rates, further interest liquidated damages, premium on pre-payment or on redemption, cost charges, expenses and all other moneys payable by the Company in relation to such loans, debentures, bonds, working capital facilities and other instruments."

**REOLVED FURTHER THAT**, Any of the Directors be and is hereby authorised to finalize the documents and such other agreements for creation of charge as aforesaid and to do all such acts deeds matters and things as may be necessary and expedient and also to authorize/delegate its directors/officers for giving effect to the above resolution.

**ITEM NO.3**

**TO APPROVE ENHANCEMENT IN THE BORROWING LIMITS U/S 180(1)(C) FROM INR 1500 CRORE TO INR 3000 CRORE ECB, DEBENTURES, CPS, PTCS, SECURITIZATION AND TERM LOANS.**

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

**"RESOLVED THAT** in supersession to the previous members resolution passed on 24th November, 2022, the consent of the Board of Directors of the Company be and is hereby accorded under the provisions of the Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013, the consent of the Members be and is hereby accorded for borrowing/ availing financial assistance of any sum or sums of money from time to time, from any one or more Banks, Financial Institutions, Investors, Lenders, any other persons, firms, Bodies Corporate, either Indian or foreign (hereinafter referred as 'Lenders' or 'Investor'), whether by way of cash credit, advances or deposits, Term loans or working capital, or any other debt, debt instrument including ECB, debentures, CPs, securitization financial assistance / facilities and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's investment, assets and/or other properties whether movable or immovable or stock in trade (including Pass through Contracts {PTCs}) and work in progress and all or any of the undertakings of the Company,

notwithstanding that the money or monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) exceeds the aggregate of the paid up share capital of the company and its free reserves, that is to say, reserves not set apart for any specific purposes, provided however, that the total amount so borrowed shall not exceed a sum of INR 3000 Crore/- (Three Thousand Crore).

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to execute such documents or writings as it may consider necessary, expedient or proper for the purpose of giving effect to this resolution.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby authorised to issue certified to be true copy of this resolution to the concerned authorities as and when required."

**For Akara Capital Advisors Private Limited**

SHRUTI AGGARWAL

Digitally signed by SHRUTI AGGARWAL
Date: 2023.05.08 19:12:20 +05'30'

**Shruti Aggarwal**
**Director**
**DIN: 06867269**
**Add: 6A/2, Raj Narain Road**
**Civil Lines North Delhi 110054**

**Date: 08th May, 2023**
**Place: New Delhi**

**NOTES:**

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company an original certified copy of the Board resolution and authority letter authorizing their representative along with a valid proof of Photo Identity (PAN Card or Passport or AADHAR or Voter's Identity Card) of such authorized representative to attend and vote on their behalf at the Meeting.

**EXPLANATORY STATEMENT**

**(Pursuant to Section 102 (1) of the Companies Act, 2013)**

**ITEM NO.1**

Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 ("Prospectus and Allotment Rules") deals with private placement of securities by a company. Rule 14(1) of the Prospectus and Allotment Rules prescribes that in case of an offer or invitation to subscribe to securities, the Company shall obtain previous approval of its shareholders/members ("Members") by means of a special resolution. Rule 14(1) of the Prospectus and Allotment Rules further prescribes that in case of the issue of non-convertible debentures ("NCDs") exceeding the limits prescribed therein, it shall be sufficient to obtain such previous approval for all the offers or invitations for such NCDs issued during a period of 1 (one) year from the date of passing of the aforementioned special resolution.

In order to augment resources for on-lending by the Company, repayment/refinance of existing debt, working capital requirement, purchase of assets, investments, general corporate purposes etc. the Company may invite subscription for non-convertible debentures ((a) listed or unlisted, (b) senior secured, (c) senior unsecured, (d) unsecured, (e) subordinated, (f) any others (as may be determined)) (including market linked debentures) to be issued by the Company, in one or more series/tranches on private placement basis. The NCDs proposed to be issued, may be issued either at par or at premium or at a discount to face value and the issue price (including premium, if any) shall be decided by the board of directors of the Company ("Board") on the basis of various factors including the interest rate/effective yield determined, based on market conditions prevailing at the time of the issue(s).

Pursuant to Rule 14(1) of the Prospectus and Allotment Rules, the following disclosures are being made by the Company to the Members:

| | |
|---|---|
| **PARTICULARS OF THE OFFER INCLUDING DATE OF PASSING BOARD RESOLUTION** | Rule 14(1) of the Prospectus and Allotment Rules prescribes that where the amount to be raised through offer or invitation of NCDs (as defined above) exceeds the limit prescribed, it shall be sufficient if the company passes a previous special resolution for all the offers or invitations for such NCDs during the year.<br><br>In view of this, pursuant to this resolution under Section 42 of the Companies Act, 2013, the specific terms of each offer/issue of NCDs (whether secured/unsecured/subordinated/senior, rated/unrated, listed/unlisted, redeemable (including market linked debentures) NCDs) shall be decided from time to time, within the period of 1 (one) year from the date of the aforementioned resolution. In line with Rule 14(1) of the Prospectus and Allotment Rules, the date of the relevant board resolution shall be mentioned/disclosed in the private placement offer and application letter for each offer/issue of NCDs. |

| | |
|---|---|
| **KINDS OF SECURITIES OFFERED AND THE PRICE AT WHICH THE SECURITY IS BEING OFFERED** | Listed or Unlisted Non-convertible debt securities/NCDs.<br><br>The NCDs will be offered/issued either at par or at premium or at a discount to face value, which will be decided by the Board for each specific issue, on the basis of the interest rate/effective yield determined, based on market conditions prevailing at the time of the respective issue. |
| **BASIS OR JUSTIFICATION FOR THE PRICE (INCLUDING PREMIUM, IF ANY) AT WHICH THE OFFER OR INVITATION IS BEING MADE** | Not applicable, as the securities proposed to be issued (in multiple issues/tranches) are non-convertible debt instruments which will be issued either at par or at premium or at a discount to face value in accordance with terms to be decided by the Board, in discussions with the relevant investor(s). |
| **NAME AND ADDRESS OF VALUER WHO PERFORMED VALUATION** | Not applicable as the securities proposed to be issued (in multiple issues/tranches) are non-convertible debt instruments. |
| **AMOUNT WHICH THE COMPANY INTENDS TO RAISE BY WAY OF SECURITIES** | The specific terms of each offer/issue of NCDs shall be decided from time to time, within the period of 1 (one) year from the date of the aforementioned resolution, provided that the amounts of all such NCDs at any time issued within the period of 1 (one) year from the date of passing of the aforementioned shareholders resolution shall not exceed the limit specified in the resolution under Section 42 of the Companies Act, 2013. |
| **MATERIAL TERMS OF RAISING OF SECURITIES, PROPOSED TIME SCHEDULE, PURPOSES OR OBJECTS OF OFFER, CONTRIBUTION BEING MADE BY THE PROMOTERS OR DIRECTORS EITHER AS PART OF THE OFFER OR SEPARATELY IN FURTHERANCE OF OBJECTS; PRINCIPLE TERMS OF ASSETS CHARGED AS SECURITIES** | The specific terms of each offer/issue of NCDs shall be decided from time to time, within the period of 1 (one) year from the date of the aforementioned resolution, in discussions with the respective investor(s). These disclosures will be specifically made in each private placement offer and application letter for each offer/issue. |

Accordingly, consent of the Members is sought in connection with the aforesaid issue of NCDs and they are requested to authorize the Board to apply to the stock exchange for the in-principal approval and to issue such NCDs during the year on private placement basis up to INR 1000 Crores (Indian Rupees One Thousand Crores Only) as stipulated above, in one or more tranches in supersession to the previous member's resolution passed on 24th November, 2022.

None of the directors and key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding (if any) in the Company. The Board recommends the passing of the resolution as special resolution.

**ITEM NO.2**

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from issue of NCD's/CP/ECBs/Private Placement from various Banks and/or Financial Institution and /or any other lending institution and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit.

Hence it is proposed to increase the maximum borrowing limit from Rs. 1500 Crores (Rupees One Thousand Five Hundred Crores) to Rs. 3000 Crores (Rupees Three Thousand Crores). Pursuant to Section 180(1) (c) of the Companies Act, 2013, Borrowing more than aggregate amount of the paid-up capital of the Company and its free reserves at any one time requires the consent of the members of the Company in a general meeting. However, the borrowings shall not exceed any time 8 times of the equity as per the Schedule 1 of Articles of the Company.

In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole of the undertaking of the Company in such manner as the Board may determine.

Hence, the Ordinary Resolution at Item No.2 of the Notice is being proposed. The Directors recommend the Ordinary Resolution as set out at Item No. 2 of the accompanying Notice, for members' approval.

**ITEM NO.3**

Keeping in view the existing and future financial requirements to support its business operations, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) exceeds the aggregate of the paid-up capital and free reserves that is to say, reserves not set apart for any specific purposes, provided however, that the total amount so borrowed shall not exceed a sum of Rs. 3000 Crore/- (Three Thousand Crore).

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company in a general meeting.

Hence, the Ordinary Resolution at Item No.3 of the Notice is being proposed. The Directors recommend the Ordinary Resolution as set out at Item No. 3 of the accompanying Notice, for members' approval.

**For Akara Capital Advisors Private Limited**

SHRUTI AGGARWAL Digitally signed by SHRUTI AGGARWAL Date: 2023.05.08 19:12:45 +05'30'

**Shruti Aggarwal**
**Director**

**DIN: 06867269**
**Add: 6A/2, Raj Narain Road**
**Civil Lines North Delhi 110054**

**Date: 8th May, 2023**
**Place: New Delhi**

# AKARA CAPITAL ADVISORS PRIVATE LIMITED

**CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF AKARA CAPITAL ADVISORS PRIVATE LIMITED HELD ON WEDNESDAY, 10TH DAY OF MAY, 2023 AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT CRC-2, 1ST FLOOR, KHASRA NO. 337, MEHRAULI-GURGAON RD, SULTANPUR, NEW DELHI, DELHI 110030**

**To approve enhancement in the limit for creating security on the assets of the company u/s 180(1)(a) from INR 1500 crore to INR 3000 CRORE.**

"**RESOLVED THAT** in supersession to the previous members resolution passed on 24th November, 2022 and pursuant of Section 180(1)(a) and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force), as amended from time to time, the consent of the Members be and is hereby accorded to the creation of such security by the Board of Directors of the Company as may be necessary on such of the assets and/or other properties whether movable or immovable or stock in trade (including Pass through Contracts {PTCs}), both present and future in such manner as the Board may determine however, that the total amount of security shall not exceed a sum of INR. 3000 Crore/- (Indian Rupees Three Thousand Crores), to or in favour of financial institutions, investment institutions and their subsidiaries, banks, mutual funds, other bodies corporate or any other entities and Trustees for the holders of debentures/bonds and/or other instruments including ECB, debentures, CPs which may be issued on private placement basis or otherwise to secure loans, debentures, bonds working capital facilities and other instruments in any currency of an outstanding aggregate value not exceeding the total assets and gross current assets as per the latest audited financial statements from time to time, together with the interest thereon at the agreed rates, further interest liquidated damages, premium on pre-payment or on redemption, cost charges, expenses and all other moneys payable by the Company in relation to such loans, debentures, bonds, working capital facilities and other instruments."

**REOLVED FURTHER THAT**, Any of the Directors be and is hereby authorised to finalize the documents and such other agreements for creation of charge as aforesaid and to do all such acts deeds matters and things as may be necessary and expedient and also to authorize/delegate its directors/officers for giving effect to the above resolution.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be and are hereby severally authorised to issue a certified true copy of this resolution to the concerned authorities as and when required."

**CERTIFIED TRUE COPY**

**FOR M/S. Akara Capital Advisors Private Limited**

AKARA CAPITAL ADVISORS PVT. LTD.

**Sonia Thakur**
**Company Secretary**
**M.No: 40393**
**Add: 224, Vikas Kunj, Vikaspuri,**
**New Delhi - 110018**

**Date: 03rd June, 2023**

# AKARA CAPITAL ADVISORS PRIVATE LIMITED

**CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF AKARA CAPITAL ADVISORS PRIVATE LIMITED HELD ON WEDNESDAY, 10TH DAY OF MAY, 2023 AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT CRC-2, 1ST FLOOR, KHASRA NO. 337, MEHRAULI-GURGAON RD, SULTANPUR, NEW DELHI, DELHI 110030**

**To approve enhancement in the borrowing limits u/s 180(1)(c) from INR 1500 crore to INR 3000 crore ECB, Debentures, CPS, PTCS, Securitization and Term Loans.**

"**RESOLVED THAT** in supersession to the previous members resolution passed on 24th November, 2022, the consent of the Board of Directors of the Company be and is hereby accorded under the provisions of the Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013, the consent of the Members be and is hereby accorded for borrowing/ availing financial assistance of any sum or sums of money from time to time, from any one or more Banks, Financial Institutions, Investors, Lenders, any other persons, firms, Bodies Corporate, either Indian or foreign (hereinafter referred as 'Lenders' or 'Investor'), whether by way of cash credit, advances or deposits, Term loans or working capital, or any other debt, debt instrument including ECB, debentures, CPs, securitization financial assistance / facilities and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's investment, assets and/or other properties whether movable or immovable or stock in trade (including Pass through Contracts {PTCs}) and work in progress and all or any of the undertakings of the Company, notwithstanding that the money or monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) exceeds the aggregate of the paid up share capital of the company and its free reserves, that is to say, reserves not set apart for any specific purposes, provided however, that the total amount so borrowed shall not exceed a sum of INR 3000 Crore/- (Three Thousand Crore).

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to execute such documents or writings as it may consider necessary, expedient or proper for the purpose of giving effect to this resolution.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby authorised to issue certified to be true copy of this resolution to the concerned authorities as and when required."

**CERTIFIED TRUE COPY**

**FOR M/S. Akara Capital Advisors Private Limited**

AKARA CAPITAL ADVISORS PVT. LTD.

**Sonia Thakur**
**Company Secretary**
**M.No: 40393**
**Add: 224, Vikas Kunj, Vikaspuri,**
**New Delhi - 110018**

**Date: 03rd June, 2023**

# AKARA CAPITAL ADVISORS PRIVATE LIMITED

**CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF AKARA CAPITAL ADVISORS PRIVATE LIMITED HELD ON WEDNESDAY, 10TH DAY OF MAY, 2023 AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT CRC-2, 1ST FLOOR, KHASRA NO. 337, MEHRAULI-GURGAON RD, SULTANPUR, NEW DELHI, DELHI 110030**

**To approve enhancement in the limit of Issuance of Non-Convertible Debentures from INR 500 Crores to INR 1000 Crores.**

**RESOLVED THAT** in supersession to the previous members resolution passed on 24th November, 2022 and pursuant to the provisions of Section 42 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read together with the Companies (Prospectus and Allotment of Securities) Rules, 2014, including any modification, amendment, substitution or re-enactment thereof, for the time being in force and the provisions of the memorandum of association and the articles of association of the Company, the approval and consent of the members of the Company, be and is hereby accorded to the board of directors of the Company (the "Board") to enhance the limit of issuance of Non- Convertible Debentures from INR 500 Crores to INR 1000 Crores and to issue, and to make offer(s) and/or invitation(s) to eligible persons to subscribe to, non-convertible debentures ((a) listed or unlisted, (b) senior secured, (c) senior unsecured, (d) unsecured, (e) subordinated, (f) any others (as may be determined)) (including market linked debentures) ("NCDs"), on a private placement basis, in one or more tranches, provided that the outstanding amounts of all such NCDs at any time during the period shall not exceed INR 1000 Crores (Indian Rupees One Thousand Crores only)."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized and empowered to arrange, settle and determine the terms and conditions (including without limitation, interest, repayment, security or otherwise) as it may think fit of such NCDs, and to do all such acts, deeds, and things, and to execute all such documents, instruments and writings as may be required to give effect to these resolutions.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be and are hereby severally authorised to issue a certified true copy of this resolution to the concerned authorities as and when required."

**CERTIFIED TRUE COPY**

**FOR M/S. Akara Capital Advisors Private Limited**

SONIA RAKESH THAKUR

Digitally signed by SONIA RAKESH THAKUR
Date: 2023.05.10 18:37:21 +05'30'

**Sonia Thakur**
**Company Secretary**
**M.No: 40393**
**Add: 224, Vikas Kunj, Vikaspuri,**
**New Delhi - 110018**

**Date: 10th May, 2023**

## ANNEXURE XII: DUE DILIGENCE CERTIFICATES

*(As specified in the relevant Key Information Document)*