



MOONGIPA CAPITAL FINANCE LTD.

September 04th, 2023

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Scrip Code: 530167

Subject: Annual Report for the Financial Year 2022-23 along with Notice of 36th Annual General Meeting ("AGM") of the Company

Dear Sir/Madam,

This is to inform that pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we herewith enclose the soft copy of the Annual Report of the Company for the Financial Year 2022-23 along with the Notice of 36th Annual General Meeting ("AGM") of the Company which is scheduled to be held on **Thursday, September 28, 2023 at 01.00 P.M. (IST)** through Video Conferencing ("VC") / Other Audio - Visual Means ("OAVM") in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) which is sent to all the members whose email IDs were registered with the Company / Depository Participant(s)/ Registrar and Transfer Agents (RTAs).

The Annual Report of the Company for the financial year 2022-23 along with the Notice of 36th AGM of the Company is also uploaded on the website of the Company at www.mongipa.com.

Please find below the attached Annual Report of the Company for the Financial Year 2022-23.

You are requested to kindly take the same on your records.

Thanking you,

For **Moongipa Capital Finance Limited**

(Sandeep Singh)
Company Secretary and Compliance Officer



(CIN : L65993DL1987PLC028669)

Regd. Office : 18/14, W.E.A. Pusa Lane, Karol Bagh, New Delhi-110005, Ph.: 011-41450121
E-mail : moongipac@gmail.com, Website : www.mongipa.com

36TH

Annual Report **2022-23**

Corporate Identity Number (CIN)

L65993DL1987PLC028669



**MOONGIPA
CAPITAL FINANCE LTD.**

CORPORATE INFORMATION

BOARD OF DIRECTORS

Dr. Pooja Jain	Whole Time Director
Mr. Sanjay Jain	Non-Executive Director
Ms. Preeti Srivastava	Independent Director
Mr. Ajay Prakash Narain	Independent Director

KEY MANAGERIAL PERSONNEL (“KMP”)

Dr. Pooja Jain	Whole Time Director
Mr. Gulshan Ahuja	Company Secretary and Compliance Officer (Upto 31/03/2023)
Mr. Sandeep Singh	Company Secretary and Compliance Officer (From 08/04/2023)
Mr. Bharat Kumar	Chief Finance Officer (Upto 02/09/2022)
Mrs. Jyoti Mehta	Chief Finance Officer (Upto 17/05/2023)
Mr. Mohd. Javed Qureshi	Chief Finance Officer (From 26/05/2023)

STATUTORY AUDITORS

M/s. Saxena & Saxena
Chartered Accountants
603,604, New Delhi House,
27, Barakhamba Road, New Delhi-110001

INTERNAL AUDITORS

M/s. R. Mahajan & Associates
Chartered Accountants
402, Jain Building, 18/12, W.E.A. Karol Bagh,
New Delhi- 110005

BANKERS

YES BANK
ICICI BANK
J&K BANK

REGISTRAR AND SHARE TRANSFER AGENT

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED
D-153-A, 1st Floor, Okhla Industrial Area, Phase-I,
New Delhi-110020

REGISTERED OFFICE & CONTACT DETAILS

18/14, W.E.A. Pusa Lane,
Karol Bagh, New Delhi-110005

Email Id: moonipac@gmail.com

Website: www.mongipa.com

Contact No. 011-41450121



MOONGIPA CAPITAL FINANCE LTD.

NOTICE

NOTICE is hereby given that the 36th Annual General Meeting of the Members of Moongipa Capital Finance Limited (“**the Company**”) will be held on **Thursday, September 28, 2023 at 01:00 P.M (IST)** through Video Conferencing (“**VC**”) / Other Audio Visual Means (“**OAVM**”), in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India to transact the following businesses:

ORDINARY BUSINESS

1. **ADOPTION OF FINANCIAL STATEMENTS ALONG WITH BOARD AND AUDIT REPORT FOR THE YEAR ENDED 31ST MARCH, 2023**

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

2. **APPOINTMENT OF A DIRECTOR IN PLACE OF DR. POOJA JAIN (DIN 00097037), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT**

To appoint Dr. Pooja Jain, who retires by rotation as a Director ,being eligible, offers herself for re-appointment and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Dr. Pooja Jain (DIN 00097037), who retires by rotation at this meeting, and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company whose office shall be liable to retire by rotation.”

(CIN: L65993DL1987PLC028669)

Regd. Office: 18/14, W.E.A. Pusa Lane, Karol Bagh, New Delhi-110005,
Ph.: 011-41450121 E- Mail: moongipac@gmail.com Website: www.moongipa.com

3. **APPOINTMENT OF STATUTORY AUDITOR OF THE COMPANY FOR THE TERM OF FIVE YEARS**

To appoint M/s. Saxena & Saxena, (Firm Regn. No. 06103N) Chartered Accountants, New Delhi as Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years, from the conclusion of the 36th Annual General Meeting of the Company until the conclusion of the 41st Annual General Meeting of the Company and to authorize the Board of Directors of the Company to fix their remuneration and, in this regard, to consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), M/s. Saxena & Saxena, Chartered Accountants, New Delhi (Firm Regn. No. 06103N), be and is hereby appointed as the Statutory Auditor of the Company to hold the office from the conclusion of the 36th Annual General Meeting of the Company until the conclusion of the 41st Annual General Meeting of the Company to be held in the year 2028 at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS

4. **INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

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

“**RESOLVED FURTHER** pursuant to the provisions of section 13, read with Section 61 & 64, other applicable provisions, if any, of the Companies Act, 2013 (Act) and Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to approval of any statutory or other authority, if any necessary, consent of members be and is hereby accorded for the increase and alteration in the Authorized Share Capital of the Company from Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 15,50,00,000/- (Rupees Fifteen Crore Fifty Lakh Only) divided into 1,55,00,000 (One Crore Fifty Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each by creation of additional 5,00,000 (Five Lakh) Equity Shares of Rs.10/- (Rupees Ten Only) each.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be altered, and the existing Clause V of the Memorandum of Association be deleted and the same be substituted with the following new clause as Clause V:

“V. The Authorized Share Capital of the Company is Rs. 15,50,00,000/- (Rupees Fifteen Crore Fifty Lakh Only) divided into 1,55,00,000 (One Crore Fifty Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each”

RESOLVED FURTHER THAT the Directors of the Company and Company Secretary of the Company be and are hereby severally authorized to file necessary e-forms and documents with Registrar of the Company and to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

**For & On behalf of the Board
Moongipa Capital finance Limited**

Sd/-
(Sandeep Singh)
Company secretary

Place: New Delhi

Date : 01.09.2023

NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has, vide its circular dated December 28, 2022, read together with circulars dated 8th April 2020, 13th April 2020, 5th May 2020, 28th September 2020, 31st December 2020, 13th January 2021 and 28th December, 2022 (collectively referred to as “MCA Circulars”) and SEBI Circular dated 12th May 2020, 15th January 2021 and 5th January, 2023 ('SEBI Circulars'), permitted the holding of the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In compliance with the above and the relevant provisions of the Companies Act, 2013 ('the Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 36th AGM of the Company is being held through VC / OAVM only on **Thursday, September 28th, 2023 at 01:00 P.M (IST)**.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (“ICSI”) and Regulation 44 of Listing Regulations (as amended), and MCA Circulars dated December 28, 2022, April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.
3. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT**

BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

4. In terms of the provisions of Section 112 and Section 113 of the Act, read with the said aforesaid MCA Circulars, Institutional shareholders/corporate shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail to dchawla.cs@gmail.com with a copy marked to evoting@nsdl.co.in and moongipac@gmail.com. Institutional shareholders (i.e. other than individuals, HUFs, NRIs, etc.) can also upload their Board Resolution/ Power of Attorney/Authority Letter, etc. by clicking on "Upload Board Resolution/Authority Letter", etc. displayed under "e-Voting" tab in their login.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. The large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. shall attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. In line with the Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, the Notice calling the AGM along with Annual Report 2022-23 is being sent only through electronic mode to those members whose e-mail address is registered with the Company or the Depository Participant(s). Members may note that the Notice of AGM along with Annual Report has also been uploaded on the website of the Company at www.mongipa.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of NSDL, agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. www.evoting.nsdl.com. Members (Physical / Demat) who have not registered their email addresses with the company can get the same registered with the company by requesting to our Registrar and Share Transfer Agent i.e. Skyline Financial Services Private Limited ("RTA/Skyline") at compliance@skylinerta.com and to company at moongipac@gmail.com.
8. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts in relation to the businesses under Item No. 3 and 4 of the Notice, is annexed hereto and pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and

Secretarial Standard-2 on General Meetings, the appointment/re-appointment of Auditors shall include the following disclosures as a part of the explanatory statement to the notice:

- (a) Proposed fees payable to the statutory auditor(s) along with terms of appointment and in case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change;
 - (b) Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed.
9. As per Regulation 36 (3) of Listing Regulations and Secretarial Standard-2 issued by The Institute of Company Secretaries of India, relevant details of the directors seeking appointment/re-appointment at the ensuing Annual General Meeting are provided in the **Annexure** to this Notice.
10. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means.
11. Notice is also given under section 91 of the Companies Act, 2013 read with regulation 42 of the Listing Regulations that the Register of Members and the Share Transfer Book of the Company will remain closed from **Monday, September 25, 2023 to Thursday, September 28, 2023** (both days inclusive).
12. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice shall be available for inspection in electronic mode. Members can inspect the same by sending an email to moongipac@gmail.com.
13. Share transfer documents and all correspondence relating thereto, should be addressed to RTA at M/s Sky Line Financial Services Pvt. Ltd. D-153/A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020. or at their designated email id i.e. compliance@skylinerta.com.
14. Members holding shares in dematerialized form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to RTA / Company at compliance@skylinerta.com and moongipac@gmail.com.
15. The Company, consequent upon the introduction of the Depository System ('DS'), entered into agreements with National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL'). The Members, therefore, have the option of holding and dealing in the shares of the Company in dematerialized form through NSDL or CDSL.
16. Pursuant to amended Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, transfer of securities could not be processed unless the securities are held in the dematerialized form with a depository. Members holding shares in physical form are requested to dematerialize their

holdings at the earliest as it will not be possible to transfer shares held in physical mode as per the said regulation of SEBI.

- 17.** The DS envisages elimination of several problems involved in the scrip-based system such as bad deliveries, fraudulent transfers, mutilation of share certificates, etc. Simultaneously, Depository System offers several advantages like exemption from stamp duty on transfer of shares, elimination of concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc.
- 18.** To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
- 19.** The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in dematerialised form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Skyline Financial Services Private limited. As per Regulation 40(7) of the Listing Regulations read with Schedule VII to the said Regulations, for registration of transfer of shares, the transferee(s) as well as transferor(s) shall mandatorily furnish copies of their Income Tax Permanent Account Number (PAN) Card. Additionally, for securities market transactions and / or for off market / private transactions involving transfer of shares in physical mode for listed Companies, it shall be mandatory for the transferee(s) as well as transferor(s) to furnish copies of PAN Card to the Company / RTA for registration of such transfer of shares. In case of transmission of shares held in physical mode, it is mandatory to furnish a copy of the PAN Card of the legal heir(s) / Nominee(s). In exceptional cases, the transfer of physical shares is subject to the procedural formalities as prescribed under SEBI Circular No. SEBI/HO/MIRSD/DOS3/CIR/P/2018/139 dated November 6, 2018.
- 20.** Pursuant to Section 72 of the Companies Act, 2013, Members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in Form No. SH- 13, to the RTA of the Company. Further, Members desirous of cancelling/varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH-14, to the Registrar and Transfer Agent of the Company. These forms will be made available on request.
- 21.** The Company has an e-mail ID moongipac@gmail.com to redress shareholders' complaints/ grievances. In case you have any queries/ complaints or grievances, then please write to us at moongipac@gmail.com.
- 22.** Members desirous of asking any questions at the Annual General Meeting are requested to deliver their questions to reach the Company at least 7 days before the Annual General Meeting so that the same can be suitably replied. Members can raise questions during the meeting or in advance at moongipac@gmail.com. However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same. Members can raise questions during the meeting or in advance at moongipac@gmail.com.

However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.

23. In compliance with the provisions of Regulation 44 of the Listing Regulations, Section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended), MCA Circulars and the SS-2, the Company is providing a facility to all its members to enable them to cast their vote on the matters listed in this Notice by electronic means (e-voting).

GENERAL INSTRUCTIONS FOR ACCESSING AND PARTICIPATING IN THE AGM THROUGH VC/OAVM FACILITY AND VOTING THROUGH ELECTRONIC MEANS INCLUDING REMOTE EVOTING

I. The Company has engaged the services of National Securities Depository Limited (“NSDL”) to provide e-voting facility. The instructions of shareholders for remote e-voting are as under:

The remote e-voting period begins on **Monday, September 25, 2023 at 09.00 A.M. and ends on Wednesday, September 27, 2023 at 5.00 P.M.** During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, September 22, 2023** may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

II. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

III. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/ beneficial owner (in case of electronic shareholding) as on the cut-off date, i.e., **Friday September 22, 2023**. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

IV. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cutoff date may obtain the User ID and password by either sending an e-mail request to evoting@nsdl.co.in or calling on Toll Free No. 18-00-222-990. If the member is already registered with NSDL e-voting platform then he can use his existing User ID and password for casting the vote through remote e-voting.

V. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. Friday September 22, 2023 only shall be entitled to avail the facility of e-voting/ Poll on Demand.

VI. The Board of Directors has appointed M/s Deepti Chawla & Associates Practicing Company secretary (C.P. No. 8759) as the Scrutinizers, for conducting the e-voting and remote e-voting process in a fair and transparent manner.

VII. The Scrutinizer, after scrutinizing the votes will, not later than forty eight hours from the conclusion of the Meeting; make a consolidated scrutinizer’s report which shall be placed on the website of the Company www.mongipa.com and on the website of NSDL www.evoting.nsdl.com. The results shall simultaneously be communicated to the Stock Exchanges.

VIII. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting i.e., Thursday, September 28, 2023.

IX. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE ASUNDER:-

The remote e-voting period begins on Monday, September 25, 2023 at 09.00 A.M. and ends on Wednesday, September 27, 2023 at 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday September 22, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday September 22, 2023.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “ Beneficial Owner ” icon under “ Login ” which is available under ‘ IDeAS ’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ Access to e-Voting ” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &

voting during the meeting.

2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi

	<p>username & password.</p> <ol style="list-style-type: none"> 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to dchawlacs@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Sarita Mote, Manager, NSDL at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to moongipac@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to moongipac@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at moongipac@gmail.com . The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions during the 36th meeting may register themselves as a speaker by sending their request in advance **atleast 7 days** prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company email id i.e. moongipac@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **atleast 7 days** prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at

company email id i.e. moongipac@gmail.com. These queries will be replied to by the company suitably by email.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the 36th AGM.

**For & On behalf of the Board
Moongipa Capital finance Limited**

Sd/-
(Sandeep Singh)
Company secretary

Place: New Delhi
Date : 01.09.2023

EXPLANATORY STATEMENT

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), given hereunder sets out all material facts relating to the special business mentioned at Item No. 4 of the accompanying Notice of AGM.

As additional information, the Explanatory Statement also contains material facts pertaining to ordinary business mentioned at Item No. 3 of the said Notice.

Item No. 3

This Explanatory Statement is in terms of Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), though statutorily not required in terms of Section 102 of the Act.

The members have ratified the appointment of M/s. Saxena & Saxena, Chartered Accountants, New Delhi (Firm Regn. No. 06103N) through postal ballot and remote e-voting on January 19, 2023 as Statutory Auditors in Causal Vacancy, to hold office till the Conclusion of the 36th AGM of the Company.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company ('Board') has, based on the recommendation of the Audit Committee, proposed the appointment of M/s. Saxena & Saxena, Chartered Accountants, New Delhi (Firm Regn. No. 06103N), as the Statutory Auditors of the Company, for a consecutive term of five years from the conclusion of 36th AGM till the conclusion of 41st AGM of the Company to be held in the year 2028, at a remuneration as may be mutually agreed between the Board and the Statutory Auditors.

M/s. Saxena & Saxena have consented to their appointment as the Statutory Auditors and have confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.

M/s. Saxena & Saxena was paid a fee of Rs. 41,300/- including the applicable taxes, for the audit of standalone financial statements of the Company for the financial year ended March 31, 2023 and no increase is proposed to be paid in aforesaid fees for the coming financial years.

Besides the audit services, the Company would also obtain certifications from the Statutory Auditors under various statutory regulations and certifications required by clients, banks, statutory authorities, audit related services and other permissible non audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board in consultation with the Audit Committee.

The Board, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution at Item No. 3 of the accompanying Notice.

Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No.3 of the Notice for approval by the Members.

Item No. 4

Your Company is contemplating further issuance of Equity shares, and in view thereof, the Company needs to have enough unissued Authorized Share Capital, so that the requisite number of fresh equity shares may be issued for the purpose of raising sufficient funds.

Presently, the Authorized Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each. The Board at its Meeting held on 28th July, 2023, considered it desirable to increase the Authorized Share Capital of the Company to Rs. 15,50,00,000/- (Rupees Fifteen Crore Fifty Lakh Only) divided into 1,55,00,000 (One Crore Fifty Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each by creation of additional 5,00,000 (Five Lakh) Equity Shares of Rs.10/- (Rupees Ten Only) each to accommodate the fresh issuance of the shares of the Company.

Consequent upon increase in authorized share capital as proposed, the existing Clause V of the Memorandum of Association of the Company will also have to be replaced. The draft amended Memorandum of Association will be available for inspection by Members at the website of the Company.

The provisions of the Companies Act require the Company to seek approval of the members for increase in authorized share capital and for consequent alteration of the Capital Clause of the Memorandum of Association, accordingly, the Board recommends the resolution set forth in Item No. 4 for the approval of the members of the Company by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as an Ordinary Resolution.

**For & On behalf of the Board
Moongipa Capital finance Limited**

Sd/-
(Sandeep Singh)
Company secretary

Place: New Delhi
Date : 01.09.2023

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

I. Re-appointment of Dr. Pooja Jain (DIN: 00097037), Director Liable to Retire by Rotation

Date of Birth	03.08.1979
Qualification	Doctorate from University of Maryland, USA
Nature of Expertise	Enriched experience in the Financial and Administration sectors
Terms and conditions of Re-appointment	Dr. Pooja Jain is Wholetime Director and liable to retire by rotation and offers herself for reappointment.
Details of remuneration sought to be paid	As per the Remuneration and Nomination Policy of the Company as displayed on the Company's website i.e. www.mongipa.com
Date of first appointment in the current designation	14.10.2015
Shareholding in the Company	1,47,800 Equity Shares of Rs. 10/- each
Directorships in other Companies	N.A
Memberships/ Chairmanship of Committees of other Companies	N.A
Inter-se relationship between Directors and other Key Managerial Personnel	Spouse of Mr. Sanjay Jain, Director of the Company and not related to any other Director / Key Managerial Personnel
Number of Meetings of the Board attended during the financial year (2022-2023)	9 (Nine)
Remuneration Drawn (FY 2022-23)	Rs. 6,00,000/-
Name of the Listed Entities from which the Director has resigned in the past three years	N.A

BOARD REPORT

Dear Members,

Your Company's Board of Directors ("Board") are pleased to present the THIRTY SIXTH (36th) Annual Report of **Moongipa Capital Finance Limited** ("your Company") along with the Audited Financial Statements for the Financial Year ended March 31, 2023 ("year under review" or "year" or "FY 2022-23"). The Company is registered with the Reserve Bank of India ("RBI") as a Non-Systemically Important Non-Banking Financial Company ("NBFC") not accepting public deposits (NBFC-ND-NSI).

FINANCIAL PERFORMANCE / HIGHLIGHTS

A Summary of the Company's Standalone Financial Results for the FY 2022-23 is as follows.
(Amount in Rs.)

Particulars	March 31, 2023	March 31, 2022
Revenue from operation	1,82,80,210	3,69,56,546
Other Income	15,45,520	51,537
Total Revenue	1,98,25,730	37,008,083
Profit before Finance cost, Depreciation and Tax	(2,16,74,362)	308,86,665
Finance cost	72,611	18,449
Depreciation	8,18,351	6,85,527
Profit before tax	(2,25,65,324)	30,182,689
Less: Deferred Tax	(73,63,714)	(5,727,371)
Profit for the year	(1,52,01,610)	24,455,318

RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

During the year under review, your Company achieved total revenue and Net loss of Rs. 1,98,25,730 and Rs. (1,52,01,610) respectively as against total revenue and Net profit of Rs. 37,008,083 and Rs. 24,455,318 respectively during the previous financial year ended March 31, 2022.

ACCOUNTING METHOD

NBFCs were required to comply with the Indian Accounting Standards (IND-AS) for the preparation of the Financial Statements. Accordingly, the Annual Financial Statements for the year ended March 31, 2023 are prepared as per IND-AS.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the year under review, the company has also undertaken the business activity of trading in equity shares, preference shares, stocks, debentures (convertible and non-convertible) and all other financial instruments along with other activities of NBFC.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments affecting the financial position of your Company have occurred after the closure of the Financial Year 2022-2023 and till the date of the report.

RBI REGULATIONS

Your Company continues to comply with all the Regulations issued by the Reserve Bank of India to the extent as applicable to the Company.

DIVIDEND

During the year under review the company has incurred losses; hence Your Directors do not recommend the payment of any dividend for the financial year 2022-23.

LISTING OF SECURITIES

The Equity shares of the Company are presently listed on BSE Limited. The Annual listing fees for the year 2023-24 have been paid to the BSE Limited (Stock Exchange).

ANNUAL RETURN

As per amendment in section 92(3) and 134(3)(a) of the Companies Act, 2013 read with the Rules made thereunder, a copy of Annual Return are hosted on the website of the Company in the prescribed form, and can be accessed through the web link - <https://www.mongipa.com/investors-relation/#15> .

MANAGEMENT'S DISCUSSION AND ANALYSIS

Management Discussion and Analysis report for the year under review, as stipulated under Regulation 34 and schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is annexed to this report as *Annexure A*. Certain statements in the report may be forward-looking. Many factors may affect the actual results, which could be different from what the Directors envisage in terms of the future performance and outlook.

INDUSTRY OVERVIEW

The Indian financial services industry is vast and diverse consisting of banks, NBFCs, capital markets, insurance sector and the new payment banks with increasing finance penetration. The opportunity in India is very high especially in the rural areas for moving from physical savings to financial savings. With increasing internet penetration and financial literacy, the future growth prospects of financial service industry in India is very bright.

PUBLIC DEPOSITS

Being a non-deposit taking Company, Your Company has not accepted any deposits from the public within the meaning of the provisions of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 2016 and provisions of Companies Act, 2013.

TRANSFER OF RESERVES

During the year under review, the Company had incurred losses. Hence, the Company has not transferred any amount to Statutory Reserve as per Section 45-IC of the RBI Act, 1934.

SHARE CAPITAL

The Authorised and Paid up equity share capital as on March 31, 2023 was Rs. 15,00,00,000 and Rs. 3,05,48,000 respectively. There was no public issue, rights issue, bonus issue or preferential issue during the year. The company has neither issued shares with differential voting rights, sweat equity shares nor it has granted any stock options. The Company is proposing to make a right issue of equity shares in the future.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company, being a Non-Banking Finance Company registered with the Reserve Bank of India and engaged in the business of giving loans, is exempt from complying with the provisions of section 186 of the Companies Act, 2013 in respect of loans and guarantees. Accordingly, the disclosures of the loans given as required under the aforesaid section have not been given in this Report.

Information regarding investments covered under the provisions of section 186 of the said Act are detailed in the Financial Statements

PARTICULARS OF EMPLOYEES, DIRECTORS & KEY MANAGERIAL PERSONNEL

The details of Employees, Directors and Key Managerial Personnel as required under Section 197 of the Act read with Companies (Appointment and Remuneration) Rules, 2014 is annexed herewith as *Annexure B* forming integral part of this Report.

DIRECTORS AND KEY MANAGERIAL PERSONS

The Company has Four Directors on its Board comprising two Independent Directors and two Non- Independent Directors, one of whom is the Wholetime Director and other Non- Executive Director.

Dr. Pooja Jain	Whole Time Director
Mr. Sanjay Jain	Non-Executive Director
Mr. Ajay Prakash Narain	Independent & Non-Executive Director
Mrs. Preeti Srivastava	Independent & Non-Executive Director

Key Managerial Persons

Dr. Pooja Jain	Whole Time Director
Mr. Gulshan Ahuja*	Company Secretary & Compliance Officer
Mr. Sandeep Singh*	Company Secretary & Compliance Officer
Mr. Bharat Mehta^	Chief Financial Officer
Mrs. Jyoti Mehta^	Chief Financial Officer
Mr. Mohd. Javed Qureshi^^	Chief Financial Officer

*Mr. Gulshan Ahuja had ceased to be Company Secretary and Compliance Officer of the Company w.e.f the closing of business hours of 31st March, 2023 and Mr. Sandeep Singh has been appointed as a Company Secretary and Compliance officer w.e.f 08th April, 2023.

^Mr. Bharat Mehta has ceased to be Chief Financial Officer of the Company w.e.f 02nd September, 2022 and Mrs. Jyoti Mehta was appointed as Chief Financial Officer w.e.f 02nd September, 2022.

^^Mrs. Jyoti Mehta has also ceased to be Chief Financial Officer of the Company w.e.f 17th May, 2023 and Mr. Mohd. Javed Qureshi has been appointed as Chief Financial Officer w.e.f 26th May, 2023.

Retirement by Rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Rules made thereunder and pursuant to Articles of Association of the Company, Dr. Pooja Jain, Director of the Company, is liable to retire by rotation at the ensuing AGM and being eligible, offer herself for re-appointment. The Board of Directors recommends her re-appointment for the consideration of the members of the Company at the ensuing AGM.

BOARD AND COMMITTEES MEETINGS

The Board meets at regular intervals to, inter-alia, discuss about the Company's Policies and strategy apart from other Board matters. The Tentative annual Calendar of the Board and Committee Meetings is circulated to enable the Directors to plan their schedule and to ensure participation in the meetings. The notice for the Board/Committees Meetings is also given in advance to all the Directors.

The details about the Board/Committee meetings are given at length in Report on Corporate Governance forming part of this Annual Report.

DECLARATION BY INDEPENDENT DIRECTORS

All the Independent Director have confirmed to the Board that they meet the criteria of Independence as specified under Section 149(6) of the Act and that they qualify to be an Independent Directors pursuant to the Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014. The Independent Directors have also confirmed that they meet the requirements of 'Independent Director' as mentioned under Regulation 16(1) (b) of the Listing Regulations.

PERFORMANCE EVALUATION

The Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") stipulate the evaluation of the performance of the Board, its Committees, Individual Directors and the Chairperson. The Company has formulated a Policy for performance evaluation of the Independent Directors, the Board, its Committees and other individual Directors which includes criteria for performance evaluation of the Non-Executive Directors and Executive Directors. The evaluation framework for assessing the performance of Directors comprises of various key areas such as attendance at Board and Committee Meetings, quality of contribution to Board discussions and decisions, strategic insights or inputs regarding future growth of the Company and its performance, ability to

challenge views in a constructive manner, knowledge acquired with regard to the Company's business/activities, understanding of industry and global trends, etc.

The evaluation involves self-evaluation by the Board Member and subsequent assessment by the Board of Directors. A member of the Board will not participate in the discussion of his/her evaluation.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, the Board has carried out an annual evaluation of its own performance and the Directors individually (including Independent Directors) as well as the evaluation of the working of its Committees. Feedback was sought by well-defined and structured questionnaires covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, areas of responsibility, execution and performance of specific duties, obligations and governance, compliance, oversight of Company's subsidiaries, etc.

A separate exercise was carried out by the Nomination and Remuneration Committee of the Board to evaluate the performance of individual Directors who were evaluated on several parameters such as level of engagement and contribution, independence of judgment safeguarding the interest of the Company and its minority shareholders and knowledge acquired with regard to the Company's business/activities.

The performance evaluation of the Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The performance evaluation of the Chairperson of the Company was also carried out by the Independent Directors, taking into account the views of the Executive Directors and Non- Executive Directors.

The performance evaluation of the Independent Directors was carried out by the entire Board excluding the Director being evaluated. Qualitative comments and suggestions of Directors were taken into consideration by the Chairperson of the Board and the Chairperson of the Nomination and Remuneration Committee. The Directors have expressed their satisfaction with the evaluation process.

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company familiarizes the Directors about their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company. The details of such familiarization programs for Independent Directors have been disclosed on the website of the Company, the web link for which is

<http://mongipa.com/research.php?tid=36>

CORPORATE GOVERNANCE

The Corporate Governance philosophy of the Company is driven by the interest of stakeholders and business needs of the organization. The Company continues to be compliant with the requirements of Corporate Governance as enshrined in Listing Regulations. As per Regulation 34(3) read with Schedule V of the Listing Regulations, a Corporate Governance Report along with Statutory Auditors' Certificate confirming compliance of corporate governance for the year ended March 31, 2023 is annexed as *Annexure C* forming integral part of this Annual Report.

CORPORATE POLICY

We seek to promote and follow the highest level of ethical standards in our business transactions. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. All the policies are available on the website of the Company.

The Policies are reviewed periodically by the Board and updated on the basis of need and new Compliance.

The Key Policies are as follows:

I. Nomination and Remuneration Policy

In accordance with the provisions of section 134 (3) (e) of the Companies Act, 2013 read with Section 178 (4) and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your company has adopted the policy on appointment of Directors and Senior Management and succession planning for orderly succession to the Board and the Senior Management, which inter – alia includes the criteria for determining qualifications, positive attributes and independence of directors.

Your company has also adopted policy on remuneration of Directors, Key Managerial Personnel and Employees of the company in accordance with the provisions of sub section (4) of section 178. The Policy is available on the Company's website [http://mongipa.com/files/a431c48805_Nomination%20&%20Remuneration%20Policy%20MCF L.pdf](http://mongipa.com/files/a431c48805_Nomination%20&%20Remuneration%20Policy%20MCF%20L.pdf) and the same is as appended as – *Annexure D* and forms part of this report.

II. Risk Management Policy

Your company has a comprehensive Risk Management Policy in place and laid down a well defined risk management framework to identify, assess and monitor risks and strengthen controls to mitigate risks. Major risks identified by the business and functions are systematically addressed through mitigating actions on a continuing basis.

At present the company has not identified any element of risk which may threaten the business (or) existence of the Company.

III. Whistle Blower Policy – Vigil Mechanism

The company promotes ethical behavior in all its business activities and has established a vigil mechanism for its directors, employees and stakeholders associated with the company to report their genuine concerns. The Vigil Mechanism as envisaged in the Companies Act, 2013 and the Rules prescribed there under and the Listing Regulation is implemented through the Whistle Blower Policy, to provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee.

As per the Whistle Blower Policy implemented by the Company, the Employees, Directors, or any Stakeholders associated with the Company are free to report illegal or unethical behavior, actual or suspected fraud or violation of the Company's Codes of Conduct or Corporate Governance Policies or any improper activity to the Chairman of the Audit Committee of the Company or Chairman of the Company.

The Whistle Blower Policy provides for protected disclosure and protection to the Whistle Blower. Under the Whistle Blower Policy, the confidentiality of those reporting violation(s) is

protected and they are not subject to any discriminatory practices. The Whistle Blower Policy has been appropriately communicated within the Company and is available on the Company's website www.mongipa.com and the same is attached herewith as *Annexure D*.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The disclosure as per Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable as the Company is not covered under the criteria mentioned in Section 135(1) of the Companies Act, 2013.

STATUTORY AUDITORS AND AUDITORS' REPORT

During the year under review, M/s Rajesh K Sachdeva & Associates, Chartered Accountants, who was appointed as Auditors of the Company as per section 139 of the Companies Act, 2013 in the 35th Annual General Meeting held on September 29, 2022, had resigned from his office on 10.11.2022 and the Board of Directors has appointed M/s. Saxena & Saxena, Chartered Accountants, New Delhi (Firm Regn. No. 06103N), in its meeting held on November 19, 2022 as Statutory Auditor in causal vacancy at a remuneration mutually agreed between them, till the conclusion of this Thirty sixth (36th) AGM and such appointment was subsequently approved by the members by passing a resolution through postal ballot and remote e-voting on January 19, 2023.

The report given by the Auditors on the Standalone Financial Statements of the Company for the year ended March 31, 2023 forms part of this Annual Report. The Auditor's comments on the Company's account are self-explanatory in nature and do not require any explanation and there is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their reports.

The Notes of Accounts referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

Further the Board of Directors has, on the recommendation of the Audit Committee, proposed the appointment of M/s. Saxena & Saxena, Chartered Accountants, New Delhi (Firm Regn. No. 06103N) for a consecutive term of five years from conclusion of 36th AGM till conclusion of 41st AGM, at the ensuing 36th AGM for the approval of members of the Company.

Also, the Company has received a confirmation from M/s. Saxena & Saxena, Chartered Accountants that they are eligible to continue as Statutory Auditors of the Company to audit the books of accounts of the Company.

INTERNAL AUDITORS

The Company has appointed M/s R. Mahajan & Associates (Firm Registration Number-0011348N), Chartered Accountants as their Internal Auditors to carry out the Internal Audit of various operational areas of the Company for Financial Year ending March 31, 2023.

SECRETARIAL AUDITORS & SECRETARIAL AUDIT REPORT

The Board of the Directors of the company had appointed M/s Kuldeep Dahiya & Associates, Company Secretaries (Membership No.: 34404 and C.P.No.:18930) conduct the Secretarial Audit of the company pursuant to the provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. In

accordance with the provisions of sub – section (1) of Section 204, the Secretarial Audit Report for the financial year 2022-23 is appended to this report as *Annexure E*.

The same does not contain any qualification, reservation or adverse remark or disclaimer.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Board of Directors affirms that the Company has complied with the applicable Secretarial Standards issued by the Institute of Companies Secretaries of India. The same has also been confirmed by Secretarial Auditors of the Company in the Secretarial Audit Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE INCOME/ OUTFLOW

As the company is not engaged in the manufacturing activity, the prescribed information regarding compliance of rules relating to the conservation of Energy and Technology absorption pursuant to section 134 (3) (m) of the Companies Act, 2013, read with Rule – 8(3) of the Companies (Accounts) Rules, 2014 is not provided. The Company does not have any Foreign Exchange Earnings and outgo in the year under review.

PARTICULARS OF CONTRACT OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions entered at arm's length basis in the ordinary course of business were in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no materially significant related party transactions made by the company with Promoters, Director or Key Managerial Personnel etc. which may have potential conflict with the interests of the company at large or which required the approval of the shareholders, accordingly no transaction as being reported in form AOC-2 in terms of Section 134 of the Companies Act, 2013.

The Company has put in place a Policy for Related Party Transactions ("RPT Policy"), amended from time to time. The Policy provides for identification of Related Party Transactions ("RPTs"), necessary approvals by the Audit Committee / Board / Members, reporting and disclosure requirements in compliance with the Act and provisions of the Listing Regulations.

The policy on related party transactions as approved by the board is available on company's website www.mongipa.com.

DETAILS OF PECUNIARY RELATIONSHIPS OR TRANSACTIONS OF THE NON EXECUTIVE INDEPENDENT DIRECTOR VIS-À-VIS THE COMPANY.

There are no pecuniary relationships or transactions of the non executive independent director vis-à-vis the company for the period ending March 31, 2023.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your Company has in place adequate internal financials control with reference to financial statements, commensurate with the size, scale, and complexity of its operation to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorized recorded and reported correctly.

Reasonable Financial Controls are operative for all the business activities of the company and no material weakness in the design or operation of any control was observed.

ORDERS PASSED BY THE REGULATORS OR COURTS, IF ANY

No significant and material orders were passed by the Regulators, Courts or Tribunals impacting the going concern status and Company's Operation in future.

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

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with rules made thereunder, the Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment.

During the year under review, there were no complaints pertaining to sexual harassment. Under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the constitution of ICC (Internal Complaints Committee) is mandatory to the Company as the company has More than 10 (ten) employees.

However, in order to prevent sexual harassment of women at workplace, your Company has adopted a policy for prevention of Sexual Harassment of Women at workplace under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to look into the complaints relating to sexual harassment at workplace of any woman employee. During the year under review, your Company has not received any complaint pertaining to sexual harassment and no complaint was pending as on March 31, 2023.

SUBSIDIARIES, JOINT VENTURE AND ASSOCIATES

The company does have any subsidiary, joint venture or associate company.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) and 134 (5) of the Companies Act, 2013 with respect to Directors responsibility statement, the Directors of the company hereby confirm that:

- i) In preparation of the annual accounts for the year ended March 31, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true & fair view of the state of affairs of the company at the end of financial year and of the profit & loss of the company for that period.
- iii) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) Directors had prepared the annual accounts on a going concern basis.
- v) The Directors had laid down internal financial controls for the company that are adequate and were operating effectively.
- vi) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

No amount was lying unpaid or unclaimed for a period of seven years. Therefore no funds were required to be transferred to Investor Education and Protection Fund (IEPF).

CASH FLOW STATEMENT

The cash flow Statement for year ended March 31, 2023 is in conformity with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges in India, is annexed herewith.

DETAILS OF FRAUD, IF ANY REPORTED BY AUDITORS (OTHER THAN REPORTABLE TO CENTRAL GOVERNMENT)

No fraud / misconduct were detected at the time Statutory Audit by Auditors of the Company for the financial year ended on March 31, 2023.

GREEN INITIATIVE

Your Company has taken the initiative of going green and minimizing the impact on the environment. The Company has been circulating the copy of the Annual Report in electronic format to all those Members whose email address is available with Company. Your Company would encourage other Members also to register themselves for receiving Annual Report in the electronic Report form.

ACKNOWLEDGEMENT

The Board expresses its deepest appreciation and gratitude for the guidance and cooperation extended to the Company by RBI, statutory authorities and regulators. The Board also thanks the banks and financial institutions for their timely financial assistants to the company and helping the company to reach out to customers across the country. The B

oard thanks the auditors to the company for their guidance. Special thanks are due to the employees of the company who contributed their skills, enthusiasm, commitment and dedication which have over the years helped the company to earn prominence. The Board is grateful to the shareholders, depositors of the company for their patronage.

**For & On behalf of the Board
Moongipa Capital finance Limited**

Sd/-
Sanjay Jain
Director
DIN No. 00096938

Sd/-
Dr. Pooja Jain
Whole Time Director
DIN No. 00097037

Place: New Delhi

Date: September 01, 2023

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

GLOBAL ECONOMIC OVERVIEW

The global economy faced headwinds in FY 2023 due to weak demand. Commodity prices declined gradually; however, they are still higher than their five-year average. Inflationary pressures are expected to persist, whereas currency depreciation and capital outflows from emerging markets and developing economies have been widespread. The outlook for global trade remains uncertain due to downside risks pertaining to intense trade protectionism and supply chain disruptions. Inflation continued to rise throughout FY 2023 in most economies. The sanctions and hawkish monetary policies that followed the Ukraine war had a significant impact on global trade.

In FY 2024, global GDP growth is anticipated to be 3.0%. Additionally, after reaching its peak in FY2023, global inflation is expected to decline to 4.3% in the days ahead, banking on stable policies and favorable regulatory guidelines.

INDIAN ECONOMIC OVERVIEW

The Indian economy proved to be one of the fastest growing in FY2023, supported by strong domestic demand. Despite a challenging external environment, exports performed better than expected, due to India's vast domestic market and limited reliance on international trade flows. According to the National Statistical Office, India's Gross Domestic Product (GDP) is projected to see robust growth of 7% during the fiscal year 2022-23. India's economic ranking has also improved significantly, with the current-account deficit being financed by increasing foreign direct investment and a solid cushion of foreign exchange reserves.

Although consumer inflation was above the Reserve Bank's upper limit, which prompted a 2.25 percentage point increase in the policy rate, India's growth story was propelled by rising retail demand after the pandemic and new investments in areas such as automobiles, electronics, mining and the aviation industries.

With the broadening of the investor base for government securities, constructive policy changes for controlling inflation levels have augured well for the Indian economy. However, geopolitical tensions, tight monetary policies and slow global growth are expected to have an impact on India's economic growth in FY2024. However, India will continue to be one of the fastest developing countries in FY2024 due to its strong domestic demand, robust macroeconomic forces and limited reliance on the global market. India's GDP is also predicted to grow by a steady 6.6%, making it one of the world's fastest-growing countries.

MOONGIPA CAPITAL FINANCE LIMITED – AN OVERVIEW

Moongipa Capital Finance Limited ('MCFL' or 'the Company') is a growing Non-banking Financial Company ("NBFC") undertaking the Business of Portfolio investment and trading in equity shares, preference shares, stocks, debentures (convertible and non-convertible), Company deposits and to deal in Government Securities, including Government Bonds, Loans, National Saving Certificates, Post Office saving Schemes, units and all other Financial Instruments.

The Company also serving the credit requirements and financial assistance to industries by way of advance, deposit or lend money, securities and properties to or with any company, body corporate, firm, person or association whether falling under the same management or otherwise.

INDUSTRY STRUCTURE AND DEVELOPMENTS

Your Company is engaged in the business of portfolio investment and trading in equity shares, preference shares, stocks, debentures (convertible and non-convertible), and to deal in Government Securities, including Government Bonds, Loans, National Saving Certificates, Post Office saving Schemes, units and all other Financial Instruments and providing retail loans and advances for industrial and other purpose. MCFL is registered with the Reserve Bank of India (RBI) as a Non- Systematically important, non-deposit taking NBFC, bearing Registration No. 14.01051 dated 10th Day of August, 1998.

The activities of Finance and investment Companies in India have undergone qualitative changes over the years. They have become prominent in a wide range of activities. By now, their role as effective financial intermediaries has been well recognized as they have inherent ability to take inherent decisions, assume greater risks, apply innovative marketing strategies and customize their products and services according to the needs of the clients. In order to have a healthy financial and investment sectors in a country like ours, there has to be a sustainable marriage between the primary lending institutions (Banks and FIIs) and the intermediaries so that both of them stick to their core competencies and not to compete with other unnecessarily.

Your company has built a strong presence in the market through its cumulative experience, strong distribution network as well as sound systems and processes.

OPPORTUNITIES AND THREATS

The growth of the company is subject to opportunity and threats as are applicable to the Industry from time to time.

Being loan provider, company is exposed to specific risks that are particular to its business and the environment within which it operates including credit risk, economic cycle, and market risk.

As the demand for financial services is a derived demand, developments in the industrial sector exert a significant influence on the business of financial sector. Your company strives to continually understand the implication to its business of the various changes, as also effect of altered economic policies and international developments.

SEGMENT WISE / PRODUCT WISE PERFORMANCE

The Company engaged in investment activities and other financial services during the year under review, hence the requirement of segment-wise reporting is considered irrelevant.

FUTURE OUTLOOK

In the near future, the Company intends to continue to focus on its current business of portfolio investment, trading in shares and lending to grow on larger scale, set new targets.

RISK AND CONCERN

While risk is an inherent aspect of any business, the Company is conscious of the need to have an

effective monitoring mechanism and has put in place appropriate measures for its mitigation including financial risk, legal risk and internal process risks. The Company has made appropriate provisions for mitigation of risk factors which may occur from Borrowers. Apart from this, Company has taken necessary measures to safeguard its assets/interests etc.

There are a lot of uncertainties on the interest front in the economy and there is the likelihood of the hardening of interest and the said situation may create a lot of turmoil in the market.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The company has adequate internal control systems commensurate with the Size of the business duly supplemented with an internal audit to ensure against any unauthorized use or disposition of assets.

The internal controls are periodically reviewed by the Audit Committee to ensure their adequacy and effectiveness.

Rule 8(5)(viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board's report. To ensure effective Internal Financial Controls the Company has laid down the following measures the Company has a well placed, proper and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly.

According to Section 134(5)(e) of the Companies Act, 2013 the term Internal Financial Control (IFC) means the policies and procedures adopted by the company for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

DISCUSSION OF FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial statements are prepared in compliance with the requirements of the Companies Act, 2013 and the Indian Accounting Standards prescribed by the Institute of Chartered Accountants of India. The financial performance of the Company for the year 2022-23 is described in the Directors' Report under the head Financial Performance of the Company.

FINANCIAL YEAR OF THE COMPANY

The Financial Year of the Company continues to remain of twelve months starting with 1st April of every financial year.

OPERATIONS

Your Company continuously taking effective steps in broad basing of its range and activities. From last financial year, your company shows a negative profit but it has the potential to recover and make huge profits in the future. Apart from financial term, it is immense pleasure to inform you that your company render service to pan India basis and recorded a sound numerous of satisfactory customers.

HUMAN RESOURCES

The Company seeks respects and values of the diverse qualities and background that its people bring to it and is committed to utilizing the richness of knowledge, ideas, experience that this diversity provides.

The proper training and Personality Developments sessions were conducted for upgradation of employees, so that employees can get familiar with Company's rules and regulations. The Company has built a resource base and cross-functional managers to take care of multi dimensional businesses

Your Company has required manpower to manage its activities keeping in view its emphasis on cost reduction. The Company recognizes the importance of human resources in achieving success in its commercial pursuits and follows a good man management policy.

DISCLOSURES

During the year, the Company has not entered into any transaction of material nature with its promoters, the Directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interest of the Company at large.

CAUTIONARY STATEMENT

Statements in this "Management Discussion and Analysis Report" describing the Company objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and India demand supply conditions, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, and economic developments within India.

INFORMATION PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 AND RULES OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL REMUNERATION) RULES, 2014

A. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company and percentage increase in the remuneration of each Director and KMP for the financial year

Name	Designation	% increase in Remuneration in F.Y 2022-23 as compared to F.Y 2021-22	Ratio of Remuneration to Median Remuneration
Dr. Pooja Jain	Whole Time Director	14.91	2.86:1
Mr. Bharat Mehta*	Chief Financial Officer	10.00	N.A
Mrs. Jyoti Mehta*	Chief Financial Officer	N.A	N.A
Mr. Gulshan Ahuja	Company Secretary & Compliance Officer	28.97	N.A

* Mr. Bharat Mehta ceased to act as a Chief Financial Officer (“CFO”) w.e.f September 02, 2022 and Mrs. Jyoti Mehta has been appointed as a Chief Financial Officer (“CFO”) of the Company w.e.f September 02, 2022.

B. Disclosure on other matters

1.	The percentage increase in the median remuneration of employees in the financial year;	N.A
2.	The number of permanent employees on the rolls of Company;	08 Employees as on March 31, 2023
3.	Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	Avg. increase in fixed salaries of employees and managerial personnel in the Financial Year was based on the result & individual employee’s performance
4.	Affirmation that the remuneration is as per the remuneration policy of the Company.	Remuneration paid during the year ended March 31, 2023 is as per the Remuneration Policy of the Company.

CORPORATE GOVERNANCE REPORT

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and contains details of Corporate Governance systems and processes at Moongipa Capital Finance Limited ('MCFL' or 'the Company'):

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Corporate Governance philosophy of the Company is driven by the interest of stakeholders and business needs of the organization. Corporate governance is essential for the growth, profitability and stability of any business. Aligning itself to this philosophy, the Company has placed Corporate Governance on a high priority.

Your Company's philosophy on Corporate Governance is to achieve the highest levels of transparency, accountability and equality in all spheres of its business activities, operations and in all its dealing with the shareholders, employees, the government and other parties.

The Company believes that timely disclosures, transparent accounting policies and a strong and independent Board go a long way in protecting the shareholders' interest while maximizing long term corporate values. Responsible corporate conduct is integral to the way we do our business.

Our actions are governed by our values and principles, which are reinforced at all levels within the Company.

II. BOARD OF DIRECTORS

The Board of Directors, along with the Committees, provides leadership and guidance to the Company's Management while discharging its fiduciary responsibilities, directs as well as reviews business objectives, management strategic plans and monitors the performance of the Company.

The Company has a professional Board with right mix of knowledge, skills and expertise with an optimum combination of Executive, Non-Executive and Independent Directors besides having financial literacy, experience, leadership qualities and the ability to think strategically, the Directors are committed to the Company and devote adequate time for their meetings.

As on March 31, 2023, the total Board strength of the Company is of Four (4) of which one (1) is Executive and three (3) are Non Executive Directors out of which two (2) are Independent Directors.

Meetings of the Board are generally held at the Registered Office of the Company. The Company held one (1) Board meeting in each quarter and maximum gap between two (2) consecutive meetings did not exceed one twenty (120) days. During the Financial year ended March 31, 2023 ("FY 2023"), Nine Board Meetings were held i.e. on April 28, 2022, May 26, 2022, July 08, 2022, August 10, 2022, September 02, 2022, October 29, 2022, November 19, 2022, December 20, 2022, February 02, 2023.

Information provided to the Board

The Directors of the Company are provided with relevant information required for taking informed decisions at the Board/Committee meetings. The Board members are provided with well-structured and agenda papers in advance of the meetings. In case where it is not practicable to forward the document(s) with the agenda papers, the same are circulated before the meeting/placed at the meeting.

Key Functions of the Board

The Board performs various statutory and other functions in connection with managing the affairs of the Company. The key functions include reviewing and guiding corporate strategy, annual budgets and business plans, setting performance objectives, monitoring implementation and corporate performance and operating controls compliance with applicable laws.

Board Composition and categories of Directors, their number of Directorships, Memberships/ Chairmanship of the Committees as on March 31, 2023, attendance of each Director at the Board Meetings of the Company held during FY 2023 and at the last Annual General Meeting (“AGM”) of the Company along with Equity Share holding of each Director as at March 31, 2023 is given below:

Director	Category / Date of Appointment	No. of Board Meetings FY 2022-23		Attendance At the AGM Held on September 29, 2022
		Held	Attended	
Mr. Sanjay Jain (DIN No. 00096938)	Promoter/ Non Executive Director 16/07/1989	9	9	Yes
Dr. Pooja Jain (DIN No. 00097037)	Promoter/ Executive Director 14/10/2015	9	9	Yes
Ms. Preeti Srivastava (DIN No. 07036595)	Non-Executive Independent Director 08/12/2014	9	9	Yes
Mr. Ajay Prakash Narain (DIN No. 02655527)	Non-Executive Independent Director 19/11/2019	9	9	Yes

Name & Category of the Director	No. of outside Directorships as at March 31, 2023	Details of Directorships of other Listed Entities and Category of Directorship		No of outside committee positions held^		No. of shares and convertible instruments Held in Company (“MCFL”)
				As Member	As Chairperson	
Mr. Sanjay Jain Non-Executive Director	-	-	-	-	-	257450
Dr. Pooja Jain Wholetime Director	-	-	-	-	-	147800
Ms. Preeti Srivastava Independent Non-Executive Director	-	-	-	-	-	0
Mr. Ajay Prakash Narain Independent Non-Executive Director	-	-	-	-	-	0

* Exclude directorship in Private Companies, section 8 Companies & alternate directorships and also MCFL

^Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies other than MCFL. Members of the Board of the Company do not have membership of more than ten Board-level Committees or Chairperson of more than five such Committees.

No Director is related to any other Director on the Board in terms of the definition of ‘relative’ given under the Companies Act, 2013 except Dr. Pooja Jain, who is Spouse of Mr. Sanjay Jain.

Familiarisation Programme of Independent Directors

Independent Directors of the Company are eminent personalities having wide experience in the fields of Finance, Education, Industry, Commerce and Administration. Their presence on the Board has been advantageous and fruitful in taking business decisions. As per Regulation 25 (7) of Listing Regulations, the Company shall provide suitable training to the Independent Directors

to familiarise them with the Company, their roles, rights, responsibilities, nature of the industry in which the Company operates, business model of the Company and any other relevant information, if any. The details of such training imparted are also required to be disclosed in the Annual Report.

The details of programmes conducted for familiarization of Independent Directors with the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company at the link [familiarisation-programme-for-directors-22-23.pdf \(mongipa.com\)](http://mongipa.com/familiarisation-programme-for-directors-22-23.pdf).

Separate Meeting of Independent Directors

The role of Independent Directors is to review the performance of the Non-Independent Directors (including the Chairman) and the entire Board and also to assess the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

During the year ended, a separate meeting of the Independent Directors of the Company was held on **February 21, 2023** to review the performance of Non-Independent Directors, Board as a whole, the Chairperson of the Company as well as for assessing the quality, quantity and timeliness of flow of information between the company management and the Board.

Core Skills / expertise / competencies available with the Board

The Board comprises qualified and experienced members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees.

The following skills / expertise / competencies have been identified for the effective functioning of the Company and are currently available with the Board:

- Industry Experience

Experience and knowledge of the functioning, operations, growth drivers, business environment and changing trends in the NBFC Sector.

- Financial

Experience in financial management and its related aspects of NBFC Sector.

- Regulatory / Legal & Risk Management

Understanding of the legal ecosystem within which the Company operates and possesses knowledge on matters of regulatory compliance, governance, internal controls.

- Strategic Planning

- Leadership/ Operational experience

- Corporate Governance

While all the Board members possess the skills identified, their area of core expertise is given below:

Name & Category of the Director	Area of Expertise
Mr. Sanjay Jain Non-Executive Director	- Leadership/ Operational experience - Industry Experience
Dr. Pooja Jain Wholetime Director	- Financial - Regulatory and Legal - Corporate Governance
Ms. Preeti Srivastava Independent Non-Executive Director	- Industry Experience - Corporate Governance
Mr. Ajay Prakash Narain Independent Non-Executive Director	- Industry Experience - Corporate Governance

Confirmation

The Board Confirmed that the Independent Directors have fulfilled the criteria of independence as mentioned under Section 149(6) of the Companies Act, 2013. No Independent director has resigned before the expiry of his/her tenure during the financial year 2022-23.

III. COMMITTEE OF THE BOARD

The Board has constituted several Committees of Directors with adequate delegation of powers to focus effectively on the issues and ensure expedient resolution of diverse matters. Each Committee has its own Terms of Reference setting forth the purpose, goals and responsibilities of the Committee. The Committees of the Board are:

- **Audit Committee**
- **Stakeholders Relationship Committee**
- **Nomination & Remuneration Committee**

(a) AUDIT COMMITTEE

The role and the functions of the Audit Committee are as per the guidelines set out in the Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and under Section 177 of the Companies Act 2013. The Committee acts as a link between the statutory auditors, internal auditors, and the Board of Directors.

Terms of Reference & Functions of the Audit Committee

The term of reference of Audit Committee are as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 includes such other functions as may be assigned to it by the Board from time to time. Further, the term of reference of the Audit Committee has been aligned with the requirements of the Companies Act, 2013.

- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.

- Review and monitor the auditor’s independence and performance, and effectiveness of audit purpose.
- Examination of the financial statement and the auditor’s report thereon before submission the board for approval, with particular reference to.
 - a) Matters required to be included in the Director’s Responsibility Statement to be included in the Board’s Report in terms of clause (c) of subsection 3 of Section 134 of the Companies Act, 2013.
 - b) Changes, if any in accounting policies and practices and reason for the same.
 - c) Major accounting entries involving estimates based on the exercise of judgment by management.
 - d) Significant adjustments made in the financial statements arising out of audit findings.
 - e) Compliance with listing and other legal requirements relating to financial statement.
 - f) Disclosure of any related party transaction.
 - g) Qualifications in the draft audit report.
- Review and monitor the auditor’s independence and performance and effectiveness of audit process.
- Approval on any subsequent modifications of transactions of the company with related parties.
- Evaluation of internal financial controls and risk management system.
- To review the functioning of the Whistle Blower mechanism.

Composition

The Audit Committee comprised one non executive & two non executive independent directors.

During the FY 2022-23 6 (Six) meetings of Audit Committee were held on May 26, 2022, August 10, 2022, September 02, 2022, October 29, 2022, November 19, 2022 and February 02, 2023.

The details of meetings held during the year and attendance therein is as under:

Members	Designation of the Member	Meetings	
		Held	Attended
Ajay Prakash Narain	Chairman –Independent Director	6	6
Sanjay Jain	Member – Non-Executive Director	6	6
Preeti Srivastava	Member - Independent Director	6	6

Internal Controls

The Company has appointed a Firm of Chartered Accountants as Internal Auditors to review and report on the Internal Control Systems of the Company. The report of the Internal Auditors is reviewed by the Audit Committee.

(b) STAKE HOLDERS RELATIONSHIP COMMITTEE

The Board has constituted Stakeholders Relationship Committee in accordance with the provisions of the Sec 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The status of Shareholders' complaints during FY 2022-2023

(In Nos.)

No. of Complaints / Correspondence received	NIL
No. of Complaints resolved to the Satisfaction of shareholders	NIL
No. of pending at the end	NIL

The details of composition of the Committee, dates, and its meetings are given below:

During the FY 2022-2023, one meeting of Stakeholder Relationship Committee held on February 21, 2023 this was duly attended by all the Committee members.

Composition of the committee:

Members	Designation of the Member	Meetings	
		Held	Attended
Preeti Srivastava	Chairperson –Independent Director	1	1
Sanjay Jain	Member – Non-Executive Director	1	1
Ajay Prakash Narain	Member - Independent Director	1	1

(c) NOMINATION AND REMUNERATION COMMITTEE

The Terms of reference of Nomination and Remuneration Committee (“NRC Committee”) inter alia, setting criteria for appointment of Directors/Senior Management including Key Managerial Personnel and employees of the Company, recommending Appointment & Remuneration Policy to the Board, performance evaluation of Directors and the Board, Board Diversity etc.

During the FY 2022-23, (2) Two meetings of Nomination and Remuneration Committee were held on May 26, 2022 , September 02, 2022, which were duly attended by all the Committee members.

The details of composition of the Committee, dates, and attendance at its meetings are given below:

The attendance during the current year is as under:

Members	Categories of Directorship	Meetings	
		Held	Attended
Preeti Srivastava	Chairperson –Independent Director	2	2
Sanjay Jain	Member – Non-Executive Director	2	2
Ajay Prakash Narain	Member - Independent Director	2	2

Performance evaluation criteria for Independent Directors

Pursuant to the provisions of the Act and Listing Regulations, the Nomination and Remuneration Committee has laid down the Criteria for performance evaluation of the Board of Directors. The Board carries out the annual performance evaluation of its own performance, the Directors individually, Chairman as well as the evaluation of the working of its Nomination and Remuneration Committee. The performance of individual Directors including the chairman is evaluated on the parameters such as level of understanding and contribution, leadership skills, interpersonal skills, independence of judgment, safeguarding the interest of the Company and its shareholders etc.

The performance evaluation of the Independent Directors is carried out by the entire Board. The Performance evaluation of the Chairman and the Non-Independent Directors is carried out by the Independent Directors and the Directors expressed their satisfaction with the evaluation process.

Senior management

During the Financial year 2022-23, Mr. Bharat Mehta, Chief Financial Officer (“CFO”) has resigned from his office and Ms. Jyoti Mehta Appointed as a Chief Financial Officer (“CFO”) in his place in the senior management of the company.

Mr. Gulshan Ahuja, Company Secretary (“CS”) has resigned from his office on the last day of the Financial Year.

IV. REMUNERATION OF DIRECTORS

The remuneration paid to the Executive Directors of the Company is decided by the Board of Directors on the recommendation of the Nomination and Remuneration Committee subject to the approval of shareholders, wherever required. The existing Remuneration Policy of the Company is directed towards rewarding performance, based on review of achievements on a periodical basis. The Remuneration Policy is in consonance with the existing industry practice.

The table below provides the details of the remuneration paid to Dr. Pooja Jain, Executive Director for the Financial Year 2022-2023.

Remuneration	Amount (Rs.)
1. Basic Salary	6,00,000
2. Perquisites and other Allowances	-

Notes:

- a) There is no separate provision for payment of severance fees.
- b) The Company does not pay any remuneration to its Non-Executive Director.
- c) There are no variable components and performance linked incentives.
- d) There are no pecuniary relationships or transactions between Non-Executive Directors and the company during the Financial Year 2022-23.
- e) The Company does not have any Employee Stock Option Scheme.

V. GENERAL BODY MEETINGS

a) Annual General Meetings:

During the preceding three years, the Annual General Meetings of the Company were held on the following dates, time and venue:

Financial year ended	Date & Time	Items approved by Special Resolution or Special Business Items
35th AGM held through Video conferences therefore Deemed Venue: Registered office of the Company at 01:00 P.M.		
March 31, 2022	September 29, 2022	ALTERNATION IN THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY
34th AGM held through Video conferences therefore Deemed Venue: Registered office of the Company at 01:30 P.M.		
March 31, 2021	September 30, 2021	APPROVAL OF THE RE-APPOINTMENT OF DR. POOJA JAIN (DIN: 00097037) AS A WHOLE TIME DIRECTOR OF THE COMPANY.
33rd AGM held through Video conference therefore deemed Venue: registered office of the company at 11:30 A.M.		
March 31, 2020	November 05, 2020	APPOINTMENT OF MR. AJAY PRAKASH NARAIN (DIN 02655527) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

b) Extra-Ordinary General Meetings:

During the year, there was no Extra-Ordinary General Meeting held by the Company.

c) Postal Ballot:

During FY2022-23, the Company sought the approval of the shareholders by way of postal ballot, the details of which are given below:

1. Postal Ballot vide notice dated December 20, 2022, on the following Resolution(s):

S.No.	Type of Resolution	Description of the Resolution(s)
1.	Ordinary resolution	Appointment of Statutory Auditor to fill the Casual Vacancy caused due to resignation of existing Statutory Auditor
2.	Ordinary resolution	Increase in Authorised Share Capital and consequent alteration of the Capital clause in the memorandum of association of the company

The voting period for remote e-voting commenced on 21st December, 2022 (at 10.00 A.M.) and ended on 19th January, 2023 (at 5.00 P.M.). The report on the result of the postal ballot through remote e-voting for approving the aforementioned resolutions was provided by the Scrutinizer on 20th January, 2023.

The details of e-voting on the aforementioned resolution(s) are provided hereunder:

Description of the Resolution	Votes in favour of the Resolution (s)			Votes against the Resolution (s)			Invalid Votes	
	Number of Members voted	Number of valid Votes cast (shares)	% of total number of valid votes cast	Number of Members voted	Number of valid Votes cast (shares)	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
Appointment of Statutory Auditor to fill the casual vacancy caused due to resignation of existing Statutory Auditor	24	660884	99.97	14	175	0.03	0	0
Increase in Authorised Share Capital and consequent alteration of the capital clause in the Memorandum of Association of the Company	24	660884	99.97	14	175	0.03	0	0

The Resolution(s) were passed with requisite majority.

In respect of the above Postal Ballot conducted by the Company during FY 2022-23, The Board of Directors of the Company has appointed Ms. Deepti Chawla proprietor of M/s Deepti Chawla & Associates, having Membership Number FCS 11445, COP No. 8759, Company Secretaries to act as the Scrutinizer for conducting the Postal Ballot (remote e-voting) process in a fair and transparent manner.

Procedure for Postal Ballot:

The aforesaid Postal Ballot were conducted by the Company as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, and 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs.

None of the businesses is proposed to be transacted through the postal ballot.

VI. MEANS OF COMMUNICATION

- a) Quarterly, half yearly, Nine months ended and Year ended Financial results are published in the “Financial Express” in English “ Jansatta” in Hindi newspapers and these result are also displayed on the Company’s website www.mongipa.com
- b) BSE online portal: The Company promptly submits all disclosures and communications to BSE on their online portal – BSE Corporate Compliance & Listing Centre.
- c) SEBI Complaints Redress System (SCORES): a certified web-based complaints redressal system which serves as a centralized database of all companies enables uploading of Action Taken Reports (ATRs) by the concerned companies and display the status of the action taken by the companies on the complaint of investors.
- d) Website: Comprehensive information about the Company, its business and operations and investor related information can be viewed at the Company’s website. The ‘Investor Relations’ section serves to inform the investors by providing key and timely information like Financial Results, Annual Reports, Shareholding Pattern etc.
- e) Presentations: No presentations were made to analysts, Institutional Investors during the year under review.

VII. GENERAL SHAREHOLDER’S INFORMATION

Annual General Meeting

The 36th Annual General Meeting will be held on **Thursday, September 28, 2023 at 01:00 P.M (IST)** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

Financial Year

The Company follows April 01 to March 31 as its Financial Year.

Dividend

No dividend has been declared for the year ended March 31, 2023.

Listing on Stock Exchange and Stock Code

The Equity Shares of your Company are listed on BSE Limited. The company has paid the listing fees for the financial year 2023-24 to the above said stock exchange.

Name and address of Stock Exchange	Stock Code	ISIN No. of Equity Shares
BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	530167	INE153K01018

Market Price Data

The High and Low Prices of share of the company at BSE Ltd, for the year ended March 31, 2023 are given below:

Month	High (Rs.)	Low (Rs.)
April, 2022	24.80	19.60
May, 2022	22.20	17.35
June, 2022	20.65	15.95
July, 2022	22.65	16.20
August, 2022	27.40	19.50
September, 2022	23.60	19.65
October, 2022	21.85	19.10
November, 2022	27.75	21.85
December, 2022	27.35	21.25
January, 2023	28.00	23.60
February, 2023	25.10	20.65
March, 2023	22.99	16.27

Book Closure date: Monday, September 25, 2023 to Thursday, September 28, 2023 (both days inclusive).

Registrar and Transfer Agents

The Company has appointed a Registrar for dematerialization (Electronic Mode) and physical transfer of shares whose detail is given below:

Skyline Financial Services Private Limited,
D-153A, 1st Floor, Okhla Industrial Area
Phase -1, New Delhi -110020
Ph. No.- 011-64732681; 011-26812682
E-mail ID: admin@skylinerta.com

Nomination Facility:

Shareholders holding shares in physical form and desirous of submitting/changing nomination in respect of their shareholding in the company may submit Form No. SH-13 (in duplicate) as per the provisions of the Companies Act, 2013 to the Company's Registrar and Transfer Agent.

Share Transfer System

Transfer of the shares is done through the depositories with no involvement of the Company. Regarding transfer of shares held in physical form, the transfer documents can be lodged with the abovementioned RTA of the Company. The shares transfers received in physical form are processed within a period of 15 days from the date of receipt subject to the documents being valid and complete in all respects. The Company obtains yearly certificate from a Company Secretary in practice in compliance regarding share transfer formalities and submits a copy thereof to the Stock Exchanges in terms of Regulation 40(9) of the SEBI (LODR) Regulations, 2015.

Distribution of the shareholding as on March 31, 2023

Range	No. of Share Holders	% of Share Holders	No. of Shares	% of Share Holding
1-500	3726	87.96	572283	18.73
501-1000	227	5.36	194490	6.37
1001-2000	122	2.88	186807	6.12
2001-3000	79	1.86	193709	6.34
3001-4000	18	0.42	65116	2.13
4001-5000	18	0.42	83959	2.75
5001-10000	17	0.40	129047	4.22
10001 & above	29	0.68	1629389	53.34
Total	4236	100	3054800	100

Categories of Shareholders as on March 31, 2023

Category	No. of Shares Held	% of Shareholding
Promoters & Directors	1141935	37.38
Others (Individuals/ Corporate Bodies)	1912865	62.62

Dematerialization of shareholding and liquidity

The equity shares of the Company are available for dematerialization with Central Depository Services India Limited (CDSL) and National Securities Depository Limited (NSDL). The ISIN of the Company's shares is INE153K01018. After dematerialisation of shares the shareholders must contact their DPs for any information/ instructions in respect of their shareholdings.

As on March 31, 2023, all equity shares of the Company were held in dematerialized form except 9,50,900 equity shares which were in physical form.

Address for Correspondence:

The Shareholders may address their communication/suggestions/grievances/queries relating to the shares of the Company to:

The Company Secretary & Compliance Officer

Moongipa Capital Finance Limited

Investors Services

Registered Office:-18/14, W.E.A., Pusa Lane, Karol Bagh, New Delhi-110005.

Tel No. – 011-41450121

E-mail – moongipac@gmail.com.

VIII. DISCLOSURES AND AFFIRMATIONS

- a) During the year, there were no material related party transactions that may have potential conflicts with the interests of the Company at large.

The Company has formulated a policy for Related Party Transactions and the said policy has been hosted on the website of the Company under the web link:

<https://www.mongipa.com/wp-content/uploads/2023/02/Rpt-policy-MCFL.pdf>

- b) There are no non-compliances by the Company on any matter related to capital markets, during the last three years. There were no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.
- c) The Company has a vigil mechanism / whistle blower policy and it is hereby affirmed that no personnel have been denied access to the Audit Committee.
- d) The Company has complied with all the mandatory requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. With regard to adoption of non mandatory requirements, a remuneration committee has been formed to determine the remuneration of executive Directors.

e) Certificate from Company Secretary in Practice

A certificate from M/s. Anjali Yadav & Associates, Company Secretary in practice has been received stating that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/Ministry of Corporate Affairs or any such statutory authority. A certificate issued by M/s. Anjali Yadav & Associates to that effect is annexed as **Annexure I** forming part of this report.

- f) Consolidated Fees Paid to Statutory Auditors

During the Financial Year 2022-23, the total fees of Rs. 41,300 is paid by the Company, on a consolidated basis for all services, to M/s Saxena & Saxena, Chartered Accountants, Statutory Auditors of the Company.

g) Disclosure regarding Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The disclosures regarding the complaints of sexual harassment are given in the Board's Report.

h) Investor complaints of non-receipt of dividends, non receipt of annual report etc., forwarded by SEBI are periodically resolved and updated into SCORES (SEBI Complaints Redress System) website and no complaints is pending during the year under review.

i) Performance Evaluation of Directors, Board and Committees form part of the Directors report.

j) Prevention of Insider Trading

In accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the board of directors has adopted the code of practices and procedure for fair disclosure of unpublished price sensitive information and the conduct to regulate, monitor and report trading by insiders in terms of the said regulations.

This code is applicable to all directors/officers/designated employees. The code ensures the prevention of dealing in company's shares by persons having access to unpublished price sensitive information in relation to company and during the period when the Trading Window is closed.

k) Disclosure of Accounting Treatment

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the financial statements.

l) Risk Management

The company has laid down comprehensive Risk Assessment and Minimization procedure which was presented to the Audit Committee and reviewed by the Board from time to time. These proceedings are reviewed to ensure that executive management controls risk through means of a properly defined framework.

m) SEBI/Stock Exchange Compliance

The Company has complied with all the requirements SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. No penalties or Strictures were imposed by the SEBI, Stock Exchange or any other statutory authority on matters relating to capital market during the last three years.

n) Management Discussion And Analysis Report

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of the Annual Report.

o) CEO & CFO Certification

In compliance with Regulation 17(8) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Dr. Pooja Jain, Whole Time Director and Mrs. Jyoti Mehta, Chief Financial Officer of the Company have provided certification on financial reporting and internal controls to the Board for the year ended March 31, 2023 in the prescribed format and such certificate is attached herewith as *Annexure II*.

IX. CORPORATE GOVERNANCE CERTIFICATE

Certificate from the Auditors M/s Saxena & Saxena, Chartered Accountants (FRN: 006103N) confirming compliance with the conditions of Corporate Governance as required under Regulation 34 Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been attached as *Annexure III* forming integral part of this Report.

X. DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company. The Declaration regarding the compliance of such Code of Conduct is attached herewith as *Annexure IV* forming integral part of this Report.

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

To,
The Members of
Moongipa Capital Finance Limited
18/14, W.E.A. Pusa Lane, Karol Bagh
New Delhi-110005

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Moongipa Capital Finance Limited** having **CIN: L65993DL1987PLC028669** and having registered office at **18/14, W.E.A. Pusa Lane, Karol Bagh, New Delhi-110005** (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

S. No.	Name of Directors	DIN (Director Identification Number)	Date of appointment in company
1.	Mr. Sanjay Jain	00096938	16/07/1989
2.	Dr. Pooja Jain	00097037	14/10/2015
3.	Mr. Ajay Prakash Narain	02655527	19/11/2019
4.	Ms. Preeti Srivastava	07035595	08/12/2014

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Anjali Yadav & Associates
Company Secretaries**

**Place: New Delhi
Date: 06th June, 2023**

**Sd/-
Anjali Yadav
Proprietor
FCS No.: 6628
C P No.: 7257
UDIN: F006628E000459531
PR Unique Code: S2006DE715800
PR Certificate No.: 629/2019**

CERTIFICATION BY DIRECTOR AND CHIEF FINANCE OFFICER

**To,
The Members
Moongipa Capital Finance Limited**

We certify that:

1. We have reviewed the Financial Statements and Cash Flow Statement of Moongipa Capital Finance Limited for the year ended on 31st March, 2023 and that to the best of our knowledge and belief:
 - (a) These statements do not contain any materially untrue statement or omit any Material fact or contain statements that might be misleading.
 - (b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards applicable laws & regulations.
2. There are to the best of our knowledge and belief, no transaction entered into by the Company during the year which is fraudulent illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control system of the company pertaining to financial reporting and we have not come across any deficiency in the design or operation of such internal control.
4. We have indicated to the Auditors and the Audit Committee:
 - (a) that no Significant changes in the internal control during the year.
 - (b) that no Significant changes in accounting policies during the year.
 - (c) that there are no instances of significant fraud of which we have become aware.

Place : New Delhi
Date : 15.05.2023

Sd/-
Dr. Pooja Jain
Wholetime Director
DIN: 00097037

Sd/-
Jyoti Mehta
Chief Financial Officer
PAN: BHFPM5974C

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

The Members

Moongipa Capital Finance Limited

18/14 W.E.A Pusa Lane,
Karol Bagh, New Delhi-110 005

We have examined the Compliance of conditions of Corporate Governance by Moongipa Capital Finance Limited (“the Company”), for the year ended March 31, 2023, as stipulated in Corporate Governance provisions as contained in Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (‘Listing Regulations’) for the period April 1, 2022 to March 31, 2023.

The Compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedure and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our knowledge and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in above mentioned Listing agreements/ Listing Regulations, as applicable.

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

**For Saxena & Saxena
Chartered Accountants
(Firm Regn. No- 006103N)**

Date: September 01, 2023
Place: New Delhi
UDIN: 23082118BGWGIS5555

**Sd/-
Dilip Kumar
(Partner)
(Mem No. 082118)**

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company. The Code of Conduct has also been posted on the website of the Company.

It is further confirmed that all Directors and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended March 31, 2023 as envisaged in Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

**For & On behalf of the Board
Moongipa Capital finance Limited**

Sd/-
Dr. Pooja Jain
Wholetime Director
DIN: 00097037

Place: New Delhi
Date : 01.09.2023

NOMINATION & REMUNERATION POLICY

The company considers human resources as its invaluable resources. The policy on nomination and remuneration of directors, Key Managerial Personnel (KMPs) and other employees have been formulated in terms of the provisions of the Companies Act, 2013 and the listing agreement in order to pay equitable remuneration to the Directors, KMPs and employees of the company and to harmonies the aspirations of human resources consistent with the goals of the company.

The Remuneration Committee of Moongipa Capital finance Limited (“the Company”) consists of Two Independent Directors & one Non Executive Director. In order to align with the provisions of the Companies Act, 2013 and the Listing Agreement, the Board renamed the “Remuneration Committee” as “Nomination and Remuneration Committee”.

1. OBJECTIVE

The Nomination and Remuneration Committee and this Policy is in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Key Objectives of the Committee would be:

- 1.1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- 1.2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- 1.3. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company’s operations.
- 1.4. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- 1.5. To devise a policy on Board diversity.
- 1.6. To develop a succession plan for the Board and to regularly review the plan.

2. DEFINITION

- 2.1. “**Act**” means the Companies Act, 2013 and Rules framed there under, as amended from time to time.
- 2.2. “**Board**” means Board of Directors of the Company.
- 2.3. “**Directors**” mean Directors of the Company
- 2.4. “**Key Managerial Personnel**” means
 - (i) The Chief Executive Officer or the managing director or the manager;
 - (ii) The Company Secretary;

- (iii) The Whole-Time Director;
- (iv) The Chief Financial Officer; and
- (v) Such other officer as may be prescribed;

2.5. **“Senior Management”** means Senior Management means the personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.

3. ROLE OF COMMITTEE

3.1. Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

The Committee shall:

- 3.1.1. Formulate the criteria for determining qualifications, positive attributes and independence of a Director
- 3.1.2. Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- 3.1.3. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

3.2. Policy for appointment and removal of Director, KMP and Senior Management.

3.2.1. Appointment criteria and qualifications

- a. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his/her appointment.
- b. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c. The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

3.2.2. Term / Tenure

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) Independent Director:

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

3.2.3. Evaluation

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

3.2.4. Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

3.2.5. Retirement

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

3.3. Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management Personnel

3.3.1. Remuneration to Managing/Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:

The Remuneration/ Compensation/ Commission etc. to be paid to Director / Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

3.3.2. Remuneration to Non- Executive / Independent Director:

The Non-Executive Independent Director may receive remuneration / compensation commission as per the provisions of Companies Act, 2013. The amount of sitting fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

4. MEMBERSHIP

- a) The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent.
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRMAN

- a) Chairman of the Committee shall be an Independent Director.
- b) Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. NOMINATION DUTIES

- a) The duties of the Committee in relation to nomination matters include
- b) Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;
- c) Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
- d) Identifying and recommending Directors who are to be put forward for retirement by rotation.
- e) Determining the appropriate size, diversity and composition of the Board;
- f) Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- g) Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- h) Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- i) Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- j) Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- k) Recommend any necessary changes to the Board.
- l) Considering any other matters as may be requested by the Board; and

11. REMUNERATION DUTIES

The duties of the Committee in relation to remuneration matters include:

- a) To consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.

- b) To approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and Long term performance objectives appropriate to the working of the Company.
- c) To delegate any of its powers to one or more of its members or the Secretary of the Committee.
- d) To consider any other matters as may be requested by the Board;
- e) Professional indemnity and liability insurance for Directors and senior management.

12. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be recorded in the minute book and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

13. REVIEW AND AMENDMENT

- i. The Nomination and Remuneration Committee or the Board may review the Policy as and when it deems necessary.
- ii. The Nomination and Remuneration Committee may issue the guidelines, procedures, formats, reporting mechanism and manual in supplement and better implementation to this Policy, if it thinks necessary.
- iii. This Policy may be amended or substituted by the Nomination and Remuneration Committee or by the Board as and when required and also by the Compliance Officer where there is any statutory changes necessitating the change in the policy.

WHISTLE BLOWER POLICY (VIGIL MECHANISM)

In Compliance with the provisions of Section 177 of the Act, The Company promotes ethical behavior in all its business activities and has put in place a mechanism of reporting illegal or unethical behavior. The Company has a Whistle Blower Policy (Vigil mechanism) wherein the directors and employees are free to report violations of laws, rules, regulations or unethical conduct, actual or suspected fraud or violation of the company's code of conduct or ethics policy to the nodal officer. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice. The Company will oversee the mechanism through the Audit Committee and no personnel have been denied access to the Audit Committee.

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

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

To,
The Members,
Moongipa Capital Finance Limited
18/14, W.E.A. Pusa Lane,
Karol Bagh, New Delhi- 110005

I, Kuldeep Dahiya, Proprietor of Kuldeep Dahiya & Associates, Company Secretaries have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by the **Moongipa Capital Finance Limited (CIN: L65993DL1987PLC028669)** (hereinafter called the “Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (“the Act”) and the rules made there under (as amended from time to time)
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under (as amended from time to time)
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder(as amended from time to time)
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (as amended from time to time) - **Not applicable to the Company during the audit period.**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’): -
 - (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time)

- (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended from time to time)
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time)
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended from time to time) –**(Not applicable to the Company during audit period)**
 - (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (as amended from time to time); **(Not applicable to the Company during the audit period)**
 - (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021(as amended from time to time)- **(Not applicable to the Company during audit period)**
 - (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 (as amended from time to time) regarding the Companies Act and dealing with client
 - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (as amended from time to time); **(Not applicable to the Company during the audit period)**
 - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (as amended from time to time); **(Not applicable to the Company during the audit period)**
 - (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 (as amended from time to time);
- (vi) I, further report that Compliances/processes/systems under other specific applicable Laws (as applicable to the industry) to the Company are being verified on the basis of quarterly certificates submitted to the Board of Directors of the Company.

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

- (i) Secretarial Standard- 1 (Meetings of Board of Directors) issued by The Institute of Company Secretaries of India.
- (ii) Secretarial Standard- 2 (General Meetings) issued by The Institute of Company Secretaries of India.

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

I further report that:

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

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

All decisions at the Board Meetings and Committee Meetings were carried out unanimously as recorded in the Minutes of the Board of Directors or Committee of the Board, as the case may be.

I further report that, based on the review of the compliance reports and the certificates of the Company Executive taken on record by the Board of Directors of the Company, in our opinion there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliances with applicable laws, rules, regulations and guidelines.

I further report that, during the period under review:

- (i) Mr. Bharat Kumar has resigned from the post of Chief Financial Officer of the Company w.e.f., 02nd September, 2022 and in his place Mrs. Jyoti Mehta was appointed as the Chief Financial Officer w.e.f., 02nd September, 2022.
- (ii) M/s Rajesh K. Sachdeva & Associates, Chartered Accountants were re-appointed as the Statutory Auditors of the Company for second term of five years in the Annual General Meeting held on 29th September, 2022.
- (iii) the shareholders in its Annual General Meeting held on 29th September, 2022 has approved the alteration in the main object clause of the Memorandum of Association.
- (iv) M/s. Rajesh K. Sachdeva & Associates, Chartered Accountants Statutory Auditors of the company has resigned due to pre-occupations w.e.f. 10th November, 2022.
- (v) The Company has obtained the shareholder's approval via Postal Ballot on 19th January, 2023 in respect of the following matters:
 - a) Appointment of Statutory Auditor M/s Saxena and Saxena, Chartered Accountants to fill up the Casual Vacancy caused by the resignation of M/s Rajesh K. Sachdeva & Associates, Chartered Accountants.
 - b) Increase in Authorised Share capital of the company from Rs. 4,00,00,000/- (Rupees Four Crore) divided into 4000000 (Forty Lakh) Equity Shares of Rs. 10 each to Rs. 15,00,00,000/- (Rupees Fifteen Crore) divided into 15000000 (One Crore Fifty Lakh) equity shares of Rs. 10 each consequent to which the Clause V i.e, Capital Clause of the Memorandum of Association of the Company got altered accordingly.

(vi) Mr. Gulshan Ahuja has resigned from the post of Company Secretary cum Compliance Officer of the Company w.e.f., 31st March, 2023 and in his place Mr. Sandeep Singh has been appointed as the Company Secretary cum Compliance Officer of the Company w.e.f, 08th April, 2023.

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

**For Kuldeep Dahiya & Associates
Company Secretaries**

**Place: Sonapat
Date: June 06, 2023**

**Sd/-
Kuldeep Dahiya
Proprietor
ACS No.: 34404
C P No.:18930
PR: 2581/2022
PR Unique Code: S2017HR515900
UDIN: A034404E000459719**

**To,
The Members,
Moongipa Capital Finance Limited
18/14, W.E.A. Pusa Lane,
Karol Bagh, New Delhi -110005**

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis of our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test check basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Kuldeep Dahiya & Associates
Company Secretaries**

**Place: Sonapat
Date: June 06, 2023**

**Sd/-
Kuldeep Dahiya
Proprietor
ACS No.: 34404
C P No.:18930
PR: 2581/2022
PR Unique Code: S2017HR515900
UDIN: A034404E000459719**

INDEPENDENT AUDITOR'S REPORT

To the Members of Moongipa Capital Finance Limited Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Moongipa Capital Finance Limited, which comprise the balance sheet as at 31st March 2023, and the statement of Profit and Loss account (including Other Comprehensive Income), the statement of Changes in Equity and Cash Flow statement for the year then ended, and notes to the standalone 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 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, 2023, and its profit including Comprehensive Income, Changes in Equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Information Other than the Financial Statements and Auditor's 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, Business Responsibility Report, Corporate Governance and Shareholder's Information, 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the

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.

Management's Responsibility for the Standalone Financial Statements

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

In preparing the 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 Standalone 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. Also refer to "Annexure A" to this audit report.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure B", a statement on matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - (c) The Balance Sheet, Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
 - (d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C "
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Saxena & Saxena

Chartered Accountants

FRN -006103N

Sd/-

Dilip Kumar

Partner

M.No- 082118

UDIN: 23082118BGWGCB3561

Date :15.05.2023

Place : New Delhi

“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT OF MOONGIPA CAPITAL FINANCE LIMITED ON THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

Report on the Auditor’s responsibilities for the Audit of the 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.
- 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.

For Saxena & Saxena

Chartered Accountants

FRN -006103N

Sd/-

Dilip Kumar

Partner

M.No- 082118

UDIN: 23082118BGWGCB3561

Date :15.05.2023

Place : New Delhi

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MOONGIPA CAPITAL FINANCE LIMITED ON THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023, WE REPORT THAT:

(i) (a)(A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.

(B) The Company does not have any intangible assets.
(b) The Property, Plant and Equipment have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.

(c) The Company does not have any immovable property. Hence reporting under clause 3(i)(c) of the Order is not applicable.

(d) The Company has not revalued its Property, Plant and Equipment during the year.

(e) No proceedings have been initiated during the year or are pending against the company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made there under.

(ii)(a) The company is a Non-Banking Finance Company accordingly it does not have any physical inventory. However, it has verified all the shares lying in demat account and there is no difference.

(b) The Company has not been sanctioned working capital limits in excess of Rs 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) The company has not made any investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties. Hence reporting under clause 3(iii) of the Order is not applicable.

(iv) The company has not granted loans or made investments, guarantees, and security where provisions of section 185 and 186 of the Companies Act, 2013 need to be complied with.

(v) The company has not accepted any deposits or amounts which are deemed to be deposits from public. Hence reporting under clause 3(v) of the Order is not applicable.

(vi) The company is not required to maintain cost records specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013. Hence reporting under clause 3(vi) of the Order is not applicable.

(vii)(a) The company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities as applicable.

There are no undisputed amount payable in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues outstanding as on March 31, 2023 for the period of more than six months from the date they became payable.

(b) There are no statutory dues referred to in sub clause (a) above 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.

(ix)(a) The company has not defaulted in repayment of loans or borrowing or in the payments of interest

on thereon to any lenders.

(b) The company has not been declared wilful defaulter by any bank or financial institutions or Government or any Government Authorities.

(c) the company has not taken any term loan during the year and there no outstanding term loan at the beginning of the year. Hence reporting under clause 3(ix)(c) of the Order is not applicable.

(d) The company has not used funds raised on short term basis for any long term purpose.

(e) The company does not have any subsidiaries, associates or joint ventures. Hence reporting under clause 3(ix)(e) of the Order is not applicable.

(f) The company does not have any subsidiaries, associates or joint ventures. Hence reporting under clause 3(ix)(f) of the Order is not applicable.

(x)(a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally). Hence reporting under clause 3(x)(b) of the Order is not applicable.

(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.

(c) There are no whistle blower complaint received by the company during the year.

(xii) The company is not a Nidhi Company. Hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013, where applicable and the details of related party transactions have been disclosed in the standalone financial statement as required by applicable accounting standards.

(xiv)(a) The company has an adequate internal audit systems commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) The company has not entered into any non-cash transactions with directors or persons connected with him, provisions of section 192 of Companies Act, 2013 are not applicable to the company.

(xvi)(a) The company is registered under section 45-IA of the Reserve Bank of India Act, 1934.

(b) The Company is already registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence reporting under clause 3(xvi)(b) of the Order is not applicable.

(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Hence reporting under clause 3(xvi)(c) of the Order is not applicable.

(d) The group does not have any Core Investment Company (CIC).

(xvii) The company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Hence reporting under clause 3(xviii) of the Order is not applicable.

(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) The company is not covered under section 135 of the Companies Act, 2013. Hence reporting under clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable.

For Saxena & Saxena

Chartered Accountants

FRN -006103N

Sd/-

Dilip Kumar

Partner

M.No- 082118

UDIN: 23082118BGWGCB3561

Date :15.05.2023

Place : New Delhi

ANNEXURE- C TO THE INDEPENDENT AUDITOR’S REPORT OF MOONGIPA CAPITAL FINANCE LIMITED ON THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023,

The Annexure referred to in our report to the members of Moongipa Capital Finance Limited (‘the Company’) for the year ended March 31, 2023.

Report on the Internal Financial Controls 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 Moongipa Capital Finance Limited (“the Company”) as of 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls 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, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2023, 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.

For Saxena & Saxena

Chartered Accountants
Firm Reg. No.- 006103N

Sd/-

Dilip Kumar

Partner

M. No.:- 082118

Date:- 15.05.2023

Place:- New Delhi



MOONGIPA CAPITAL FINANCE LTD.

Following notes to accounts form an integral part of Financial Statements as at March 31st, 2023.

Note No.1

1. Corporate Information:

Moongipa Capital Finance Ltd (MCFL) was established in 1987. The Shares of the company are listed on Bombay Stock Exchange Limited. MCFL is registered with Reserve Bank of India as Non-Banking Finance Company vide certificate number 14.01051 dated 10/08/1998. Moongipa Capital Finance Ltd is engaged in trading in shares, making investments in shares and provides consumer loans & micro-finance to its client.

The company has its registered office situated at 18/14 W.E.A Pusa Lane Karol Bagh New Delhi - 110005. The financial statements are approved for issue by the Company's Board of Directors on 15.05.2023.

2. Basis of preparation:

Compliance with Ind AS:

These financial statements have been prepared to comply in all material aspects with the Indian Accounting Standard (Ind AS) notified under section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act. Any directions issued by the RBI or other regulators are implemented as and when they become applicable.

Presentation of financial statements

The Balance Sheet, the Statement of Changes in Equity and the Statement of Profit and Loss are presented in the format prescribed under Division III of Schedule III of the Act, as amended from time to time, for Non-Banking Financial Companies ('NBFCs') that are required to comply with Ind AS. The Statement of Cash Flows has been presented as per the requirements of Ind AS 7, Statement of Cash flows.

Basis of preparation

The financial statements have been prepared on accrual and going concern basis and the historical cost convention, except for the certain financial instruments which have been measured at fair values at the end of each reporting period as explained in the accounting policies below.

All the amounts included in the financial statements are reported in Thousands of Indian Rupees ('Rupees') except per share data and unless stated otherwise. The Company's functional currency is Indian Rupees.

(CIN: L65993DL1987PLC028669)

Regd. Office: 18/14, W.E.A. Pusa Lane, Karol Bagh, New Delhi-110005,
Ph.: 011-41450121 E- Mail: moongipac@gmail.com Website: www.moongipa.com

3. Significant Accounting Policies

This Note provides a list of the significant Accounting Policies adopted by the Company in the preparation of these Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

Inventories

The company is dealing in to trading of shares and the unsold shares are lying as inventory on the reporting date. The valuation of such inventories (being financial instruments) are outside the scope of Ind AS 2, Inventories and covered under Ind AS 109, Financial Instruments. Hence, the principles of recognising and measuring financial instruments held as inventories are governed by Ind AS 109, its presentation is governed by Ind AS 32 and disclosures about them are in Ind AS 107. The Inventories in shares are carried at fair value on the reporting date.

Statement of Cash Flows:

The cash flows from operating, investing and financing activities of the Company are segregated based on the available information. Cash flows from operating activities are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Income taxes

The income tax expense comprises of current and deferred tax. Income tax is recognized in the statement of profit and loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity, in which case the related income tax is also recognized accordingly.

Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the yearend date. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. Any interest, related to accrued liabilities for potential tax assessment are not included in income tax charge or (credit) but are rather recognized within finance cost.

Deferred tax

Deferred tax is recognised using balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying value in the financial statements. However deferred tax is not recognised if it arises from initial recognition of asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. The unrecognised deferred tax assets / carrying amount of deferred tax assets are reviewed at each reporting date for recoverability and adjusted appropriately.

Deferred tax is determined using tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets and deferred tax liabilities are off set against each other and the resultant net amount is presented in the balance sheet, if and only when, the Company currently has a legally enforceable right to set off current income tax assets and liabilities and, when it relates to income tax levied by the same taxation authority and where there is an intention to settle the current income tax balance on net basis.

Property, plant and equipment

Recognition and measurement

Property, plant and equipment including Capital work in progress is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price including non refundable taxes, directly attributable cost in relation of such asset and estimated cost of dismantling/restoration if any.

The cost of replacing part of the Property, plant and equipment and borrowing costs are capitalised if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced in intervals, the company recognizes such parts as separate component of assets with specific useful lives and provides depreciation over their useful life. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

Assets are depreciated to the residual values on a written down value basis over the estimated useful lives prescribed in Schedule II of Companies Act, 2013 on a pro-rata basis from the date the asset is ready to put to use. The assets' residual values and useful lives are reviewed at each financial year end or whenever there are indicators for impairment, and adjusted prospectively. The estimated useful lives of assets are as follows:

Assets	Useful Life (Years)
Computers	3
Furniture & Fixtures	10
Motor Vehicles	8
Office Equipments	5

Revenue

Revenue is the gross inflow of economic benefits during the period arising in the course of the ordinary activities of an entity when those inflows result in increases in equity, other than increases relating to contribution from equity participants.

Revenue is recognised only when it is probable the economic benefits associated with the transaction will flow to the entity.

Exclusions from the definition of revenue are:

- Amount collected on behalf of third parties, viz, Goods and Services Tax: These are not economic benefits that will flow to the entity and do not result in equity.
- In agency relationship, amounts collected on behalf of principal.

Entity recognizes revenue on accrual basis, except for dividend which is recognized as and when right to receive payment is established..

Revenue from sale of shares has been recognized at a point in time i.e on the trade date when the shares has been sold out.

Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate

Earnings per Share:

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

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

Provision, Contingent Liabilities and Contingent Assets:

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent Assets/Liabilities

Contingent liability is disclosed for:

Possible obligations which will be confirmed only by future events not wholly within the control of company. Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized. Such asset is disclosed in notes to account to balance sheet.

Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, the Company is required to consider:

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

Financial Instruments

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 entity.

Financial Assets

Initial Recognition and Measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in to following categories:

- a) at amortized cost; or
- b) at fair value through other comprehensive income; or
- c) at fair value through profit or loss.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

(i) Debt Instrument at Amortised Cost

The category applies to the Company's trade receivables, other bank balances, security deposits etc.

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows and

- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

(ii) Debt instrument at FVTOCI

A 'debt instrument' is classified as at FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

However, the Company recognizes interest income, impairment losses & reversals in the Statement of Profit and Loss.

On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income. There are no such items of the company in this category.

(iii) Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization at amortized cost or at FVTOCI, is classified at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

(iv) Equity investments

All equity investments held for trading which are in scope of Ind AS 109 are measured at fair value.

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognized (i.e. removed from the Company's balance sheet) when:

- a) The contractual rights to receive cash flows from the asset have expired, or

b) The Company has transferred its contractual rights to receive cash flows from the financial asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

For Saxena & Saxena
Chartered Accountants
(Firm Regn. No 006103N)

For and on behalf of the Board of Directors
Moongipa Capital Finance Ltd

Sd/-
Dilip Kumar
Partner
(Mem No. 082118)

Sd/-
Dr. Pooja Jain
Whole-Time Director
DIN : 00097037

Sd/-
Sanjay Jain
Director
DIN : 00096938

Sd/-
Jyoti Mehta
Chief Financial Officer

Sd/-
Sandeep Singh
Company Secretary
Mem No. : A67580

Place : New Delhi
Date : 15.05.2023

MOONGIPA CAPITAL FINANCE LTD
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PLC028669)
Balance Sheet as at March 31, 2023

Amount in Rs

Particulars	Note	Balance as at March 31, 2023	Balance as at March 31, 2022
ASSETS			
Financial Assets			
(a) Cash and Cash Equivalents	4	241,839	1,161,706
(b) Bank Balance Other than (a) above		-	-
(c) Receivables			
(i) Trade Receivables		-	-
(ii) Other Receivables	5	736,757	-
(d) Loans	6	4,180,567	6,104,667
(e) Investments	7	26,350,566	53,395,867
(f) Other Financial Assets	8	5,970,542	5,669,116
Non - Financial Assets			
(a) Inventories	9	8479864	-
(b) Current Tax Assets(Net)	10	135,702	187,974
(c) Deferred Tax Assets(Net)		-	-
(d) Investment Property		-	-
(e) Property, Plant & Equipments	11	2,278,556	3,098,628
(f) Other Non Financial Assets	12	10,693	-
Total Assets		48,385,085	69,617,958
LIABILITIES AND EQUITY			
LIABILITIES			
Financial Liabilities			
(a) Payables			
(I) Trade Payables			
(i) Total outstanding dues of micro enterprises and small enterprises		-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(II) Other Payables			
(i) Total outstanding dues of micro enterprises and small enterprises		-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	13	-	-
(b) Borrowings (Other than Debt Securities)	14	1,189,377	-
(c) Deposits		-	-
(d) Subordinated Liabilities		-	-
(e) Other Financial Liabilities	15	489,705	351,630
Non - Financial Liabilities			
(a) Current Tax Liabilities(Net)	16	-	-
(b) Provisions	17	90,000	85,000
(c) Deferred Tax Liabilities(Net)	18	3,761	7,367,475
EQUITY			
(a) Equity Share Capital	19	30,548,000	30,548,000
(b) Other Equity	20	16,064,243	31,265,852
Total Equity and Liabilities		48,385,085	69,617,958

Significant Accounting Policies Note- 3
Other Additional Information Note- 29

For Saxena & Saxena
Chartered Accountants
(Firm Regn No- 006103N)

For and on behalf of the Board of Directors
MOONGIPA CAPITAL FINANCE LTD

Dilip Kumar
Partner
(Mem No. 082118)

Jyoti Mehta
Chief Financial Officer

Pooja Jain
Whole-Time Director
(DIN : 00097037)

Sanjay Jain
Director
(DIN : 00096938)

Place : New Delhi
Date : 15.05.2023

Sandeep Singh
Company Secretary
Mem No. A67580

MOONGIPA CAPITAL FINANCE LTD.

18/14, W.E.A. PUSA LANE,

KAROL BAGH, NEW DELHI-110005

(CIN : L65993DL1987PCL028669)

Statement of Profit & Loss, for the year ended as at March 31, 2023

Amount in Rs

Particulars	Note	Balance as at March 31, 2023	Balance as at March 31, 2022
Revenue from Operations			
(i) Interest Income	21.1	2,169,943	2,269,649
(ii) Dividend Income		480,669	183,135
(iii) Net Gain on fair value changes		-	29,838,321
(iv) Sale of Shares	21.2	5,417,814	-
(v) Other Operating Income	21.3	10,211,785	4,665,441
Total Revenue from operations		18,280,210	36,956,546
Other income	22	1,545,520	51,537
Total Income		19,825,730	37,008,083
EXPENSES			
(i) Finance Costs	23	72,611	18,449
(ii) Net Loss on Fair Value Changes		26,076,723	-
(iii) Impairment on financial Instruments	24	-	23,821
(iv) Purchase of Stock in Trade		14,983,241	-
(v) Change in Inventory	25	(8,280,984)	-
(vi) Employee Benefit Expenses	26	4,189,277	3,145,708
(vii) Depreciation, ammortisation and Impairment	27	818,351	685,527
(viii) Other Expenses	28	4,531,835	2,951,890
Total Expenses		42,391,054	6,825,394
Profit before exceptional items and tax		(22,565,324)	30,182,689
Exceptional items			
Profit before tax		(22,565,324)	30,182,689
Tax expense			
(i) Current tax		-	-
(ii) Prior Period Tax		-	-
(iii) Deferred tax		(7,363,714)	5,727,371
Total Tax Expense		(7,363,714)	5,727,371
Profit/(loss) for the year from Continuing Operations		(15,201,610)	24,455,318
Profit / (Loss) for the Period		(15,201,610)	24,455,318
Other comprehensive income			
(a) Items that will not be reclassified to profit and loss			
(i) Fair value of equity instruments through Other Comprehensive Income(FVOCI)		-	-
(ii) Remeasurement gain/(loss) on defined benefit plans		-	-
(iii) Income tax related to item no (ii) above		-	-
(b) Items that will be reclassified to profit and loss			
(i) Effective portion of gain/(loss) on cash flow hedges		-	-
(ii) Income tax related to item no(i) above		-	-
Other Comprehensive Income, Net of tax			
Total Comprehensive Income for the year		(15,201,610)	24,455,318
Earnings per equity share (for continuing operations)			
Basic (Rs.)		(4.98)	8.01
Diluted (Rs.)		(4.98)	8.01

Significant Accounting Policies Note- 3

Other Additional Information Note- 29

For Saxena & Saxena
Chartered Accountants
(Firm Regn No- 006103N)

Dilip Kumar
Partner
(Mem No. 082118)

Jyoti Mehta
Chief Financial Officer

For and on behalf of the Board of Directors
MOONGIPA CAPITAL FINANCE LTD

Pooja Jain
Whole-Time Director
(DIN : 00097037)

Sanjay Jain
Director
(DIN : 00096938)

Sandeep Singh
Company Secretary
Mem No. A67580

Place : New Delhi
Date : 15.05.2023

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)

Statement of changes in Equity for the year ended as at March 31, 2023

Amount in Rs

A: Equity share capital

(I) Current Reporting Period

Balance as 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 as at the End of the current Reporting Period.
30,548,000	-	-	-	30,548,000

(II) Previous Reporting Period

Balance as at the Beginning of the Previous Reporting Period.	Changes in Equity Share Capital due to prior Period errors	Restated Balance at the beginning of the previous reporting period	Changes in Equity Share Capital during the previous year.	Balance as at the End of the previous Reporting Period.
30,548,000	-	-	-	30,458,000

B: Other equity

(I) Current Reporting Period

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Money received against share warrants	Total
			As per Section 45-IC of the RBI Act, 1934	Capital Reserve	Other Reserves	Retained Earnings		
Balance as at the beginning of the current reporting period	-	-	5,723,692	-	-	25,542,161	-	31,265,853
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	(15,201,610)	-	(15,201,610)
Dividends	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-
Transfer to Statutory reserves	-	-	-	-	-	-	-	-
Other change	-	-	-	-	-	-	-	-
Balance at the end of the current reporting period	-	-	5,723,692	-	-	10,340,551	-	16,064,243

B: Other equity								
(II) Previous Reporting Period								
Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Money received against share warrants	Total
			As per Section 45-IC of the RBI Act, 1934	Capital Reserve	Other Reserves	Retained Earnings		
Balance as at the beginning of the previous reporting period	-	-	832,628	-	-	5,977,907	-	6,810,535
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-
Restated balance at the beginning of the previous reporting period	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	24,455,318	-	24,455,318
Dividends	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-
Transfer to Statutory reserves	-	-	4,891,064	-	-	(4,891,064)	-	-
Other change (to be specified)	-	-	-	-	-	-	-	-
Balance at the end of the previous reporting period	-	-	5,723,692	-	-	25,542,161	-	31,265,852
For Saxena & Saxena Chartered Accountants (Firm Regn No- 006103N)			For and on behalf of the Board of Directors Moongipa Capital Finance Ltd					
Dilip Kumar Partner (Mem No. 082118)	Jyoti Mehta Chief Financial Officer		Pooja Jain Whole-Time Director (DIN : 00097037)			Sanjay Jain Director (DIN : 00096938)		
Place : New Delhi Date : 15.05.2023							Sandeep Singh Company Secretary Mem No. A67580	

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
Statement of Cash Flows for the year ended as at March 31, 2023

Amount in Rs

Particulars	Note	Balance as at March 31, 2023	Balance as at March 31, 2022
A: CASH FLOW FROM OPERATING ACTIVITIES			
Profit before tax		(22,565,324)	30,182,689
Adjustments for:			
Add:			
Depreciation & Ammortisation Expenses		818,351	685,527
Finance Costs		72,611	18,449
Impairment on Financial Instrument		-	23,821
Net Loss on Fair Value Changes		26,076,723	-
Loss on Sale of Shares		-	-
Provision for Gratuity		5,000	5,000
		4,407,361	30,915,485
Less:			
Dividend received		480,669	183,135
Interest income from FDR		387,915	370,077
Impairment on Financial Instrument		1,472,437	-
Profit on Sale of Mutual Fund		634,646	581,648
Fair Value Changes		-	29,838,321
Gain on disposal of equity instruments measured at cost		9,577,139	4,083,793
Gain on disposal of property, plant & equipment		-	20,465
Operating profit before change in operating assets & liabilities		(8,145,445)	(4,161,954)
Adjustments for:			
(Increase)/decrease in loans		3,396,537	(238,204)
(Increase)/decrease in trade receivables		-	-
(Increase)/decrease in other financial assets		(301,426)	(13,822)
(Increase)/decrease in Other Receivables		(736,757)	30,235
(Increase)/decrease in current tax assets		52,272	(104,809)
(Increase)/decrease in Inventories		(8,280,984)	-
(Increase)/decrease in Other Non Financial Asstes		(10,693)	-
Increase/(decrease) in other financial liabilities		138,075	24,704
		(13,888,420)	(4,463,850)
Cash generated from operations			
Less:			
Income tax paid(net of refund)		-	-
Net cash flow from operating activities	A	(13,888,420)	(4,463,850)
B: CASH FLOW FROM INVESTING ACTIVITIES			
Payment to acquire property,plant & equipments		-	(3,349,500)
Proceeds from Sale of equity shares		52,464,550	75,861,522
Purchase of Mutual Funds		(700,000)	-
Sale of Mutual Fund		7,880,198	5,500,000
Purchase of Equity Shares		(48,663,265)	(74,403,678)
Proceeds from disposal of property,plant & equipments		1,720	80,019
Interest received on Fixed Deposits		387,915	370,077
Dividend received		480,669	183,135
CASH FLOW FROM INVESTING ACTIVITIES	B	11,851,787	4,241,575
C: CASH FLOW FROM FINANCING ACTIVITIES			
Repayments of term loans/non-current borrowings		1,189,377	-
Interest paid		(72,611)	(18,449)
CASH FLOW FROM FINANCING ACTIVITIES	C	1,116,766	(18,449)
Net increase/(decrease) in cash & cash equivalents	A+B+C	(919,867)	(240,724)
Cash & cash equivalents at the beginning of the financial year		1,161,706	1,402,430
Cash & cash equivalents at the end of the financial year		241,839	1,161,706
Net Increase\Decrease		(919,867)	(240,724)

For Saxena & Saxena
Chartered Accountants
(Firm Regn No- 006103N)

For and on behalf of the Board of Directors
MOONGIPA CAPITAL FINANCE LTD

Dilip Kumar
Partner
(Mem No. 082118)

Jyoti Mehta
Chief Financial Officer

Pooja Jain
Whole-Time Director
(DIN : 00097037)

Sanjay Jain
Director
(DIN : 00096938)

Place : New Delhi
Date : 15.05.2023

Sandeep Singh
Company Secretary
Mem No. A67580

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 4 Cash & Cash Equivalents		
Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Cash in Hand	31,318	9,598
Balances with Banks in Current A/c	210,521	1,152,108
	241,839	1,161,706
Note No. 5 Receivables		
A Trade Receivables		
Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Receivables considered good- Secured	-	-
Receivables considered good- Unsecured	-	-
Receivables which have significant Increase in Credit Risk	-	-
Receivables- Credit Impaired	-	-
	-	-
B Other Receivables		
Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Other Receivables	736,757	-
	736,757	-

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 6 Loans

Particulars	31.03.2023		31.03.2022	
	Ammortised cost	Total	Ammortised cost	Total
Loans to Customers				
(i) Loans Repayable on Demand	1,791,342	1,791,342	2,007,475	2,007,475
(ii) Term Loans	2,739,729	2,739,729	5,920,133	5,920,133
Total Gross	4,531,071	4,531,071	7,927,608	7,927,608
Less: Impairment Loss Allowance	350,504	350,504	1,822,941	1,822,941
Total Net	4,180,567	4,180,567	6,104,667	6,104,667
(i) Secured by Tangible Assets	-	-	-	-
(ii) Secured by Intangible Assets	-	-	-	-
(iii) Covered by Bank/Government Gurantees	-	-	-	-
(iv) Unsecured	4,531,071	4,531,071	7,927,608	7,927,608
Total Gross	4,531,071	4,531,071	7,927,608	7,927,608
Less: Impairment Loss Allowance	350,504	350,504	1,822,941	1,822,941
Total Net	4,180,567	4,180,567	6,104,667	6,104,667
(I) Loans in India				
(i) Public Sector	-	-	-	-
(ii) Others	4,531,071	4,531,071	7,927,608	7,927,608
Total (I) Gross	4,531,071	4,531,071	7,927,608	7,927,608
Less: Impairment Loss Allowance	350,504	350,504	1,822,941	1,822,941
Total (I) Net	4,180,567	4,180,567	6,104,667	6,104,667
(II) Loans outside India				
(i) Public Sector	-	-	-	-
(ii) Others	-	-	-	-
Total (II) Gross				
Less: Impairment Loss Allowance	-	-	-	-
Total (II) Net				
Total (I) & (II)	4,180,567	4,180,567	6,104,667	6,104,667

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 7 Investment

Particulars	Balance as at March 31, 2023		Balance as at March 31, 2022	
	At Fair Value through P&L	Total	At Fair Value through P&L	Total
Mutual Funds	-	-	7,084,271	7,084,271
Government Securities	-	-	-	-
Other Approved Securities	-	-	-	-
Debt Securities	-	-	-	-
Equity Instruments	26,350,566	26,350,566	46,311,596	46,311,596
Subsidiaries	-	-	-	-
Associates	-	-	-	-
Joint Ventures	-	-	-	-
Others(to be specified)	-	-	-	-
Total- Gross (A)	26,350,566	26,350,566	53,395,867	53,395,867
(i) Investments outside India	-	-	-	-
(ii) Investments in India	26,350,566	26,350,566	53,395,867	53,395,867
Total- Gross (B)	26,350,566	26,350,566	53,395,867	53,395,867

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 8 Other Financial Assets

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Fixed Deposits	5,323,375	5,265,985
Interest Accrued (FDR)	647,167	403,131
	5,970,542	5,669,116

Note No. 9 Inventories

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Stock in Trade	8,479,864	-
	8,479,864	-

Note No. 10 Current Tax Assets (Net)

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Income Tax Refund for A.Y. 2021-22	-	83,165
Income Tax Refund for A.Y. 2022-23	29,839	104,809
Income Tax Refund for A.Y. 2023-24	105,863	-
	135,702	187,974

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 11 Property, Plant & Equipments

(i) Current Reporting Period

Particulars	Furniture & Fixtures	Office Equipment	Computers	Vehicle	Total
Gross carrying value					
Balance as at March 31, 2022	50,658	281,299	25,700	4,196,090	4,553,747
Additions	-	-	-	-	-
Disposals	-	34,400	-	-	34,400
Balance as at March 31, 2023	50,658	246,899	25,700	4,196,090	4,519,347
Depreciation/Ammortisation					
Balance as at March 31, 2022	43,125	204,356	23,778	1,183,860	1,455,119
Charge	1,887	33,953	637	781,875	818,351
Disposals/Adjustments	-	32,680	-	-	32,680
Balance as at March 31, 2023	45,012	205,629	24,415	1,965,735	2,240,791
Net carrying value as at March 31, 2022	7,533	76,943	1,922	3,012,230	3,098,628
Net carrying value as at March 31, 2023	5,646	41,270	1,285	2,230,355	2,278,556

(ii) Previous Reporting Period

Particulars	Furniture & Fixtures	Office Equipment	Computers	Vehicle	Total
Gross carrying value					
Balance as at March 31, 2021	213,121	403,703	447,869	1,588,250	2,652,943
Additions	-	49,500	-	3,300,000	3,349,500
Disposals	162,463	171,904	422,169	692,160	1,448,696
Balance as at March 31, 2022	50,658	281,299	25,700	4,196,090	4,553,747
Depreciation/Ammortisation					
Balance as at March 31, 2021	198,548	329,316	430,715	1,200,156	2,158,734
Charge	2,631	38,346	3,294	641,255	685,527
Disposals/Adjustments	158,053	163,307	410,231	657,551	1,389,142
Balance as at March 31, 2022	43,125	204,356	23,778	1,183,860	1,455,119
Net carrying value as at March 31, 2021	14,573	74,387	17,154	388,094	494,209
Net carrying value as at March 31, 2022	7,533	76,943	1,922	3,012,230	3,098,628

Note:

Property, Plant & Equipments classified & presented above do not carry any kind of contractual obligation.

Also, there are no restrictions on the title and none has been pledged.

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 12 Other Non Financial Assets

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
GST Input	10,693	-
	10,693	-

Note No. 13 Payables

A- Trade Payables

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
(i) Total outstanding dues of micro enterprises and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
	-	-

B- Other Payables

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
(i) Total outstanding dues of micro enterprises and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
	-	-

Note No. 14 Borrowings (other than Debt Securities)

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Borrowing measured at Amortised Cost	-	-
Loans from Banks	-	-
Outstanding Balances in SOD A/c (Against Pledge of Fixed Deposit)	1,189,377	-
	1,189,377	-
Borrowings in India	1,189,377	-
Borrowings Outside India	-	-
Total	1,189,377	-

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 15 Other Financial Liabilities

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
TDS Payable	8,830	-
Expenses Payable	480,875	351,630
	489,705	351,630

Note No. 16 Current Tax Liabilities (Net)

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Provision for Income Tax	-	-
	-	-

Note No. 17 Provisions

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Provision for Gratuity	90,000	85,000
	90,000	85,000

Note No. 18 Deferred Tax Liabilities (Net)

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Deferred Tax Liabilities	3,761	7,367,475
Deferred Tax Assets	-	-
	3,761	7,367,475

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 19 Equity Share Capital

Particulars	As at March 31, 2023		As at March 31, 2022	
	Number of Shares	Amount (Rs.)	Number of Shares	Amount (Rs.)
Authorised Share Capital				
Equity Shares of Rs.10/- each*	15,000,000	150,000,000	4,000,000	40,000,000
Total		150,000,000		40,000,000
Issued, Subscribed and Paid up shares				
Equity Shares of Rs.10/- each fully paid up	3,054,800	30,548,000	3,054,800	30,548,000
Total		30,548,000		30,548,000

a. Reconciliation of the number of Shares and amount outstanding at the beginning and at the end of the year

Equity shares

Particulars	Number of Shares	Amount (Rs.)	Number of Shares	Amount (Rs.)
At the beginning of the year	3,054,800	30,548,000	3,054,800	30,548,000
Add:- Issued during the year	-	-	-	-
Balance at the end of the year	3,054,800	30,548,000	3,054,800	30,548,000

b. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each shareholder is entitled to one vote per share. The Company declares and pays the dividend in Indian rupees. 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 the preferential amounts, if any. The distribution will be in proportion to number of equity shares held by the shareholders.

c. Details of shareholder holding more than 5% share capital in the Holding Company

Name of the Shareholders	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held	% Shareholding	No. of Shares held	% Shareholding
Sanjay Jain	257,450	8.43%	257,450	8.43%

Shares Held by Promoters at the end of the year

S. No.	Promoter Name	31.03.2023		%Change during the Year
		No. of Shares	% of Total Shares	
1	SANJAY JAIN	257450	8.43	NO CHANGE
2	POOJA JAIN	147800	4.84	NO CHANGE
3	NIRMAL JAIN	143600	4.70	NO CHANGE
4	SANJAY JAIN AND SONS HUF .	148305	4.85	NO CHANGE
5	SURESH CHANDER JAIN AND SONS HUF	147475	4.83	NO CHANGE
6	RUCHI JAIN	148505	4.86	NO CHANGE
7	SURESH CHANDER JAIN	148800	4.87	NO CHANGE
TOTAL		1141935	37.38	

Note No. 20 Other equity								
Particulars	Statutory Reserve	Reserves & Surplus 31.03.2023			Statutory Reserve	Reserves & Surplus 31.03.2022		
	As per Section 45-IC of the RBI Act, 1934	Retained Earnings	Other Reserves (specify nature)	Total	As per Section 45-IC of the RBI Act, 1934	Retained Earnings	Other Reserves (specify nature)	Total
Balance as at the beginning of the reporting period	5,723,692	25,542,161	-	31,265,853	832,628	5,977,907	-	6,810,535
Total Comprehensive Income for the year	-	(15,201,610)	-	(15,201,610)	-	24,455,318	-	24,455,318
Dividends	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-
Transfer to Statutory reserves	-	-	-	-	4,891,064	(4,891,064)	-	-
Other Comprehensive Income for the year	-	-	-	-	-	-	-	-
Balance at the end of the reporting period	5,723,692	10,340,551	-	16,064,243	5,723,692	25,542,161	-	31,265,852

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 21 Revenue from Operations		
Note No. 21.1 Interest Income		
Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Interest Income from Loans	1,782,028	1,899,572
Interest on FDR	387,915	370,077
	2,169,943	2,269,649
Note No. 21.2 Income from Shares		
Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Sale of Shares	5,417,814	-
	5,417,814	-
Note No. 21.3 Other Operating Income		
Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Profit on Sale of Mutual Fund	634,646	581,648
Profit on Sale of Shares (Long Term)	7,079,491	744,745
Profit on Sale of Shares (Short Term)	2,497,649	3,339,048
	10,211,785	4,665,441
Note No. 22 Other Income		
Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Jobbing/Trading Profit	21,383	31,072
Profit on Sale of Fixed Asstes	-	20,465
Interest on Income Tax Refund	6,700	-
Misc Income	45,000	-
Impairment Provision on loans written back	1,472,437	-
	1,545,520	51,537

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 23 Finance Cost

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Bank Interest	72,611	18,449
	72,611	18,449

Note No. 24 Impairment on Financial Instruments

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Impairment on Financial Instruments	-	23,821
	-	23,821

Note No. 25 Change in Inventory

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Opening Stock	-	-
Closing Stock	8,280,984	-
	8,280,984	-

Note No. 26 Employee Benefit Expenses

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Salaries and Wages	3,205,158	2,344,404
Director Remuneration	600,000	522,167
Provision for Gratuity	5,000	5,000
Staff Welfare	379,119	274,137
	4,189,277	3,145,708

Note No. 27 Depreciation, Ammortisation and Impairment

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Depreciation on Property Plant & Equipment	818,351	685,527
Amortization on Intangible Assets	-	-
	818,351	685,527

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2023

Amount in Rs

Note No. 28 Other Expenses

Particulars	Balance as at March 31, 2023	Balance as at March 31, 2022
Audit Fees	35,000	41,300
Bank Charges	10,437	4,237
Business Promotion	43,412	343,677
Car Running & Maintainance	226,191	271,849
Computer Repair & Maintainance	11,000	11,000
Conveyance Charges	46,228	122,535
Demat Charges	29,840	4,019
Donation	-	22,000
Electricity Expenses	142,860	152,150
Fees & Subscription	224,119	110,694
Insurance - Vehicle	72,524	18,090
Loss on F&O	1,230,050	-
Insurance	200,000	200,000
Interest on TDS	1,088	-
Legal & Professional Charges	170,780	167,355
Listing Fees	354,000	354,000
Miscellaneous Expenses	19,741	28,150
Office Maintainance	317,269	445,932
Postage & Courier Charges	787	61,349
Printing & Stationery	8,650	25,739
Publicity Expenses	44,279	34,360
Rates & Taxes	-	45,445
ROC Fees	990,000	-
Short & Excess	-	150,000
Security Transaction Tax	141,601	184,298
Telephone & Internet Expenses	27,169	24,438
Travelling Expenses	183,799	129,273
Written off Investment	1,011	-
Total	4,531,835	2,951,890

Note. 29: Other Additional Information As on 31st March, 2023.

1. Contingent Liabilities :-

- (i) Claims against the company not acknowledged as debts Nil. Previous year Nil
- (ii) Guarantees to Banks and Financial institutions against credit facilities extended to third parties Nil. Previous year Nil.
- (iii) Other money for which the company is contingently liable Nil. Previous Nil

2. Commitments On Capital Accounts:-

- (i) Unclaimed liability on partly paid shares Nil. Previous year Rs. Nil
- (ii) Estimated amount of contracts remaining to be executed on capital accounts Nil. Previous year Nil.
- (iii) Other Commitments Nil. Previous year Nil.

3. In the opinion of Board of Directors & best of their knowledge & belief the provisions of all known liabilities are adequate.

4. In the opinion of Board of Director Current Assets, Loan & advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.

5. Auditor's Remuneration

S. No.	Particulars	For the Year 2022-23	For the Year 2021-22
1	Audit Fees	35,000	35,000
	Goods & Services Tax	-	6,300
	Total	35,000	41,300

6. Managerial Remuneration Rs. 6,00,000/- (Previous year Rs. 5,22,167).

7. Based on the Information received from all the vendor regarding their statues under Micro, Small & Medium Enterprises Developments Act, 2006 and hence disclosure relating to amount unpaid as at year end together with interest paid / payable under this Act on the basis of the information available with the company is Rs. Nil.

8. Foreign Exchange Transaction

Particulars	2022-23	2021-22
Expenditure in Foreign Currency	NIL	NIL
Earning in Foreign Currency	NIL	NIL

9. The company has not proposed any dividend to be distributed to Equity Shareholders for the period 1st April, 2022 to 31st March, 2023. (Previous year Rs. Nil).

10. Value of Imports Calculated on CIF Basis Rs. Nil (Previous Year Rs. Nil)

11. Earnings Per Share

Particulars		2022-23	2021-22
Net Profit After Tax for the Year	Rs.	(15,201,610)	24,455,318
Profit/(Loss) Attributable to Equity Shareholders	Rs.	(15,201,610)	24,455,318
Weighted Average Number of Equity Shares	No.	3,054,800	3,054,800
Nominal Value Per Share	Rs.	10	10
Basic / Diluted Earnings Per Share	Rs.	(4.98)	8.01

12. Others

Other than in the normal and ordinary course of business there are no funds that 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 directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company; or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

There have been no funds that 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 directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

13. Related Party Transactions

1. Following are the related parties

- a. Key Management Personnel (KMP)
 - Mrs. Pooja Jain (Whole Time Director)

- Mr. Sanjay Jain (Director)
- Mr. Gulshan Ahuja (Company Secretary & Compliance Officer) Retired on 31.03.2023
- Mrs. Jyoti Mehta (Chief Financial Officer) Appoint on 01.09.2022
- Mr. Bharat Mehta (Chief Financial Officer) Resigned on 31.08.2022

b. Enterprises Significantly Influenced by KMP & their Relatives

- Nil

c.

Nature to Transactions	Amount	Balance as on 31.03.2023
Managerial Remuneration (Pooja Jain) Previous Year	6,00,000 (5,22,167)	48,000 (48,000)
(Gulshan Ahuja) Previous year	6,37,750 (4,94,500)	55,000 (50,000)
(Jyoti Mehta) Previous year	3,07,125 Nil	42,500 Nil
(Bharat Mehta) Previous year	1,10,000 (2,40,000)	Nil (22,000)

14. Public Deposits

The company has not accepted any deposits from public during the year ended on March 31, 2023 & previous year ended on March 31, 2022.

15. Analytical Ratios

Particulars	31.03.2023	31.03.2022
Capital to Risk Weighted Assets Ratios (CRAR)	97.55%	88.32%
Tier I CRAR	96.82%	83.91%
Tier II CRAR	0.73%	4.42%
Liquidity Coverage Ratio	0.50	3.30

16. Relationship with Struck off Companies

Name of struck off Company	Nature of Transactions with struck off Company	Balance outstanding 31.03.2023	Balance outstanding 31.03.2023	Relations with the Struck off Company, if any, to be disclosed
Status Chit and Properties Ltd	3300 Shares held by struck off Company	Nil	Nil	No Relation
3A Capital Services Limited	800 Shares held by struck off Company	Nil	Nil	No Relation
P P Chit Fund P Ltd	2800 Shares held by struck off Company	Nil	Nil	No Relation
Dhan Financial Investment Pvt. Ltd.	1400 Shares held by struck off Company	Nil	Nil	No Relation
DB Merchant Banking Services Ltd	1000 Shares held by struck off Company	Nil	Nil	No Relation
Celby Finance Private Limited	1000 Shares held by struck off Company	Nil	Nil	No Relation
Simmi Investments (P) Ltd	1000 Shares held by struck off Company	Nil	Nil	No Relation
Anant Financial Services P Ltd	1000 Shares held by struck off Company	Nil	Nil	No Relation
Onward Securities Private Limited	900 Shares held by struck off Company	Nil	Nil	No Relation
AMS Agencies P Ltd	600 Shares held by struck off Company	Nil	Nil	No Relation
Dr M Global Finance Ltd	500 Shares held by struck off Company	Nil	Nil	No Relation
H R Capital Services Ltd	500 Shares held by struck off Company	Nil	Nil	No Relation
Karam Shakti Investment (P) Ltd	400 Shares held by struck off Company	Nil	Nil	No Relation

Uptrend Services Ltd	Capital	300 Shares held by stuck off Company	Nil	Nil	No Relation
RVS Securities Pvt Ltd		300 Shares held by stuck off Company	Nil	Nil	No Relation
H Lon Finlease Ltd		100 Shares held by stuck off Company	Nil	Nil	No Relation
Natraj Capital & Credit P Ltd		100 Shares held by stuck off Company	Nil	Nil	No Relation
Map Developers & Finance Pvt Limited		100 Shares held by stuck off Company	Nil	Nil	No Relation

17. Maturity profile of Assets and Liabilities

	31 March 2023			31 March 2022		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Assets						
Financial Assets						
Cash and cash equivalents	2,41,839	-	2,41,839	11,61,706	-	11,61,706
Receivables (I) Trade	-	-	-	-	-	-
Receivables (II) Other	7,36,757	-	7,36,757	-	-	-
Loans	41,80,567	-	41,80,567	11,49,091	49,55,576	61,04,667
Investments	-	2,63,50,566	2,63,50,566	-	5,33,95,867	5,33,95,867
Other Financial assets	59,70,542	-	59,70,542	56,69,116	-	56,69,116
Non-financial Assets						
Inventories	84,79,864	-	84,79,864			
Current Tax Assets (Net)	1,35,702	-	1,35,702	1,87,974	-	1,87,974
Deferred tax						

Assets (Net)	-	-	-	-	-	-
Property, Plant and Equipment	-	22,78,556	22,78,556	-	30,98,628	30,98,628
Other Non Financial Asset	-	10,693	10,693	-	-	-
Total Assets			4,83,85,085			6,96,17,958

Financial Liabilities						
Payables						
(I) Trade Payables						
(II) Other Payables	-	-	-	-	-	-
Borrowings (Other than Debt Securities)	11,89,377	-	11,89,377	-	-	-
Other financial liabilities	489705	-	4,89,705	3,51,630	-	3,51,630
Non-Financial Liabilities						
Deferred tax liabilities (Net)	-	3,761	3,761	-	73,67,475	73,67,475
Provisions	-	90,000	90,000	-	85,000	85,000
Equity						
Equity Share Capital	-	3,05,48,000	3,05,48,000	-	3,05,48,000	3,05,48,000
Other Equity	-	1,60,64,243	1,60,64,243	-	3,12,65,852	3,12,65,852
Total Equity and Liabilities			4,83,85,085			6,96,17,958

Nature of Timing Difference	DTA (Liability) as on 01.04.2022	DTA/DTL During the Year	DTA (Liability) as on 31.03.2023
Depreciation	121436	71498	192934
Provision for	21395	1258	22653

Gratuity Gain on Fair Value Changes	(7510306)	7290958	(219348)
Total	(7367475)	7363714	(3761)

18. Additional Regulatory Information

- (i) The company does not have any Immovable Property.
- (ii) There is no any Proceeding have been initiated or pending on or against of the company for holding any Benami Property under the “Benami Transaction (Prohibition) Act, 1988 (section 45 of 1988)” and the rules made thereunder.
- (iii) The Company does not have any Long-Term borrowings or Loan from Bank or any financial Institution on the basis of security of Current Assets.
- (iv) The Company has not been declared a willful defaulter by bank, financial institution or any other lenders.
- (v) There is no charge or modification yet to be registered with the Registrar of the companies beyond the statutory period.
- (vi) The Company does not has traded or invested in Crypto Currency or Virtual Currency during the financial Year.

19. The accounts have been prepared on the basis of Schedule III of the Companies Act, 2013. The previous year figures have adjusted/ regroup/ rearrange wherever required, to confirm with the current year figures.

20. Notes No. 1 to 29 form an integral part of the Financial Statements for the year ended on 31st March, 2023

For Saxena & Saxena
Chartered Accountants
(Firm Regn. No 006103N)

For & on Behalf of Board of Directors
Moongipa Capital Finance Ltd

Sd/-
Dilip Kumar
Partner
(M. No. 082118)

Sd/-
Sanjay Jain
Director
DIN: 00096938

Sd/-
Pooja Jain
Whole Time Director
DIN: 00097037

Sd/-
Jyoti Mehta
Chief Financial Officer

Sd/-
Sandeep Singh
Company Secretary
M. No. : A67580

Place: New Delhi
Date: 15.05.2023