

# KJMC CORPORATE ADVISORS (INDIA) LTD.

Merchant Banker : SEBI Registration No : MB/INM000002509



September 2, 2021

To,  
The Department of Corporate Services - CRD,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001.

Dear Sir,

Ref.: Scrip Code 532304

Sub: Submission of 23<sup>rd</sup> Annual Report of the KJMC Corporate Advisors (India) Limited for the Financial Year 2020-2021

Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Report of the Company along with the Notice of 23<sup>rd</sup> Annual General Meeting (AGM) for the financial year 2020-21.

The AGM of the Company will be held on Wednesday, September 29, 2021, at 10:30 a.m. at Kamalnayan Bajaj Hall, Bajaj Bhavan, Jamnalal Bajaj Marg, Nariman Point, Mumbai – 400021.

The Notice of AGM along with the Annual Report for the financial year 2020-21 is also being made available on the website of the Company at:

[www.kjmcfinanserv.com](http://www.kjmcfinanserv.com)

Kindly take the same on your record and acknowledge the receipt.

Yours faithfully,

For KJMC Corporate Advisors (India) Limited

  
Miti H Shah  
Company Secretary



Encl.: As above

Regd. office :- 162, 16th Floor, Atlanta, 209, Nariman Point, Mumbai - 400 021.

Tel.:+91-22-2288 5201-2, 4094 5500 ● Fax: +91-22-2285 2892 ● Email: info@kjmc.com ● Website: www.kjmcfinanserv.com

CIN:L67120MH1998PLC113888

**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**23rd  
Annual Report  
2020 - 2021**



## 23<sup>RD</sup> ANNUAL REPORT 2020 - 2021

### BOARD OF DIRECTORS

Mr. Inderchand Jain	Chairman
Mr. Girish Jain	Whole Time Director
Mr. Rajnesh Jain	Director
Mrs. Shraddha Jain	Director
Mr. Anil Sampat	Independent Director
Mr. Nitin Kulkarni	Independent Director
Mr. S. C. Aythora	Independent Director
Mr. Vijay Joshi*	Independent Director

\*(Regularized in the AGM dated December 24, 2020)

### CHIEF FINANCIAL OFFICER

Mr. Kartik Konar

### COMPANY SECRETARY

Ms. Bhavika Dalal (resigned w.e.f. January 30, 2021)  
Ms. Miti H Shah (appointed w.e.f. February 13, 2021)

### STATUTORY AUDITOR

M/s. Batliboi & Purohit  
National Insurance Building,  
204, Dadabhoy Naoroji,  
Fort, Mumbai-400 001

### BANKERS

HDFC Bank Limited  
Union Bank of India  
ICICI Bank Limited

### REGISTRAR & TRANSFER AGENT

Bigshare Services Private Limited  
1<sup>st</sup> Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri (East) Mumbai 400059  
Tel. No. 022 62638200, Fax No. 022 62638299,  
Mail id: [investor@bigshareonline.com](mailto:investor@bigshareonline.com)  
Counter Timings : 10.00 a.m. to 12.30 p.m. : 1.30 p.m. to 3.30 p.m.

### REGISTERED OFFICE

162, 16<sup>th</sup> Floor, Atlanta,  
Nariman Point, Mumbai – 400 021  
Tel.No.: 022-4094 5500  
Email : [investor.corporate@kjmcc.com](mailto:investor.corporate@kjmcc.com)  
CIN : L67120MH1998PLC113888

### 23<sup>rd</sup> ANNUAL GENERAL MEETING

<b>Date</b> : Wednesday, September 29, 2021
<b>Time</b> : 10.30 a.m.
<b>Venue</b> : Kamalnayan Bajaj Hall, Bajaj Bhavan, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400021

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## NOTICE

**NOTICE** is hereby given that the 23<sup>rd</sup> Annual General Meeting of the Members of **KJMC Corporate Advisors (India) Limited (CIN:L67120MH1998PLC113888)** will be held on Wednesday, September 29, 2021, at 10.30 a.m. at Kamalnayan Bajaj Hall, Bajaj Bhavan, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400021 to transact the following businesses: -

### ORDINARY BUSINESSES: -

- To receive, consider and adopt
  - The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon; and
  - The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon
- To consider re-appointment of Mrs. Shraddha Jain (DIN: 00156306), Director who retires by rotation and being eligible, offers herself for reappointment.

By Order of the Board of Directors  
**For KJMC Corporate Advisors (India) Ltd**

**Miti H Shah**

Company Secretary  
ACS 49348

Place: Mumbai

Date: August 13, 2021

### Registered Office:

162, Atlanta, 16<sup>th</sup> Floor, Nariman Point, Mumbai-400021.

**Email:** [investor.corporate@kjmc.com](mailto:investor.corporate@kjmc.com)

**Website:** [www.kjmcfinserv.com](http://www.kjmcfinserv.com)

**CIN:** L67120MH1998PLC113888

### NOTES:

- The details of the Director seeking re-appointment, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is annexed.
- MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("AGM") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital

of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other member.

- Members / Proxies and Authorised Representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- Corporate members intending to send their authorised representative to attend the Meeting are requested to ensure that the authorised representative carries a certified copy of the Board resolution, Power of Attorney or such other valid authorisations, authorising them to attend and vote on their behalf at the Meeting.
- For the convenience of the Members and for proper conduct of the Meeting, entry to the place of the Meeting will be regulated by the Attendance Slip, annexed to the Proxy Form. Members/ Proxies are requested to bring the attendance slip duly filled in and to affix their signature at the place provided on the Attendance Slip and hand it over at the counters at the venue.
- A proxy shall not have a right to speak at the meeting and shall not be entitled to vote except on a poll.
- An instrument appointing proxy is valid only if it is properly stamped as per the applicable law. Blank or incomplete, unstamped or inadequately stamped, undated proxies or proxies upon which the stamps have not been cancelled will be considered as invalid. If the Company receives multiple proxies for the same holdings of a Member, the proxy which is dated last will be considered as valid. If such multiple proxies are not dated or they bear the same date without specific mention of time, all such multiple proxies shall be treated as invalid.
- The proxy – holder shall prove his identity at the time of attending the Meeting.
- In case of joint holders attending the Annual General Meeting (AGM), only such joint holder who is higher in the order of names as per the Register of Members of the Company will be entitled to vote.
- Members desirous of getting any information on the Annual Accounts, at the Annual General Meeting, are requested to write to the Company at least 10 days in advance, so as to enable the Company to keep the information ready.
- During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of advance notice in writing is given to the Company.
- The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
- The Register of Members and Share Transfer Books will remain closed from Thursday, September 23, 2021 to Wednesday, September 29, 2021 (both days inclusive) for the purpose of AGM.

14. Members whose shareholding is in the electronic mode are requested to direct change of correspondence address, e-mail id and updates of savings bank account details to their respective Depository Participant(s).
15. Members are requested to address all correspondence to the Registrar and Share Transfer Agent (RTA), Bigshare Services Private Limited, 1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East) Mumbai 400 059 Tel. No. 022 62638200, Fax No. 022 62638299, Mail id: [rajeshm@bigshareonline.com](mailto:rajeshm@bigshareonline.com) [investor@bigshareonline.com](mailto:investor@bigshareonline.com).
16. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Registrars and Share Transfer Agent.
17. As per regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended the securities of the company can be transferred only in dematerialized form with effect from April 01, 2019 except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company or Company's Registrars and Transfer Agent.
18. In pursuance of Sections 124 and 125 of the Companies Act 2013, dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account and shares on which dividend remains Unclaimed for seven consecutive years have been transferred to the Investor Education and Protection Fund.
19. In the event of transfer of shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from IEPF by submitting an online application in the prescribed Form IEPF-5 available on the website [www.iepf.gov.in](http://www.iepf.gov.in) and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in the Form IEPF-5.
20. Members holding shares in physical form and desirous of making a nomination or cancellation/ variation in nomination already made in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit to the RTA of the Company the prescribed Form SH.13 for nomination and Form SH.14 for cancellation/ variation, as the case may be. Members holding shares in demat mode may contact their respective Depository Participant for availing this facility.
21. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or its Registrar and Share Transfer Agent, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be returned to such members after making requisite changes thereon.
22. Copies of the Annual Report 2020-21, the Notice of the 23<sup>rd</sup> AGM and instructions for e-voting, along with the attendance slip and proxy form, are being sent by electronic mode to members whose email addresses are registered with the Company/depository participant(s) and can also be viewed at the Companies' Website at [www.kjmcfin serv.com](http://www.kjmcfin serv.com) In view of the outbreak of COVID-19 pandemic and owing to the difficulties involved in dispatching of physical copies of Annual Report, SEBI vide its circular SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 directed the Companies to send the Annual Report only by e-mail to all the Members of the Company. The physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: [investor.corporate@kjmc.com](mailto:investor.corporate@kjmc.com)
23. To support the 'Green Initiative' Members who have not registered their e-mail addresses are requested to register the same with Bigshare Services Pvt. Ltd., / Depository participants.
24. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the AGM.
25. The remote e-voting period commences from Friday, September 24, 2021 at 9.00 a.m. and ends on Tuesday, September 28, 2021 at 5.00 p.m. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form as on September 22, 2021 (cut-off date) may cast their vote electronically.
26. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change/ modify it subsequently or cast the vote again.
27. The voting rights of shareholders shall be in proportion to the share in the paid up equity share capital of the Company as on September 22, 2021 i.e. the cut off date.
28. The Company has appointed M/s S. S. Rauthan & Associates, a firm of Practising Company Secretaries as a scrutinizer for conducting the remote e-voting and polling process at the Annual General Meeting in a fair and transparent manner.
29. The scrutinizer shall not later than forty eight (48) hours from the conclusion of the meeting, unlock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company or person authorised by him in writing, who shall countersign the same.
30. In the event of a poll at the meeting, please note that the members who have exercised their right to vote by electronic means shall not be eligible to vote by way of poll at the meeting. The poll process shall be conducted and scrutinized and report thereon will be prepared in accordance with section 109 of the Companies Act, 2013 read with the relevant Rules.
31. Subject to the receipt of sufficient votes, the resolution shall be deemed to be passed at the 23<sup>rd</sup> Annual General Meeting of the Company scheduled to be held on Wednesday, September 29,

2021. The results along with the scrutinizer's report shall be placed on the Company's website [www.kjmcfinserv.com](http://www.kjmcfinserv.com), within 48 hours from the conclusion of the 23<sup>rd</sup> Annual General Meeting of the Company and communicated to BSE Limited.

32. Additional information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment/re-appointment at the AGM are furnished below. The Directors have furnished the requisite consents / declarations for their appointment/re-appointment.

**Mrs. Shraddha Rajnesh Jain**

<b>Name &amp; Designation</b>	<b>Mrs. Shraddha Rajnesh Jain, Non-Executive Director</b>		
Director Identification Number (DIN)	00156306		
Date of Birth	May 23, 1973		
Qualifications	Bachelor of Arts		
Expertise in specific functional area	She is having an experience in Human Resources and administration related functions.		
Director of the Company since	March 30, 2015		
Number of Shares held in the Company as on March 31, 2021	NIL		
Disclosure of relationships between directors inter-se	<b>Sr. No.</b>	<b>Name &amp; Designation of Director</b>	<b>Relationship</b>
	1.	Mr. Inderchand Jain, Chairman and Director	Father-in-Law
	2.	Mr. Rajnesh Jain, Director	Husband
	3.	Mr. Girish Jain, Whole-time Director	Brother-in-Law

**Directorships/Committee Membership of Mrs. Shraddha Rajnesh Jain in other companies:**

<b>Name of the Company (Directorship)</b>	<b>Committee Chairmanship/ Membership</b>
KJMC Financial Services Limited	-
KJMC Shares and Securities Limited	-
KJMC Capital Market Services Limited	-
Puja Trades and Investments Private Limited	Credit and Investment Committee-Chairperson

<b>Name of the Company (Directorship)</b>	<b>Committee Chairmanship/ Membership</b>
KJMC Platinum Builders Private Limited	-
KJMC Realty Private Limited	-
AKIP Ventures Private Limited	-

33. The route map showing directions to reach the venue of the 23<sup>rd</sup> AGM is annexed.

**34. PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING:**

In view of the ongoing Novel Coronavirus (COVID-19) pandemic, the Company will implement the following preventive measures at the Annual General Meeting to protect attending Shareholders, staff and other stakeholders from the risk of infection:

- Compulsory body temperature checks will be conducted on every attendee at the entrance of the AGM venue. Any person above specified body temperature may be denied entry into the AGM venue or be required to leave the AGM venue.
- The Company encourages attendees to wear surgical face masks inside the AGM venue at all times, and to maintain a safe distance between seats.
- To the extent permitted under law, the Company reserves the right to deny entry into the AGM venue or require any person to leave the AGM venue in order to ensure the safety of the attendees at the AGM.
- In the interest of all stakeholders' health and safety and consistent with recent COVID-19 guidelines issued by the Government of India the Company reminds all Shareholders that physical attendance in person at the AGM is not necessary for the purpose of exercising voting rights. As an alternative, shareholder can exercise voting rights by using proxy forms with voting instructions inserted.

35. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the company is providing to its members the facility to cast their vote electronically from a place other than venue of the AGM ("remote e-voting") as an alternate to all the members of the company instead of voting at the AGM, through e-voting services provided by CDSL. Shareholders who have already voted prior to the date of AGM would not be entitled to vote at the meeting venue.

The procedure and instructions for remote e-voting are as under:-

- The e-voting period begins from Friday, September 24, 2021 at 9.00 a.m. and ends on Tuesday, September 28, 2021 at 5.00 p.m.

During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, Wednesday, September 22, 2021, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Now click on "Shareholders" tab.
- (iv) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	<b>For members holding shares in Demat Form and Physical Form</b>
<b>PAN</b>	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/mail) in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 1 then enter RA00000001 in the PAN field.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the "KJMC Corporate Advisors (India) Limited" on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) Note for Non – Individual Shareholders and Custodians:
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.



(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**In case of members receiving the physical copy:**

- (A) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- (B) The voting period begins on Friday, September 24, 2021 at 9.00 a.m. and ends on Tuesday, September 28, 2021 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 22, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**By Order of the Board of Directors  
For KJMC Corporate Advisors (India) Ltd**

**Miti H Shah  
Company Secretary  
ACS 49348**

Place: Mumbai  
Date: August 13, 2021

**Registered Office:**  
162, Atlanta, 16<sup>th</sup> Floor, Nariman Point, Mumbai-400021.  
**Email:** [investor.corporate@kjmc.com](mailto:investor.corporate@kjmc.com)  
**Website:** [www.kjmcfinserv.com](http://www.kjmcfinserv.com)  
**CIN:** L67120MH1998PLC113888

## BOARD'S REPORT

Dear Members,

The Board of Directors of KJMC Corporate Advisors (India) Limited ("your Company" or "the Company" or "KCAL") present the 23<sup>rd</sup> Annual Report and the Audited Financial Statements (Standalone and Consolidated) of your Company for the financial year ended March 31, 2021 ("financial year under review").

### FINANCIAL SUMMARY AND HIGHLIGHTS

The highlights of the Standalone and Consolidated Financial Statements are detailed as under.

Your Company's financial performance for the financial year ended March 31, 2021 as compared to previous financial year ended on March 31, 2020 is summarized below:

(Rs. in "000")

Particulars	Standalone		Consolidated	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
<b>FINANCIAL RESULTS</b>				
Revenue from operations	7,352	12,396	38,910	39,619
Other Income	2,282	2,897	5,066	6,747
Total Revenue	9,634	15,293	43,976	46,366
Total Expenses	24,300	22,486	55,504	53,054
Profit before Tax	(14,666)	(7,193)	(11,490)	(6,688)
Less: Provision for Tax				
- Current Tax	-	-	1,539	70
- Deferred Tax	(1,684)	(211)	(1,813)	277
- MAT Credit	497	-	497	(70)
- Prior period taxes	-	-	-	123
Profit/(loss) after tax	(13,479)	(6,982)	(11,713)	(7,088)
Share in Associates' profit/(Loss)	NA	NA	(3,821)	(784)
Profit/Loss for the year	(13,479)	(6,982)	(15,534)	(7872)

### COMPANY'S PERFORMANCE REVIEW

**On Standalone Basis**, the Company has earned the total revenue of Rs. 96.34 Lakhs as against Rs. 152.93 Lakhs in the previous year. The total expenditure during the year is Rs. 243.00 Lakhs as against Rs. 224.86 Lakhs in the previous year. The net loss for the year under review was Rs. 134.79 Lakhs as against net loss of Rs. 69.82 Lakhs in the previous year.

**On Consolidated Basis**, the Company has earned the total revenue of Rs. 440.14 Lakhs as against Rs. 463.66 Lakhs in the previous year. The total expenditure during the year is Rs. 555.04 Lakhs as against Rs. 530.54 Lakhs in the previous year. The net loss for the year under review was Rs. 117.13 Lakhs as against net loss of Rs. 70.88 Lakhs in the previous year.

### FINANCIAL PERFORMANCE OF THE SUBSIDIARY COMPANIES AND ASSOCIATE COMPANY

#### Subsidiary Companies:

Pursuant to Section 134 of the Companies Act, 2013 and Rule 8(1) of the Companies (Accounts) Rules, 2014, the report on performance and financial position of subsidiaries included in the Consolidated Financial Statements (CFS) in the Company.

A statement containing the salient features of financial statements of subsidiaries/associate companies of the Company in the prescribed Form AOC - 1 is annexed & forms part of this Report in compliance with Section 129 (3) and other applicable provisions, if any, of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014.

In accordance with Section 136 of the Act, the financial statements of the subsidiary and associate companies are available for inspection by the members at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and public holidays upto the date of the AGM. Any member desirous of obtaining a copy of the said financial statements may write to the Company Secretary at the Registered Office of the Company. The financial statements including the CFS, and all other documents required to be attached to this report have been uploaded on the website of the Company at [www.kjmcfinserve.com](http://www.kjmcfinserve.com).

#### MATERIAL SUBSIDIARY

As required under Regulations 16(1)(c) and 46 of the SEBI Listing Regulations, the Board has approved and adopted the Policy for determining Material Subsidiaries. The Policy is available on the Company's website at [https://www.kjmcfinserve.com/investor\\_relation](https://www.kjmcfinserve.com/investor_relation). During the financial year under review, KJMC Capital Market Services Limited is the Material Subsidiary of the Company as per Regulation 16(1)(c) of the SEBI Listing Regulations.

#### Brief Financial and Operation of subsidiary companies and associate companies are given hereunder:

- (i) **KJMC Capital Market Services Limited:** It earned gross income of Rs. 335.33 Lakhs as against Rs. 297.43 Lakhs in the previous year. The total expenditure during the year under review was Rs. 289.94 Lakhs as against Rs. 287.30 Lakhs in the previous year. The net profit after tax was Rs. 20.18 Lakhs as against Rs. 2.66 Lakhs in the previous year.
- (ii) **KJMC Credit Marketing Limited:** It earned gross income of Rs. 20.56 Lakhs as against Rs.7.58 Lakhs in the previous year. The total expenditure during the year under review was Rs. 23.53 Lakhs as against Rs. 12.15 Lakhs in the previous year. The net loss for the year under review was Rs. 2.65 Lakhs as against net loss of Rs. 4.68 Lakhs in the previous year.
- (iii) **KJMC Shares and Securities Limited:** It earned gross income of Rs. 26.32 Lakhs as against Rs. 12.11 Lakhs in the previous year. The total expenditure during the year under review was Rs. 27.97 Lakhs as against Rs. 12.61 Lakhs in the previous year. The net loss after tax was Rs. 1.56 Lakhs as against net profit of Rs. 0.97 Lakhs in the previous year.

**Associate Company:**

KJMC Financial Services Limited: It earned gross income of Rs. 195.35 Lakhs as against Rs. 235.76 Lakhs in the previous year. The total expenditure during the year under review was Rs. 379.01 Lakhs as against Rs. 389.88 Lakhs in the previous year. The net loss after tax was Rs. 139.88 Lakhs as against Rs. 150.92 Lakhs in the previous year.

**DIVIDEND**

In order to conserve the resources for operations, your Directors do not recommend any dividend for the year under review.

**TRANSFER TO RESERVES**

The Company has not transferred any amount to reserves of the Company due to loss incurred by the Company during the financial year 2020-21.

**COVID-19**

The COVID-19 pandemic has touched every aspect of our lives across the world. It has altered mindsets, perceptions and strategies for businesses and beyond. If there is one abiding lesson, it is that sustainable growth and development involves holistic nurturing of human, natural, and financial capital, 2020 is a year that will only gain in significance when viewed through the perspective lens of time.

To counter the crippling impact of the lockdowns on economies, the world's policymakers have resorted to fiscal and monetary measures never seen before in global economic history. It still remains to be seen if these relief measures sufficed, and whether actions taken by Governments across the globe adequately compensated for the disruptions created in the lives of people.

Fortunately, science prevailed, multiple vaccines were found with impressive efficacy levels in less than a year — which will probably rank as among one of the most incredible achievements in science. The announcement of successful development of vaccines seemed to lift spirits around the world. Unfortunately, the advent of winter saw several countries battle second waves of COVID-19 infections, including more virulent strains leading to partial lockdowns. The race between vaccines and variants is heating up as massive vaccination drives are underway. Much depends on blocking transmission and not just the disease.

The only three preventives are masks, social distancing and vaccinations. However, to vaccinate even half of the world's population of 7.8 billion is going to take years. The production, storage and distribution challenges require that Governments prioritize the vaccinations in a judicious manner so as to limit the human toll.

Fortunately for India, which is home to some of the largest vaccine makers in the world, the supply constraints should be limited and temporary. Moreover, our experience in implementing large scale vaccination programmes should help in vaccinating our vulnerable population. Even so, with many states in India witnessing a seriously full-blown second surge of COVID-19, the vaccination challenge is enormous.

After an estimated historic correction of (3.3%) in 2020, the International Monetary Fund (IMF) has projected the global economy to grow 6% in calendar year 2021 and 4.4% in 2022 on the back of the fiscal and monetary support provided by Governments of the world over coupled with widespread vaccination.

We know that India can ill afford another country-wide lockdown such as was imposed from March to June 2020. The impact on the economy and employment was severe in the first instance; and cannot be repeated yet again.

The lockdown that continued throughout the first quarter of the FY2021 saw India's GDP for April-June 2020 contracting by a massive 24.4%. Even the second quarter was terrible, with GDP shrinking by 7.3% in July-September 2020. Thereafter, we have seen a rebound — thanks to the resilience of our citizens, our entrepreneurs and of our economy.

The third quarter (October- December 2020) saw a small positive growth of 0.4% compared to the same period in the previous year. The second advance estimates of national income for FY2021 released by the Central Statistics Office (CSO) on 26 February 2021 anticipates the total contraction for FY2021 to be 8% — implying a significant 'V' shaped bounce-back in the second half of the year. The most recent IMF forecast has also raised India's GDP growth estimate for FY2022 from 11.5% to 12.5%. If that were to occur, it will be the most significant growth turnaround among all the major nations of the world, including China.

The only grey cloud at present is the huge surge in infections that started with the second wave beginning in early March 2021. Hopefully, a serious increase in the pace of vaccinations across the country will bring this surge down; and if we keep all enterprises and workers open for business, it should not affect the economy in any significant manner.

**INDIAN ACCOUNTING STANDARD (IND AS)**

The Company has adopted Indian Accounting Standards ("IND AS") from April 01, 2019 with a transition date of April 01, 2018. Accordingly, the financial statements have been prepared in accordance with IND AS, prescribed under Section 133 of the Act, read with the relevant rules issued thereunder and the other recognized accounting practices and policies to the extent applicable.

**EXTRACT OF ANNUAL RETURN**

Pursuant to the provisions of Section 134(3)(a) read with Section 92(3) of the Act, the extract of Annual Return in Form MGT-7 of the Company for the Financial Year 2020-2021 is available on the Company's website at [http://kjmcfinserv.com/investor\\_relation](http://kjmcfinserv.com/investor_relation).

**NUMBER OF MEETINGS OF THE BOARD**

The Board of Directors held Four (4) meeting during the year. The details of the Board Meetings and the attendance of the Directors are provided in the Report on Corporate Governance forming part of this report.

**COMMITTEES OF THE BOARD**

The Company has constituted/reconstituted various level committees in accordance with the requirements of Companies Act, 2013 and Listing Regulations. The Board has the following committees

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Share Transfer and Stakeholders Relationship Committee
- iv. Credit and Investment Committee

### Audit Committee

During the year all the recommendations made by the Audit Committee were accepted by the Board. Four (4) Audit Committee Meetings were convened and held during the financial year. The details pertaining to composition of Audit Committee and the attendance of the Audit Committee members are provided in the Corporate Governance Report, which forms part of the annual report.

### Nomination and Remuneration Committee

During the year, (3) Three Nomination and Remuneration Committees Meetings were convened and held. The details pertaining to composition of Nomination and Remuneration Committee and the attendance of the Nomination and Remuneration Committee members are provided in the Corporate Governance Report, which forms part of the annual report.

### Share Transfer and Stakeholders Relationship Committee

During the year, (2) Two Share Transfer and Stakeholders Relationship Committee Meetings were convened and held. The details pertaining to composition of Share Transfer and Stakeholders Relationship Committee and the attendance of the Share Transfer and Stakeholders Relationship Committee members are provided in the Corporate Governance Report, which forms part of this report.

### Credit and Investment Committee

During the year, there was no Credit and Investment Committee Meeting.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 (5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- a. In the preparation of the annual financial statements for the year ended March 31, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. the Directors' have 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 loss of the Company for the year ended March 31, 2021;
- c. the Directors' have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors' have prepared the annual accounts for the financial year ended March 31, 2021 on a going concern basis;
- e. the Directors' have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- f. the Directors' have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Companies Act, 2013 has been disclosed in the Corporate Governance report, which forms part of the annual report.

### FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS

The Board members are provided with necessary documents / brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the Board and Committee meetings on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the Company's business segments are made at the separate meetings of the Independent Directors from time to time.

### CODE OF CONDUCT

The Company has adopted a Code of Conduct for all employees including the members of the Board and Senior Management Personnel. All members of the Board and Senior Management Personnel have affirmed compliance with the said Code of Conduct for the financial year 2020-21. The declaration to this effect signed by Ms. Miti H Shah, Company Secretary and Compliance Officer of the Company.

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

The particulars of loans, guarantees and investments have been disclosed in the financial statements, which forms part of the annual report.

### PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All transaction entered into by the Company with related parties, during the financial year 2020-21, were in ordinary course of business and on arm's length basis. The details of the Related Party Transactions are set out in the Notes to Financial Statements forming part of this Annual Report.

Also, the Related Party Transactions undertaken by the Company were in compliance with the provisions set out in the Companies Act, 2013 read with the Rules issued thereunder and relevant provisions of Listing Regulations.

There are no materially significant Related Party Transactions of the Company which have potential conflict with the interests of the Company at large.

All transactions with related parties were reviewed and approved by the Audit Committee and are in accordance with the Policy on dealing with and Materiality of Related Party Transactions, formulated by the Company.

All transactions with related party which are required to be reported in Form AOC- 2 pursuant to Section 134 (3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is annexed and forms part of this report.

The Company's policy on dealing with and Materiality of Related Party Transactions is available on the Website of the Company at [http://kjmcfinserv.com/investor\\_relation](http://kjmcfinserv.com/investor_relation).

The details of the related party transactions as per Indian Accounting Standards (AS) - 24 are set out in Note 32 to the Standalone Financial Statements of the Company which forms part of this Report.

**MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

Except for the on going COVID-19 pandemic, there were no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and on the date of this report. There has been no change in the nature of business of the Company.

**SCHEME OF AMALGAMATION**

The Mumbai Bench of the Hon'ble National Company Law Tribunal (NCLT) vide its Order dated April 27, 2020 has granted approval for the Scheme of Amalgamation between KJMC Commodities Market India Limited ("the Transferor Company") with KJMC Capital Market Services Limited ("the Transferee Company") and their respective shareholders ("Scheme"). The Appointed date for the said Scheme of Amalgamation is April 1, 2018. KJMC Commodities Market India Limited ("the Transferor Company") and KJMC Capital Market Services Limited ("the Transferee Company") are both the wholly owned subsidiary companies of KJMC Corporate Advisors (India) Limited.

**DETAILS OF SIGNIFICANT AND MATERIAL ORDERS**

No material orders impacting the 'going concern' status of the Company or its operations in future were passed by the Regulators or Courts or Tribunals during the year under review.

**INVESTOR EDUCATION AND PROTECTION FUND (IEPF)**

Pursuant to the Section 124 of the Companies Act 2013, read with Investor Education Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ('Rules'), shares of the Company in respect of which dividends have remained unpaid/unclaimed for a period of seven consecutive years or more have been transferred to the Investor Education and Protection Fund (IEPF).

The Company is required to transfer dividends which have remained unpaid/unclaimed for a period of seven years from the date the dividend has become due for payment to the Investor Education & Protection Fund (IEPF) established by the Government. Accordingly, during the year, unclaimed dividends were transferred to IEPF.

Further, pursuant to the provisions of Section 124 of the Act read with the relevant Rules made thereunder, shares on which dividend has not been paid or claimed for seven (7) consecutive years or more were also transferred to the IEPF as notified by the Ministry of Corporate Affairs as per the following details:

**Details of Dividend/Shares transferred to IEPF Account:**

Sr. No.	No of shares Transferred to IEPF	Dividend Amount transferred	No of Shareholders
1	120137	76,384	995
2	19508	NA	338

In accordance with the IEPF Rules, the Company has sent notices to all the Shareholders whose shares are due for transfer to the IEPF and has also published the details thereof in notices published in newspapers.

Shareholders /claimants whose shares, unclaimed dividend, have been transferred to the aforesaid IEPF Account or the Fund, as the case may be, may claim the shares or apply for refund by making an application to the IEPF Authority in Form IEPF-5 (available on <http://www.iepf.gov.in>) along with requisite fee as decided by the IEPF Authority from time to time.

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

Since the Company is engaged in the business of Merchant Banking Services, the details required under Section 134 of the Companies Act, 2013 are not applicable to the Company. However Company believes in conserving the natural resources and uses CFL and LED Lighting in the office premises which has low energy consumption. The Company has no disclosures to be made in connection with technology absorption. The total Foreign Exchange Inflow was Rs. 990 (Rs. '000') and Outflow was Rs. Nil during the year under review.

**RISK MANAGEMENT**

The details in respect of risks and concerns are included in the Management Discussion & Analysis, which forms part of this report.

**DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable to the Company.

**ANNUAL EVALUATION**

The Board of Directors has carried out an annual evaluation of its own performance, Board Committees and Individual Directors pursuant to the provisions of the Companies Act, 2013 and corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under the Listing Regulations. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the degree of fulfillment of key responsibilities, Board composition and structure, effectiveness of board processes, information and functioning etc.

In addition, the Chairman was also evaluated on the key aspects of his role. In a separate meeting of Independent Directors, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of Executive Directors and Non-Executive Directors. The Directors expressed satisfaction with the evaluation process.

### DIRECTORS' & KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Act and the Articles of Association of the Company, Mrs. Shraddha Jain (DIN: 00156306) Non-Executive Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible has offered herself for re-appointment. The Board of Directors on the recommendation of the Nomination and Remuneration Committee and based on report of performance evaluation, has recommended reappointment of Mrs. Shraddha Jain as Director of the Company liable to retire by rotation.

Brief Profile of Mrs. Shraddha Jain is mentioned in the Notes to the Notice of Annual General Meeting forms part of Annual Report.

During the year, Ms. Bhavika Dalal, (Membership No. A55493) has resigned from the post of Company Secretary and Compliance Officer w.e.f. January 30, 2021.

Further, Ms. Miti H Shah, (Membership No. A49348) has been appointed Compliance Officer of the Company w.e.f. January 31, 2021 and Company Secretary w.e.f. February 13, 2021 of the Company.

#### Regularization of Independent Director

During the year under review, Mr. Vijay Joshi (DIN: 00151550), was appointed as an Additional Independent Director by the Board dated September 15, 2020 and got regularized and appointed as the Non-Executive Independent Director at the 22<sup>nd</sup> Annual General Meeting held on December 24, 2020.

### DECLARATION BY INDEPENDENT DIRECTORS

The Company has received the following declarations from all the Independent Directors confirming that:

1. They meet the criteria of Independence as prescribed under the provisions of Section 149(7) of Companies Act, 2013 read with Rules and Schedules issued thereunder and also Regulation 25 of Listing Regulations.
2. They have registered themselves with the Independent Director's Database maintained by IICA.

None of the Directors of the Company are disqualified for being appointed as Directors as specified in Section 164(2) of the Act and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

### REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

The remuneration paid to the Directors is in accordance with the Nomination and Remuneration policy formulated in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations (including any statutory modification(s) or re-enactment (s) thereof for the time being in force) and as per section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### PUBLIC DEPOSITS

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

### ADEQUACY OF INTERNAL CONTROL

The Company has in place adequate financial controls commensurate with its size, scale and complexity of its operations. The company has in place policies and procedures required and efficiently conduct its business, safeguard its assets, detect frauds and errors, maintain accuracy and completeness of accounting records in a timely and reliable manner. For all amendments to Accounting Standards and the new standards notified, the Company carries out a detailed analysis and presents the impact on accounting policies of the Group, the impact on financial results, including revised disclosures to the Audit Committee.

The Company continues to have periodical internal audits conducted of all its functions and activities to ensure that system and processes are followed across all areas.

### SECRETARIAL STANDARDS

The Company complies with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

### PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given below:

- (i) **the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;**

* Non-Executive and Independent Directors	Ratio to median remuneration
Mr. Inderchand Jain	4.17%
Mr. S.C. Aythora	5.63%
Mr. Nitin Kulkarni	5.63%
Mr. Anil Sampat	3.96%
**Mr. Vijay Joshi	2.50%
Mrs. Shraddha Jain	3.34%
Mr. Rajnesh Jain	3.34%
<b>Executive Directors</b>	
Mr. Girish Jain	1,718.65%

\* Sitting fees been paid to all the Non-Executive Directors and Independent Directors of the Company.

\*\*For the part of the year.

The median remuneration is calculated based on the salary paid during the financial year to employees on payroll as on March 31, 2021.

- (ii) **The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary, if any, in the financial year;**

Name	Designation	% increase in remuneration in the financial year i.e. 2020-21
Mr. Inderchand Jain	Non Executive Director	No increase
Mr. S.C. Aythora	Independent Director	No increase
Mr. Nitin Kulkarni	Independent Director	No increase
Mr. Anil Sampat	Independent Director	No increase
*Mr. Vijay Joshi	Independent Director	*
Mr. Rajnesh Jain	Non Executive Director	No increase
Mr. Girish Jain	Whole Time Director	No increase
Mrs. Shraddha Jain	Non Executive Director	No increase
Mr. Kartik Konar	Chief Financial Officer	No Increase
**Ms. Bhavika Dalal (Resigned w.e.f. January 30, 2021)	Company Secretary	**
** Ms. Miti H Shah (Appointed w.e.f. February 13, 2021)	Company Secretary	**

\* Mr. Vijay Joshi has joined the organization as Additional Independent Director on September 15, 2020 and after Member's approval he was appointed as the Independent Director for the period of five years.

\*\* Ms. Bhavika Dalal had resigned from the post of Company Secretaryship w.e.f. January 30, 2021 and in place of her Ms. Miti H Shah was appointed as the Company Secretary of the Company w.e.f. February 13, 2021.

Therefore in both the above cases provisions relating to increase in their salary is not applicable.

- (iii) **The percentage increase in the median remuneration of employees in the financial year:** Nil
- (iv) **The number of permanent employees on the rolls of Company as on March 31, 2021:** 8 (Eight).
- (v) **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof**

**and point out if there are any exceptional circumstances for increase in the managerial remuneration:** Nil

- (vi) **Affirmation that the remuneration is as per the remuneration policy of the Company:**

The Company affirms remuneration is as per the remuneration policy of the Company.

- (vii) **There are no employees falling within the purview of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no such details, are required to be given.**

## AUDITORS

### a. STATUTORY AUDITORS

M/s. Batliboi & Purohit, Chartered Accountants (Firm Registration No. 101048W) were appointed as Statutory Auditors of the Company at the 22<sup>nd</sup> Annual General Meeting of the Company held on December 24, 2020 for a period of 5 consecutive years.

The Company has received the consent from the M/s. Batliboi & Purohit, Chartered Accountants, and confirmation to the effect that they are not disqualified to be appointed as the Auditors of the Company in terms of the provisions of the Companies Act, 2013 and rules made thereunder.

The Auditors have issued an unmodified opinion on the Financial Statements, both standalone and consolidated for the financial year ended 31<sup>st</sup> March, 2021. The said Auditors' Report(s) for the financial year ended 31<sup>st</sup> March, 2021 on the financial statements of the Company forms part of this Annual Report.

### b. INTERNAL AUDITOR

The Board of Directors on the recommendation of the Audit Committee appointed M/s. R.V. Luharuka & Co. LLP, Chartered Accountants as an Internal Auditor of the Company for the Financial Year 2021-22.

### c. SECRETARIAL AUDITOR AND SECRETARIAL COMPLIANCE REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed M/s. Bhadrash Shah & Associates, a firm of Practicing Company Secretary to conduct Secretarial Audit for the Financial Year 2021-22.

The Report of the Secretarial Auditor issued by M/s. Pinky Shethia & Associates for the FY 2020-21 is annexed and forms part of this Report.

The Secretarial Audit Report issued by M/s. Pinky Shethia & Associates for the FY 2020-21 does not contain any qualifications, reservations, or adverse remarks or disclaimer.

## d. COST RECORDS AND COST AUDITORS

The provisions of Cost Records and Cost Audit as prescribed under Section 148 of the Act are not applicable to the Company.

## REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Internal Auditors has reported to the Audit Committee under Section 143(12) of the Companies Act, 2013, any instances or fraud committed against the Company by its Officers or Employees, the details of which needs to be mentioned in the Board's Report.

## PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading as amended from time to time with a view to regulates trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

## WHISTLE BLOWER/VIGIL MECHANISM

In compliance with the provisions of Section 177(9) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI Listing Regulations, the Company has formulated a Whistle blower policy/ vigil mechanism for Directors and Employees to report concerns, details of which are covered in the Corporate Governance Report, which forms part of this Annual Report.

The said policy is available on the Company's website at [http://kjmcfinserv.com/investor\\_relation](http://kjmcfinserv.com/investor_relation).

During the financial year, no cases under this mechanism were reported to the Company and/or to any of its subsidiaries/associate.

## POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company is not required to place policy on Prevention of Sexual Harassment at Workplace as it is not applicable to the Company.

## SHARE CAPITAL

The Authorized Share Capital of the Company as on March 31, 2021, stood at INR. 5,00,00,000/- divided into 5000000/- Equity Shares of INR. 10/-each.

The Issued, Subscribed and Paid-up Equity share capital of the Company as on March 31, 2021, stood at INR. 3,92,64,400/- divided into 3926440 Equity Shares of INR. 10/- each.

## REPORT ON CORPORATE GOVERNANCE

In compliance with Regulation 34 of the Listing Regulations, a separate report on Corporate Governance along with a Certificate from Practising Company Secretary on its compliance is annexed and forms an integral part of this Annual Report.

## MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Schedule V of Listing Regulations "Management Discussion and Analysis" is annexed and forms part of this Report.

## INSURANCE

The assets/ properties of the Company are adequately insured against loss due to fire, riots, earthquake, terrorism, etc., and against other perils that are considered necessary by the management.

## WHOLE TIME DIRECTOR & CHIEF FINANCIAL OFFICER CERTIFICATION

Certificate from Mr. Girish Jain, Whole Time Director and Mr. Kartik Konar, Chief Financial Officer, as specified in Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2021 was placed before the Board of Directors of the Company at its meeting held on June 22, 2021.

## OTHER DISCLOSURES

1. None of the Directors of the Company have resigned during the year under review;
2. The Company has not issued equity shares with differential rights as to dividend, voting or otherwise;
3. The Company has not issued any sweat equity shares to its directors or employees;
4. No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year alongwith their status as at the end of the financial year is not applicable;
5. There was no revision of financial statements and Board's Report of the Company during the financial year under review;

## APPRECIATION

The Board of Directors place on record sincere gratitude and appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year.

The Board conveys its appreciation for its customers, shareholders, suppliers as well as vendors, bankers, business associates, regulatory and government authorities for their continued support.

**For and on behalf of the Board of Directors  
KJMC Corporate Advisors (India) Limited**

**Inderchand Jain  
Chairman  
DIN: 00178901**

Place: Mumbai  
Date: August 13, 2021



**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**FORM AOC-I**

**(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of subsidiaries & associate Companies**

**Part "A": SUBSIDIARIES**

**(Rs in '000')**

<b>Sr. No.</b>	<b>1</b>	<b>2</b>	<b>3</b>
Name of the subsidiary	KJMC Shares and Securities Limited	KJMC Credit Marketing Limited	KJMC Capital Market Services Limited
The date since when subsidiary was acquired	30-11-1998	29-03-2011	09-09-2011
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as holding company (i.e. 1 <sup>st</sup> April to 31 <sup>st</sup> March)	Same as holding company (i.e. 1 <sup>st</sup> April to 31 <sup>st</sup> March)	Same as holding company (i.e. 1 <sup>st</sup> April to 31 <sup>st</sup> March)
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	INR	INR	INR
Share capital	30,020	500	1,02,250
Reserves & surplus	6,910	(249)	61,862
Total assets	37,276	4,447	1,96,870
Total Liabilities	346	4,196	32,758
Investments	23,817	-	69,615
Turnover	2,632	2,056	33,533
Profit before taxation	(166)	(297)	3,639
Provision for taxation	10	(32)	1,622
Profit after taxation before Other Comprehensive Income	(156)	(265)	2,018
Other Comprehensive Income	8,261	-	19,932
Profit for the Year	8,105	(265)	21,949
Proposed Dividend	NIL	NIL	NIL
Extent of shareholding (in percentage)	100%	100%	100%

**PART "B": ASSOCIATES**

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies.

(Rs in '000')

Name of Associate	KJMC Financial Services Limited		
<b>1. Latest audited Balance Sheet Date</b>	31-03-2021		
<b>2. Date on which the Associate was associated or acquired</b>	27-05-2015		
<b>3. Shares of Associate held by the company on the year end No. Amount of Investment in Associate (Rs.) Extent of Holding %</b>	Shares Held by KCAL*	Shares Held by WOS** of KCAL	Total Shares Holding
	9,50,000	2,45,000	11,95,000
	19,500	6,125	25,625
	19.85%	5.12%	24.97%
<b>4. Description of how there is significant influence</b>	Company & its wholly owned subsidiary are holding more than 20% of Equity shares of KJMC Financial Services Limited, indicating significant influence under AS 23.		
<b>5. Reason why the associate is not consolidated</b>	NA		
<b>6. Networth attributable to Shareholding as per latest audited Balance Sheet</b>	176317		
<b>7. Profit / (Loss) for the year</b>			
<b>i. Considered in Consolidation</b>	111164		
<b>ii. Not Considered in Consolidation</b>	-		

\* KCAL: KJMC Corporate Advisors (India) Limited

\*\*WOS: Wholly Owned Subsidiary Company.

**As per our report of even date attached**

**For Batliboi & Purohit**  
Chartered Accountants.  
ICAI Firm Registration No. 118696W

**Raman Hangekar**  
Partner  
Membership No. 030615

Place: Mumbai  
Dated: August 13, 2021

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

**Girish Jain**  
Whole Time Director  
Din No: 00151673

**Kartik Konar**  
Chief Financial Officer

Place: Mumbai  
Dated: August 13, 2021

**Rajesh Jain**  
Director  
DIN: 00151988

**Miti H Shah**  
Company Secretary

**FORM AOC-2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto:

1. **Details of contracts or arrangements or transactions not at arm's length basis: Nil**
2. **Details of material contracts or arrangement or transactions at arm's length basis:**

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements / transactions	Duration of the contracts/ arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1.	Ms. Aayushi Jain (Relative of Mr. I. C. Jain, Mr. Girish Jain- Whole Time Director, Mr. Rajnesh Jain- Non Executive Director, Mrs. Shraddha Jain)	Professional services in the field of Business Development on a retainership basis at a monthly professional fee of Rs. 50,000 /-	12 Months	Rs.50,000/- Monthly	01.08.2020	-

**For and on behalf of the Board of Directors  
KJMC Corporate Advisors (India) Limited**

**Inderchand Jain  
Chairman  
DIN: 00178901**

Place: Mumbai  
Date: August 13, 2021

**FORM NO. – MR-3  
Secretarial Audit Report**

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

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021**

To,  
The Members  
**KJMC Corporate Advisors (India) Limited**  
(CIN: L67120MH1998PLC113888)  
162, Atlanta, 16<sup>th</sup> Floor, Nariman Point,  
Mumbai – 400021.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practiced by **KJMC Corporate Advisors (India) Limited** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's Books, Papers, Minutes 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 March 31, 2021 ("Audit Period"), complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

- I. The Companies Act, 2013 and Amendments made from time to time (hereinafter collectively referred to as the ("the Act") and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and Amendments made from time to time and the Rules made thereunder;
- III. The Depositories Act, 1996 and Amendments made from time to time and the Regulations and Bye-laws framed thereunder;
- IV. During the Audit period, there was no transaction relating to Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowings observed under Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder;

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and as amended from time to time;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d. The Company until the Audit period has not offered Employee Stock Option Scheme and Employee Stock Purchase Scheme under the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
- e. During the Audit period the Company has not issued or allotted any debt securities under the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client – Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review;
- g. During the Audit Period the Company has not applied/delisted any Securities, under the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- h. During the Audit Period the Company has not bought back any Securities, under the Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India and
- ii) The Listing Agreement entered into by the Company with BSE Limited and Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015 and as Amended from time to time.

I have also examined compliance with the applicable Laws, Acts, Rules, Regulations, Guidelines, Standards, etc., complied by the following subsidiaries of the Company:

- a) KJMC Capital Market Services Limited (CIN: U64990MH1994PLC077388)
- b) KJMC Shares and Securities Limited (CIN: U67120MH1996PLC217037)

- c) KJMC Credit Marketing Limited (CIN: U74110MH1996PLC217682)
- d) KJMC Commodities Market India Limited (CIN: U51909MH2009PLC189905)

**I further report that** The Mumbai Bench of the Hon'ble National Company Law Tribunal (NCLT) vide its Order dated April 27, 2020 has granted approval for the Scheme of Amalgamation between KJMC Commodities Market India Limited ("the Transferor Company") with KJMC Capital Market Services Limited ("the Transferee Company") and their respective shareholders ("Scheme"). The Appointed date for the said Scheme of Amalgamation is April 1, 2018. KJMC Commodities Market India Limited ("the Transferor Company") and KJMC Capital Market Services Limited ("the Transferee Company") are both the wholly owned subsidiary companies of KJMC Corporate Advisors (India) Limited. KJMC Commodities Market India Limited ("the Transferor Company") shall stand dissolved, without winding-up, on the Scheme becoming effective.

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

**I further report that,** having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the company:

- a) Regulatory Guidelines and Regulations issued by The Securities and Exchange Board of India under SEBI (Merchant Bankers) Regulations 1992 and its amendment from time to time.
- b) Regulatory Guidelines and Regulations issued by The Securities and Exchange Board of India under SEBI (Stock Brokers and Sub-Brokers) Regulations 1992 and its amendment from time to time (applicable to KJMC Capital Market Services Limited and KJMC Commodities Market India Limited).
- c) Labour Laws and other incidental laws related to employees appointed by the Company either on its payroll or on contractual basis related to wages, gratuity, provident fund, ESIC, compensation etc.;

**I further report that,** The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Director and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review are 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.

All decisions at Board Meetings and Committee Meetings are carried out with requisite majority as recorded in the minutes of the Board of Directors or Committee of the Board, as the case may be.

**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.

**I further report that** during the Audit period under review, the Company has not undertaken any event/action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For **Pinky Shethia and Associates,**  
Company Secretary in Practice

**CS Pinky Shethia**  
**Proprietor**

Membership No.:A29237

COP No.:17344

**UDIN: A029237C000355411**

Place: Mumbai

Date: May 21, 2021

**Note:** This Report is to be read with our letter annexed as **Annexure-A** which forms an integral part of this report.

To,  
The Members  
**KJMC Corporate Advisors (India) Limited**  
162, Atlanta, 16<sup>th</sup> Floor,  
Nariman Point, Mumbai – 400021.

\*My Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of Secretarial Records is the responsibility of the management of the company. Our responsibility is to make a report based on the secretarial records produced for our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my report.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **Pinky Shethia and Associates,**  
Company Secretary in Practice

**CS Pinky Shethia**  
**Proprietor**

Membership No.:A29237

COP No.:17344

**UDIN: A029237C000355411**

Place: Mumbai

Date: May 21, 2021

**MANAGEMENT DISCUSSION & ANALYSIS**

**OVERVIEW**

The financial statements for the year have been prepared in compliance with the requirements of the Companies Act, 2013 and rules made thereunder, guidelines issued by the Securities and Exchange Board of India (SEBI), the Accounting Standards prescribed by the Institute of Chartered Accountants of India and the Generally Accepted Accounting Principles in India and Secretarial Standard issued by the Institute of Company Secretaries of India. Management accepts responsibility for the integrity and objectivity of these financial reported statements. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner and reasonably present our state of affairs, for the year.

**GLOBAL ECONOMY**

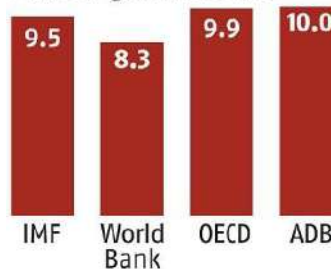
FY 2020-21 has been an unprecedented year in modern times, with the COVID-19 pandemic impacting human life extensively across the globe. Its impact on the economic front, too, has been significant. The slowdown across economies witnessed in 2019 exacerbated further in 2020 by the shock delivered by the pandemic. As a result, the global GDP is believed to have contracted by ~3.3% in 2020, with all major economics moving into negative territory. China was the only exception amongst the major economies to have posted a positive growth in 2020, albeit at a much lower rate of 2.3%. The economic upheaval could have been much more severe had it not been for the quick and synchronised response from central banks and governments globally, although this too varied across countries. The increase in balance sheet sizes of almost all central banks and the supportive measures undertaken by governments globally ensured easy availability of funding and support for both private and public consumption. This support has been instrumental in the progressive recovery seen in the last two quarters of the calendar year as compared to the significant contractions observed in the first two quarters. The sequential recovery in global trade coupled with the easy liquidity conditions have also led to a sharp rise in commodity prices, especially in the last quarter of FY 2019-20. This has been further aggravated by large-scale disruptions in the global supply chain, with shipping line capacities and container availability posing a major challenge.

**INDIAN ECONOMY**

The Indian economy too witnessed similar stress, with the nationwide lockdown from end March 2020 bringing business activities to a standstill for the major part of April and May 2020. An accommodative monetary policy from the Reserve Bank of India (RBI) and fiscal policy interventions by the central government, coupled with the gradual reopening of the economic activities from June 2020, have led to a sequential recovery in economic output. India's real GDP clocked a 0.4% growth in the October-December 2020 quarter on a year-on-year basis after a sharp fall in the first two quarters of FY 2020-21. However, the recovery is largely centred around the formal part of the economy. The informal players, especially the Micro, Small and Medium-sized Enterprises (MSMEs) in many industries have taken a disproportionately large hit. Inflation picked up over the year, despite the pandemic, primarily led by food inflation and higher fuel taxes. On the exchange rate front, post the initial bout of depreciation in the Indian currency in the beginning of the financial year, the currency has been relatively well supported on account of robust portfolio inflows in the economy as well as a better current account position.

**GROWTH STORY**

Revised projection for India's FY22 GDP growth rate (%)



IMF's latest projection for other major countries (%)



Source: Respective global bodies

The strong recovery in economic activities registered in Q4FY2021 raised expectations that the adverse impact of the COVID 19 pandemic is now behind us. Provisional estimates of national income released by the National Statistical Office (NSO) on May 31, 2021 placed India's real Gross Domestic Product (GDP) contraction at 7.3% for 2020-21, with GDP growth in Q4 at 1.6% year-on-year (y-o-y). On June 1, the India Meteorological Department (IMD) forecasted a normal south-west monsoon, with rainfall at 101% of the long period average. This should augur well for agriculture. With the rise in infections in rural areas, however, indicators of rural demand – tractor sales and two-wheeler sales – posted sequential declines during April 2021.

Industrial production registered a broad-based improvement in March 2021. While mining and electricity output surpassed March 2019 (pre-pandemic) levels, manufacturing output lagged. Core industries registered a double digit y-o-y growth in output in April 2021, propelled by a weak base. Although GST collections were at their highest during April 2021, there are indications of moderation in May as reflected in lower E-way bills generation. Other high-frequency indicators – electricity generation; railway freight traffic; port cargo; steel consumption; cement production; and toll collections – recorded sequential moderation during April-May 2021, reflecting the impact of restrictions and localised lockdowns imposed by states with exemptions for specific activities. The manufacturing purchasing managers' index (PMI) remained in expansion in May although it moderated to 50.8 from 55.5 in April due to a slowdown in output and new orders. The services PMI, which was 54.0 in April, entered into contraction (46.4) in May, after seven months of sustained expansion.

The RBI cut the Repo Rate five times in 2019 and consequently the repo rate came down from 6.0% in April 2019 to 4.4% in March 2020. Since May 2020, the RBI has maintained the repo rate at 4.00%. The reverse repo rate under the LAF stands at 3.35%, and the marginal standing facility (MSF) rate and the Bank Rate to 4.25%. The original fiscal deficit target for 2020-21 was 3.5%. However, in reality, the deficit shot up to a high of 9.5% of GDP due to the double impact of the COVID-19 pandemic — low revenue flows due to the lockdown and negative economic growth clubbed with high government spending to provide essential relief to vulnerable sections of society, as well as a stimulus package aimed at reviving domestic demand. For FY2021-22, the deficit target has been set at 6.8% with focus on i) capital expenditure, ii) infrastructure spending and announcement to set-up a Development Finance Institution, iii) asset monetisation, and iv) financial sector reforms (privatisation of Public sector banks and one insurance company, setting up of an ARC and AMC), amongst others.

The global economic conditions in 2021 have been projected to be more favourable to trade and investment than in 2020, as the Advanced Economies are expected to regain the growth momentum. Acceleration in the vaccination program and availability of health care would be a key to boost the confidence of the consumers, workers and producers in the resumption of their economic lives. However, the shadow of threat of the new strains of the virus and the slow progress of vaccinations globally is likely to impact the economic revival. Economic growth will require continued fiscal and monetary policy support, besides other measures to enable expansion of economic activities and keeping the population safe from the pandemic.

## 1. COMPANY'S BUSINESS AND SERVICES OFFERED

Your Company is a Category-I Merchant Banker registered with the Securities & Exchange Board of India (SEBI). The Company offers following Services to the Corporate Sector:

1. Merchant Banking Services:
  - (a) Syndication of Funds through Equity Capital Market – Initial Public Offers (IPOs), Offer For Sale, Rights Issue, Qualified Institutional Placements (QIPs).
  - (b) Other Merchant Banking Services – Buyback, Takeover, Delisting, Fairness Opinion, etc.
2. Mergers and Acquisition Advisory Services.
3. Syndication of Funds through Seed Funding, Venture Capital, Angel Investors, Family Offices, Private Equity Funds, etc.
4. Syndication of Debt through Banks, Financial Institutions, Non-Banking Finance Company, etc.
5. Advisory on Project Financing, Debt Restructuring, Debt Refinancing and One Time Settlement (OTS)
6. Valuation services for:
  - Overseas Direct Investment transactions
  - Foreign Direct Investment transactions
  - Transactions coming under the purview of Income Tax Rules
  - Requirements under Companies Act
  - Requirements under SEBI Regulations
7. ESOP Advisory services including Fair Market Value Certification
8. Corporate Advisory Services
9. Arrangers to shares of Unlisted / Pre-IPO companies

## 2. FINANCIAL REVIEW:-

### Consolidated

Your Company earned the total consolidated revenue of Rs. 439.76 Lakhs as against Rs. 463.66 Lakhs in the previous year. The total expenditure during the year is Rs. 555.04 Lakhs as against Rs. 530.54 Lakhs in the previous year. The net loss for the

year under review was Rs. 115.34 Lakhs as against net loss of Rs. 78.72 Lakhs in the previous year.

### Standalone

During the year under review, the total standalone revenue was Rs. 96.34 Lakhs as against Rs. 152.93 Lakhs in the previous year. The total expenditure during the year is Rs. 243.00 Lakhs as against Rs. 224.86 Lakhs in the previous year. The net loss for the year under review was Rs. 134.78 Lakhs as against net loss of Rs. 69.82 Lakhs in the previous year.

## KEY FINANCIAL RATIOS

Sr. No.	Ratio	31.03.2020	31.03.2021	Key Ratio Analysis
1	Debtors Turnover Ratio	3.3165777	3.214161292	-
2	Inventory Turnover Ratio	Nil	Nil	-
3	Interest Coverage Ratio	(33.92)	(24.24)	The reduction in profit before tax led to the change in the ratio.
4	Current Ratio	1.78	0.30	The change in Current Assets and Current Liabilities both resulted in the ratio.
5	Debit Equity Ratio	0.037	0.030	-
6	Operating profit Margin	(1.48)	(0.45)	The reduction in profit before tax led to the change.

## 3. BUSINESS OUTLOOK:-

As part of its service areas, your Company is striving hard for getting mandates across business verticals which includes Private Placements involving PE/VC Funds, managing Initial Public Offers, Rights Issues, Follow on Offers, Qualified Institutional Placements and Preferential Placements to institutional and strategic investors, Valuation Services and Corporate Advisory Services. Our expertise in due diligence, structuring, pricing and distribution combined with independent, unbiased and objective recommendation as corporate advisory has enabled us to face competition.

Your Company is also actively involved in arranging and placing shares of Unlisted/ Pre-IPO Companies.

In spite of the continuous effects of the COVID-19 pandemic, your Company foresees immense growth opportunities due to the subsequent pick-up in economic activity, increased preference for India as an investment destination and also as a substitute for China, increasing role of the private sector, possible opening up of the Agriculture sector, further removal of Trade barriers, increased privatisation of PSU's, etc. There has been a considerable increase in primary market activity in recent months with substantial oversubscription to IPO's / Offer For Sale of companies seeking listing on stock exchanges. The excellent listing performances by these companies suggests strong investor appetite of Retail and Institutional investors. All these factors will usher in a period of sustained growth, opening vast opportunities for your Company in its core areas of business.

## 4. RISKS AND CONCERNS:-

The current business environment is increasingly complex, competitive and continuously evolving and thus subject to

increasingly stringent regulatory and legislative framework. Risk is an integral part of the financial services industry and almost every business decision requires the management to balance risk and reward with the ultimate aim of delivering superior shareholder value.

Your Company lays great importance on Risk Management and Risk Management has been an important and integral part of the operations of your Company. This ensures meeting the objectives of maintaining robust asset quality alongside growth in business. The Management regularly identifies, evaluates and reviews the various risks on an on-going basis and develops risk mitigation plans to minimize the overall impact of the various risks involved. The Company's operational processes are well defined and adherence to Maker/Checker mechanism ensures precise compliance with laid-down procedures. Additionally, independent Internal Audit firms have been appointed to review and report on the business processes. Being engaged in the business in a highly regulated industry; we are presented with risk containment measures in the very regulations.

The company's business could potentially be affected by the following factors:-

- Risk that a client will fail to deliver as per the terms of a contract with us or another party at the time of settlement;
- Impact of volatility in markets on our revenues and investments, sustainability of the business across cycles;
- Risk due to uncertainty of a counter party's ability to meet its financial obligations to us;
- Inability to conduct business and service clients in the event of a contingency such as a natural calamity, breakdown of infrastructure, etc.

### 5. OPPORTUNITIES AND THREATS:-

#### Opportunities:

- Low retail penetration of financial services / products in India;
- Increased participation by Retail Investors in Stock Market leading to greater channelling of savings to equity markets;

- Regulatory reforms leading to greater transparency and better governance in listed entities;
- Focus on "Make in India" to boost various sectors of the economy;
- Focus on continuous reforms by the Government of India;
- Growth in the Rural economy stimulating rural demand;
- Increased availability of credit for MSME / SME companies and increasing investments in Indian Companies by PE / VC Funds;
- Favourable demographics like large young population with high disposable income, willingness to take risk, etc.

#### Threats:

- Continuous effects of COVID 19 leading to decline / disruption in economic activity;
- Geo-political tensions with China leading to disruption in supply chains;
- Increased incidence of frauds in NBFC, Banking and Broking sectors affecting overall availability of credit and leading to tightening of norms;
- Factors like excessive monsoon, rise in crude oil prices due to geo-political tensions, etc. may delay capex plans and impede growth;
- Increasing costs of compliance due to Regulatory changes;
- Increased competition from local and global players operating in India;
- Continuous downward pressure on the fees, commissions and brokerages caused by heightened competition and willingness of most players to deliver services at very low fees;
- Execution risk;
- High attrition rate of skilled and experienced human capital.



## REPORT ON CORPORATE GOVERNANCE

In compliance with Regulation 34(3) and Schedule V of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company submits the following report:

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

Your Company is committed to the adoption of best governance practices and their adherence in true spirit at all times. Your Company's philosophy on Corporate Governance enshrines the goal of achieving the highest levels of transparency, accountability and ethical behavior in all spheres of its operations and in all its communication with its stakeholders. Your Company continuously strives to achieve excellence in corporate governance through its values – Integrity, Commitment, Passion, Seamlessness and Speed.

### 2. BOARD OF DIRECTORS

#### (a) Board Composition & Meetings:

The Company believes that an active and well informed Board is necessary to ensure the highest standards of Corporate Governance.

As at March 31, 2021 the Board consists of (8) Eight Directors comprising of (3) Three Non-Executive Directors, including a woman Director, (4) Four Directors are Independent

Non-Executive Directors and (1) One Executive Director. The composition of the Board represents an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business. The Chairman of the company is a non-executive director. All Directors are from diverse backgrounds to effectively contribute to the Company's decision making process. The independent directors have confirmed to the Board that they meet the criteria of independence as specified under Section 149(6) of the Act and that they qualify to be independent directors pursuant to Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014. They have further confirmed to the Board that they meet the required criteria for being the independent directors as outlined under Regulation 16(1) (b) of the Listing Regulations. The Board meetings are held at regular intervals to consider, discuss and approve inter alia, the unaudited and audited standalone and consolidated financial results of the Company, strategy and policy, risk management, competitive scenario, etc. During the financial year, the Board of Directors met Four (4) times during the year on July 28, 2020, September 15, 2020, November 13, 2020 and February 13, 2021. The required quorum was present at all the above meetings.

The names and categories of the Directors on the board, their attendance at board meetings held during the year and the number of directorships and committee chairmanships / memberships held by them in other public companies as on March 31, 2021 are given herein below.

Name of the Director	Category	Relationship with each other	Directorships held in other listed entities	Number of Board meetings during the year 2020-21		Whether attended last AGM held on December 24, 2020	Number of directorships in other public companies	Number of committee positions held in other public companies*		No. of shares held in the Company along with % to the paid up share capital of the Company***
				Held	Attended			Chairman	Member	
Mr. Inderchand Jain DIN:00178901	Promoter & Non-Executive Director (Chairman)	Father of Mr. Rajnesh Jain and Mr. Girish Jain & Father in law of Mrs. Shraddha Jain	Non-Executive - Non Independent Director of KJMC Financial Services Limited	4	4	No	2	1	2	1000 (0.03%)
Mr. Rajnesh Jain DIN:00151988	Promoter & Non-Executive Director	Son of Mr. Inderchand Jain ,Brother of Mr. Girish Jain and Husband of Mrs. Shraddha Jain	Whole time Director of KJMC Financial Services Limited	4	4	Yes	5	-	2	380518 (9.69%)
Mr. Girish Jain (Whole Time Director) DIN:00151673	Promoter & Executive Director	Son of Mr. Inderchand Jain and Brother of Mr. Rajnesh Jain and Brother-in-law of Mrs. Shraddha Jain	Non-Executive - Non Independent Director of KJMC Financial Services Limited	4	4	Yes	4	-	1	380518 (9.69%)
Mr. S.C. Aythora DIN:00085407	Independent Director	**	Non-Executive - Independent Director of KJMC Financial Services Limited and Gold Rock Investments Limited	4	4	No	5	1	3	350 (0.009%)
Mr. Nitin Kulkarni DIN: 02297383	Independent Director	**	Non-Executive - Independent Director of KJMC Financial Services Limited	4	4	Yes	2	1	3	250 (0.007%)
Mrs. Shraddha Jain DIN:00156306	Non-Executive Director	Daughter-in law of Mr. Inderchand Jain and Wife of Mr. Rajnesh Jain and Sister-in-law of Girish Jain	Non-Executive - Non Independent Director of KJMC Financial Services Limited	4	4	No	4	-	-	-

## 23<sup>RD</sup> ANNUAL REPORT 2020 - 2021

Name of the Director	Category	Relationship with each other	Directorships held in other listed entities	Number of Board meetings during the year 2020-21		Whether attended last AGM held on December 24, 2020	Number of directorships in other public companies	Number of committee positions held in other public companies*		No. of shares held in the Company along with % to the paid up share capital of the Company***
				Held	Attended			Chairman	Member	
Mr. Anil Sampat DIN: 06735051	Independent Director	**	Non-Executive - Independent Director of KJMC Financial Services Limited	4	3	Yes	1	-	-	5500 (0.14%)
#Mr. Vijay Joshi DIN: 00151550	Independent Director	**	Non-Executive - Independent Director of KJMC Financial Services Limited	2	2	No	1	-	-	-

\* Position in Audit Committee and Stakeholders Relationship Committee only (excluding Private Limited Company, Foreign Company and Section 8 Company) as provided in Regulation 26(1) of Listing Regulations.

# Mr. Vijay Joshi (DIN: 00960613) was appointed as Non-Executive Additional Independent Director of the Company at its Board Meeting held on September 15, 2020 and subsequently his appointment got regularized as Non-Executive Independent Director in the 22<sup>nd</sup> Annual General Meeting held on December 24, 2020 for a term of five years.

\*\* No inter-se relationship with any of the Directors of the Company.

\*\*\*As per the declarations made to the Company by the Directors as to the shares held in their own name or held jointly as the first holder or held on beneficial basis as the first holder.

In accordance with Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, none of the directors on the board hold directorships in more than ten public companies and none of them is a member of more than ten committees or chairman of more than five committees across all public companies in which they are directors. In compliance with Section 165 of the Companies Act, 2013, none of the Directors on the Board hold directorship in more than 20 (Twenty) companies at the same time with the directorship in public companies not exceeding 10 (Ten).

The familiarization programme for Independent Directors in terms of provisions of Listing Regulations is uploaded on the website of the Company: [www.kjmcinserv.com](http://www.kjmcinserv.com)

The Company provides teleconference/Video Conference facilities to Directors to participate in the meetings.

### (b) Board Procedures

The Agenda for the meetings is circulated well in advance to the Board of Directors. The items in the Agenda are backed by comprehensive background information to enable the Board to take appropriate informed decisions. The Board is also kept informed of major events/items and approvals taken wherever necessary. At the Board meetings, the Board is apprised of the overall performance of the Company.

The Company adheres to the provisions of the Companies Act, 2013 read with the Rules issued thereunder, Secretarial Standards

and Listing Regulations with respect to convening and holding the meetings of the Board of Directors and its Committees.

The day-to-day management of the Company is entrusted with the Executive Director and the Senior Management Personnel of the Company who function under the overall supervision, director and control of the Board of Directors

### (c) Key Board qualifications, expertise and attributes

The Company's core business(es) include Merchant banking activities such as issue management, Corporate Restructuring, Valuations etc., in India.

The following is the list of core skills/expertise/competencies identified by the Board of Directors as required in the context of the Company's aforesaid business(es) for it to function effectively and those available with the Board as a whole.

- i) **General management/Governance:** Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.
  - ii) **Financial skills:** Understanding the financial statements, financial controls, risk management, mergers and acquisition, etc.
  - iii) **Technical skills** and professional skills and knowledge including legal and regulatory aspects.
- (d) Skills/expertise/competencies identified by the Board of Directors (as on 31<sup>st</sup> March 2021)**

The core skills/expertise/competencies available with the Board and taken into consideration while nominating any candidate to serve on the Board are:

Sr No	Name of Director	Finance, Accounts & Risk Managements	Business & Senior Management	Leadership & Governance	Legal Regulatory Matters
1.	Mr. Inderchand Jain	✓	✓	✓	✓
2.	Mr. Girish Jain	✓	✓	✓	✓
3.	Mr. Rajnesh Jain	✓	✓	✓	✓
4.	Mrs. Shraddha Jain	-	✓	✓	-

Sr No	Name of Director	Finance, Accounts & Risk Managements	Business & Senior Management	Leadership & Governance	Legal Regulatory Matters
5.	Mr. Sureshchandra Aythora	✓	✓	✓	✓
6.	Mr. Nitin Kulkarni	✓	✓	✓	✓
7.	Mr. Anil Sampat	✓	✓	✓	✓
8.	Mr. Vijay Joshi	✓	✓	✓	✓

### 3. AUDIT COMMITTEE

The Committee composition and terms of reference are in compliance with the provision of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. Members of the Audit Committee possess requisite qualifications and expertise.

#### (a) The terms of reference:

The Audit Committee provides direction to the audit and risk management function in the Company and monitors the quality of internal audit and management audit. The terms of reference of the audit committee have been specified in writing by the Board of Directors of the Company in accordance with section 177 (4) of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

#### (b) Composition & Meetings:

The Committee met (4) Four times during the year on July 28, 2020, September 15, 2020, November 13, 2020 and February 13, 2021. The necessary quorum was present for all the meetings.

The composition of the audit committee and the details of meetings attended by its members are given below:

Sr. No.	Name of Director	Executive/ Non-Executive/ independent	No. of Meetings attended during the year 2020-21	
			Held	Attended
1.	Mr. Nitin Kulkarni	Chairman-Independent Director	4	4
2.	Mr. S. C. Aythora	Member-Independent Director	4	4
3.	Mr. Inderchand Jain	Member- Non Executive Director	4	4

All the members of the Audit Committee are financially literate and have accounting or related financial management expertise. The audit committee invites executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors and representatives of the internal auditors to be present at its meetings. The Company Secretary acts as the secretary to the audit committee. The last Annual General Meeting (AGM) of the Company was held on December 24, 2020 and was attended by Mr. Nitin Kulkarni, Chairman of the Audit Committee.

### 4. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of the Company is constituted in accordance with the Regulation 19 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Section 178 of the Companies Act, 2013

#### (a) Terms of Reference:

The terms of reference of Nomination and Remuneration Committee consists of making recommendations on matters related to appointment, remuneration of Directors and Senior Management, review of performance-based remuneration with reference to corporate goals and objectives, frame policy and review the process of succession planning at key levels in the Company and other related matters.

#### (b) Composition & Meetings:

The Committee met (3) Three times during the year on July 28, 2020, September 15, 2020 and February 13, 2021. The composition of the nomination and remuneration committee and the details of meetings attended by its members are given below:

Sr. No.	Name of Director	Category	No. of meetings during the financial year 2020-21	
			Held	Attended
1.	Mr. Nitin Kulkarni	Chairman-Independent Director	3	3
2.	Mr. S.C. Aythora	Member-Independent Director	3	3
3.	Mr. Rajnesh Jain	Member-Non-Executive Director	3	3

#### (c) Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors are determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by independent director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behaviour and judgment.

#### (d) Remuneration Policy:

The Nomination and Remuneration Committee is fully empowered to determine/ approve and revise, subject to necessary approvals, the remuneration of managerial personnel including Managing Director/ Whole Time Director after taking into account the financial position of the Company, trends in the industry, qualifications, experience, past performance and past remuneration, etc.

The Company's remuneration policy is directed towards rewarding performance based on review of achievements periodically. The remuneration policy is in consonance with the existing industry practice.

The Independent Director shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board/ Committee meetings.

A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

Nomination and Remuneration Committee recommend the remuneration for the Chairman and Whole Time Director, Senior Management and Key Managerial Personnel. The payment of remuneration to Executive Directors is approved by the Board and Shareholders.

**(e) Details of sitting fees paid to the Directors for the year ended March 31, 2021:**

The Non-Executive Directors are paid sitting fees of Rs. 4000/- for every meeting of the Board of Directors and Rs. 1000/- for every meeting of the Audit Committee and Nomination & Remuneration Committee. Independent Directors are paid sitting fees of Rs. 4000/- for Independent Directors Meeting. The remuneration by way of sitting fees for attending Board, Audit Committee, Nomination & Remuneration Committee and Independent Directors Meetings paid to Directors are as follows:

(Amount in Rs.)

Name of Director	Sitting Fees			
	Board Meeting	Audit Committee Meeting	Nomination & Remuneration Committee Meeting	Independent Directors Meeting
Mr. S.C. Aythora	16000	4000	3000	4000
Mr. Nitin Kulkarni	16000	4000	3000	4000
Mr. Inderchand Jain	16000	4000	-	-
Mr. Rajnesh Jain	16000	-	3000	-
Mrs. Shraddha Jain	16000	-	-	-
Mr. Anil Sampat	12000	-	-	4000
*Mr. Vijay Joshi	8000	-	-	4000

\*Received sitting fees for the part of the year.

**(f) Details of remuneration paid to the Executive Directors for the year ended March 31, 2021:**

(Amount in Rs. )

Name of Whole Time Director	Salary as per 17 (1) of the IT Act	Benefits perquisites and allowances as per 17(2) IT Act	Contribution to provident fund	Total	Service contract / Notice period
Mr. Girish Jain	24,00,000	58,81,939	2,76,000	85,57,939	Three years from April 01, 2016 to March 31, 2019. Re-appointed for a further period of 3 years from April 01, 2019 to March 31, 2022.

**(g) Details of equity shares of the Company held by the Directors as on March 31, 2021 are given below:**

Name	Number of equity shares
Mr. Inderchand Jain	1000
Mr. Rajnesh Jain	380518
Mr. Girish Jain	380518
Mr. S. C. Aythora	350
Mr. Nitin Kulkarni	250
Mr. Anil Sampat	5500

**5. SHARE TRANSFER AND STAKEHOLDERS RELATIONSHIP COMMITTEE**

The Share Transfer and Stakeholders Relationship Committee composition and the terms of reference are in compliance with the provisions of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The role and functions of the Share Transfer and Stakeholders Relationship Committee are the effective redressal of grievances of shareholders, debenture holders and other security holders including complaints related to transfer of shares, non-receipt of balance sheet, non- receipt of declared dividends. The Committee overviews the steps to be taken for further value addition in the quality of service to the investors.

During the year, NIL complaints were received from shareholders. As on March 31, 2021, no investor grievance has remained unattended/ pending for more than thirty days. The Board has delegated the powers to approve transfer of securities allotted by the Company to this Committee. As on March 31, 2021, no transfer was pending.

The Committee is headed by Mr. Inderchand Jain, Non-Executive Director and consists of the members as stated below. During the year ended on March 31, 2021, two meetings were held on September 4, 2020 and January 21, 2021.

The composition of the Share Transfer and Stakeholders Relationship Committee and the details of meetings attended by its members are given below:

Sr. No.	Name of Director	Category	No. of meetings during the financial year 2020-21	
			Held	Attended
1.	Mr. Inderchand Jain	Chairman -Non-Executive Director	2	2
2.	Mr. Nitin Kulkarni	Member-Independent Director	2	2
3.	Mr. Rajnesh Jain	Member- Non-Executive Director	2	2
4.	Mr. Girish Jain	Member-Executive Director	2	2

**Name, designation and address of Compliance Officer:**

**Ms. Miti H Shah**  
**Company Secretary and Compliance Officer**  
KJMC Corporate Advisors (India) Limited  
162, Atlanta, 16<sup>th</sup> Floor, Nariman Point, Mumbai 400 021  
Telephone: 022-40945500, Ext: 131 Fax: 91 22 22852892  
Email: [investor\\_corporate@kjmc.com](mailto:investor_corporate@kjmc.com)

**6. INDEPENDENT DIRECTORS MEETING**

In accordance with the provisions of Schedule IV (Code for Independent Directors) of the Companies Act, 2013 and Regulation 25(3) of Listing Regulations, a meeting of the Independent Directors of the Company was held on February 13, 2021.

**7. CREDIT AND INVESTMENT COMMITTEE**

In addition to the above referred Committees which are mandatory under the Companies Act 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and under the SEBI Guidelines, the Board of Directors has constituted Credit and Investment committee for considering and approving the proposals of investing the funds of the Company and to grant loan or give guarantee or provide security in respect of loans. The committee comprises of Mr. Inderchand Jain, Chairman, Mr. Girish Jain and Mr. Rajnesh Jain as the members of the Credit and Investment Committee. There was no meeting conducted during the year under review.

The composition of the Credit and Investment Committee and the details of meetings attended by its members are given below:

Sr. No.	Name of Director	Category	No. of meetings during the financial year 2020-21	
			Held	Attended
1.	Mr. Inderchand Jain	Chairman - Non-Executive Director	-	-
2.	Mr. Girish Jain	Executive Director	-	-
3.	Mr. Rajnesh Jain	Non-Executive Director	-	-

**8. GENERAL BODY MEETINGS:**

**(a) Annual General Meeting:**

The particulars of Annual General Meetings of the Company held in last three years are as under:

Year	AGM	Location	Date	Time	No. of special resolution passed
# 2019-2020	AGM	Kamalnayan Bajaj Hall, Bajaj Bhavan, Jammalal Bajaj Marg, Nariman Point Mumbai – 400021	24/12/2020	10.30 A.M.	4
##2018-19	AGM	Kamalnayan Bajaj Hall, Bajaj Bhavan, Jammalal Bajaj Marg, Nariman Point Mumbai – 400021	30/09/2019	11.30 A.M.	3
**2017-18	AGM	Kamalnayan Bajaj Hall, Bajaj Bhavan, Jammalal Bajaj Marg, Nariman Point Mumbai – 400021	22/09/2018	10.00 A.M.	2

# Special Resolution for the following was passed in AGM held on **December 24, 2020**

- Increasing the investment limits upto INR. 50 Crores.
- Increasing in the Borrowing limits upto INR. 50 Crores.
- Creation of Mortgage or Charge on any property or the undertaking of the Company but not exceeding INR. 50 Crores.
- Re-appointment of Mr. Inderchand Jain, Chairman & Non-Executive Director aged above 75 years who was retiring by rotation.

## Special Resolution for the following was passed in AGM held on **September 30, 2019**

- Re-appointment of Mr. Girish Jain, Whole-time Director of the Company for a period of 3 (three) years from April 01, 2019 to March 31, 2022.
- Re-appointment of Mr. S.C. Aythora as an Independent Director of the Company for second term of 5 years
- Re-appointment of Mr. Nitin Kulkarni as an Independent Director of the Company for second term of 5 years

\*\* Special Resolution for the following was passed in AGM held on September 22, 2018

- Continuation of appointment of Mr. Inderchand Jain, Chairman and Non Executive Director of the company aged 78 years whose terms of office shall be liable to determination by retirement by rotation.
- Appointment of Mr. Anil Sampat as an Independent Director of the Company and on attaining age of 75 years in October, 2019

**(b) Extra Ordinary General Meeting:**

No Extra Ordinary General Meeting of the members was held during the year 2020-21.

### (c) Special Resolution passed through Postal Ballot:

During the year under review, no resolution was passed through postal ballot.

### 9. DISCLOSURES

- i. None of the transactions with any of the related party are in conflict with the interest of the Company at large. The board has approved a policy for related party transactions which has been uploaded on the Company's website.
- ii. The Company has complied with all the requirements of the Stock Exchange, SEBI and other statutory authorities on all matters relating to capital market during the last three years. No penalties or strictures have been imposed on the Company by the Stock Exchanges, SEBI or other Statutory Authorities.
- iii. The Company has adopted Whistle Blower Policy/Vigil Mechanism for Directors and Employees to report concerns about unethical behavior. No person has been denied access to the audit committee. The said policy has been also put up on the website of the Company.
- iv. The Company has also adopted policy for Determination of Materiality of Events and Information and Policy on Preservation of Documents. The said policies have been also put up on the website of the Company.
- v. There have been no instances of non-compliances by the Company and no penalties and/or strictures have been imposed on it by Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets during the previous three financial years.

### 10. MEANS OF COMMUNICATION

Effective communication of information is an essential component of Corporate Governance. It is the process of sharing information, ideas, thoughts, opinions and plans to all stakeholders which promotes relations between the management and shareholders. The Company regularly interacts with its shareholders through multiple channels of communication.

#### a. Quarterly Results

The Company has promptly reported all material information including quarterly results to BSE Limited, where the Company's securities are listed. The quarterly, half-yearly and annual results of the Company are published in national and regional newspapers in India which include Free Press Journal and Nav Shakti. The Company also sends the financial results to the Stock Exchange immediately after its approval by the Board. These results are simultaneously posted on the website of the Company. No presentations were made to the Institutional Investor's or analysts during the year under review.

#### b. Website

The Company's website viz., [www.kjmcfinserv.com](http://www.kjmcfinserv.com) provides information about the businesses carried on

by the Company, its subsidiaries and associate. It is the primary source of information to all the stakeholders of the Company and to general public at large. It also contains a separate dedicated section on Investor Relations. Financial Results, Annual Reports, Shareholding Pattern, Official News Releases various policies adopted by the Board and other general information about the Company and such other disclosures as required under the Listing Regulations, are made available on the Company's website.

#### c. Annual Report

Annual Report containing, inter alia, the Standalone and Consolidated Financial Statements, Board's Report, Auditors' Report and other important information is circulated to the shareholders of the Company prior to the Annual General Meeting. The Report on Management Discussion and Analysis forms part of this Annual Report. The Annual Report of the Company is also available on its website and also on the website of BSE.

#### d. Designated Exclusive Email-ID

The Company has designated an email id exclusively for its shareholders viz., [investor.corporate@kjmc.com](mailto:investor.corporate@kjmc.com) for the purpose of registering complaints by investors and the same is displayed on the Company's website.

#### e. Price Sensitive Information

All price sensitive information and such other matters which in the opinion of the Company are of importance to the shareholders/investors are promptly intimated to the Stock Exchanges in terms of the Company's Policy for Determination of Materiality of Events/Information and the Listing Regulations.

#### f. Web link where policy for determining 'material' subsidiaries and policy on dealing with related party transactions is disclosed;

As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, the Company has formulated a policy on Related Party Transactions and policy on Material Subsidiaries. The same have been uploaded on the website of the Company [http://kjmcfinserv.com/investor\\_relation](http://kjmcfinserv.com/investor_relation)

#### g. No presentations were made to the institutional investors or to analysts during the year under review.

#### h. Further, the annual reports containing Audited Standalone and Consolidated Financial Statements of the Company together with Directors' Report, Auditors' Report and other important information are circulated to the members and others entitled thereto. However, this year in view of the outbreak of COVID-19 pandemic and owing to the difficulties involved in dispatching of physical copies of Annual Report, SEBI vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 directed the Companies to send the Annual Report only by e-mail to all the Members of the Company. Therefore, the Annual Report for FY 2020-21 and Notice of Twenty-Third (23<sup>rd</sup>)AGM of the

Company is being sent to the Members at their registered e-mail addresses in accordance with said circular.

## 11. GENERAL SHAREHOLDER'S INFORMATION

### i. Annual General Meeting scheduled to be held:

Date : September 29, 2021  
Time : 10:30 a.m.  
Venue : Kamalnayan Bajaj Hall, Bajaj Bhavan, Jamnalal Bajaj Marg, Nariman Point, Mumbai -400 021.

### ii. Financial year:

The Company follows the period of April 1 to March 31, as the Financial Year. Tentative Financial calendar for the financial year 2021-22 is as under:

Financial Reporting for the Financial Year 2021-22	Tentative month of reporting
Un-audited Financial Results for the quarter ending June 30, 2021	On or before August 14, 2021
Un-audited Financial Results for the quarter and half year ending September 30, 2021	On or before November 14, 2021
Un-audited Financial Results for the quarter and nine months ending December 31, 2021	On or before February 14, 2022
Audited Financial Results for the quarter and year ending March 31, 2022	On or before May 30, 2022

### iii. Book Closure:

The Register of Members and Share Transfer Books will remain closed from Thursday, September 23, 2021 to Wednesday, September 29, 2021 (both days inclusive) for the purpose of AGM.

### iv. Dividend Payment Date:

No dividend recommended on the Equity Shares of the Company.

### v. Listing of Equity Shares on Stock Exchanges:

Equity Shares of the Company are listed on BSE Limited (BSE).  
**Address:** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

Annual listing fees for the financial year 2021-2022 has been paid to the BSE Limited, Mumbai.

### vi. Stock Code:

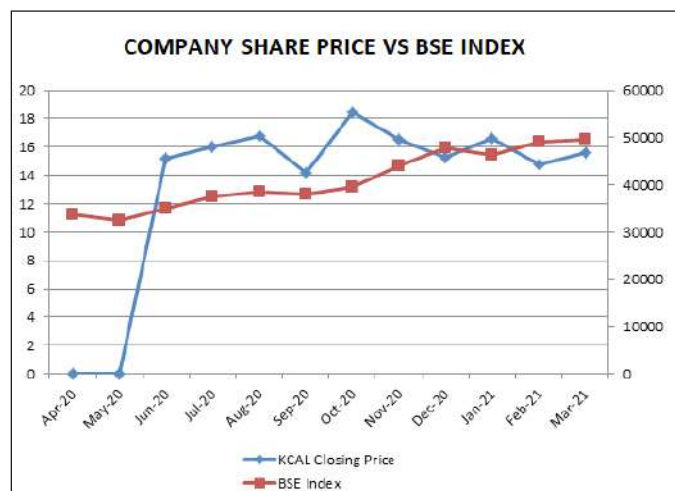
(I) BSE Limited, Mumbai (BSE): B-532304  
- ISIN – INE602C01011

### vii. Stock Price Data:

Month wise high and low price of the Company's Shares at BSE Limited (BSE) from April, 2020 to March, 2021 are as under:

Month	BSE Limited (BSE)		No of shares traded during the month	Total Turnover
	High (Rs.)	Low (Rs.)		
April, 2020	-	-	-	-
May, 2020	-	-	-	-
June, 2020	16.00	15.20	178	2748
July, 2020	16.00	15.95	1540	24615
August, 2020	16.80	16.00	791	13001
September, 2020	16.00	14.15	156	2490
October, 2020	18.44	9.43	1992	22785
November, 2020	20.05	16.65	3514	60316
December, 2020	17.00	15.15	4783	74427
January, 2021	18.40	15.85	3326	54470
February, 2021	15.9	14.3	1472	22258
March, 2021	16.45	13.80	4227	63739

### viii. Performance of the share price of the Company in comparison to the BSE Sensex:



### ix. Registrar & Transfer Agent:

Bigshare Services Pvt. Ltd.,  
1<sup>st</sup> Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri (East) Mumbai 400059,  
Tel No. : 022 62638200, Fax No: 022 62638299  
email id: [investor@bigshareonline.com](mailto:investor@bigshareonline.com).

**x. Share Transfer System:**

Shares sent for transfer in physical form to R&T Agents, are registered and returned within statutory time limit from the date of receipt, provided the documents meet the stipulated requirement of statutory provisions in all respects. The Company obtains, from a company secretary in practice, half yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the Listing Regulations, and files a copy of the same with the Stock Exchange. The Share Transfer Committee meets generally as and when required basis to consider the transfer proposals.

**xi. Shareholding as on March 31, 2021:**

**a. Distribution of shareholding as on March 31, 2021**

Category (Shares)	Number of Share holders	% of Total Holders	Share Amount in Rs.	% of Total Amount	
1	500	2185	93.6964	1828522	4.6569
501	1000	52	2.2298	41773	1.0639
1001	2000	35	1.5009	51078	1.3009
2001	3000	13	0.5575	31374	0.7990
3001	4000	5	0.21034	16567	0.4219
4001	5000	8	0.34	38183	0.9725
5001	10000	11	0.47	70663	1.7997
10001	9999999999	23	0.98	3493950	88.9852
<b>TOTAL</b>		<b>2332</b>	<b>100</b>	<b>39264400</b>	<b>100</b>

**b. Shareholding pattern as on March 31, 2021**

The shareholding of different categories of the shareholders as on March 31, 2021 is given below:

Category	Number of shares	Percentage %
Promoter and Promoters Group	2462994	62.73
Directors, their Relatives	7000	0.18
Central / State Govt (s)	139645	3.56
Bodies Corporate	231405	5.89
Financial Institutions/Banks	65400	1.67
Foreign Investors (FIIs /NRIs /OCBs /Foreign Bank/Foreign Corporate Bodies)	760	0.02
Others	1019236	25.95
<b>TOTAL</b>	<b>3926440</b>	<b>100</b>

**xii. De-materialization of Shares**

Trading in Equity Shares of the Company is permitted in dematerialized form with effect from 29<sup>th</sup> January, 2001 as per notification issued by the Securities & Exchange Board of India (SEBI). As on March 31, 2021, out of 3926440 Equity Shares, 3757244 Equity Shares representing 95.69% of the total paid up capital are held in dematerialized form with NSDL and CDSL.

**xiii. Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity.**

The Company has not issued any GDRs / ADRs/ Warrants in past and hence as on March 31, 2021, the Company does not have any outstanding GDRs / ADRs/Warrants.

**xiv. Plant Locations:**

The Company is engaged in financial services business and does not have any plant.

**xv. Address for correspondence:**

KJMC Corporate Advisors (India) Limited  
162, Atlanta, 16<sup>th</sup> Floor, Nariman Point, Mumbai - 400 021.  
Tel: 022-40945500 Fax: 022-22852892  
Email: [investor.corporate@kjmc.com](mailto:investor.corporate@kjmc.com)  
Website: [www.kjmcfinserve.com](http://www.kjmcfinserve.com)

**xvi. Commodity price risk or Foreign exchange risk and hedging activities**

The Company does not deal with any commodity and hence not exposed to any commodity price risk. As on March 31, 2021, the Company does not have any foreign exchange receivable and foreign exchange payable.

**xvii. The Company is not required to obtain any credit ratings.**

**12. OTHER INFORMATION**

**i. Compliance with the Mandatory requirements and Implementation of the Non-mandatory requirements:**

The Company has complied with the mandatory requirement of the Corporate Governance as stipulated under Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has not implemented the non-mandatory requirements except stated otherwise in this Annual Report.

**ii. Total fees paid to Statutory Auditors:**

The total amount of fees paid to the Statutory Auditors of the Company during the financial year 2020-2021 is stated in the Notes to financial statements, which forms a part of this Annual Report.

**iii. Company Secretary in Practice Certification:**

In accordance with the SEBI (Listing Obligations and Requirement) Regulations, 2015, the Company has obtained the certificate from M/s. Bhadrash Shah & Associates, Company Secretary, confirming that as on March 31, 2021, none of the Directors on the Board of the Company are debarred or disqualified from being appointed or continuing as directors by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such authority and the same is annexed to this Report.



**iv. Disclosures related to Sexual Harassment of Women at work place (Prevention, Prohibition and Redressal) Act, 2013:** Not Applicable

**v. Recommendation of the Committees:**

During the financial year ended March 31, 2021 the Board of Directors has accepted recommendations of the committees of the Board.

**vi. Disclosure on compliance with Corporate Governance Requirements:**

The Company has complied with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations. The Company has complied with the requirements of Part C (Corporate Governance Report) of sub- paras (2) to (10) of Schedule V of the Listing Regulations

**vii. Prevention of Insider Trading Code:**

The Company has adopted a Code of Conduct to Regulate, Monitor and Report trading by Designated Persons (Insider Trading Code) under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (SEBI Insider Trading Regulations). SEBI notified several amendments to SEBI Insider Trading Regulations pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 which were effective from 1<sup>st</sup> April, 2019.

In accordance with the said amendments to the SEBI Insider Trading Regulations, it was, inter alia, required to amend/ formulate the following:

- (a) Code of Conduct to Regulate, Monitor and Report trading by Designated Persons
- (b) Policy for determination of 'legitimate purposes' as a part of 'Code of Fair Disclosure and Conduct'
- (c) Policy for inquiry in case of leak of Unpublished Price Sensitive Information (UPSI)
- (d) Whistle Blower Policy to enable reporting in case of leak of UPSI

The Board of Director by passing circular resolution on March 31, 2019, approved formulation/amendments to the aforesaid.

All the Directors, employees at Senior Management and other employees who could have access to the unpublished price sensitive information of the Company shall be governed by this code.

The Audit Committee shall review cases of non-compliances, if any, and makes necessary recommendations w.r.t. action taken against such defaulters. The said non – compliances shall also be promptly intimated to SEBI. The Code of Conduct to Regulate, Monitor and Report trading by Designated Persons, Code of Fair Disclosure & Conduct and Whistle Blower Policy have been uploaded on website of the Company and can be accessed through the following link: [http://kjmcfinserv.com/investor\\_relation](http://kjmcfinserv.com/investor_relation)

**viii. CEO/CFO Certification**

Whole Time Director/Chief Financial Officer (CFO) have issued certificate as specified in Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the financial year ended March 31, 2021 certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs.

**ix. Compliance with Mandatory Requirements**

The Company has complied with all mandatory requirements of the listing regulations.

**x. Modified/ Unmodified opinion(s) in audit report**

The Company is in the regime of financial statements with unmodified audit opinion.

**xi. Separate posts of Chairperson and Chief Executive Officer**

The chairman is a Non- Executive Director of the Company.

**xii. Reporting of Internal Auditor**

The Internal Auditor reports directly to the Audit Committee.

**xiii. Details of utilization of funds raised through preferential allotment (Conversion of warrants)**

The funds raised through preferential allotment (Conversion of warrants) were utilized for business and general corporate purposes.

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

I hereby declare that all the Board Members and Senior Management Personnel of the Company have affirmed the compliance with the provisions of the code of conduct for the financial year ended on March 31, 2021.

Place: Mumbai  
Date: August 13, 2021

**Girish Jain**  
**Whole Time Director**  
**DIN: 00151673**

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members of,  
**KJMC Corporate Advisors (India) Limited**  
162, Atlanta, 16<sup>th</sup> floor,  
Nariman Point,  
Mumbai- 400021

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **KJMC Corporate Advisors (India) Limited** having **CIN L67120MH1998PLC113888** and having registered office at **162, Atlanta, 16<sup>th</sup> floor, Nariman Point, Mumbai- 400021** (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verification (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below as on March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

<b>Sr. No.</b>	<b>DIN</b>	<b>Name of Director</b>	<b>Date of Appointment in Company</b>
1.	00178901	Shri. Inderchand Mohanlal Jain	09.03.1998
2.	00151673	Shri. Girish Inderchand Jain	09.03.1998
3.	00151988	Shri. Rajnesh Inderchand Jain	01.11.2007
4.	00156306	Smt. Shraddha Rajnesh Jain	30.03.2015
5.	00085407	Shri. Sureshchandra Chhanalal Aythora	26.12.2008
6.	02297383	Shri. Nitin Vasant Kulkarni	31.07.2008
7.	06735051	Shri. Anil Vallabhdas Sampat	22.09.2018
8.	00151550	Shri. Vijay Indukumar Joshi	15.09.2020

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

Bhadresh Shah  
Proprietor  
Bhadresh Shah and Associates  
Membership No.: 23847  
CP No.: 15957  
**UDIN: A023847C000784255**

Place: Mumbai  
Date: 13.08.2021



## KJMC CORPORATE ADVISORS (INDIA) LIMITED

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To,  
The Members,  
KJMC Corporate Advisors (India) Limited  
162, Atlanta, 16<sup>th</sup> floor,  
Nariman Point,  
Mumbai- 400021.

CIN: L67120MH1998PLC113888

### **Sub : Practising Company Secretary's Certificate Regarding Compliance of Conditions of Corporate Governance**

I have examined the compliance of the conditions of Corporate Governance by KJMC Corporate Advisors (India) Limited ('the Company') for the year ended on March 31, 2021, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C & D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is responsibility of the management. My examination was limited to a review of procedures and implementation thereof, as adopted by the Company for ensuring compliance to the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the abovementioned SEBI Listing Regulations for the year ended on March 31, 2021.

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

**Bhadresh Shah**  
Proprietor  
Bhadresh Shah and Associates

Membership No.: 23847  
CP No.: 15957  
**UDIN: A023847C000784266**

Place: Mumbai  
Date: 13.08.2021

**INDEPENDENT AUDITORS’ REPORT**

TO THE MEMBERS OF KJMC Corporate Advisors (India) Limited

**Report on the Audit of the Standalone Financial Statements**

**Opinion**

We have audited the standalone financial statements of KJMC Corporate Advisors (India) Limited (“the Company”), which comprise the Balance Sheet as at March 31 2021, and the statement of Profit and Loss, (statement of changes in equity) and statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditors’ Responsibilities for the audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Emphasis of Matter Paragraph**

We refer note no. 37 to the Standalone Financial Statements of the Company, wherein financial impact of COVID-19 on the business operations of the Company has been disclosed. Future operations of the Company will be subject to developments on COVID-19 front together with stability in the economy which are currently uncertain.

Our opinion is not modified in respect of this matter.

**Key Audit Matters**

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

No.	Key Audit Matter	Auditors’ Response
1	<p><b>Impairment of Investments</b></p> <p>Where impairment indicators have been identified, the quantification of impairment in the carrying value of investments is considered to be a risk area due to the judgmental nature of key assumptions. The estimated recoverable amount is subjective due to the inherent uncertainty involved in forecasting and discounting future cash flows. The most significant judgements are:</p> <ul style="list-style-type: none"> <li>• Timely identification of diminution in the value of investments.</li> <li>• Proper estimation of fair market value in respect of listed and unlisted investments</li> </ul>	<p><b>Auditor’s Response</b></p> <p>Tested the design and effectiveness of internal controls implemented by the management for following:</p> <ul style="list-style-type: none"> <li>• Identification of any diminution in the value of investments.</li> <li>• Collection of relevant data to estimate the fair market value of investments at the balance sheet date.</li> <li>• To ascertain the sufficiency of amount of provision in case of diminution in value of investments</li> <li>• Management’s judgement applied for the key assumptions used for the purpose of determination of impairment provision.</li> <li>• Completeness and accuracy of the data inputs used.</li> <li>• We critically assessed and tested the key underlying assumptions and significant judgements used by management.</li> <li>• For investments identified by management as potentially impaired, examined the same and checked the calculation of the impairment</li> <li>• Examined the investments which had not been identified by management as potentially impaired and formed our own judgement as to whether that was appropriate through examining available information</li> </ul>

**Information other than the Financial Statements and Auditors’ Report thereon**

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditors’ report thereon.

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

thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

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

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

### **Auditors' Responsibilities for the Audit of the Financial Statements**

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

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

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
4. 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 auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

As required by the Companies (Auditors' Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

1. 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.
2. 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 and proper returns adequate for the purposes of our audit have been received from the branches not visited by us.

3. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
4. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
5. On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
6. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
7. 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, in our opinion and to the best of our information and according to the explanations given to us:
  - The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 26 to the financial statements
  - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

### Other Matter

The Comparative figures provided in the Standalone Financial Statement for the previous financial year ended 31<sup>st</sup> March 2021 have been audited by the predecessor auditor who have expressed an unmodified opinion. Our opinion on the financial statement is not modified in respect of the above matter.

### For Batliboi & Purohit

Chartered Accountants  
Firm Registration Number:101048W

Place: Mumbai  
Date: June 22, 2021  
UDIN: 21030615AAAAHL3235

**Raman Hangekar**  
Partner  
Membership No. 030615

**The Annexure A referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended March 31, 2021 we report that:**

- (i) a) The Company has maintained proper records showing fullparticulars, including quantitative details and situation of fixed assets.
- b) As explained to us, the fixed assets have been physically verified by management at reasonable intervals under a phased programme of verification. In accordance with this program, a portion of the fixed assets has been physically verified by the management during the year and no material discrepancies have been noticed on such verification. In our opinion this periodicity of physical verification is reasonable having regard to the size of company and nature of its assets.
- c) The title deeds of the immovable properties as disclosed in schedule of fixed assets to the financial statements, are held in the name of the Company.
- (ii) The Company does not have inventory, accordingly the clause (ii) of the order is not applicable to the Company.
- (iii) The Company had granted an unsecured loan to a Company covered in the register maintained under section 189 of the Companies Act, 2013.
- (a) In our opinion, the terms and conditions on which the loan had been granted to the company listed in the register maintained under Section 189 were not, prima facie, prejudicial to the interest of the Company.
- (b) the schedule of repayment of principal and payment of interest had been stipulated and the repayment of the principal amount and the interest were regular;
- (c) There is no overdue amount in respect of loan granted to such company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, in respect of loans given, investments made, guarantees and security given by the Company.
- (v) The Company has not accepted any deposits from the public within the meaning of Section 73 to 76 of the Act and Rules framed there under to extent notified.
- (vi) We are informed that the Company is not required to maintain cost records under sub-section (1) of section 148 of the Companies Act, 2013, which has been relied upon.
- (vii) According to the information and explanations given to us and the records of the Company examined by us, in our opinion,
- a) the Company is generally regular in depositing the undisputed statutory dues, including provident fund, employee state insurance, income tax, sales tax, service tax, GST, duty of customs, duty of excise, value added tax, cess and any other material statutory dues as applicable, with the appropriate authorities.
- Further no undisputed amounts payable in respect of provident fund, employee state insurance, income tax, sales tax, service tax, GST, duty of customs, duty of excise, value added tax, cess and any other material statutory dues were in arrears as at March 31 2021 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us, and the records of the company examined by us, there are no dues in respect of sales tax, income-tax, duty of customs, service tax, GST, entry tax, value added tax, central sales tax, duty of excise, which have not been deposited with the appropriate authority on account of any disputes.
- (viii) According to the records of the company examined by us and the information and explanation given to us, the company has not defaulted in repayment of loans or borrowings to any financial institution, bank or Government as at the Balance sheet date.
- (ix) The Company did not raise any moneys by way of initial public offer or further public offer (including debt instruments) nor has obtained any term loans during the year, hence paragraph 3 (ix) of the order is not applicable to the Company.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanation given to us, we have neither come across any instances of material fraud by the Company or on the Company by its officers or employees noticed or reported during the year nor have we been informed of any such case by the Management.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required under Ind AS and Companies Act, 2013.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Therefore, paragraph 3(xiv) of the order is not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

(xvi) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained by the Company.

**For Batliboi & Purohit**  
Chartered Accountants  
Firm Registration Number:101048W

Place: Mumbai  
Date: June 22, 2021  
UDIN: 21030615AAAAHL3235

**Raman Hangekar**  
Partner  
Membership No. 030615

### Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of KJMC Corporate Advisors (India) Limited ("the Company") as of 31 March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

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

### Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and

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

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

### Opinion

In our opinion and to the best of our information & according to the explanations give 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 31 March 2021, 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 Batliboi & Purohit**  
Chartered Accountants  
Firm Registration Number:101048W

Place: Mumbai  
Date: June 22, 2021  
UDIN: 21030615AAAAHL3235

**Raman Hangekar**  
Partner  
Membership No. 030615



**STANDALONE BALANCE SHEET AS ON MARCH 31, 2021**  
CIN: L67120MH1998PLC113888

(Rs. In '000's)

PARTICULARS		NOTE NO.	For the year Ended 31.03.2021	For the year Ended 31.03.2020
<b>ASSETS</b>				
<b>(1) Financial Assets</b>				
(a)	Cash and Cash equivalents	4	12,531	429
(b)	Bank Balance other than (a) above	5	24,457	23,500
(c)	Receivables	6		
	(I) Trade Receivables		1,780	4,029
(d)	Loans	7	375	5,413
(e)	Investments	8	3,15,364	2,30,352
(f)	Other Financial assets	9	4,041	4,084
	<b>Total(A)</b>		<b>3,58,548</b>	<b>2,67,807</b>
<b>(2) Non-Financial Assets</b>				
(a)	Current tax assets (Net)	10	2,824	2,559
(b)	Deferred Tax Assets (Net)		-	2,635
(c)	Property, Plant & Equipment	12	719	1,995
(d)	Intangible Assets	12	2	2
(e)	Other non-financial assets	13	1,704	954
	<b>Total(B)</b>		<b>5,249</b>	<b>8,145</b>
	<b>Total Assets(A+B)</b>		<b>3,63,797</b>	<b>2,75,952</b>
<b>LIABILITIES &amp; EQUITY</b>				
<b>(1) Financial Liabilities</b>				
(a)	Payables			
	(I) Trade Payables	14		
	(II) Other Payables			
	(i) Total outstanding dues of Micro Enterprises & Small Enterprises		678	596
(b)	Borrowings (Other than Debt Securities)	15	12,725	7,784
(c)	Other financial liabilities	16	707	1,339
	<b>Total (C)</b>		<b>14,110</b>	<b>9,719</b>
<b>(2) Non-Financial Liabilities</b>				
(a)	Provisions	17	754	648
(b)	Deferred tax liabilities (Net)	11	4,263	-
(c)	Other non-financial liabilities	18	1,348	2,040
	<b>Total (D)</b>		<b>6,365</b>	<b>2,688</b>
<b>(3) Equity</b>				
(a)	Equity Share Capital	19	39,264	39,264
(b)	Other Equity	20	3,04,058	2,24,281
	<b>Total (E)</b>		<b>3,43,322</b>	<b>2,63,545</b>
	<b>Total Liabilities and Equity (C+D+E)</b>		<b>3,63,797</b>	<b>2,75,952</b>

Significant Accounting Policies and Notes to Accounts

1 to 40

The above notes are integral part of the financial statements  
As per our report of even date attached

'For and on behalf of the Board of Directors  
**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**For Batliboi & Purohit**

Chartered Accountants  
Registration No: 101048W

**Raman Hangekar**

Partner  
Membership No.030615  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

**Girish Jain**

Whole Time Director  
DIN: 00151673

**Rajesh Jain**

Director  
DIN: 00151988

**Kartik Konar**

Chief Financial Officer  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

**Miti Shah**

Company Secretary

## 23<sup>RD</sup> ANNUAL REPORT 2020 - 2021

### STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021 CIN: L67120MH1998PLC113888

(Rs. In '000)

PARTICULARS	NOTE NO.	For the Year ended 31.03.2021	For the Year ended 31.03.2020
<b>Revenue from Operations</b>	21		
Sale of Services		5,700	11,929
Brokerage Income (Net)		1,595	132
Profit on Mutual Fund		64	327
Net gain/(Loss) on Fair Value Changes		(8)	8
Other Income	22	2,282	2,897
<b>Total Revenue</b>		<b>9,633</b>	<b>15,293</b>
<b>Expenses:</b>			
Employee Benefits Expense	23	14,120	14,298
Finance Costs	24	420	285
Depreciation and Amortization Expense	12	1,291	1,676
Other Expenses	25	8,467	6,227
<b>Total Expenses</b>		<b>24,298</b>	<b>22,486</b>
Profit before Exceptional Items and Tax		(14,665)	(7,193)
<b>Profit before tax</b>		<b>(14,665)</b>	<b>(7,193)</b>
<b>Tax Expense:</b>			
(1) Current tax		-	-
(2) Deferred tax		(1,684)	(211)
(3) MAT Credit W/off		497	-
		(1,187)	(211)
<b>Profit for the year</b>		<b>(13,478)</b>	<b>(6,982)</b>
<b>Other Comprehensive Income</b>			
(Items that will not be reclassified to P&L )			
Net gain/(Loss) on Fair Value Changes		1,01,312	(1,876)
Gratuity		27	(74)
Deferred Tax		(8,084)	(34)
		<b>93,255</b>	<b>(1,984)</b>
<b>Total Comprehensive Income</b>		<b>79,777</b>	<b>(8,967)</b>
Earnings per equity share:			
(1) Basic		(3.43)	(1.78)
(2) Diluted		(3.43)	(1.78)

Significant Accounting Policies and Notes to Accounts

1 to 40

The above notes are integral part of the financial statements

As per our report of even date attached

\*For and on behalf of the Board of Directors  
**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**For Batliboi & Purohit**

Chartered Accountants  
Registration No: 101048W

**Girish Jain**

Whole Time Director  
DIN: 00151673

**Rajnish Jain**

Director  
DIN: 00151988

**Raman Hangekar**

Partner  
Membership No.030615  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

**Kartik Konar**

Chief Financial Officer  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

**Miti Shah**

Company Secretary

**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**  
CIN: L67120MH1998PLC113888

(Rs. In '000)

Particulars	FOR THE YEAR ENDED 31.03.2021	FOR THE YEAR ENDED 31.03.2020
<b>A Cash Flow from Operating Activities</b>		
<b>Net Profit Before Tax and Extraordinary Items</b>	(14,666)	(7,193)
Adjustment for:		
Depreciation	1,291	767
Dividend income	(559)	(1,157)
Interest and financial charges	420	285
(Profit)/Loss on sale of Assets	(37)	(863)
<b>Operating Profit Before Working Capital Changes</b>	<b>(13,550)</b>	<b>(8,161)</b>
<b>Changes in Working Capital</b>		
(Increase)/Decrease in Trade and other receivable	2,249	(1,025)
(Increase)/Decrease in Financial Assets	44	(5,052)
Increase/ (Decrease) in Trade Payables & Other Financial Liabilities	(550)	(292)
Increase/ (Decrease) in other current liability	(557)	-
Increase/ (Decrease) in other current Asset	(751)	-
<b>(Increase)/ Decrease in Working Capital</b>	<b>434</b>	<b>(6,369)</b>
<b>Cash generated from Operations</b>	<b>(13,116)</b>	<b>(14,530)</b>
Income Tax Refund Received (Net of Payment)	(264)	(785)
<b>Net Cash flow from Operating Activities</b>	<b>(13,380)</b>	<b>(15,315)</b>
<b>B Cash Flow from Investment Activities</b>		
Purchase of investment	(37,221)	(34,924)
Sale of investment	53,523	41,818
Purchase of Property, Plant & Equipment	(33)	(94)
Sales of fixed assets	54	-
Dividend Income	559	1,157
<b>Net Cash Flow from Investing Activities</b>	<b>16,881</b>	<b>7,957</b>
<b>C Cash Flow From Financing Activities</b>		
Loan taken/(Repaid)-secured	-	(372)
Short term borrowings taken	9,978	85,380
Short term borrowings repaid	-	(78,827)
Issue/(Redemption) of Share Capital	-	4,200
Receipt/(Payment) of Security Deposits	-	7,623
Money Received against Share Warrants	-	(2,956)
Interest and finance charges	(420)	(244)
<b>Net Cash Flow from Financing Activities</b>	<b>9,558</b>	<b>14,804</b>
<b>Net Increase in Cash and Cash Equivalents ( A+B+C)</b>	<b>13,059</b>	<b>7,446</b>
<b>Cash and Cash Equivalents at the beginning of the Year *</b>	<b>23,929</b>	<b>16,482</b>
<b>Cash and Cash Equivalents at the close of the Year *</b>	<b>36,988</b>	<b>23,928</b>
Cash and Cash Equivalents comprise of :		
Cash in hand and Bank Balance	12,531	429
Deposit and Balance in current account (Inclusive of Short term FD)	24,457	23,499
<b>Total</b>	<b>36,988</b>	<b>23,928</b>

Note :

The Cash Flow Statement has been prepared under the "Indirect Method" as per Ind AS 7 - Statement of Cash Flows

As per our report of even date attached

**For Batliboi & Purohit**

Chartered Accountants  
Registration No: 101048W

**Raman Hangekar**

Partner  
Membership No. 030615  
Place : Mumbai  
Date : 22<sup>nd</sup> June, 2021

For and on behalf of the Board of Directors  
**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**Girish Jain**  
Whole Time Director  
DIN: 00151673

**Rajnish Jain**  
Director  
DIN: 00151988

**Kartik Konar**  
Chief Financial Officer  
Place : Mumbai  
Date : 22<sup>nd</sup> June, 2021

**Miti Shah**  
Company Secretary

## Notes to standalone financial statements for the year ended 31 March 2021

### 1. Corporate information

KJMC Corporate Advisors (India) Ltd. ('the Company', 'KCAL') is a company limited by shares, incorporated on 9<sup>th</sup> March 1998 and domiciled in India. The CIN of the company is L67120MH1998PLC113888 and its registration number is 113888. The Company is in the business of providing Corporate Advisory, Financial Advisory, Equity Valuation and Investment Banking services. The company is also registered with SEBI as a Merchant Banker and Underwriter. The Company has its registered office at Atlanta Society, Nariman Point, Mumbai, Maharashtra and its principal place of business is at 162, Atlanta Society, 16<sup>th</sup> floor, Nariman Point, Mumbai, Maharashtra, India.

The Audited Financial Statements were subject to review and recommendation of Audit Committee and approval of Board of Directors. On 22<sup>nd</sup> June 2021, Board of Directors of the Company approved and recommended the audited financial statements for consideration and adoption by the shareholders in its annual general meeting.

### 2. 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 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act. The financial statements have been prepared on a going concern basis. The Company uses accrual basis of accounting except in case of significant uncertainties

#### 2.1 Presentation of financial statements

The Company presents its Balance Sheet in order of liquidity.

The Company generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only when Ind AS specifically permits the same or it has an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event. Similarly, the Company offsets incomes and expenses and reports the same on a net basis when permitted by Ind AS specifically unless they are material in nature.

#### Critical accounting estimates and judgments

The preparation of the Company's financial statements requires Management to make use of estimates and judgments. In view of the inherent uncertainties and a level of subjectivity involved in measurement of items, it is possible that the outcomes in the subsequent financial years could differ from those on which the Management's estimates are based. Accounting estimates and judgments are used in various line items in the financial statements for e.g.

- Fair value of financial instruments [Refer note no. 3.13,]
- Provision for tax expenses [Refer note no. 3.5(i)]

- Residual value and useful life of property, plant and equipment [Refer note no. 3.6].

### 3. Summary of significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated

#### 3.1 Revenue Recognition

In accordance with Ind AS-115, the revenue is recognized at a time when performance obligation is satisfied.

- Fees for valuation and financial advisory services are accounted as and when the service is rendered provided there is reasonable certainty of its ultimate realisation. Revenue is net of applicable indirect taxes
- Interest Income on loan / deposits others are recognised on accrual basis, while Dividend / Interest on shares & securities are recognised when right to receive the Dividend are established.
- Profit/(Loss) on sale of investment in shares and securities, are recognised upon transfer of control of such investment.

#### (a) Net gain on fair value changes

Investments are subsequently measured at fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL), as applicable. The Company recognises gains/losses on fair value change of investments measured as FVOCI or FVTPL which is irreversible and even the realised gains/losses on subsequent sale of investments are recognized through FVOCI or FVTPL as applicable.

#### (i) Taxes.

Incomes are recognised net of the Goods and Services Tax/Service Tax, wherever applicable. Transaction price is accounted net of GST. Since GST is not received by the company on its own account, rather, it is collected by the Company on behalf of the government. Accordingly, it is excluded from revenue.

#### 3.2 Expenditures

##### (i) Finance costs

Borrowing costs on deposits taken are recognised using the EIR

##### (ii) Fees and commission expenses

Fees and commission expenses which are not directly linked to the sourcing of financial assets, such as commission/incentive incurred on value added services and products distribution, recovery charges and fees payable for

management of portfolio etc., are recognised in the Statement of Profit and Loss on an accrual basis.

**(iii) Taxes.**

Expenses are recognised net of the Goods and Services Tax/Service Tax, except where credit for the input tax is not statutorily permitted.

**3.3 Cash and cash equivalents**

Cash and cash equivalents include cash on hand and balance with banks in current account

**3.4 Financial instruments**

A financial instrument is defined as any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Trade receivables and payables, loan receivables, investments in securities and subsidiaries, debt securities and other borrowings, preferential and equity capital etc. are some examples of financial instruments.

All the financial instruments are recognised on the date when the Company becomes party to the contractual provisions of the financial instruments. For tradable securities, the Company recognises the financial instruments on settlement date.

**(i) Financial Assets**

Financial assets include cash, or an equity instrument of another entity, or a contractual right to receive cash or another financial asset from another entity. Few examples of financial assets are loan receivables, investment in equity and debt instruments, trade receivables and cash and cash equivalents.

**Initial measurement.**

All financial assets are recognised initially at cost including transaction costs that are attributable to the acquisition of financial assets

**Subsequent measurement**

For the purpose of subsequent measurement, financial assets are classified into four categories

- (a) Debt instruments at FVOCI
- (b) Debt & Equity instruments at FVTPL
- (c) Equity instruments designated at FVOCI

**(a) Debt instruments at FVOCI**

The Company subsequently classifies its financial assets as FVOCI, only if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets; and
- Contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

Debt instruments included within the FVOCI category are measured at each reporting date at fair value with such changes being recognised in other comprehensive income (OCI). The interest income on these assets is recognised in profit or loss.

**(b) Debt and Equity instruments at FVTPL**

The Company classifies financial assets which are held for trading under FVTPL category. Held for trading assets are recorded and measured in the Balance Sheet at fair value. Interest and dividend incomes are recorded in interest income and dividend income, respectively according to the terms of the contract, or when the right to receive the same has been established. Gain and losses on changes in fair value of debt instruments are recognised on net basis through profit or loss.

The Company's investments into equity (trading portfolio), mutual funds, Government securities (trading portfolio) and certificate of deposits for trading have been classified under this category.

**(c) Equity investments designated under FVOCI**

All equity investments in scope of Ind AS 109 'Financial Instruments' are measured at fair value. The Company has strategic investments in equity for which it has elected to present subsequent changes in the fair value in other comprehensive income. The classification is made on initial recognition and is irrevocable.

All fair value changes of the equity instruments, excluding dividends, are recognised in OCI and not available for reclassification to profit or loss, even on sale of investments.

Impairment of Trade receivable and other financial assets

In accordance with IND\_AS 109, the Company applied Expected Credit Loss (ECL) model for measurement and recognition of impairment loss.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather it recognizes impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

**(ii) Financial liabilities**

Financial liabilities include liabilities that represent a contractual obligation to deliver cash or another financial assets to another entity, or a contract that may or will be settled in the entities own equity instruments. Few examples of financial liabilities are trade payables, debt securities and other borrowings.

**Initial measurement**

All financial liabilities other than Deposits taken are recognised at cost. The Company's financial liabilities include trade payables, other payables, debt securities and other borrowings.

**Subsequent measurement**

After initial recognition, all deposits taken subsequently measured at Net Present Value using the EIR [Refer note no. 3.1(i)]. Any gains or losses arising on derecognition of liabilities are recognized in the Statement of Profit and Loss.

**Derecognition**

The Company derecognises a financial liability when the obligation under the liability is discharged, cancelled or expired.

**(iii) Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet only if there is an enforceable legal right to offset the recognized amounts with an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

**(IV) Investment in subsidiaries**

Investment in subsidiaries is recognized at cost and are not adjusted to fair value at the end of each reporting period. Cost of investment represents amount paid for acquisition of the said investment.

The Company assesses at the end of each reporting period, if there are any indications that the said investment may be impaired. If so, the Company estimates the recoverable value/amount of the investment and provides for impairment, if any i.e. the deficit in the recoverable value over cost.

**3.5 Taxes****(a) Current tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

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

**(b) Deferred tax**

Deferred tax is provided using the Balance Sheet approach 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 recognized for all taxable temporary differences and deferred tax assets are recognized for deductible temporary differences to the extent that it is

probable that taxable profits will be available against which the deductible temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets, if any, are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside profit or loss is recognized either in OCI or in other equity.

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 and the deferred taxes relate to the same taxable entity and the same taxation authority.

**3.6 Property, plant and equipment**

Property, plant and equipment are carried at historical cost of acquisition less accumulated depreciation and impairment losses, consistent with the criteria specified in Ind AS 16 'Property, Plant and Equipment'.

Depreciation on property, plant and equipment

- (a) Depreciation is provided on a pro-rata basis for all tangible assets on written down value method over the useful life of assets.
- (b) Useful lives of assets are determined by the Management by an internal technical assessment except where such assessment suggests a life significantly different from those prescribed by Schedule II – Part C of the Companies Act, 2013 where the useful life is as assessed and certified by a technical expert.
- (c) Depreciation on addition to assets and assets sold during the year is being provided for on a pro rata basis with reference to the month in which such asset is added or sold as the case may be.
- (d) An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included under other income in the Statement of Profit and Loss when the asset is derecognised.

**3.7 Intangible assets and amortisation thereof**

Intangible assets, representing website development expenses are initially recognized at cost and subsequently carried at cost

less accumulated amortization and accumulated impairment. The intangible assets are amortized using the straight line method over a period of three years, which is the Management's estimate of its useful life.

### **3.8 Impairment of non-financial assets**

An assessment is done at each Balance Sheet date to ascertain whether there is any indication that an asset may be impaired. If any such indication exists, an estimate of the recoverable amount of asset is determined. If the carrying value of relevant asset is higher than the recoverable amount, the carrying value is written down accordingly.

### **3.9 Provisions and contingent liabilities**

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Company also discloses present obligations for which a reliable estimate cannot be made. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

### **3.10 Foreign currency translation**

The Company's financial statements are presented in Indian Rupee, which is also the Company's functional currency.

#### **Initial recognition**

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

#### **Conversion**

Foreign currency monetary items are re-translated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

#### **Exchange differences**

All exchange differences are accounted in the Statement of Profit and Loss.

### **3.11 Retirement and other employee benefits**

#### **3.11.1 Gratuity**

The company has not created any Gratuity Fund to which payment for present liability of future payment of gratuity can be made. However, provision for gratuity is made in the books based on the actuarial valuation report provided by an approved valuer. The actuarial liability as determined by an appointed actuary using

the projected unit credit method are recognised as a liability. Gains and losses through remeasurements of the net defined benefit liability/assets are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. The effect of any planned amendments are recognised in Statement of Profit and Loss. Remeasurements are not reclassified to profit or loss in subsequent periods.

#### **3.11.2 Provident fund**

Provident Fund Contributions are made to Recognized Provident Fund.

### **3.12 Leases**

With effect from 1 April 2019, the Company has applied Ind AS 116 'Leases' for all long term and material lease contracts covered by the Ind AS. The Company has adopted modified retrospective approach as stated in Ind AS 116 for all applicable leases on the date of adoption.

#### **Measurement of Lease Liability**

At the time of initial recognition, the Company measures lease liability as present value of all lease payments discounted using the Company's cost of borrowing. Subsequently, the lease liability is –

- (i) increased by interest on lease liability;
- (ii) reduced by lease payments made; and
- (iii) remeasured to reflect any reassessment or lease modifications specified in Ind AS 116 'Leases', or to reflect revised fixed lease payments.

#### **Measurement of Right-of-use assets**

At the time of initial recognition, the Company measures 'Right-of-use assets' as present value of all lease payments discounted using the Company's cost of borrowing w.r.t said lease contract. Subsequently, 'Right-of-use assets' is measured using cost model i.e. at cost less any accumulated depreciation and any accumulated impairment losses adjusted for any remeasurement of the lease liability specified in Ind AS 116 'Leases'.

Depreciation on 'Right-of-use assets' is provided on straight line basis over the lease period.

The exception permitted in Ind AS 116 for low value assets and short term leases has been adopted by Company."

### **3.13 Fair value measurement**

The Company measures its Investments and Deposits (Both Given and Taken) at fair value on each Balance Sheet date.

Fair value is the price that would be received against sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place in the accessible principal market or the most advantageous accessible market as applicable.

## 23<sup>RD</sup> ANNUAL REPORT 2020 - 2021

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair value measurement has been done for investments and Deposits (Both Given and Taken). Listed investments have been

valued at the market price at which the respective investments were quoting as on 31.03.2021. Unlisted investments have been valued on the basis of the valuation certificates issued by an approved valuer. Both deposits given and taken have been valued at the Net present value applying the EIR method.

(Rs. in '000's)

Particulars	As at 31.03.2021	As at 31.03.2020
<b>Note - 4: Cash and Cash Equivalents</b>		
Cash in Hand	250	71
Balance with Banks		
- On Current Accounts	12,281	358
<b>Total</b>	<b>12,531</b>	<b>429</b>
<b>Note - 5: Bank balances other than cash and cash equivalents</b>		
Unclaimed dividend account	83	83
<b>In Fixed Deposit Accounts</b>		
with Maturity Less than 12 Months'	24,374	23,417
<b>Total</b>	<b>24,457</b>	<b>23,500</b>
<b>Note - 6: Receivables</b>		
<b>Trade Receivables</b>		
Considered Good	1,780	4,029
<b>Unsecured, considered good</b>		
Considered Doubtful	1,000	1,000
Less:- Provision for Doubtful Debts	(1,000)	(1,000)
<b>Total</b>	<b>1,780</b>	<b>4,029</b>
<b>Note - 7: Loans</b>		
Loans to Related Parties	375	5,413
<b>Total</b>	<b>375</b>	<b>5,413</b>

(Rs. in '000's)

Particulars	As At 31.03.2021	As At 31.03.2020
<b>Note - 8 : Investments</b>		
<b>(A) At Cost</b>		
Investment in Associates	19,500	19,500
Investment in Subsidiaries	1,53,247	1,53,247
Tax free bonds of Indian Railway Finance Corporation Ltd		
	<b>1,72,747</b>	<b>1,72,747</b>
<b>(B) At fair value through Other Comprehensive Income</b>		
(i) In equity instruments		
Equity Shares	52,990	56,074
Add: Fair value gains/(losses)	75,542	-
	<b>1,28,532</b>	<b>56,074</b>
<b>(C) At fair value through Other Profit &amp; Loss</b>		
i) Mutual Fund	14,100	1,539
Add: Fair value gains/(losses)	(15)	(8)
	<b>14,085</b>	<b>1,532</b>
<b>Grand Total</b>	<b>3,15,364</b>	<b>2,30,353</b>
<b>Out of the above</b>		
In India	3,15,364	2,30,353
Outside India	-	-
	<b>3,15,364</b>	<b>2,30,353</b>



(Rs. In '000)

Particulars	As at 31.03.2021 Rs.	As at 31.03.2020 Rs.
<b>Note - 9 Other financial assets</b>		
<b>Security Deposit to Related parties</b>		
Unsecured, considered good	3,685	3,534
Interest Accrued & Impact of EIR	316	466
	<b>4,001</b>	<b>4,000</b>
<b>Security Deposit to others</b>		
Unsecured, considered good	40	40
Interest Accrued & Impact of EIR		
Other advances	-	44
<b>Total</b>	<b>4,041</b>	<b>4,084</b>
<b>Note 10: Current Tax Assets</b>		
Advance Income Tax	7,223	6,958
Less: Provision for Taxation	(4,399)	(4,399)
<b>Total</b>	<b>2,824</b>	<b>2,559</b>
<b>Note - 11: Deferred Taxation</b>		
Deferred Tax Asset		
Unabsorbed Business Losses/Depreciation	1,656	-
Fixed Asset	570	629
Capital Losses	-	1,089
Fair Value of Investments_MF	2	1
Fair Value of Investments -_OCI	-	251
Gratuity_ FTPL	235	149
Gratuity_OCI	-	19
MAT credit Entitlement	-	497
<b>Deferred tax Asset</b>	<b>2,463</b>	<b>2,635</b>
Gratuity_OCI	(46)	-
Fair Value of Investments -_OCI	(7,856)	-
Capital Losses	1,177	-
<b>Deferred Tax Liabilities</b>	<b>(6,726)</b>	<b>-</b>
<b>Deferred Tax (Asset)/ Liability -Net</b>	<b>4,263</b>	<b>2,635</b>

Note -12 : Property, Plant , Equipment  
Fixed Assets - Tangible

Description	Gross Block				Depreciation			Net Block			
	As at 01.04.2020	Additions/ Adjustments during the year	Deductions/ Adjustments during the year	Impairment/ Reversal during the year	As at 31.03.2021	As at 1.04.2020	Provided during the year	Deductions/ Adjustments during the year	As at 31.03.2021	As at 31.03.2020	
Right of Use Assets - BLDG	2,045	-	-	-	2,045	909	909	-	1,819	226	1,136
Computers	2,265	22	-	-	2,286	2,210	44	-	2,254	32	55
Furniture & Fixtures	3,108	-	-	-	3,108	3,000	32	-	3,032	76	107
Office Equipments	2,625	11	-	-	2,636	2,526	47	-	2,573	63	99
Vehicles	3,106	-	1,079	-	2,027	2,508	259	1,062	1,705	322	598
<b>Total (A)</b>	<b>13,149</b>	<b>33</b>	<b>1,079</b>	<b>-</b>	<b>12,103</b>	<b>11,154</b>	<b>1,291</b>	<b>1,062</b>	<b>11,384</b>	<b>719</b>	<b>1,995</b>

Fixed Assets - Intangible

Description	Gross Block				Depreciation			Net Block			
	As at 01.04.2020	Additions/ Adjustments during the year	Deductions/ Adjustments during the year	Impairment/ Reversal during the year	As at 31.03.2021	As at 1.04.2020	Provided during the year	Deductions/ Adjustments during the year	As at 31.03.2021	As at 31.03.2020	
Computer Software	45	-	-	-	45	43	-	-	43	2	
<b>Total (B)</b>	<b>45</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>45</b>	<b>43</b>	<b>-</b>	<b>-</b>	<b>43</b>	<b>2</b>	
<b>Total (A+B)</b>	<b>13,194</b>	<b>33</b>	<b>1,079</b>	<b>-</b>	<b>12,148</b>	<b>11,197</b>	<b>1,291</b>	<b>1,062</b>	<b>11,427</b>	<b>721</b>	<b>1,997</b>

Note - 12: Property, Plant & Equipment

Description	Gross Block				Depreciation			Net Block		
	As at 01.04.2019	Additions/ Adjustments during the year	Deductions/ Adjustments during the year	Impairment/ Reversal during the year	As at 31.03.2020	As at 1.04.2019	Provided during the year	Deductions/ Adjustments during the year	As at 31.03.2020	As at 31.03.2019
Right of use Assets - Bldg	-	2,045	-	-	2,045	-	909	-	909	1,136
Computers	2,209	56	-	-	2,265	2,063	147	-	2,210	55
Furniture & Fixtures	3,108	-	-	-	3,108	2,950	51	-	3,001	107
Office Equipments	2,587	38	-	-	2,625	2,426	100	-	2,526	99
Vehicles	3,106	-	-	-	3,106	2,039	469	-	2,508	598
<b>Total (A)</b>	<b>11,010</b>	<b>2,139</b>	<b>-</b>	<b>-</b>	<b>13,149</b>	<b>9,478</b>	<b>1,676</b>	<b>-</b>	<b>11,154</b>	<b>1,995</b>

Intangible Assets

Description	Gross Block				Depreciation			Net Block		
	As at 01.04.2019	Additions/ Adjustments during the year	Deductions/ Adjustments during the year	Impairment/ Reversal during the year	As at 31.03.2020	As at 1.04.2019	Provided during the year	Deductions/ Adjustments during the year	As at 31.03.2020	As at 31.03.2019
Computer Software	45	-	-	-	45	43	-	-	43	2
<b>Total (B)</b>	<b>45</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>45</b>	<b>43</b>	<b>-</b>	<b>-</b>	<b>43</b>	<b>2</b>
<b>Total (A+B)</b>	<b>11,055</b>	<b>2,139</b>	<b>-</b>	<b>-</b>	<b>13,194</b>	<b>9,521</b>	<b>1,676</b>	<b>-</b>	<b>11,197</b>	<b>1,997</b>

(Rs. in '000's)

Particulars	As at 31.03.2021	As at 31.03.2020
<b>Note - 13: Other non financial assets</b>		
Deposit/Balances with Service Tax Dept & dues from Government	583	683
Advance to suppliers and others	293	65
Prepaid Expenses	828	206
<b>Total</b>	<b>1,704</b>	<b>954</b>
<b>Note - 14 : Trade Payables</b>		
(A) Micro & Small Enterprises	-	-
(B) Others	-	-
	-	-
<b>Other Payables</b>		
(A) Micro & Small Enterprises	678	596
(B) Others		
<b>Total</b>	<b>678</b>	<b>596</b>
<b>Note - 15: Borrowings (Other than Debt Securities)</b>		
<b>(A) In India</b>		
<b>At Amortised cost</b>		
Vehicle Loan	829	1,231
<b>Cash credit from bank repayable on demand (Secured)</b>		
(Cash credit from bank is secured against equitable mortgage of premises belonging to its subsidiary Company and Corporate Guarantee given by the said subsidiary. The cash credit is repayable on demand and carries interest @ MCLR + 2.15%.)		
<b>Secured Loan from HDFC Bank</b>	11,897	6,553
<b>Total</b>	<b>12,726</b>	<b>7,784</b>
<b>Note - 16: Other financial Liabilities</b>		
Employees dues	624	1,256
Interim Dividend Payable	83	83
<b>Total</b>	<b>707</b>	<b>1,339</b>
<b>Note - 17: Provisions</b>		
Provision for Ex-Gratia	937	803
INDAS Adjustment	(183)	(155)
<b>Total</b>	<b>754</b>	<b>648</b>
<b>Note - 18: Other non-financial liabilities</b>		
Statutory dues	1,105	863
Deferred Lease Liability - INDAS	243	1,177
<b>Total</b>	<b>1,348</b>	<b>2,040</b>
<b>Note - 19: Equity Share Capital</b>		
Authorised:		
5,000,000 (Previous Year: 5,000,000) Equity shares of Rs.10/- each	50,000	50,000
Issued, Subscribed and Paid up :		
3,926,440 (Previous Year: 3,926,440) Equity shares of Rs.10/-each, fully paid up.	39,264	39,264
<b>Total</b>	<b>39,264</b>	<b>39,264</b>

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**(a) Additional Information**

(Rs. In '000)

<b>Reconciliation of Shares outstanding at the beginning and at the end of the year</b>				
<b>Particulars</b>	<b>As at 31.03.2021</b>		<b>As at 31.03.2020</b>	
	<b>No of Shares</b>	<b>Amount</b>	<b>No of Shares</b>	<b>Amount</b>
Shares outstanding at the beginning of the year	39,26,440	39,264	35,06,440	35,064
Shares issued during the year	-	-	4,20,000	4,200
<b>Total</b>	39,26,440	39,264	39,26,440	39,264
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	39,26,440	39,264	39,26,440	39,264

**(b) Terms/ Rights attached to Shares**

The Company has only one class of equity shares having par value of Rs. 10 per share. Each shareholder of equity share is entitled to one vote per share.

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) Details of Shareholders holding more than 5% shares of the Company:**

(Rs. In '000)

<b>Equity Shares of Rs. 10 each</b>	<b>As at 31.03.2021</b>		<b>As at 31.03.2020</b>	
I. C. Jain HUF	2,20,500	5.61%	2,20,500	5.61%
Chand Devi Jain	14,80,458	37.70%	14,80,458	37.70%
Rajnish Jain	3,80,518	9.69%	3,80,518	9.69%
Girish Jain	3,80,518	9.69%	3,80,518	9.69%

**(d) Terms and Rights attached to Convertible Warrants:**

Convertible Warrants nos.7,90,000 of the face value of Rs.10 each at a premium of Rs. 18.15 per warrant, were allotted to promoters on preferential basis on March 15,2018 , at the consideration equivalent to 25% of the price fixed per warrant . The warrant-holders are entitled to apply for one equity share of Rs.10 each fully paid against every warrant held on payment of the balance 75% of the price fixed, within a period of 18 months from the date of allotment of the warrants , i.e., 15<sup>th</sup> March , 2018. The Board has approved conversion of 3,70,000 warrants into 3,70,000 Equity shares on request received from warrant holders and the same were allotted on 23<sup>rd</sup> January, 2019 & The Board has approved conversion of 4,20,000 warrants into 4,20,000 Equity shares on request received from warrant holders and the same are allotted on 22<sup>nd</sup> May, 2019

**STATEMENT OF CHANGES IN EQUITY**  
CIN: L67120MH1998PLC113888

Particulars	For the year ended	
	31.03.2021	31.03.2020
Balance of the Beginning of the year	39,26,440	35,06,440
Changes in equity	-	4,20,000
	<b>3,92,64,400</b>	<b>39,26,440</b>

**Other Equity for the year ended 31<sup>st</sup> March 2021**

**Reserves and Surplus**

(Rs. In '000)

Particulars	Note No	General Reserve	Securities Premium	Other Comprehensive Income	Profit & Loss A/c	Total
Balance as on 31.03.2020	20	71,197	93,960	464	58,660	2,24,281
Profit after tax					(13,478)	(13,478)
Addition					-	-
Other Comprehensive Income (Net of tax)		-		93,255		93,255
		71,197	93,960	93,719	45,182	3,04,058
Transfer to Reserve		-		-		
<b>Balance as on 31.03.2021</b>		<b>71,197</b>	<b>93,960</b>	<b>93,719</b>	<b>45,182</b>	<b>3,04,058</b>

**Other Equity for the year ended 31<sup>st</sup> March 2020**

**Reserves and Surplus**

(Rs. in '000's)

Particulars	Note No	General Reserve	Securities Premium	Other Comprehensive Income	Profit & Loss A/c	Total
Balance as on 31.03.2019	20	71,197	86,338	2,449	65,641	2,25,625
Profit after tax					(6,981)	(6,981)
Addition		-	7,622			7,622
Other Comprehensive Income (Net of tax)				(1,985)		(1,985)
		71,197	93,960	464	58,660	2,24,281
Transfer to Reserve		-		-		
<b>Balance as on 31.03.2020</b>		<b>71,197</b>	<b>93,960</b>	<b>464</b>	<b>58,660</b>	<b>2,24,281</b>

As per our report of even date attached

**For Batliboi & Purohit**

Chartered Accountants  
Registration No: 101048W

**Raman Hangekar**

Partner  
Membership No. 030615  
Place : Mumbai  
Date : 22<sup>nd</sup> June, 2021

For and on behalf of the Board of Directors  
**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**Girish Jain**  
Whole Time Director  
DIN: 00151673

**Rajnish Jain**  
Director  
DIN: 00151988

**Kartik Konar**  
Chief Financial Officer  
Place : Mumbai  
Date : 22<sup>nd</sup> June, 2021

**Miti Shah**  
Company Secretary

## 23<sup>RD</sup> ANNUAL REPORT 2020 - 2021

(Rs. in '000's)

Particulars	As at 31.03.2021	As at 31.03.2020
<b>Note - 20: Other Equity</b>		
<b>General Reserve</b>		
As per last Balance sheet	71,197	71,197
Add: Addition during the year	-	-
Less: Deduction during the year	-	-
<b>Closing Balance</b>	<b>71,197</b>	<b>71,197</b>
<b>Securities Premium</b>		
As per last Balance sheet	93,960	86,338
Add: Addition during the year	-	7,622
Less: Deduction during the year	-	-
<b>Closing Balance</b>	<b>93,960</b>	<b>93,960</b>
<b>Surplus/(Deficit) in the statement of profit and loss</b>		
As per last Balance sheet	58,660	65,641
Profit for the period	(13,478)	(6,981)
<b>Amount available for appropriation</b>	<b>45,182</b>	<b>58,660</b>
Less : Appropriations		
	<b>45,182</b>	<b>58,660</b>
<b>Other comprehensive Income</b>		
Opening	465	2,449
Current period Fair Value through OCI	93,255	(1,984)
	<b>93,720</b>	<b>465</b>
<b>Balance carried forward</b>	<b>1,38,902</b>	<b>59,124</b>
<b>Total</b>	<b>3,04,058</b>	<b>2,24,281</b>

(Rs. in '000's)

Particulars	For the Year ended 31.03.2021	For the Year ended 31.03.2020
<b>Note - 21: Revenue from Operations</b>		
Sale of Services	5,700	11,929
Brokerage Income (Net)	1,595	132
Profit on Sale of MF & Currency	64	327
Net gain/(Loss) on Fair Value Changes	(8)	8
<b>Total</b>	<b>7,351</b>	<b>12,396</b>
<b>Note - 22: Other Income</b>		
Dividend Income	559	1,157
Interest Income Others	1,536	1,440
Interest - INDAS	151	219
Miscellaneous Income	36	81
<b>Total</b>	<b>2,282</b>	<b>2,897</b>
<b>Note - 23: Employee Benefit Expense</b>		
Salaries and Wages	13,321	13,442
Contribution/Provision to Provident and other Funds	398	411
Staff Welfare Expenses	401	445
<b>Total</b>	<b>14,120</b>	<b>14,298</b>

(Rs. in '000's)

Particulars	For the Year ended 31.03.2021	For the Year ended 31.03.2020
<b>Note - 24: Finance costs</b>		
Interest to Bank	242	34
Interest to Others	116	116
Interest - INDAS	56	122
Other Financial Charges	6	13
<b>Total</b>	<b>420</b>	<b>285</b>
<b>Note - 25: Other expenses</b>		
Advertisement	85	47
Auditors Remuneration (for break up refer below)	119	166
Business Promotion Expenses	148	354
Electricity expenses	106	154
Insurance Charges	43	68
Legal Expenses	-	37
Motor Car Expenses	438	427
Professional fees	2,586	860
Miscellaneous expenses	486	565
Web Site Charges	-	44
Rent & Other Infrastructural Support Service	71	71
Rent - INDAS	151	219
Office Maintenance & Utility Expenses		
- Building	-	-
- Office	698	722
Subscription and membership fees	524	572
Sub-brokerage expenses	1,057	-
Printing & Stationery Expenses	183	171
Travelling & Conveyance Expenses	1,302	1,366
Provision for Expected Credit Loss	47	-
ROC/BSE Filing Charges	403	384
GST Refund not Receivable	9	-
Exchange Difference	11	-
<b>Total</b>	<b>8,467</b>	<b>6,227</b>
<b>As Statutory Auditor</b>		
Audit Fees	30	40
For Taxation matters	10	10
For Other Services/Limited Review	75	92
Reimbursement of expenses	4	24
<b>Total</b>	<b>119</b>	<b>166</b>

## 23<sup>RD</sup> ANNUAL REPORT 2020 - 2021

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

#### 26. Contingent Liabilities:

Claims against the Group for the Financial Year 2020-21 is NIL ( PY 2019-20 is NIL)

27. Estimated amount of contracts remaining to be executed on Capital Account and not provided for (net of advances) Rs. NIL (Previous Year Rs. NIL)
28. Disclosure required by Micro, Small and Medium Enterprises (Development) Act, 2006. As per requirement of Section 22 of Micro, Small & Medium Enterprises (Development) Act, 2006 following information is disclosed:

(Rs. in 000's)

Sr. No	Particulars	31.03.2021	31.03.2020
(i)	Principal amount remaining unpaid to any supplier as at the end of each accounting year.	Nil	Nil
(ii)	Interest due on (i) above remaining unpaid	Nil	Nil
(iii)	Amounts paid beyond the appointed day during the accounting year	Nil	Nil
(iv)	Interest paid on (iii) above	Nil	Nil
(v)	Interest due and payable on (iii) above	Nil	Nil
(vi)	Interest accrued and remaining unpaid at the end of the accounting year	Nil	Nil
(vii)	Interest remaining unpaid of the previous years for the purpose of disallowance under the Income Tax Act, 1961	Nil	Nil

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

#### 29. Earnings and Expenditure in Foreign Currency

Earnings in Foreign Currency - C.Y **Rs.** 990 ('000') (P.Y **Rs.** 1365 ( in '000')).

Expenditure in Foreign Currency - C.Y **Rs.** 0 ('000') (P.Y **Rs.** 573 ( in '000')).

#### 30. Obligations on long-term, non-cancellable operating leases

The lease rentals charged during the period and the obligations on long-term, non-cancellable operating leases payable as per the rentals stated in the respective agreements are as follows:

(Rs. in 000's)

Particulars	Year Ended	
	31.03.2021	31.03.2020
Lease rental recognized during the year	990	990
<b>Lease obligation Payable</b>		
Within one year of the balance sheet date	990	990
Due in a period between one year and five years	280	1240

#### 31. Earnings Per Share

(Rs. in 000's)

Particulars	For the Year ended	
	31.03.2021	31.03.2020
Net Profit / (Loss) for the year (Rs. in '000's)	(13,479)	(6982)
The weighted average Number of Equity Share (Nos.)- (Basic)	39,26,440	39,26,440
The weighted average Number of Equity Share (Nos.)- (Diluted)	39,26,440	39,26,440
Face Value (Rs.)	10	10
Earnings Per Share (Basic)	(3.43)	(1.78)
Earnings Per Share (Diluted)	(3.43)	(1.78)



**32. Related party disclosures under Indian Accounting Standard 24**

**I. List of related parties**

**a. Subsidiary Company's**

KJMC Capital Market Services Limited  
KJMC Shares and Securities Limited  
KJMC Credit Marketing Limited

**b. Key Management Personnel**

Mr.Girish Jain	- Whole Time Director
Mr.Kartik Konar	- Chief Financial Officer
Ms.Bhavika Dalal	- Company Secretary (resigned w e.f 30.01.2021)
Ms. Miti Shah	- Company Secretary (w.e.f 13.02.2021)

**c. Relatives of Key Management Personnel**

Mr.Inderchand Jain	- Father of Whole time Director
Mrs. Chanddevi Jain	- Mother of Whole time Director
Mr.Pankaj Jain	- Brother of Whole time Director
Mrs. Archana Jain	- Sister in law of Whole time Director
Mr.Rajnish Jain	- Brother of Whole time Director
Mrs. Shraddha Jain	- Sister in law of Whole time Director
Mrs. Aditi Girish Jain	- Wife of Whole time Director
Miss.Aayushi Jain	- Niece of Whole time Director
Master Pratham Jain	- Nephew of Whole time Director
Master Anmol Jain	- Nephew of Whole time Director

**d. Enterprises over which key management personnel/relatives are able to exercise significant influence:**

Puja Trades & Investments Private Limited  
Prathamesh Enterprises Private Limited  
KJMC Platinum Builders Private Limited  
KJMC Investment Company  
AKIP Venture Private Limited  
Puja Trades & Investments Pvt Ltd  
KJMC Realty Private Limited  
Maximus Management Advisory Services Private Limited  
KJMC Trading & Agency Ltd

**e. Associates**

KJMC Financial Services Limited

## 23<sup>RD</sup> ANNUAL REPORT 2020 - 2021

(Rs. in 000's)

Sr. No	Nature of Transactions with related parties	Party where control exists		Key Management Personnel and Relatives of Key Management Personnel		Enterprises over which key management personnel/relatives are able to exercise significant influence	
		31.03.2021	31.03.2020	31.03.2021	31.03.2020	31.03.2021	31.03.2020
<b>1</b>	<b>Loan Given</b>						
	KJMC Capital Market Services Ltd	5,000	5,000	-	-	-	-
	KJMC Credit Marketing Ltd	-	250	-	-	-	-
<b>2</b>	<b>Loan Re-Paid (Received)</b>						
	KJMC Capital Market Services Ltd	10,000	-	-	-	-	-
	KJMC Credit Marketing Ltd	-	100	-	-	-	-
<b>3</b>	<b>Interest Received</b>						
	KJMC Capital Market Services Ltd	24	26	-	-	-	-
	KJMC Credit Marketing Ltd	45	52	-	-	-	-
<b>4</b>	<b>Rent Paid</b>						
	KJMC Capital Market Services Ltd	551	551	-	-	-	-
	Puja Trades & Investments Pvt Ltd.	-	-	-	-	480	480
	KJMC Financial Services Ltd	-	-	-	-	30	30
<b>5</b>	<b>Professional fees Paid</b>						
	Ayushi Jain			400	-		
	Khandelwal Jain & Company	-	-	-	-	1550	-
<b>6</b>	<b>Professional fees Received</b>						
	Maximus Management Advisory Services Pvt. Ltd.	-	-	-	-	-	-
<b>7</b>	<b>Board Meeting Fees</b>						
	I.C.Jain	-	-	20	20	-	-
	Rajnesh Jain	-	-	19	21	-	-
	Shraddha Jain	-	-	16	20	-	-
<b>8</b>	<b>Brokerage &amp; Commission Paid</b>						
	KJMC Capital Market Services Ltd	49	26	-	-	-	-
<b>9</b>	<b>Sales of Shares</b>						
	Chand Devi Jain	-	-	-	-	-	447
<b>10</b>	<b>Depository Charges Paid</b>						
	KJMC Capital Market Services Ltd	12	7	-	-	-	-
<b>11</b>	<b>Salary</b>						
	Girish Jain	-	-	8,530	8,256	-	-
<b>12</b>	<b>Reimbursement Received</b>						
	KJMC Shares & Securities Ltd	20	8			-	
	KJMC Financial Services Ltd					16	62
	KJMC Capital Market Services Ltd	47	42				
	KJMC Credit Marketing Ltd	16	10				
	KJMC Trading & Agency Ltd					24	12
	Puja Trades & Investments Pvt. Ltd					12	32
	Khandelwal Jain & Co					47	35
<b>13</b>	<b>Net Receivable</b>						
	Puja Trades & Investments Pvt Ltd. (Security Deposit)	-	-	-	-	1,000	1,000
	KJMC Financial Services Ltd (Security Deposit)	-	-	-	-	1,500	1,500
	Rajnesh Jain (Security Deposit)	-	-	1,500	1,500	-	-
	KJMC Capital Market Services Ltd (Loan)	-	5,024	-	-	-	-
	KJMC Credit Marketing Ltd (Loan)	375	389	-	-	-	-
<b>14</b>	<b>Corporate Guarantee given by the company to HDFC Bank on behalf of</b>						
	KJMC Capital Market Services Ltd	34,556	37,500	-	-	-	-

Managerial Remuneration is Calculated as per as per schedule V of the Companies Act, 2013

**33. Financial risk management objective and policies**

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include investments, loans, trade receivables, other receivables, and cash and cash equivalents that are derived directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks.

**a) Market risk:**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits, trade receivables and other financial instruments.

**1) Interest rate risk:**

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair value of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that future cash flows of floating interest bearing investments will vary because of fluctuations in interest rates.

The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short-term loan from banks.

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March'21	As at 31 <sup>st</sup> March'20
Variable rate borrowings*	11,897	6,553

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact of change in interest rate of borrowings, as follows:

(Rs. in '000's)

Particulars	Increase/ decrease in basis points	Effect on Profit before tax
As on 31 March 2021	+ 50 / - 50	72.65
As on 31 March 2020	+ 50 / - 50	32.77

**2) Foreign currency risk:**

The company enters into transactions in currency other than its functional currency. The company renders valuation services to customers situated outside India and to the extent of the debtors outstanding in foreign currency it is exposed to foreign currency risk. The company analyses currency risk as to which balances are outstanding in currency other than the functional currency of that company. The management has taken a position not to hedge this currency risk.

The company undertakes transactions denominated in foreign currencies, consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are not hedged considering the insignificant impact and period involved on such exposure.

The Company's exposure to the risk of changes in exchange rates relates primarily to the Company's outstanding debtors in foreign currencies:

(Rs. in'000's)

Particulars	As at 31 <sup>st</sup> March'21	As at 31 <sup>st</sup> March'20
Debtors Outstanding in foreign currency	150.00	412.31

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The following table demonstrates the sensitivity to a reasonably possible change in exchange rates on that portion of debtors affected. With all other variables held constant the impact of the change in exchange rate on the company's profit before tax is as follows:

(Rs. in '000's)

Particulars	Increase/ decrease in percentage points	Effect on Profit before tax
As on 31 March 2021	+5 / -5	7.50
As on 31 March 2020	+5 / -5	20.62

### 3) Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, deposits and loans given, investments and balances at bank.

The Company measures the expected credit loss on trade receivables, loans given to customers/borrowers based on historical trend, industry practices and the business environment in which the entity operates. Expected Credit Loss (ECL) on loans and trade receivables is calculated based on past trends based on the historical data.

Based on the ECL assessment, there is no requirement of provision for the credit losses, hence the company has not provided for any credit losses during the current period.

Credit risk on cash and cash equivalents is limited as the Company generally invest in deposits with banks and financial institutions with high credit ratings assigned by credit rating agencies. Investments primarily include investment in equity shares, Mutual Funds.

### 4) Liquidity Risk:

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The Company's principal source of liquidity are cash and cash equivalents and the cash flow i.e. generated from operations. The Company consistently generates strong cash flows from operations which together with the available cash and cash equivalents and investments provides adequate liquidity in short terms as well in the long term.

The table below provides details regarding the contractual maturities of financial liabilities including estimated interest payments as at:

(Rs. in '000's)

Particulars	Carrying Amount / fair value	31-Mar-21			
		Less than 1 year	2-5 years	More than 5 years	Total
<b>Financial Liabilities</b>					
Other payables	678	678	-	-	678
Borrowings	12,725	12,288	437	-	12,725
Other financial liabilities	707	624	83	-	707
	<b>14,110</b>	<b>50,345</b>	<b>829</b>	-	<b>14,110</b>

(Rs. in '000's)

Particulars	Carrying Amount / fair value	31-Mar-20			
		Less than 1 year	2-5 years	More than 5 years	Total
<b>Financial Liabilities</b>					
Other payables	820	820	-	-	820
Borrowings	1,603	372	1,231	-	1,603
Other financial liabilities	1,491	1,491	-	-	1,491
	<b>3,914</b>	<b>2,683</b>	<b>1,231</b>	-	<b>3,914</b>

### ii) Capital Management

For the purpose of Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's Capital Management is to maximize shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The company monitors capital using gearing ratio, which is Net debt divided by total capital.

(Rs. in'000's)

Particulars	As at 31 <sup>st</sup> March'21	As at 31 <sup>st</sup> March'20
Gross debt (inclusive of long term and short term borrowing)	12,725	7,784
Less: Cash and cash equivalents	36,988	23,929
<b>Net debt</b>	<b>(24,263)</b>	<b>(16,145)</b>
Total equity	2,63,645	2,63,645
<b>Total capital</b>	<b>2,39,382</b>	<b>2,47,400</b>
<b>Gearing ratio</b>	<b>(10.13%)</b>	<b>(6.53%)</b>

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2021 and 31 March 2020

iii) **Categories of financial instruments and fair value thereof**

(Rs. in'000's)

Particulars	As at 31 March 2021			As at 31 March 2020		
	FVTOCI	FVTPL	Amortised Cost	FVTOCI	FVTPL	Amortised Cost
<b>A) Financial assets (other than investment in subsidiaries &amp; Associates)</b>						
Cash and cash equivalents	-	-	12,531	-	-	429
Bank Balance other than (a) above	-	-	24,457	-	-	23,500
Trade Receivable			1,780			4,029
Loans	-	-	375	-	-	5,413
Investments	1,28,532	14,085	1,72,747	56,074	1,531	1,72,747
Other financial assets	-	-	4,041	-	-	4,084
<b>total financial assets</b>	<b>1,28,532</b>	<b>14,085</b>	<b>2,15,931</b>	<b>56,074</b>	<b>1,531</b>	<b>2,10,202</b>
<b>B ) Financial liabilities</b>						
Other payables	-	-	678	-	-	596
Borrowings	-	-	12,725	-	-	7,784
Other financial liabilities	-	-	707	-	-	1,339
<b>total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>14,110</b>	<b>-</b>	<b>-</b>	<b>9,719</b>

The management assessed that cash and cash equivalents and bank balances, trade receivables, other financial assets, certain investments, trade payables and other current liabilities approximate their fair value largely due to the short-term maturities of these instruments. Difference between carrying amount and fair value of bank deposits, other financial assets, other financial liabilities and borrowings subsequently measured at amortised cost is not significant in each of the year presented.

iv) **Fair value hierarchy**

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Disclosures of fair value measurement hierarchy for assets and liabilities as at 31 March 2021

(Rs. in'000's)

Financial assets	As at 31 March 2021				
	Carrying Value	Fair value	Level 1	Level 2	Level 3
<b>Financial assets measured at FVTOCI</b>					
Investments	1,28,532	1,28,532	1,22,410	-	6,122
<b>Financial assets measured at FVTPL</b>					
Investments	14,084	14,084	14,084	-	-
<b>Financial assets measured at amortised cost</b>					
Investments	1,72,747	1,72,747	-	1,72,747	-
<b>Total</b>	<b>2,30,352</b>	<b>2,30,352</b>	<b>53,487</b>	<b>1,72,747</b>	<b>6,122</b>

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(Rs. in '000's)

Financial assets	As at 31 March 2020				
	Carrying Value	Fair value	Level 1	Level 2	Level 3
<b>Financial assets measured at FVTOCI</b>					
Investments	56,074	56,074	51,956	-	4,118
<b>Financial assets measured at FVTPL</b>					
Investments	1,531	1,531	1,531	-	-
<b>Financial assets measured at amortised cost</b>					
Investments	1,72,747	1,72,747	-	1,72,747	-
<b>Total</b>	<b>2,30,352</b>	<b>2,30,352</b>	<b>53,487</b>	<b>1,72,747</b>	<b>4,118</b>

### Fair Value Hierarchy :

- a) Investments included in Level 1 of fair value hierarchy are based on prices quoted in stock exchange and/ or NAV declared by the funds.
- b) Investments included in Level 2 of fair value hierarchy have been valued based on inputs from banks and other recognised institutions such as FIMMDA/ FEDAI
- c) Investments included in Level 3 of fair value hierarchy have been valued using acceptable valuation techniques such as Net Asset Value and/ or Discounted Cash Flow Method.

Note : All financial instruments for which fair value is recognized or disclosed are categorized within the Fair Value Hierarchy described as above, based on the lowest level input that is significant to the fair value measurement as a whole.

### 34. Employee Benefits plans

Defined Benefit plans

#### A. Gratuity

The Gratuity plan is governed by the payment of Gratuity Act, 1972. The Gratuity Act is not applicable to the company, however the company provides gratuity benefits to the whole time director of the company. The company has not created any fund for the payment of the gratuity liability but has created a provision for gratuity liability based on Actuary Valuer report.

Movement in defined benefits obligations

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
<b>Present Value of Benefit Obligation at the Beginning of the Period</b>	<b>647</b>	<b>462</b>
Interest Cost	44	36
Current Service Cost	90	75
Past Service Cost	-	-
Liability Transferred In/ Acquisitions	-	-
(Liability Transferred Out/ Divestments)	-	-
(Gains)/ Losses on Curtailment	-	-
(Liabilities Extinguished on Settlement)	-	-
(Benefit Paid Directly by the Employer)	-	-
(Benefit Paid From the Fund)	-	-
The Effect Of Changes in Foreign Exchange Rates	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	6	64
Actuarial (Gains)/Losses on Obligations - Due to Experience	(33)	11
<b>Present Value of Benefit Obligation at the End of the Period</b>	<b>754</b>	<b>648</b>

**Reconciliation of net liability / asset**

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
<b>Opening Net Liability</b>	<b>647</b>	<b>462</b>
Expenses Recognized in Statement of Profit or Loss	134	112
Expenses Recognized in OCI	(27)	74
Net Liability/(Asset) Transfer In	-	-
Net (Liability)/Asset Transfer Out	-	-
(Benefit Paid Directly by the Employer)	-	-
(Employer's Contribution)	-	-
<b>Net Liability/(Asset) Recognized in the Balance Sheet</b>	<b>754</b>	<b>648</b>

**Expenses charged to the statement of Profit and Loss**

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
Current Service Cost	90	75
Net Interest Cost	44	36
Past Service Cost	-	-
(Expected Contributions by the Employees)	-	-
(Gains)/Losses on Curtailments And Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
<b>Expenses Recognized</b>	<b>134</b>	<b>111</b>

**Measurement (gains)/ Losses in other comprehensive income.**

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
Actuarial (Gains)/Losses on Obligation For the Period	(27)	74
Return on Plan Assets, Excluding Interest Income	-	-
Change in Asset Ceiling	-	-
<b>Net (Income)/Expense For the Period Recognized in OCI</b>	<b>(27)</b>	<b>74</b>

**Amount recognized in Balance Sheet.**

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
(Present Value of Benefit Obligation at the end of the Period)	(754)	(648)
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/ (Deficit))	(754)	(648)
<b>Net (Liability)/Asset Recognized in the Balance Sheet</b>	<b>(754)</b>	<b>(648)</b>

**Change in the Fair Value of Plan Assets**

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
<b>Fair Value of Plan Assets at the Beginning of the Period</b>	-	-
Interest Income	-	-
Contributions by the Employer	-	-
Expected Contributions by the Employees	-	-
Assets Transferred In/Acquisitions	-	-
(Assets Transferred Out/ Divestments)	-	-
(Benefit Paid from the Fund)	-	-
(Assets Distributed on Settlements)	-	-
(Expenses and Tax for managing the Benefit Obligations- paid from the fund)	-	-
Effects of Asset Ceiling	-	-
The Effect of Changes In Foreign Exchange Rates	-	-
Return on Plan Assets, Excluding Interest Income	-	-
<b>Fair Value of Plan Assets at the End of the Period</b>	-	-

**B. Defined Contribution Scheme**

The Employee's Provident Funds Scheme, 1952 is not applicable to the company. However, the company extends provident fund benefits to its whole time director. The employer contribution to the Provident Fund together with the employee deduction is deposited in the Recognized Provident Fund and is charged as an expense as and when accrued and incurred.

Other than the above, the company does not operate any superannuation, pension, ESOP or any other defined benefit or defined contribution scheme for the benefit of its employees.

35. The Mumbai Bench of the Hon'ble National Company Law Tribunal (NCLT) vide its Order dated April 27, 2020 has granted approval for the Scheme of Amalgamation between KJMC Commodities Market India Limited ("the Transferor Company") with KJMC Capital Market Services Limited ("the Transferee Company") and their respective shareholders ("Scheme"). The Appointed date for the said Scheme of Amalgamation is April 1, 2018. KJMC Commodities Market India Limited ("the Transferor Company") and KJMC Capital Market Services Limited ("the Transferee Company") are both the wholly owned subsidiary companies of KJMC Corporate Advisors (India) Limited. KJMC Commodities Market India Limited ("the Transferor Company") shall stand dissolved, without winding-up, on the Scheme becoming effective. In view of the same, KJMC Capital Market Services Limited continues to be a wholly owned subsidiary of KJMC Corporate Advisors (India) Limited.

36. The Mumbai Bench of the Hon'ble National Company Law Tribunal (NCLT) vide its Order dated 3<sup>rd</sup> March 2020 had granted approval for the Scheme of Amalgamation of KJMC Asset Management Company Limited (KAMCL) ("the First Transferor Company") and KJMC Investment Trust Company Limited (KITCL) ("the Second Transferor Company") with KJMC Financial Services Limited ("the Transferee Company") and their respective shareholders ("Scheme"). KJMC Asset Management Company Limited (KAMCL) ("the First Transferor Company") and KJMC Investment Trust Company Limited (KITCL) ("the Second Transferor Company") both are the wholly owned subsidiary companies of KJMC Financial Services Limited ("the Transferee Company"). The copy of order is received from the Hon'ble National Company Law Tribunal (NCLT) and duly filed with the Office of Registrar of Companies, Mumbai. The Appointed date for the sanctioned Scheme of Amalgamation is 1<sup>st</sup> April 2018. Accordingly, the figures for the previous financial year have been restated/recasted to give effect to the Scheme of Amalgamation with effect from 1<sup>st</sup> April 2018.

37. The COVID-19 pandemic has affected several countries across the world, including India. The pandemic and consequent lockdown imposed by the Government has considerably impacted the Company's business operation for the year ended 31st March, 2021.

The management believes while the Covid-19 may adversely impact the business in the short term, it does not anticipate material medium to Long-Term risks to the business prospects. The management has considered the possible effects that may result from Covid 19 on the recoverability/carrying value of the assets. Based on the current indicators of future economic conditions, the management expects to recover the carrying amount of the assets, however the management will continue to closely monitor any material changes to future economic conditions. Given the uncertainties, the final impact on Company's assets in future may differ from that estimated as at the date of approval of these financial results.



38. The Management has identified the Company's operations with a single business segment of merchant banking operations in India. Since the business operations of the company are primarily concentrated in India, the company is considered to operate only in domestic segment. All the assets of the Company are located in India.
39. The Company has opted for new tax regime u/s 115BAA of the Income Tax Act 1961 from the financial year 2020-21
40. Previous year figures have been regrouped or reclassified wherever necessary in order to make them comparable and shown in brackets.

As per our report of even date attached

**For Batliboi & Purohit**

Chartered Accountants  
Registration No: 101048W

**Raman Hangekar**

Partner  
Membership No.030615  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

For and on behalf of the Board of Directors  
**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**Girish Jain**

Whole Time Director  
DIN: 00151673

**Kartik Konar**

Chief Financial Officer  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

**Rajnesh Jain**

Director  
DIN: 00151988

**Miti Shah**

Company Secretary

**INDEPENDENT AUDITORS’ REPORT**

**TO THE MEMBERS OF KJMC Corporate Advisors (India) Limited**

**Report on the Audit of the Consolidated Financial Statements**

**Opinion**

We have audited the Consolidated financial statements of KJMC Corporate Advisors (India) Limited (“the Company”), which comprise the Consolidated Balance Sheet as at March 31 2021, and the Consolidated statement of Profit and Loss, (Consolidated statement of changes in equity) and Consolidated statement of Cash Flows for the year then ended, and notes to the Consolidated financial statements, including a summary of significant accounting policies and other explanatory information.

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

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013.

Our responsibilities under those Standards are further described in the Auditors’ Responsibilities for the audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Emphasis of Matter Paragraph**

We refer note no. 27 to the Consolidated Financial Statements of the Company, wherein financial impact of COVID-19 on the business operations of the Company has been disclosed. Future operations of the Company will be subject to developments on COVID-19 front together with stability in the economy which are currently uncertain. Our opinion is not modified in respect of this matter.

**Key Audit Matters**

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

No.	Key Audit Matter	Auditors’ Response
1.	<p>Impairment of Investments</p> <p>Where impairment indicators have been identified, the quantification of impairment in the carrying value of investments is considered to be a risk area due to the judgmental nature of key assumptions. The estimated recoverable amount is subjective due to the inherent uncertainty involved in forecasting and discounting future cash flows. The most significant judgements are:</p> <ul style="list-style-type: none"> <li>• Timely identification of diminution in the value of investments.</li> <li>• Proper estimation of fair market value in respect of listed and unlisted investments</li> </ul>	<p>Auditor’s Response</p> <p>Tested the design and effectiveness of internal controls implemented by the management for following:</p> <ul style="list-style-type: none"> <li>• Identification of any diminution in the value of investments.</li> <li>• Collection of relevant data to estimate the fair market value of investments at the balance sheet date.</li> <li>• To ascertain the sufficiency of amount of provision in case of diminution in value of investments</li> <li>• Management’s judgement applied for the key assumptions used for the purpose of determination of impairment provision.</li> <li>• Completeness and accuracy of the data inputs used.</li> <li>• We critically assessed and tested the key underlying assumptions and significant judgements used by management.</li> <li>• For investments identified by management as potentially impaired, examined the same and checked the calculation of the impairment</li> <li>• Examined the investments which had not been identified by management as potentially impaired and formed our own judgement as to whether that was appropriate through examining available information</li> </ul>

**Information other than the Financial Statements and Auditors’ Report thereon**

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditors’ report thereon.

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

thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### Management's Responsibility for the Consolidated 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 Consolidated financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

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

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

### Auditors' Responsibilities for the Audit of the Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
4. 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 auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

### Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditors' Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

1. 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.
2. 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 and proper returns adequate for the purposes of our audit have been received from the branches not visited by us.

3. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
4. In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
5. On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
6. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
7. 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, in our opinion and to the best of our information and according to the explanations given to us:
  - The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 26 to the financial statements
  - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

### Other Matter

The Comparative figures provided in the Consolidated Financial Statement for the previous financial year ended 31<sup>st</sup> March 2021 have been audited by the predecessor auditor who have expressed an unmodified opinion. Our opinion on the financial statement is not modified in respect of the above matter.

**For Batliboi & Purohit**  
Chartered Accountants  
Firm Registration Number: 101048W

**Raman Hangekar**  
Partner  
Membership No. 030615

Place: Mumbai  
Date: June 22, 2021  
UDIN: 21030615AAAHL3235

### The Annexure A referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended March 31, 2021 we report that:

- (i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) As explained to us, the fixed assets have been physically verified by management at reasonable intervals under a phased programme of verification. In accordance with this program, a portion of the fixed assets has been physically verified by the management during the year and no material discrepancies have been noticed on such verification. In our opinion this periodicity of physical verification is reasonable having regard to the size of company and nature of its assets.
- c) The title deeds of the immovable properties as disclosed in schedule of fixed assets to the financial statements, are held in the name of the Company.
- (ii) The Company does not have inventory, accordingly the clause (ii) of the order is not applicable to the Company.
- (iii) The Company had granted an unsecured loan to a Company covered in the register maintained under section 189 of the Companies Act, 2013.
  - (a) In our opinion, the terms and conditions on which the loan had been granted to the company listed in the register maintained under Section 189 were not, prima facie, prejudicial to the interest of the Company.
  - (b) the schedule of repayment of principal and payment of interest had been stipulated and the repayment of the principal amount and the interest were regular;
  - (c) There is no overdue amount in respect of loan granted to such company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, in respect of loans given, investments made, guarantees and security given by the Company.
- (v) The Company has not accepted any deposits from the public within the meaning of Section 73 to 76 of the Act and Rules framed there under to extent notified.
- (vi) We are informed that the Company is not required to maintain cost records under sub-section (1) of section 148 of the Companies Act, 2013, which has been relied upon.
- (vii) According to the information and explanations given to us and the records of the Company examined by us, in our opinion,
  - a) the Company is generally regular in depositing the undisputed statutory dues, including provident fund, employee state insurance, income tax, sales tax, service tax, GST, duty of customs, duty of excise, value added tax, cess and any other material statutory dues as applicable, with the appropriate authorities.

Further no undisputed amounts payable in respect of provident fund, employee state insurance, income tax, sales tax, service tax, GST, duty of customs, duty of excise, value added tax, cess and any other material statutory dues were in arrears as at March 31 2021 for a period of more than six months from the date they became payable.

- b) According to the information and explanations given to us, and the records of the company examined by us, there are no dues in respect of sales tax, income-tax, duty of customs, service tax, GST, entry tax, value added tax, central sales tax, duty of excise, which have not been deposited with the appropriate authority on account of any disputes.
- (viii) According to the records of the company examined by us and the information and explanation given to us, the company has not defaulted in repayment of loans or borrowings to any financial institution, bank or Government as at the Balance sheet date.
- (ix) The Company did not raise any moneys by way of initial public offer or further public offer (including debt instruments) nor has obtained any term loans during the year, hence paragraph 3 (ix) of the order is not applicable to the Company.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanation given to us, we have neither come across any instances of material fraud by the Company or on the Company by its officers or employees noticed or reported during the year nor have we been informed of any such case by the Management.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required under Ind AS and Companies Act, 2013.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Therefore, paragraph 3(xiv) of the order is not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- (xvi) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained by the Company.

**For Batliboi & Purohit  
Chartered Accountants  
Firm Registration Number:101048W**

**Raman Hangekar  
Partner  
Membership No. 030615**

**Place: Mumbai  
Date: June 22, 2021  
UDIN: 21030615AAAAHL3235**

## Annexure - B to the Auditors' Report

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

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

#### Management's Responsibility for Internal Financial Controls

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

#### Auditors' Responsibility

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

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

#### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

#### Opinion

In our opinion and to the best of our information & according to the explanations give 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 31<sup>st</sup> March 2021, 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 Batliboi & Purohit  
Chartered Accountants  
Firm Registration Number:101048W**

**Raman Hangekar  
Partner  
Membership No. 030615**

**Place: Mumbai  
Date: June 22, 2021  
UDIN: 21030615AAAAHL3235**

**CONSOLIDATED BALANCE SHEET AS AT March 31, 2021**  
CIN: L67120MH1998PLC113888

(Rs. in '000')

PARTICULARS		NOTE NO.	As At 31.03.2021	As At 31.03.2020
<b>ASSETS</b>				
<b>(1) Financial Assets</b>				
(a) Cash and Cash equivalents	4	25,597	6,896	
(b) Bank Balance other than (a) above	5	84,089	1,13,073	
(c) Receivables	6			
(l) Trade Receivables		2,933	10,153	
(d) Investments	7	3,66,713	1,26,680	
(e) Other Financial assets	8	59,842	56,554	
<b>Total (A)</b>		<b>5,39,174</b>	<b>3,13,356</b>	
<b>(2) Non-Financial Assets</b>				
(a) Current tax assets (Net)	9	3,824	3,671	
(b) Deferred Tax Assets (Net)	10	4,139	11,057	
(c) Property, Plant & Equipment	11	5,293	7,631	
(d) Intangible Assets		2	2	
(e) Goodwill		20,477	20,477	
(f) Other non-financial assets	12	3,626	3,154	
<b>Total (B)</b>		<b>37,361</b>	<b>45,992</b>	
<b>Total Assets (A+B)</b>		<b>5,76,535</b>	<b>3,59,348</b>	
<b>LIABILITIES &amp; EQUITY</b>				
<b>(1) Financial Liabilities</b>				
(a) Payables				
(l) Trade Payables	13			
(i) Total outstanding dues of Micro Enterprises & Small Enterprises		-	-	
(ii) Total outstanding dues of creditors other than Micro Enterprises & Small Enterprises		26,514	29,021	
(ll) Other Payables		-	-	
(i) Total outstanding dues of Micro Enterprises & Small Enterprises		678	-	
(ii) Total outstanding dues of creditors other than Micro Enterprises & Small Enterprises		757	3,152	
(b) Borrowings (Other than Debt Securities)	14	15,359	16,581	
(c) Other financial liabilities	15	1,635	2,417	
<b>Total (C)</b>		<b>44,943</b>	<b>51,171</b>	
<b>(2) Non-Financial Liabilities</b>				
(a) Current Tax liabilities (Net)				
(b) Provisions	16	2,317	2,395	
(c) Deferred tax liabilities (Net)	17	4,262	-	
(d) Other non-financial liabilities	18	2,004	2,785	
<b>Total (D)</b>		<b>8,583</b>	<b>5,180</b>	
<b>(3) Equity</b>				
(a) Equity Share Capital	19	39,264	39,264	
(b) Other Equity	20	4,83,745	2,63,733	
<b>Total (E)</b>		<b>5,23,009</b>	<b>3,02,997</b>	
<b>Total Liabilities and Equity (C+D+E)</b>		<b>5,76,535</b>	<b>3,59,348</b>	

Significant Accounting Policies and Notes to Accounts  
The above notes are integral part of the financial statements

1 to 39

As per our report of even date attached

**For Batliboi & Purohit**  
Chartered Accountants  
Registration No: 101048W

**Raman Hangekar**  
Partner  
Membership No.030615  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

For and on behalf of the Board of Directors  
**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**Girish Jain**  
Whole Time Director  
DIN: 00151673

**Kartik Konar**  
Chief Financial Officer  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

**Rajnish Jain**  
Director  
DIN: 00151988

**Miti Shah**  
Company Secretary

## 23<sup>RD</sup> ANNUAL REPORT 2020 - 2021

### CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021 CIN: L67120MH1998PLC113888

(Rs. in '000')

PARTICULARS	NOTE NO.	For the year ended 31.03.2021	For the year ended 31.03.2020
<b>Revenue from Operations</b>	21		
Sale of Services		11,993	11,989
Brokerage Income (Net)		21,366	21,732
Profit on Mutual Fund & Fair Value Changes		530	358
Net gain/(Loss) on Fair Value Changes		38	8
Interest Income		5,021	5,532
Other Income		5,066	6,747
<b>Total Revenue</b>	22	<b>44,014</b>	<b>46,366</b>
<b>Expenses:</b>			
Employee Benefits Expense	23	29,600	26,314
Finance Costs	24	997	907
Depreciation and Amortization Expense	11	1,883	4,132
Other Expenses	25	23,024	21,701
<b>Total Expenses</b>		<b>55,504</b>	<b>53,054</b>
<b>Profit before tax</b>		<b>(11,490)</b>	<b>(6,688)</b>
Tax Expense:			
(1) Current tax		1,539	70
(2) Deferred tax		(1,813)	278
(4) MAT Credit		-	(70)
(5) MAT W/off		497	-
(6) Prior period Items		-	122
		223	400
<b>Profit/(Loss) before Share in Associates' profit / Loss</b>		<b>(11,713)</b>	<b>(7,088)</b>
Add: Share in Associates' Profit		(3,821)	(784)
<b>Profit for the year</b>		<b>(15,534)</b>	<b>(7,872)</b>
<b>Other Comprehensive Income</b>			
(Items that will not be reclassified to P&L )			
Net gain/(Loss) on Fair Value Changes		1,33,563	(7,854)
Gratuity		33	(142)
Current tax		-	(1,594)
Deferred Tax		(12,148)	1,208
Mat Credit		-	928
		<b>1,21,448</b>	<b>(7,454)</b>
Add: Share in Associates' Profit		1,14,986	-
<b>Total Comprehensive Income</b>		<b>2,20,900</b>	<b>(15,326)</b>
Earnings per equity share:			
(1) Basic		(3.96)	(2.00)
(2) Diluted		(3.96)	(2.00)

Significant Accounting Policies and Notes to Accounts  
The above notes are integral part of the financial statements

1 to 39

As per our report of even date attached

**For Batliboi & Purohit**  
Chartered Accountants  
Registration No: 101048W

**Raman Hangekar**  
Partner  
Membership No.030615  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

'For and on behalf of the Board of Directors  
**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**Girish Jain**  
Whole Time Director  
DIN: 00151673

**Kartik Konar**  
Chief Financial Officer  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

**Rajesh Jain**  
Director  
DIN: 00151988

**Miti Shah**  
Company Secretary



**CONSOLIDATED CASH FLOW FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2021**  
CIN: L67120MH1998PLC113888

(Rs. In '000's)

Particulars	For the Year ended 31.3.2021	For the Year ended 31.03.2020
<b>A Cash Flow from Operating Activities</b>		
Net Profit Before Tax and Extraordinary Items	99,675	(6,687)
<b>Adjustment for:</b>		
Depreciation	1,883	4,132
Dividend Income	-	(1,745)
Sundry Balances write-off/(write back)	-	1
Interest Income	(5,058)	-
Interest and Financial Charges	997	906
Profit/Loss on Mutual Fund Investments through P&L A/c	-	(378)
Net Gain/Loss on Fair Value Changes through P&L A/c	-	16
Profit on Sale of Fixed Assets	37	-
Provision for Gratuity through P&L A/c	-	418
Rent Paid taken to Operating Lease Liability	-	(2,785)
OCI Gratuity Gain	33	-
<b>Operating Profit Before Working Capital Changes</b>	<b>97,567</b>	<b>(6,122)</b>
<b>Changes in Working Capital</b>		
(Increase)/ Decrease in Trade and Other Receivable	7,220	(4,670)
(Increase)/Decrease in other Financial Assets	(3,288)	(9,659)
Increase/ (Decrease) in Other Non Financial Assets	(472)	43
Increase/ (Decrease) in Trade Payables & Other Financial Liabilities	(5,006)	22,943
Increase/ (Decrease) in Provisions & Other Non Financial Liabilities	(859)	-
<b>(Increase)/ Decrease in Working Capital</b>	<b>(2,406)</b>	<b>8,657</b>
<b>Cash generated from Operations</b>	<b>95,161</b>	<b>2,535</b>
Income Tax Refund Received (Net of Payment)	(1,345)	(1,451)
<b>Cash Flow Before Extraordinary Items</b>	<b>93,816</b>	<b>1,084</b>
Extraordinary Items		
<b>Net Cash flow from Operating Activities</b>	<b>93,816</b>	<b>1,084</b>
<b>B Cash Flow from Investment Activities</b>		
Purchase of Investment	-	(82,838)
Sale of Investment	(1,06,469)	1,07,151
Purchase of Property, Plant & Equipment	-	(452)
Net of Purchases / Sale of Fixed Assets	(471)	-
Dividend Received	-	1,745
Interest Income	5,058	-
<b>Net Cash Flow from Investing Activities</b>	<b>(1,01,881)</b>	<b>25,606</b>
<b>C Cash Flow From Financing Activities</b>		
Loan taken/(Repaid)-secured	-	(372)
Loan taken/(Repaid)-unsecured	(1,222)	-
Short term borrowings taken	-	15,350
Issue/(Redemption) of Share Capital(including share premium)	-	8,867
Interest and Finance Charges	(997)	(700)
<b>Net Cash Flow from Financing Activities</b>	<b>(2,219)</b>	<b>23,145</b>
<b>Net Increase in Cash and Cash Equivalents (A+B+C)</b>	<b>(10,284)</b>	<b>49,835</b>
Cash and Cash Equivalents at the beginning of the Year*	1,19,969	70,134
Cash and Cash Equivalents at the close of the Year*	1,09,685	1,19,969
* Cash and Cash Equivalents comprise of :		
Cash in Hand	25,597	6,896
Balance in current account (Inclusive of Short term FD)	84,089	1,13,073
<b>Total</b>	<b>1,09,685</b>	<b>1,19,969</b>

Significant Accounting Policies and Notes to Accounts  
The above notes are integral part of the financial statements

As per our report of even date attached

**For Batliboi & Purohit**  
Chartered Accountants  
Registration No: 101048W

**Raman Hangekar**  
Partner  
Membership No. 030615  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

For and on behalf of the Board of Directors  
**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**Girish Jain**  
Whole Time Director  
DIN: 00151673

**Kartik Konar**  
Chief Financial Officer  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

**Rajesh Jain**  
Director  
DIN: 00151988

**Miti Shah**  
Company Secretary

**Notes to Consolidated financial statements for the year ended 31 March 2021**

**1. Corporate information**

KJMC Corporate Advisors (India) Ltd. ('the Company', 'KCAL') is a company limited by shares, incorporated on 9<sup>th</sup> March 1998 and domiciled in India. The CIN of the company is **L67120MH1998PLC113888** and its registration number is 113888. The Parent Company is in the business of providing Corporate Advisory, Financial Advisory, Equity Valuation and Investment Banking services. The Parent Company is also registered with SEBI as a Merchant Banker and Underwriter. The Parent Company has its registered office at Atlanta Society, Nariman Point, Mumbai, Maharashtra and its principal place of business is at 162, Atlanta Society, 16<sup>th</sup> floor, Nariman Point, Mumbai, Maharashtra, India.

The Audited Financial Statements were subject to review and recommendation of Audit Committee and approval of Board of Directors. On 22<sup>nd</sup> June 2021, Board of Directors of the Company approved and recommended the audited financial statements for consideration and adoption by the shareholders in its annual general meeting.

**2. Basis of preparation**

The Consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act and the Master Direction – Non-Banking Financial issued by RBI from time to time. The Consolidated financial statements have been prepared on a going concern basis. The Group uses accrual basis of accounting except in case of significant uncertainties

**2.1 Presentation of financial statements**

The Group presents its Balance Sheet in order of liquidity.

The Group generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only when Ind AS specifically permits the same or it has an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event. Similarly, the Group offsets incomes and expenses and reports the same on a net basis when permitted by Ind AS specifically unless they are material in nature.

**Critical accounting estimates and judgments**

The preparation of the Group's financial statements requires Management to make use of estimates and judgments. In view of the inherent uncertainties and a level of subjectivity involved in measurement of items, it is possible that the outcomes in the subsequent financial years could differ from those on which the Management's estimates are based. Accounting estimates and judgments are used in various line items in the financial statements for e.g.

- Fair value of financial instruments [Refer note no. 3.13]
- Provision for tax expenses [Refer note no. 3.5(i)]
- Residual value and useful life of property, plant and equipment [Refer note no. 3.6].

**2.2 Principles of consolidation**

(i) The consolidated financial statements incorporate the financial statements of the Parent Company and all its subsidiaries (from the date control is gained), being the entities that it controls. Control is evidenced where the investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Power is demonstrated through existing rights that give the ability to direct relevant activities, which significantly affect the entity returns. The financial statements of subsidiaries are prepared for the same reporting year as the Parent Company. Where necessary, adjustments are made to the financial statements of subsidiaries to align the accounting policies in line with accounting policies of the Parent Company.

The Parent Company holds the entire shareholding in its subsidiaries and there are no contractual arrangements which rebut the control of the Parent Company over its subsidiaries. The financial statements of subsidiaries acquired or disposed off during the year are included in the consolidated statement of profit and loss from the effective date of acquisition or up to the effective date of disposal, as appropriate. Intragroup balances and transactions, and any unrealised income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated financial statements

(ii) The Consolidated financial statements include results of the subsidiaries of KJMC Corporate Advisors (India) Limited (Parent Company), consolidated in accordance with Ind AS 110 'Consolidated Financial Statements'

Sr. No.	Name of Subsidiary	Country of Incorporation	Ownership Interest	
			31.03.2021	31.03.2020
1.	KJMC Capital Market Services Ltd	India	100%	100%
2.	KJMC Shares and Securities Ltd	India	100%	100%
3.	KJMC Credit Marketing Ltd	India	100%	100%

Figures for preparation of consolidated financial statements have been derived from the audited financial statements of the respective companies in the Group

(iii) Disclosure in terms of Schedule III of the Companies Act, 2013

Particulars	Net Assets , i.e. , total assets minus total liabilities		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
1	2	3	4	5
<b>Parent : KJMC Corporate Advisors (India) Ltd</b>	65.64%	3,43,322	36%	79,777
Subsidiaries -				
Indian				
KJMC Capital Market Services Limited	31.38%	1,64,112	10%	21,949
KJMC Shares and Securities Limited	7.06%	36,930	3%	8,105
KJMC Credit Marketing Limited	0.05%	251	0%	(265)
Minority interest in all subsidiaries	-	-	-	-
Associates (Investment as per the equity method ) –				
Indian				
KJMC Financial Services Limited			51%	1,11,164
Joint Ventures	-	-	-	-

### 3 Summary of significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated

#### 3.1 Revenue Recognition

##### i) In accordance with Ind AS-115, the revenue is recognized at a time when performance obligation is satisfied.

- Fees for valuation and financial advisory services are accounted as and when the service is rendered provided there is reasonable certainty of its ultimate realisation. Revenue is net of applicable indirect taxes
- Interest Income on loan / deposits others are recognised on accrual basis, while Dividend / Interest on shares & securities are recognised when right to receive the Dividend are established.
- Profit/(Loss) on sale of investment in shares and securities, are recognised upon transfer of control of such investment.

##### ii) Net gain on fair value changes

Investments are subsequently measured at fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL), as applicable. The Company recognises gains/ losses on fair value change of investments measured as FVOCI or FVTPL which is irreversible and even the realised gains/losses on subsequent sale of investments are recognized through FVOCI or FVTPL as applicable.

##### iii) Taxes

Incomes are recognised net of the Goods and Services Tax/ Service Tax, wherever applicable. Transaction price is accounted net of GST. Since GST is not received by the company on its own account, rather, it is collected by the Company on behalf of the government. Accordingly, it is excluded from revenue.

#### 3.2 Expenditures

##### (i) Finance costs

Borrowing costs on deposits taken are recognised using the EIR

##### (ii) Fees and commission expenses

Fees and commission expenses which are not directly linked to the sourcing of financial assets, such as commission/incentive incurred on value added services and products distribution, recovery charges and fees payable for management of portfolio etc., are recognised in the Statement of Profit and Loss on an accrual basis

##### (iii) Taxes.

Expenses are recognised net of the Goods and Services Tax/ Service Tax, except where credit for the input tax is not statutorily permitted.

#### 3.3 Cash and cash equivalents

Cash and cash equivalents include cash on hand and balance with banks in current account

#### 3.4 Financial instruments

A financial instrument is defined as any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Trade receivables and payables,

loan receivables, investments in securities and subsidiaries, debt securities and other borrowings, preferential and equity capital etc. are some examples of financial instruments.

All the financial instruments are recognised on the date when the Group becomes party to the contractual provisions of the financial instruments. For tradable securities, the Group recognises the financial instruments on Trade date

### (i) **Financial Assets**

Financial assets include cash, or an equity instrument of another entity, or a contractual right to receive cash or another financial asset from another entity. Few examples of financial assets are loan receivables, investment in equity and debt instruments, trade receivables and cash and cash equivalents.

#### **Initial measurement.**

All financial assets are recognised initially at cost including transaction costs that are attributable to the acquisition of financial assets

#### **Subsequent measurement**

For the purpose of subsequent measurement, financial assets are classified into four categories

- (a) Debt instruments at FVOCI
- (b) Debt & Equity instruments at FVTPL
- (c) Equity instruments designated at FVOCI

### (a) **Debt instruments at FVOCI**

The Group subsequently classifies its financial assets as FVOCI, only if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets; and
- Contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

Debt instruments included within the FVOCI category are measured at each reporting date at fair value with such changes being recognised in other comprehensive income (OCI). The interest income on these assets is recognised in profit or loss.

### (b) **Debt and Equity instruments at FVTPL**

The Group classifies financial assets which are held for trading under FVTPL category. Held for trading assets are recorded and measured in the Balance Sheet at fair value. Interest and dividend incomes are recorded in interest income and dividend income, respectively according to the terms of the contract, or when the right to receive the same has been established. Gain and losses on changes in fair value of debt instruments are recognised on net basis through profit or loss.

The Group's investments into equity (trading portfolio), mutual funds, Government securities (trading portfolio) and certificate of deposits for trading have been classified under this category.

### (c) **Equity investments designated under FVOCI**

All equity investments in scope of Ind AS 109 'Financial Instruments' are measured at fair value. The Group has strategic investments in equity for which it has elected to present subsequent changes in the fair value in other comprehensive income. The classification is made on initial recognition and is irrevocable.

All fair value changes of the equity instruments, excluding dividends, are recognised in OCI and not available for reclassification to profit or loss, even on sale of investments.

#### **Impairment of Trade receivable and other financial assets**

In accordance with IND\_AS 109, the Company applied Expected Credit Loss (ECL) model for measurement and recognition of impairment loss.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather it recognizes impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

### (ii) **Financial liabilities**

Financial liabilities include liabilities that represent a contractual obligation to deliver cash or another financial assets to another entity, or a contract that may or will be settled in the entities own equity instruments. Few examples of financial liabilities are trade payables, debt securities and other borrowings.

#### **Initial measurement**

All financial liabilities other than Deposits taken are recognised at cost. The Company's financial liabilities include trade payables, other payables, debt securities and other borrowings.

#### **Subsequent measurement**

After initial recognition, all deposits taken subsequently measured at Net Present Value using the EIR [Refer note no. 3.1(i)]. Any gains or losses arising on derecognition of liabilities are recognized in the Statement of Profit and Loss.

#### **Derecognition**

The Company derecognises a financial liability when the obligation under the liability is discharged, cancelled or expired.

### (iii) **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet only if there is an enforceable legal right to offset the recognized amounts with an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

**(iv) Investment in subsidiaries**

Investment in subsidiaries is recognized at cost and are not adjusted to fair value at the end of each reporting period. Cost of investment represents amount paid for acquisition of the said investment.

The Company assesses at the end of each reporting period, if there are any indications that the said investment may be impaired. If so, the Company estimates the recoverable value/amount of the investment and provides for impairment, if any i.e. the deficit in the recoverable value over cost.

**3.5 Taxes**

**(a) Current tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

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

**(b) Deferred tax**

Deferred tax is provided using the Balance Sheet approach 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 recognized for all taxable temporary differences and deferred tax assets are recognized for deductible temporary differences to the extent that it is probable that taxable profits will be available against which the deductible temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets, if any, are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognized outside profit or loss is recognized either in OCI or in other equity.

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 and the deferred taxes relate to the same taxable entity and the same taxation authority.

**3.6 Property, plant and equipment**

Property, plant and equipment are carried at historical cost of acquisition less accumulated depreciation and impairment losses, consistent with the criteria specified in Ind AS 16 'Property, Plant and Equipment'.

Depreciation on property, plant and equipment

- (a) Depreciation is provided on a pro-rata basis for all tangible assets on written down value method over the useful life of assets.
- (b) Useful lives of assets are determined by the Management by an internal technical assessment except where such assessment suggests a life significantly different from those prescribed by Schedule II – Part C of the Companies Act, 2013 where the useful life is as assessed and certified by a technical expert.
- (c) Depreciation on addition to assets and assets sold during the year is being provided for on a pro rata basis with reference to the month in which such asset is added or sold as the case may be.
- (d) An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included under other income in the Statement of Profit and Loss when the asset is derecognised.

**3.7 Intangible assets and amortisation thereof**

Intangible assets, representing website development expenses are initially recognized at cost and subsequently carried at cost less accumulated amortization and accumulated impairment. The intangible assets are amortized using the straight line method over a period of three years, which is the Management's estimate of its useful life.

**3.8 Impairment of non-financial assets**

An assessment is done at each Balance Sheet date to ascertain whether there is any indication that an asset may be impaired. If any such indication exists, an estimate of the recoverable amount of asset is determined. If the carrying value of relevant asset is higher than the recoverable amount, the carrying value is written down accordingly.

**3.9 Provisions and contingent liabilities**

The Group creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Group also discloses present obligations for which a reliable estimate cannot be made.

When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

### 3.10 Foreign currency translation

The Group's financial statements are presented in Indian Rupee, which is also the Group's functional currency.

#### Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

#### Conversion

Foreign currency monetary items are re-translated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

#### Exchange differences

All exchange differences are accounted in the Statement of Profit and Loss.

### 3.11 Retirement and other employee benefits

#### 3.11.1 Gratuity

The Group has not created any Gratuity Fund to which payment for present liability of future payment of gratuity can be made. However, provision for gratuity is made in the books based on the actuarial valuation report provided by an approved valuer. The actuarial liability as determined by an appointed actuary using the projected unit credit method are recognised as a liability. Gains and losses through remeasurements of the net defined benefit liability/assets are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. The effect of any planned amendments are recognised in Statement of Profit and Loss. Remeasurements are not reclassified to profit or loss in subsequent periods.

#### 3.11.2 Provident fund

Provident Fund Contributions are made to Recognized Provident Fund.

### 3.12 Leases

With effect from 1 April 2019, the Group has applied Ind AS 116 'Leases' for all long term and material lease contracts covered by the Ind AS. The Group has adopted modified retrospective

approach as stated in Ind AS 116 for all applicable leases on the date of adoption.

#### Measurement of Lease Liability

At the time of initial recognition, the Group measures lease liability as present value of all lease payments discounted using the Group's cost of borrowing. Subsequently, the lease liability is –

- (i) increased by interest on lease liability;
- (ii) reduced by lease payments made; and
- (iii) remeasured to reflect any reassessment or lease modifications specified in Ind AS 116 'Leases', or to reflect revised fixed lease payments.

#### Measurement of Right-of-use assets

At the time of initial recognition, the Group measures 'Right-of-use assets' as present value of all lease payments discounted using the Group's cost of borrowing w.r.t said lease contract. Subsequently, 'Right-of-use assets' is measured using cost model i.e. at cost less any accumulated depreciation and any accumulated impairment losses adjusted for any remeasurement of the lease liability specified in Ind AS 116 'Leases'.

Depreciation on 'Right-of-use assets' is provided on straight line basis over the lease period.

The exception permitted in Ind AS 116 for low value assets and short term leases has been adopted by Group."

### 3.13 Fair value measurement

The Group measures its Investments and Deposits (Both Given and Taken) at fair value on each Balance Sheet date.

Fair value is the price that would be received against sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place in the accessible principal market or the most advantageous accessible market as applicable.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair value measurement has been done for investments and Deposits (Both Given and Taken). Listed investments have been valued at the market price at which the respective investments were quoting as on 31.03.2021. Unlisted investments have been valued on the basis of the valuation certificates issued by an approved valuer. Both deposits given and taken have been valued at the Net present value applying the EIR method.

(Rs. in '000')

Particulars	As at 31.03.2021	As at 31.03.2020
<b>Note - 4: Cash and Cash Equivalents</b>		
Cash in Hand	313	320
Balance with Banks		
- On Current Accounts	25,284	6,576
<b>Total</b>	<b>25,597</b>	<b>6,896</b>
<b>Note - 5: Bank balances other than cash and cash equivalents</b>		
Unclaimed dividend account	83	83
<b>In Fixed Deposit Accounts</b>		
with Maturity Less than 12 Months'	84,006	1,12,990
<b>Total</b>	<b>84,089</b>	<b>1,13,073</b>
<b>Note - 6: Receivables</b>		
<b>(I) Trade Receivables</b>		
Considered Good	2,933	10,153
Unsecured, considered good		
Considered Doubtful	1,000	1,000
Less:- Provision for Doubtful Debts	(1,000)	(1,000)
	<b>2,933</b>	<b>10,153</b>
<b>(II) Other Receivables</b>		
	-	-
<b>Total</b>	<b>2,933</b>	<b>10,153</b>
<b>Note - 7 : Investments</b>		
<b>(A) At Cost</b>		
Investment in Associates	1,36,789	25,431
Investment in Subsidiaries		
Tax free bonds of Indian Railway Finance Corporation Ltd	4,000	4,000
2.50% Non Convertible cummulative Redeemable Preference shares FV Rs.100	11,500	11,500
<b>Total</b>	<b>1,52,289</b>	<b>40,931</b>
<b>(B) At fair value through Other Comprehensive Income</b>		
<b>(i) In equity instruments</b>		
<b>Equity Shares</b>		
Add: Fair value gains/(losses)	1,11,519	1,00,286
	88,738	(16,146)
<b>Total</b>	<b>2,00,257</b>	<b>84,140</b>
<b>(C) At fair value through Other Profit &amp; Loss</b>		
i) Mutual Fund	14,178	1,617
Add: Fair value gains/(losses)	(11)	(7)
<b>Equity Shares</b>		
<b>Total</b>	<b>14,167</b>	<b>1,609</b>
<b>Grand Total</b>	<b>3,66,713</b>	<b>1,26,680</b>
<b>Out of the above</b>		
In India	3,66,713	1,26,680
Outside India		
	<b>3,66,713</b>	<b>1,26,680</b>

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	(Rs. in '000')	
Particulars	As at 31.03.2021	As at 31.03.2020
<b>Note - 8 Other financial assets</b>		
Security Deposit to Related parties		
Unsecured, considered good	20,773	19,117
Interest Accrued & Impact of EIR	4,227	5,885
	<b>25,000</b>	<b>25,002</b>
Security Deposit to others		
Unsecured, considered good	60	11,366
Interest Accrued & Impact of EIR	-	17
Other advances	34,782	20,169
<b>Total</b>	<b>59,842</b>	<b>56,554</b>
<b>Note 9: Current Tax Assets</b>		
Advance Income Tax	16,045	15,596
Less: Provision for Taxation	(12,221)	(11,925)
<b>Total</b>	<b>3,824</b>	<b>3,671</b>
<b>Note - 10: Deferred Taxation</b>		
Deferred Tax Asset		
Unabsorbed Business Losses/Depreciation	1,751	1,739
Fixed Asset	486	1,149
Capital Losses	221	2,913
Speculative Loss	3	2
Fair Value of Investments_MF	-	1
Fair Value of Investments - _OCI	-	530
Gratuity_ FTPL	406	149
Gratuity_OCI	-	474
MAT credit Entitlement	3,444	4,120
<b>Deferred tax Asset</b>	<b>6,311</b>	<b>11,077</b>
Deferred Tax Liabilities		
Fixed Assets	-	(20)
Fair Value of Investments - _OCI	2,172	
<b>Deferred Tax Liabilities</b>	<b>2,172</b>	<b>(20)</b>
<b>Deferred Tax Asset/ (Liability)</b>	<b>4,139</b>	<b>11,057</b>



**Note - 11: Property, Plant & Equipment  
Fixed Assets - Tangible**

Description	Gross Block			Depreciation			Net Block				
	As at 01.04.2020	Additions/ Adjustments during the year	Deductions/ Adjustments during the year	Impairment/ Reversal during the year	As at 31.03.2021	As at 01.04.2020	Provided during the year	Deductions/ Adjustments during the year	As at 31.03.2021	As at 31.03.2020	
Right of Use Assets - BLDG	3,756	-	-	-	3,756	2,620	909	-	3,529	227	1,136
Computers	6,574	420	-	-	6,994	6,152	377	-	6,529	465	422
Furniture & Fixtures	6,555	-	-	-	6,555	6,387	44	-	6,431	124	168
Office Equipments	4,606	54	-	-	4,660	4,456	73	-	4,529	131	150
Vehicles	4,036	-	1,079	-	2,958	3,415	269	1,062	2,622	336	621
Office Premises	29,430	-	-	-	29,430	24,296	1,124	-	25,420	4,010	5,134
<b>Total (A)</b>	<b>54,957</b>	<b>474</b>	<b>1,079</b>	<b>-</b>	<b>54,353</b>	<b>47,326</b>	<b>2,796</b>	<b>1,062</b>	<b>49,060</b>	<b>5,293</b>	<b>7,631</b>

**Fixed Assets -Intangible**

Description	Gross Block			Depreciation			Net Block				
	As at 01.04.2020	Additions/ Adjustments during the year	Deductions/ Adjustments during the year	Impairment/ Reversal during the year	As at 31.03.2021	As at 01.04.2020	Provided during the year	Deductions/ Adjustments during the year	As at 31.03.2021	As at 31.03.2020	
Computer Software	45	-	-	-	45	43	-	-	43	2	2
<b>Total (B)</b>	<b>45</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>45</b>	<b>43</b>	<b>-</b>	<b>-</b>	<b>43</b>	<b>2</b>	<b>2</b>
<b>Total (A+B)</b>	<b>55,003</b>	<b>474</b>	<b>1,079</b>	<b>-</b>	<b>54,398</b>	<b>47,369</b>	<b>2,796</b>	<b>1,062</b>	<b>49,104</b>	<b>5,295</b>	<b>7,629</b>

**Fixed Assets -Intangible**

Description	Gross Block			Depreciation			Net Block			
	As at 01.04.2019	Additions/ Adjustments during the year	Deductions/ Adjustments during the year	Impairment/ Reversal during the year	As at 31.03.2020	As at 01.04.2019	Provided during the year	Deductions/ Adjustments during the year	As at 31.03.2020	As at 31.03.2019
Right of Use Assets - BLDG	-	3,756	-	-	3,756	-	2,620	-	2,620	1,136
Computers	6,160	414	-	-	6,574	5,626	526	-	6,152	422
Furniture & Fixtures	6,555	-	-	-	6,555	6,317	70	-	6,387	168
Office Equipments	4,568	38	-	-	4,606	4,301	155	-	4,456	150
Vehicles	4,036	-	-	-	4,036	2,927	488	-	3,415	621
Office Premises	29,430	-	-	-	29,430	22,852	1,444	-	24,296	5,134
<b>Total (A)</b>	<b>50,749</b>	<b>4,208</b>	<b>-</b>	<b>-</b>	<b>54,957</b>	<b>42,023</b>	<b>5,303</b>	<b>-</b>	<b>47,326</b>	<b>7,631</b>

**Fixed Assets -Intangible**

Description	Gross Block			Depreciation			Net Block			
	As at 01.04.2019	Additions/ Adjustments during the year	Deductions/ Adjustments during the year	Impairment/ Reversal during the year	As at 31.03.2020	As at 01.04.2019	Provided during the year	Deductions/ Adjustments during the year	As at 31.03.2020	As at 31.03.2019
Computer Software	45	-	-	-	45	43	-	-	43	2
<b>Total (B)</b>	<b>45</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>45</b>	<b>43</b>	<b>-</b>	<b>-</b>	<b>43</b>	<b>2</b>
<b>Total (A+B)</b>	<b>50,794</b>	<b>4,208</b>	<b>-</b>	<b>-</b>	<b>55,002</b>	<b>42,066</b>	<b>5,303</b>	<b>-</b>	<b>47,369</b>	<b>7,633</b>

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	(Rs. in '000')	
Particulars	As at 31.03.2021	As at 31.03.2020
<b>Note - 12: Other non financial assets</b>		
Deposit/Balances with Service Tax Dept & dues from Government	675	742
Advance to suppliers and others	1,294	1,730
Prepaid Expenses	1,657	682
<b>Total</b>	<b>3,626</b>	<b>3,154</b>
<b>Note - 13 : Trade Payables</b>		
(A) Micro & Small Enterprises	-	-
(B) Others	26,514	29,021
	<b>26,514</b>	<b>29,021</b>
<b>Other Payables</b>		
(A) Micro & Small Enterprises	678	-
(B) Others	757	3,152
	<b>1,435</b>	<b>3,152</b>
<b>Total</b>	<b>27,949</b>	<b>32,173</b>
<b>Note - 14: Borrowings (Other than Debt Securities)</b>		
(A) In India		
At Amortised cost		
Vehicle Loan	829	1,231
(Refer Additional Information below)		
Cash credit from bank repayable on demand (Secured)		
(Cash credit from bank is secured against equitable mortgage of premises belonging to its subsidiary Company and Corporate Guarantee given by the said subsidiary. The cash credit is repayable on demand and carries interest @ MCLR + 2.15%.)		
Secured Loan from HDFC Bank	14,530	15,412
Loans from Related Parties (Unsecured)	-	(62)
<b>Total</b>	<b>15,359</b>	<b>16,581</b>
<b>Note - 15: Other financial Liabilities</b>		
Employees dues	1,552	2,334
Interim Dividend Payable	83	83
<b>Total</b>	<b>1,635</b>	<b>2,417</b>
<b>Note - 16: Provisions</b>		
Provision for Ex-Gratia	2,500	2,395
INDAS Adjustment	(183)	(155)
<b>Total</b>	<b>2,317</b>	<b>2,395</b>

(Rs. in '000')

Particulars	As at 31.03.2021	As at 31.03.2020
<b>Note - 17: Deferred Taxation</b>		
<b>Deferred Tax Asset</b>		
Unabsorbed Business Losses/Depreciation	1,656	-
Fixed Asset	570	-
Fair Value of Investments_MF	2	-
Gratuity_FTPL	235	-
Deferred tax Asset	<b>2,463</b>	-
<b>Deferred Tax Liabilities</b>		
Gratuity_OCI	46	-
Fair Value of Investments - _OCI	7,856	-
Capital Losses	(1,177)	-
Deferred Tax Liabilities	<b>6,725</b>	-
<b>Deferred Tax (Asset)/ Liability</b>	<b>4,262</b>	-
<b>Note - 18: Other non-financial liabilities</b>		
Statutory dues	1,761	1,608
Deferred Lease Liability - INDAS	243	1,177
	<b>2,004</b>	<b>2,785</b>
<b>Note - 19: Equity Share Capital</b>		
Authorised:		
5,000,000 (Previous Year: 5,000,000) Equity shares of Rs.10/- each	50,000	50,000
Issued, Subscribed and Paid up :		
3,926,440 Equity shares of Rs.10/-each, fully paid up.	39,264	39,264
<b>Total</b>	<b>39,264</b>	<b>39,264</b>

**(a) Additional Information**

**Reconciliation of Shares outstanding at the beginning and at the end of the year**

(Rs. in '000's)

Particulars	As at 31.03.2021		As at 31.03.2020	
	No of Shares	Amount	No of Shares	Amount
Shares outstanding at the beginning of the year	39,26,440	39,264	35,06,440	35,064
Shares issued during the year	-	-	4,20,000	4,200
	39,26,440	39,264	39,26,440	39,264
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	39,26,440	39,264	39,26,440	39,264

**(b) Terms/ Rights attached to Shares**

The Company has only one class of equity shares having par value of Rs. 10 per share. Each shareholder of equity share is entitled to one vote per share.

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.

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**(c) Details of Shareholders holding more than 5% shares of the Company:**

(Rs. in '000's)

Equity Shares of Rs 10 each	As at 31.03.2021		As at 31.03.2020	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
I. C. Jain HUF	2,20,500	5.61%	2,20,500	5.61%
Chand Devi Jain	14,80,458	37.70%	14,80,458	37.70%
Rajnesh Jain	3,80,518	9.69%	3,80,518	9.69%
Girish Jain	3,80,518	9.69%	3,80,518	9.69%

**(d) Terms and Rights attached to Convertible Warrants:**

Convertible Warrants nos.7,90,000 of the face value of Rs.10 each at a premium of Rs. 18.15 per warrant, were allotted to promoters on preferential basis on March 15,2018 , at the consideration equivalent to 25% of the price fixed per warrant . The warrant-holders are entitled to apply for one equity share of Rs.10 each fully paid against every warrant held on payment of the balance 75% of the price fixed, within a period of 18 months from the date of allotment of the warrants , i.e., 15<sup>th</sup> March , 2018. The Board has approved conversion of 3,70,000 warrants into 3,70,000 Equity shares on request received from warrant holders and the same were allotted on 23<sup>rd</sup> January, 2019

**Note - 20: Other Equity**

(Rs. in '000's)

Particulars	As At 31.03.2021	As At 31.03.2020
<b>General Reserve</b>		
As per last Balance sheet	71,197	71,197
Add: Addition during the year	-	-
Less: Deduction during the year	-	-
<b>Closing Balance</b>	<b>71,197</b>	<b>71,197</b>
<b>Capital Reserve</b>		
As per last Balance sheet	2,250	2,250
Add: Addition during the year	-	-
Less: Deduction during the year	-	-
<b>Closing Balance</b>	<b>2,250</b>	<b>2,250</b>
<b>Securities Premium</b>		
As per last Balance sheet	93,960	86,337
Add: Addition during the year	-	7,623
Less: Deduction during the year	-	-
<b>Closing Balance</b>	<b>93,960</b>	<b>93,960</b>
<b>Revaluation Reserve</b>		
As per last Balance sheet	4,160	5,331
Add: Addition during the year	-	-
Less: Deduction during the year	911	1,171
<b>Closing Balance</b>	<b>3,249</b>	<b>4,160</b>
<b>Surplus/(Deficit) in the statement of profit and loss</b>		
As per last Balance sheet	93,417	1,01,289
Profit for the period	(15,534)	(7,872)
Amount available for appropriation	77,883	93,417
Less : Appropriations	-	-
	<b>77883</b>	<b>93,417</b>
<b>Other comprehensive income</b>		
Opening	(1,252)	6,201
Current period Fair Value through OCI	2,36,458	(7,454)
	<b>2,35,206</b>	<b>(1,252)</b>
Balance carried forward	3,13,089	92,165
<b>Total</b>	<b>4,83,745</b>	<b>2,63,732</b>

**STATEMENT OF CHANGES IN EQUITY**  
CIN: L67120MH1998PLC113888

(Rs. in '000's)

Particulars	For the year ended	
	31.03.2021	31.03.2020
Balance of the Beginning of the year	39,26,440	35,06,440
Changes in equity	-	4,20,000
	<b>3,92,64,400</b>	<b>39,26,440</b>

**Other Equity for the year ended 31<sup>st</sup> March 2021**

**Reserves and Surplus**

(Rs. in '000's)

Particulars	Note No	General Reserve	Securities Premium	Other Comprehensive Income'	Profit & Loss A/c	Revaluation Reserve	Capital Reserve	Total
Balance as on 31.03.2020	20	71,197	93,960	(1,252)	93,417	4,160	2,250	2,63,732
Profit after tax		-	-	-	(15,534)	-	-	(15,534)
Addition		-	-	-	-	(911)	-	(911)
Other Comprehensive Income (Net of tax)		-	-	2,36,458	-	-	-	2,36,458
		71,197	93,960	2,35,206	77,883	3,249	2,250	4,83,745
Transfer to Reserve		-	-	-	-	-	-	-
<b>Balance as on 31.03.2021</b>		<b>71,197</b>	<b>93,960</b>	<b>2,35,206</b>	<b>77,883</b>	<b>3,249</b>	<b>2,250</b>	<b>4,83,745</b>

**Other Equity for the year ended 31<sup>st</sup> March 2020**

**Reserves and Surplus**

(Rs. in '000's)

Particulars	Note No	General Reserve	Securities Premium	Other Comprehensive Income'	Profit & Loss A/c	Revaluation Reserve	Capital Reserve	Total
Balance as on 31.03.2020	20	71,197	86,338	6,202	1,01,289	5,331	2,250	2,72,607
Profit after tax		-	-	-	(7,872)	(1,171)	-	(9,043)
Addition		-	7,622	-	-	-	-	7,622
Other Comprehensive Income (Net of tax)		-	-	(7,454)	-	-	-	(7,454)
		71,197	93,960	(1,252)	93,417	4,160	2,250	2,63,732
Transfer to Reserve		-	-	-	-	-	-	-
Balance as on 31.03.2021		<b>71,197</b>	<b>93,960</b>	<b>(1,252)</b>	<b>93,417</b>	<b>4,160</b>	<b>2,250</b>	<b>2,63,732</b>

As per our report of even date attached

**For Batliboi & Purohit**

Chartered Accountants  
Registration No: 101048W

**Raman Hangekar**

Partner  
Membership No. 030615  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

'For and on behalf of the Board of Directors  
**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**Girish Jain**  
Whole Time Director  
DIN: 00151673

**Rajesh Jain**  
Director  
DIN: 00151988

**Kartik Konar**  
Chief Financial Officer  
Place : Mumbai  
Date : 22<sup>nd</sup> June,2021

**Miti Shah**  
Company Secretary

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	(Rs. in '000's)	
Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
<b>Note - 21: Revenue from Operations</b>		
Sale of Services	11,993	11,989
Brokerage & Depository Income (Net)	21,366	21,732
Profit on Sale of MF & Investment	530	358
Net gain/(Loss) on Fair Value Changes	38	8
Interest Income	5,021	5,532
<b>Total</b>	<b>38,948</b>	<b>39,619</b>
<b>Note - 22: Other Income</b>		
Dividend Income	1,073	1,745
Interest Income	2,597	3,228
Rent Income	289	308
Infrastructural Support Services Income	-	789
Others	1,107	677
<b>Total</b>	<b>5,066</b>	<b>6,747</b>
<b>Note - 23: Employee Benefit Expense</b>		
Salaries and Wages	27,850	24,661
Insurance Premium	110	-
Contribution/Provision to Provident and other Funds	811	922
Staff Welfare Expenses	829	731
<b>Total</b>	<b>29,600</b>	<b>26,314</b>
<b>Note - 24: Finance costs</b>		
Interest to Bank	408	212
Interest to Others	457	630
Other Financial Charges	132	65
<b>Total</b>	<b>997</b>	<b>907</b>
<b>Note -11: Depreciation and amortisation Expenses</b>		
Depreciation A/c.	2,795	5,303
Less : Adjusted with Revaluation Reserve	912	1,171
<b>Total</b>	<b>1,883</b>	<b>4,132</b>
<b>Note - 25: Other expenses</b>		
Advertisement	85	47
Auditors Remuneration (for break up refer below)	248	325
Business Promotion Expenses	833	904
Electricity expenses	363	486
Insurance Charges	156	191
Motor Car Expenses	561	596
Professional fees	4,261	1,714
Legal Expenses	8	37
Contractual Expenses	911	-
Miscellaneous expenses	1,267	4,560
Web Site Charges	-	44

Particulars	(Rs. in '000's)	
	For the year ended 31.03.2021	For the year ended 31.03.2020
Loss on Sale of MF & Currency Derivatives	1	-
Rent & Other Infrastructural Support Service	759	1,418
Rent - INDAS	1,000	181
Office Maintenance & Utility Expenses		
- Building	-	-
- Office	2,416	2,357
Subscription and membership fees	1,513	1,503
Sub-brokerage expenses	2,792	1,352
Stock Exchange & Other Allied Expenses	1,701	1,617
Printing & Stationery Expenses	375	528
Travelling & Conveyance Expenses	3,264	3,449
Balance W/off	10	-
Provision for Expected Credit Loss	47	-
ROC/BSE Filing & other Filing Charges	455	392
<b>Total</b>	<b>23,024</b>	<b>21,701</b>
Statutory Auditor's Remuneration		
Audit Fees	117	165
For Taxation matters	10	20
For Other Services/Limited Review	117	111
Reimbursement of Expenses	4	26
<b>Total</b>	<b>248</b>	<b>322</b>

**26. Contingent Liabilities:**

Claims against the Group for the Financial Year 2020-21 is NIL ( PY 2019-20 is NIL)

**27.** Estimated amount of contracts remaining to be executed on Capital Account and not provided for (net of advances) Rs. NIL (Previous Year Rs. NIL)

**28.** Disclosure required by Micro, Small and Medium Enterprises (Development) Act, 2006. As per requirement of Section 22 of Micro, Small & Medium Enterprises (Development) Act, 2006 following information is disclosed:

Sr. No	Particulars	(Rs. in 000's)	
		31.03.2021	31.03.2020
(i)	Principal amount remaining unpaid to any supplier as at the end of each accounting year.	Nil	Nil
(ii)	Interest due on (i) above remaining unpaid	Nil	Nil
(iii)	Amounts paid beyond the appointed day during the accounting year	Nil	Nil
(iv)	Interest paid on (iii) above	Nil	Nil
(v)	Interest due and payable on (iii) above	Nil	Nil
(vi)	Interest accrued and remaining unpaid at the end of the accounting year	Nil	Nil
(vii)	Interest remaining unpaid of the previous years for the purpose of disallowance under the Income Tax Act, 1961	Nil	Nil

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

**29. Earnings and Expenditure in Foreign Currency**

Earnings in Foreign Currency - C.Y Rs. 990 ('000') (P.Y Rs. 1365 ( in'000')).  
Expenditure in Foreign Currency - C.Y Rs. 0 ('000') (P.Y Rs. 573 ( in'000')).

**30. Obligations on long-term, non-cancellable operating leases**

The lease rentals charged during the period and the obligations on long-term, non-cancellable operating leases payable as per the rentals stated in the respective agreements are as follows:

(Rs. in 000's)

Particulars	Year Ended	
	31.03.2021	31.03.2020
Lease rental recognized during the year	2,785	2,785
Lease obligation Payable		
Within one year of the balance sheet date	990	2,785
Due in a period between one year and five years	280	1,240

**31. Earnings Per Share**

(Rs. in 000's)

Particulars	For the Year ended	
	31.03.2021	31.03.2020
Net Profit / (Loss) for the year	(11,713)	(7,872)
The weighted average Number of Equity Share (Nos.)- (Basic)	39,26,440	39,26,440
The weighted average Number of Equity Share (Nos.)- (Diluted)	39,26,440	39,26,440
Face Value (Rs)	10	10
Earnings Per Share (Basic)	(3.96)	(2.00)
Earnings Per Share (Diluted)	(3.96)	(2.00)

**32. Related party disclosures under Indian Accounting Standard 24**

**I. List of related parties**

**a. Subsidiary Company's**

KJMC Capital Market Services Limited  
KJMC Shares and Securities Limited  
KJMC Credit Marketing Limited

**b. Key Management Personnel**

Mr. Girish Jain	- Whole Time Director
Mr. Kartik Konar	- Chief Financial Officer
Ms. Bhavika Dalal	- Company Secretary (resigned w e.f 30.01.2021)
Ms. Miti Shah	- Company Secretary (w.e.f.20-01-2020)

**c. Relatives of Key Management Personnel**

Mr. Inderchand Jain	- Father of Whole time Director
Mrs. Chanddevi Jain	- Mother of Whole time Director
Mr. Pankaj Jain	- Brother of Whole time Director
Mrs. Archana Jain	- Sister in law of Whole time Director
Mr. Rajnesh Jain	- Brother of Whole time Director
Mrs. Shraddha Jain	- Sister in law of Whole time Director
Mrs. Aditi Girish Jain	- Wife of Whole time Director
Miss. Aayushi Jain	- Niece of Whole time Director
Master Pratham Jain	- Nephew of Whole time Director
Master Anmol Jain	- Nephew of Whole time Director



**d. Enterprises over which key management personnel/relatives are able to exercise significant influence:**

Puja Trades & Investments Private Limited  
Prathamesh Enterprises Private Limited  
KJMC Platinum Builders Private Limited  
KJMC Investment Company  
AKIP Venture Private Limited  
Puja Trades & Investments Pvt Ltd  
KJMC Realty Private Limited  
Maximus Management Advisory Services Private Limited  
KJMC Trading & Agency Ltd

**e. Associates**

KJMC Financial Services Limited

**f. Associates**

KJMC Financial Services Limited

**Transactions during the year with related parties:**

Managerial Remuneration is Calculated as per as per schedule V of the Companies Act, 2013

(Rs. in 000's)

Sr. No	Nature of Transactions with related parties	Associates		Key Management Personnel and Relatives of Key Management Personnel		Enterprises over which key management personnel/relatives are able to exercise significant influence	
		31.03.2021	31.03.2020	31.03.2021	31.03.2020	31.03.2021	31.03.2020
<b>1</b>	<b>Rent Paid</b>						
	Puja Trades & Investments Pvt Ltd.	-	-	-	-	480	480
	KJMC Financial Services Ltd	30	30	-	-		
<b>2</b>	<b>Professional fees Paid</b>						
	Khandelwal Jain & Company	-	-	-	-	1,550	-
	Aayushi Jain	-	-	700	-		-
<b>3</b>	<b>Professional fees Received</b>						
	Maximus Management Advisory Services Pvt. Ltd.	-	-	-	-	-	-
<b>4</b>	<b>Board Meeting Fees</b>						
	I.C.Jain	-	-	20	20	-	-
	Rajnish Jain	-	-	43	48	-	-
	Shraddha Jain	-	-	32	36	-	-
<b>5</b>	<b>Sales of Shares</b>						
	Chand Devi Jain	-	-	-	-	-	447
<b>6</b>	<b>Salary</b>						
	Girish Jain	-	-	10,690	10,416	-	-
	Rajnish Jain			1,200	600		
	Shraddha Jain			1,200	600		
	Aditi Jain			1,338	1,344		
<b>7</b>	<b>Brokerage, Commission and Income Earned</b>						
	KJMC Financial Services Ltd	113	25				
	Prathamesh Enterprises Private Ltd					1	31
	Puja Trades & Investments Pvt Ltd					79	50
	KJMC Investment Company					2	-
	Mr. Inderchand Jain			1	3		

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Sr. No	Nature of Transactions with related parties	(Rs. in 000's)					
		Associates		Key Management Personnel and Relatives of Key Management Personnel		Enterprises over which key management personnel/relatives are able to exercise significant influence	
		31.03.2021	31.03.2020	31.03.2021	31.03.2020	31.03.2021	31.03.2020
	Inderchand Jain HUF			1	2		
	Mrs. Chand Devi Jain			6	3		
	Mr. Pankaj Jain						
	Mrs. Archana Jain			62	161		
	Mr. Rajnesh Jain			13	180		
	Rajnesh Jain HUF				2		
	Mrs. Shradha Jain			275	316		
	Mr. Girish I Jain			38	2		
	Girish I Jain HUF			1	4		
	Mrs. Aditi Jain			9	4		
	Master Pratham Jain			-	2		
	Master Anmol Jain			6	-		
	Miss Aayushi Jain			-	2		
<b>8</b>	<b>Infrastructural Support Services Received</b>						
	KJMC Financial Services Ltd	238	238	-	-		
<b>9</b>	<b>Depository Income</b>						
	KJMC Financial Services Ltd	18	10				
	KJMC Platinum Builders Pvt. Ltd					1	1
	KJMC Realty Pvt. Ltd					1	1
	Prathmesh Enterprises Private Ltd					1	1
	Puja Trades & Investments Pvt Ltd					10	5
	KJMC Trading and Agency					1	2
	KJMC Investment Company					8	-
	Mr. Inderchand Jain			-	1		
	Mrs. Chand Devi Jain			1	3		
	Mrs. Archana Jain			1	3		
	Mr. Rajnesh Jain			2	3		
	Mrs. Shradha Jain			10	8		
	Mr. Girish I Jain			2	-		
	Girish I Jain HUF			-	1		
	Mrs. Aditi Jain			2	1		
	Master Anmol Jain			1	1		
<b>10</b>	<b>Purchase of Shares</b>						
	KJMC Financial Services Ltd	170	-				
<b>11</b>	<b>Reimbursement Received</b>						
	KJMC Financial Services Ltd	16	62				
	KJMC Assets Management Co Ltd					-	-
	KJMC Trading & Agency Ltd					24	12
	Puja Trades & Investments Pvt. Ltd					12	32
	Prathamesh Enterprises Pvt. Ltd					-	-
	Khandelwal Jain & Co					47	35

(Rs. in 000's)

Sr. No	Nature of Transactions with related parties	Associates		Key Management Personnel and Relatives of Key Management Personnel		Enterprises over which key management personnel/relatives are able to exercise significant influence	
		31.03.2021	31.03.2020	31.03.2021	31.03.2020	31.03.2021	31.03.2020
<b>12</b>	<b>Reimbursement of Expenses Paid</b>						
	Puja Trades & Investments Pvt Ltd					234	207
	Rajnesh Jain			-	-		
<b>13</b>	<b>Rent received</b>						
	Prathmesh Enterprises Pvt. Ltd.					-	-
<b>14</b>	<b>Net Receivable</b>						
	Puja Trades & Investments Pvt Ltd. (Security Deposit)	-	-	-	-	3,000	3,000
	KJMC Financial Services Ltd (Security Deposit)	11,500	11,500	-	-		
	Rajnesh Jain (Security Deposit)	-	-	1,500	1,500	-	-
	Inderchand Jain (Security Deposit)			9,000	9,000		

### 33. Financial risk management objective and policies

The Group's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include investments, loans, trade receivables, other receivables, and cash and cash equivalents that are derived directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Group management oversees the management of these risks.

#### i) Market risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits, trade receivables and other financial instruments.

#### 1) Interest rate risk:

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair value of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that future cash flows of floating interest bearing investments will vary because of fluctuations in interest rates.

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's short-term loan from banks.

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March'21	As at 31 <sup>st</sup> March'20
Variable rate borrowings*	14,530	15,412

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Group's profit before tax is affected through the impact of change in interest rate of borrowings, as follows:

(Rs. in '000's)

Particulars	Increase/ decrease in basis points	Effect on Profit before tax
As on 31 March 2021	+ 50 / - 50	72.65
As on 31 March 2020	+ 50 / - 50	77.06

#### 2) Foreign currency risk:

The Group enters into transactions in currency other than its functional currency. The Group renders valuation services to customers situated outside India and to the extent of the debtors outstanding in foreign currency it is exposed to foreign currency risk. Each company in the Group

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analyses currency risk as to which balances are outstanding in currency other than the functional currency of that company. The management has taken a position not to hedge this currency risk.

The Group companies undertakes transactions denominated in foreign currencies, consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are not hedged considering the insignificant impact and period involved on such exposure.

The Group Company's exposure to the risk of changes in exchange rates relates primarily to the Group Company's outstanding debtors in foreign currencies:

(Rs. in '000's)		
Particulars	As at 31 <sup>st</sup> March'21	As at 31 <sup>st</sup> March'20
Debtors Outstanding in foreign currency	150.00	412.31

The following table demonstrates the sensitivity to a reasonably possible change in exchange rates on that portion of debtors affected. With all other variables held constant the impact of the change in exchange rate on the company's profit before tax is as follows:

(Rs. in '000's)		
Particulars	Increase/ decrease in percentage points	Effect on Profit before tax
As on 31 March 2021	+5 / -5	7.50
As on 31 March 2020	+5 / -5	20.62

### 3) Credit Risk:

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group Company's receivables from customers, deposits and loans given, investments and balances at bank.

The Group Company's measures the expected credit loss on trade receivables, loans given to customers/borrowers based on historical trend, industry practices and the business environment in which the entity operates. Expected Credit Loss (ECL) on loans and trade receivables is calculated based on past trends based on the historical data.

Based on the ECL assessment, there is no requirement of provision for the credit losses, hence the Group companies have not provided for any credit losses during the current period.

Credit risk on cash and cash equivalents is limited as the Group Company's generally invest in deposits with banks and financial institutions with high credit ratings assigned by credit rating agencies. Investments primarily include investment in equity shares, Mutual Funds.

### 4) Liquidity Risk:

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The Group Company's principal source of liquidity are cash and cash equivalents and the cash flow i.e. generated from operations. The Group Company's consistently generates strong cash flows from operations which together with the available cash and cash equivalents and investments provides adequate liquidity in short terms as well in the long term.

The table below provides details regarding the contractual maturities of financial liabilities including estimated interest payments as at:

(Rs. in '000's)					
Particulars	Carrying Amount	31-Mar-21			
	/ fair value	Less than 1 year	2-5 years	More than 5 years	Total
<b>Financial Liabilities</b>					
Other payables	27,949	27,949	-	-	27,949
Borrowings	15,359	14,922	437	-	15,359
Other financial liabilities	1,634	1,634	-	-	1,634
	<b>44,942</b>	<b>44,505</b>	<b>437</b>	-	<b>44,942</b>

(Rs. in'000's)

Particulars	Carrying Amount / fair value	31-Mar-20			
		Less than 1 year	2-5 years	More than 5 years	Total
<b>Financial Liabilities</b>					
Other payables	32,173	32,173	-	-	32,173
Borrowings	16,581	15,755	829	-	16,581
Other financial liabilities	2,417	2,417	-	-	2,417
	<b>51,171</b>	<b>50,345</b>	<b>829</b>	<b>-</b>	<b>51,171</b>

**ii) Capital Management**

For the purpose of Group Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Group Company's Capital Management is to maximize shareholder value. The Group company's manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Group monitors capital using gearing ratio, which is Net debt divided by total capital.

(Rs. in'000's)

Particulars	As at 31-Mar-21	As at 31-Mar-20
Gross debt (inclusive of long term and short term borrowing)	15,359	16,581
Less: Cash and cash equivalents	109,686	119,969
<b>Net debt</b>	<b>(94,327)</b>	<b>(103,388)</b>
Total equity	523,010	302,997
<b>Total capital</b>	<b>428,683</b>	<b>199,609</b>
<b>Gearing ratio</b>	<b>(22.01%)</b>	<b>(51.80%)</b>

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2021 and 31 March 2020

**iii) Categories of financial instruments and fair value thereof**

(Rs. in'000's)

Particulars	As at 31 March 2021			As at 31 March 2020		
	FVTOCI	FVTPL	Amortised	FVTOCI	FVTPL	Amortised
<b>A) Financial assets (other than investment in subsidiaries &amp; Associates)</b>						
Cash and cash equivalents	-	-	25,597	-	-	6,896
Bank Balance other than (a) above	-	-	84,089	-	-	1,13,073
Trade Receivable			2,933			10,153
Investments	84,140	1,609	40,931	84,140	1,609	40,931
Other financial assets	-	-	59,842	-	-	56,554
<b>Total financial assets</b>	<b>84,140</b>	<b>1,609</b>	<b>2,13,392</b>	<b>84,140</b>	<b>1,609</b>	<b>22,7607</b>
<b>B ) Financial liabilities</b>						
Other payables	-	-	27,949	-	-	32,173
Borrowings	-	-	15,359	-	-	16,581
Other financial liabilities	-	-	1,634	-	-	2,417
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>44,942</b>	<b>-</b>	<b>-</b>	<b>51,171</b>

The management assessed that cash and cash equivalents and bank balances, trade receivables, other financial assets, certain investments, trade payables and other current liabilities approximate their fair value largely due to the short-term maturities of these instruments. Difference between carrying amount and fair value of bank deposits, other financial assets, other financial liabilities and borrowings subsequently measured at amortised cost is not significant in each of the year presented.

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### iv Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Group assets and liabilities.

Disclosures of fair value measurement hierarchy for assets and liabilities as at 31 March 2021

(Rs. in '000's)

Financial assets	As at 31 March 2021				
	Carrying Value	Fair value	Level 1	Level 2	Level 3
<b>Financial assets measured at FVTOCI</b>					
Investments	2,00,257	2,00,257	1,88,556	-	11,701
<b>Financial assets measured at FVTPL</b>					
Investments	14,167	14,167	14,167	-	-
<b>Financial assets measured at amortised cost</b>					
Investments	1,52,289	1,52,289	-	1,52,289	-
<b>Total</b>	<b>3,66,713</b>	<b>3,66,713</b>	<b>2,02,723</b>	<b>1,52,289</b>	<b>11,701</b>

(Rs. in '000's)

Financial assets	As at 31 March 2020				
	Carrying Value	Fair value	Level 1	Level 2	Level 3
<b>Financial assets measured at FVTOCI</b>					
Investments	84,140	84,140	69,105	-	15,035
<b>Financial assets measured at FVTPL</b>					
Investments	1,609	1,609	1,609	-	-
<b>Financial assets measured at amortised cost</b>					
Investments	40,931	40,931	-	40,931	-
<b>Total</b>	<b>1,26,680</b>	<b>1,26,680</b>	<b>70,714</b>	<b>40,931</b>	<b>15,035</b>

### Fair Value Hierarchy :

- a) Investments included in Level 1 of fair value hierarchy are based on prices quoted in stock exchange and/ or NAV declared by the funds.
- b) Investments included in Level 2 of fair value hierarchy have been valued based on inputs from banks and other recognised institutions such as FIMMDA/ FEDAI
- c) Investments included in Level 3 of fair value hierarchy have been valued using acceptable valuation techniques such as Net Asset Value and/ or Discounted Cash Flow Method.

Note : All financial instruments for which fair value is recognized or disclosed are categorized within the Fair Value Hierarchy described as above, based on the lowest level input that is significant to the fair value measurement as a whole.

### 34. Employee Benefits plans

Defined Benefit plans

#### A. Gratuity

The Gratuity plan is governed by the payment of Gratuity Act, 1972. Only KJMC Capital Market Services Ltd, the subsidiary company is covered by the above Act. However, the parent company provides gratuity benefits to the whole time director of the company. The Group has not created any fund for the payment of the gratuity liability but has created a provision for gratuity liability based on Actuary Valuer report.

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
<b>Present Value of Benefit Obligation at the Beginning of the Period</b>	<b>2,396</b>	<b>1,835</b>
Interest Cost	164	140
Current Service Cost	393	178
Past Service Cost	(120)	-
Liability Transferred In/ Acquisitions	-	-
(Liability Transferred Out/ Divestments)	-	-
(Gains)/ Losses on Curtailment	-	-
(Liabilities Extinguished on Settlement)	-	-
(Benefit Paid Directly by the Employer)	(483)	-
(Benefit Paid From the Fund)	-	-
The Effect Of Changes in Foreign Exchange Rates	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	5	131
Actuarial (Gains)/Losses on Obligations - Due to Experience	(38)	12
<b>Present Value of Benefit Obligation at the End of the Period</b>	<b>2,317</b>	<b>2,396</b>

**Reconciliation of net liability / asset**

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
<b>Opening Net Liability</b>	<b>2,396</b>	<b>1,835</b>
Expenses Recognized in Statement of Profit or Loss	437	419
Expenses Recognized in OCI	(33)	142
Net Liability/(Asset) Transfer In	-	-
Net (Liability)/Asset Transfer Out	-	-
(Benefit Paid Directly by the Employer)	(483)	-
(Employer's Contribution)	-	-
<b>Net Liability/(Asset) Recognized in the Balance Sheet</b>	<b>2,317</b>	<b>2,396</b>

**Expenses charged to the statement of Profit and Loss**

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
Current Service Cost	393	278
Net Interest Cost	164	140
Past Service Cost	(120)	-
(Expected Contributions by the Employees)	-	-
(Gains)/Losses on Curtailments And Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
<b>Expenses Recognized</b>	<b>437</b>	<b>418</b>

## 23<sup>RD</sup> ANNUAL REPORT 2020 - 2021

### Measurement (gains)/ Losses in other comprehensive income.

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
Actuarial (Gains)/Losses on Obligation For the Period	(33)	(50)
Return on Plan Assets, Excluding Interest Income	-	-
Change in Asset Ceiling	-	-
<b>Net (Income)/Expense For the Period Recognized in OCI</b>	<b>(33)</b>	<b>(50)</b>

### Amount recognized in Balance Sheet.

(Rs. in '000's)

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
(Present Value of Benefit Obligation at the end of the Period)	(2,317)	(2,396)
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/ (Deficit))	(2,317)	(2,396)
<b>Net (Liability)/Asset Recognized in the Balance Sheet</b>	<b>(2,317)</b>	<b>(2,396)</b>

### Change in the Fair Value of Plan Assets

Particulars	As at 31 <sup>st</sup> March 2021	As at 31 <sup>st</sup> March 2020
<b>Fair Value of Plan Assets at the Beginning of the Period</b>	-	-
Interest Income	-	-
Contributions by the Employer	-	-
Expected Contributions by the Employees	-	-
Assets Transferred In/Acquisitions	-	-
(Assets Transferred Out/ Divestments)	-	-
(Benefit Paid from the Fund)	-	-
(Assets Distributed on Settlements)	-	-
(Expenses and Tax for managing the Benefit Obligations- paid from the fund)	-	-
Effects of Asset Ceiling	-	-
The Effect of Changes In Foreign Exchange Rates	-	-
Return on Plan Assets, Excluding Interest Income	-	-
<b>Fair Value of Plan Assets at the End of the Period</b>	-	-

### B. Defined Contribution Scheme

The Employee's Provident Funds Scheme, 1952 is applicable only to KJMC Capital Market Services Ltd a wholly owned subsidiary of the parent company. However, the parent company extends provident fund benefits to its whole time director. The employer contribution to the Provident Fund together with the employee deduction is deposited in the Recognized Provident Fund and is charged as an expense as and when accrued and incurred.

Other than the above, the Group Company's does not operate any superannuation, pension, ESOP or any other defined benefit or defined contribution scheme for the benefit of its employees.

35. The Mumbai Bench of the Hon'ble National Company Law Tribunal (NCLT) vide its Order dated April 27, 2020 has granted approval for the Scheme of Amalgamation between KJMC Commodities Market India Limited ("the Transferor Company") with KJMC Capital Market Services Limited ("the Transferee Company") and their respective shareholders ("Scheme"). The Appointed date for the said Scheme of Amalgamation is April 1, 2018. KJMC Commodities Market India Limited ("the Transferor Company") and KJMC Capital Market Services Limited ("the Transferee Company") are both the wholly owned subsidiary companies of KJMC Corporate Advisors (India) Limited. KJMC Commodities Market India Limited ("the Transferor Company") shall stand dissolved, without winding-up, on the Scheme becoming effective. In view of the same, KJMC Capital Market Services Limited continues to be a wholly owned subsidiary of KJMC Corporate Advisors (India) Limited.



36. The Mumbai Bench of the Hon'ble National Company Law Tribunal (NCLT) vide its Order dated 3<sup>rd</sup> March 2020 had granted approval for the Scheme of Amalgamation of KJMC Asset Management Company Limited (KAMCL) ("the First Transferor Company") and KJMC Investment Trust Company Limited (KITCL) ("the Second Transferor Company") with KJMC Financial Services Limited ("the Transferee Company") and their respective shareholders ("Scheme"). KJMC Asset Management Company Limited (KAMCL) ("the First Transferor Company") and KJMC Investment Trust Company Limited (KITCL) ("the Second Transferor Company") both are the wholly owned subsidiary companies of KJMC Financial Services Limited ("the Transferee Company"). The copy of order is received from the Hon'ble National Company Law Tribunal (NCLT) and duly filed with the Office of Registrar of Companies, Mumbai. The Appointed date for the sanctioned Scheme of Amalgamation is 1<sup>st</sup> April 2018. Accordingly, the figures for the previous financial year have been restated/recasted to give effect to the Scheme of Amalgamation with effect from 1<sup>st</sup> April 2018.
37. The COVID-19 pandemic has affected several countries across the world, including India. The pandemic and consequent lockdown imposed by the Government has considerably impacted the Company's business operation for the year ended 31st March, 2021.
- The management believes while the Covid-19 may adversely impact the business in the short term, it does not anticipate material medium to Long-Term risks to the business prospects. The management has considered the possible effects that may result from Covid 19 on the recoverability/carrying value of the assets. Based on the current indicators of future economic conditions, the management expects to recover the carrying amount of the assets, however the management will continue to closely monitor any material changes to future economic conditions. Given the uncertainties, the final impact on Company's assets in future may differ from that estimated as at the date of approval of these financial results.
38. The Management has identified the Company's operations with a single business segment of merchant banking operations in India. Since the business operations of the company are primarily concentrated in India, the company is considered to operate only in domestic segment. All the assets of the Company are located in India.
39. Previous year figures have been regrouped or reclassified wherever necessary in order to make them comparable and shown in brackets.

As per our report of even date attached  
**For Batliboi & Purohit**

Chartered Accountants  
Registration No: 101048W

**Raman Hangekar**  
Partner  
Membership No. 030615

Place : Mumbai  
Date : 22<sup>nd</sup> June 2021

For and on behalf of the Board of Director  
**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**Girish Jain**  
Whole Time Director  
DIN: 00151673

**Kartik Konar**  
Chief Financial Officer

Place : Mumbai  
Date : 22<sup>nd</sup> June 2021

**Rajnish Jain**  
Director  
DIN: 00151988

**Miti Shah**  
Company Secretary

# KJMC CORPORATE ADVISORS INDIA LIMITED

**Registered Office:** 162, Atlanta, 16<sup>th</sup> Floor,  
Nariman Point, Mumbai-400021.  
Tel. No.: 022-4094 5500. Email: [investor.corporate@kjmc.com](mailto:investor.corporate@kjmc.com)

PROXY  
Form No. MGT-11

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

CIN : L67120MH1998PLC113888  
Name of the Company : KJMC Corporate Advisors (India) Limited  
Registered office : 162, Atlanta, 16<sup>th</sup> Floor, Nariman Point, Mumbai - 400021.  
Name of the Member(s) : .....  
Registered address : .....  
E-mail Id : .....  
Folio No/ Clint ID/DP ID : .....

I/ We, being the member(s) of ..... shares of the above named company, hereby appoint:

- Name : ..... Address : .....  
E-mail Id : ..... Signature : ..... or failing him
- Name : ..... Address : .....  
E-mail Id : ..... Signature : ..... or failing him
- Name : ..... Address : .....  
E-mail Id : ..... Signature : .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23<sup>rd</sup> Annual General Meeting of the Company, to be held on Wednesday, September 29, 2021 at 10.30 am at Kamalnayan Bajaj Hall, Bajaj Bhavan, Jammalal Bajaj Marg, Nariman Point, Mumbai – 400021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars of Resolution	Optional	
		For	Against
	<b>Ordinary Business</b>		
1.	Adoptions of Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon.		
2.	Adoption of Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon.		
3.	Re-appointment of Mrs. Shraddha Rajnesh Jain (DIN: 00156306), who is liable to retire by rotation.		

Signed this ..... day of ..... 2021

Affix Rupee.  
1 Revenue  
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

**KJMC CORPORATE ADVISORS (INDIA) LIMITED**  
**Registered Office :** 162, Atlanta, 16<sup>th</sup> Floor, Nariman Point, Mumbai - 400 021.

## ATTENDANCE

(To be handed over at the entrance of the Meeting Hall)

23<sup>rd</sup> Annual General Meeting –

I hereby record my presence at the 23<sup>rd</sup> ANNUAL GENERAL MEETING of the company held on Wednesday, September 29, 2021 at 10.30 a.m. at Kamalnayan Bajaj Hall, Bajaj Bhavan, Jammalal Bajaj Marg, Nariman Point, Mumbai – 400 021.

Full name of Member (IN BLOCK LETTERS) .....  
Reg.Folio No./Demat ID .....  
No. of shares held .....  
Full name of Proxy (IN BLOCK LETTERS) .....

Member's / Proxy Signature

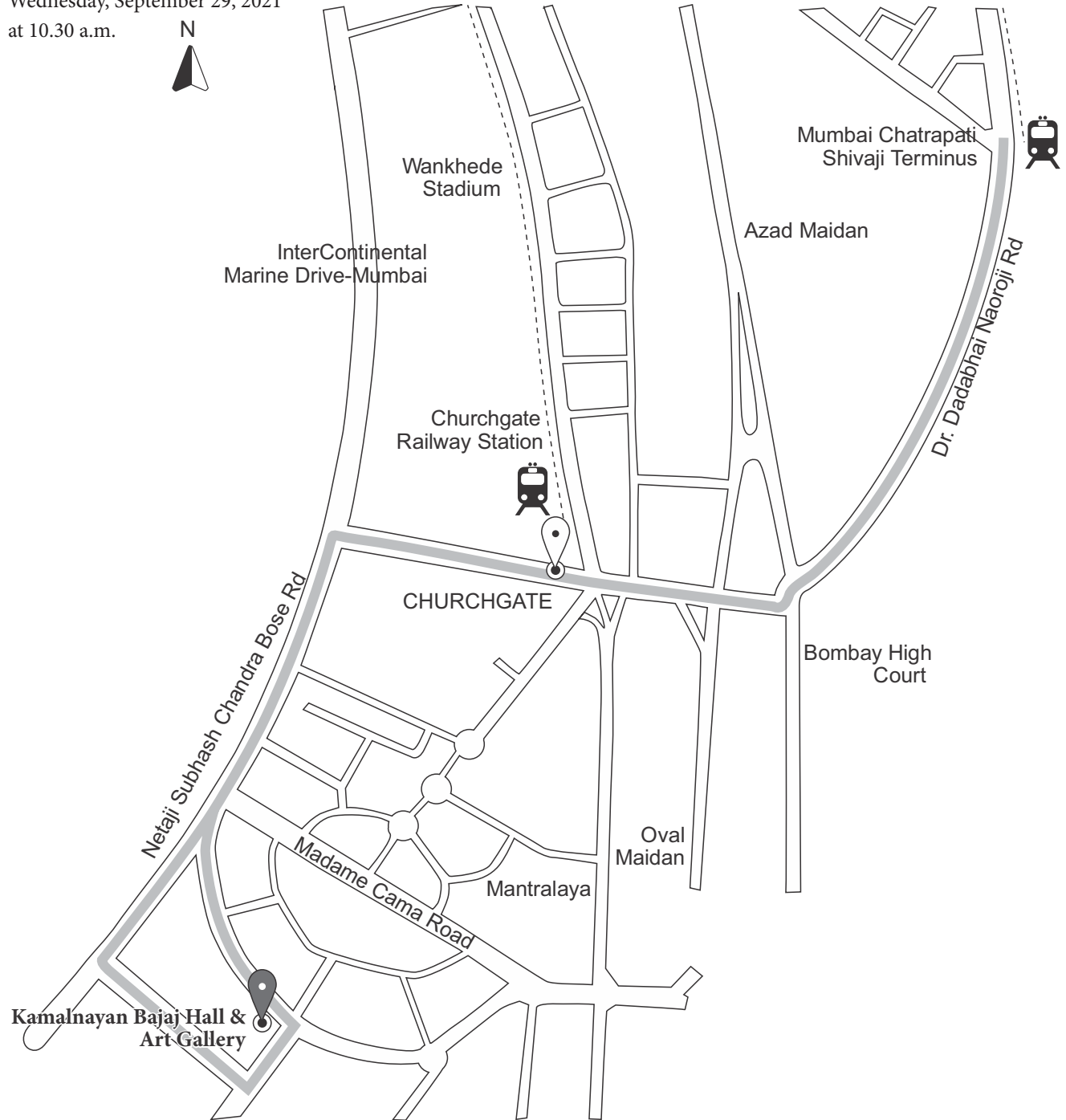
## REQUEST TO MEMBERS

Members are requested to send their question(s), if any, to the Company Secretary/Chief Financial Officer at the Registered Office of the Company, on or before September 29, 2021, so that the answers/details can be kept ready at the Annual General Meeting.

**Route map to the AGM Venue of:**

KJMC Corporate Advisors (India)  
Limited

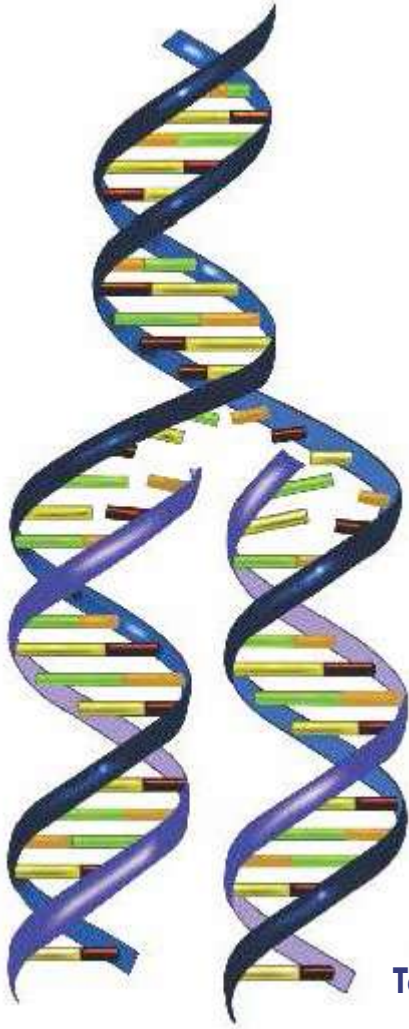
23<sup>rd</sup> Annual General Meeting  
Wednesday, September 29, 2021  
at 10.30 a.m.



**Venue:**

Kamalnayan Bajaj Hall,  
Bajaj Bhavan, Jammalal Bajaj Marg,  
Nariman Point,  
Mumbai - 400 021





To,



*If Undelivered Please Return To:*

**KJMC CORPORATE ADVISORS (INDIA) LIMITED**

**Registered Office:** 162, 16th Floor, Atlanta,  
Nariman Point, Mumbai – 400 021

Tel.No.: 022-4094 5500

Email : [investor.corporate@kjmc.com](mailto:investor.corporate@kjmc.com) CIN : L67120MH1998PLC113888