

J. J. FINANCE CORPORATION LTD.

Regd. Off. : Unit No. 14, 8th Floor, Premises No. IID/14,
Action Area - IID, New Town, Rajarhat, Kolkata - 700 156
CIN : L65921WB1982PLC035092

Tel : 6646 6646 / 2229 6000
E-mail : jjfc@jjauto.org
Website : www.jjfc.co.in



Date: 25.08.2023

To,
Department of Corporate Services
Bombay Stock Exchange Limited.
25th Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai-400 001

Dear Sir,

**Sub: Submission of 40th Annual Report for the year 2022-23 under Regulation 34 of the SEBI
(Listing Obligations and Disclosure Requirements), Regulations, 2015**

Please find enclosed herewith the Annual Report for the Financial Year 2022-23 pursuant to the Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Annual Report for the financial year 2022-23 is also being made available on the website of the Company at <https://www.jjfc.co.in/financial.htm>.

Kindly take the same on record and oblige.

Thanking you.

Yours faithfully,
For J. J. Finance Corporation Limited

Anujit Singh
Company Secretary and Compliance Officer
Mem. No.: A55516

C.C. The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700 001

Encl.: As above



40th
ANNUAL REPORT
2022-2023

J. J. FINANCE CORPORATION LIMITED



J. J. FINANCE CORPORATION LIMITED

40th Annual Report 2022-23

BOARD OF DIRECTORS :

Mr. Anil Jhunjhunwala, Director
Mrs. Hilla Eruch Bhathena, Independent Woman Director
Mr. Rajesh Kumar Poddar, Director
Mr. Shyam Bagaria, Director
Mr. Surjit Singh, Independent Director

MANAGEMENT PERSONNEL :

Mr. Rabi Kumar Almal, Chief Executive Officer
Mr. Hriday Mondal, Chief Financial Officer (upto 02.12.2022)
Mr. Virendra Lal Nagar, Chief Financial Officer (w.e.f 01.04.2023)

COMPANY SECRETARY :

Mr. Anujit Singh

REGISTERED OFFICE :

Unit No. 14, 8th Floor, Premises No. IID/14,
Action Area – IID, New Town, Rajarhat,
Kolkata – 700 156

STATUTORY AUDITOR :

M/S. A. K. Dubey & Co.
Chartered Accountants
Fjord Tower, Flat No. 19A2, 1925, Chakgaria
Hiland Park, Kolkata - 700094

INTERNAL AUDITOR :

M/S. Chaturvedi & Partners
Chartered Accountants
1/1 Meredith Street, 4th Floor
Room No. 4, Kolkata-700072

SECRETARIAL AUDITOR :

CS Disha Dugar Jhunjhunwala
1st Floor, Room No. 6
19A, Jawaharlal Nehru Road
Kolkata – 700 087

LEGAL ADVISORS :

R. L. Gaggar & Co.

BANKER :

Indian Overseas Bank

SHARE TRANSFER AGENT :

M/S. Niche Technologies Pvt. Ltd.
3A, Auckland Place, 7th Floor, Room No. 7A & 7B
Kolkata – 700017

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Annual General Meeting

Date: September 20, 2023 at 03:00 P.M
through Video Conferencing (VC)/ Other
Audio Visual Means (OAVM)



DIRECTORS' REPORT TO THE MEMBERS

Your Directors have pleasure in presenting the Fortieth (40th) Annual Report and the Audited Financial Statements on the business and operations of your Company for the year ended 31st March, 2023.

FINANCIAL RESULTS

Particulars	₹ in Hundred	
	For the year ended 31st March	
	2023	2022
Profit before Depreciation and Tax	19640	26165
Less : Depreciation	264	1056
Profit before Tax:	19376	25109
Current Tax	7608	6081
Deferred Tax	3643	(678)
MAT Credit Entitlement	-	-
Profit after Tax	8125	19707
Add : Balance brought forward from last year	344631	323757
Transfer from Equity Investment Reserve upon realisation	170879	4599
Less : Transferred to Reserve U/s 45-IC of RBI Act, 1934	35801	3950
Provision towards Standard Assets	598	(518)
Balance carried forward	487236	344631

SUMMARY OF OPERATIONS

During the year, the net revenue from operations of your Company decreased from ₹ 40.43 Lakh to ₹ 40.02 Lakh For FY 2022-23, your Company's profit after tax stood at ₹ 8.12 Lakh vis-à-vis ₹ 19.71 Lakh in the previous year.

SHARE CAPITAL

During the year, the Company did not allot any shares nor did grant any stock options or sweat equity. As on March 31, 2023, none of the Directors of the Company hold instruments convertible into equity shares of the Company as on 31st March, 2023, the issued, subscribed and paid up share capital of your Company stood at 2.82 crore, comprising 28.2 lakh equity shares of ₹ 10/- each.

SUBSIDIARY, ASSOCIATES AND JOINT VENTURES

Your Company does not have any Subsidiary, Associate Companies or Joint Ventures. Accordingly, the disclosure of the financial statement of subsidiaries/associate companies/joint ventures as required pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 in Form AOC-1 is not applicable. However, in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Policy on determination of Material Subsidiaries. The policy has been uploaded on the website of the Company at <http://www.jjfc.co.in>.

DIVIDEND AND RESERVES

No dividend was declared for the Current Financial Year due to conservation of profit and continued investment in the business/ decrease in net revenue from operations of the Company.

PUBLIC DEPOSITS

The Company did not hold any public deposits at the beginning of the year nor has it accepted any public deposits during the year under review.



MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

Your Company had no significant and material changes affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

EXTRACT OF ANNUAL RETURN

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return in Form No. MGT - 9 is enclosed as **Annexure 1**.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis forms an integral part of this Report and gives details of the overall industry structure, developments, performance and state of affairs of the Company's business. The same is enclosed as **Annexure 2**.

BOARD MEETINGS

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company. The notice of each Board Meeting along with the agenda is given in writing to each Director separately. This ensures timely and informed decisions by the Board.

In the financial year 2022-23, the Board met Seven (7) times. The meetings were held on 12th April, 2022, 30th May 2022, 08th August 2022, 09th November 2022, 03rd December 2022, 17th January 2023 and 24th March 2023. It is well within the maximum period mentioned under Section 173 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

COMMITTEES OF BOARD

The details of composition of the Committees of the Board of Directors as on 31.03.2023 are as under:-

a. Audit Committee

Sl. No.	Name	Category of Directors / Members	Chairperson / Members
1	Mrs. Hilla Eruch Bhathena	Independent Director	Chairperson
2	Mr. Anil Jhunjunwala	Non-Executive Director	Member
3	Mr. Surjit Singh	Independent Director	Member

During the year, the Committee had met Four times on 30th May 2022, 8th August 2022, 09th November 2022 and 17th January 2023.

b. Nomination & Remuneration Committee

Sl. No.	Name	Category of Directors / Members	Chairperson / Members
1	Mrs. Hilla Eruch Bhathena	Independent Director	Chairperson
2	Mr. Rajesh Kumar Poddar	Non- Executive Director	Member
3	Mr. Surjit Singh	Independent Director	Member

During the year, the Committee had met three times on 1st July 2022, 20th October 2022, and 24th March, 2023.

c. Stakeholders Relationship Committee

Sl. No.	Name	Category of Directors / Members	Chairman / Members
1	Mr. Anil Jhunjunwala	Non-Executive Director	Chairman
2	Mr. Shyam Bagaria	Non-Executive Director	Member
3	Mrs. Hilla Eruch Bhathena	Independent Director	Member



During the year, the Committee had met Four times on 30th May 2022, 24th June 2022, 4th January 2023 and 20th February 2023.

MEETING OF INDEPENDENT DIRECTORS

As required under Regulation 25(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Act, the Independent Directors of the listed entity shall hold at least one meeting in a year, without the presence of non-independent directors to discuss the matters specified therein.

Sl. No.	Name of Independent Director	No. of Meetings held	No. of Meetings attended
1	Mrs. Hilla Eruch Bhathena	1	1
2	Mr. Surjit Singh	1	1

During the year, a meeting of Independent Directors was held on 18th November, 2022. All Independent Directors were present in the meeting.

Types of Meeting	Date of Meeting	Names of Directors' / Members Present
Board Meetings	12.04.2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena, Mr. Rajesh Kumar Poddar, Mr. Shyam Bagaria & Mr. Surjit Singh.
	30.05. 2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena, Mr. Rajesh Kumar Poddar, Mr. Shyam Bagaria & Mr. Surjit Singh.
	08.08. 2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena, Mr. Rajesh Kumar Poddar, Mr. Shyam Bagaria & Mr. Surjit Singh.
	09.11. 2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena, Mr. Rajesh Kumar Poddar, Mr. Shyam Bagaria & Mr. Surjit Singh.
	03.12. 2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena, Mr. Rajesh Kumar Poddar, Mr. Shyam Bagaria & Mr. Surjit Singh.
	17.01. 2023	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena, Mr. Rajesh Kumar Poddar, Mr. Shyam Bagaria & Mr. Surjit Singh.
	24.03.2023	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena, Mr. Rajesh Kumar Poddar, Mr. Shyam Bagaria & Mr. Surjit Singh.
Audit Committee Meetings	30.05.2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena & Mr. Surjit Singh.
	08.08.2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena & Mr. Surjit Singh.
	09.11.2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena & Mr. Surjit Singh.
	17.01.2023	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena & Mr. Surjit Singh.
Annual General Meeting	15.09.2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena & Mr. Shyam Bagaria.
Nomination & Remuneration Committee Meetings	01.07.2022	Mrs. Hilla Eruch Bhathena Mr. Rajesh Kumar Poddar & Mr. Surjit Singh.
	20.10.2022	Mrs. Hilla Eruch Bhathena Mr. Rajesh Kumar Poddar & Mr. Surjit Singh.
	24.03.2023	Mrs. Hilla Eruch Bhathena Mr. Rajesh Kumar Poddar & Mr. Surjit Singh.
Stakeholder Relationship Committee Meetings	30.05.2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena & Mr. Shyam Bagaria
	24.06.2022	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena & Mr. Shyam Bagaria
	04.01.2023	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena & Mr. Shyam Bagaria
	20.02.2023	Mr. Anil Jhunjhunwala, Mrs. Hilla Eruch Bhathena & Mr. Shyam Bagaria
Meeting of Independent Directors	18.11.2022	Mrs. Hilla Eruch Bhathena & Mr. Surjit Singh.



DIRECTORS AND KEY MANAGERIAL PERSONNEL

Inductions

No appointments were made during the FY 2022-23.

Re-appointment

- As per the provisions of the Companies Act, 2013, Mr. Shyam Bagaria, liable to retire by rotation at the 39th AGM and, being eligible, was reappointed Based on the performance evaluation and recommendation of the nomination and remuneration committee, the Board recommends his reappointment.

Retirements and resignations

Retirements or resignations took place during the FY 2022-23 is as follows:

- Resignation of Mr. Hriday Mondal, CFO w.e.f. 02.12.2022.

All the Directors have made necessary disclosures as required under various provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

There were no other changes in the Board or in the Key Managerial Personnel of the Company during the year.

Directors/KMP'S as on 01.04.2022	Resignation/Retirement during the year	Appointments/ Re- appointment during the year	Directors/KMP'S as on 31.03.2023
Mr. Anil Jhunjhunwala	–	–	Mr. Anil Jhunjhunwala
Mr. Rajesh Kumar Poddar	–	–	Mr. Rajesh Kumar Poddar
Mr. Shyam Bagaria	–	–	Mr. Shyam Bagaria
Mrs. Hilla Eruch Bhathena	–	–	Mrs. Hilla Eruch Bhathena
Mr. Surjit Singh	–	–	Mr. Surjit Singh
Mr. Rabi Kumar Almal (CEO)	–	–	Mr. Rabi Kumar Almal (CEO)
Mr. Hriday Mondal (CFO)	02.12.2022	–	–
Mr. Anujit Singh (CS)	–	–	Mr. Anujit Singh (CS)

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

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



DECLARATION BY INDEPENDENT DIRECTORS

Mrs. Hilla Eruch Bhathena and Mr. Surjit Singh are Independent Directors on the Board of your Company as on 31st March, 2023. These Non-Executive Independent Directors have given declaration to the company stating that they fulfill the conditions of Independence specified in Section 149(6) of the Companies Act, 2013 and Rules made thereunder and the same have been placed and noted in the meeting of the Board of Directors held on 12th April, 2022. A format of letter of appointment to Independent Director as provided in Companies Act, 2013 and the Listing Regulations has been issued and disclosed on the website of the Company at <http://www.jjfc.co.in>.

VIGIL MECHANISM

Pursuant to the requirement of the Act and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has in place a vigil mechanism policy to report genuine concerns or grievances. The Vigil Mechanism Policy has been posted on the website of the Company at <http://www.jjfc.co.in>.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has carried out annual performance evaluation of its own performance, the Directors individually as well as the evaluation of all Committees of the Board for the Financial Year 2022-23. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its shareholders. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

COMPANY'S POLICY ON APPOINTMENT AND REMUNERATION

In accordance with Section 178 of the Companies Act, 2013, the Board of Directors has in place a Policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and remuneration policy for Key Managerial Personnel and others. The Policy of Nomination and Remuneration Committee has been framed to encourage diversity of thought, experience, knowledge, perspective, age and gender in the Board. The Remuneration Policy for Directors, Key Managerial Personnel and all other employees is aligned to the philosophy on the commitment of fostering a culture of leadership with trust. The Remuneration Policy aims to ensure that the level and composition of the remuneration of the Directors, Key Managerial Personnel and all other employees is reasonably sufficient to attract, retain and motivate them to successfully run the Company. The Details of Remuneration paid by the Company is given in MGT-9 of the Annual Report. The policy has been uploaded on the website of the Company at <http://www.jjfc.co.in>.

Based on the recommendations of the Nomination and Remuneration Committee, the Board approved a Nomination and Remuneration Policy which is enclosed as **Annexure 4**.

DISCLOSURE ON REMUNERATION TO EMPLOYEES EXCEEDING SPECIFIED LIMITS

The Company had no employees who were in receipt of remuneration in excess of ₹ 102 lakh per annum during the year ended 31st March, 2023 or of more than ₹ 8.5 lakh per month during any part thereof, hence no information under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is required to be given.



PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to Members and others entitled thereto excluding the information on employees particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. There are no employees drawing salaries in excess of the limit prescribed under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Company affirms that remuneration is as per the Remuneration Policy of the Company.

FINANCIAL CONTROLS

Effective Internal Controls are necessary for building up an efficient organization. Our Company has adequate Internal Control systems in place to ensure accuracy, transparency and accountability in its operations. A dedicated concurrent audit team functioning within the Company confirms that the activities are in compliance with its policies and occurrences of deviations are reported to the Management. The concurrent audit report is reviewed by the internal auditors - M/s. Chaturvedi & Partners, a firm of practicing Chartered Accountants. Internal auditors review operations of the Company and ensure that the Company is functioning within the limits of all applicable statutes. Any Internal Control weaknesses, non compliance with statutes and suggestions on improvements in existing practices forms part of internal audit report. Audit Committee reviews the internal audit report and ensures that observations pointed out in the report are addressed in a timely and structured manner by the Management. The Internal Audit Report is reviewed by Statutory Auditors while performing audit functions to confirm that there are no transactions conflicting with interests of the Company. The Internal Financial Controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company. Further, it is believed that the controls are largely operating effectively since there has not been any identification of any major material weakness in the company. The directors have in the Directors Responsibility Statement under paragraph (e) confirmed the same to this effect.

STATUTORY AUDITORS AND THEIR REPORT

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the recommendation of the Board of Directors and the Audit Committee the members in the 39th Annual General Meeting held on 8th August, 2022 had appointed M/s A K Dubey & Co, Chartered Accountants (ICAI Firm Registration Number 329518E) as the Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of the 39th Annual General Meeting until the conclusion of 44th Annual General Meeting of the Company to be held in the calendar year 2027, on such remuneration as may be decided by the Audit Committee of the Board.

SECRETARIAL AUDITOR AND THEIR REPORT

In terms of Section 204 of the Act and Rules made there under, Ms. Disha Dugar, Practicing Company Secretary, had been appointed Secretarial Auditor of the Company for the financial year 2022-23. The Secretarial Audit Report in Form MR-3, enclosed as **Annexure 3** has no observations (including any qualification, reservation, adverse remark or disclaimer) and hence does not call for any explanation from the Directors.

INTERNAL AUDITOR AND THEIR REPORT

The Company had appointed Internal Auditors, M/s. Chaturvedi & Partners, a firm of practicing Chartered Accountants to carry out the internal audit functions. The Internal auditor submits half yearly reports to the audit committee. The Internal Auditors' Reports have no observations (including any qualification, reservation, adverse remark or disclaimer) and hence does not call for any explanation from the Directors.

**INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS**

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The provisions of Section 186 of the Act pertaining to granting of loans to any persons or bodies corporate and giving of guarantees or providing security in connection with loans to any other bodies corporate or persons are not applicable to the Company since the Company is a Non Banking Financial Company. However, details of loans, guarantees or investments are given in notes to the Financial Statements.

RELATED PARTY TRANSACTIONS

In line with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has in place a Policy on Related Party Transactions which is also available on Company's website at <http://www.jjfc.co.in>. The Policy intends to ensure that proper reporting; approval and disclosure processes are in place for all transactions between the Company and Related Parties. All Related Party Transactions are placed before the Audit Committee for review and approval. The Company obtains prior omnibus approvals, if required, for Related Party Transactions on a quarterly basis for transactions which are of repetitive nature and / or entered in the Ordinary Course of Business and are at Arm's Length basis. The provisions of Section 188(1) do not attract as all Related Party Transactions entered during the year were in Ordinary Course of the Business and on Arm's Length basis. No Material Related Party Transactions, i.e. transactions exceeding ten percent of the annual consolidated turnover as per the last audited financial statements, were entered during the year by your Company. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable. Further, details of Related Party Transactions as required to be disclosed by Indian Accounting Standard – 24 (Ind-AS 24) are given in the notes to the Financial Statements.

HUMAN RESOURCES/INDUSTRIAL RELATIONS

At J. J. Finance Corporation Limited, Human Resources follow an integrated approach that combines employee recognition, training and mentoring. The Company maintains open communication channels with workforce and keeps them engaged with its objectives towards attainment of healthy employer-employee relationship. Industrial relations were cordial throughout the year under review.

RISK MANAGEMENT POLICY

In terms of the requirement of the Act, the Company has developed and implemented the Risk Management Policy and the Audit Committee of the Board reviews the same periodically. The Risk Management policy inter alia provides for review of the risk assessment and minimization procedure, laying down procedure to inform the Board in the matter and for periodical review of the procedure to ensure that management controls the risks through properly defined framework.

CORPORATE GOVERNANCE

Since the paid up share capital of your Company and its net-worth was below the prescribed limits under Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; Corporate Governance is not applicable on the Company in the financial year 2022-2023.

CORPORATE SOCIAL RESPONSIBILITY

Since your Company does not fall under the threshold laid down in section 135 of the Companies Act, 2013, the provision of section 134(3)(o) of the Companies Act, 2013 is not applicable and hence no disclosure is required by the Board.

DISCLOSURE PURSUANT TO LISTING REGULATIONS

Necessary disclosures pursuant to Listing Regulations are made hereunder:-

The shares of the company are listed on the following Stock Exchanges in the period under review.



Name and Address of the Stock Exchange	Security Listed
1. The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata – 700 001	Equity Shares
2. The Bombay Stock Exchange Ltd 25th Floor, P. J. Towers Dalal Street, Fort, Mumbai – 400 001	Equity Shares

The Listing fees to The Calcutta Stock Exchange Ltd. and BSE Limited for the Financial Year 2023 – 24 have been paid.

SECRETARIAL STANDARDS

The Directors confirm that the applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to ‘Meetings of the Board of Directors’ and ‘General Meetings’, respectively, which have been approved by the Central Government have been duly followed by your Company.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS

There are no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

DETAILS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company, being a Non-Banking Finance Company (NBFC), does not have any manufacturing activity neither does it have any foreign exchange earnings or any foreign exchange outgo. The Directors, therefore, have nothing to report on conservation of energy and technology absorption.

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

The Company has zero tolerance for sexual harassment at workplace. During the Financial Year 2022-23, no complaints of sexual harassment were reported.

ACKNOWLEDGEMENT

Your Directors place on record their appreciation for employees at all levels, who have contributed to the growth and performance of your Company.

Your Directors also thank the clients, vendors, bankers, shareholders and advisers of the Company for their perennial support during the year.

We also express our gratitude towards the Central and State Governments, and other statutory authorities for their continued support.

For and on behalf of the Board

ANIL JHUNJHUNWALA

SHYAM BAGARIA

Director

Director

Place : Kolkata

DIN : 00128717

DIN : 00121949

Dated : 21st August 2023



COMPLIANCE CERTIFICATE FROM CHIEF EXECUTIVE OFFICER & CHIEF FINANCIAL OFFICER PURSUANT TO REGULATION 17(8) AND PART B OF SCHEDULE II OF SEBI(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

We have reviewed the financial statements and the cash flow statement of J. J. Finance Corporation Limited for the year ended March 31, 2023 and that to the best of our knowledge and belief:

- A) (1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (2) These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B) There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's Code of Conduct.
- C) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and have disclosed to the auditors and audit committee, deficiencies in the design or operation of such internal control, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D) We have indicated to the auditors and audit committee that:
- (1) There are no significant changes in internal control over financial reporting during the year;
- (2) There are no significant changes in accounting policies made during the year and
- (3) There are no instances of fraud involving the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

For J. J. Finance Corporation Limited

Place : Kolkata

Dated : 21st August 2023

RABI KUMAR ALMAL

Chief Executive Officer

VIRENDRA LAL NAGAR

Chief Financial Officer

DECLARATION UNDER REGULATION 26(3) AND PART D OF SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Pursuant to Regulation 26(3) and Part D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby declared that the members of the Board of Directors and Senior Management Personnel of J. J. Finance Corporation Limited have affirmed compliance with the Code of Conduct for the year ended 31st March, 2023.

For J. J. Finance Corporation Limited

Place : Kolkata

Dated : 21st August 2023

RABI KUMAR ALMAL

Chief Executive Officer



FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN

AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

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

I. REGISTRATION AND OTHER DETAILS :

- (i) CIN : L65921WB1982PLC035092
- (ii) Registration Date : 17th July, 1982
- (iii) Name of the Company : J J Finance Corporation Limited
- (iv) Category/Sub-Category of the Company : Company Limited by Shares
Indian Non Government Company
- (v) Address of the Registered Office and contact details : Unit No. 14, 8th Floor, Premises No. IID/14
Action Area - IID, New Town, Rajarhat, Kolkata - 700 156
Phone No. +91-33- 6646-6646/ 2229-6000
- (vi) Whether listed Company (Yes/No) : Yes
- (vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : M/s. Niche Technologies Pvt. Ltd.
3A, Auckland Place, 7th Floor
Room No. 7A & 7B
Kolkata - 700 017
Phone No. +91-33-2280 6616/17/18

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :

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

Sl. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1	Financial Income	6499*	100.00

* The NIC code of the Product or Service has been mentioned as per the Ministry of Statistics and Product Implementation.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

Sl. No.	Name And Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares held	Applicable Section
Company does not have any Holding, Subsidiary or Associate Companies.					



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

A. Category-wise Share Holding

Sl. No.	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	PROMOTERS									
(1)	Indian									
	a) Individual / HUF	987744	0	987744	35.026	1104648	0	1104648	39.172	4.146
	b) Central Government									
	c) State Government									
	d) Bodies Corporate	547797	0	547797	19.425	548297	0	548297	19.443	0.018
	e) Banks / Financial Institutions									
	f) Any Other									
	Sub-total (A)(1)	1535541	0	1535541	54.452	1652945	0	1652945	58.615	4.163
(2)	Foreign									
	a) NRIs - Individuals									
	b) Other - Individuals									
	c) Bodies Corporate									
	d) Banks / Financial Institutions									
	e) Any Other									
	Sub-total (A)(2)	0	0	0	0.000	0	0	0	0.000	0.000
	Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	1535541	0	1535541	54.452	1652945	0	1652945	58.615	4.163
B.	PUBLIC SHAREHOLDING									
(1)	Institutions									
	a) Mutual Funds									
	b) Banks / Financial Institutions									
	c) Central Governments									
	d) State Governments									
	e) Venture Capital Funds									
	f) Insurance Companies									
	g) Foreign Institutional Investors (FII)									
	h) Foreign Venture Capital Funds									
	i) Others (Specify)									
	Sub-total (B)(1)	0	0	0	0.000	0	0	0	0.000	0.000



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Sl. No.	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2)	Non-Institutions									
	a) Bodies Corporate									
	i) Indian	133918	231425	365343	12.955	26843	230925	257768	9.141	-3.814
	ii) Overseas									
	b. Individuals									
	i) Individual shareholders holding nominal share capital upto Rs 1 lakh	175659	401696	577355	20.474	168511	396696	565207	20.043	-0.431
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	261063	80000	341063	12.094	253425	80000	333425	11.824	-0.270
	c) Others Specify									
	1. NRI	381	100	481	0.017	622	100	722	0.026	0.009
	2. Overseas Corporate Bodies									
	3. Foreign Nationals									
	4. Clearing Members	217	0	217	0.008	9933	0	9933	0.352	0.344
	5. Trusts									
	6. Foreign Bodies - D.R.									
	Sub-total (B)(2)	571238	713221	1284459	45.548	459334	707721	1167055	41.385	-4.163
	Total Public Shareholding (B) = (B)(1)+(B)(2)	571238	713221	1284459	45.548	459334	707721	1167055	41.385	-4.163
	C. Shares held by Custodian for GDRs & ADRs									
	GRAND TOTAL (A+B+C)	2106779	713221	2820000	100.000	2112279	707721	2820000	100.000	0.000

B. Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in shareholding during the year
		No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	
1	ANIL JHUNJHUNWALA	936302	33.202	0.000	1053306	37.351	0.000	4.149
2	ANITA KANOI	100	0.004	0.000	100	0.004	0.000	0.000
3	J. J. AUTOMOTIVE PRIVATE LIMITED	27100	0.961	0.000	548297	19.443	0.000	18.482
4	J.J. PROJECTS PVT. LTD	284929	10.104	0.000	—	—	—	-10.104
5	KANAKLATA JHUNJHUNWALA	100	0.004	0.000	—	—	—	-0.004
6	KOHINOOR STOCK BROKING PVT LTD	235768	8.361	0.000	—	—	—	-8.361
7	VEDIKA JHUNJHUNWALA	24292	0.861	0.000	24292	0.861	0.000	0.000
8	VIDHI BERI	26950	0.956	0.000	26950	0.956	0.000	0.000
	TOTAL	1535541	54.452	0.000	1652945	58.615	0.000	4.163



C. Change in Promoter's Shareholding

Sl No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	ANIL JHUNJHUNWALA					
	a) At the Beginning of the Year	936302	33.202			
	b) Changes during the year					
	Date	Reason				
	11/11/2022	Transfer	100	0.004	936402	33.206
	16/12/2022	Transfer	3500	0.124	939902	33.330
	23/12/2022	Transfer	11023	0.391	950925	33.721
	30/12/2022	Transfer	3004	0.107	953929	33.827
	03/02/2023	Transfer	4499	0.160	958428	33.987
	10/02/2023	Transfer	3258	0.116	961686	34.102
	17/02/2023	Transfer	10361	0.367	972047	34.470
	24/02/2023	Transfer	20197	0.716	992244	35.186
	03/03/2023	Transfer	33360	1.183	1025604	36.369
	17/03/2023	Transfer	14353	0.509	1039957	36.878
	24/03/2023	Transfer	4401	0.156	1044358	37.034
31/03/2023	Transfer	8948	0.317	1053306	37.351	
c) At the End of the Year				1053306	37.351	
2	ANITA KANOI					
	a) At the Beginning of the Year	100	0.004			
	b) Changes during the year	[NO CHANGES DURING THE YEAR]				
	c) At the End of the Year			100	0.004	
3	J. J. AUTOMOTIVE PRIVATE LIMITED					
	a) At the Beginning of the Year	27100	0.961			
	b) Changes during the year					
	Date	Reason				
	08/04/2022	Transfer	520697	18.464	547797	19.425
	15/07/2022	Transfer	500	0.018	548297	19.443
c) At the End of the Year				548297	19.443	
4	J.J. PROJECTS PVT. LTD					
	a) At the Beginning of the Year	284929	10.104			
	b) Changes during the year					
	Date	Reason				
	08/04/2022	Transfer	-284929	10.104	0	0.000
c) At the End of the Year				0	0.000	



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SI No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
5	KANAKLATA JHUNJHUNWALA				
	a) At the Beginning of the Year	100	0.004		
	b) Changes during the year				
	Date Reason				
	11/11/2022 Transfer	-100	0.004	0	0.000
c) At the End of the Year			0	0.000	
6	KOHINOOR STOCK BROKING PVT LTD				
	a) At the Beginning of the Year	235768	8.361		
	b) Changes during the year				
	Date Reason				
	08/04/2022 Transfer	-235768	8.361	0	0.000
c) At the End of the Year			0	0.000	
7	VEDIKA JHUNJHUNWALA				
	a) At the Beginning of the Year	24292	0.861		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			24292	0.861
8	VIDHI BERI				
	a) At the Beginning of the Year	26950	0.956		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			26950	0.956
	TOTAL	1535541	54.452	1652945	58.615

D. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holder of GDRs and ADRs) :

SI No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ARSALAN ALI				
	a) At the Beginning of the Year	7961	0.282		
	b) Changes during the year				
	Date Reason				
	22/04/2022 Transfer	6504	0.231	14465	0.513
	29/04/2022 Transfer	719	0.025	15184	0.538
	27/05/2022 Transfer	1198	0.042	16382	0.581
	03/06/2022 Transfer	115	0.004	16497	0.585
	21/10/2022 Transfer	-700	0.025	15797	0.560
	04/11/2022 Transfer	-50	0.002	15747	0.558
09/12/2022 Transfer	-917	0.033	14830	0.526	



SI No.	For Each of the Top 10 Shareholders		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	16/12/2022	Transfer	23	0.001	14853	0.527
	23/12/2022	Transfer	800	0.028	15653	0.555
	30/12/2022	Transfer	40	0.001	15693	0.556
	10/02/2023	Transfer	3684	0.131	19377	0.687
	17/02/2023	Transfer	49	0.002	19426	0.689
	17/03/2023	Transfer	1337	0.047	20763	0.736
	24/03/2023	Transfer	163	0.006	20926	0.742
	c) At the End of the Year				20926	0.742
2	BAJAJ TRADE DEVELOPMENTS LIMITED					
	a) At the Beginning of the Year		50000	1.773		
	b) Changes during the year					
	Date	Reason				
	03/02/2023	Transfer	-4500	0.160	45500	1.613
	10/02/2023	Transfer	-11000	0.390	34500	1.223
	17/02/2023	Transfer	-18750	0.665	15750	0.559
	24/02/2023	Transfer	-15750	0.559	0	0.000
	c) At the End of the Year				0	0.000
3	BSS METALS PVT LTD					
	a) At the Beginning of the Year		20000	0.709		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year				20000	0.709
4	C D COMPUTERS PVT. LTD.					
	a) At the Beginning of the Year		127525	4.522		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year				127525	4.522
5	EAGLE JUTE CO PVT LTD					
	a) At the Beginning of the Year		20000	0.709		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year				20000	0.709
6	MANISH CAPITAL MARKET CO PVT LTD					
	a) At the Beginning of the Year		20000	0.709		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year				20000	0.709
7	MANOJ PORT FOLIO (P) LTD					
	a) At the Beginning of the Year		20000	0.709		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year				20000	0.709



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SI No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8	NITIN FINVEST PRIVATE LIMITED				
	a) At the Beginning of the Year	50000	1.773		
	b) Changes during the year				
	Date Reason				
	17/03/2023 Transfer	-23500	0.833	26500	0.940
	24/03/2023 Transfer	-5000	0.177	21500	0.762
	31/03/2023 Transfer	-17000	0.603	4500	0.160
	c) At the End of the Year			4500	0.160
9	PANNA DEVI SARDA				
	a) At the Beginning of the Year	216999	7.695		
	b) Changes during the year				
	Date Reason				
	23/12/2022 Transfer	-4500	0.160	212499	7.535
c) At the End of the Year			212499	7.535	
10	SHIV PUJAN SINGH				
	a) At the Beginning of the Year	80000	2.837		
	b) Changes during the year				
				[NO CHANGES DURING THE YEAR]	
c) At the End of the Year			80000	2.837	
11	SIVRAM COMMERCE (P) LTD				
	a) At the Beginning of the Year	20000	0.709		
	b) Changes during the year				
				[NO CHANGES DURING THE YEAR]	
c) At the End of the Year			20000	0.709	
12	SOMA MODAK				
	a) At the Beginning of the Year	28500	1.011		
	b) Changes during the year				
	Date Reason				
	23/12/2022 Transfer	-3500	0.124	25000	0.887
	03/03/2023 Transfer	-5000	0.177	20000	0.709
c) At the End of the Year			20000	0.709	
	TOTAL	660985	23.439	565450	20.051



E. Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ANIL JHUNJHUNWALA				
	a) At the Beginning of the Year	936302	33.202		
	b) Changes during the year				
	Date Reason				
	11/11/2022 Transfer	100	0.004	936402	33.206
	16/12/2022 Transfer	3500	0.124	939902	33.330
	23/12/2022 Transfer	11023	0.391	950925	33.721
	30/12/2022 Transfer	3004	0.107	953929	33.827
	03/02/2023 Transfer	4499	0.160	958428	33.987
	10/02/2023 Transfer	3258	0.116	961686	34.102
	17/02/2023 Transfer	10361	0.367	972047	34.470
	24/02/2023 Transfer	20197	0.716	992244	35.186
	03/03/2023 Transfer	33360	1.183	1025604	36.369
	17/03/2023 Transfer	14353	0.509	1039957	36.878
	24/03/2023 Transfer	4401	0.156	1044358	37.034
31/03/2023 Transfer	8948	0.317	1053306	37.351	
c) At the End of the Year			1053306	37.351	
2	RABI KUMAR ALMAL				
	a) At the Beginning of the Year	15564	0.552		
	b) Changes during the year				
	Date Reason				
	23/12/2022 Transfer	-3500	0.124	12064	0.428
	10/02/2023 Transfer	-260	0.009	11804	0.419
	03/03/2023 Transfer	-11504	0.408	300	0.011
c) At the End of the Year			300	0.011	
3	SHYAM BAGARIA				
	a) At the Beginning of the Year	800	0.028		
	b) Changes during the year				
	Date Reason				
	09/09/2022 Transfer	-200	0.007	600	0.021
c) At the End of the Year			600	0.021	
	TOTAL	952666	33.782	1054206	37.383



V. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars		Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year		<i>The Company has no Indebtedness during the year</i>			
i)	Principal Amount				
ii)	Interest due but not paid				
iii)	Interest accrued but not due				
Total (i+ii+iii)					
Change in Indebtedness during the financial year					
i)	Addition				
ii)	Reduction				
Net Change					
Indebtedness at the end of the financial year					
i)	Principal Amount				
ii)	Interest due but not paid				
iii)	Interest accrued but not due				
Total (i+ii+iii)					

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1	Gross Salary	<i>The Company has no Managing Director, Whole Time Director or Manager during the year.</i>	
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961		
	(c) Profit in lieu of salary under Section 17(3) Income Tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission		
	As % of profit		
	Others, specify		
5	Others, please specify		
	Total (A)		
	Ceiling as per the Act		



B. Remuneration to other Directors :

Sl. No.	Particulars of Remuneration	Names of Directors			Total Amount
		Mrs. Hilla Eruch Bhathena	Mr. Surjit Singh		
1	Independent Directors				
	– Fee for attending board committee meetings	–	–	–	–
	– Commission	–	–	–	–
	– Others, please specify	–	–	–	–
	Total (1)	–	–	–	–
2	Other Non-Executive Directors	Mr. Anil Jhunjunwala	Mr. Shyam Bagaria	Mr. Rajesh Kumar Poddar	
	– Fee for attending board committee meetings	–	–	–	–
	– Commission	–	–	–	–
	– Others, please specify	–	–	–	–
	Total (2)	–	–	–	–
	Total (B)=(1+2)	–	–	–	–
	Total Managerial Remuneration	–	–	–	–
	Overall Ceiling as per the Act				

Note : No remuneration was paid to other Directors during the year as they all are in either Non-Executive Directors or Independent Directors.

C. Remuneration to Key Managerial Personnel, other than MD / Manager / WTD :

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount ₹
		Mr. Rabi Kumar Almal (Chief Executive Officer)	Mr. Hriday Mondal (Chief Financial Officer)	Mr. Anujit Singh (Company Secretary)	
1	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	₹ 4,26,000	₹ 1,52,709	₹ 6,15,450	₹ 11,94,159
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	–	–	–	–
	(c) Profit in lieu of salary under Section 17(3) Income Tax Act, 1961	–	–	–	–
2	Stock Option	–	–	–	–
3	Sweat Equity	–	–	–	–
4	Commission	–	–	–	–
	– As % of profit	–	–	–	–
	– Others, specify.	–	–	–	–
5	Others, please specify	–	–	–	–
	TOTAL	₹ 4,26,000	₹ 1,52,709	₹ 6,15,450	₹ 11,94,159



VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

There were no cases of penalties, punishments or compounding of offences during the year

For and on behalf of the Board

ANIL JHUNJHUNWALA

SHYAM BAGARIA

Director

Director

DIN : 00128717

DIN : 00121949

Place : Kolkata

Dated : 21.08.2023



ANNEXURE 2

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENTS

Recent developments and changes in the NBFC ecosystem interest rate may rise in 2023. The stock indices has been volatile posing a challenge and opportunity for the Company. The Company believes that it has taken into account the impact of known events arising out of COVID-19 pandemic in the preparation of financial results resulting out of fair valuation of these investments. However the impact assessment of COVID-19 is a continuing process given its nature and duration. The Company will continue to monitor for any material changes to future economic conditions. This pandemic has inflicted enormous pain and suffering to individuals and corporates alike across the world. It was not just the corporate sector that has been forced to rapidly adapt. Public services organisations, regulators, governments, and local administrations have demonstrated their potential to adapt and overcome.

OPPORTUNITIES AND THREATS

Opportunities

Reports from the World Bank indicate that Non-Banking Financial Institutions act as critical pillars contributing to macroeconomic stability and sustained economic growth and prosperity, due to their ability to finance firms and individuals at a reasonable cost, reduce volatility by providing multiple sources to finance and park funds and enable creation of a competitive environment characterized by a diverse array of products. This has been proven time and again in developed markets. Non-Banking Finance Companies (NBFCs) continue to play a critical role in making financial Services accessible to a wider set of India's population and are emerging as strong intermediaries in the retail finance space. Going forward, one should expect NBFCs to further strengthen their presence in retail finance and grow at a reasonably healthy pace. Your Company is committed to addressing the changes boosted by its strengths in market position, agile execution capabilities, robust early warning systems and extensive use of analytics for risk mitigation and resource allocation. It will ensure to take advantage of the tailwinds that may emerge during the course of the year.

Threats

The biggest challenge before NBFCs is that they are facing stiff competition from banks and financial institutions, due to their ability to raise low cost funds which enables them to provide funds at much cheaper rate. More stringent capital adequacy norms have been stipulated by RBI for NBFCs which is making difficult for them to give cheaper finance. Ever-increasing competition from commercial counterparts whose capacity to absorb losses is higher, counter-party failures, recommendations being made to increase the purview of monitoring by regulatory authorities increase the threat of losing the essence of Non-banking Finance Companies which are specifically designed to reach out and finance certain target groups.

SEGMENT WISE / PRODUCT WISE PERFORMANCE

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

OUTLOOK

The Company being an investment Company seeks opportunities in the capital market. The volatility in stock indices represents both an opportunity and challenge for the Company. We continue to see significant change in the market and will use periods of weakness as investment opportunities for long term.



The Company believes that it has taken into account the impact of known events arising out of COVID-19 pandemic in the preparation of financial results resulting out of fair valuation of these investments. However the impact assessment of COVID-19 is a continuing process given its nature and duration. The Company will continue to monitor for any material changes to future economic conditions.

RISKS AND AREAS OF CONCERN

The NBFC industry in general faces the risk of re-entry and new entry of players and existence of several unorganized regional players increasing the competition which mainly affects the asset quality. This is further characterized by captive NBFCs floated by other business houses. The ever existing systemic and delinquency risks and fluctuations in interest rates make the companies more vulnerable. Deployment of funds in sensitive and volatile sectors increases the risk exposure while concentration risk increases dependency.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Internal Control measures and systems are established to ensure the correctness of the transactions and safeguarding of the assets of the Company. The Management ensures adherence to all internal control policies and procedures as well as compliance with regulatory guidelines. The audit committee of the Board of Directors reviews the adequacy of internal controls. This has improved the management of the affairs of the Company and strengthened transparency and accountability.

DISCUSSION ON FINANCIAL PERFORMANCE

During the year, the net revenue from operations of your Company decreased from Rs. 40.43 Lakh to Rs.40.02 Lakh. For FY 2022-23, your Company's profit after tax stood at Rs. 8.12 Lakh vis-à-vis Rs. 19.71 Lakh in the previous year.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES, INCLUDING NUMBER OF PEOPLE EMPLOYED

The Company always considers its human resources as a valuable asset and is committed towards their development for continuous growth. Focus on training to enhance the skill-sets of employees in line with the business and market requirements continued throughout the year and it confers recognition based on merit. The employee relations have continued to be harmonious throughout the year. The Company has three (3) permanent employees as on 31st March, 2023.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Ratios are used to make a holistic assessment of financial performance of the entity, and also help evaluating the entity's performance vis-à-vis its peers within the industry. The NBFC sector is growing rapidly with borrowings comprising the largest source of funding. The key financial ratios of the company for F.Y. 2022-23 have shown a decline due to decrease in the revenue of the company while the liability has decreased during the year in concern. The Company is not a manufacturing unit and does not have any Non-Performing Assets (NPA), hence ratios related to those are not applicable. The significant changes in the other applicable key financial ratios are as follows:

Name of Ratios	FY 2022-23	FY 2021-22	Change (%)	Reasons for Change
Debtors Turnover	N.A	N.A	100	No Credit sales during the Year
Current Ratio	156.79	56.79	45.66	Reduction in current liabilities and increase in current assets
Debt Equity Ratio	0.004	0.005	-20.00	Decrease in liabilities
Net Profit Margin (%)	20.30	48.75	-58.36	Decrease in profit

**CHANGE IN RETURN ON NET WORTH AS COMPARED TO PREVIOUS YEAR**

Return on Net Worth (RONW) is a measure of profitability of a company expressed in percentage. Return on Net Worth for the financial year 2022-2023 is 0.91% while the Return on Net Worth for the financial year 2021-22 was 2.03%. The Decrease in Return on Net Worth is mainly due to the Decrease in Total income of the company. The company is making continuous effort to make optimum utilization of the shareholders' fund and perform better in the time to come.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of the applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could influence the Company's operations include economic and political conditions in which the Company operates, interest rate fluctuations, changes in Government / RBI regulations, Tax laws, other statutes and incidental factors.

For and on behalf of the Board**ANIL JHUNJHUNWALA***Director*

DIN : 00128717

SHYAM BAGARIA*Director*

DIN : 00121949

Place : Kolkata

Dated : 21.08.2023



FORM NO. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023

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

To

The Members,

J J FINANCE CORPORATION LTD

Unit No. 14, 8th Floor, Premises No. IID/14,

Action Area -IID, New Town, Rajarhat

Kolkata 700156

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/S J J FINANCE CORPORATION LTD. (CIN:L65921WB1982PLC035092)** for the financial year ended 31st March, 2023, 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 **J J FINANCE CORPORATION LTD.**, 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 31st March, 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 **J J FINANCE CORPORATION LTD**, ("the Company") for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (v) Corporate Governance Voluntary Guidelines- 2009 issued by the Ministry of Corporate Affairs, Government of India;
- (vi) The Reserve Bank of India Act, 1934;



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

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

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

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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

DISHA DUGAR JHUNJHUNWALA
COMPANY SECRETARY IN PRACTICE

FCS No. 8128

C P No. : 10895

UDIN: F008128E000816793

Place : Kolkata

Date : 17.08.2023



NOMINATION & REMUNERATION POLICY

The Board of Directors of **JJ FINANCE CORPORATION LIMITED** (“the Company”) constituted the “Nomination and Remuneration Committee” at the Meeting held on November 13, 2014 with immediate effect, consisting of three (3) Non-Executive Directors of which majority are Independent Directors.

1. OBJECTIVE

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and the Key Objectives of the Committee would be:

- 1.1. To recommend the Board regarding the 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 their further evaluation.
- 1.3. To recommend to the Board a policy relating Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- 1.4. 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.
- 1.5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- 1.6. To devise a policy in respect of Board diversity
- 1.7. To develop a successive plan for the Board and to regularly review the same;

2. DEFINITIONS

- 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**, in relation to a company, means-
 - 2.4.1. Chief Executive Officer or the Managing Director or the Manager;
 - 2.4.2. Company Secretary;
 - 2.4.3. Whole-time director;
 - 2.4.4. Chief Financial Officer;
 - 2.4.5. Such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the board; and
 - 2.4.6. Such other officer as may be prescribed.
- 2.5. **Senior Management** means Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors including the personnel holding designation of General Manager and above.



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, 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. *However, if a person who has already served as an Independent Director for 5 years or more in the Company as on October 1, 2014 or such other date as may be determined by the Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.*
- 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 thereunder, 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. General :

- a) The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director.

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

a) **Fixed pay:**

The Whole-time Director/ KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, etc. shall be decided and approved by the Board/ the Person authorized by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

b) **Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director/Managing Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

c) **Provisions for excess remuneration:**

If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

**3.3.3. Remuneration to Non-Executive / Independent Director:****a) Remuneration / Commission :**

The remuneration / commission shall be fixed by the Committee and approved by the Board wherever necessary.

b) Sitting Fees:

The Non-Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rs One Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

c) Commission :

Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Act.

d) Stock Options :

An Independent Director shall not be entitled to any stock option of the Company.

4. MEMBERSHIP

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

5. CHAIRPERSON

- 5.1 Chairperson of the Committee may be an Independent Director.
- 5.2 Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- 5.3 In the absence of the Chairperson, the members of the Committee present at the meeting shall
- 5.4 choose one amongst them to act as Chairperson.
- 5.5 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

- 7.1 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.
- 7.2 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

- 9.1 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.
- 9.2 In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. NOMINATION DUTIES

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

- 10.1 Ensuring that there is an appropriate induction in place for new Directors and members of Senior Management and reviewing its effectiveness;
- 10.2 Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act;
- 10.3 Identifying and recommending Directors who are to be put forward for retirement by rotation.
- 10.4 Determining the appropriate size, diversity and composition of the Board;
- 10.5 Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- 10.6 Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- 10.7 Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- 10.8 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.
- 10.9 Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- 10.10 Recommend any necessary changes to the Board; and
- 10.11 Considering any other matters, as may be requested by the Board.

11. REMUNERATION DUTIES

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

- 11.1 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.
- 11.2 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.
- 11.3 to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- 11.4 to consider any other matters as may be requested by the Board.
- 11.5 Professional indemnity and liability insurance for Directors and senior management.

12. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted 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.



INDEPENDENT AUDITORS' REPORT

To the Members of J. J. Finance Corporation Limited

REPORT ON THE AUDIT OF STANDALONE IND AS FINANCIAL STATEMENTS

OPINION

We have audited the accompanying standalone Ind AS financial statements of **JJ Finance Corporation Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, and Notes to the standalone Ind AS financial statements, (including a summary of the significant accounting policies and other explanatory information (herein after referred to as "the Standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India and the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read together with Companies (Indian Accounting Standards) Rules, 2015, of the state of affairs of the Company as at 31st March, 2023, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

INFORMATION OTHER THAN THE STANDALONE IND AS 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 Annual report comprising Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, among others; but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the 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 IND AS FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS 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.

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

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE IND AS FINANCIAL STATEMENTS

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

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

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



- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the Ind AS standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHERS MATTERS

Our opinion on the standalone Ind AS financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of these matters.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act & Rules made thereunder.
 - 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 the internal financial controls over financial reporting of the Company, and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197 (16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.



J. J. FINANCE CORPORATION LIMITED

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- h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company did not have any pending litigation which impact its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There is no amount which were required to be transferred, to the Investors Education and Protection Fund by the Company during the year.
 - iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
 - 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 to or on behalf of the Ultimate Beneficiaries.(b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
 - 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 from or on behalf of the Ultimate Beneficiaries; and(c) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (iv) (a) and (iv) (b) contain any material mis-statement.
 - v. No dividend has been declared or paid during the year by the Company; hence, the question of compliance with the provisions of Section 123 of the Companies Act, 2103, does not arise.
 - vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
2. As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For A. K. DUBEY & CO.,
Chartered Accountants
(Firm Reg. No. 329518E)

Arun Kumar Dubey
Partner

Place : Kolkata

Date : 30th May, 2023

Mem. No. 057141

UDIN : 23057141BGYBGU1781



ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ Section of our report of even date to the Members of J J Finance Corporation Limited)

REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 (“THE ACT”)

We have audited the internal financial controls over financial reporting of J J Finance Corporation Limited (“the Company”) as of 31st March, 2023 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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 controls 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 controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, to the best of our information and according to the explanations given to us , the Company has, in all material respects, an adequate internal financial controls system over financial reporting ,and such internal financial controls over financial reporting were operating effectively as at 31st March, 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 A. K. DUBEY & CO.,
Chartered Accountants
(Firm Reg. No. 329518E)

Arun Kumar Dubey
Partner

Mem. No. 057141

UDIN : 23057141BGYBGU1781

Place : Kolkata

Date : 30th May, 2023



ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements'" section of our report of even date to the Members of J J Finance Corporation Limited)

- (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 has maintained proper records showing full particulars of Intangible assets.
- (b) The Company has a regular programme /policy of physical verification of its fixed assets included in Property, Plant & Equipment (PPE) by which all fixed assets are verified in a phased manner. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. As per the policy, certain property, plant and equipment, were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company did not held any immovable properties; hence, clause (i)(c) of the Order, is not applicable.
- (d) The Company has not revalued its property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The Company did not held inventory; hence, clause (ii)(a) of the Order, is not applicable.
(b) The Company has not been sanctioned working capital limits; hence, clause (ii)(b) of the Order, is not applicable.
- (iii) The company has granted unsecured loan to/invested in a Company (related party) covered in the register maintained under section 189 of the Companies Act, 2013. The terms and conditions of the grant of such loans are not prejudicial to the company's interest. In respect of loans, the schedule of repayment of principal and payment of interest has been stipulated, and the repayments and /or receipts are regular, and there is no overdue amount. (Refer Note 13 of financial statement).

Except loan and advances to the aforesaid related party, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnership or other parties.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 & 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made, to the extent applicable.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order, is not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the products manufactured by the Company it and/ or services rendered by it. Accordingly, clause3(vi) of the Order is not applicable.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has been regular in depositing undisputed statutory dues, including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues applicable to it, to the appropriate authorities.



There were no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues in arrears as at 31st March, 2023 for a period of more than six months from the date they became payable.

- (b) As informed, there has been no disputed dues (taxes, etc. as referred to above). Accordingly, clause (vii (b) of the Order, is not applicable.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.
- (ix) The Company has not borrowed any loan. Accordingly, clause ix of the Order, is not applicable.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order, is not applicable.
- (b) The Company has not made any preferential allotment/ private placement of shares and Optionally Convertible Debentures during the year. Hence, clause 3(x)(b) of the Order, is not applicable.
- (xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us, no whistle-blower complaint has been received by the Company; hence reporting under clause (xi)(b) of the Order, is not applicable.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order, is not applicable.
- (xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2003; and the details have been disclosed in the Financial Statements as required by the applicable Indian Accounting Standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors; hence, provisions of Section 192 of the Companies Act, 2013, are not applicable to the Company.
- (xvi) (a) The Company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and the registration has been obtained.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration from Reserve Bank of India as per the Reserve Bank of India Act, 1934.



- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order, is not applicable.
- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d), are not applicable.
- (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. Accordingly, clause 3(xviii) of the Order, is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company is not covered by the provisions of section 135 of the Companies Act, 2003; hence, clause 3(xx) of the Order, is not applicable.

For A. K. DUBEY & CO.,
Chartered Accountants
(Firm Reg. No. 329518E)

Arun Kumar Dubey
Partner

Mem. No. 057141

UDIN : 23057141BGYBGU1781

Place : Kolkata

Date : 30th May, 2023



BALANCE SHEET AS AT 31ST MARCH, 2023

(₹ in Hundred)

Particulars	Note No.	As at 31.03.2023	As at 31.03.2022
ASSETS			
Financial Assets	3		
Cash and Cash Equivalents	3.1	1,49,624.90	63,608.44
Receivables	3.2		
- Trade Receivables	3.2.1	7,041.54	15,636.09
- Other Receivables	3.2.2	31,126.92	30,223.31
Loans	3.3	3,97,100.00	1,53,000.00
Investment in Shares & Securities	3.4	2,87,532.83	7,54,277.26
Other Financial Assets	3.5	132.36	132.36
		8,72,558.55	10,16,877.46
Non-Financial Assets	4		
Current Tax Assets (Net)	4.1	-	1,241.38
Deferred Tax Assets (Net)	4.2	2,753.65	-
Property, Plant and Equipment	4.3	335.70	335.70
Right-to-use Asset	4.4	-	264.04
Other Non-Financial Assets	4.5	17,958.01	17,958.01
		21,047.36	19,799.13
Total Assets		8,93,605.91	10,36,676.59
LIABILITIES AND EQUITY			
Liabilities			
Financial Liabilities	5		
Payables			
- 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		-	-
Lease Liability	5.1	-	295.56
Other Financial Liabilities	5.2	1,417.65	2,733.18
		1,417.65	3,028.74
Non-Financial Liabilities	6		
Provisions	6.1	2,313.63	1,617.41
Deferred Tax Liabilities (Net)	6.2	-	59,977.70
Current Tax Liabilities (Net)	6.3	813.23	-
Other Non-Financial Liabilities	6.4	106.00	70.00
		3,232.86	61,665.11
Equity	7		
Equity Share Capital	7.1	2,82,000.00	282000.00
Other Equity	7.2	6,06,955.40	6,89,982.74
		8,88,955.40	9,71,982.74
Total Liabilities and Equity		8,93,605.91	10,36,676.59
Corporate Information & Significant Accounting Policies	1 & 2		
Accompanying notes to the financial statements	3 to 24		

The Notes referred to above form an integral part of the accounts.
In terms of our report of even date attached herewith.

For A.K Dubey & Co.
Chartered Accountants
Firm Registration No. 329518E

CA Arun Kumar Dubey
Partner
Mem. No. 057141
Place : Kolkata
Date : 30th May, 2023

Rabi Kumar Almal
(Chief Executive Officer)

For and on behalf of the Board of Directors

Anil Jhunjunwala
(Director)
DIN : 00128717

Virendra Lal Nagar
(Chief Financial Officer)

Shyam Bagaria
(Director)
DIN : 00121949

Anujit Singh
(Company Secretary)
Mem. No. : A55516



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Hundred)

Particulars	Notes	2022-23 ₹	2021-2022 ₹
Revenue from Operations			
Interest on Loan		34,357.99	33,581.46
Dividend		5,664.24	309.55
Profit on Sale of Investment		–	6,534.92
Total Revenue from Operations		40,022.23	40,425.93
Other Income	8	1,432.45	5,621.88
Total Income		41,454.68	46,047.81
Expenses			
Finance Costs	9.1	4.44	81.86
Employee Benefits Expenses	9.2	12,899.30	11,055.92
Depreciation and amortization expenses	9.3	264.04	1,056.08
Others expenses	9.4	8,911.48	8,744.89
Total Expenses		22,079.26	20,938.75
Profit Before Tax		19,375.42	25,109.06
Tax Expense:	10		
a) Current Tax		7,607.77	6,080.93
b) Deferred Tax		3,642.84	(678.47)
		11,250.61	5,402.46
Profit for the Year		8,124.81	19,706.60
Other Comprehensive Income			
(A) Items that will not be reclassified to profit or loss			
- Changes in fair value of Equity Instruments		(17,245.83)	1,481.15
- Tax Expense relating to above item		2,448.47	(117.19)
(B) Items that will be reclassified to profit or loss		–	–
Other Comprehensive Income for the Year		(14,797.36)	1,363.96
Total Comprehensive Income for the year <i>(Profit+ Other Comprehensive Income)</i>		(6,672.55)	21,070.56
Earnings Per Equity Share			
Basic & Diluted	11	0.29	0.70
Corporate Information & Significant Accounting Policies Accompanying notes to the financial statements	1 & 2 3 to 24		

The Notes referred to above form an integral part of the accounts.
In terms of our report of even date attached herewith.

For A.K Dubey & Co.
Chartered Accountants
Firm Registration No. 329518E

CA Arun Kumar Dubey
Partner
Mem. No. 057141
Place : Kolkata
Date : 30th May, 2023

Rabi Kumar Almal
(Chief Executive Officer)

For and on behalf of the Board of Directors

Anil Jhunjunwala
(Director)
DIN : 00128717

Virendra Lal Nagar
(Chief Financial Officer)

Shyam Bagaria
(Director)
DIN : 00121949

Anujit Singh
(Company Secretary)
Mem. No. : A55516



STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2023

Equity Share Capital

(₹ in Hundred)

Particulars	Amount
Equity Share Capital as on 1st April, 2021	2,82,000.00
Change in Equity Share Capital due to prior period errors	–
Restated Equity Share Capital balance as on 1st April, 2021	2,82,000.00
Change in Equity Share Capital during the year 2021-22	–
Equity Share Capital as on 31st March, 2022	2,82,000.00
Change in Equity Share Capital due to prior period errors	–
Restated Equity Share Capital balance as on 1st April, 2022	2,82,000.00
Change in Equity Share Capital during the year 2022-23	–
Equity Share Capital as on 31st March, 2023	2,82,000.00

Other Equity

Particulars	Notes	Reserves & Surplus		Equity Investment Reserve (upon fair value through other comprehensive income)	Total
		Reserve Fund (As per RBI Guidelines)	Retained Earnings		
		₹	₹		
Balance as at 31.03.2021		85,795.00	3,23,757.19	2,53,933.24	6,63,485.43
Profit for the year			19,706.60		19,706.60
Transfer to Reserve Fund from Statement of Profit & Loss		3,950.00	(3,950.00)		–
Transfer to Contingent Provision against Standard Assets			517.75		517.75
Transfer from Equity Investment Reserve to Profit & Loss upon realisation			4,599.22	(4,599.22)	–
Profit on Sale of Non Current Investment Carried at Fair Value				4,810.99	4,810.99
Other comprehensive income for the year				1,461.97	1,461.97
Total comprehensive income for the year		3,950.00	20,873.57	1,673.74	26,497.31
Transfer to General Reserve		–	–	–	–
Balance as at 31.03.2022		89,745.00	3,44,630.76	2,55,606.98	6,89,982.74
Profit for the year			8,124.81		8,124.81
Transfer to Reserve Fund from Statement of Profit & Loss		35,801.00	(35,801.00)		–
Transfer to Contingent Provision against Standard Assets			(598.14)		(598.14)
Transfer from Equity Investment Reserve to Profit & Loss upon realisation			1,70,878.60	(1,70,878.60)	–
Profit on Sale of Non Current Investment Carried at Fair Value				(75,756.66)	(75,756.66)
Other comprehensive income for the year				(14,797.37)	(14,797.37)
Total comprehensive income for the year		35,801.00	1,42,604.28	(2,61,432.64)	(83,027.34)
Transfer to General Reserve		–	–	–	–
Balance as at 31.03.2023		1,25,546.00	4,87,235.04	(5,825.64)	6,06,955.40



CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Hundred)

Particulars	2022-2023 ₹	2021-2022 ₹
CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax and extraordinary items	19,375.42	25,109.06
Adjusted for :		
Depreciation and amortisation expense	264.04	1,056.08
Interest Income	(34,357.99)	(33,581.46)
Provision for Gratuity	98.08	164.42
Loss from sale of investment	329.43	(11,944.92)
Finance cost on Lease Liabilities	4.44	81.86
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	(14,286.58)	(19,114.96)
Adjusted for :		
Increase/(decrease) in trade and other payables	(1,575.08)	(1,060.91)
(Increase)/decrease in trade and other receivables	7,690.94	18,415.34
Other Financial assets and other non-financial assets	-	708.00
CASH GENERATED FROM OPERATIONS	(8,170.72)	(1,052.53)
Direct Taxes paid / adjusted	(5,553.16)	(14,148.52)
Cash flow before extra ordinary items	(13,723.88)	(15,201.05)
Net Cash Generated/(Used in) Operating Activities (A)	(13,723.88)	(15,201.05)
CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Investments	(2,89,113.23)	(5,71,235.19)
Sale of Investments	5,98,600.03	1,93,931.23
Sale of Property, Plant & Equipment	-	7,000.00
Net Cash Generated/(used in) Investing Activity (B)	3,09,486.80	(3,70,303.96)
CASH FLOW FROM FINANCING ACTIVITIES :		
Loans Given	(8,67,600.00)	(3,85,000.00)
Loan Given Received Back	6,23,500.00	5,90,500.00
Interest Income	34,357.99	33,581.46
Finance Cost on Lease Liabilities	(4.44)	(81.86)
Net Cash Generated/(used in) Financing Activities (C)	(2,09,746.45)	2,38,999.60
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+ B+ C)	86,016.46	(1,46,505.41)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	63,608.44	2,10,113.85
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	1,49,624.90	63,608.44
01. Proceeds from long term and other borrowings are shown net of repayment.		
02. Cash and Cash equivalents represent cash and bank balances only.		

In terms of our report of even date attached herewith.

For A.K Dubey & Co.
Chartered Accountants
Firm Registration No. 329518E

CA Arun Kumar Dubey
Partner
Mem. No. 057141
Place : Kolkata
Date : 30th May, 2023

For and on behalf of the Board of Directors

Anil Jhunjunwala (Director) DIN : 00128717	Shyam Bagaria (Director) DIN : 00121949
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Rabi Kumar Almal (Chief Executive Officer)	Virendra Lal Nagar (Chief Financial Officer)	Anujit Singh (Company Secretary) Mem. No. : A55516
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NOTES TO THE FINANCIAL STATEMENT for the year ended 31st March, 2023

1. CORPORATE INFORMATION

J J Finance Corporation Limited (“the Company”) is a public limited company domiciled and incorporated in India and its shares are listed with the Bombay Stock Exchange (“BSE”) and with the Calcutta Stock Exchange (“CSE”), India. The registered office of the company is situated at Unit No. 14, 8th Floor, Premises No. IID/14, Action Area-IID, New Town, Rajarhat, Kolkata- 7000156.

The financial statements were authorised for issue in accordance with a resolution passed by the Board of Directors on 30th May 2023.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 ('the Act') in conformity with generally accepted accounting principles in India and other relevant provisions of the Act.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities which have been measured at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in Indian Rupees (“INR” or “₹”).

2.2 Estimates and Judgements

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions effect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note 2.14. Accounting estimates could change from period to period. Actual results may differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

2.3 Property, Plant and Equipment

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost of an item of property, plant and equipment comprises of its purchase price, any costs directly attributable to its acquisition and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which the company incurs when the item is acquired. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation on property, plant and equipment is calculated using the straight-line method. The useful lives estimated for the major classes of property, plant and equipment are as follows:



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

Class of property, plant and equipment	Useful life (in years) As per Companies Act, 2013	Useful life (in years) as followed by the Company
Plant & Machineries	15, 22 Years	15, 22 Years
Office Equipment	5 Years	5 Years
Electrical Installations	10 years	10 years
Data Processing Machines	3 Years	3 Years
Vehicles	8 Years	8 Years
Furniture & Fixtures	10 Years	10 Years

The useful lives have been determined based on technical evaluation done by the management's experts, which in some cases may differ from the lives as specified by Schedule II to the Companies Act, 2013. The residual values are not more than 5% of the original cost of acquisition of the asset including the assets as on the date of transition. The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

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 de-recognition of the asset is included in the statement of profit and loss when the asset is derecognised.

2.4 Cash and Cash Equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits maturing within twelve months from the date of Balance Sheet, which are subject to an insignificant risk of changes in value.

2.5 Financial Instruments

A. Financial Instruments - Initial recognition and measurement

Financial assets and financial liabilities are recognised in the company's statement of financial position when the company becomes a party to the contractual provisions of the instrument. The company determines the classification of its financial assets and liabilities at initial recognition. All financial assets are recognised 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.

B.1. Financial assets - Subsequent measurement

The Subsequent measurement of financial assets depends on their classification which is as follows:

a. Financial assets at fair value through profit or loss

Financial assets at fair value through profit and loss include financial assets held for sale in the near term and those designated upon initial recognition at fair value through profit or loss.

b. Financial assets measured at amortised cost

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowance for estimated irrecoverable amounts based on the ageing of the receivables balance and historical experience. Additionally, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Individual trade receivables are written off when management deems them not to be collectible.



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

c. **Financial assets at fair value through OCI**

All equity investments, except investments in subsidiaries, joint ventures and associates, falling within the scope of Ind AS 109, are measured at fair value through Other Comprehensive Income (OCI). The company makes an irrevocable election on an instrument by instrument basis to present in other comprehensive income subsequent changes in the fair value. The classification is made on initial recognition and is irrevocable.

If the company decides to designate an equity instrument at fair value through OCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

B.2. Financial assets - Derecognition

The company derecognises a financial asset when the contractual rights to the cash flows from the assets expire or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

Upon derecognition of equity instruments designated at fair value through OCI, the associated fair value changes of that equity instrument is transferred from OCI to Retained Earnings.

C.1. Financial liabilities - Subsequent measurement

The Subsequent measurement of financial liabilities depends on their classification which is as follows:

a. **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading, if any.

b. **Financial liabilities measured at amortised cost**

Interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method (EIR). Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are integral part of the EIR. The EIR amortised is included in finance costs in the statement of profit and loss.

C.2. Financial liabilities - Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or expires.

D. Offsetting financial instruments

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

E. Fair value measurement

The company measures certain financial instruments at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on presumption that the transaction to sell the asset or transfer the liability takes place either:

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

The principal or the most advantageous market must be accessible to the company.

The company uses valuation technique that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

2.6 Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is received. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes, duties or other charges collected on behalf of the government/authorities.

The specific recognition criteria for the various types of the company's activities are described below:

Interest income

Interest on Loan is recognised using the effective interest rate method. The effective interest rate is that rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. While calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividends

Revenue is recognised when the Company's right to receive the payment is established.

Other Income

Other Income is accounted for on accrual basis except, where the receipt of income is uncertain.

2.7 Employee benefits

Short Term employee benefits

Liabilities for wages, salaries and other employee benefits that are expected to be settled within twelve months of rendering the service by the employees are classified as short term employee benefits. Such short term employee benefits are measured at the amounts expected to be paid when the liabilities are settled.

Post-employment benefits

(a) Defined benefit plans

The liabilities recognised in the balance sheet in respect of defined benefit plan is the value of the defined benefit obligation related to gratuity at the end of the year.

The liabilities in respect of defined benefit plan related to gratuity is calculated on accrual basis at the end of every year and net changes in the liability is included in employee benefit expense in the statement of profit and loss.

Payment related to defined benefit plan related to gratuity is included in employee benefit expenses in the statement of profit & loss.

2.8 Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a Lessee

The Company recognises right-to-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-to-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-to-use assets is subsequently measured at cost less any accumulated amortisation, accumulated impairment losses, if any



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

and adjusted for any remeasurement of the lease liability. The right-to-use assets is amortised from the commencement date of lease over the period of lease term or useful life of right-to-use asset.

Right-to-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 “Leases” to short term leases of all assets that have a lease term of 12 months or less and leases for which the underlying assets is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

The Company recorded the lease liability at the present value of total remaining lease payments discounted at the incremental borrowing rate as on the date of commencement of lease. The lease liability is amortised during the period of lease. Payment against lease is divided into repayment of lease liabilities and interest cost on lease liabilities.

Company as a Lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor’s net investment in the lease.

2.9 Taxes

Current Tax

The current tax expense for the period is determined as the amount of tax payable in respect of taxable income for the period, based on the applicable income tax rates.

Current tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences and, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted at the reporting date.

Deferred tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

2.10 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the company has present determined obligations as a result of past events an outflow of resources embodying economic benefits will be required to settle the obligations. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A Contingent liability is not recognised but disclosed in the notes to the accounts, unless the probability of an outflow of resources is remote.

A contingent asset is generally neither recognised nor disclosed.

2.11 Earnings per share

The Basic earnings per share (EPS) is calculated by dividing the net profit or loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

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

2.12 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the company, on or before the end of the reporting period but not distributed at the end of the reporting period.

2.13 Impairment of assets

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations are recognised in the statement of profit and loss.

2.14 Critical accounting estimates:

Property, plant and equipment

Property, plant and equipment represent a considerable proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Recoverability of Trade Receivable/Advances and provision for the same

Judgements are required in assessing the recoverability of overdue trade receivables and advances and determining whether a provision against those receivables and advances is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

(₹ in Hundred)

Particulars	As at 31.03.2023 ₹	As at 31.03.2022 ₹
3 FINANCIAL ASSETS		
3.1 CASH AND CASH EQUIVALENTS		
Cash in Hand	452.03	452.03
Balance with Scheduled Banks in Current Account	1,49,172.87	63,156.41
	1,49,624.90	63,608.44
3.2 RECEIVABLES		
3.2.1 Trade Receivables		
Unsecured		
- Considered Good	7,041.54	15,636.09
- Credit Impaired	—	—
	7,041.54	15,636.09
Note: For Disclosure of Trade Receivables Ageing, refer note 18.		
3.2.2 Other Receivables		
Unsecured		
- Considered Good	31,126.92	30,223.31
- Credit Impaired	—	—
	31,126.92	30,223.31
3.3 LOANS		
(Unsecured, considered good)		
At Amortised Cost		
Repayable on Demand		
- To a Related Party	3,97,100.00	1,53,000.00
	3,97,100.00	1,53,000.00
Entire loan (100%) of current & previous year has been given to a related party, J.J Automotive Pvt Ltd (borrower) in which two of its directors are also the Director of the Company (lender).		



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

(₹ in Hundred)

Particulars	Face Value ₹	As at 31.03.2023 ₹	As at 31.03.2022 ₹
3.4 INVESTMENTS IN SHARES & SECURITIES			
(At Fair Value Through Other Comprehensive Income)			
3.4.1 In Fully paid up Equity Shares of Companies:			
i) Quoted :			
Wopolin Plastics Limited - (Formerly : Bajaj Plastics Limited) [6000 (31.03.2022- 6000)]	10/-	256.20	256.20
Ceeta Industries Limited [1000 (31.03.2022- 1000)]	10/-	179.50	168.10
Thanjavur Textiles Limited [1000 (31.03.2022- 1000)]	10/-	140.00	140.00
Pradeep Drugs Co. Limited [1050 (31.03.2022- 1050)]	10/-	16.28	16.28
Recron Synthetics Limited (Formely Raymond Synthetics Limited) [500 (31.03.2022- 500)]	2/-	43.50	43.50
Nageswar Investment Limited [30000 (31.03.2022- 30000)]	10/-	12,000.00	12,000.00
Navcom Oil Products Limited [500 (31.03.2022- 500)]	10/-	223.30	223.30
Adani Enterprises Limited [Nil (31.03.2022- NIL)]	1/-	5,251.35	-
Adani Green Energy Limited [Nil (31.03.2022- NIL)]	10/-	881.15	-
Adani Ports And Special Economic Zone [NIL(31.03.2022- 1000)]	2/-	-	7,742.00
Asian Paints Limited [100 (31.03.2022-NIL)]	1/-	5,523.30	-
Bharti Airtel Limited [59 (31.03.2022 - 59)]	5/-	216.35	233.61
HCL Technologies Limited [200 (31.03.2022- NIL)]	2/-	2,170.50	-
Hindustan Unilever Limited [100 (31.03.2022- NIL)]	1/-	2,560.35	-
Infosys Limited [600 (31.03.2022- 200)]	5/-	8,567.70	3,813.70
Jindal Steel & Power Limited [NIL (31.03.2022- 300)]	1/-	-	1,598.55
Larson & Toubro Limited [NIL (31.03.2022- 500)]	2/-	-	8,838.25
Nestle India Limited [NIL (31.03.2022- 10)]	10/-	-	1,738.06
Nippon India Mutual Fund ETF Gold Bees [12000 (31.03.2022- 12000)]	1/-	6,075.60	5,367.60
Nippon India Mutual Fund Nippon India ETF NIFTYIT [25000 (31.03.2022- 10000)]	10/-	7,295.00	3,730.00
Nippon India ETF Nifty Bees [3000 (31.03.2022- 1500)]	1/-	5,606.70	2,839.35
Nippon India Mutual Fund ETF Bank Bees [1500 (31.03.2022- 1000)]	1/-	6,057.15	3,654.80
Reliance Industries Limited [NIL (31.03.2022- 300)]	10/-	-	7,904.25
Tata Consultancy Services Limited [400 (31.03.2022- 100)]	1/-	12,823.60	3,739.95
Tata Motors Limited [2000 (31.03.2022- 200)]	2/-	8,416.00	867.50
Tech Mahindra Limited [100 (31.03.2022- NIL)]	5/-	1,101.85	-
AJR Infra And Tolling Ltd. [100000 (31.03.2022- 100000)]	2/-	970.00	1,850.00
The Tata Power Company Limited [NIL(31.03.2022- 500)]	1/-	-	1,193.25
IDBI Bank Ltd. [5000 (31.03.2022- 10000)]	10/-	2,250.00	4,280.00
Exide Industries Ltd. [1000 (31.03.2022- 2000)]	1/-	1,779.50	3,022.00
Hero Motocorp Ltd. [NIL (31.03.2022- 100)]	2/-	-	2,294.14
Titan Company Ltd. [100 (31.03.2022- 100)]	1/-	6,287.25	2,536.15
Bajaj Finance Ltd. [100 (31.03.2022- 50)]	2/-	5,615.40	3,629.98
Jsw Steel Limited [NIL (31.03.2022- 200)]	1/-	-	1,465.30
Ambuja Cements Ltd. [1000 (31.03.2022- NIL)]	2/-	3,655.50	-
Bajaj Finserv Ltd. [400 (31.03.2022- NIL)]	1/-	5,066.00	-
Bajaj Holdings & Investment Ltd. [36 (31.03.2022- NIL)]	10/-	2,131.24	-
Balrampur Chini Mills Ltd. [500 (31.03.2022- NIL)]	1/-	1,978.75	-
FSN E-Commerce Ventures Ltd. [600 (31.03.2022- NIL)]	1/-	745.50	-
Heidelbergcement India Ltd. [500 (31.03.2022- NIL)]	10/-	804.75	-
ICICI Securities Ltd. [500 (31.03.2022- NIL)]	5/-	2,140.25	-
Indian Energy Exchange Ltd. [500 (31.03.2022- NIL)]	1/-	639.75	-
ITC Ltd. [500 (31.03.2022- NIL)]	1/-	1,917.50	-
Mcleod Russel India Ltd. [1500 (31.03.2022- NIL)]	5/-	2,535.00	-
MSTC Ltd. [500 (31.03.2022- NIL)]	10/-	1,264.50	-
Oriental Hotels Ltd. [1000 (31.03.2022- NIL)]	1/-	3,940.00	-
Motherson Sumi Wiring India Ltd. [3500 (31.03.2022- NIL)]	1/-	2,348.50	-
Vodafone Idea Ltd. [100000 (31.03.2022- NIL)]	10/-	5,800.00	-
Confidence Petroleum India Ltd. [5000 (31.03.2022- NIL)]	1/-	3,034.00	-
		1,40,308.76	85,185.81



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

(₹ in Hundred)

Particulars	Face Value ₹	As at 31.03.2023 ₹	As at 31.03.2022 ₹
3.4 INVESTMENTS (Contd.)			
ii) Unquoted:			
J J Projects (P) Limited [NIL (31.03.2022 - 143153)]	10/-	–	2,71,632.82
Kohinoor Stockbroking (P) Limited [NIL (31.03.2022 - 10000)]	10/-	–	4,874.00
Chitrakoot Properties Limited [4500 (31.03.2022 - 4500)]	10/-	7,584.30	6,901.65
KPJ Estates Private Limited [NIL (31.03.2022 - 10000)]	10/-	–	14,758.00
J.J. Automotive Private Limited [NIL (31.03.2022 - 17900)]	10/-	–	26,180.54
		7,584.30	3,24,347.01
Investment in shares (a)		1,47,893.06	4,09,532.81
3.4.2 MUTUAL FUNDS			
UTI Flexi Cap Fund [8217 (31.03.2022- 8217)]		18,099.88	20,129.33
PGIM India Midcap Opportunities Fund [51319 (31.03.2022- 51319)]		21,405.14	21,718.19
Axis Liquid Fund- Regular Growth (CFGPG) [NIL (31.03.2022- 6445.31)]		–	1,51,460.48
HDFC Liquid Fund - Growth [2284.10 (31.03.2022- 3647.49)]		1,00,134.74	1,51,436.45
Investment in Mutual Fund (b)		1,39,639.76	3,44,744.44
Total Investment in shares & securities (a+b)		2,87,532.83	7,54,277.25
Note:			
<i>Unit of Investment in shares is in Number</i>			
<i>Listed mutual funds tradeable in stock exchanges have been grouped with listed shares.</i>			
Aggregate amount of Quoted Investments Mutual Funds and market value thereof		2,79,948.53	4,29,930.24
Aggregate amount of Unquoted Investments		7,584.30	3,24,347.01
3.5 OTHER FINANCIAL ASSETS			
Security Deposit		132.36	132.36
4 NON - FINANCIAL ASSETS			
4.1 CURRENT TAX ASSETS (NET)			
Income Tax advances (Net of Provisions)		–	1,241.38
		–	1,241.38
4.1 CURRENT TAX ASSETS (NET)			
Deferred Tax Asset/(Liability) relating to:			
- Depreciation on Property, Plant and Equipment		(69.79)	–
- Income Tax Base of Equity Instruments		429.16	–
- Equity Instruments measured at Fair Value		1,573.54	–
- Employee Benefits- Gratuity		324.75	–
- Unabsorbed Losses		495.99	–
		2,753.65	–

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

4.3 PROPERTY, PLANT & EQUIPMENT

FOR FY 2022-23

(₹ in Hundred)

PARTICULARS	GROSS CARRYING VALUE		DEPRECIATION		NET CARRYING VALUE				
	As at 31.03.2022	Addition/(Deduction)	As at 31.03.2023	Upto 31.03.2022	For the Year	Adjustment/(Deduction)	Upto 31.03.2023	As at 31.03.2022	As at 31.03.2023
	₹	₹	₹	₹	₹	₹	₹	₹	₹
TANGIBLE									
Land (Freehold)	-	-	-	-	-	-	-	-	-
Plant and Machinery :									
- Wind Mill	-	-	-	-	-	-	-	-	-
- Others	3.33	-	3.33	-	-	-	-	3.33	3.33
Office Equipments	168.22	-	168.22	-	-	-	-	168.22	168.22
Electrical Installation	0.01	-	0.01	-	-	-	-	0.01	0.01
Data Processing Machine	164.13	-	164.13	-	-	-	-	164.13	164.13
Vehicles	-	-	-	-	-	-	-	-	-
Furniture & Fixtures	0.01	-	0.01	-	-	-	-	0.01	0.01
Total	335.70	-	335.70	-	-	-	-	335.70	335.70

FOR FY 2021-22

PARTICULARS	GROSS CARRYING VALUE		DEPRECIATION		NET CARRYING VALUE				
	As at 31.03.2021	Addition/(Deduction)	As at 31.03.2022	Upto 31.03.2021	For the Year	Adjustment/(Deduction)	Upto 31.03.2022	As at 31.03.2022	As at 31.03.2021
	₹	₹	₹	₹	₹	₹	₹	₹	₹
TANGIBLE									
Land (Freehold)	1,450.00	(1,450.00)	-	-	-	-	-	-	1,450.00
Plant and Machinery :									
- Wind Mill	-	-	-	-	-	-	-	-	-
- Others	3.33	-	3.33	-	-	-	-	3.33	3.33
Office Equipments	168.22	-	168.22	-	-	-	-	168.22	168.22
Electrical Installation	0.01	-	0.01	-	-	-	-	0.01	0.01
Data Processing Machine	164.13	-	164.13	-	-	-	-	164.13	164.13
Vehicles	-	-	-	-	-	-	-	-	-
Furniture & Fixtures	0.01	-	0.01	-	-	-	-	0.01	0.01
Total	1,785.70	(1,450.00)	335.70	-	-	-	-	335.70	1,785.70





NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

**4.4 RIGHT-TO-USE ASSET
FOR FY 2022-23**

(₹ in Hundred)

PARTICULARS	GROSS CARRYING VALUE		AMORTISATION			NET CARRYING VALUE			
	As at 31.03.2022	Addition/ (Deduction)	As at 31.03.2023	Upto 31.03.2022	For the Year	Addition/ (Deduction)	Upto 31.03.2023	As at 31.03.2023	As at 31.03.2022
	₹	₹	₹	₹	₹	₹	₹	₹	₹
Office Premises	3,168.27	(3,168.27)	-	2,904.23	264.04	(3,168.27)	-	-	264.04
Total	3,168.27	(3,168.27)	-	2,904.23	264.04	(3,168.27)	-	-	264.04

FOR FY 2021-22

PARTICULARS	GROSS CARRYING VALUE		AMORTISATION			NET CARRYING VALUE			
	As at 31.03.2021	Addition/ (Deduction)	As at 31.03.2022	Upto 31.03.2021	For the Year	Addition/ (Deduction)	Upto 31.03.2022	As at 31.03.2022	As at 31.03.2021
	₹	₹	₹	₹	₹	₹	₹	₹	₹
Office Premises	3,168.27	-	3,168.27	1,848.15	1,056.08	-	2,904.23	264.04	1,320.12
Total	3,168.27	-	3,168.27	1,848.15	1,056.08	-	2,904.23	264.04	1,320.12



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

(₹ in Hundred)

Particulars	As at 31.03.2023 ₹	As at 31.03.2022 ₹
4.5 OTHER NON-FINANCIAL ASSETS		
Prepaid Expenses	-	-
Advance for Flat	17,958.01	17,958.01
	<u>17,958.01</u>	<u>17,958.01</u>
5 FINANCIAL LIABILITIES		
5.1 Lease Liability	-	295.56
5.2 OTHER FINANCIAL LIABILITIES		
Outstanding Liabilities	1,417.65	2,733.18
	<u>1,417.65</u>	<u>2,733.18</u>
6 NON-FINANCIAL LIABILITIES		
6.1 PROVISIONS		
Contingent provision against Standard Assets	1,064.59	466.45
Provision for Employee Benefits- Gratuity	1,249.04	1,150.96
Income Tax Provisions (Net of Advance)	-	-
	<u>2,313.63</u>	<u>1,617.41</u>
6.2 DEFERRED TAX LIABILITIES (NET)		
Deferred Tax (Asset)/Liability relating to:		
- Depreciation on Property, Plant and Equipment	-	67.84
- Income Tax Base of Equity Instruments	-	(3,595.62)
- Equity Instruments measured at Fair Value	-	64,800.65
- Employee Benefits- Gratuity	-	(299.25)
- Unabsorbed Losses	-	(995.92)
	<u>-</u>	<u>59,977.70</u>
6.3 CURRENT TAX LIABILITIES (NET)		
Income Tax Advances (Net Provisions)	<u>813.23</u>	-
6.4 OTHER NON-FINANCIAL LIABILITIES		
Statutory Dues	<u>106.00</u>	<u>70.00</u>
7 EQUITY		
7.1 EQUITY SHARE CAPITAL		
Authorised :		
6000000 Equity shares of ₹ 10/- each	<u>6,00,000.00</u>	<u>6,00,000.00</u>
Issued, Subscribed and Paid up :		
2820000 Equity shares of ₹ 10/- each fully paid up	<u>2,82,000.00</u>	<u>2,82,000.00</u>



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

Notes:

- a) **The reconciliation of the number and amount of equity shares outstanding** ₹ in Hundred

Equity Shares	As at 31.03.2023		As at 31.03.2022	
	No. of Shares	₹	No. of Shares	₹
Opening balance	28,20,000	2,82,000.00	28,20,000	2,82,000.00
Add: Shares issued during the year	–	–	–	–
Closing Balance	28,20,000	2,82,000.00	28,20,000	2,82,000.00

- b) **Term/Rights attached to Equity Shares:**

The company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays Dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

- c) The company has not issued (i) any equity shares pursuant to contract with payment being received in cash (ii) any bonus shares, or bought back any equity shares during the last five preceding financial years.
- d) **Details of shareholders holding more than 5% of the Equity Shares in the company:**

Name of Shareholder	As at 31.03.2023		As at 31.03.2022	
	Nos.	% holding	Nos.	% holding
Panna Devi Sarda	212499	7.54%	216999	7.70%
Anil Jhunjhunwala	1053306	37.35%	936302	33.20%
J J Projects (P) Limited	–	–	284929	10.10%
Kohinoor Stock Broking Private Limited	–	–	235768	8.36%
J J Automotive Private Limited	548297	19.44%	27100	0.96%

- e) **Details of shares held by promoters at the end of the year**

Promoter Name	As at 31.03.2023		As at 31.03.2022		% Change during the year
	No. of Shares	% holding	No. of Shares	% holding	
ANIL JHUNJHUNWALA	1053306	37.35%	936302	33.20%	4.15%
ANITA KANOI	100	0.00%	100	0.00%	0.00%
KANAKLATA JHUNJHUNWALA	–	–	100	0.00%	0.00%
VEDIKA JHUNJHUNWALA	24292	0.86%	24292	0.86%	0.00%
VIDHI BERI	26950	0.96%	26950	0.96%	0.00%
J. J. AUTOMOTIVE PRIVATE LIMITED	548297	19.44%	27100	0.96%	18.48%
J. J. PROJECTS PVT. LTD	–	–	284929	10.10%	-10.10%
KOHINOOR STOCK BROKING PVT LTD	–	–	235768	8.36%	-8.36%



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

(₹ in Hundred)

Particulars	As at 31.03.2023 ₹	As at 31.03.2022 ₹
7.2 OTHER EQUITY		
a) Reserve Fund - (As per RBI Guidelines)		
Balance as per last Account	89,745.00	85,795.00
Add: Transfer from Statement of Profit & loss	35,801.00	3,950.00
	1,25,546.00	89,745.00
b) Retained Earnings		
Surplus in the Statement of Profit and Loss		
Balance as per last Account	3,44,630.76	3,23,757.19
Add: Profit for the year	8,124.81	19,706.60
Add: Transfer from Equity Investment Reserve upon realisation	1,70,878.60	4,599.22
Less: Transfer to Reserve Fund	(35,801.00)	(3,950.00)
Less: Transfer to Contingent Provision against Standard Assets	(598.14)	517.75
	4,87,235.04	3,44,630.76
Total Retained Earnings	4,87,235.04	3,44,630.76
c) Equity Investment Reserve		
As per last Account	2,55,606.98	2,53,933.24
Changes in fair value of equity instruments	(14,797.37)	1,461.97
Profit on Sale of Non Current Investment Carried at Fair Value	(75,756.66)	4,810.99
Less: Transfer to Retained Earnings upon realisation	(1,70,878.60)	(4,599.22)
	(5,825.64)	2,55,606.98
TOTAL	6,06,955.40	6,89,982.74

Nature of Reserves :

Reserve Fund - (As per RBI guidelines)

Reserve Fund represents a statutory provisions created as per the RBI guidelines applicable for NBFC Companies.

Equity Investment Reserve

This reserve represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net off amounts reclassified to retained earnings when those assets have been disposed off.



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

₹ in Hundred

	2022-2023 ₹	2021-2022 ₹
8 OTHER INCOME		
- Interest On income tax refund	56.60	71.88
- Interest from Debtors	1,375.85	-
- Profit on Sale of Property, Plant & Equipment	-	5,550.00
	1,432.45	5,621.88
9 EXPENSES		
9.1 FINANCE COST		
Interest on Lease Liabilities	4.44	81.86
9.2 EMPLOYEE BENEFITS EXPENSE		
Salary, Wages and other allowances	12,899.30	11,055.92
9.3 DEPRECIATION & AMORTISATION EXPENSES		
- On Property, Plant & Equipment	-	-
- On Leased Asset	264.04	1,056.08
	264.04	1,056.08
9.4 OTHER EXPENSES		
Rates & Taxes	46.50	56.00
Advertisement & Publicity	153.47	171.38
Postage & Telegram	-	440.20
Insurance	-	-
Listing Fees	4,082.80	3,828.71
Rent	1,062.00	-
Membership Fees	106.20	106.20
Printing and stationery	294.70	490.66
Professional Fees	1,454.88	1,817.02
Repair & Maintenance:		
- To Plant and Machinery (Wind Power)	-	-
- To Others	87.91	87.91
Auditors' Remuneration :		
- For Statutory Audit	472.00	472.00
- For Other services	354.00	354.00
Speculation Loss	38.72	6.54
Bank Charges	6.57	10.36
STT	296.65	411.64
Investment Written Off	-	140.00
Loss on Sale of Investment	329.43	-
Miscellaneous Expenses	125.65	352.27
	8,911.48	8,744.89



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

(₹ in Hundred)

	2022-2023 ₹	2021-2022 ₹
10 TAX EXPENSE		
a) Current Tax		
Provision For Income Tax	7,500.00	6,090.00
Income Tax of Earlier Years	107.77	(9.07)
	7,607.77	6,080.93
b) Deferred Tax		
Deferred Tax Adjustments	3,642.84	(678.47)
	11,250.61	5,402.46

(i) **The major components of tax expense for the years ended 31 March 2023 and 31 March 2022 are:**

	2022-2023 ₹	2021-2022 ₹
Current Tax:		
Current tax expenses for current year	7,500.00	6,090.00
Current tax expenses pertaining to prior periods	107.77	(9.07)
	7,607.77	6,080.93
Deferred tax adjustments	3,642.84	(678.47)
Total tax expense reported in the statement of profit or loss	11,250.61	5,402.46

(ii) **The reconciliation of estimated income tax expense at statutory income tax rate to income tax expenses reported in statement of profit and loss is as follows:**

	2022-2023 ₹	2021-2022 ₹
Profit before income taxes	19,375.42	25,109.06
At statutory income tax rate	26.00%	26.00%
Expected Income Tax expenses	5,037.61	6,530.00
Tax effects of adjustments to reconcile expected income tax expense to reported income tax expense		
Tax expenses pertaining to prior periods	107.77	(9.07)
Income exempt from tax	-	-
MAT Credit Adjustment	-	-
Non Deductible Expenses for Tax Purpose	256.14	443.48
Tax Adjustment as per Income Tax	2,056.28	(905.23)
Round Off	149.97	21.75
Total Income Tax expenses	7,607.77	6,080.93



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

₹ in Hundred

(iii) **Significant components of net deferred tax assets and liabilities for the year ended on 31st March, 2023 is as follows:**

	Opening Balance	Recognised/ reversed through Profit and Loss	Recognised/ reversed in other comprehensive income	Closing Balance
Deferred Tax (Assets)/Liabilities in relation to:				
- Depreciation on Property, Plant and Equipment	67.84	1.94	–	69.79
- Equity Instruments measured at Fair Value	64,800.65	–	(66,374.19)	(1,573.54)
- Income Tax Base of Equity Instruments	(3,595.62)	3,166.46	–	(429.16)
- Employee Benefits- Gratuity	(299.25)	(25.50)	–	(324.75)
- Unabsorbed Losses	(995.92)	499.93	–	(495.99)
Net Deferred Tax (Assets)/Liabilities	59,977.70	3,642.84	(66,374.19)	(2,753.65)

Significant components of net deferred tax assets and liabilities for the year ended on 31st March, 2022 is as follows:

	Opening Balance	Recognised/ reversed through Profit and Loss	Recognised/ reversed in other comprehensive income	Closing Balance
Deferred Tax (Assets)/Liabilities in relation to:				
- Depreciation on Property, Plant and Equipment	442.68	(374.84)	–	67.84
- Equity Instruments measured at Fair Value	64,683.46	–	117.19	64,800.65
- Income Tax Base of Equity Instruments	(3,334.74)	(260.88)	–	(3,595.62)
- Employee Benefits- Gratuity	(256.50)	(42.75)	–	(299.25)
- Unabsorbed Losses	(995.92)	–	–	(995.92)
Net Deferred Tax (Assets)/Liabilities	60,538.98	(678.47)	117.19	59,977.70



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

11 EARNINGS PER SHARE

The earning per share has been calculated as specified in Ind-AS-33 on "Earnings Per Share" prescribed by Companies (Accounting Standards) Rules, 2015 and related disclosures are as below:

(₹ in Hundred except share data)

For Calculating Basic & Diluted earnings per share	2022-23 ₹	2021-22 ₹
a) Profits attributable to Equity holders of the Company	8,124.81	19,706.60
b) Weighted Average number of equity shares used as a denominator in calculating EPS (Nos.)	2820000	2820000
c) Basic & Diluted EPS (a/b)	0.29	0.70

12 FINANCIAL INSTRUMENTS

12.1 Financial Instruments by category

The carrying value of financial instruments by categories as on 31st March, 2023 are as follows:

(Amount in ₹)

Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amortised Cost	Total carrying value	Total Fair Value
Financial Assets						
Cash & Cash Equivalents	3.1	-	-	1,49,624.90	1,49,624.90	1,49,624.90
Trade Receivables	3.2.1	-	-	7,041.54	7,041.54	7,041.54
Other Receivables	3.2.2	-	-	31,126.92	31,126.92	31,126.92
Loans	3.3	-	-	3,97,100.00	3,97,100.00	3,97,100.00
Investments						
- Equity Instruments	3.4.1	-	1,47,893.06	-	1,47,893.06	1,47,893.06
- Mutual Funds	3.4.2	-	1,39,639.76	-	1,39,639.76	1,39,639.76
Other financial assets	3.5	-	-	132.36	132.36	132.36
Total Financial Assets		-	2,87,532.83	5,85,025.72	8,72,558.55	8,72,558.55
Financial Liabilities						
Trade Payables	5	-	-	-	-	-
Lease Liability	5.1	-	-	-	-	-
Other financial liabilities	5.2	-	-	1,417.65	1,417.65	1,417.65
Total Financial Liabilities		-	-	1,417.65	1,417.65	1,417.65



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

The carrying value of financial instruments by categories as on 31st March, 2022 are as follows:

Particulars	Note Reference	(Amount in ₹)				
		Fair Value through Profit & Loss	Fair Value through OCI	Amortised Cost	Total carrying value	Total Fair Value
Financial Assets						
Cash & Cash Equivalents	3.1	–	–	63,608.44	63,608.44	63,608.44
Trade Receivables	3.2.1	–	–	15,636.09	15,636.09	15,636.09
Other Receivables	3.2.2	–	–	30,223.31	30,223.31	30,223.31
Loans	3.3	–	–	1,53,000.00	1,53,000.00	1,53,000.00
Investments						
- Equity Instruments	3.4	–	4,09,532.82	–	4,09,532.82	4,09,532.82
- Mutual Funds	3.4.2		3,44,744.44		3,44,744.44	3,44,744.44
Other financial assets	3.5	–	–	132.36	132.36	132.36
Total Financial Assets		–	7,54,277.26	2,62,600.20	10,16,877.46	10,16,877.46
Financial Liabilities						
Trade Payables	5	–	–	–	–	–
Lease Liability	5.1	–	–	295.56	295.56	295.56
Other financial liabilities	5.2	–	–	2,733.18	2,733.18	2,733.18
Total Financial Liabilities		–	–	3,028.74	3,028.74	3,028.74

Management estimations and assumptions

- a) The management assessed that cash and cash equivalents and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- b) The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:
 - (i) The fair values of the quoted shares are based on price quotations at the reporting date.
 - (ii) The fair values of the unquoted equity shares have been determined based on last audited financial statements and have used Net Asset Value approach for determining the fair values.



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

12.2 Fair value hierarchy

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis :

Particulars	Note Reference	(Amount in ₹)			
		Fair value measurement at end of the reporting period/year using			
		Level 1	Level 2	Level 3	Total
As on 31st March, 2023					
Financial Assets					
a) Investment					
i) In Equity Shares		1,40,308.76	–	7,584.30	1,47,893.06
ii) In Mutual Funds	3.4	1,39,639.76	–	–	1,39,639.76
As on 31st March, 2022					
Financial Assets					
a) Investment					
i) In Equity Shares		85,185.81	–	3,24,347.01	4,09,532.82
ii) In Mutual Funds	3.4	3,44,744.44	–	–	3,44,744.44

Level 1 : Quoted Prices in active markets for identical assets or liabilities.

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

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

The company's policy is to recognize transfers into and the transfers out of fair value hierarchy levels as at the end of the reporting period. There are no transfers between level 1 and level 2 during the end of the reported periods.

12.3 Financial Risk Management

The Company's activities expose it to various financial risks: market risk, credit risk and liquidity risk. The company tries to foresee the unpredictable nature of financial markets and seek to minimise potential adverse impact on its financial performance. The senior management of the company oversees the management of these risks. The management has additional oversight in the area of financial risks and controls. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

13 RELATED PARTY TRANSACTIONS

Related parties and transactions with them as specified in the Ind-AS 24 on “Related Parties Disclosures” prescribed under Companies (Accounting Standards) Rules, 2015 has been identified and given below on the basis of information available with the company and the same has been relied upon by the auditors.

a) Related Parties	
Particulars	
(i) Enterprises where control exists	Nil
(ii) Associates & Joint Ventures	Nil
(iii) Individual owning an interest in the voting power of the company and their relatives	Nil
(iv) Key Management Personnel and their relatives	
Anil Jhunjunwala	Director
Rabi Kumar Almal	Chief Executive Officer
Hriday Mondal	Chief Financial Officer (upto 02.12.2022)
Anujit Singh	Company Secretary
(v) Enterprises over which any person referred in (iii) or (iv) is able to exercise significant influence	J.J Automotive Private Limited

Nature of Transactions	For the year ended March 31, 2023		For the year ended March 31, 2022	
	Associates, Joint ventures and Enterprises over which Key Managerial Person and their relatives are able to exercise significant influence ₹	Key Management Personnel and Individuals owning an interest in the voting power and their relatives ₹	Associates, Joint ventures and Enterprises over which Key Managerial Person and their relatives are able to exercise significant influence ₹	Key Management Personnel and Individuals owning an interest in the voting power and their relatives ₹
Income				
Interest on Loan	31,929.91	—	33,581.46	—
Expense				
Salary and other allowances	—	11,941.59	—	10,215.07
Lease Expenses	322.48	—	1,353.94	—
Rent	1,062.00	—	—	—
Balance at Year End				
Amount Receivable				
- Loan	3,97,100.00	—	1,53,000.00	—
- Interest Receivables	28,736.92	—	30,223.31	—
- Advance Receivables	—	2,390.00	—	—
Amount Payable				
- Salary Payable	—	—	—	892.20
- Rent Payable	708.00	—	—	—
- Lease Expenses Payable	—	—	1,062.00	—

14 Particulars as required in terms of Paragraph 13 of Non Banking Financial (Non - Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015 is as per annexure.



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

15 The Company has not received any memorandum as required to be filed by the suppliers with the notified authority regarding registration under Micro, Small and Medium Enterprises Development Act, 2006 for claiming their status as micro, small or medium enterprises as at 31st March, 2023. Therefore, there are no dues outstanding to Micro, Small and Medium Enterprises (Previous Year: Nil).

16 Lease :

i) The Company Leased Asset primarily consist of right to use the Office Premises. The Company adopted Ind AS 116 "Leases" for accounting lease asset and lease liability regarding the right to use the Office Premises. Consequently, the Company recorded the lease liability at the present value of total remaining lease payments discounted at the incremental borrowing rate as on the date of commencement of lease and has measured right to use asset at an amount equal to lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located.

ii) Following is carrying value of right of use assets recognised and the movements thereof during the year ended March 31, 2023:

Particulars	(₹ in Hundred)	
	Right to Use Office Premises	Total
Balance as at April 1, 2022	264.04	264.04
Additions during the year	-	-
Amortisation charged on the right to use asset	264.04	264.04
Balance as at March 31, 2023	-	-

iii) Following is carrying value of lease liability recognised and the movements thereof during the year ended March 31, 2023:

Particulars	Lease Liability		Total
Balance as at April 1, 2022	295.56	295.56	295.56
Additions during the year	-	-	-
Adjustments during the year	295.56	295.56	295.56
Balance as at March 31, 2023	-	-	-

iv) The Lease liability will be matured within 36 months from the date of commencement of lease.

v) Interest on lease liabilities is ₹ 444/- for the year ended March 31, 2023.

vi) The incremental borrowing rate applied for lease liabilities is 9% per annum.

vii) The company does not face any significant liquidity risk with regard to its leased liabilities as the financial assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

17 Commitments

(₹ in Hundred)

Particulars	Year Ended	
	March 31, 2023	March 31, 2022
Estimated amount of Agreement remaining to be executed on Capital Account and not provided for, net of Advance of Rs. 17,95,801 (March 31, 2022 Rs. 17,95,801)	26,174.42	26,174.42

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)****18 Trade Receivables Schedule****I. Trade Receivable Ageing as on 31-03-2023**

(₹ in Hundred)

Sl. No	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	
(i)	Undisputed Trade Receivable - Considered Good	1,238.26	-	5,803.28	-	-	7,041.54
(ii)	Undisputed Trade Receivable - which have significant increase in credit risk						
(iii)	Undisputed Trade Receivable - credit impaired						
(iv)	Disputed Trade Receivable - Considered Good						
(v)	Disputed Trade Receivable- which have significant increase in credit risk						
(vi)	Disputed Trade Receivable- credit impaired						
	Total	1,238.26	-	5,803.28	-	-	7,041.54

Payment date is specified in cases of all customers and there are no unbilled dues.

II. Trade Receivable Ageing as on 31-03-2022

(₹ in Hundred)

Sl. No	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	
(i)	Undisputed Trade Receivable - Considered Good	8,375.29	-	7,260.80	-	-	15,636.09
(ii)	Undisputed Trade Receivable - which have significant increase in credit risk						
(iii)	Undisputed Trade Receivable - credit impaired						
(iv)	Disputed Trade Receivable - Considered Good						
(v)	Disputed Trade Receivable- which have significant increase in credit risk						
(vi)	Disputed Trade Receivable- credit impaired						
	Total	8,375.29	-	7,260.80	-	-	15,636.09

Payment date is specified in cases of all customers and there are no unbilled dues.



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

19 Other Receivables Schedule

I. Other Receivable Ageing as on 31-03-2023

(₹ in Hundred)

Sl. No	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	
(i)	Undisputed Other Receivable - Considered Good	31,126.92	-	-	-	-	31,126.92
(ii)	Undisputed Other Receivable - which have significant increase in credit risk						
(iii)	Undisputed Other Receivable - credit impaired						
(iv)	Disputed Other Receivable - Considered Good						
(v)	Disputed Other Receivable - which have significant increase in credit risk						
(vi)	Disputed Other Receivable - credit impaired						
	Total	31,126.92	-	-	-	-	31,126.92

II. Other Receivable Ageing as on 31-03-2022

(₹ in Hundred)

Sl. No	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 year	2-3 year	More than 3 years	
(i)	Undisputed Other Receivable - Considered Good	30,223.31	-	-	-	-	30,223.31
(ii)	Undisputed Other Receivable - which have significant increase in credit risk						
(iii)	Undisputed Other Receivable - credit impaired						
(iv)	Disputed Other Receivable - Considered Good						
(v)	Disputed Other Receivable - which have significant increase in credit risk						
(vi)	Disputed Other Receivable - credit impaired						
	Total	30,223.31	-	-	-	-	30,223.31



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)

Additional Regulatory Information

20 Ratios

Key Ratio Analysis						
Particulars	Numerator	Denominator	As at 31-03-2023	As at 31-03-2022	% change	Remarks
Capital to Risk weighted Assets Ratio (CRAR)	Tier I Capital + Tier II Capital	Risk Weighted Assets	76.56	60.91	25.70	Significant Decrease in Tier I Capital & Risk weighted assets
Tier I CRAR	Tier i Capital	Risk Weighted Assets	76.56	60.91	25.70	Significant Decrease in Tier I Capital & Risk weighted assets
Tier II CRAR	Tier ii Capital	Risk Weighted Assets	-	-	-	
Liquidity Coverage Ratio	High Quality Liquid Assets	Total Net Cash Out Flow Amount	350.32	92.21	279.92	Increase in cash & cash equivalent

21 Applicability of Notes of General Instruction for preparation of Financial Statements and Additional Regulatory Information (as per amended Schedule III, Division-III of the Companies Act 2013)

- 21.1 The Company does not carry any borrowings, hence the disclosure required under Note "(WA)", is not applicable.
- 21.2 The Company is the lessee and the lease agreements are duly executed in favour of the lessee, hence the disclosure required under Note "(WB) (i)", is not applicable.
- 21.3 The Company does not hold any investment property as defined under Ind AS 40; hence, the disclosure required under Note "(WB) (ii)", is not applicable.
- 21.4 The Company has not revalued its Property, Plant and Equipment; hence, disclosure required under Note -"(WB) (iii)", is not applicable.
- 21.5 The Company has not revalued its intangible assets; hence, the disclosure required under Note -"(WB) (iv)", is not applicable.
- 21.6 No proceeding has been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Hence, the disclosure required under Note "(WB) (viii)", is not applicable.
- 21.7 The Company does not have any borrowings from banks on the basis of security of current assets (Inventories & Trade Receivable), hence, the disclosure required under Note-"(WB) (ix)", is not applicable.
- 21.8 The Company has not been declared as wilful defaulter by any bank or financial Institution or other lender. Hence, the disclosure required under Note "(WB) (x)", is not applicable.
- 21.9 The Company has not done any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956. Hence, the disclosure required under Note "(WB) (xi)", is not applicable.
- 21.10 The Company has registered with Ministry of Corporate Affairs /Registrar of Companies, all charges or satisfaction within the statutory time period. Hence, the disclosure required under Note "(WB) (xii)", is not applicable.
- 21.11 The Company is compliant in respect of number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017. Hence, the disclosure required under Note "(WB) (xiii)", is not applicable.

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023 (Contd.)**

- 21.12 The Company has not entered into any scheme of arrangement; hence, the disclosure required under Note "(WB) (xv)", is not applicable.
- 21.13 The company has not advanced or loaned or invested funds to any person or entity including foreign entity with the understanding that the Intermediary shall
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- In view of above, the disclosure required under Note "(WB) (xvi) (A)", is not applicable.
- 21.14 The company has not received any funds from any person or entity including foreign entity with the understanding that the company shall
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- In view of above, the disclosure required under Note "(WB) (xvi) (B)", is not applicable.
- 21.15 The Company is not covered by section 135 of the Companies Act, 2013 dealing with CSR activities.
- 21.16 The Company has not traded or invested in Crypto currency or Virtual Currency during the FY 22-23.
- 22** On the basis of physical verification of assets, as specified in Ind-AS - 36 and cash generation capacity of these assets, in the management's perception, there is no impairment of such assets as appearing in the balance sheet as on 31.03.2023.
- 23** Previous year figure have been regrouped/ rearranged, wherever found necessary.
- 24** Figure have been rounded off to the nearest hundred unless otherwise stated.

Signature to Note "1 to 24"

For A.K Dubey & Co.
Chartered Accountants
Firm Registration No. 329518E

CA Arun Kumar Dubey
Partner
Mem. No. 057141
Place : Kolkata
Date : 30th May, 2023

Rabi Kumar Almal
(Chief Executive Officer)

For and on behalf of the Board of Directors

Anil Jhunjhunwala
(Director)
DIN : 00128717

Virendra Lal Nagar
(Chief Financial Officer)

Shyam Bagaria
(Director)
DIN : 00121949

Anujit Singh
(Company Secretary)
Mem. No. : A55516



2. <u>Unquoted :</u>	<u>Amount outstanding</u>
i) Shares : a) Equity	Nil
b) Preference	Nil
ii) Debentures and Bonds	Nil
iii) Units of mutual funds	Nil
iv) Government Securities	Nil
v) Others (please specify)	Nil
 <u>Long Term Investments :</u>	
1. <u>Quoted :</u>	
i) Shares : a) Equity	1,40,308.76
b) Preference	Nil
ii) Debentures and Bonds	Nil
iii) Units of mutual funds	Nil
iv) Government Securities	Nil
v) Others (please specify)	Nil
 2. <u>Unquoted :</u>	
i) Shares : a) Equity	7,584.30
b) Preference	Nil
ii) Debentures and Bonds	Nil
iii) Units of mutual funds	1,39,639.76
iv) Government Securities	Nil
v) Others (please specify)	Nil
Total	<u>2,87,532.82</u>

(5) **Borrower group-wise classification of assets financed as in (2) and (3) above :**

Please see Note 2 below :

Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties **			
a) Subsidiaries	Nil	Nil	Nil
b) Companies in the same group	Nil	4,25,836.92	4,25,836.92
c) Other related parties	Nil	Nil	Nil
2. Other than related parties	Nil	27,389.55	27,389.55
Total	Nil	4,53,226.47	4,53,226.47

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(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :

Please see Note 3 below :

Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties **		
a) Subsidiaries	Nil	Nil
b) Companies in the same group	Nil	Nil
c) Other related parties	Nil	Nil
2. Other than related parties	2,87,532.82	2,87,532.82
Total	2,87,532.82	2,87,532.82

* Market Value in most of the cases being not available has been considered at book value.

(7) Other information :

Particulars	Amount
i) Gross Non-Performing Assets	
a) Related parties	Nil
b) Other than related parties	Nil
ii) Net Non-Performing Assets	
a) Related parties	Nil
b) Other than related parties	Nil
iii) Assets acquired in satisfaction of debt	Nil

Notes :

- As defined in paragraph 2(1)(xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
- Provisioning norms shall be applicable as prescribed in Non-Banking Financial Company – Non-Systemically Important Non-Banking Companies Prudential Financial (Non-Deposit Accepting or Holding) Norms (Reserve Bank) Directions, 2015
- Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in (4) above.

In terms of our report of even date attached herewith.

For A.K Dubey & Co.Chartered Accountants
Firm Registration No. 329518E**CA Arun Kumar Dubey**Partner
Mem. No. 057141
Place : Kolkata
Date : 30th May, 2023

For and on behalf of the Board of Directors

Anil Jhunjunwala
(Director)
DIN : 00128717**Shyam Bagaria**
(Director)
DIN : 00121949**Rabi Kumar Almal**
(Chief Executive Officer)**Virendra Lal Nagar**
(Chief Financial Officer)**Anujit Singh**
(Company Secretary)
Mem. No. : A55516

