

ICML

31st ANNUAL REPORT

INTEGRA CAPITAL MANAGEMENT LIMITED

2020-2021

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BOARD OF DIRECTORS

Tarun Vohra	Managing Director/Chairman	00030470
Pankaj Vohra	Chief Executive Officer	00030499
Brinda Sethi	Company Secretary	
Mrs. Anjali Vohra	Director	08551458
Mrs. Saroj Bhandari	Independent Director	07160251
T.S.Sridharan	Independent Director	02435527
Neeraj Kumar Goel	Independent Director	00022850

AUDITORS

GSA & Associates LLP
Krishna Kant Tulsian
Chartered Accountants
New Delhi
Membership No. 085033
Firm Registration No. 000247N/N500339

SOLICITORS

Rajinder Narain & Company
Advocates & Solicitors
New Delhi

BANKERS

Bank of India

REGISTERED OFFICE

32, Regal Building,
Sansad Marg,
New Delhi-110001
Email id.; icmlcompliance@gmail.com
Tel. No. 011-23361532
CIN NO. L74899DL1990PLC040042

WEBSITE

www.integraprofit.com

REGISTRAR & SHARE TRANSFER AGENT

M/s Alankit Assignments Limited,
2E/21, Jhandewalan Extension,
New Delhi-110 055
Tel.No-01123341234

NOTICE

Notice is hereby given that the Thirty First Annual General Meeting of the Members of Integra Capital Management Limited will be held on Monday, the 23rd day of August 2021 at 9.30 A.M. at No. 5(K.N.24/34/47), Gadaipur, New Delhi-110030, to transact the following business:

AS ORDINARY BUSINESS

1. To receive, consider and adopt the audited Profit and Loss Statement for the year ended 31st March, 2021 and the Balance Sheet as on that date together with the Reports of the Board of Directors and the Auditors.
2. To re-appoint a Director of Mr. Pankaj Vohra (holding DIN No- 00030499), who retires by rotation and, being eligible, offers himself for re-appointment

AS SPECIAL BUSINESS

1. To discuss consider and approve the change in name of the company from Integra Capital Management Limited TO Integra Capital Limited against the circular number AMFI/CIR-19/2020-21 issued by AMFI dated 20th October 2020.

GENERAL INFORMATION

1. This Ballot Form is provided for the benefit of Members who do not have access to e-voting facility, to enable them to send their assent or dissent by post.
2. Voting rights in the e-voting/Ballot cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representative with proof of their authorization.
3. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through post in physical ballot form to declare the final result for each of the Resolutions forming part of the Notice of the Annual General Meeting.
4. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

6. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
7. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
8. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
9. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at <http://www.integraprofit.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.
10. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
11. In continuation of this Ministry's [General Circular No. 20/2020](#), dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- i) The voting period begins on 20th August, 2021 at 9:00 AM and ends on 22nd August, 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 (record date) of of 01st August, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility

to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and

	<p>also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their Depository</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period</p>

Participants	or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> 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.
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- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Integra Capital Management Limited> on which you choose to vote.
- (vi) 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.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) 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.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; icmlcompliance@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

A. Other Instructions:

- i) The e-voting period commences on 20th August, 2021 at 9:00 AM and ends on 22nd August, 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 (record date) of 01st August, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- ii) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) of 01st August 2021.
- iii) Mr. Vineet Aggarwal (Membership No. 095720) of M/s Vineet Meenakshi & Associates Practicing Chartered Accountants has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- iv) The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock 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 favor or against, if any, and submit forthwith to the Chairman of the Company.
- v) The results shall be declared on 'or' after the AGM of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.integraprofit.com and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Ltd.
- vi) Members who do not have access to e-voting facility may send duly completed Ballot Form enclosed with the Annual report so as to reach the Scrutinizer appointed by The Board of Directors of the Company, Mr. Vineet Aggarwal (Membership No. 095720) of M/s Vineet Meenakshi & Associates Practicing Chartered Accountants at the Registered Office of the Company not later than 22nd August 2021 (6.00 P.M.). Ballot Form received after this date will be treated as invalid.
- vii) A member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

By Order of the Board of Directors,

Place: New Delhi
Date: 01st August, 2021

Chairman

Registered Office:
32, Regal Building
Sansad Marg
New Delhi – 110 001

Notes: -

1. A Member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and to vote instead of himself. The proxy need not be a Member of the Company. The Proxy Form should be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the Meeting.

2. The Register of Members and Share Transfer Books of the company will remain closed from 20th August 2021 to 22nd August 2021 (both day inclusive).
3. 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 requested to submit the PAN to the Depository Participant with whom they demat accounts.
4. Meeting shall be held as per applicable COVID-19 guidelines.

By Order of the Board of Directors,

Place: New Delhi
Date: 01st August, 2021

Chairman

DIRECTORS REPORT

Your Directors have pleasure in presenting the Thirty First Annual Report and the Audited Accounts for the year ended 31st March, 2021.

FINANCIAL RESULTS

	Rupees in Lacs		
	2020 – 2021	2019 – 2020	2018 – 2019
Total Income	55.90	16.68	31.42
Expenditure	(14.44)	(64.67)	(20.74)
	-----	-----	-----
	(41.45)	47.99	10.68
Non – Cash Charges	-	-	-
	-----	-----	-----
Profit/(Loss) Before Tax	(41.45)	(47.99)	10.68
Tax Expense	-	(5.28)	-
	-----	-----	-----
Profit/(Loss) After Tax	(41.45)	(53.27)	10.68
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No amount has been transferred to `Reserves`; and no material change or commitment has occurred after the close of the Financial Year 2020-21 till the date of this Report, which affects the financial position of the Company.

OPERATIONS

The Company is categorized as B group NBFC “Non-Public Deposit Accepting Company” by the Reserve Bank of India. During the year under report, the Company did not transact any hire purchase and/or leasing business. The Company continued to engage in its wealth/assets management business; and investments in shares & stocks, mutual funds, fixed deposits etc., and consultancy & advisory services. The Company is, however, constantly looking for suitable business opportunities to engage in and enhance its revenues.

The overall running of the Company’s affairs/operations has remained satisfactory.

DEPOSITS

The Company has not accepted any fixed deposits during the period under report; and the fixed deposits, as at the end of the year 31.03.2021, stood at Rupees Nil.

AUDITORS REPORT

The observations of the Auditors are self – explanatory; and therefore, do not call for any further comment/s. Auditors have neither made any adverse remarks nor have reported any fraud under Section 143(12) of the Companies Act, 2013.

DIVIDEND

Due to the past losses and with a view to conserve resources, the Board of Directors do not recommend declaration of any dividend for the year ended 31st March, 2021.

DIRECTORS

Mr. Pankaj Vohra who retires by rotation at the ensuing Thirty first Annual General Meeting and, being eligible, offers himself for re-appointment. The Directors recommend his re-appointment, which would enable the Company to obtain his continued valuable guidance in the conduct of the Company's affairs.

AUDITORS

In accordance with the Companies Act 2013, the statutory auditors of the Company, M/s. GSA & Associates LLP, Chartered Accountants, New Delhi, were appointed as statutory auditors of the Company for a period of five years at the Twenty Nineth Annual General Meeting, and their re-appointment to be ratified every year at such remuneration plus service tax, out of pocket expenses etc as may be mutually agreed upon between the Board of Directors of the Company and the Auditors

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

The Company is not a manufacturing Company. Therefore, conservation of Energy & Technology Absorption is not applicable. The Company has neither earned nor spent on foreign exchange.

DECLARATION OF INDEPENDENT DIRECTORS

All Independent Directors have given declaration that they meet the criteria of independence as provided under Section 149 of the Act and the Listing Agreement.

AUDIT COMMITTEE

An Audit Committee had been constituted, consisting of the following Directors of the Company:

1. Shri Neeraj Kumar Goel - Chairman
2. Smt. Saroj Bhandari
3. Shri T.S Sridharan

SECRETARIAL AUDIT REPORT

Secretarial Audit Report for the financial year ended 31st March, 2021, pursuant to Section 204(1) of the Companies Act, 2013 and the rules framed thereunder and obtained from the Practicing Company Secretary is annexed with this report. It does not call for any comments.

PAYMENT OF LISTING FEE

The annual listing fee for the year under review has been paid to BSE Limited, Mumbai for the financial year 2021-22.

DEMAT OF COMPANY'S EQUITY SHARES

In compliance with the SEBI's Requirements and Guidelines, the Company has continued with Registrar and Transfer Agents M/s Alankit Assignments Limited, 2 E/21, Jhandewalan Extension, New Delhi-110055 as Registrar and Share Transfer Agent. National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd. (CDSL) have been appointed for the purpose of demat of the equity shares of the Company and connectivity with them has been established.

SHARE CAPITAL

During the year under report, there has been no change in the Authorised, Subscribed and Paid-up Share Capital of the Company.

BOARD MEETINGS

There were four (4) meetings of the Board of Directors held during the year.

EXTRACT OF ANNUAL RETURN

Extract of the Annual Return in Form No. MGT-9 is attached as Annexure `A`.

INTERNAL FINANCIAL CONTROLS

The Company has adequate internal financial controls consistent with the nature of business and size of operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on regular basis by the management as well as by the internal auditors appointed by the Company.

CORPORATE GOVERNANCE

The compliance of 15(2) of SEBI LODR Regulation, 2015 of the Listing Agreement is not mandatory/ applicable; and therefore, the information required there under has not been incorporated in the Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Provisions in regard to Corporate Social Responsibility (CSR) are not applicable to the Company.

VIGIL MECHANISM FOR DIRECTORS/EMPLOYEES

This clause is not applicable to the Company.

POLICY AND REMUNERATION COMMITTEE – MANAGERIAL REMUNERATION

NIL

ANNUAL EVALUATION – BOARD AND ITS COMMITTEE/S

The performance of the Board and of each committee has been evaluated by its members and found to be satisfactory.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 of the Companies Act, 2013.

None

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

Form No. AOC-2 is attached as Annexure `B`

RISK MANAGEMENT

The Company has appropriate risk management policy commensurate with the size of the Company.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirements of the sexual harassment at workplace (Prevention, Prohibition & Redressal) Act, 2013 (POSH Act) and rules made thereunder, the company has constituted Internal Committees (IC). While maintaining the highest governance norms, the Company has appointed external independent persons who worked and have the requisite experience in handling such matters, as Chairpersons of each of the

Committees. During the year, no complaints with allegations of sexual harassment were received by the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of the Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Directors confirm that:

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

ACKNOWLEDGEMENT

Your Directors wish to convey their grateful thanks and appreciation of the support, assistance and co-operation extended to the Company by the employees, the members and/or the associates.

By Order of the Board of Directors,

Place: New Delhi
Dated: 01st August, 2021

Chairman

Registered Office:
32, Regal Building,
Sansad Marg,
New Delhi – 110 001

Annexure B to Directors Report

FORM NO. 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 transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Not Applicable
2	Nature of contracts/arrangements/transaction	Not Applicable
3	Duration of the contracts/arrangements/transaction	Not Applicable
4	Salient terms of the contracts or arrangements or transaction including the value, if any	Not Applicable
5	Justification for entering into such contracts or arrangements or transactions'	Not Applicable
6	Date of approval by the Board	Not Applicable
7	Amount paid as advances, if any	Not Applicable
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Not Applicable

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Integra Securities Private Limited
2	Nature of contracts/arrangements/transaction	As per understanding between parties
3	Duration of the contracts/arrangements/transaction	As per understanding between parties
4	Salient terms of the contracts or arrangements or transaction including the value, if any	Not Applicable
5	Date of approval by the Board	Not Applicable
6	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Tarun Vohra
2	Nature of contracts/arrangements/transaction	Remuneration
3	Duration of the contracts/arrangements/transaction	As applicable provisions
4	Salient terms of the contracts or arrangements or transaction including the value, if any	Not Applicable
5	Date of approval by the Board	Not Applicable
6	Amount paid as advances, if any	NIL

MANAGEMENT DISCUSSION AND ANALYSIS

INTERNATIONAL PERSPECTIVE

INDUSTRY STRUCTURE AND DEVELOPMENTS:

INTEGRA CAPITAL MANAGEMENT LIMITED is a non deposit taking Non Banking Financial Company (NBFC-ND) registered with Reserve Bank of India. The company is registered with Association of Mutual Funds of India (AMFI) for providing one stop investment solutions to the investors. As we know that the Covid-19 has caused a significant disruption for mankind and world economy. As on 11th March, 2020 WHO announced Covid-19 as a pandemic. World-wide, major countries like USA, France, Germany, Italy, Japan, New Zealand, Poland, India and many others implemented highly restrictive mass quarantines. The activity of “Lock Down” in major economies caused severe depression on consumer demand & behaviour. Aftermath of breakout of the Covid-19 disease brought uncertainty and “Deep Depression” in most of the world economies. The IMF revised its World Output growth from 3.3% to -3.0%. In India, as per the statement from the RBI Governor, the recovery of economy is expected to be restored in the second half of 2020-21. GDP growth for year 2020-21 is also expected to be negative.

After the seconds Quarter of fiscal year 2020-21 started the witnessing the recovery from unprecedented turbulence across the World with the outbreak of Covid-19 “A Pandemic”.

COMPANY’S PERSPECTIVE

OPPORTUNITIES AND THREATS:

Some of the key trends of the industry that are favourable to the company to exploit these emerging opportunities are: →

- Clients are more comfortable with uniform high quality and quick service and process across the enterprise.
- There are good prospects for expanding further activities in this direction.

Some of the key changes in the industry unfavourable to the company are:

- Heightened competition
- Increasing Compliances
- Attraction and retention of human capital
- Regulatory changes

RISK & CONCERNS

In line with the regulatory requirements, the Company has framed a Risk Management Policy to identify and access the key business risk areas and a risk mitigation process. A detailed exercise is being carried out at regular intervals to identify, evaluate, manage and monitor all business risks. The Board periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined framework.

In today’s complex business environment, almost every business decision requires executives and managers to balance risk and reward. Effective risk management is therefore critical to an

organization's success. Globalization with increasing integration of markets, newer and more complex products and transactions and an increasingly stringent regulatory framework has exposed organizations to and integrated approach to risk management. Timely and effective risk management is of prime importance to our continued success. The sustainability of the business is derived from the following:

- Identification of the diverse risks faced by the company.
- The evolution of appropriate systems and processes to measure and monitor them
- Risk Management through appropriate mitigation strategies within the policy framework.
- Monitoring the progress of the implementation of such strategies and subjecting them to periodical audit and review.
- Reporting these risk mitigation results to the appropriate managerial levels.
- There is the risk of loss from inadequate or failed systems, processes or procedures. These may be attributed to human failure or technical problems given the increase use of technology and staff turnover. Your company has in place suitable mechanisms to effectively reduce such risks.
- All these risks are continuously analyzed and reviewed at various levels of management through an effective information system.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Internal control systems are embedded in the processes across all functions in the Company. These systems are being regularly reviewed and wherever necessary are modified or redesigned to ensure better efficiency and effectiveness. The systems are subjected to supervision by the Board of Directors and the Audit Committee. Company complies with all Applicable statutes, policies, procedures, listing requirements and management guidelines. It adheres to applicable accounting standards and polices.

SEGMENT-WISE PERFORMANCE

The Company operates in single segments i.e. Investment activity. Hence, The Business Segments reporting in accordance with Accounting Standard 17 'Segment Reporting' is not applicable.

SUBSIDIARY COMPANY

There are no subsidiaries of the Company but have associate company without any financial investments.

CAUTIONARY STATEMENT

This report contains forward-looking statements based on certain assumptions and expectations of future events. Actual performance, results or achievements may differ from those expressed or implied in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking.

BY THE ORDER OF THE BOARD

FOR INTEGRA CAPITAL MANAGEMENT LIMITED

SD/-

Tarun Vohra
Managing Director
DIN: 00030470

SD/-

Pankaj Vohra
Chief Financial Officer
DIN: 00030499

GSA & Associates LLP
Chartered Accountants
16, DDA Flats, Ground Floor
Panchsheel – Shivalik Crossing, New Delhi – 110 017

INDEPENDENT AUDITOR’S REPORT
TO THE MEMBERS OF INTEGRA CAPITAL MANAGEMENT LIMITED

REPORT ON THE AUDIT OF IND AS STANDALONE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying Ind AS financial statements of Integra Capital Management Limited (“the Company”), which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss, including the Statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013, as amended (“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 31st March, 2021, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the ‘Auditor’s Responsibilities for the Audit of the Ind AS 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 Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements for the financial year ended 31st March, 2021. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor’s responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters.

Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
<p>Capital market operations & Company's investments in deposit with companies, debt securities and mutual funds</p>	<p>We have obtained an understanding on the Company's policies and procedures for capital market operations & to identify investment of companies in deposit with companies, debt securities and mutual funds and performed the following procedures:</p> <ul style="list-style-type: none"> - Verified accurate and complete initial recognition by agreeing the recorded amounts to external documents such as demat statements, receipts issued by the companies and statement of accounts issued by the mutual funds & other entities; - Verified whether the transactions were recorded as required by the applicable accounting principles; - Assessed the appropriateness of the disclosures relating to the assumptions, as we consider them likely to be important to users of the financial statements; - Testing and assessment of the completeness, appropriateness and adequacy of the disclosures in Company's financial statements with regards to the measurement of the aforesaid financial assets.

Other Information

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 Ind AS financial statements and our auditor's report thereon.

Our opinion on the Ind AS 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 Ind AS financial statements, our responsibility is to read the other information, when it becomes available and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Director's Report, Management Discussion and Analysis and Corporate Governance Report, if we conclude, that there is a material misstatement of this other information, we are required to communicate the matter to those charged with governance as required under SA 720, 'The Auditor's Responsibilities Relating to Other Information'.

Responsibilities of Management for the Ind AS Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements.

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Materiality is the magnitude of misstatements in the Ind AS Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in:
 - o Planning the scope of our audit work and in evaluating the results of our work; and
 - o To evaluate the effect of any identified misstatements in the Standalone Financial Statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements for the financial year ended 31st March, 2021 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - g) The Company has not paid any managerial remuneration during the year ended 31st March 2021,

hence the provisions of section 197 read with Schedule V to the Act are not applicable to the Company;

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **GSA & Associates LLP**
Chartered Accountants
Firm Registration no. 000257N/N500339

Krishan Kant Tulshan
Partner
Membership No.: 085033

UDIN: 21085033AAAABG3757

Place: Delhi
Date : 29-06-2021

Annexure “1” to the Independent Auditor’s Report of even date on the financial statements of Integra Capital Management Limited.

The Annexure referred to in the Independent Auditor’s Report to the members of INTEGRAL CAPITAL MANAGEMENT LIMITED on the financial statements for the year ended 31st March 2021, we report that:

- i. In respect of company’s fixed assets
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. The Company has a regular program of physical verification of its fixed assets by which all the fixed assets are verified at the end of the financial year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
 - c. The Company does not have any immovable properties. Accordingly, para 3(i) (c) of the Order is not applicable to the Company.
- ii. The Company does not hold any securities in physical form. The securities for trade held in dematerialized form are verified with the statement of holding received by management from the custodian at regular intervals. No material discrepancies were noticed on such verification.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, para 3(iii) of the Order is not applicable.
- iv. In our opinion and according to the information and explanations given to us, the Company has company has complied with the provisions of section 185 and 186 of the Act in respect of any loans and investments in securities made by it. It has not provided any guarantee.
- v. According to the information and explanation given to us, the Company has not accepted any deposits from the public to which directives issued by Reserve Bank of India and the provisions of Section 73 to Section 76 or any other relevant provisions of the Act and the rules framed thereunder apply. Accordingly, para 3(v) of the Order is not applicable.
- vi. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any services rendered by the Company. Accordingly, paragraph 3(vi) of the Order is not applicable.
- vii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including, income tax, value added tax, goods and service tax, cess and other material

statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. To the best of our knowledge and belief, the Company was not required to deposit or pay any dues in respect of duty of sales tax, customs, and duty of excise during the year ended 31st March 2021. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, service tax, value added tax, goods and service tax, cess and other material statutory dues were in arrears as at 31st March 2021 for a period of more than six months from the date they became payable.

- viii. The Company has no loans or borrowings to financial institutions, banks, Government or debenture holders during the year or in the preceding year. Accordingly, para (viii) of the Order is not applicable to the Company.
- ix. No monies are raised by way of debt instruments in the nature of commercial paper or further public offer by the Company. Accordingly, para (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 explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations give to us and based on our examination of the books and records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals prescribed 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 on the basis of our examination of the records of the Company, all transactions with the related parties are in compliance with section 177 and 188 of the Act, where applicable and the details have been disclosed in the financial statements, as required by the applicable Indian accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the books and 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 under review. Accordingly, paragraph 3(xiv) of the Order is not applicable.
- xv. According to the information and explanations given to us and based on our examination of the books and 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.

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

For **GSA & Associates LLP**

Chartered Accountants

Firm's Registration No. 000257N/N500339

Krishan Kant Tulshan

Partner

Membership No: 085033

UDIN: 21085033AAAABG3757

Place: Delhi

Date: 29-06-2021

Annexure “2” to the Independent Auditor’s Report

(Referred to in paragraph (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Integra Capital Management Limited (“the Company”) as of 31st March, 2021 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the ‘Guidance Note’) issued by the Institute of Chartered Accountants of India (the ‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective companies’ 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 (the ‘Act’).

Auditor’s Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Group’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:

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- 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
- 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, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 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 Accountant of India

For **GSA & Associates LLP**

Chartered Accountants

Firm's Registration No. 000257N/N500339

Krishan Kant Tulshan

Partner

Membership No: 085033

UDIN: 21085033AAAABG3757

Place: Delhi

Date: 29-06-2021

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Balance Sheet as at March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
ASSETS			
Financial Assets			
Cash and Cash Equivalents	3	439.28	151.24
Receivables	4		
- Trade Receivables		1,378.18	55.59
- Other Receivables		-	-
Securities Held for Trade	5	13,168.17	3,880.85
Loans	6	9,052.25	10,048.25
Investments	7	16,214.51	21,997.34
Other Financial Assets	8	207.53	260.99
Total Financial Assets		40,459.92	36,394.26
Non-financial assets			
Current Tax Assets (Net)	9	-	121.41
Property, Plant and Equipments	10	278.41	278.41
Other Non- Financial Assets	11	35.54	61.87
Total Non- Financial Assets		313.95	461.69
Total Assets		40,773.87	36,855.95
LIABILITIES AND EQUITY			
LIABILITIES			
Financial Liabilities			
Payables			
- Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	12	-	-
- Other Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and		-	-
Other Financial Liabilities	13	127.26	128.52
Total Financial Liabilities		127.26	128.52
Non-Financial Liabilities			
Current Tax Liabilities (Net)	9	213.87	-
Deferred Tax Liabilities (Net)		-	-
Other Non-Financial Liabilities	14	7.03	14.40
Total Non-Financial Liabilities		220.90	14.40
Total Liability		348.16	142.92
EQUITY			
Equity Share Capital	15	48,514.50	48,514.50
Other Equity	16	(8,088.79)	(11,970.49)
Total Equity		40,425.71	36,544.01
Total Liabilities and Equity		40,773.87	36,686.93
Significant Accounting Policies	2		

The accompanying statement of significant accounting policies and notes to the financial information are an integral part of this Balance Sheet.

As per our report of even date attached

For GSA & ASSOCIATES LLP

Chartered Accountants

Firm Registration No.: 000257N/N500339

For and on behalf of the Board of Directors

Integra Capital Management Limited

Krishan Kant Tulshan

Partner

Membership No: 085033

UDIN: 21085033AAAABG3757

Neeraj Kumar Goel

Director

DIN: 00022850

Tarun Vohra

Managing Director

DIN: 00030470

Place: New Delhi

Date: 29/06/2021

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Statement of Profit and Loss for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Particulars	Note No.	For the Year Ended March 31, 2021	For the Year Ended March 31, 2020
Revenue From Operations			
Interest income	17	902.31	1,115.82
Dividend income		70.26	76.83
Net Gain on Fair Value Changes	18	4,188.05	-
Sale of Services	19	348.95	456.98
Total Revenue From Operations		5,509.57	1,649.63
Other Income	20	127.72	18.61
Total Income		5,637.29	1,668.24
Expenses			
Net Loss on Fair Value Changes	18	-	4,568.26
Impairment on Financial Instruments	21	(4.00)	44.35
Employee Benefits Expenses	22	602.87	932.34
Depreciation	23	-	10.67
Others Expenses	24	845.99	911.40
Total Expenses		1,444.86	6,467.02
Profit / (Loss) Before Exceptional Items and Tax		4,192.43	(4,798.78)
Exceptional Items		-	-
Profit / (Loss) Before Tax		4,192.43	(4,798.78)
Tax Expenses:	25		
Current Tax		310.73	-
Income Tax for Earlier Years		-	527.54
Deferred Tax (Net)		-	-
Total Tax Expenses		310.73	527.54
Profit / (Loss) For The Year		3,881.70	(5,326.32)
Other Comprehensive Income		-	-
(A) (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
Subtotal (A)		-	-
(B) (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Subtotal (B)		-	-
Other Comprehensive Income (A + B)		-	-
Total comprehensive income for the period (comprising profit (loss) and other comprehensive income for the period)		3,881.70	(5,326.32)
Earnings Per Equity Share	25		
Basic (Face value of Rs 10 each, fully paid up)		0.83	(1.13)
Diluted (Face value of Rs 10 each, fully paid up)		0.83	(1.13)
Significant Accounting Policies	2		

The accompanying statement of significant accounting policies and notes to the financial information are an integral part of this Statement of Profit and Loss.

As per our report of even date attached

For GSA & ASSOCIATES LLP
Chartered Accountants
Firm Registration No.: 000257N/N500339

For and on behalf of the Board of Directors
Integra Capital Management Limited

Krishan Kant Tulshan
Partner
Membership No: 085033

Neeraj Kumar Goel
Director
DIN: 00022850

Tarun Vohra
Managing Director
DIN: 00030470

UDIN: 21085033AAAABG3757

Place: New Delhi
Date: 29/06/2021

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Statement of Cash Flow for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Particulars	For the Year Ended March 31, 2021	For the Year Ended March 31, 2020
A. Cash Flow From Operating Activities		
Profit/(Loss) Before Tax	4,192.43	(4,798.78)
<u>Adjustments For:</u>		
Depreciation	-	10.67
Changes In Fair Value of;		
Securities Held For Trade	-	-
Investments	(1,372.09)	(42.78)
Impairment of Financial Instruments	(4.00)	44.35
Operating Profit Before Working Capital Changes	2,816.34	(4,786.54)
Adjustments For Changes In Working Capital :		
(Increase) / Decrease In Receivables	(1,322.59)	1,425.12
(Increase) / Decrease In Inventories	(9,287.32)	6,534.12
(Increase) / Decrease In Other Financial Assets	53.46	669.21
(Increase) / Decrease In Other Non Financial Assets	26.33	80.12
Increase / (Decrease) In Trade Payable	(1.26)	103.51
Increase / (Decrease) In Other Non Financial Liabilities	(7.37)	14.40
Cash (Used In) / Generated From Operations	(7,722.41)	4,039.94
Taxes (Paid) / Received (Net)	24.55	(66.23)
Net Cash (Used In) / Generated From Operating Activities (A)	(7,697.86)	3,973.71
B. Cash Flow From Investing Activities:		
Purchase of Mutual Funds	(75.00)	(24,956.96)
Sale of Mutual Funds	7,229.94	17,221.60
Investment In Fixed Deposits With Companies	(1,500.00)	(4,638.60)
Proceeds From on Maturity of Fixed Deposits With Companies	2,500.00	8,360.49
Investment In Debt Securities	-	-
Net Cash (Used In) / Generated From Investing Activities (B)	8,154.94	(4,013.47)
C. Cash Flow From Financing Activities:		
Issue of Equity Share Capital	-	-
Net Cash (Used In) / Generated From Financing Activities (C)	-	-
Net Increase / (Decrease) In Cash & Cash Equivalents (A+B+C)	457.08	(39.76)
Add: Cash And Cash Equivalents At The Beginning of The Year	151.24	191.00
Cash And Cash Equivalents At The End of The Year	608.32	151.24
Components of Cash & Cash Equivalents		
Cash & Cash Equivalents Comprises of :		
Cash on Hand	15.21	15.21
Balance With Banks (of The Nature of Cash & Cash Equivalents)		
- In Current Accounts	424.07	136.03
Total Cash & Cash Equivalents (Note No.3)	439.28	151.24

The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Ind AS 7 on Statement of Cash Flows.

For GSA & ASSOCIATES LLP
Chartered Accountants
Firm Registration No.: 000257N/N500339

For and on behalf of the Board of Directors
Integra Capital Management Limited

Krishan Kant Tulshan
Partner
Membership No: 085033

Neeraj Kumar Goel
Director
DIN: 00022850

Tarun Vohra
Managing Director
DIN: 00030470

UDIN: 21085033AAAAABG3757

Place: New Delhi
Date: 29/06/2021

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

1. Corporate Information

Integra Capital Management Limited, referred to as "the Company" or "ICML" was incorporated in 1990, as a public company. The Company is incorporated and domiciled in India. The equity shares of the Company are listed on Bombay Stock Exchange. It is also registered with Reserve Bank of India as a Non-Banking Financial Company vide registration no. B – 14.00677 dated 26th September 2002 and is engaged in the investment business as non-banking financial company.

The registered address and principal place of business of the Company is 32 Regal Buildings, Sansad Marg, New Delhi-110001..

2. Significant Accounting Policy

A summary of the significant accounting policies adopted in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the financial statements.

2.1 Statement of Compliance

The financial statements have been prepared on going concern basis following accrual system of accounting in accordance with the Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules 2015 and subsequent amendments thereto, read with Section 133 of the Companies Act, 2013 and other Accounting principles generally accepted in India.

2.1.1 Basis for preparation of financial statements

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Unless otherwise stated, all amounts are stated in thousands of Rupees.

Historical cost is the amount of cash or cash equivalents paid or the fair value of the consideration given to acquire assets at the time of their acquisition or the amount of proceeds received in exchange for the obligation, or at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. Fair value for measurement and/or disclosure purpose in these financial statements is determined on such basis except for, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value.

In addition, for financial reporting purposes fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs for the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- Level 1 -Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

- Level 2 -Inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and

- Level 3- inputs are unobservable inputs for the asset or liability.

2.2 Use of Estimates

The preparation of financial statements requires management to make judgments, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgments are based on previous experience & other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is as under:

a) Formulation of accounting policies

The accounting policies are formulated in a manner that results in financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. Those policies need not be applied when the effect of applying them is immaterial.

b) Post-employment benefit plans

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

c) Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37 'Provisions, contingent liabilities and contingent assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

d) Income taxes

Significant estimates are involved in determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions.

2.3.A New and amended standards

In July 2020, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2020, notifying certain amendments, as summarized below, to various Ind AS standards. The amendments are effective from accounting periods beginning from 1st April 2020.

Amendments to Ind AS 1, Presentation of Financial Statements and Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors

Ind AS 1 defined the term 'material', as under:

'Omissions or misstatements of items are material if they could, individually or collectively, influence the economic decisions that users make on the basis of financial statements'.

The amendment refines the definition of 'material' which is now as follows:

'Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general – purpose financial statements make on the basis of those financial statements, which provide financial information

Consequential amendments have been made to the following standards due to revised definition of material:

Ind AS	Title	Description
10	Events after the Reporting Period	Modification in paragraph 21 relating to disclosures of non – adjusting events after the reporting period.
34	Interim Financial Reporting	Modification of paragraph 24 whereby reference of definition of material as given in Ind AS 1 & Ind AS 8 has been removed.
37	Provisions, Contingent Liabilities and Contingent Assets	Modification in paragraph 75 relating to restructuring plan after the reporting period.

This amendment has not affected these financial statements.

Amendments to Ind AS 103, Business Combinations

Currently Ind AS 103 defines business as 'an integrated set of activities and assets that is capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs or other economic benefits directly to investors or other owners, members or participants'.

The amendment revises the definition as under:

'Business is an integrated set of activities and assets that is capable of being conducted and managed for the purpose of providing goods or services to customers, generating investment income (such as dividends or interest) or generating other income from ordinary activities'.

The amendments also:

- Introduces an optional concentration test to permit a simplified assessment of whether an acquired set of activities and assets is a business or asset acquisition;
Provides additional guidance on how to assess whether an acquired process is substantive, if the acquired set of activities and assets does not have outputs and if it does have outputs.

The amendment is not applicable to the Company.

Amendments to Ind AS 116:

A practical expedient is inserted which permits lessees not to account for Covid – 19 related rent concessions as a lease modification. As the Company has not availed any Covid 19 related rent concessions, the practical expedient has no applicability on the Company's financial statements.

Amendments to Ind AS 107, Financial Instruments : Disclosures

Amendments to Ind AS 109, Financial Instruments

The amendments addresses the issues arising from the replacement of existing IBOR based interest rate benchmarks with alternative nearly risk – free interest rates (RFRs) in the context of hedge accounting. These amendments allow hedging relationships affected by the IBOR reform to be accounted for as continuing hedges.

The amendments provide relief on key areas of hedge accounting most notably the hedge effectiveness and the ability to identify LIBR based cash flows for the purpose of designation (re – designation) during the period of the Reform.

2.3.B Standard issued but not yet effective

The Ministry of Corporate Affairs (MCA) vide Notification dated 18 June 2021 has issued new Companies (Indian Accounting Standard) Amendment Rules, 2021 in consultation with the National Financial Reporting Authority (NFRA).

The notification states that these rules shall be applicable with immediate effect from the date of the notification. This means that the amendments are effective for the financial year ended 31 March 2022 onwards.

The amendments are intended to keep the Ind ASs aligned with the amendments made in International Financial Reporting Standards. While, largely, the amendments are clarificatory or editorial in nature, there are significant amendments relating to the extension of COVID 19 related to practical expedient under Ind AS 116 for lease concessions and practical expedient due to the interbank offered rate (IBOR) interest rates for financial instruments.

The amendments to Ind ASs are in terms of insertion of certain paragraphs, substituting the definition of certain terms used in the standard along with aligning the bare text of Standards with Conceptual Framework of Financial reporting under Ind ASs.

Major amendments notified in the Companies (Ind AS) Amendment Rules, 2021 are provided below:-

a) Ind AS 116: Leases – The amendments extend the benefits of the COVID 19 related rent concession that were introduced last year (which allowed lessees to recognize COVID 19 related rent concessions as income rather than as lease modification) from 30 June 2021 to 30 June 2022.

b) Ind AS 109: Financial Instruments – The amendment provides a practical expedient for assessment of contractual cash flow test, which is one of the criteria for being eligible to measure a financial asset at amortized cost, for the changes in the financial assets that may arise as a result of Interest Rate Benchmark Reform along. An additional temporary exception from applying hedge accounting is also added for Interest Rate Benchmark Reform.

c) Ind AS 101: Presentation of Financial Statements – The amendment substitutes the item (d) mentioned in paragraph B1 as 'Classification and measurement of financial instruments'. The term 'financial asset' has been replaced with 'financial instruments'.

d) Ind AS 102: Share-Based Payment – The amendments to this standard are made in reference to the Conceptual Framework of Financial Reporting under Ind AS in terms of defining the term 'Equity instrument' which shall be applicable for the annual reporting periods beginning on or after 1 April 2021.

e) Ind AS 103: Business Combinations – The amendment substitutes the definition of 'assets' and 'liabilities' in accordance with the definition given in the framework for the Preparation and Presentation of Financial Statements in accordance with Ind AS for qualifying the recognition criteria as per acquisition method.

f) Ind AS 104: Insurance Contracts – The amendment covers the insertion of certain paragraphs in the standard in order to maintain consistency with IFRS 4 and also incorporates the guidance on accounting treatment for amendments due to Interest Rate Benchmark Reform.

g) Ind AS 105: Non-current assets held for sale and discontinued operations – The amendment substitutes the definition of – "fair value less costs to sell" with "fair value less costs of disposal"

h) Ind AS 106: Exploration for and evaluation of mineral resources – The amendment has been made in reference to the Conceptual Framework for Financial Reporting under Indian Accounting Standards in respect of expenditures that shall not be recognized as exploration and evaluation assets.

i) Ind AS 107: Financial Instruments: Recognition, Presentation and Disclosure – The amendment clarifies the certain additional disclosures to be made on account of Interest Rate Benchmark Reform like

- a. the nature and extent of risks to which the entity is exposed arising from financial instruments subject to interest rate benchmark reform;
- b. the entity's progress in completing the transition to alternative benchmark rates, and how the entity is managing the transition.

- j) Ind AS: 111 Joint Arrangements – In order to maintain consistency with the amendments made in Ind AS 103, respective changes have been made in Ind AS 111.
- k) Ind AS 114: Regulatory Deferral Accounts – The amendment clarifies that an entity may only change its accounting policies for the recognition, measurement, and impairment & derecognition of regulatory deferral account balances if the change makes the financial statements more relevant to the economic decision-making needs of users and no less reliable.
- l) Ind AS 115: Revenue from Contracts with Customers – Certain amendments have been made in order to maintain consistency with number of paragraphs of IFRS 15.
- m) Ind AS 8: Accounting Policies, Changes in Accounting Estimates and Errors – In order to maintain consistency with the amendments made in Ind AS 114 and to substitute the word 'Framework' with the 'Conceptual Framework of Financial Reporting in Ind AS', respective changes have been made in the standard.
- n) Ind AS 16: Property, Plant and Equipment –The amendment has been made by substituting the words "Recoverable amount is the higher of an asset's fair value less costs to sell and its value in use" with "Recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use".
- o) Ind AS 34: Interim Financial Reporting –The amendments to this standard are made in reference to the conceptual framework of Financial Reporting in Ind AS.
- p) Ind AS 37: Provisions, Contingent Liabilities and Contingent Assets – The amendment substitutes the definition of the term 'Liability' as provided in the Conceptual Framework for Financial Reporting under Indian Accounting Standards.
- q) Ind AS 38: Intangible Assets – The amendment substitutes the definition of the term 'Asset' as provided in the Conceptual Framework for Financial Reporting under Indian Accounting Standards.

These amendments have either no applicability to the Company or if applicable, the impact is either immaterial or presently being

2.4 Revenue recognition

The core principle of Ind AS 115 Revenue from contracts with customers is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligation in contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Revenue is recognised when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity. Revenue excludes Goods and Service Tax (GST), Securities Transaction Tax (STT) and Commodity Transaction Tax (CTT) wherever applicable.

- a) Revenue from consultancy income is recognized on performance being satisfied at a point in time.
- b) Revenue from brokerage activities are recognized on services being performed.
- c) Revenue from sale of securities is recognized on the trade date of transaction.
- d) Interest Income is recognised on a basis of effective interest method as set out in Ind AS 109, Financial Instruments, and where no significant uncertainty as to measurability or collectability exists.
- e) Dividend income is recognized when the Company's right to receive dividend is established.
- f) Profit or loss on sale of all Investments is recognised on date of sale, net of expenses. The cost of investments is computed

2.5 Foreign Currency Transaction

Functional and presentation currency

Items included in the financial statements of entity are measured using currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is entity's functional and presentation currency.

Transactions and Balances

Transactions in foreign currencies are initially recorded at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.

Where the difference is a pass through the lessee, the amount is received/ reimbursed to the lessee.

2.6 Employee Benefits

Defined contribution plan

A defined contribution plan is a plan under which the Company pays fixed contributions into an independent fund administered by the government/Company administrated Trust. The Company has no legal or constructive obligations to pay further contributions after its payment of the fixed contribution.

Defined benefit plan

The defined benefit plans sponsored by the Company define the amount of the benefit that an employee will receive on completion of services by reference to length of service and last drawn salary. Gratuity is in the nature of a defined benefit plan. The liability recognised in the financial statements in respect of the plan is the present value of the defined benefit obligation net of fair value of plan assets at the reporting date, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is calculated at the reporting date by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of Other Comprehensive Income in the period in which such gains or losses are determined.

Other long-term employee benefits

Liability in respect of compensated absences becoming due or expected to be availed more than one-year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the period in which such gains or losses are determined.

Short-term employee benefits

Expense in respect of other short term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

2.7 Taxation

Tax expense comprises Current Tax and Deferred Tax.

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Current tax is recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current tax is also recognised in other comprehensive income or directly in equity respectively.

Minimum Alternate Tax (MAT) under the provision of Income Tax Act, 1961 is recognized as Current Tax in the Statement of Profit and Loss. Current Tax computed as per the normal provision of Income Tax Act, 1961 is lower than the MAT. Minimum Alternate Tax (MAT) credit is recognized as an asset only where and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

Deferred Tax

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

2.8 Property, Plant and Equipment (PPE)

An item of property, plant and equipment is recognized as an asset if and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Items of property, plant and equipment are initially recognized at cost. Subsequent measurement is done at cost less accumulated depreciation/amortization and accumulated impairment losses. Cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When parts of an item of property, plant and equipment have different useful lives, they are recognized separately.

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

De-recognition

Property, plant and equipment is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on de-recognition of an item of property, plant and equipment are determined by comparing the proceeds from disposal, if any, with the carrying amount of property, plant and equipment, and are recognized in the statement of profit and loss.

Depreciation

Depreciation on property, plant and equipment has been provided on the written down value method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

2.9 Intangible assets

An intangible asset is recognized if and only if it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably.

Intangible assets that are acquired by the Company, which have finite useful lives, are recognized at cost. Subsequent measurement is done at cost less accumulated amortization and accumulated impairment losses. Cost includes any directly attributable incidental expenses necessary to make the assets ready for its intended use.

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

De-recognition

An intangible asset is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains & losses on de-recognition of an item of intangible assets are determined by comparing the proceeds from disposal, if any, with the carrying amount of intangible assets and are recognized in the statement of profit and loss.

Amortization

Software is amortized over 5 years on straight-line method.

2.10 Borrowing costs

Borrowing costs consist of interest expense calculated using the effective interest method as described in Ind AS 109 'Financial Instruments' and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Borrowing costs that are directly attributable to the acquisition, construction/development or erection of qualifying assets are capitalized as part of cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets which necessarily take substantial period of time to get ready for their intended use or sale.

When the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs incurred are capitalized. When Company borrows funds generally and uses them for the purpose of obtaining a qualifying asset, the capitalization of the borrowing costs is computed based on the weighted average cost of general borrowing that are outstanding during the period and used for the acquisition, construction/exploration or erection of the qualifying asset.

Income earned on temporary investment of the borrowings pending their expenditure on the qualifying assets is deducted from the borrowing costs eligible for capitalization.

Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended uses are complete.

All other borrowing costs are recognized as an expense in the year in which they are incurred.

2.11 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks, cash on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.12 Provisions, contingent liabilities and contingent assets

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of judgment of the management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

Contingent assets are possible assets that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are disclosed in the financial statements when inflow of economic benefits is probable on the basis of judgment of management. These are assessed continually to ensure that developments are appropriately reflected in the financial statements.

2.13 Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU").

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGUs are reduced from the carrying amounts of the assets of the CGU.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

2.14 Leases

At inception of a contract, the Company assesses whether a contract is, or contains a lease. A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company uses the definition of a lease in Ind AS 116.

Company As a lessee:

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative standalone prices. However, for leases of property, the Company has elected not to separate non – lease components and account for the lease and non – lease components as a single lease component.

The Company recognizes a right – of – use asset and a lease liability at the lease commencement date. The right- of – use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right- of – use asset is subsequently depreciated using the straight – line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right – of – use asset reflects that the Company will exercise a purchase option. In that case the right – of – use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right – of – use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate as the discount rate.

The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payment included in the measurement of lease liability comprises the following:

- Fixed payments, including in – substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in – substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right – of – use asset, or is recorded in profit or loss if the carrying amount of the right – of – use asset has been reduced to zero.

The Company presents right – of – use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities under the head non – current 'borrowings'.

Short – term leases and leases of low value assets

The Company has elected not to recognize right – of – use assets and lease liabilities for leases of low – value assets and short – term leases. The Company recognizes the lease payments associated with these leases as an expense on a straight – line basis over the lease term.

Company as a lessor

A lessor is an entity that provides the right to use an underlying asset for a period of time in exchange for a consideration. The Company, in cases, where it is a lessor, classify each of its leases as either a finance lease or an operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to the ownership of an underlying asset. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to the ownership of an underlying asset.

Finance lease:

At the commencement date of the lease, the Company recognizes assets held under a finance lease in its balance sheet and present them as a receivable at an amount equal to the net investment in the lease. Thereafter, the Company recognizes finance income over the lease term, based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

Operating lease:

The Company recognizes lease payments from operating leases as income either on a straight-line basis or another systematic basis if that systematic basis is more representative of the pattern in which benefit from the use of the underlying asset is diminished.

2.15 Dividends

Dividends and interim dividends payable to the Company's shareholders are recognized as changes in equity in the period in which they are approved by the shareholders' meeting and the Board of Directors respectively.

2.16 Material Prior Period Errors

Material prior period errors are corrected retrospectively by restating the comparative amounts for the prior periods presented in which the error occurred. If the error occurred before the earliest period presented, the opening balances of assets, liabilities and equity for the earliest period presented, are restated.

2.17 Earnings per share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the financial year.

Diluted earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

2.18 Statement of Cash Flows

Statement of cash flows is prepared in accordance with the indirect method prescribed in Ind AS 7 'Statement of cash flows'.

2.19 Operating Segments

The Managing Director (MD) of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, "Operating Segments".

The Company has identified 'Investments' as its sole reporting segment

2.20 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of

2.20.1. Financial Assets

Initial recognition and measurement

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

Subsequent measurement

Debt instruments at amortized cost

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

- (a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- (b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the EIR method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Debt instrument at Fair value through Other Comprehensive Income (FVTOCI)

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

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

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the OCI. However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the profit and loss. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to profit and loss.

Debt instrument at Fair value through profit or loss (FVTPL)

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

In addition, the Company may elect to classify a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Securities held for trade

Securities held for trade are measured at fair value through statement of profit & loss.

Equity investments

All equity investments in entities other than subsidiaries and joint venture companies are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable. The Company has decided to classify its investments into equity shares of IRCON International Limited through FVTOCI.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

De-recognition

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

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

Impairment of financial assets

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

- (a) Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits and bank balance.
- (b) Financial assets that are debt instruments and are measured as at FVTOCI.
- (c) Lease receivables under Ind AS 17.
- (d) Loan commitments which are not measured as at FVTPL.
- (e) Financial guarantee contracts which are not measured as at FVTPL.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 month ECL.

2.20.2. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortized cost

After initial measurement, such financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the profit or loss. This category generally applies to borrowings, trade payables and other contractual liabilities.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risks are recognized in OCI. These gains/losses are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit and loss.

De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

Derivative financial instruments

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as forward currency contracts, cross currency swaps and interest rate swaps to hedge its foreign currency risks and interest rate risks of foreign currency loans. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken to statement of profit and loss. Where the derivative is designated as a hedging instrument, the accounting for subsequent changes in fair value depends on the nature of item being hedged and the type of hedge relationship designated. Where the difference is a pass through the lessee, the amount is received/ reimbursed to the lessee.

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Statement of Changes in Equity for the year ended 31 March, 2021

(All amounts in thousands of INR, unless otherwise stated)

A. Equity share capital

Particulars	Note	Amount
Balance as at 1 April 2019	15	47,028.00
Changes in equity share capital during the year		-
Balance as at 31 March 2020	15	47,028.00
Changes in equity share capital during the year		-
Balance as at 31 March 2021		47,028.00

For GSA & ASSOCIATES LLP

Chartered Accountants

Firm Registration No.: 000257N/N500339

For and on behalf of the Board of Directors

Integra Capital Management Limited

Krishan Kant Tulshan

Partner

Membership No: 085033

UDIN: 21085033AAAABG3757

Neeraj Kumar Goel

Director

DIN: 00022850

Tarun Vohra

Managing Director

DIN: 00030470

Place: New Delhi

Date: 29/06/2021

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Statement of Changes in Equity for the year ended 31 March, 2021

(All amounts in thousands of INR, unless otherwise stated)

B. Other Equity

Particulars	Note	Reserve & Surplus				Total
		General Reserve	Retained Earnings	Statutory Reserve	Security Premium	
Balance as at 1 April 2019	15	9,290.80	(45,052.73)	5,958.25	23,159.50	(6,644.17)
Total comprehensive income for the year		-	(5,326.32)	-	-	(5,326.32)
Balance as at 31 March 2020	15	9,290.80	(50,379.04)	5,958.25	23,159.50	(11,970.49)
Total comprehensive income for the year		-	3,105.36	776.34	-	3,881.70
Balance as at 31 March 2021		9,290.80	(47,273.68)	6,734.59	23,159.50	(8,088.79)

For GSA & ASSOCIATES LLP

Chartered Accountants

Firm Registration No.: 000257N/N500339

Krishan Kant Tulshan

Partner

Membership No: 085033

UDIN: 21085033AAAABG3757

For and on behalf of the Board of Directors

Integra Capital Management Limited

Neeraj Kumar Goel

Director

DIN: 00022850

Tarun Vohra

Managing Director

DIN: 00030470

Place: New Delhi

Date: 29/06/2021

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 3: Cash and Cash Equivalents

Particulars	As at March 31, 2021	As at March 31, 2020
Cash on hand	15.21	15.21
Balance with banks		
- in current accounts	424.07	136.03
Total	439.28	151.24

Note 4: Receivable

Particulars	As at March 31, 2021	As at March 31, 2020
Trade Receivable		
a) Receivable considered good- Secured		
b) Receivable considered good- Unsecured *	1,378.18	55.59
c) Receivable which have significant increase in Credit Risk	-	-
d) Receivable- credit impaired	-	-
less: Impairment Loss Allowance	-	-
	1,378.18	55.59

* Trade receivables are due from a company / LLP in which some of the directors are either directors and/or member.

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 5: Securities held for trade

Particulars	As at March 31, 2021	As at March 31, 2020
(A) At fair value through profit or loss		
Securities for trade in India		
i) Mutual funds	-	-
ii) Debt securities:	-	-
iii) Equity instruments (Refer Note No. 5.1)	13,168.17	3,880.85
Total	13,168.17	3,880.85

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note No. 5.1 Details of Equity Instruments Held for Sale

Particular	As at March 31, 2021			As at March 31, 2020	
	Quantity (No.)	Book Value	MV	Quantity (No.)	Value
3M India Limited	1	20.65	29.60	-	-
Arvind Limited	-	-	0.00	1,000	19.65
Asian Paints Limited	107	191.78	273.04	65	108.32
Aurobindo Pharma Limited	10	9.64	8.81	-	-
Avenue Supermarts Limited	52	117.69	151.46	-	-
Bajaj Finance Limited	117	613.67	611.14	1	2.22
Bajaj Finserv Limited	16	150.55	156.63	1	4.59
Biocon Limited	511	214.11	209.79	-	-
Bosch Limited	-	-	0.00	28	263.08
Britannia Industries Limited	34	116.81	123.03	128	344.19
Britannia Industries Limited	175	-	5.63	175	-
Cipla Limited	20	16.81	16.37	-	-
Colgate Palmolive Company	57	81.72	89.09	-	-
DCB Bank	1,000	119.30	104.35	-	-
Dixon Technologies (India) Limited	25	93.12	89.70	-	-
Dr Reddy's Laboratories Limited	20	92.36	91.75	-	-
Edelweiss Financial Services Limited	2,086	590.54	138.62	2,000	76.80
Eicher Motors Limited	180	494.30	473.61	17	222.63
FSL Projects Limited	200	2.00	2.00	200	2.00
GlaxoSmithKline Pharmaceuticals Limited	45	72.87	64.45	-	-
Godrej Properties Limited	50	75.14	69.57	-	-
HCL Technologies Limited	10	9.56	10.03	-	-
HDFC Bank Limited	831	1,109.20	1,239.10	356	306.84
HDFC Life Insurance Company Limited	148	89.00	102.27	-	-
Hero Motocorp Limited	100	325.66	295.61	100	159.65
Hindustan Unilever Limited	104	225.19	249.51	60	137.91
Housing Development Finance Corporation Limited	448	1,030.04	1,128.26	188	307.02
ICICI Lombard General Insurance Company Limited	50	80.25	71.88	-	-
ICICI Bank Limited	200	132.41	118.88	-	-
Vodafone Idea Limited	11,000	98.65	110.00	-	-
Indraprastha Gas Limited	216	92.30	113.71	-	-
Indus Towers Limited	500	132.67	127.73	-	-
Info Edge (India) Limited	15	80.88	63.95	-	-
Infosys Limited	310	415.82	429.41	310	198.87
ITC Limited	950	256.47	209.05	800	137.36
Kotak Mahindra Bank Limited	210	386.42	378.96	115	149.05
Larsen And Toubro Infotech Limited	25	96.86	102.82	-	-
Larsen And Toubro Limited	181	208.59	261.47	85	68.72
LIC Housing Finance Limited	250	107.76	108.21	-	-
Maruti Suzuki India Limited	84	725.95	581.61	77	330.20
Max Financial Service Limited	100	81.47	88.03	-	-
Motilal Oswal MF	450	260.01	417.31	373	206.99
Nestle India Limited	8	132.81	136.67	-	-
Nippon India ETF Liquid BeES MF	1	-	1.35	1	-
Nippon Benchmark Gold MF	2,446	107.76	94.10	-	-
Page Industries Limited	11	275.48	332.17	9	152.67
Pfizer Limited	6	30.01	27.31	-	-
PI Industries Limited	20	31.76	45.00	-	-
Pidilite Industries Limited	69	98.57	125.80	20	27.13
Quess Corp Limited	50	34.18	34.49	-	-
Rain Industries Limited	-	-	0.00	300	16.76
Reliance Industries Limited	2	0.63	2.20	20	22.28
Reliance Industries Limited'	313	622.19	632.09	-	-
Sanofi India Limited	88	718.24	703.50	-	-
SIS Limited	850	357.36	344.08	-	-
Shree Cement Limited	4	90.37	119.81	-	-
SRF Limited	25	111.63	143.53	-	-
Sun Pharmaceutical Industries Limited	-	-	0.00	450	158.54
Tata Consultancy Services Limited	105	206.81	332.33	202	368.87
Tata Global Beverages	100	53.99	65.02	-	-
Tata Motors Limited	750	232.52	230.81	-	-
Tata Power Company Limited	1,000	110.76	105.05	-	-
Titan Company Limited	50	61.85	77.97	12	11.20
Tries Limited	-	-	0.00	-	-
Ultratech Cement Limited	5	27.14	34.49	-	-
Ventura Textiles Limited	62	25.73	0.16	62	0.31
UPL Limited	-	-	0.00	150	48.98
Wipro Limited	1,500	677.51	624.60	-	-
Yes Bank Limited	2,500	498.87	39.25	1,250	28.06
Total	30,853.31	13,524.40	13,168.17	8,555.31	3,880.85

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 6: Loans

Particulars	As at March 31, 2021				As at March 31, 2020					
	At fair value			Subtotal D=(B+C)	Total (A+D)	At fair value			Subtotal D=(B+C)	Total (A+D)
	At amortised cost (A)	Through Profit or Loss (B)	Designated at fair value through profit or loss (C)			At amortised cost (A)	Through Profit or Loss (B)	Designated at fair value through profit or loss (C)		
Fixed deposits with companies (Refer Note no. 6.1)	9,088.60	-	-	-	9,088.60	10,088.60	-	-	-	10,088.60
Total Gross (A)	9,088.60	-	-	-	9,088.60	10,088.60	-	-	-	10,088.60
Secured by tangible assets	-	-	-	-	-	-	-	-	-	-
Secured by Intangible Assets	-	-	-	-	-	-	-	-	-	-
Covered by Govt./ Govt. guarantee	-	-	-	-	-	-	-	-	-	-
Total (B)	-	-	-	-	-	-	-	-	-	-
Investment outside India	-	-	-	-	-	-	-	-	-	-
Investment in India	9,088.60	-	-	-	9,088.60	10,088.60	-	-	-	10,088.60
Total (C)	9,088.60	-	-	-	9,088.60	10,088.60	-	-	-	10,088.60
Less: Allowances for Impairment (C)	36.35	-	-	-	36.35	40.35	-	-	-	40.35
Total (A) - (C)	9,052.25	-	-	-	9,052.25	10,048.25	-	-	-	10,048.25

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note No. 6.1 Details of Fixed deposits with companies

Particular	As at	As at
	March 31, 2021	March 31, 2020
Bajaj Finance Limited	1,000.00	1,000.00
ICICI Home Finance Limited	750.00	-
Housing Development Finance Corporation Limited	2,950.00	3,950.00
LIC Housing Finance Limited	750.00	-
Mahindra & Mahindra Financial Services Limited	2,138.60	3,638.60
Shri Ram Transport Finance Company Limited	1,500.00	1,500.00
Total	9,088.60	10,088.60
Aggregate Market Value of Fixed Deposits with companies	9,088.60	10,088.60

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 7: Investments

Particulars	As at March 31, 2021				As at March 31, 2020					
	At fair value			Subtotal D=(B+C)	Total (A+D)	At fair value			Subtotal D=(B+C)	Total (A+D)
	At amortised cost (A)	Through Profit or Loss (B)	Designated at fair value through profit or loss (C)			At amortised cost (A)	Through Profit or Loss (B)	Designated at fair value through profit or loss (C)		
Mutual Funds (Refer Note no. 7.1)	-	15,219.61	-	15,219.61	15,219.61	21,002.45	-	-	21,002.45	21,002.45
Debt securities (Refer Note no. 7.2)	998.89	-	-	-	998.89	-	-	-	-	998.89
Total (A)	998.89	15,219.61	-	15,219.61	16,218.50	21,002.45	-	-	21,002.45	22,001.34
Investment outside India	-	-	-	-	-	-	-	-	-	-
Investment in India	998.89	15,219.61	-	15,219.61	16,218.50	21,002.45	-	-	21,002.45	22,001.34
Total (B)	998.89	15,219.61	-	15,219.61	16,218.50	21,002.45	-	-	21,002.45	22,001.34
Less: Allowances for Impairment (C)	4.00	-	-	-	4.00	4.00	-	-	-	4.00
Total (A)- (C)	994.89	15,219.61	-	15,219.61	16,214.51	994.89	21,002.45	-	21,002.45	21,997.34

Integra Capital Management Limited

CIN: L74899DL1990PLC040042

Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note No. 7.1 Details of Mutual funds

Particular	As at March 31, 2021		As at March 31, 2020	
	Quantity (No.)	Value	Quantity (No.)	Value
Aditya Birla Sun Life Low Duration Fund - Regular Plan - Growth	9,191	4,740.65	9,191	4,445.72
Franklin India Feeder Franklin US Opportunities Fund	983	48.11	-	-
HDFC Low Duration Fund Regular	109,379	4,923.14	109,379	4,602.29
ICICI Prudential Ultra Short Term Fund - Growth	103,158	2,224.73	219,878	4,478.06
Kotak Low Duration Fund- Standard Plan-Growth	1,240	3,258.52	1,240	3,055.63
L&T Liquid Fund - Regular Plan - Growth	-	-	152	412.38
PGIM India Global Equity Opportunities Fund - Growth	766	24.46	-	-
SBI Savings Fund - Regular Plan - Growth	-	-	129,314	4,008.37
Total		15,219.61		21,002.45

Note No. 7.2 Details of Debt securities

Particular	As at March 31, 2021		As at March 31, 2020	
	Quantity (No.)	Value	Quantity (No.)	Value
National Highway Authority of India	444	498.90	444	498.89
TATA Capital Financial Services Limited	500	500.00	500	500.00
Total		998.90		998.89
Aggregate Market Value of Debt Securities		1,066.78		1,066.78

Integra Capital Management Limited

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Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 8: Other Financial Assets

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Interest Accrued	200.03	223.49
Staff Advances	-	37.50
Other Advances	7.50	-
Total	207.53	260.99

Note 9: Current Tax Assets / (Liabilities) (Net)

Particulars	As at	As at
	March 31, 2021	March 31, 2020
TDS & Advance tax	96.86	121.41
Less: Provision for Tax	310.73	-
Net Total	(213.87)	121.41

Integra Capital Management Limited

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Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 10: Property, Plant & Equipment

Particulars	Computers	Furnitures and fixtures	Office equipment	Vehicles	Total
Gross Carrying amount					
Balance as at April 1, 2019	180.96	1,905.60	81.70	3,400.00	5,568.26
Addition	-	-	-	-	-
Disposal/ Adjustment	-	-	-	-	-
Balance as at March 31, 2020	180.96	1,905.60	81.70	3,400.00	5,568.26
Addition	-	-	-	-	-
Disposal/ Adjustment	-	-	-	-	-
Balance as at 31 March 2021	180.96	1,905.60	81.70	3,400.00	5,568.26
Accumulated depreciation					
Balance as at April 1, 2019	161.24	1,810.32	77.62	3,230.00	5,279.18
Depreciation for the year	10.67	-	-	-	10.67
Disposal/ Adjustment	-	-	-	-	-
Balance as at March 31, 2020	171.91	1,810.32	77.62	3,230.00	5,289.85
Depreciation for the year	-	-	-	-	-
Disposal/ Adjustment	-	-	-	-	-
Balance as at 31 March 2021	171.91	1,810.32	77.62	3,230.00	5,289.85
Carrying Amount (net)					
Balance as at April 1, 2019	19.72	95.28	4.08	170.00	289.08
Addition	-	-	-	-	-
Disposal/ Adjustment	-	-	-	-	-
Depreciation for the year	(10.67)	-	-	-	(10.67)
Balance at March 31, 2020	9.05	95.28	4.08	170.00	278.41
Addition	-	-	-	-	-
Disposal/ Adjustment	-	-	-	-	-
Depreciation for the year *	-	-	-	-	-
Balance as at 31 March 2021	9.05	95.28	4.08	170.00	278.41

* No depreciation has been provided as all the assets are at their residual value.

Integra Capital Management Limited

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Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 11: Other Non-Financial Assets

Particulars	As at March 31, 2021	As at March 31, 2020
Balance with Government Authorities	35.54	6.69
Prepaid Expense	-	55.18
Total	35.54	61.87

Note 12: Trade Payables

Particulars	As at March 31, 2021	As at March 31, 2020
Other Liabilities		
Payables		
- Trade Payables		
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
- Other Payables		
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Total	-	-

Note 13: Other Financial Liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
Expenses Payable	127.25	128.52
Total	127.25	128.52

Note 14: Other Non-Financial Liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
TDS Payable	7.03	14.40
Total	7.03	14.40

Integra Capital Management Limited
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Notes to financial statement for the year ended March 31, 2021
(All amounts in thousands of INR, unless otherwise stated)

Note 15: Equity share capital

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Authorized Capital		
1,00,00,000 Equity Share of Rs.10/-each		
(March 31, 2021: 1,00,00,000 equity share of Rs. 10/- each)		
(March 31, 2020: 1,00,00,000 equity share of Rs. 10/- each)	100,000.00	100,000.00
5,00,000 Redeemable Cumulative Preference Shares of Rs.100/- each.		
(March 31, 2021: 5,00,000 redeemable cumulative preference shares of Rs. 100/- each)		
(March 31, 2020: 5,00,000 redeemable cumulative preference shares of Rs. 100/- each)	50,000.00	50,000.00
Total	150,000.00	150,000.00
Issued, subscribed and paid up		
47,02,800 Equity Shares of Rs.10/- each , fully paid up		
(March 31, 2021: 47,02,800 equity share of Rs. 10/- each)		
(March 31, 2020: 47,02,800 equity share of Rs. 10/- each)	47,028.00	47,028.00
Forfeited Shares	1,486.50	1,486.50
(amount originally Paid-up)		
Total	48,514.50	48,514.50

(i) Reconciliation of the number of shares outstanding is set out below

Particulars	As at March 31, 2021		As at March 31, 2020	
	Number of shares	Amount (in thousands)	Number of shares	Amount (in thousands)
Shares outstanding at the beginning of the year	4,702,800	47,028.00	4,702,800	47,028.00
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	4,702,800	47,028.00	4,702,800	47,028.00

(ii) The Company has only one class of shares referred to as Equity shares having a par value of Rs.10/- each. Each holder of equity shares is entitled to one vote per share.

(iii) Details of shares held by shareholders holding more than 5% of shares:

Particulars	As at March 31, 2021		As at March 31, 2020	
	% of shares	Number of shares	% of shares	Number of shares
M/s Sushil Kumar Vohra HUF	15.42%	725,000	15.42%	725,000
Mr.Tarun Vohra	30.65%	1,441,300	30.65%	1,441,300
Mr.Pankaj Vohra	28.94%	1,360,800	28.94%	1,360,800
	75.00%	3,527,100	75.00%	3,527,100

(iv) The Company has in a period of five years immediately preceding the date of the balance sheet has not;

- (a) Allotted any share as fully paid-up pursuant to contract without payment being received in cash or by way of bonus shares;
- (b) Bought back any share.

Integra Capital Management Limited

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Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 16: Other Equity

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Statutory Reserve (Pursuant to Section 45-IC of the RBI Act, 1934)	6,734.59	5,958.25
Security Premium Reserve	23,159.50	23,159.50
General Reserve	9,290.80	9,290.80
Retained Earnings	(47,273.68)	(50,379.04)
Total	(8,088.79)	(11,970.49)

Note 16.1: Statutory reserve (Pursuant to Section 45-IC of the RBI Act, 1934)

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Balance at the beginning of the year	5,958.25	5,958.25
Transfer from retained earnings	776.34	-
Balance at the end of the year	6,734.59	5,958.25

Every year the Company transfers a of sum of not less than twenty percent of net profit of that year as disclosed in the statement of profit and loss to its Statutory Reserve pursuant to Section 45-IC of the RBI Act, 1934.

The conditions and restrictions for distribution attached to statutory reserves as specified in Section 45-IC(1) in the Reserve Bank of India Act, 1934:

(1) Every non-banking financial company (NBFC) shall create a reserve fund and transfer therein a sum not less than twenty percent of its net profit every year as disclosed in the profit and loss account and before any dividend is declared.

(2) No appropriation of any sum from the reserve fund shall be made by the NBFC except for the purpose as may be specified by the RBI from time to time and every such appropriation shall be reported to the RBI within twenty-one days from the date of such withdrawal:

Provided that the RBI may, in any particular case and for sufficient cause being shown, extend the period of twenty one days by such further period as it thinks fit or condone any delay in making such report.

(3) Notwithstanding anything contained in sub-section (1) the Central Government may, on the recommendation of the RBI and having regard to the adequacy of the paid-up capital and reserves of a NBFC in relation to its deposit liabilities, declare by order in writing that the provisions of sub-section (1) shall not be applicable to the NBFC for such period as may be specified in the order:

Provided that no such order shall be made unless the amount in the reserve fund under sub-section (1) together with the amount in the share premium account is not less than the paid-up capital of the NBFC.

Note 16.2: Security Premium Reserve

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Balance at the beginning of the year	23,159.50	23,159.50
Addition during the year	-	-
Balance at the end of the year	23,159.50	23,159.50

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares, writing off the preliminary expenses in accordance with the provisions of the Companies Act, 2013.

Note 16.3: General Reserve

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Balance at the beginning of the year	9,290.80	9,290.80
Addition during the year	-	-
Balance at the end of the year	9,290.80	9,290.80

General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of other equity to another and is not an item of other comprehensive income.

Note 16.4: Retained Earnings

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Balance at the beginning of the year	(50,379.04)	(45,052.73)
Profit for the year	3,881.70	(5,326.32)
Transfer to Reserve Fund u/s 45-IC of Reserve Bank of India Act, 1934	(776.34)	-
Balance at the end of the year	(47,273.68)	(50,379.04)

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

In view of losses, the company expresses its inability to declare a dividend.

Integra Capital Management Limited

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Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 17: Interest income

Particulars	As at	As at
	March 31, 2021	March 31, 2020
On Financial Assets Measured at Amortised Cost:		
Interest income from Investments	76.13	76.23
Interest on deposits with Companies	826.18	1,039.59
Total	902.31	1,115.82

Note 18: Net gain/ (Loss) on fair value changes

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Net Gain or (Loss) on Financial instruments at fair value through profit & loss account		
Profit/(Loss) on Securities held for trade	2,811.18	(4,611.04)
Profit/(Loss) on Other securities held as investments or mutual funds	1,376.87	42.78
Total Net Gain On Fair Value Changes	4,188.05	(4,568.26)
Fair Value Changes		
Realised	3,599.41	(1,739.25)
Unrealised	588.63	(2,829.01)
Total	4,188.04	(4,568.26)

Note 19: Sale of Services

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Consultancy Income	198.00	255.14
Brokerage Income	150.95	201.84
Total	348.95	456.98

Note 20: Other income

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Interest on Income tax refund	16.09	11.21
Miscellaneous Income	111.63	7.40
Total	127.72	18.61

Integra Capital Management Limited

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Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 21: Impairment on Financial instruments

Particulars	As at March 31, 2021	As at March 31, 2020
Standard Assets Provisioning as per Reserve Bank of India norms	(4.00)	44.35
Deposit with companies : 36.35		
Investment in debt securities : 4.00		
Total	(4.00)	44.35

The Company consider that provisioning as per RBI norms satisfies the expected credit loss impairment norms.

Note 22: Employee benefits expenses

Particulars	As at March 31, 2021	As at March 31, 2020
Salaries and wages	602.87	929.20
Staff welfare expenses		3.14
Total	602.87	932.34

Note 23: Depreciation

Particulars	As at March 31, 2021	As at March 31, 2020
Depreciation of property, plant and equipment		10.67
Total	-	10.67

Note 24: Other Expenses

Particulars	As at March 31, 2021	As at March 31, 2020
Rates and Taxes	43.24	41.31
Printing and Stationery	0.24	35.91
Advertisement and Business Promotion	28.69	27.34
Auditor's fees and expenses (refer note below)*	74.00	54.00
Office expenses	2.95	24.59
Legal and Professional Expenses	151.85	81.83
Membership and Subscription Expenses	413.30	407.84
Travel and Conveyance	62.95	166.85
Miscellaneous Expenses	68.77	71.73
Total	845.99	911.40

*** Detail of auditor's fees and expenses**

Particulars	As at March 31, 2021	As at March 31, 2020
(a) for audit fees	50.00	50.00
(b) for other services (certification)	24.00	4.00
	74.00	54.00

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Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 25: Income taxes

A. The major components of income tax expenses for the year are as under:

Particulars	As at March 31, 2021	As at March 31, 2020
Income taxes recognised profit and loss		
Current tax		
In respect of the current year	310.73	-
Adjustments for prior periods	-	527.54
Total	310.73	527.54
Deferred tax		
In respect of the current year	-	-
	-	-
Total income tax expenses recognised in the current year	310.73	527.54

B. Reconciliation of tax expenses and the accounting profit for the year is as under:

Particulars	As at March 31, 2021	As at March 31, 2020
Profit before tax	4,192.43	(4,798.78)
Less:		
Depreciation as per Income - tax Act	26.68	31.46
Decline in provision of Impairment on financial instrument	4.00	-
Dividend	-	76.83
Computation difference on capital gains	717.40	531.54
	3,444.34	(5,438.61)
Add:		
Disallowed u/s 36: Impairment provision not allowable as per Income - tax Act	-	44.35
Disallowance u/s 14A of the IT Act, 1961	-	0.77
Depreciation debited to SPL	-	10.67
	-	55.79
Balance	3,444.34	(5,382.82)
Less: B/f Losses of previous assessment year	2,249.23	-
Taxable Income	1,195.12	(5,382.82)
Enacted tax rate in India	0.26	0.26
Total Tax	310.73	-
Total tax expenses as per profit and loss for the current year	310.73	-

C. Unrecognized Deferred Tax Assets - see note 30

Particulars	As at March 31, 2021	As at March 31, 2020
Taxable Temporary Difference		
Property, Plant & Equipment	65.40	38.71
Investment in Mutual Funds	1,244.00	531.42
Total Taxable Temporary Difference (A)	1,309.40	570.13
Deductible Temporary Difference		
Deposit with companies	-	-
Debt securities	-	-
Unabsorbed Business Losses	4,760.28	6,556.49
Long Term Capital Losses	423.58	568.99
Short Term Capital Losses	-	141.55
Unabsorbed Depreciation	-	166.06
Total Deductible Temporary Difference (B)	5,183.86	7,433.09
Net Deductible Temporary Difference (B - A)	3,874.46	6,862.96
Effective Tax Rate	26.01%	26.00%
Unrecognized Deferred Tax Assets	1,007.75	1,784.37

Note 26: Earning per share

Particulars	As at March 31, 2021	As at March 31, 2020
Net Profit	3,881.70	(5,326.32)
Weighted average number of equity shares outstanding		
Opening balance at the beginning of the year	4,702,800	4,702,800
Issue during the year	-	-
Brought back during the year	-	-
Weighted average number of equity shares (including diluted equity share) outstanding at the end of the period	4,702,800	4,702,800
Earning per share- Basic (Face value of Rs.10/- per share)	0.83	(1.13)
Earning per share- Diluted (Face value of Rs.10/- per share)	0.83	(1.13)

Integra Capital Management Limited

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Notes to financial statement for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 27: Investments

All scripts are held in the name of the Company.

Note 28: Quantitative information in respect of capital market operations:

Particulars	Shares/Securities/Units			
	As at March 31, 2021		As at March 31, 2020	
	No. *	Value	No. *	Value
Opening stock	8,555	3,880.86	18,422	10,414.98
Purchases	71,095	20,921.96	4,939	4,739.08
Sales	48,797	14,445.82	14,806	6,662.16
Closing Stock (a)	30,853	13,168.17	8,555	3,880.86

* includes bonus, split, reduction etc.

Note 29: Segment Reporting

The Company has only one reportable business segment based on financial services that comprises of capital market operations, mutual funds & other investments and consultancy & advisory services.

The Company derives entire revenue from within India and all the assets & liabilities are situated in India. The profit on securities held for trade of Rs. 2,811.17 thousands (previous year : loss Rs. 4,611.04 thousands) and consultancy income of Rs. 198.00 thousands (previous year Rs. 198,00 thousands) has been derived from a single customer i.e., a related party to the entity. There is no further income is required to be disclose as per IndAS 108, 'Operating Segments'.

Note 30: Deferred Tax Asset

In view of past losses, no provision for deferred tax assets has been made due to concept of prudence.

Note 31: Micro and Small Enterprises

There are no micro, small and medium enterprises, to which company owes dues, as at March 31, 2021. This information is required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 that has been determined to the extent such parties have been identified on the basis of information available with the Compan

Integra Capital Management Limited

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Notes to financial statements for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 32: Related Party Disclosures

As per Indian Accounting Standard on related party disclosures (Ind AS 24), the names of the related parties of the Company are as follows:

- i. Company in which some of the directors are either directors and/or members.
- ii. Directors and Key Managerial Personnel of Integra Capital Management Limited

Integra Securities Private Limited

<u>Name of Director/KMP</u>	<u>Designation</u>
Mr. N.K. Goel	Director
Mr. Tarun Vohra	Managing Director
Mr. Pankaj Vohra	Director / CFO
Mrs. Anjali Vohra	Director
Mr. T S Sridharan	Director
Mrs. Saroj Bhandari	Director
Mrs Purva Dutta	Company Secretary

- iii. Entity controlled or jointly controlled by MD / CFO

M/s S.K. Vohra & Co. - HUF

The following transactions were carried out with the related parties in the ordinary course of business.

Nature of transaction	Company in which some of the directors are either directors and/or members.		Directors and Key Managerial Personnel of Integra Capital Management Limited		Entity controlled or jointly controlled by MD / CFO	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
Debit						
MD Remuneration	-	-	-	100.00	-	-
Purchase of securities	20,916.49	4,739.23	-	-	-	-
Total	20,916.49	4,739.23	-	100.00	-	-
Credit						
Consultancy Income	198.00	198.00	-	-	-	-
Sale of Securities	14,445.82	6,662.16	-	-	-	-
Total	14,643.82	6,860.16	-	-	-	-
Closing Balance - Receivables	1,378.18	6.09				
Opening Balance - Receivables	6.09	1480.71				

Integra Capital Management Limited

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Notes to financial statements for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 33: Capital management

For the purpose of managing capital, Capital includes issued equity share capital and reserves attributable to the equity holders. The objective of the company's capital management are to:

- Safeguard their ability to continue as going concern so that they can continue to provide benefits to their shareholders.
- Maximisation the wealth of the shareholder.
- Maintain optimum capital structure to reduce the cost of the capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and requirement of financial covenants. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, loans and borrowings, less cash and cash equivalents.

Gearing Ratio is as follows :

Particulars	As at March 31, 2021	As at March 31, 2020
Debt	-	-
Cash and bank balances	439.28	151.24
Net debt	(439.28)	(151.24)
Total equity	40,425.71	36,544.01
Gearing Ratio	(0.0109)	(0.0041)

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any loans and borrowing in the current period.

Note 34: Financial Instruments

Refer to financial instruments by category table below for the disclosure on carrying value and fair value of financial assets and liabilities. For financial assets and liabilities maturing within one year from the Balance Sheet date and which are not carried at fair value, the carrying amounts approximate fair value due to the short maturity of these instruments.

Particulars	As at March 31, 2021	As at March 31, 2020
Financial assets		
Measured at Amortised cost		
Cash and cash equivalents	439.28	151.24
Trade Receivables	1,378.18	55.59
Loans	9,052.25	10,048.25
Investments	16,214.51	21,997.34
Other Financial Assets	207.53	260.99
Measured at Fair value through Profit & Loss		
Securities for trade	13,168.17	3,880.85
Financial liabilities		
Measured at Amortised cost		
Trade Payables	-	-
Other financial liabilities	127.26	128.52

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Notes to financial statements for the year ended March 31, 2021

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Note 35: Financial risk management**35.1 Risk management framework**

The Company has established a comprehensive system for risk management and internal controls for all its businesses to manage the risks that it is exposed to. The objective of its risk management framework is to ensure that various risks are identified, measured and mitigated and also that policies, procedures and standards are established to address these risks and ensure a systematic response in the case of crystallisation of such risks.

The Company has exposure to the following risk arising from financial instruments:

- a) Credit risk
- b) Liquidity risk
- c) Market risk

The Company has established various policies with respect to such risks which set forth limits, mitigation strategies and internal controls to be implemented by the three lines of defence approach provided below. The Board oversees the Company's risk management and has constituted a Risk Management Committee ("RMC"), which frames and reviews risk management processes and controls.

The risk management system features a "three lines of defence" approach:

1. The first line of defence comprises its operational departments, which assume primary responsibility for their own risks and operate within the limits stipulated in various policies approved by the Board or by committees constituted by the Board.
2. The second line of defence comprises specialised departments such as risk management and compliance. They employ specialised methods to identify and assess risks faced by the operational departments and provide them with specialised risk management tools and methods, facilitate and monitor the implementation of effective risk management practices, develop monitoring tools for risk management, internal control and compliance, report risk related information and promote the adoption of appropriate risk prevention measures.
3. The third line of defence comprises the internal audit department and external audit functions. They monitor and conduct periodic evaluations of the risk management, internal control and compliance activities to ensure the adequacy of risk controls and appropriate risk governance, and provide the Board with comprehensive feedback.

a) Credit risk:

It is risk of financial loss that the Company will incur a loss because its customer or counterparty to financial instruments fails to meet its contractual obligation. The Company's financial assets comprise of Cash and bank balance, Securities for trade, Trade receivables, Loans, Investments and Other financial assets which comprise mainly of deposits and unbilled revenues.

The maximum exposure to credit risk at the reporting date is primarily from Company's trade receivable.

Following provides exposure to credit risk for trade receivables and loans:

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Trade Receivables and Other Receivables	1,378.18	55.59

Trade Receivables: The Company has followed simplified method of ECL in case of Trade receivables and the Company recognises lifetime expected losses for all trade receivables that do not constitute a financing transaction. At each reporting date, the Company assesses the impairment requirements.

b) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities - borrowing, trade payables and other financial liabilities. The Company manages liquidity risk by maintaining adequate cash reserves by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The table below summarises the maturity profile of the undiscounted cash flows of the Company's financial liabilities.

Particulars	0-1 year	1-3 years	3-5 years	5+ years	Total
As at March 31, 2021					
Trade Payables	-	-	-	-	-
Other financial liabilities	127.25	-	-	-	127.25
As at March 31, 2020					
Trade Payables	-	-	-	-	-
Other financial liabilities	128.52	-	-	-	128.52

c) Market risk

Market risk arises when movements in market factors (foreign exchange rates, interest rates, credit spreads and equity prices) impact the Company's income or the market value of its portfolios. The Company, in its course of business, is exposed to market risk due to change in equity prices, interest rates and foreign exchange rates. The objective of market risk management is to maintain an acceptable level of market risk exposure while aiming to maximize returns.

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Notes to financial statements for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 36: Additional disclosures in accordance with RBI directions on Corporate Governance

Note 36.1 Securities Held for Trade

Particular		As at March 31, 2021	As at March 31, 2020
1	Value of investment		
i	Gross value of Securities Held for trade		
	(a) In India	13,168.17	3,880.85
	(b) Outside India	-	-
ii	Provisions for depreciation		
	(a) In India	-	-
	(b) Outside India	-	-
iii	Net value of Securities held for trade		
	(a) In India	13,168.17	3,880.85
	(b) Outside India	-	-
2	Movement of provisions held towards depreciation on securities held for trade		
i	Opening balance	3,360.43	-
ii	Add: Provisions made during the year	-	3,360.43
iii	Less: Write-off/ write-back of excess provisions during the year	3,004.20	-
iv	Closing balance	356.23	3,360.43

Note 36.2 Investment

Particular		As at March 31, 2021	As at March 31, 2020
1	Value of Investment		
i	Gross value of Investment		
	(a) In India	16,218.50	22,001.34
	(b) Outside India	-	-
ii	Provisions for depreciation		
	(a) In India	4.00	4.00
	(b) Outside India	-	-
iii	Net value of Investment		
	(a) In India	16,214.50	21,997.34
	(b) Outside India	-	-
2	Movement of provisions held towards		
i	Opening balance	4.00	-
ii	Add: Provisions made during the year	-	4.00
iii	Less: Write-off/ write-back of excess provisions during the year	-	-
iv	Closing balance	4.00	4.00

Note No. 36.3 Exposures

36.3.1: Exposure to real Estate sector

The Company does not have any exposure to real estate sector.

36.3.2 : Exposure to capital market

Particular	As at March 31, 2021	As at March 31, 2020
i Direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt (includes investment in fully convertible preference shares		
- At Cost	-	-
- At Fair Value	-	-
ii Advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity-oriented mutual funds	-	-
iii Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security	-	-
iv Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds 'does not fully cover the advances (excluding loans where security creation is under process)	-	-
v Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers	-	-
vi Loans sanctioned to corporates against the security of shares/ bonds / debentures or other securities or on clean basis for meeting promoters contribution to the equity of new companies in anticipation of raising resources	-	-
vii Bridge loans to companies against expected equity flows / issues	-	-
viii All exposures to Venture Capital Funds (both registered and unregistered)	-	-
Total exposure to capital market	-	-

36.4: Unsecured advances

The outstanding amounts against advances is given as under :

Particular	As at March 31, 2021	As at March 31, 2020
Staff Advances	-	37.50
Total Unsecured Advances	-	37.50

36.5: Miscellaneous

Particular	As at March 31, 2021	As at March 31, 2020
36.5.1 Registration obtained from other financial sector regulators	NIL	NIL
36.5.2 Disclosure of Penalties imposed by RBI and other regulators	NIL	NIL

36.6: No ratings assigned by credit rating agencies and migration of ratings during the year.

36.7 Concentration of advances

Particular	As at March 31, 2021	As at March 31, 2020
Total advances to twenty largest borrowers	Not Applicable	Not Applicable
Percentage of advances to twenty largest borrowers to total advances of the NBFC	Not Applicable	Not Applicable

36.8 Concentration of advances

Particular	As at March 31, 2021	As at March 31, 2020
Total exposure to twenty largest borrowers/ customers	Not Applicable	Not Applicable
Percentage of exposure to twenty largest borrowers/ customers to total exposure of the NBFC on borrowers/customers	Not Applicable	Not Applicable

36.9: Concentration of NPAs	NIL	NIL
36.10: Sector-wise NPAs	NIL	NIL
36.11: Movement of NPAs	NIL	NIL
36.12: Overseas Assets	NIL	NIL
36.13: Off-balance sheet SPVs sponsored	NIL	NIL

Integra Capital Management Limited

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Notes to financial statements for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 37: Current and non current classification

As required by the paragraph 61 of Ind AS 1, Presentation of financial statements, the classification into current and non current of line item of assets and liabilities as in the balance sheet is as under :

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

a) Classification of balance sheet as at March 31, 2021

Line item	As at		
	Amount	Current	Non-current
Assets			
Financial Assets			
Cash and Cash Equivalents	439.28	439.28	-
Receivables			-
- Trade Receivables	1,378.18	1,378.18	-
- Other Receivables	-	-	-
Securities Held for Trade	13,168.17	13,168.17	-
Loans	9,052.25	-	9,052.25
Investments	16,214.51	-	16,214.51
Other Financial Assets	207.53	207.53	-
Total Financial Assets	40,459.91	15,193.16	25,266.75
Non-Financial Assets			
Current Tax Assets (Net)	-	-	-
Property, Plant and Equipments	278.41	-	278.41
Other Non- Financial Assets	35.54	35.54	-
Total Non-Financial Assets	313.95	35.54	278.41
Total Assets	40,773.86	15,228.70	25,545.16
Liabilities			
Financial Liabilities			
Payables	-	-	-
Other financial liabilities	127.26	127.26	-
Total Financial Liabilities	127.26	127.26	-
Non-Financial Liabilities			
Current Tax Liabilities (Net)	213.87	213.87	-
Other Non-Financial Liabilities	7.03	7.03	-
Total Non Financial Liabilities	220.90	220.90	-
Total Liabilities	348.15	348.15	-
Equity			
Equity share capital	48,514.50	-	48,514.50
Other equity	(8,088.79)	-	(8,088.79)
Total equity	40,425.71	-	40,425.71
Total Liabilities and Equity	40,773.86	348.15	40,425.71

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Notes to financial statements for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

b) Classification of balance sheet as at March 31, 2020

Line item	As at March 31, 2020		
	Amount	Current	Non-current
Assets			
Financial Assets			
Cash and Cash Equivalents	151.24	151.24	-
Receivables			-
- Trade Receivables	55.59	55.59	-
- Other Receivables			-
Securities Held for Trade	3,880.85	3,880.85	-
Loans	10,048.25		10,048.25
Investments	21,997.34		21,997.34
Other Financial Assets	260.99	260.99	-
Total Financial Assets	36,394.26	4,348.67	32,045.59
Non-Financial Assets			
Current Tax Assets (Net)	121.41	121.41	-
Property, Plant and Equipments	278.41	-	278.41
Other Non- Financial Assets	61.87	61.87	-
Total Non-Financial Assets	461.69	183.28	278.41
Total Assets	36,855.95	4,531.95	32,324.00
Liabilities			
Financial Liabilities			
Payables	-	-	-
Other financial liabilities	128.52	128.52	-
Total Financial Liabilities	128.52	128.52	-
Non-Financial Liabilities			
Other Non-Financial Liabilities	14.40	14.40	-
Total Non Financial Liabilities	14.40	14.40	-
Total Liabilities	142.92	142.92	-
Equity			
Equity share capital	48,514.50	-	48,514.50
Other equity	(11,970.49)	-	-11,970.49
Total equity	36,544.01	-	36,544.01
Total Liabilities and Equity	36,686.93	142.92	36,544.01

For the purpose of this note:-

i) The Company classify an assets as current when,

-It expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;

-It holds the asset primarily for the purpose of trading;

-It expects to realise the asset within twelve months after the reporting period or;

-The asset is cash or a cash equivalents (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non current.

ii) The Company classify a liability as current when,

-It expects to settle the liability in its normal operating cycle;

-It holds the liability primarily for the purpose of trading;

-The liability is due to be settled within twelve months after the reporting period or;

-It does not have an unconditional right to defer settlements of the liability for at least twelve months after the reporting period (see paragraph 73). Terms of a liability that could at the option of the counterparty, result in its settlement by the issue of equity instruments do not affects its classification.

All other liabilities are classified as non current .

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Notes to financial statements for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 38: IRACP & ECL Reconciliation

The Comparison of provisioning as per Reserve Bank of India Prudential Norms on Income - Recognition, Asset Classification and Provisioning (IRACP) with the Expected Credit Loss Methodology as enumerated in Ind AS 109, Financial Instruments as per Reserve Bank Of India notification no. DOR(NBFC).CC.PD.No.109/22.10.106/2019-20 dated 13th March, 2020 is as under:

Amount in Rs. Thousands						
Asset Classification as per RBI norms	Asset Classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3) - (4)	(6)	(7) = (4) -(6)
Standard Asset	Stage 1	10,087.49	40.35	10,047.14	40.35	-
	Stage 2	-	-	-	-	-
Sub - total		10,087.49	40.35	10,047.14	40.35	-
Non - Performing Assets		-	-	-	-	-
Total	Stage 1	10,087.49	40.35	10,047.14	40.35	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-

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Notes to financial statements for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 39 SCHEDULE TO THE BALANCE SHEET OF A NON-BANKING FINANCIAL COMPANY AS REQUIRED UNDER MASTER DIRECTION - NON-BANKING FINANCIAL COMPANY - SYSTEMICALLY IMPORTANT NON-DEPOSIT TAKING COMPANY AND DEPOSIT TAKING COMPANY

S. No.	Particulars	As at 31 March 2021		As at 31 March 2020	
		Amount Outstanding	Amount Overdue	Amount Outstanding	Amount Overdue
Liabilities Side:					
1) Loans and advances availed by the NBFC inclusive of interest accrued thereon but not paid :					
	(a) Debentures/ Bonds :				
	- Secured	-	-	-	-
	- Unsecured	-	-	-	-
	(b) Deferred Credits	-	-	-	-
	(c) Term Loans	-	-	-	-
	(d) Inter-corporate loans and Other Borrowings	-	-	-	-
	(e) Commercial Paper	-	-	-	-
	(f) Public Deposits	-	-	-	-
	(g) Fixed Deposits accepted from Corporates	-	-	-	-
	(h) FCNR Loans	-	-	-	-
	(i) External Commercial Borrowings	-	-	-	-
	(j) Associated liabilities in respect of securitization transactions	-	-	-	-
	(k) Subordinate debt (including NCDs issued through Public issue)	-	-	-	-
	(l) Other Short Term Loans and credit facilities from banks	-	-	-	-
2) Break-up of (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :					
	(a) In the form of Unsecured debentures -	-	-	-	-
	(b) In the form of partly secured debentures i.e. Debentures where there is a shortfall in the value of security	-	-	-	-
	(c) Other public deposits	-	-	-	-
Asset side:					
3) Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :					
	(a) Secured	9,052.25	-	10,048.25	-
	(b) Unsecured	-	-	-	-
4) Break up of Leased Assets and stock on hire and hypothecation loans counting towards AFC activities :					
	(i) Lease assets including lease rentals under sundry debtors :				
	(a) Financial lease	-	-	-	-
	(b) Operating lease	-	-	-	-
	(ii) Stock on hire including hire charges under sundry debtors :				
	(a) Assets on hire	-	-	-	-
	(b) Repossessed Assets	-	-	-	-
	(iii) Other loans counting towards AFC activities:				
	(a) Loans where assets have been repossessed	-	-	-	-
	(b) Loans other than (a) above	-	-	-	-
5) Break-up of Investments :					
Current Investments :					
1. Quoted :					
	(i) Shares:(a) Equity	-	-	-	-
	(b) Preference	-	-	-	-
	(ii) Debentures and Bonds	-	-	-	-
	(iii) Units of mutual funds	-	-	-	-
	(iv) Government Securities	-	-	-	-
2. Unquoted :					
	(i) Shares:(a) Equity	-	-	-	-
	(b) Preference	-	-	-	-
	(ii) Debentures and Bonds	-	-	-	-
	(iii) Units of mutual funds	-	-	-	-
	(iv) Government Securities	-	-	-	-
	(v) Investments in Pass Through Certificates under securitization transactions	-	-	-	-
	(vi) Commercial Papers	-	-	-	-
	(vii) Investments in Pass Through Certificates	-	-	-	-

under securitization transactions				
Long Term Investments :				
1. Quoted :				
(i) Shares: (a) Equity	-	-	-	-
(b) Preference	-	-	-	-
(ii) Debentures and Bonds	-	-	-	-
(iii) Units of mutual funds	-	-	-	-
(iv) Government Securities	-	-	-	-
2. Unquoted :				
(i) Shares:(a) Equity	-	-	-	-
(b) Preference	-	-	-	-
(ii) Debentures and Bonds	994.89	-	994.89	-
(iii) Units of mutual funds	15,219.61	-	21,002.45	-
(iv) Government Securities	-	-	-	-
(v) Investments in Pass Through Certificates under securitization transactions	-	-	-	-

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Notes to financial statements for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

6) Borrower group-wise classification assets financed as in (3) and (4) above :

Category	As at 31 March 2021			As at 31 March 2020		
	Secured	Unsecured	Total	Secured	Unsecured	Total
1. Related Parties						
(a) Subsidiaries	-	-	-	-	-	-
(b) Companies in the same group	-	-	-	-	-	-
(c) Other related parties	-	-	-	-	-	-
2. Other than related parties	9,052.25	-	9,052.25	10,048.25	-	10,048.25
Total	9,052.25	-	9,052.25	10,048.25	-	10,048.25

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

Category	As at 31 March 2021		As at 31 March 2020	
	Market value/Break up/or fair value of NAV	Book value (net of provision)	Market value/Break up/or fair value of NAV	Book value (net of provision)
1. Related Parties				
(a) Subsidiaries	-	-	-	-
(b) Companies in the same group	-	-	-	-
(c) Other related parties	-	-	-	-
2. Other than related parties	16,214.51	16,214.51	21,997.34	21,997.34
Total	16,214.51	16,214.51	21,997.34	21,997.34

8) Other information:

Particulars	As at	As at
	31 March 2021	31 March 2020
i) Gross Non-Performing Assets :		
(a) Related parties	-	-
(b) Other than related parties	-	-
ii) Net Non-Performing Assets :		
(a) Related parties	-	-
(b) Other than related parties	-	-
iii) Assets acquired in satisfaction of debt :	-	-

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Notes to financial statements for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

**Note 40 DISCLOSURES AS REQUIRED UNDER COVID 19 REGULATORY PACKAGE -
ASSET CLASSIFICATION AND PROVISIONING ISSUED BY RBI VIDE NOTIFICATION NO.
RBI/2019-20/220 DOR.No. BO.BC.63/21/04.048/2019 -20 DATED 17 APRIL 2020**

S.no	Particulars	Amount
i	Respective amounts in SMA / overdue categories, where the moratorium / deferment was extended in terms of paragraph 2 & 3 of the aforesaid notification	Nil
ii	Respective amount where asset classification benefit is extended	Nil
iii	Provisions made during quarter 4 of Financial year 2020 - 21	Nil
iv.	Provisions adjusted during the respective accounting periods against slippages and residual provisions in terms of paragraph 6 of the aforesaid notification	Nil

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Notes to financial statements for the year ended March 31, 2021

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Note 41 DISCLOSURES AS REQUIRED UNDER GUIDELINES ON LIQUIDITY RISK MANAGEMENT FRAMEWORK FOR NBFCs ISSUED BY RBI VIDE NOTIFICATION NO. RBI/2019-20/88 DOR.NBFC (PD) CC. NO. 102 /03.10.001/2019-20 DATED 4 NOVEMBER 2019**Public Disclosures on Liquidity Risk:****A. Funding Concentration based on significant counterparty**

Particular	As at	As at
	31 March 2021	31 March 2020
Number of Significant Counterparties*	-	-
Amount in (Thousands)	-	-
Percentage of Funding Concentration of Total Deposits	N/A	N/A
Percentage of Funding Concentration of Total Liabilities	N/A	N/A
Total Liabilities	348.16	142.92

As per RBI Notification No. RBI/2019-20/88 DOR.NBFC (PD) CC. NO. 102 /03.10.001/2019-20 DATED 4 November 2019 A "Significant counterparty" is defined as a single counterparty or group of connected or affiliated counterparties accounting in aggregate for more than 1% of the NBFC-NDSI's, NBFC-Ds total liabilities and 10% for other non-deposit taking NBFCs

B. Top 10 Borrowings

Particular	As at	As at
	31 March 2021	31 March 2020
Total Amount of Top 10 Borrowings	-	-
Percentage of Amount of Top 10 Borrowings to total borrowings (%)	N/A	N/A
Total Borrowings	-	-

C. Funding Concentration based on significant instrument/product

Particular	As at	Percentage(%) of	As at	Percentage(%) of
	31 March 2021	Total Liabilities	31 March 2020	Total Liabilities
Significant instrument/Product				
Non-convertible debentures	-	0.00%	-	0.00%
Term loan from Banks (including FCNR loans)	-	0.00%	-	0.00%
External Commercial Borrowings	-	0.00%	-	0.00%
Associated liabilities in respect of securitization transactions	-	-	-	-
Public deposits	-	-	-	-
Subordinated redeemable non-convertible debentures	-	-	-	-

As per RBI Notification No. RBI/2019-20/88 DOR.NBFC (PD) CC. NO. 102 /03.10.001/2019-20 DATED 4 November 2019 A "significant instrument/product" is defined as a single instrument/product of group of similar instruments/products which in aggregate amount to more than 1% of the NBFC-NDSI's, NBFC-Ds total liabilities and 10% for other non-deposit taking NBFCs

D. Stock Ratios

Particular	As at	Percentage(%) of	Percentage(%) of	Percentage(%) of
	31 March 2021	Total Public Funds	Total Assets	Total Liabilities
Commercial Papers (CPs)	-	NA	NA	NA
Non-convertible debentures (NCDs) with original maturity of less than one year	-	NA	NA	NA
Other short-term liabilities	-	NA	NA	NA

Particular	As at	Percentage(%) of	Percentage(%) of	Percentage(%) of
	31 March 2020	Total Public Funds	Total Assets	Total Liabilities
Commercial Papers (CPs)	-	NA	NA	NA
Non-convertible debentures (NCDs) with original maturity of less than one year	-	NA	NA	NA
Other short-term liabilities	-	NA	NA	NA

As per RBI Notification No. RBI/2019-20/88 DOR.NBFC (PD) CC. NO. 102 /03.10.001/2019-20 DATED 4 November 2019 A "Other short-term liabilities" is defined as a all short-term borrowings other than CPs and NCDs with original maturity less than 12 months.

E. Institutional set-up for liquidity risk management

Refer Note no. 35.1

Integra Capital Management Limited

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Notes to financial statements for the year ended March 31, 2021

(All amounts in thousands of INR, unless otherwise stated)

Note 42: Fair Value Measurements

The Company undertakes capital market operations in securities listed on stock exchanges in India. These securities being held for trade are measured at fair value through profit & loss. The fair value of these securities have been determined as per quotations available on the respective stock exchanges. The Company has also made investments in mutual funds that are measured at fair value through statement of profit & loss. Their fair value is determined as per the NAV announced by the respective mutual funds on the reporting date.

Note 43: Impact of COVID 19

There has been no significant impact on the operations and financial position of the company on account of the outbreak of the COVID-19 pandemic and the consequential lock-down restrictions imposed by the Government.

Note 44: Employee Benefits:

The Employees Provident Fund & Miscellaneous Provision Act, 1952 presently does not apply to the Company. Further, the Company has, as of now, no post employment benefits such as retirement gratuity or other long term employee benefits such as leave encashment. Thus there are no disclosures required to be made as per Ind AS 19, Employee Benefits.

Note 45: Income - tax matters

The Company has received the intimations under section 143(1)(a) of the Income - tax Act, 1961 upto assessment year 2020 - 21 relevant to the financial year ended 31st March 2019 and has no pending matters with the revenue department.

Note 46: Corporate Social Responsibility

As of now, section 135 of the Companies Act, 2013 is not applicable to the Company.

Note 47: Additional Information & Disclosures

The Company has no other material information required to be disclosed as per the provisions of Companies Act, 2013, more particularly schedule III to the Companies Act, 2013, the Companies (Indian Accounting Standards) Rules 2015 & the Non - Banking Financial Companies Regulations issued by the Reserve Bank of India

Note 48:

Previous year's figures have been regrouped/ rearranged, wherever considered necessary, to facilitate comparison.

Note 49: Approval of financial statements

The financial statements for the year ended March 31, 2020 were approved by the Board of Directors on 29 June 2021.

Notes to account form part of the financial statements

As per our report of even date attached

For GSA & ASSOCIATES LLP

Chartered Accountants

Firm Registration No.: 000257N/N500339

For and on behalf of the Board of Directors

Integra Capital Management Limited

Krishan Kant Tulshan

Partner

Membership No: 085033

UDIN: 21085033AAAABG3757

Neeraj Kumar Goel

Director

DIN: 00022850

Tarun Vohra

Managing Director

DIN: 00030470

Place: New Delhi

Date: 29-06-2021



P D U & CO.

COMPANY SECRETARIES

261/B, MOHALLA KOT, SONIPAT

HARYANA-131001

EMAIL ID: preetibangia01@gmail.com

Contact: +91 8059306336

Secretarial Audit Report

(For the Financial Year Ended 31st March 2021)

[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 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]

To,
The Members
Integra Capital Management Limited
32 Regal Building, Sansad Marg
New Delhi - 110001

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **INTEGRA CAPITAL MANAGEMENT LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon. Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March 2021**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **INTEGRA CAPITAL MANAGEMENT LIMITED** ("**The Company**") for the period ended on 31st March 2021 according to the provisions of:

- I. The Companies Act, 2013 (**the Act**) and the Rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ('**SCRA**') and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; The Company has appointed **M/s Alankit Assignments Limited** for the compliances.

IV. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company: -

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c. The Securities and Exchange Board of India (Share based Employee Benefits) Regulations 2014;
- d. 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;

The company has appointed **M/s Alankit Assignments Limited** for the compliances.

- e. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

V. The other laws, as informed and certified by the management of the company which are specifically applicable to the Company based on their sector/ industry are:

- a. The Reserve Bank of India Act, 1934.
- b. The Company is **Non-Banking Financial Company** which has not accepted any deposit during the financial year 2020-21 and has been categorized as B group Company.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

We report that during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards as mentioned above.

We further report that there were no events /actions in pursuance of:

- a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- b. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; and
- c. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2009

- d. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- e. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

Requiring compliance thereof by the company during the audit period

We further report that the compliance by the company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, Tax Auditors and other designated professionals.

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

Adequate notices were given to all directors to scheduled Board Meetings, the agenda and detailed notes on agenda are sent atleast 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.

As per the minutes of the meetings duly recorded and signed by the Chairman the decision of the Board was unanimously and no dissenting views have been recorded.

We further report that based on the information provided and representation made by the company and also on the review of the compliance certificates /reports taken on records by the Board of Directors of the company in our opinion, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For PDU & Co.
Company Secretaries**

**Preeti
Membership No. 53593
C.P. No. 19984
UDIN: A053593C000713769**

**Place: Delhi
Dated: 30th July 2021**

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



P D U & CO.

COMPANY SECRETARIES

261/B, MOHALLA KOTI, SONIPAT

HARYANA-131001

EMAIL ID: preetibangia01@gmail.com

Contact: +91 8059306336

Annexure A to the Secretarial Audit Report

To
The Members
Integra Capital Management Limited
32 Regal Building, Sansad Marg
New Delhi - 110001

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we 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 the random 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 PDU & Co.
Company Secretaries**

**Preeti
Membership No. 53593
C.P. No. 19984
Place: Delhi
Dated: 30th July 2021**

FormNo.MGT-9

EXTRACT OF ANNUAL RETURN
AS ON THE FINANCIAL YEAR ENDED ON 31/03/2021

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L74899DL1990PLC040042
ii.	Registration Date	02/05/1990
iii.	Name of the Company	INTEGRA CAPITAL MANAGEMENT LIMITED
iv.	Category/Sub-Category of the Company	Company limited by Shares
v.	Address of the Registered office and contact details	32 REGAL BUILDINGS ANSAD MARG NEW DELHI DL 110001
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Alankit Assignments Limited, 2-E/21, JHANDEWALAN EXTENSION, NEW DELHI-110055 TEL NO. 011-23541234

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr.No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	No-Public Deposit Accepting Company, wealth/assets management business; and investments in shares and stocks, mutual funds, fixed deposits etc. and consultancy & Advisory services.	74899	100

Other....									
Sub-total(A)(2):-									
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1)									
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii) Overseas									
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	237856.00	226334.00	464190.00	9.841	239730.00	226334.00	466064.00	9.91	
(ii) Individual shareholders holding nominal	611314.00	0	611314.00	13.00	611314.00	0	611314.00	13.00	

share capital in excess of Rs 2 lakh									
c) Others (Specify)	76396.00	23800.00	100196.00	2.13	98322.00	0.00	98322.00	2.09	
Sub-total(B)(2)	925566.00	250134.00	1175700.00	25.00	949366.00	226334.00	1175700.00	25.00	
Total Public Shareholding (B)=(B)(1)+(B)(2)	925566.00	250134.00	1175700.00	25.00	949366.00	226334.00	1175700.00	25.00	
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	445266.00	250134.00	4702800.00	100.00	4476466.00	226334.00	4702800.00	100.00	

(ii) Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Pankaj Vohra	1360800	28.94	0	1360800	28.94	0	0.00
2.	Tarun Vohra	1441300	30.65	0	1441300	30.65	0	0.00
3.	SK Vohra & Sons	72500	15.42	0	72500	15.42	0	0.00
	Total	3527100	75.00		3527100	75.00		0.00

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

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

At the beginning of the year	NO CHANGE		Change in shareholding of the promoters due to transmission of shares (Death of father Mr. Sushil Kumar Vohra)	
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
At the End of the year				

INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	NIL			
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not				
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
- Addition				
- Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				

Total (i+ii+iii)				
------------------	--	--	--	--

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	
2.	Stock Option		
3.	Sweat Equity		
4.	Commission - as % of profit - others, specify...		
5.	Others, please specify		
6.	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	NIL			NIL
	Total (1)				0.00
	<u>Other Non-Executive Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify				
	Total (2)				
	Total (B) = (1+2)				
	Total Managerial Remuneration				
	Overall Ceiling as per the Act				

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	<u>NIL</u>			
2.	Stock Option				
3.	Sweat Equity				
4.	Commission - as % of profit - others, specify...				

5.	Others, please specify				
6.	Total				

VI. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD /NCLT/Court]	Appeal made. If any (give details)
A. Company					
Penalty			NIL		
Punishment					
Compounding					
B. Directors					
Penalty			NIL		
Punishment					
Compounding					
C. Other Officers in Default					
Penalty			NIL		
Punishment					
Compounding					

Integra Capital Management Limited

CIN NO. L74899DL1990PLC040042

GST Registration No. 07AAACI0828F2ZX

Regd. Office: 32 Regal Building, Sansad Marg, New Delhi – 110001

Email id.; icml1990@gmail.com, Tel. No. 011-23361532

Fax No. 011-23362586, Website. www.Integraprofit.com

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance.

Full name of the Member/s (in Block Letters):

No. of Shares held:

Folio No.

I hereby record my presence at the Thirty First Annual General Meeting of the Company, held on Monday, the 23rd August, 2021.

SIGNATURE OF THE MEMBER/PROXY

Note: Only Members of the Company or their proxies will be allowed to attend the Meeting.

To

If undelivered, please return to:

INTEGRA CAPITAL MANAGEMENT LIMITED

CIN: L74899DL1990PLC040042
32, Regal Building, Sansad Marg,
New Delhi – 110 001

Integra Capital Management Limited

CIN NO. L74899DL1990PLC040042

GST Registration No. 07AAACI0828F2ZX

Regd. Office:32 Regal Building, Sansad Marg, New Delhi – 110001

Email id.; icml1990@gmail.com, Tel. No. 011-23361532

Fax No. 011-23362586, Website. www.Integraprofit.com

PROXY FORM

[Pursuant to section 105(6) of the Companies Act ,2013 and Rule No 19(3)of the Companies (Management and Administration)Rules,2014]

Client ID No.

DP ID No.

Folio No:

No. of Shares Held:

I/We _____ of _____ in the District of _____ being a Member/Members of the above named Company, hereby appoint Ms./Mr. _____ of _____ in the District of _____ as my/our proxy to vote for me/us on my/our behalf at the Thirty First Annual General Meeting of the Company, held on Monday, the 23rd August, 2021 and at any adjournment thereof.

As witness my/our hand(s) this _____ day of _____ 2021

Affix a
Rupee
One
Revenue
Stamp

Signature of Member _____

Signature of Proxy Holder _____

Note: The proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the Meeting.

Integra Capital Management Limited

CIN NO. L74899DL1990PLC040042

GST Registration No. 07AAACI0828F2ZX

Regd. Office: 32 Regal Building, Sansad Marg, New Delhi – 110001

Email id.; icml1990@gmail.com, Tel. No. 011-23361532

Fax No. 011-23362586, Website. www.Integraprofit.com

Ballot Form

- 1) Name & Address of the Shareholder(s) :
Including Joint-holders
(IN BLOCK LETTERS)
- 2) Registered Folio No. / DP ID No. :
Client ID No.*
*(Applicable to investors holding share
in demat form)
- 3) Number of Shares held :
- 4) EVEN (e-Voting EVENT Number) :
- 5) Used ID :
- 6) Password :
- 7) I/We hereby exercise my/our vote(s) in respect of the Resolutions to be passed through Ballot Form for the businesses stated in the Notice of the Company by sending my/our assent or dissent to the said Resolutions by placing tick (√) mark at the appropriate box below.

Item No.	Description of Resolution	Type of Resolution	No. of Ordinary Shares for which vote cast	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Adoption of Statement of Profit & Loss, Balance Sheet, Reports of Board of Directors and Auditors for the year ended 31 st March, 2021	Ordinary			
2.	Re-appointment of Mr. Pankaj Vohra who retires by rotation and being eligible, offers himself for reappointment	Ordinary			

3.	Proposal to change name of the company from Integra Capital Management Limited to Integra Capital Limited	Special			
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Place:

Date:

(Signature of the Shareholder)

NOTE: Please read the instruction carefully before exercising your vote.

INSTRUCTIONS

General Instructions:

1. This Ballot Form is provided for the benefit of Members who do not have access to e-voting facility, to enable them to send their assent or dissent by post.
2. Voting rights in the e-voting/Ballot cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representative with proof of their authorization.
3. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through post in physical ballot form to declare the final result for each of the Resolutions forming part of the Notice of the Annual General Meeting.
4. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
6. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
7. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies

Act, 2013.

8. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
9. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at <http://www.integraprofit.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.
10. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
11. In continuation of this Ministry's [General Circular No. 20/2020](#), dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- i) The voting period begins on 20th August, 2021 at 9:00 AM and ends on 22nd August, 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 (record date) of 01st August, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**,

by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the

(DOB)	Dividend Bank details field.
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- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Integra Capital Management Limited> on which you choose to vote.
- (vi) 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.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) 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.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; icmlcompliance@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Rute Map for Venue

No. 5 (K.N. 24/34/41) Gadaipur
New Delhi - 110 030

