



ABANS FINANCE PRIVATE LIMITED

29TH ANNUAL REPORT

2022 – 23

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Mahesh Kumar Cheruveedu
Executive Director

Mr. Abhishek Bansal
Non-Executive Director

Mr. Shivshankar Singh
Non-Executive Director

Mr. Kalpesh Darji
Independent Director

Ms. Ashima Chhatwal
Independent Director

STATUTORY AUDITORS

Paresh Rakesh & Associates LLP
Chartered Accountants

DEBENTURE TRUSTEE

Beacon Trusteeship Limited
4C & D, Siddhivinayak Chambers, Gandhi Nagar,
Opp. MIG Cricket Club, Bandra (East), Mumbai 400 051
Website: www.beacontrustee.co.in
Email: contact@beacontrustee.co.in **Tel:** 022 26558759

KEY MANAGERIAL PERSONNEL

Mr. Mahesh Kumar Cheruveedu
Chief Executive Officer

Mr. Nirbhay Vassa
Chief Financial Officer

Mr. Harsh Shah
Company Secretary

HOLDING COMPANY

Abans Holdings Limited

SECRETARIAL AUDITORS

S. P. Date & Associates
Company Secretaries

REGISTERED OFFICE

36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak
Kumar Shah Marg, NCPA, Nariman Point, Mumbai
400 021 | **CIN:** U51219MH1995PTC231627
Website: www.abansfinance.com **Tel:** 022 61790000
Email: abansfinance@abans.co.in **Fax:** 022 61790010

REGISTRAR & TRANSFER AGENT

For Debentures

Link Intime India Private Limited
C-101, 1st Floor, 247 Park
L.B.S. Marg, Vikhroli West, Mumbai - 400083
Telephone: +91-22-49186000, Fax: +91-22-49186060
Email: amit.dabhade@linkintime.co.in,
Website: www.linkintime.co.in

For Equity

Purva Sharegistry (India) Private Limited
9, Shiv Shakti Industrial Estate, J. R. Boricha Marg
Lower Parel (East) Mumbai 400011
Tel No. 022-2301 2518 / 6761
Email: support@purvashare.com
Website: www.purvashare.com

Directors' Report

Dear Members,

The Board of Directors (the “Board”) are pleased to present the Twenty Ninth (29th) Annual Report of Abans Finance Private Limited (“your Company” or “the Company” or “AFPL”) along with the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2023.

FINANCIAL HIGHLIGHTS:

The key highlights of the Audited Financial Statements of the Company for the year under review are summarized below:-

(₹ in Lakhs)

Particulars	Standalone		Consolidated
	Year ended March 31, 2023	Year ended March 31, 2022	Year ended March 31, 2023
Total Income	2,412.51	3,406.13	2,719.69
Total Expenses	1,217.52	2,712.22	1,257.07
Profit Before Tax	1,194.99	693.91	1,462.62
Less: Tax Expense			
Current Tax	248.50	187.45	295.55
Deferred Tax	59.05	4.52	59.05
Income Tax earlier years	(0.08)	11.54	(0.08)
Profit After Tax	887.52	490.40	1,108.10
Other Comprehensive Income	(1.55)	0.66	1.03
Total Comprehensive Income	885.97	491.06	1,109.13
Appropriations:			
Transfer to Reserve Fund U/S 45-IC (1) of Reserve Bank of India Act, 1934	177.50	98.08	177.50
Earnings Per Equity Share (EPS)			
Basic (in ₹)	3.34	1.94	4.17
Diluted (in ₹)	3.34	1.94	4.17

FINANCIAL PERFORMANCE AND REVIEW OF BUSINESS OPERATIONS:

The Company is registered with Reserve Bank of India (RBI), as a Non - Deposit Taking Non-Banking Financial Company under Section 45-IA of the RBI Act, 1934 and continues to comply with the applicable guidelines, circular, notification and directions issued by applicable to a Systemically Important Non - Deposit Taking Non-Banking Financial Company (‘NBFC-ND-SI’). AFPL was classified as a Base Layer NBFC (“NBFC-BL”) as per the Scale Based Regulations framework dated October 22, 2021 issued by RBI.

The Company’s performance during the year ended March 31, 2023 in comparison with the year ended March 31, 2022, is summarised as follows:

- The Company has earned revenue from operations of ₹ 2,412.51 lakhs;
- Profit After Tax grew to ₹ 887.52 lakhs as against ₹ 490.40 lakhs in the previous year;

- The book size was ₹ 17,364.39 lakhs in FY 2022-23.
- There is Nil Gross Non-Performing Assets (“GNPAs”) and Net Non-Performing Assets (“NNPAs”) during the year under review.

The Business and Operations of the Company comprised of Working Capital Loans provided to Corporate and Non-Corporate Clients engaged in various businesses like bullion dealing, gems & jewellery, commodities trading, technology solution, agriculture & agri-product trading, financial services, retail trading, electrical equipment manufacturing etc.

TRANSFER TO RESERVES:

During the year, the Company has transferred ₹ 177.50 lakhs, representing 20% of the profits made in the year to a Special Reserve created pursuant to Section 45-IC of the Reserve Bank of India Act, 1934 and as amended from time to time.

DIVIDEND:

The Board of Directors has not recommended any dividend on Equity Shares for the year ended on March 31, 2023 in order to conserve the resources of the Company for planned business growth.

STATE OF COMPANY’S AFFAIRS:

Information on the operational and financial performance for the financial year ended March 31, 2023 of the Company has been covered in the Management Discussion and Analysis Report which forms part of this Director’s Report as **Annexure I**. It is in accordance with the provisions of the RBI Master Direction No. DNBR.PD.008/03.10.119/2016-17 dated September 1, 2016 as amended i.e. Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking company and Deposit taking Company (Reserve Bank) Directions, 2016.

RBI COMPLIANCE:

Your Company is registered with Reserve Bank of India (RBI), as a Non - Deposit Taking Non-Banking Finance Company under Section 45-IA of the RBI Act, 1934 and continues to comply with the applicable guidelines, circular, notification and directions issued by Reserve Bank of India (RBI) as applicable to a Systemically Important Non - Deposit Taking Non-Banking Finance Company (‘NBFC-ND-SI’).

Capital Adequacy (CRAR)

The Company maintains a healthy CRAR of 65.97% which is much higher than the prescribed minimum CRAR as per prudential norms

Following are the details of Tier I & II Capital of the Company as on March 31, 2023:-

CRAR- Tier I Capital: 65.79%

CRAR- Tier II Capital: 0.18%

SHARE CAPITAL:

Authorized Capital

There has been no change in the Authorized Capital of the Company during the year under review. As on March 31, 2023, the Authorised Share Capital of the Company stood at ₹ 16,350 Lakhs comprising of 16,35,00,000 Equity Shares of ₹ 10/- each.

Issued, Subscribed & Paid up Capital

As on March 31, 2023, the issued, subscribed and paid up share capital of the Company stood at ₹ 3,447.27 Lakhs comprising of 3,44,72,729 fully paid-up equity shares of face value of ₹ 10/- each. During the year under review, your Company issued and allotted 91,95,403 fully paid-up Equity Shares of ₹ 10/- each at a price of ₹ 87/- (Rupees Eighty Seven only) per Equity Share including a premium of ₹ 77/- (Rupees Seventy Seven only) per Equity Share on preferential basis.

BORROWINGS:

Non-Convertible Debentures (NCDs)

During the year under review, the Company issued NCDs amounting to ₹ 5,055 Lakhs on private placement basis. Some of the NCDs issued by the Company are listed and traded on BSE Limited. The Company has been regular in the payment of principal/interest towards all the outstanding NCDs. As on March 31, 2023 the total outstanding NCDs (including accrued interest) are ₹ 8,502 Lakhs. NCDs were primarily issued to corporates and Alternative Investment Funds (AIFs).

Loans from Banks/Financial Institutions

During the year under review, the Company has raised the funds through TREPs platform for working capital purpose. The outstanding bank loan as on March 31, 2023 was ₹ 26,100 Lakhs.

DEPOSITS:

During the period under review, the Company did not accept / renew any deposits within the meaning of Chapter V of Companies Act, 2013 and the Rules made thereunder.

The Company is a Systemically Important Non - Deposit Taking Non-Banking Finance Company ('NBFC-ND-SI'). It has not accepted any public deposits during the financial year under review and shall not accept any deposits from the public without obtaining prior approval from the Reserve Bank of India.

DEBENTURE TRUSTEE:

The details of Debenture Trustee are as under:-

Name: Beacon Trusteeship Limited

Address: 4C & D, Siddhivinayak Chambers, Gandhi Nagar, Opp MIG Cricket Club, Bandra (East), Mumbai – 400 051

Tel No: 022-26558759

E-mail: info@beacontrustee.co.in

Website: www.beacontrustee.co.in

The details are also available on the website of the Company at www.abansfinance.com.

CREDIT RATINGS:

The Company's financial discipline and prudence is reflected in its credit ratings. During the year under review, Rating Agencies reaffirmed / assigned ratings to the Company, as under:-

Rating Agency	Instrument	Credit Ratings
CARE Ratings Limited	Principal Protected Market Linked Debentures	CARE PP-MLD BBB- / Stable
Acuité Ratings & Research Limited	Principal Protected Market Linked Debentures (PP-MLD)	ACUITE PP-MLD BBB+ / Stable

During the year under review, ACUITE BBB+ long term rating by Acuité Ratings & Research Limited for Proposed Bank Facility was withdrawn basis on the request of the Company.

CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There has been no change in the nature of business of the Company during the financial year under review.

DISCLOSURE RELATING TO HOLDING, SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES:

As on March 31, 2023, AFPL is the material subsidiary of Abans Holdings Limited as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

During the year under review, the Company has successfully acquired 100% ordinary shares of Corporate Avenue Services Limited ("CASL"), United Kingdom. Pursuant to the said acquisition CASL has become the wholly owned subsidiary ("WOS") of the Company.

The said acquisition was in compliance of the Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking company and Deposit taking Company (Reserve Bank) Directions, 2016.

PERFORMANCE AND FINANCIAL POSITION OF EACH SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES:

The statement containing salient features of the financial statement of CASL pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules,

2014 in Form AOC-1 is provided in the financial statements.

Pursuant to Section 129(3) of the Companies Act, 2013 (“the Act”), the Company has prepared Consolidated financial statements comprising of the balance sheet, profit & loss accounts and the cash flow statements of the Company which shall be laid before the ensuing Annual General Meeting of the Company. The audited consolidated financial statements together with Auditors’ Report forms part of the Annual Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP):

The Members of the Board, Key Managerial Personnel (KMP) and the Senior Management are persons with eminent competence and integrity, who apart from dynamic leadership bring in wide range of skills and experience to the management of the Company.

Directors

As on March 31, 2023, the Board of the Company comprises of the following 5 Directors:

Sr. No.	Name	DIN	Designation
1.	Mr. Mahesh Kumar Cheruveedu	09499122	Executive Director & CEO
2.	Mr. Abhishek Bansal	01445730	Non – Executive Director
3.	Mr. Shivshankar Singh	07787861	Non – Executive Director
4.	Ms. Ashima Chhatwal	09157529	Independent Director
5.	Mr. Kalpesh Darji	08731696	Independent Director

The composition of the Board is in accordance with the provisions of Section 149 of the Act with an appropriate combination of Executive Director, Non-Executive Directors and Independent Directors.

As on the date of this report, the Board of Directors of the Company comprises of 5 directors out of which 2 are Independent Directors, 2 Non-executive Non-Independent Directors and 1 Executive Director.

Appointment / Re-appointment of Directors

During the year, the Members of the Company at the 28th Annual General Meeting (AGM) of the Company held on September 30, 2022, considered and approved the following appointments:

- Mr. Mahesh Kumar Cheruveedu was appointed as an Executive Director.

Cessation

There has been no change in the composition of the Board of your Company during the financial year under review.

No changes have taken place from the end of the financial year till the date of this report.

Retirement by Rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association, Mr. Shivshankar Singh, Director of the Company is liable to retire by rotation at the ensuing 29th AGM and being eligible has offered himself for re-appointment. The Board of Directors have recommended the re-appointment of Mr. Shivshankar Singh. The ordinary resolution in respect of re-appointment of Mr. Shivshankar Singh has been included in the Notice convening the 29th AGM of the Company.

Necessary details for re-appointment as required under the Act is given in the notice of ensuing Annual General Meeting.

Fit and Proper Criteria

All the Directors of the Company have confirmed that they satisfy the “fit and proper” criteria as prescribed under Chapter XI of RBI Master Direction No. DNBR. PD. 008/03.10.119/2016-17 dated September 01, 2016 (as amended from time to time) and that they are not disqualified from being appointed / continuing as Directors in terms of section 164(2) of the Act.

Declaration by Independent Directors

The Company has received declarations from all Independent Directors of the Company confirming that they fulfil the criteria as prescribed under Section 149(7) of the Companies Act, 2013 and in terms of the SEBI LODR Regulations.

Further, the Board of the Company confirms that the Independent Directors appointed on the Board have adequate integrity, expertise and experience (including the proficiency) to act as an Independent Directors and that their names have been included in the Independent Director’s databank maintained by Indian Institute of Corporate Affairs (IICA).

Key Managerial Personnel (KMP)

As on March 31, 2023, following have been designated as the Key Managerial Personnel of the Company pursuant to sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Name	Designation
Mr. Mahesh Kumar Cheruveedu	Chief Executive Officer
Mr. Nirbhay Vassa	Chief Financial Officer
Mr. Harsh Shah	Company Secretary & Compliance Officer

No changes have taken place from the end of the financial year till the date of this report.

POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT:

The Company has adopted a policy for selection and appointment of Directors, Key Managerial Personnel (KMP) & Senior Management Officials, which, inter-alia, lays down the criteria for identifying the persons who are qualified to be appointed as Directors and/or

KMP and/or Senior Management Personnel of the Company, along with the criteria for determining their remuneration, as prescribed under the provisions of Section 178 of the Companies Act, 2013 and the 'fit and proper' criteria to be adhered at the time of appointment of Directors and on a continuing basis, as contained in the Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016.

EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

Pursuant to the provisions of the Act the Board has carried out an annual evaluation of its own performance and of the individual Directors as well as an evaluation of the working of all the Committees of the Board. The performance evaluation was carried out by seeking inputs from all the Directors / Members of the Committees, as the case may be.

The Board of the Company followed the criteria as specified in the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India (“SEBI”) for evaluating the performance of the Board as a whole, Committees of the Board, Individual Directors and the Chairman. The criteria for evaluation of the Board as a whole, inter alia, covered parameters such as Structure of the Board, Meetings of the Board, Functions of the Board, Board & Management etc. The criteria for evaluation of Individual Directors covered parameters such as knowledge and competency, fulfillment of functions, ability to function as a team, etc. The criteria for evaluation of the Board Committees covered areas related to mandate and composition, effectiveness of the Committee, structure of the Committee and meetings, etc.

In terms of provisions of Schedule IV of the Companies Act, 2013 the Independent Directors in their meeting held on March 21, 2023, considered and reviewed the following without the presence of Non-Independent Directors and members of the management:

- performance of Non-Independent Directors;
- performance of Board as a whole;
- the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Independent Directors expressed an overall satisfaction on the evaluation made on the abovementioned parameters and the feedback of the Independent Directors was taken into consideration by the Board in carrying out the performance evaluation.

MEETINGS OF THE BOARD:

During the year under review, 10 (Ten) Board Meetings were convened and duly held. The details of the Board meetings and the attendance of the Directors at the meetings are provided in the Corporate Governance Report, which forms part of this Report.

COMMITTEES OF THE BOARD:

The Company has the following Five (5) Board level and statutorily mandated Committees, which have been constituted in compliance with the requirements of the business and relevant provisions of applicable laws and statutes:

- (1) Audit Committee
- (2) Nomination & Remuneration Committee
- (3) Risk Management Committee
- (4) Asset Liability Management Committee
- (5) IT Strategy Committee

During the Financial Year under review, all recommendations made by above Committees were accepted by the Board.

The Board of Directors and the Committees also take decisions by circular resolutions, which are noted by the Board / respective Committees of the Board at their next meetings. The Board notes the minutes of meetings of all Committees at regular intervals.

The details with respect to the composition, terms of reference, number of Meetings held, attendance of the Members etc. of these Committees are disclosed in the Corporate Governance Report appended to this report.

CORPORATE GOVERNANCE REPORT:

The Company recognizes its role as a corporate citizen and endeavors to adopt practices and standards of corporate governance through transparency in business ethics, accountability to its customers, government and various stakeholders for building the strong foundation of the Company.

Thus, in accordance with terms of the Companies Act, 2013, SEBI LODR Regulations (to the extent applicable) and as required under Master Direction - Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, Corporate Governance Report of the Company forms an integral part of this report and annexed as **Annexure II**.

DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirm that:

- (1) in the preparation of the annual accounts for the year ended March 31, 2023, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same.
- (2) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit and cash flows of the Company for the year ended on that date.
- (3) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (4) they have prepared the annual accounts on a 'going concern' basis.

- (5) they had laid down internal financial controls to be followed by the Company and that such internal financial controls were adequate and operating effectively; and
- (6) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such system are adequate and operating effectively.

AUDITORS AND THEIR REPORT:

Statutory Auditors

At the 26th AGM held on September 30, 2020, M/s Paresh Rakesh & Associates, Chartered Accountants, having Firm Registration No. 119728W, were appointed as Statutory Auditors of the Company for a second term of five years i.e. up to the conclusion of the 31st AGM of the Company to be held in 2025. The Auditors have confirmed that they are not disqualified from being re-appointed as Auditors of the Company.

The Auditors Report on the financial statements for the year ended March 31, 2023 does not contain any qualification and is unmodified. The notes to the Accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further clarifications.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. S. P. Date & Associates, Practicing Company Secretaries (COP No. 14247) to conduct the Secretarial Audit for the financial year ended March 31, 2023.

Your Company has provided all assistance and information to the Secretarial Auditors for conducting their audit. The Secretarial Audit Report as received in the prescribed Form MR-3 for the Financial Year ended March 31, 2023 is appended as **Annexure III** to this report. Clarification / Management representation on the remark made by the Secretarial Auditor in their report is provided in the said report.

DETAILS OF FRAUD REPORTED BY AUDITOR:

During the year under review, the Statutory Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its officers or employees to the Audit Committee under Section 143(12) of the Companies Act, details of which needs to be mentioned in this Report.

MAINTENANCE OF COST RECORD:

The Company is in the financial services industry. In view of the nature of activities which are being carried on by the Company, the maintenance of cost records as specified under sub-section (1) of section 148 of the Act is not applicable on the Company and hence such accounts and records are not maintained.

INTERNAL AUDIT AND ITS ADEQUACY:

The Company has in place a well-defined and robust internal audit plan, as agreed by the Audit Committee is aligned in a way that provides an independent view to the Board of Directors, the Audit Committee and the Senior Management on the quality and efficacy of the internal controls, governance systems and processes in place. As per the agreed scope of audit, the appointed Internal Auditors periodically carry out audit on a test basis and report their observations and recommendations to the Audit Committee for corrective and preventive actions.

INTERNAL FINANCIAL CONTROL SYSTEMS AND ITS ADEQUACY:

The Company has well-established internal control systems in place that is commensurate with the nature of its business and size, scale and complexity of its operations. The internal financial controls with reference to the financial statements as designed and implemented by the Company are adequate.

During the year under review, no material or serious observation were received from the Auditors of the Company for inefficiency or inadequacy of such controls.

PARTICULARS OF EMPLOYEES:

The Company always considers its employees as one of the key stakeholders of its success and consistently has invested in the development and overall well-being of its employees. The current workforce has a good mix of employees at all levels.

As of March 31, 2023, there were 45 employees in the Company.

A Statement containing the details required under Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is not applicable to the Company.

A statement containing particulars of employees as required under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in the Annexure forming part of this report. In terms of proviso to Section 136(1) of the Companies Act, 2013, the Report and Accounts are being sent to the Members excluding the aforesaid Annexure. The said Statement is available for inspection by the Members at the Registered Office of the Company during business hours on working days. Any Member interested in obtaining a copy of this statement may write an email or letter to the Company Secretary at the Registered Office.

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

The Company is committed to providing and promoting a safe and healthy work environment for all its employees. A 'Prevention of Sexual Harassment' Policy, which is in line with the statutory requirements, along with a structured reporting and redressal mechanism, including the constitution of Internal Complaints Committee in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("the POSH Act"), is in place.

The Company has constituted an Internal Complaints Committee comprising of officials of the Company. The Committee is responsible for ensuring compliance in terms of provisions of the POSH Act, from time to time.

The Internal Complaints Committee of the Company has not received any complaint of sexual harassment during the Financial Year under review and no complaint was pending as on March 31, 2023.

WHISTLE BLOWER POLICY / VIGIL MECHANISM:

The Company has established a Whistle Blower Policy / Vigil Mechanism which provides a platform to Directors and employees to raise concerns / instances / complaints / grievances about any fraud and/or mismanagement. The Policy is available on the Company's website.

The Audit Committee oversees the whistle blower / vigil mechanism. Employees have been facilitated direct access to the Chairperson of Audit Committee, in exceptional cases if needed. The mechanism also provides for adequate safeguard, against victimization of Directors and Employees who avail the mechanism.

During the year under review, no concerns were raised under the mechanism and no Employees or Directors were denied direct access to the Chairperson of Audit Committee.

EMPLOYEES STOCK OPTION PLAN:

The Company has not granted any Employees Stock Option Plan (ESOP) and/or Employees Stock Option Scheme (ESOS) during the year under review.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company believes in integrating its business model with the social welfare of people and the society in which it operates. The CSR Policy is available on the Company's website at www.abansfinance.com.

In accordance with sub-section 9 of Section 135 of the Act, the amount spent by the Company does not exceed fifty lakh rupees and hence the requirement of constitution of the Corporate Social Responsibility Committee is not applicable. During the year under review and as on the date of this report the board of the Company is responsible for carrying out the CSR functions.

In terms of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules, 2014 as amended ("CSR Rules"), the 'Annual Report on CSR activities' for the year under review is attached as **Annexure IV**.

EXTRACT OF ANNUAL RETURN:

The Annual Return in Form MGT-7 as required under Section 92(3) of the Act shall be hosted on the website of the Company at www.abansfinance.com.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENT:

The Company, being a NBFC registered with the RBI and is engaged in the business of giving loans and guarantee in ordinary course of its business, accordingly, provisions of the Section 186 of the Companies Act, 2013 relating to the loans made, guarantee given or securities provided are not applicable to the Company.

The details of loans, guarantees and investment made by the Company are given in the Notes to the Financial Statements.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

All contracts/arrangement/transactions entered by the Company during the year under review with its related parties as referred to in Section 188(1) of Companies Act, 2013, were at arm's length basis and in the Company's ordinary course of business and were reviewed and approved by the Audit Committee

Since there were no related party transactions which were at other than arm's length basis and in the Company's ordinary course of business, no transaction require disclosure under Section 134(3)(h) of the Companies Act, 2013 and hence Form AOC-2 does not form a part of this report.

Details of the all related party transactions entered during the year under, at arm's length basis and in the Company's ordinary course of business are disclosed in notes of the financial statements.

The disclosures pursuant to Regulation 53(f) read with Para A of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in Note 26 of Notes to the Financial Statements.

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

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year to which the financial statements relate and the date of the report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

During the period under review, there were no significant or material orders passed by any regulator or court or tribunal impacting the going concern status and Company's operations in future.

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

Particulars required to be furnished under 134(3) (m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014 are as under:

- (1) Part A and B of Rule 8 of Companies (Accounts) Rules, 2014 pertaining to conservation of energy and technology absorption are not applicable to the Company. The Company is however, constantly pursuing its goal of technological up-gradation in a cost effective manner for delivering quality customer service.
- (2) Foreign Exchange earned in terms of actual inflows during the year under review was Nil and the Foreign Exchange Outgo during the year under review in terms of actual outflow, was ₹ 31.15 Lakhs on account of acquisition of shares of CASL.

RISK MANAGEMENT POLICY:

The Company has developed and implemented a Risk Management Policy which identifies major risks such as Credit risk, Operational risk, Market risk, Financial risk, Regulatory risk, etc. which may pose a threat to the existence of the Company. In order to shield the Company from these potential risks, the Company has constituted a Risk Management Committee in accordance with the RBI guidelines.

The Risk Management Committee is entrusted with the responsibility of identifying / overseeing risk management and mitigating activities for the Company. Risk mitigation process and measures have been clearly spelled out in the said policy. The Committee periodically reviews the risks and suggests steps to be taken to control and mitigate the same through well-defined process.

THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

Your Company has not filed any application nor any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016), during the year.

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

During the year under review, there was no instance of one time settlement with any banks or financial institutions.

CODE OF CONDUCT AS PRESCRIBED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015

In accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015, AFPL has adopted a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Conduct for Regulating, Monitoring and Reporting of Trading by Designated Persons and their Immediate Relatives.

SECRETARIAL STANDARDS:

The Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors and the Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India.

ACKNOWLEDGMENT:

The Directors of the Company would like to express their sincere appreciation for the assistance, co-operation and continued support received from the Reserve Bank of India (RBI), the Ministry of Corporate Affairs (MCA), the Securities and Exchange Board of India (SEBI), government and other regulatory Authorities, stock exchanges, other statutory bodies, Company's bankers, customers, Members, vendors, banks and other business partners of the Company.

The Directors of the Company also wish to place on record their deep sense of appreciation for the committed services by the Company's executives and staff at all levels.

For and on behalf of the Board of Directors
Abans Finance Private Limited

Sd/-
Mahesh Kumar Cheruvedu
Director & CEO
DIN: 09499122

Sd/-
Abhishek Bansal
Director
DIN: 01445730

Date: August 08, 2023
Place: Mumbai

Management Discussion And Analysis Report

Abans Finance Private Limited ('AFPL' or 'the Company') registered with the Reserve Bank of India ("RBI") as a Systemically Important Non-Deposit taking Non-Banking Financial Company ("NBFC").

AFPL is engaged in the business of lending and offering a wide array of services/products in the financial services sector. AFPL is a Material Subsidiary of Abans Holdings Limited.

Indian Economy:

The last couple of years have been challenging for the Indian economy. While Indian GDP contracted by 6.6% in FY 2019-20, FY 2020-21 and FY 2021-22 witnessed revival with GDP growth of 8.7% and 7.0% respectively, although on a low base. On the global economic front, inflation has emerged as a key challenge owing to factors such as rise in energy prices, disruption in global supply chains and rising freight costs. The escalating tension among countries in the backdrop of the war between Russia and Ukraine has also contributed to surge in commodity prices globally. To curb inflation, central banks across the world have adopted quantitative tightening i.e. raising interest rates to curb liquidity. Albeit the recent pause in repo rate, RBI also followed suit and hiked rates by an aggregate of 250 bps starting from April 2022.

The Indian economy performed exceptionally well compared with the rest of the world. India is set to retain its bright spot in CY 2023 with a potential contribution to the global GDP growth, according to IMF. In December 2022, India also assumed G20 presidency with an ambition to unite the world under the theme "Vasudhaiva Kutumbakam" or "One Earth · One Family · One Future". This is an opportunity to showcase the nation's global leadership amidst growing uncertainty and economic crisis.

While the global environment remains challenging, the Indian economy continues to show resilience and remains one of the fastest growing large economies in the world. With structural reforms and initiatives such as production-linked incentive scheme, robust GDP growth is expected in FY 2023-24. The RBI has forecasted India's GDP growth rate for FY 2023-24 to 6.5% during its April 2023 Monetary Policy meeting. This looks particularly impressive considering the global economy is slowing down and many economists are forecasting recession.

Industry structure and developments:

In the past few years, the NBFC sector has faced various headwinds such as IL&FS crisis, COVID pandemic etc. which posed various systemic challenges such as liquidity stress, rating downgrades and higher borrowing costs. NBFCs with strong risk and collections management competencies, which are well capitalised, focused on technology and have talented leadership have emerged as clear winners. We believe going forward these NBFCs will assume more systemic importance due to their strong linkage with the banking sector, capital market and other financial sector entities.

Overall, NBFCs are poised to play a significant complementary role in financial intermediation, along with banks in India and are poised to bridge the credit gap in the large underserved Indian market.

It is also praiseworthy to note that the Indian financial sector remained largely unaffected amidst the recent turbulence in the US and European banking sectors. This resilience in India's financial system is attributable to adequate capitalisation & liquidity, healthy asset quality and proactive monitoring & timely interventions by the regulator.

The overall NBFC sector benefited from resurgent domestic economic activity leading to strong momentum in disbursements and bolstering higher business growth. Asset quality indicators have also been improving steadily for NBFCs on the back of higher collections and lower than anticipated slippages on overall book including restructured book. Notably, most major players are focusing on growing their Retail AUM. As per ICRA, the NBFC-Retail AUM is projected to have grown at 16-18% in FY 2022-23 and expected to further grow at a healthy 12-14% in FY 2023-24. However, margins will be an area of focus as they are expected to remain under pressure in FY 2023-24 which may moderate slightly.

The overall outlook for industry remains positive as India treads on its growth trajectory leading to higher credit demand. The growth in credit is expected to be broad based across products and segments with key risks being elevated interest rates and inflation.

Opportunities and Threats:

India remains largely underpenetrated in terms of credit. The domestic credit-to-private sector (% of GDP) ratio for India is at about 55%, which is significantly lower than other developed and emerging economies which are well beyond 100% in terms of penetration. Thus, the possibilities for increasing the size of the credit pie through tailored & superior credit offerings are numerous, which bodes well for our Company.

As an NBFC, AFPL is operating in a dynamic and evolving landscape, offering financial services and credit to diverse segments of economy. While we have witnessed significant growth and played a vital role in bridging the gaps left by traditional banking institutions, we also face range of opportunities and threats such as:

Opportunities:

- Huge demand owing to large credit starved retail & MSME sectors
- Expanding phygital footprint in new locations
- Further enhancement in liability profile through avenues such as co-lending

Threats:

- Economic slowdown due to uncertain geopolitical environment
- Stiffer competition from other NBFCs and banking sector
- Future wave(s) of unforeseeable threat

Segment–Wise or Product-Wise Performance:

The Company offers a variety of business & retail loans to individuals and Corporates including its group companies from various sectors for financing their working capital requirements, Trade Finance etc. The loan book of the Company as on March 31, 2023, stood at ₹ 17,364.39 Lakhs.

To finance its lending operations, the Company has issued Market Linked / Fixed Coupon senior secured / unsecured Non-Convertible Debentures (NCDs) aggregating to ₹ 5,055 Lakhs to identified investors during the year. As on March 31, 2023, the total outstanding borrowings including Debt Securities stood at ₹ 36,560.92 Lakhs. Some of the issuances were either unrated or rated “PP-MLD BBB+ by Acuite Ratings & Research Limited or PP-MLD BBB- by CARE Ratings Limited. Further, the Company has made timely payment towards Interest / Principal obligations due for redemption to investors during the year under review.

Outlook:

While the GDP growth forecast for FY 2024 is robust, threats as outlined above can quickly derail the current momentum of the economy. Our confidence in the long-term India story continues to remain intact and growth opportunities will come back sooner than later.

As we look forward, we will continue to focus on culture, people, nurturing and scaling our business. At the same time, we will also see some new paradigms of focus – process and institutionalization and tech-oriented thinking.

As the economy gains traction gradually, we are well-placed to take advantage of this India growth cycle. We have great support of our holding company to grow and diversify the business operations. With strong capitalization, tailwinds from the economy and the inherent strength of our business, we are looking at an exciting and fulfilling journey ahead.

Risks and Concerns:

The industry in which the Company operates, exposes it to risks such as Interest Rate Risk, Operational Risk, Fraud Risk, Financial Risk, Regulatory Risk, Market Risk, Credit Risk, Technology Risk, Market Suspension Events, Hedging Disruption, Model Risks, Liquidity Risk, IT Risk, Compliance Risk etc. To manage these risk the Company has in place a strong Risk Management System, which is comprehensively documented in the Risk Management policy as adopted by the Company.

As part this system, the Company has constituted a Risk Management Committee (RMC), who is responsible for formulating a risk management framework, in line with the size and scale of operations of the Company, for identification, monitoring, mitigation and reporting of the risks associated with its operations. The RMC is also responsible for ensuring actions are taken at the right time to ensure minimal impact on the operation of the Company.

The Board of Directors and the Audit Committee of the Company also keep a continued supervision of the implementation of the Company’s risk management framework. The Company has been prudent in managing the risk faced during the year.

Internal control system and their Adequacy:

The Company's internal control system is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. The internal control system is supported by an internal audit process for reviewing the design, adequacy and efficacy of the Company's internal controls, including its systems and processes and compliance with regulations and procedures. Internal Audit Reports are discussed with the Management and are reviewed by the Audit Committee of the Board, which also reviews the adequacy and effectiveness of the internal controls in the Company. The Company's internal control system is commensurate with its size and the nature of its operations.

Internal Financial Controls:

The Management has laid down set of standards, processes and structure which enables to implement internal financial controls across the organization with reference to financial statements and that such controls are adequate and are operating effectively. Internal Finance control are implemented in line with Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

During FY 2022-23, testing was done for each of the controls with the help of an internal auditor, on behalf of Management confirming the existence and operating effectiveness of controls over financial reporting. Review was performed on design, adequacy and operating effectiveness of the controls. During the year under review, no material or serious observation has been observed for inefficiency or inadequacy of such controls.

Evolving Regulatory Landscape

Over the past few years, financial services as a sector has come under increased scrutiny and therefore, greater regulatory supervision. This is especially true for NBFCs, as over the years, the sector has undergone considerable evolution in terms of size, complexity and interconnectedness within the financial sector. With a view to bridge the regulatory gaps between the Banks and NBFCs, NBFCs are now increasingly being subject to regulations and guidelines at par with banks.

The Reserve Bank of India had issued the Scale Based Regulation (SBR): A Revised Regulatory Framework for NBFCs (the framework) vide circular RBI/2021-22/112 DOR.CRE.REC.No.60/03.10.001/2021-22 on October 22, 2021. The framework categorized NBFCs in Base Layer (NBFC-BL), Middle Layer (NBFC-ML), Upper Layer (NBFC-UL) and Top Layer (NBFC-TL). According to the framework, the Company identified as NBFC - Base Layer (NBFC-BL).

Discussion on Financial Performance with respect to Operational Performance:

The Company offers its customers Business and Retail Loans and has set of borrowers like corporate, individuals and SMEs engaged in various business like bullion dealing, gems & jewellery, commodities trading, technology solution, agriculture & agri-product trading, financial services, retail trading, electrical equipment manufacturing etc. and has customers in the state of Delhi, Kolkata, Maharashtra, Gujarat, Madhya Pradesh, Daman and Diu, Uttar Pradesh, Uttarakhand etc. The asset book / loan book of the Company as on March 31, 2023,

stood at ₹ 17,364.39 Lakhs. The Company's lending operations remained strong with the growing demand.

The Gross and Net Stage 3 Assets are NIL as on March 31, 2023. Hence, there is no NPA during the year under review.

Net profit of the Company increased Y-o-Y by 80.98%.

Credit rating was reaffirmed / assigned PP-MLD BBB- / PP-MLD BBB+ by the respective leading credit rating agencies.

A summary of FY 2022-23 financial highlights together with FY 2021-22 financials as per Ind AS is as under:

- (1) **TOTAL REVENUE** was ₹ 2,412.51 Lakhs for the year as compared to ₹ 3,406.13 Lakhs during the previous year.
- (2) **TOTAL EXPENSE** (including depreciation) has reduced to ₹ 1,217.52 Lakhs for the year ended March 31, 2023 as against ₹ 2,712.22 Lakhs for the previous year.
- (3) The Company has seen a significant increase in the **PROFIT BEFORE TAX (PBT)** of ₹ 1,194.99 Lakhs as against ₹ 693.91 Lakhs for the previous year.
- (4) The **PROFIT AFTER TAX (PAT)** increased to ₹ 887.52 Lakhs during the year as against ₹ 490.40 Lakhs for the previous year.
- (5) The Company has maintained a **CAPITAL TO RISK ASSETS RATIO (CRAR)** at 65.97% as on March 31, 2023 which is well above the minimum stipulated RBI norms.
- (6) An amount of ₹ 177.50 Lakhs was transferred to **RESERVE FUND** pursuant to Section 45-IC of the Reserve Bank of India Act, 1934.
- (7) The **EARNINGS PER SHARE** (Basic & Diluted) stood at ₹ 3.34 as compared to ₹ 1.94 in the previous year.
- (8) The **DEBT-EQUITY RATIO** stood at 1.21 times as compared to 0.25 times in the previous year.

Material Developments in Human Resources / Industrial Relations front, including number of people employed:

Abans Group considers people as its biggest asset and "Believing in People" is at the heart of its human resource strategy. It has put concerted efforts in talent management and succession planning practices, strong performance management and learning & training initiatives to ensure that your Company consistently develops inspiring, strong and credible leadership.

The group has established an organization structure that is agile and focused on delivering business results. Your Company strongly believes in fostering a culture of trust and mutual respect in all its employees. With regular communication and sustained efforts, it is ensured that employees are aligned on common objectives and have the right information on business evolution.

As on March 31, 2023 the Company had 45 employees on its payroll. The Board of Directors places on record their appreciation to all the employees of the Company for their sustained efforts, dedication and hard work.

For and on behalf of the Board of Directors
Abans Finance Private Limited

Sd/-
Mahesh Kumar Cheruveedu
Director & CEO
DIN: 09499122

Sd/-
Abhishek Bansal
Director
DIN: 01445730

Date: August 08, 2023
Place: Mumbai

Corporate Governance Report

I. PHILOSOPHY ON CODE OF GOVERNANCE:

The Corporate Governance philosophy at ABANS Group is not only to adhere to the statutory requirements in letter but also in spirit. The Company is conscious and continues to voluntarily formulate and comply with the best corporate governance practices to ensure transparency, fairness in action, accountability, integrity and equity in all its engagements and thus create long term value for its stakeholders. The Company relentlessly strives to align its vision and business strategy with the welfare and best interests of all its stakeholders.

Your Company recognizes its role as a corporate citizen and believes in the concept of good corporate governance and has put in place various policies, systems and processes to achieve highest levels of transparency, business ethics and compliance with applicable laws. The Company continues to maintain the same tradition and commitment.

II. BOARD CONSTITUTION:

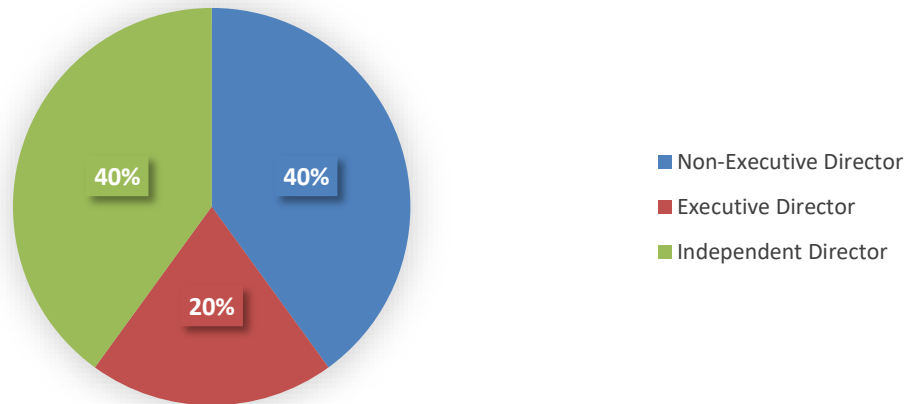
The composition of the Board consists of an optimum combination of executive and non-executive directors as well as Independent and Non – Independent Directors, the said composition is in conformity to the provisions of the Companies Act, 2013 and the rules framed thereunder, and the Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, (“RBI Master Directions”) as amended; and all other applicable laws, acts, rules, regulations, guidelines, circulars, directions and notifications as may be amended from time to time.

The Board of Directors of the Company bring to the fore a vast range of skills and experience from various fields, functions and sectors, which enhance the governance framework and Board’s decision making process. The Board has identified the below mentioned skills / area of expertise / competencies required in the context of Company’s business and the industry it operates:

- Understanding on the Commodity Markets / Commodity Derivatives Markets / Capital Markets
- Operations, ALM and Risk Management of Securities Trading
- Corporate Governance, Compliance, Accounting Standards and Taxation
- Accounting & finance
- Global Trade and its dynamics
- Strategic Planning, Business Operations and Business Development
- Legal and Compliance
- Infrastructure Management, Developing Implementing ISMS, Facilities Management etc.
- Leadership and Mentoring Skills

Size, Composition, Meeting and Attendance of Board:

As on March 31, 2023, the Board comprises of 5 Directors of whom 2 are Independent Directors (including 1 Woman Independent Director), 2 are Non- Executive Directors and 1 Executive Director & CEO.



The Name, Designation and Category of Directors on Board, Number of Equity Shares held, the number of directorships and committee positions held by them, the name of the other listed entities where he/she is a Director and their qualification / experience as on March 31, 2023 is given below:-

Name and DIN of the Directors	Designation and Category	No. & (%) of Equity shares Held	Number of other Directorships *	Name of other listed entity where person is Director and category of Directorship	Committee positions in other public limited companies ^{\$}		Qualification / Experience
					As Member	As Chairperson	
Mr. Mahesh Kumar Cheruveedu DIN: 09499122	Director Executive, Non-Independent	-	-	-	-	-	B.Com, MBA, MFM, PGDFA (More than 24 years of experience)
Mr. Abhishek Bansal DIN: 01445730	Non – Executive, Non-Independent Director	1568 (0.01%)	6	- Abans Enterprises Limited - Managing Director - Abans Holdings Limited - Managing Director	3	-	Masters in graduation (More than 21 years of experience)

Mr. Shivshankar Singh DIN: 07787861	Non – Executive, Non-Independent Director	-	7	- Abans Enterprises Limited [@] - Non-Executive Director - Abans Holdings Limited - Non-Executive Director	1	1	BE, Electronics Engineering (More than 29 years of experience)
Ms. Ashima Chhatwal DIN: 09157529	Non – Executive, Independent Director	-	5	- Abans Holdings Limited - Independent Director	4	2	Company Secretary & LLB (More than 6 years of experience)
Mr. Kalpesh Darji DIN: 08731696	Non – Executive, Independent Director	-	-	-	-	-	CA (More than 11 years of experience)

^{*}Directorships held by the Directors as mentioned above, exclude directorships held in private companies, foreign companies and companies registered under Section 8 of the Companies Act, 2013 but includes directorships in Deemed Public Companies.

[§]For the purpose of considering the Committee Memberships and Chairmanships for a Director, the Audit Committee and the Stakeholders' Relationship Committee of Public Limited Companies alone have been considered.

[@]Mr. Shivshankar Singh resigned w.e.f. March 31, 2023.

- None of the Directors hold office in more than 10 public companies as prescribed under the Companies Act, 2013 (“the Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”).
- No Director holds directorships in more than 7 listed companies, across all their directorships held, including that in the Company.
- None of the Directors serve as an Independent Director in more than 7 listed companies as required under the SEBI Listing Regulations.
- None of the Directors on the Board is a member of more than 10 Committees and Chairperson of more than 5 Committees, across all public limited companies in which he / she is a Director.
- None of the Directors are related to each other.

All the directors of the Company have confirmed that they are not disqualified for being appointed as directors pursuant to Section 164 of the Act.

The Board meets at least once in a quarter to inter-alia review the Company’s quarterly performance and Financial Results, discuss operations, compliances and other matters. The Meetings are conducted in compliance with the regulatory requirements including those prescribed under the Act. The additional meetings of Board were also held to address specific needs including business, operations and compliance requirements during the Financial Year under review.

In the event of any special and urgent business need, the Board's approval is taken by passing resolutions by circulation, in accordance with all the applicable laws, which are noted and confirmed in the succeeding Board Meeting.

The Board met 10 (Ten) times during the financial year 2022-23 on April 29, 2022, May 17, 2022, August 11, 2022, October 14, 2022, November 07, 2022, January 13, 2023, January 23, 2023, February 08, 2023, February 14, 2023 and March 21, 2023. All the Meetings were held in a manner that not more than 120 days lapsed between two consecutive Meetings. The required quorum was present at all the above Meetings.

The details of the Directors along with their attendance at Board Meetings held during the Financial Year 2022-23 and Annual General Meeting ("AGM") held on Friday, September 30, 2022 are as given below:

Name of Directors	No. of Meetings entitled to attend	No. of Meetings attended	% of attendance	Attendance at the last AGM
Mr. Abhishek Bansal	10	10	100%	Yes
Mr. Shivshankar Singh	10	10	100%	No
Ms. Ashima Chhatwal	10	10	100%	Yes
Mr. Kalpesh Darji	10	10	100%	Yes
Mr. Mahesh Kumar Cheruveedu	10	10	100%	Yes

Performance Evaluation of Board, its Committees and Directors:

Pursuant to the provisions of the Act and applicable SEBI Listing Regulations, the Board has carried out an annual performance evaluation of its own performance, evaluation of the working of its Committees as well as performance of all the Directors individually. The Performance Evaluation of Board, its Committees and Directors has been discussed in detail in the Directors' Report.

Independent Directors:

Independent Director acts as a guide, coach and mentor to the Company. They provide independent oversight in the Company. Independent Directors play an important role in deliberations at the Board Meetings and bring to the Company their wide experience in the fields of finance, accountancy, law etc.

All the Committees which require Independent Directors in the composition have Independent Directors as specified in terms of the SEBI LODR Regulations (to the extent applicable), the Act and the RBI Master Directions. These Committees function within the defined terms of reference in accordance with the Act, the SEBI LODR Regulations (to the extent applicable), RBI Master Directions and as approved by the Board, from time to time. The terms and conditions of appointment of Independent Directors are available on the Company's website at www.abansfinance.com.

Independent Directors are familiarized with their roles, rights and responsibilities as well as with the nature of the industry in which the Company operates its business model, the dynamics of the non-banking financial services industry, overview, key regulatory developments, strategy and performance of the Company, governing regulations, information technology and major developments and updates on the Company so as to enable them to take well-informed decisions in a timely manner. The Company issues a letter of appointment stating his / her role, function, duties and responsibilities at the time of appointment of an Independent Director and during the year under review imparted training to Independent Directors, familiarizing them with their roles, rights, duties and responsibilities, nature of Industry in which the company operates and business model of the Company.

In compliance with Rule 6(1) and (2) of Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019, all Independent Directors have confirmed their respective registrations in the Independent Directors Data bank.

Pursuant to section 149(8) read with Schedule IV of the Act, the Independent Directors of the Company to hold at least one meeting as per regulatory requirements without the attendance of non-independent directors and members of the management. In view of the aforesaid requirements, the Independent Directors of the Company met on March 21, 2023.

III. COMMITTEES OF THE BOARD:

The Board has constituted various committees pursuant to applicable guidelines to focus on specific areas and to make informed decisions. Each Committee of the Board is guided by their terms of reference, which defines the scope, powers and composition of the Committee.

All decisions and recommendations of the various Committees were accepted by the Board during the Financial Year 2022-23. The composition of the various Committees along with their terms of reference is as under:

(1) Audit Committee:

Your Company has a duly constituted Audit Committee consisting of three Directors with Independent Directors forming a majority and the Chairperson being an Independent Director in terms of the provisions of RBI Master Directions read with Section 177 of the Companies Act, 2013.

All the Members of the Committee are financially literate and majority of the Members including the Chairperson possess accounting financial management expertise.

During the year under review, the Audit Committee of the Company met 7 (Seven) times on viz. May 17, 2022, August 11, 2022, September 02, 2023, October 14, 2022, November 07, 2022, January 13, 2023 and February 14, 2023.

The composition of the Audit Committee and the details of attendance of the Members at the Meetings held during the financial year under review are as under:

Sr. No.	Name of the Members	Category	Designation	Number of Meetings	
				Held	Attended
1.	Mr. Kalpesh Darji	Independent Director	Chairperson	7	7
2.	Ms. Ashima Chhatwal	Independent Director	Member	7	7
3.	Mr. Abhishek Bansal	Non-Executive Director	Member	7	7

A brief description of terms of reference w.r.t. powers, functions and duties as in line with Section 177 of the Companies Act, 2013 and other applicable guidelines are detailed below:

- 1) Examining and overseeing that the Company's financial statements and auditors' report thereon and to oversee the Company's financial reporting process and the disclosure of its financial information are correct, sufficient and credible;
- 2) Considering and recommending the appointment, remuneration and terms of appointment of auditors of the company and approval of payment to statutory auditors for any other services to be rendered by the statutory auditors;
- 3) Determining the nature and scope of audit as well as post-audit discussion to ascertain any areas of concern with Statutory Auditors / Internal Audit before the audit commences;
- 4) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- 5) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audits;
- 6) Reviewing with the management and overseeing the quarterly / half-yearly / yearly Financial Results along with the Limited Review Report / audit report before submission to the Board for approval;
- 7) Reviewing, with the management, the annual Financial Statements and Auditors Report thereon before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of section 134 of the Act;
 - b. Changes, if any, in accounting policies and practices and reasons for the same;
 - c. Major accounting entries involving estimates based on the exercise of judgment by management;
 - d. Significant adjustments made in the Financial Statements arising out of audit findings;
 - e. Compliance with listing and other legal requirements relating to Financial Statements;
 - f. Disclosure of any related party transactions; and

- g. Modified opinion(s) in the draft Audit Report.
- 8) Reviewing and monitoring the end use of funds raised through public offers / private placements and related matters.
 - 9) Approval or any subsequent modification of transactions of the company with related parties;
 - 10) Scrutiny of inter-corporate loans and investments;
 - 11) Valuation of undertakings or assets of the company, wherever it is necessary;
 - 12) Evaluation of internal financial controls and risk management systems;
 - 13) Overseeing the Vigil Mechanism / Whistle Blower policy as established by the Company and providing direct access to employees and Directors to the Chairperson of Audit Committee to report genuine concerns and also safeguard against the victimization of Employees and Directors, who use vigil mechanism to report genuine concerns;
 - 14) Reviewing and approving the key accounting policies of the Company and/or changes therein;
 - 15) Ensuring that an Information System Audit of the internal systems and processes is conducted at least once in two years to assess operational risks faced by the Non-Banking Financial Company (NBFC);
 - 16) Any other roles / duties / responsibilities as may be delegated by the Board of the Company or specified / provided under the Act or SEBI LODR Regulations or RBI Master Directions or by any other regulatory authority from time to time;

(2) Nomination and Remuneration Committee:

Your Company has a duly constituted Nomination and Remuneration Committee consisting of three Non-Executive Directors out of which not less than one-half are Independent Directors in terms of the provisions of RBI Master Directions read with Section 178 of the Companies Act, 2013.

During the year under review, the Nomination and Remuneration Committee of the Company met 2 (Two) times on viz. May 17, 2022 and January 13, 2023.

The composition of the Nomination and Remuneration Committee and the details of attendance of the Members at the Meetings held during the financial year under review are as under:

Sr. No.	Name of the Members	Category	Designation	Number of Meetings	
				Held	Attended
1.	Mr. Kalpesh Darji	Independent Director	Chairperson	2	2
2.	Ms. Ashima Chhatwal	Independent Director	Member	2	2
3.	Mr. Abhishek Bansal	Non-Executive Director	Member	2	2

A brief description of terms of reference w.r.t. powers, functions and duties as in line with Section 178 of the Companies Act, 2013 and other applicable guidelines are detailed below:

- 1) Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board for their appointment and removal;
- 2) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees
- 3) Formulation of criteria for evaluation of performance of Individual Directors (including Independent Directors), the Board and Committees, devising a policy on diversity of Board of Directors, and determining whether to extend or continue the term of appointment of Independent Directors, on the basis of the report of performance evaluation of Independent Directors.
- 4) Succession planning for the Board of Directors, Key Managerial Personnel and Senior Management personnel;
- 5) Recommend to the Board, all remuneration, in whatever form, payable to senior management;
- 6) Ensuring that a policy for ascertaining 'fit and proper' criteria for directors at the time of appointment and on a continuing basis as per RBI Master Directions put in adopted / reviewed / amended with the approval of the Board of Directors;
- 7) Framing suitable policies and systems to ensure that there is no violation by any Employee of any applicable laws in India or overseas, including the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, (SEBI PIT Regulations);
- 8) Performing such other activities as may be delegated by the Board and/or are statutorily prescribed under any law to be attended by the Nomination and Remuneration Committee.

(3) Risk Management Committee:

The Board has constituted a Risk Management Committee pursuant to RBI Master Directions to identify, manage the integrated risk and mitigate the risks and areas of concern across various functional areas.

At present, the Risk Management Committee comprises of 3 Directors as its Members including one Independent Director.

During the year under review, the Risk Management Committee of the Company met 4 (Four) times on viz. May 17, 2022, August 11, 2022, October 14, 2022 and January 13, 2023.

The composition of the Risk Management Committee and the details of attendance of the Members at the Meetings held during the financial year under review are as under:

Sr. No.	Name of the Members	Category	Designation	Number of Meetings	
				Held	Attended
1.	Mr. Mahesh Kumar Cheruveedu	CEO & Executive Director	Chairperson	4	4
2.	Mr. Abhishek Bansal	Non-Executive Director	Member	4	4
3.	Mr. Kalpesh Darji	Independent Director	Member	4	4

A brief description of terms of reference w.r.t. powers, functions and duties are detailed below:

- 1) Formulating and reviewing a detailed Risk Management Policy of the Company;
- 2) Monitoring and overseeing implementation of the Risk Management Policy, including evaluating the adequacy of risk management systems;
- 3) Ensuring appropriate methods, processes, systems, practices and other control mechanism are in place to monitor and evaluate risks associated with the business of the Company including liquidity risk;
- 4) Keeping the Board of Directors of the Company informed about any imminent or potential risks that may affect the business of the Company and ways to manage the risk;
- 5) Any other duties as may be delegated by the Board of the Company or specified / provided under the Act or by the SEBI LODR Regulations or by any other regulatory authority;

(4) Asset Liability Management Committee:

The Company has constituted an Asset Liability Management Committee pursuant to RBI Master Directions to ensure adherence to the limits set by the Board of the Company and/or the Risk Management Committee as well as for deciding the business strategy of the company (on the assets and liabilities sides) in line with the company's budget and decided risk management objectives.

At present, the Asset Liability Management Committee comprises of 4 Members.

During the year under review, the Asset Liability Management Committee of the Company met 4 (Four) times on viz. May 17, 2022, August 11, 2022, October 14, 2022 and January 13, 2023.

The composition of the Committee and details of participation of the Members at the Meetings of the Committee during the year are as under:

Sr. No.	Name of the Members	Category	Designation	Number of Meetings	
				Held	Attended
1.	Mr. Mahesh Kumar Cheruveedu	CEO & Executive Director	Chairperson	4	4

2.	Mr. Abhishek Bansal	Non-Executive Director	Member	4	4
3.	Mr. Bhavik Thakkar	Head – Wealth and Asset Management	Member	4	4
4.	Mr. Nirbhay Vassa	Chief Financial Officer	Member	4	4

The broad terms of reference of the Committee are as follows:

- 1) Liquidity risk management;
- 2) Management of market risks;
- 3) Funding and capital planning and
- 4) To review the effectiveness of the Asset Liability Management control.

(5) IT Strategy Committee:

The Board has constituted an IT Strategy Committee pursuant to RBI Master Direction DNBS.PPD.No.04/66.15.001/2016-17 dated June 08, 2017, on Information Technology Framework for the NBFC Sector to oversee the cyber security arrangements and the other matters related to IT Governance.

The Committee comprises of 3 Members including Chairperson being an Independent Director.

During the year under review, the IT Strategy Committee of the Company met 3 (three) times on viz. May 17, 2022, August 11, 2022 and February 14, 2023.

The composition of the Committee and details of participation of the Members at the Meetings of the Committee during the year are as under:

Sr. No.	Name of the Members	Category	Designation	Number of Meetings	
				Held	Attended
1.	Ms. Ashima Chhatwal	Independent Director	Chairperson	3	3
2.	Mr. Rajesh Gaddam	Head – Information Technology	Member	3	3
3.	Mr. Ajay Govale	In-charge of IT Operations	Member	3	3

A brief description of terms of reference w.r.t. powers, functions and duties are detailed below:

- 1) Approving, reviewing and amending IT strategy and policy documents and ensuring that the management has put an effective strategic planning process in place;
- 2) Ascertaining that management has implemented processes and practices that ensure that the IT delivers value to the business;

- 3) Ensuring IT investments represent a balance of risks and benefits and that budgets are acceptable;
- 4) Monitoring the method that management uses to determine the IT resources needed to achieve strategic goals and provide high-level direction for sourcing and use of IT resources;
- 5) Ensuring proper balance of IT investments for sustaining NBFC's growth and becoming aware about exposure towards IT risks and controls;
- 6) To report to the Board of Directors on IT Governance and
- 7) Any other matter related to IT Governance.

(6) Other Committees:

In addition to the above, for ease of operations, governance and other compliance related matters the Board has from time to time constituted various other Committees i.e. Finance Committee, IT Steering Committee (review of Information Technology (IT) related matters under supervision of the Information Technology Strategy Committee) and Credit Lending Committee.

IV. REMUNERATION TO DIRECTORS:

During the year under review, the details of transactions with Non-Executive Directors of the company and the sitting fees as being paid for attending the meetings of the Board and the Committees thereof has been disclosed in Note No. 26 to financial statements.

During FY 2022-23, the remuneration paid to Mr. Mahesh Kumar Cheruveedu, Executive Director & CEO was ₹ 54.72 Lakhs.

V. GENERAL BODY MEETING:

(1) Annual General Meetings:

The details of the Annual General Meetings held in the last three financial years are given below:

Meeting & Financial Year	Day, Date & Time	Venue	Whether any Special Resolution passed or not
28 th AGM, 2021 – 2022	Friday, September 30, 2022 at 09.30 am	36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA, Nariman Point, Mumbai – 400021	Yes
27 th AGM, 2020 – 2021	Thursday, September 30, 2021 at 10.30 am	36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak	Yes

		Kumar Shah Marg, NCPA, Nariman Point, Mumbai – 400021	
26 th AGM, 2019 – 2020	Wednesday, September 30, 2020 at 09.30 am	36, 37, Floor-3, Plot- 227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA, Nariman Point, Mumbai – 400021	No

(2) Extra Ordinary General Meetings:

The details of the Extra Ordinary General Meetings (EGM) of the Company held during the financial year 2022-23 are given below:

Day, Date & Time	Venue	Details of Special resolution
Thursday, July 14, 2022 at 10:30 am	36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA, Nariman Point, Mumbai – 400021.	Approval for raising of funds by way of issuance of non-convertible debentures on private placement basis
Monday, February 06, 2023 at 10:30 am	36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA, Nariman Point, Mumbai – 400021.	Issue of Equity Shares on Preferential Basis
Thursday, March 23, 2023 at 10:30 am	36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA, Nariman Point, Mumbai – 400021.	Providing security to State Bank Of India for facility availed / to be availed by Cultured Curio Jewels Private Limited

(3) No Special Resolution was passed through postal ballot during FY 2022-23.

(4) No Special Resolution is proposed to be conducted through postal ballot.

VI. MEANS OF COMMUNICATION:

Your Company focuses on prompt, continuous and efficient communication to all its stakeholders. The Company has provided adequate and timely information to its member's, debenture holders and other stake holders through the following means:

(1) Financial Results, Newspaper Publication where results published and other periodical filings:

The quarterly, half yearly and year to date Financial Results of the Company are filed electronically on the website of Stock Exchange where the Non-Convertibles

Debentures of the Company are listed i.e. BSE Limited and can be accessed at www.bseindia.com and are also hosted on the website of the Company at www.abansfinance.com. The aforementioned Financial Results are published simultaneously in the leading English Newspaper viz. Financial Express.

All other periodical filings and corporate announcements for investor's perusal are filed electronically with BSE Limited and are also on the website of the Company.

(2) Website:

The Company maintains a website containing relevant information of the Company and can be accessed at www.abansfinance.com.

(3) Annual Report:

The Annual Report containing, inter-alia, the Audited Financial Statement, Board's report, Auditors' Report and other important information is circulated to Members, Debenture Holders and others entitled thereto through applicable modes. The Management Discussion and Analysis Report forms part of the Annual Report. The Annual Report is available in download form on the website of the Company at www.abansfinance.com and is also being submitted to Stock Exchange and can be accessed at www.bseindia.com.

VII. GENERAL SHAREHOLDER INFORMATION:

(1) Annual General Meeting for FY 2022-23:

Date : September 29, 2023
Day : Friday
Time : 09:30 A.M. (IST)
Venue : Registered Office of the Company situated at 36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA, Nariman Point Mumbai 400021

(2) Financial Year: April 01, 2022 to March 31, 2023

(3) Dividend payment date: No Dividend was declared for the financial year under review

(4) Listing on Stock Exchanges and Listing Fees:

Type of Securities Listed	Market Linked Non-Convertible Debt Securities issued on a Private Placement Basis
Name and Address of the Stock Exchange	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001

The Company confirms the payment of annual listing fees as applicable, to BSE Limited for the FY 2022-23 and FY 2023-24.

- (5) **Stock Code:** The equity shares of the Company are not listed on the Stock Exchange, hence the Stock code is not applicable.
- (6) **Market Price Data – High, low during each month in last financial year:** Not Applicable
- (7) **Performance in comparison to broad-based indices such as BSE Sensex, CRISIL Index:** Not Applicable
- (8) **Details of the Securities suspended from trading:** Not Applicable
- (9) **Registrars & Transfer agent:**

For Debentures:

Link Intime India Private Limited

Trade World, A Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai 400013.

For Equity:

Purva Shareregistry (India) Private Limited

9, Shiv Shakti Industrial Estate, J. R. Boricha Marg Lower Parel (East), Mumbai 400011.

(10) **Share Transfer System:**

In terms of Regulation 61(4) of SEBI Listing Regulations, as amended from time to time, securities can be transferred only in dematerialized form. All requests for transfer and/or dematerialisation of securities held in physical form, should be lodged with the office of the Company's Registrar and Transfer Agent for dematerialisation.

(11) **Distribution of Shareholding:**

Range of Holdings	Number of Shares	% to Total Capital	No. of Share holders	% of Share holders
1 to 5,000	1568	0.00%	1	25%
5,001 to 10,000	7840	0.02%	1	25%
10,001 & Above	34463321	99.98%	2	50%

(12) **Dematerialisation of Shares and Liquidity:**

As on March 31, 2023, 6.01% of the equity shares of the Company were held in physical form and 93.99% of the equity shares of the Company were held in dematerialised form.

(13) Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, Conversion Date and likely impact on Equity:

As on March 31, 2023, the Company did not have any outstanding GDRs/ADRs/Warrants or any Convertible Instruments.

(14) Plant Locations: Not applicable

(15) Address for correspondence:

Abans Finance Private Limited
 36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA,
 Nariman Point, Mumbai 400021
 Website: www.abansfinance.com
 Tel: 022 61790000
 Email: cs.afpl@abans.co.in

(16) Credit Ratings as on March 31, 2023:

Credit Rating Agency	Instruments	Ratings
CARE Ratings Limited	Principal Protected Market Linked Debentures	CARE PP-MLD BBB- / Stable
Acuité Ratings & Research Limited	Principal Protected Market Linked Debentures (PP- MLD)	ACUITE PP-MLD BBB+ / Stable

VIII. OTHER DISCLOSURES:

- (1) The details of related party transactions are disclosed in the notes to the Financial Statements.
- (2) There were no instances of non-compliance by the Company nor any penalties, strictures imposed on the Company by the Stock Exchange(s) or Securities and Exchange Board of India (SEBI) or any statutory authority on any matter related to capital markets, during the last three years.
- (3) The Company has established a vigil mechanism / whistle blower policy. During the year under review, no employee / personnel was denied access to the Chairman of Audit Committee.
- (4) The Company has maintained high standards of Compliance with the Mandatory requirements as may be applicable from time to time.
- (5) The Company has issued and allotted 91,95,403 fully paid-up Equity Shares of the Company having face value of Rs. 10/- each at a price of Rs. 87/- (Rupees Eighty Seven only) per Equity Share including a premium of Rs. 77/- (Rupees Seventy Seven only) per Equity Share, on preferential basis, during the year under review.

- (6) The Company confirms that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of Companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.
- (7) The details of remuneration to Statutory Auditors have been provided in notes to Accounts included in the Financial Statements section of this Annual Report.
- (8) There were no shares lying in the demat suspense account / unclaimed suspense account during the financial year under review.

For and on behalf of the Board of Directors
Abans Finance Private Limited

Sd/-
Mahesh Kumar Cheruveedu
Director & CEO
DIN: 09499122

Sd/-
Abhishek Bansal
Director
DIN: 01445730

Date: August 08, 2023
Place: Mumbai

SECRETARIAL AUDIT REPORT

Form No. MR-3

Secretarial Audit Report for the Financial Year ended 31ST March 2023
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Abans Finance Private Limited
CIN: U51219MH1995PTC231627

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ABANS FINANCE PRIVATE LIMITED** (hereinafter called '**the Company**'). Secretarial Audit was conducted in a manner that provided me with a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

- i) The Companies Act, 2013 ('the Act') and the Rules made thereunder including any re-enactment thereof;
- ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and SEBI (Stock Brokers and Sub-Brokers) Regulations, 1992, Rules made thereunder and the Regulations, Circulars, Guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) The 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.
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): **(Not applicable to the Company as it is a Private Unlisted Company)**
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the Company as it is a Private Unlisted Company)**
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Not applicable to the Company as it is a Private Unlisted Company)**

- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company as it is a Private Unlisted Company)**
- d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company as it is a Private Unlisted Company)**
- e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company as it is a Private Unlisted Company)**and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company as it is a Private Unlisted Company)**

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India and as notified by the Central Government, and
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time.

I further report that

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

There were no changes in the Board of Directors of the Company during the audit period except regularization of Mr. Mahesh Kumar Cheruveedu as a Director.

Further, the Company had entered into transactions with Related Parties however, as explained to us, the said transactions were in the ordinary course of business and at Arms’ Length Basis. and therefore, there were no entries made in the Register required to be maintained in form MBP-4. Since, the Management has independently examined compliance of the criteria of ordinary course of business and Arms’ Length Basis, we have not dealt with the same.

The Company has maintained a dedicated bank account with ICICI Bank Ltd. for collecting / depositing issue proceeds of the NCDs. In respect of a few cases, the Company has utilised the issue proceeds of NCDs before filing their respective returns of allotment. As informed, most of these cases occurred during the period of migration of form filing from V2 portal to V3 portal of MCA when companies were experiencing technical issues while filling and uploading said returns of allotment.

The Company had received a notice from BSE for payment of fine for non-compliance of Regulation 52(4) of SEBI LODR i.e. non-disclosure of certain line items at the time of reporting of results for the year ended March 31, 2022. In response, the Company submitted the yearly results disclosing the sector specific equivalent ratios which was inadvertently missed and requested BSE to waive the fines levied. Consequently, BSE has withdrawn the said fine vide their email dated August 02, 2022.

During the year, the Company acquired 100% ordinary shares of Corporate Avenue Services Limited (CASL), an unlisted entity in the UK for which it has obtained due approvals from the Reserve Bank of India and the Financial Conduct Authority, UK and pursuant to said acquisition CASL has become the wholly owned subsidiary of the Company.

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

Majority of decisions of the Board and committee meetings are carried out unanimously as recorded in the minutes of the meeting of the Board of Directors or Committees thereof as the case may be. There were no dissenting views of any member of the Board or committees thereof during the period under review. **There were twelve resolutions of the Board which were passed by circulation and the same were noted / confirmed in the immediately succeeding Board meetings.**

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

I further report that during the audit period there were no specific events / actions having a major bearing on the affairs of the Company in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For S. P. DATE & ASSOCIATES
Company Secretaries

Sd/-
SHRIKRISHNA PANDURANG DATE
(Company Secretary in Practice)
Proprietor
ACS No. 2018; C.P. No. 14247
Peer Review Certificate No. 2290/2022
ICSI Unique Code: S2015MH320500

Place: Mumbai
Date: 8th August 2023
UDIN: A002018E000761491

‘Annexure A’

To,
The Members,
Abans Finance Private Limited
CIN: U51219MH1995PTC231627

Our report of even date is to be read along with this letter:

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For S. P. DATE & ASSOCIATES
Company Secretaries

Sd/-
SHRIKRISHNA PANDURANG DATE
(Company Secretary in Practice)
Proprietor
ACS No. 2018; C.P. No. 14247
Peer Review Certificate No. 2290/2022
ICSI Unique Code: S2015MH320500

Place: Mumbai
Date: 8th August 2023
UDIN: A002018E000761491

ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR 2022-23

1. Brief Outline on CSR Policy of the Company :

Corporate Social Responsibility (CSR) is a public spirited cause that has been well introduced by the Companies Act, 2013. Through the CSR there is a formation of a dynamic relationship between a company on one hand and the society and environment on the other. CSR is traditionally driven by a moral obligation and philanthropic spirit.

The Company is vigilant in its enforcement towards corporate principles and is committed towards sustainable development and inclusive growth. The Company is also committed towards improving the quality of lives of people in the communities in which it operates because; the society is an essential stakeholder and the purpose of its existence. The Company believes that giving back to the society through CSR activities is its moral duty.

The Company aims to fulfil the requirements laid down under the Companies Act, 2013 and act diligently to comply with all its Rules and Regulations on CSR.

The CSR policy applies to all the projects as provided in Schedule VII of the Companies Act, 2013 and covers the projects / programs as provided hereunder:

- In Education, our endeavor is to spark the desire for learning and knowledge at every stage.
- In Health care our goal is to render quality health care facilities to people living in the villages and elsewhere through Hospitals.
- Ensuring environmental sustainability
- Promoting Sports
- Activities as per Schedule VII of the Companies Act, 2013.

2. The Composition of the CSR Committee:

Since the amount spent by the company does not exceed fifty lakh rupees, the requirement to constitute Corporate Social Responsibility Committee is not applicable to the company and the functions of said committee are discharged by the Board of Directors of the company.

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company:

www.abansfinance.com

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

Not Applicable

5. (a) Average net profit of the company as per Section 135(5): ₹ 4,29,38,554/-

- (b) Two percent of average net profit of the Company as per Section 135 (5): ₹ 8,58,772/-
- (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
- (d) Amount required to be set off for the financial year, if any: Nil
- (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: ₹ 8,58,772/-
6. (a) Amount spent on CSR Projects (both ongoing Project and other than Ongoing Project): ₹ 8,58,772/-
- (b) Amount spent in Administrative Overheads: Nil
- (c) Amount spent on Impact Assessment, if applicable: Not Applicable
- (d) Total amount spent for the financial Year [(a) + (b) +(c)]: ₹ 8,58,772/-
- (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5).		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
₹ 8,58,772/-	-	-	-	-	-

(f) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (In ₹)
(i)	Two percent of average net profit of the Company as per sub-section (5) of section 135	₹ 8,58,772/-
(ii)	Total amount spent for the Financial Year	₹ 8,58,772/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

7. Details of unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6	7	8
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Sl. No.	Preceding Financial Year(s)	Amount transferred to unspent CSR Account under subsection (6) of section 135 (₹ in lakhs)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (₹ in lakhs)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of Section 135, If any		Amount remaining to be spent succeeding Financial Years (₹ in lakhs)	Deficiency, If any
					Amount (₹ in lakhs)	Date of Transfer		

Not Applicable

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

No

If Yes, enter the number of Capital assets created/acquired:- Not Applicable

Furnish the details relating to such assets(s) so created or acquired through Corporate Social Responsibility amount spent in the financial year:

(1)	(2)	(3)	(4)	(5)	(6)		
Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or assets(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority / Beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address

Not Applicable

9. Specify the reason (s) if the company has failed to spend two percent of the average net profits as per Section 135(5):

Not Applicable

Sd/-
Mahesh Kumar Cheruveedu
 Director & CEO
 DIN: 09499122

Sd/-
Abhishek Bansal
 Director
 DIN: 01445730

Date: August 08, 2023
 Place: Mumbai

INDEPENDENT AUDITOR’S REPORT

To the Members of Abans Finance Private Limited Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of Abans Finance Private Limited (“the Company”), which comprise the Balance Sheet as at 31st March 2023, 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 a summary of significant accounting policies and other explanatory information (hereinafter referred to as “Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at , 31st March 2023 , its Profit including Other Comprehensive Income and its Cash flows, and the Statement of Changes in Equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

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 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 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 financial statements:

Sr	Key Audit Matters	How our audit addressed the Key Audit Matter
1	<i>Valuation of Market Linked Debentures (as described in Note No.12 & 13 of the standalone financial statements)</i>	
	<p>The Company has issued Market Linked Debentures (MLD) during current year linked to the levels of Nifty / Equity share. The outstanding balance of MLD as on March 31, 2023 is INR 8501.90 lakhs The Company on the basis of Valuation Report obtained from the Registered Valuer has done valuation of the outstanding MLD. Considering that internal valuation along with the valuation report obtained of MLD is significant to overall financial statements and the degree of management’s judgement involved in the estimate, any error in the estimate could lead to material misstatement in the financial statements. Therefore, it is considered as a key audit matter.</p>	<ul style="list-style-type: none"> • Audit procedures included an assessment of internal controls over fair valuation of MLD outstanding on reporting date. • Assessed and reviewed the fair valuation of MLD by the Company on the basis of Valuation Report obtained from the Registered Valuer for compliance with Ind AS.

Information Other than the Financial Statements and Auditor’s Report Thereon

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report but does not include the financial statements and our auditor’s report thereon. The said Reports is expected to be made available to us after the date of this Auditor’s Report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears, to be materially misstated.

Management’s Responsibility for the Financial Statements

The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the Financial Position , Financial Performance including Other Comprehensive Income, Cash Flows and the Statement Of 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 provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that we are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and fair presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists

related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on 31st March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2023 from being appointed as a director in terms of section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rules 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact on its financial position.
- ii. The Company did not have any material foreseeable losses on long-term contracts including derivative contracts that require provision under any law or accounting standards for which there were any material foreseeable losses; and
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv.
 - a. Management has represented to us that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b. Management has represented to us that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
 - c. Based on our audit procedure conducted that are considered reasonable and appropriate in the circumstances, nothing has come to our attention that cause us to believe that the representation given by the management under paragraph (2) (h) (iv) (a) & (b) contain any material misstatement.
- v. The Company has not declared/paid any dividend during the year.

For Paresh Rakesh & Associates LLP
Chartered Accountants
FRN: 119728W/W100743

Sd/-
Nimit Sheth
Partner
M. no: 142645
UDIN: 23142645BGXVNH2396

Date: April 28, 2023
Place: Mumbai

Abans Finance Private Limited**“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT ON THE FINANCIAL STATEMENTS OF ABANS FINANCE PRIVATE LIMITED**

(Referred to in Paragraph 1 under the heading of “Report on other legal and regulatory requirements” of our report of even date)

- 1)
 - a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment on the basis of available information.
(B) The Company has maintained proper records showing full particulars of intangible assets on the basis of available information.
 - b) As explained to us, Property, Plant & Equipment have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - c) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of all the immovable properties disclosed in the financial statements are held in the name of the Company.
 - d) According to information and explanations given to us and books of accounts and records examined by us, Company has not revalued its Property, Plant and Equipment during the year.
 - e) According to information & explanations and representation given to us by the management, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- 2)
 - a) The Company not deal in any physical inventories. Accordingly, the provision of clause 3(ii)(a) of the Order is not applicable to it.
 - b) As per the information and explanation given to us and examination of books of accounts and other records produced before us, in our opinion the Company was not sanctioned working capital limits in excess of five crore rupees in aggregate, from banks or financial institutions during the year, hence clause (ii)(b) of the Paragraph 3 is not applicable to the Company.
- 3) The Company has made investment in and provided guarantee to companies, firms, Limited Liability Partnerships or any other parties, during the year, In respect of which:
 - a) Since the Company’s principal business is to give loans, the provisions of clause 3(iii)(a) of the Order are not applicable to it.
 - b) In our opinion and according to the information and explanations given to us, the investments made, guarantees provided, security given and the terms and conditions

of the grant of all loans and advances in the nature of loans, Investments made, security given and guarantees provided are not prejudicial to the Company's interest.

- c) In our opinion and according to information and explanations given us and on the basis of our audit procedures, in the case of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.
 - d) According to the books of accounts and records examined by us in respect of the loans , there is no amount overdue for more than ninety days
 - e) Since the Company's principal business is to give loans, the provisions of clause 3(iii)(e) of the Order are not applicable to it.
 - f) Based on our audit procedures and the information and explanation made available to us, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- 4) In respect of Investment made, Loan given, Security Given and Guarantee provided by the Company:
- a) The Company has complied with the provisions of section 185 and section 186 of the Companies Act, 2013
 - b) The Company being an NBFC has complied with the provisions of section 186 to the extent applicable to the Company.
- 5) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause (v) of paragraph 3 of the Order is not applicable to the Company.
- 6) The Central Government has not prescribed the maintenance of cost records under sub-section (1) section 148 of the Act for any of the services rendered by the Company. Accordingly, the provision of clause 3(vi) of the Order is not applicable to the Company
- 7) In respect of Statutory dues :
- a) According to the records of the Company examined by us, undisputed statutory dues including Goods and Service tax, provident fund, employees' state insurance, income tax, cess and any other material statutory dues have been generally regularly deposited with appropriate authorities. According to the information and explanations given to us, there were no undisputed amounts payable in respect of the aforesaid dues, which were outstanding as March 31, 2022 for a period of more than six months from the date they became payable.
 - b) According to the information and explanations given to us, there are no statutory dues referred to in sub-clause (a) which have not been deposited with the appropriate authority on account of any dispute.

- 8) According to the information and explanations given to us and representation given to us by the management, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- 9) a) In our opinion and according to the information and explanations given and books of accounts and records examined by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- b) In our opinion, and according to the information and explanations given to us, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c) In our opinion, and according to the information and explanations given and records examined by us, the company has not raised money way of term loans from the Banks or financial institutions. Accordingly, the provisions of the clauses (ix)(c) of the Order are not applicable.
- d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that, *prima facie*, no funds raised on short-term basis have been used during the year for long-term purposes by the Company.
- e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- 10) a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) and hence clause (x)(a) of paragraph 3 of the Order is not applicable to the Company.
- b) In our opinion and according to the information and explanations given to us and on the basis of our audit procedures, the Company has complied with requirements of section 62 of the Act with respect to Issue of Shares during the Year. Company has not made any preferential allotment of fully or partly or optionally convertible debentures during the year or made any private placement of Shares during the Year.
- 11) a) Based on the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

- b) According to the information and explanations given to us, no report under sub-section 12 of section 143 of the Act has been filed by auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
 - c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- 12) In our opinion, Company is not a nidhi company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.
- 13) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with sections 177 and 188 of the Act and their details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- 14) a) In our opinion, and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- b) We have considered the internal audit reports of the Company issued till date, for the period under audit.
- 15) According to the information and explanations provided by the management, the Company has not entered into any non-cash transaction with directors or persons connected with him as referred to in Section 192 of the Act.
- 16) a) The Company is obtained the required registration under Section 45-IA of the Reserve Bank of India Act, 1934 as it conducts Non-Banking Financial activities.
- b) In our opinion, and according to the information and explanations provided to us and on the basis of our audit procedures, the Company has conducted Non-Banking Financial activities after obtaining required CoR from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- c) In our opinion, and according to the information and explanations provided to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- d) According to the information and explanations provided to us, the Group has only 1 (one) Core Investment Company (CIC).
- 17) In our opinion, and according to the information and explanations provided to us, Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
- 18) There has been no resignation of the statutory auditors during the year. Therefore, provisions of clause (xviii) of Paragraph 3 of the Order are not applicable to the Company.

- 19) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- 20) According to the information and explanations given to us provisions of section 135 related to Corporate Social Responsibility are not applicable to the Company. Hence, Clause (xx) of the Paragraph 3 is not applicable to the Company.
- 21) Reporting under clause xxi of the Order is not applicable at the standalone level of reporting.

For Paresh Rakesh & Associates LLP
Chartered Accountants
FRN: 119728W/W100743

Sd/-
Nimit Sheth
Partner
M. no: 142645
UDIN: 23142645BGXVNH2396

Date: April 28, 2023
Place: Mumbai

“Annexure B” to Independent Auditors’ Report referred to in paragraph 2(f) under the heading “Report on other legal and regulatory requirements” of our report of even date.

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

We have audited the Internal Financial Control over financial reporting of Abans Finance Private Limited (“the company”) as of 31st March 2023, in conjunction with our audit of the financial statements of the Company for the year then ended.

Management Responsibility for the Internal Financial Controls

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

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the 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 Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of 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, considering nature of business, size of operations and organizational structure of the entity, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2023 based on the Internal Control over Financial reporting criteria established by the Company considering the essential components of Internal Control stated in the Guidance Note on Audit of Internal Financial Controls over Financial reporting issued by the ICAI.

For Paresh Rakesh & Associates LLP
Chartered Accountants
FRN: 119728W/W100743

Sd/-
Nimit Sheth
Partner
M. no: 142645
UDIN: 23142645BGXVNH2396

Date: April 28, 2023
Place: Mumbai

Abans Finance Private Limited
CIN:U51219MH1995PTC231627
Balance Sheet as at 31st March 2023

Particulars	Note No.	(₹ in Lacs)	
		March 31, 2023	March 31, 2022
ASSETS			
Financial Assets			
Cash and cash equivalents	2	13,645.29	2,858.71
Derivative financial instruments	3	50.78	0.67
Receivables	4		
(a) Trade Receivable		1,131.16	231.76
(b) Other Receivables		1.26	0.08
Loans	5	17,364.39	18,473.57
Investments	6	33,349.81	3,923.92
Other Financial assets	7	197.36	124.66
		65,740.05	25,613.37
Non-Financial Assets			
Deferred tax Assets (Net)	8	-	36.24
Property, Plant and Equipment	9	1,252.99	1,286.93
Other non-financial assets	10	48.30	18.90
		1,301.29	1,342.07
		67,041.34	26,955.44
Total Assets			
LIABILITIES AND EQUITY			
LIABILITIES			
Financial Liabilities			
Payables	11		
(a) Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues other than micro enterprises & small enterprises		-	-
(b) Other Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues other than micro enterprises & small enterprises		7.42	11.68
Debt Securities	12	8,501.90	5,390.81
Borrowings (Other than Debt Securities)	13	28,059.02	-
		36,568.34	5,402.49
Non-Financial Liabilities			
Current tax liabilities (Net)	14	33.54	32.47
Deferred tax liabilities (Net)	8	22.21	-
Provisions	15	68.51	63.24
Other non-financial liabilities	16	13.21	7.68
		137.47	103.39
EQUITY			
Equity Share capital	17	3,447.27	2,527.73
Other Equity	18	26,888.26	18,921.83
		30,335.53	21,449.56
		67,041.34	26,955.44
Total Liabilities and Equity			

Significant Accounting Policies

1

Notes to Financial Statements

2 - 50

Significant Accounting Policies and Notes attached thereto form an integral part of Financial Statements

As per our attached report of even date
For Paresh Rakesh & Associates LLP
Chartered Accountants
Firm Registration No.: 119728W/W100743

For and Behalf of the Board
Abans Finance Private Limited

Sd/-

Sd/-

Mahesh Kumar Cheruveedu
Director & CEO
DIN : 09499122

Abhishek Bansal
Director
DIN : 01445730

Sd/-

Sd/-

Sd/-

Nimit Sheth
Partner
Membership No. 142645
Mumbai
Date: 28th April 2023

Nirbhay Vassa
Chief Financial Officer

Harsh Shah
Company Secretary

Abans Finance Private Limited
Statement of Profit & Loss for the year ended 31st March 2023

Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
(₹ in Lacs)			
Revenue from Operations			
Interest Income	19	2,359.38	3,295.01
Rental Income		44.81	53.70
Reversal of Impairment Allowance on Loan		5.45	56.94
Dividend Income		2.62	0.48
Processing Fees		0.25	-
Total Revenue from operations (I)		2,412.51	3,406.13
Expenses			
Finance Costs	20	138.36	239.60
Employee Benefits Expenses	21	662.94	364.74
Depreciation, amortization and impairment	9	35.03	35.03
Net Loss on Fair Value Changes	22	161.18	1,870.87
Others expenses	23	220.01	201.98
Total Expenses (II)		1,217.52	2,712.22
Profit/(loss) before tax (III=I-II)		1,194.99	693.91
Less: Tax Expense:			
Current Tax		248.50	187.45
Earlier Year		(0.08)	11.54
Deferred Tax		59.05	4.52
Total Tax Expense (IV)		307.47	203.51
Profit/(loss) after tax (V=III-IV)		887.52	490.40
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
- Remeasurement gain/(loss) on defined benefit plan		(2.15)	0.91
Income tax relating to items that will not be reclassified to profit or loss			
- Deferred Tax on OCI		0.60	(0.25)
Other Comprehensive Income		(1.55)	0.66
Total Comprehensive Income		885.97	491.06
Earnings per equity share			
Basic (Rs.)		3.34	1.94
Diluted (Rs.)		3.34	1.94

Significant Accounting Policies

1

Notes to Accounts

2 - 50

Significant Accounting Policies and Notes attached thereto form an integral part of Financial Statements.

**As per our attached report of even date
For Paresh Rakesh & Associates LLP
Chartered Accountants
Firm Registration No.: 119728W/W100743**

**For and Behalf of the Board
Abans Finance Private Limited**

Sd/-

Sd/-

**Mahesh Kumar Cheruveedu
Director & CEO
DIN : 09499122**

**Abhishek Bansal
Director
DIN : 01445730**

Sd/-

**Nimit Sheth
Partner
Membership No. 142645
Mumbai
Date: 28th April 2023**

Sd/-

Sd/-

**Nirbhay Vassa
Chief Financial Officer**

**Harsh Shah
Company Secretary**

Abans Finance Private Limited
Cash Flow Statement for the period 01 April 2022 to 31st March 2023

	(₹ in Lacs)	
Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Profit before tax as per Statement of Profit and Loss	1,194.99	693.91
Adjusted for :		
Depreciation	35.04	35.04
Impairment Allowance on Loan - Provision / (Reversal)	(5.45)	(56.94)
Fair Value Adjustment - Debt Securities	(187.25)	236.84
Fair Value Adjustment - Investment	25.70	(9.72)
Fair Value Adjustment - Gsec	(289.44)	
(Profit) / Loss on Sale of Investment	(45.64)	(14.32)
Dividend Income	(2.62)	(0.48)
Remeasurement gain/(loss) on defined benefit plan	(2.15)	0.91
Increase / (Decrease) in Payables	(4.26)	(146.19)
Increase / (Decrease) in Debt Securities	3,298.33	(10,497.00)
Increase / (Decrease) in Other Borrowings	1,959.02	(5,549.09)
Increase / (Decrease) in Provision	10.72	19.09
Increase / (Decrease) in Other Liabilities	5.53	5.06
Decrease / (Increase) in Derivatives financial instruments	(50.11)	24.80
Decrease / (Increase) in Receivables	(900.57)	(72.09)
Decrease / (Increase) in Loans & Advances	1,109.18	16,789.48
Decrease / (Increase) in Other Current Assets	(102.11)	(66.17)
	4,853.92	(66.17)
Cash Generated from Operations	6,048.91	1,393.13
Taxes Paid	247.34	131.88
Net Cash from Operating Activities (A)	5,801.57	1,261.25
CASH FLOW FROM INVESTING ACTIVITIES		
Sale / (Purchase) of Investments	(29,116.52)	(3,758.26)
Sale / (Purchase) of Fixed Asset	(1.09)	-
Dividend Income	2.62	0.48
Net Cash from Investing Activities (B)	(29,114.99)	(3,757.78)
CASH FLOW FROM FINANCING ACTIVITIES		
Issue of Equity shares	919.54	-
Share premium received on issue of Equity shares	7,080.46	-
Increase / (Decrease) in Borrowings	26,100.00	-
Net Cash from Financing Activities (C)	34,100.00	-
Net cash and cash equivalents (A + B + C)	10,786.58	(2,496.53)
Cash and cash equivalents at beginning of the period	2,858.71	5,355.24
Cash and cash equivalents at end of the period	13,645.29	2,858.71

Notes:-

- Cash flow statement has been prepared under Indirect method as set out in Ind AS 7 as per the Companies (Indian Accounting Standards) Rule 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rule, 2016.
- Components of cash and cash equivalents at the year end comprise of;

	March 31, 2023	March 31, 2022
Cash on Hand	1.63	1.63
Balance with Bank	2,934.99	13.13
Cheque in hand	8.67	2,843.95
Fixed Deposits with Maturity Less than 3 Months	10,700.00	-
	13,645.29	2,858.71

As per our attached report of even date
For Paresh Rakesh & Associates LLP
Chartered Accountants
Firm Registration No.: 119728W/W100743

For and Behalf of the Board
Abans Finance Private Limited

Sd/-

Mahesh Kumar Cheruveedu
Director & CEO
DIN : 09499122

Sd/-

Abhishek Bansal
Director
DIN : 01445730

Sd/-

Nimit Sheth
Partner
Membership No. 142645
Mumbai
Date: 28th April 2023

Sd/-

Nirbhay Vassa
Chief Financial Officer

Sd/-

Harsh Shah
Company Secretary

Abans Finance Private Limited
Statement of Changes in Equity as at 31st March 2023

Equity Share Capital:

1. Current Reporting Period

(₹ in Lacs)

Particulars	Opening Balance	Changes in Equity Share Capital due to prior period errors	Restated Opening balance	Changes in equity share capital	Closing Balance
Equity Share Capital	2,527.73	-	-	919.54	3,447.27

2. Previous Reporting Period

Particulars	Opening Balance	Changes in Equity Share Capital due to prior period errors	Restated Opening balance	Changes in equity share capital	Closing Balance
Equity Share Capital	2,527.73	-	-	-	2,527.73

Other Equity:

1. Current Reporting Period

(₹ in Lacs)

Particulars	Reserves and Surplus				Other items of Other Comprehensive Income	Total
	Securities Premium	Impairment Reserve	Reserve Fund U/S 45-IC (1) of RBI Act, 1934	Retained Earnings		
Opening Balance	17,624.21	43.71	247.83	1,000.70	5.38	18,921.83
Transfer to Reserve Fund u/s 45-IC (1) of RBI Act, 1934	-	-	177.50	(177.50)	-	-
Other Comprehensive Income	-	-	-	-	(1.55)	(1.55)
Transfer to / from Impairment Reserve	-	5.47	-	(5.47)	-	-
On Account of Fresh Issue of Shares	7,080.46	-	-	-	-	7,080.46
Transfer from Profit & Loss A/c	-	-	-	887.52	-	887.52
Closing Balance	24,704.67	49.18	425.33	1,705.25	3.83	26,888.26

2. Previous Reporting Period

Particulars	Reserves and Surplus				Other items of Other Comprehensive Income	Total
	Securities Premium	Impairment Reserve	Reserve Fund U/S 45-IC (1) of RBI Act, 1934	Retained Earnings		
Opening Balance	17,624.21	53.93	149.75	598.16	4.72	18,430.77
Transfer to Reserve Fund u/s 45-IC (1) of RBI Act, 1934	-	-	98.08	(98.08)	-	-
Other Comprehensive Income	-	-	-	-	0.66	0.66
Transfer to / from Impairment Reserve	-	(10.22)	-	10.22	-	-
Transfer from Profit & Loss A/c	-	-	-	490.40	-	490.40
Closing Balance	17,624.21	43.71	247.83	1,000.70	5.38	18,921.83

Abans Finance Private Limited
Statement of Changes in Equity as at 31st March 2023

Note:

* Impairment Reserve is the difference of allowance under Ind AS 109 and provisions required as per IRAC Norms. If impairment allowance under Ind AS 109 is lower than the provisions required as per IRAC Norms, the difference is appropriated from retained earnings to Impairment Reserve. The impairment reserve is not reckoned for regulatory capital. Withdrawal can be made only after prior permission from the Department of Supervision, RBI.

** As required by section 45-IC of the RBI Act 1934, the company maintains a reserve fund and transfers therein a sum not less than twenty per cent of its net profit every year as disclosed in the profit and loss account and before any dividend is declared. The company cannot appropriate any sum from the reserve fund except for the purpose specified by Reserve Bank of India from time to time.

**As per our attached report of even date
For Paresh Rakesh & Associates LLP
Chartered Accountants
Firm Registration No.: 119728W/W100743**

**For and Behalf of the Board
Abans Finance Private Limited**

Sd/-

**Mahesh Kumar Cheruveedu
Director & CEO
DIN : 09499122**

Sd/-

**Abhishek Bansal
Director
DIN : 01445730**

Sd/-

**Nimit Sheth
Partner
Membership No. 142645
Mumbai
Date: 28th April 2023**

Sd/-

**Nirbhay Vassa
Chief Financial Officer**

Sd/-

**Harsh Shah
Company Secretary**

Abans Finance Private Limited

Note 1: Significant Accounting Policies and Notes to Accounts forming part of Financial Statements for the year ended March 31, 2023

1) Nature of Operations

Abans Finance Private Limited, 'the company', incorporated in Maharashtra, India is a Systematically Important Non-Deposit taking Non banking Financial Company ('NBFC'), as defined under section 45-IA of the Reserve Bank of India ('RBI') Act, 1934.

The company is engaged in advisory services like Investment Banking, Corporate Finance, Project Finance, Trade Finance and providing Business & Retail Loans, unsecured as well as secured against collateral security of immovable property, agri stocks, liquid assets like shares, other financial assets, gold jewellery, etc.

The Companies registered office is situated at Mumbai, India

2) Summary of the significant accounting policies

(a) Basis of Preparation for Interim Financial Statements and Purpose

The Financial Statement is prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended.

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

The Financial Statement have been prepared under historical cost convention basis except the following assets and liabilities which have been measured at fair value or revalued amounts. All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs in compliance with Schedule III of the Act, unless otherwise stated.

1. Certain Financial instruments measured at fair value through other comprehensive income (FVTOCI);
2. Certain Financial instruments measured at fair value through Profit and Loss (FVTPL);
3. Defined Benefit Plan asset measured at fair value;

(b) Use of estimates

The preparation of this financial Statement in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates, judgments and assumptions. This estimates, judgments and assumptions affect application of accounting policies and the reported amount of assets, liabilities, disclosure of contingent assets and liabilities at the date of financial Statement and the reported amount of income and expenses for the periods presented. Although this estimates are based on the management's best knowledge of current events and actions, uncertainty about this assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Accounting estimates could change from period to period. Any revision to accounting estimates is recognised prospectively. Actual results could differ from the estimates. Any difference between the actual results and estimates are recognised in the period in which the results are known/materialize. In particular, 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 Statement are as below:

1. Valuation of Financial Instruments;
2. Evaluation of recoverability of deferred tax assets;
3. Useful lives of property, plant and equipment and intangible assets;
4. Obligations relating to employee benefits;
5. Provisions and Contingencies;
6. Provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions;
7. Recognition of Deferred Tax Assets.

(c) Property, plant and equipment (PP&E)

An item of property, plant and equipment that qualifies for recognition as an asset shall be measured at its cost. Cost comprises of the purchase price and any attributable / allocable cost of bringing the asset to its working condition for its intended use. Cost also includes direct cost and other related incidental expenses.

When significant components of property, plant and equipment are required to be replaced at intervals, recognition is made for such replacement of components as individual assets with specific useful life and depreciation if this components are initially recognised as separate asset. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

An item of Property, Plant and Equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset.

Abans Finance Private Limited

Note 1: Significant Accounting Policies and Notes to Accounts forming part of Financial Statements for the year ended March 31, 2023

Depreciation is provided from the date the assets are ready to be put to use, as per straight line method (SLM) method over the useful life of the assets, as prescribed under Part C of Schedule II of the Companies Act, 2013 mentioned below.

Type of Asset	Estimated useful life
Buildings	60 years
Air Conditioner	5 years
Furniture and fittings	10 years
Office Equipments	5 years

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss within 'other income' or 'other expenses' respectively.

(d) Impairment of non-financial assets

At each reporting date, the Company assesses whether there is any indication based on internal /external factors, that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. All assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

(e) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments maturing within 3 months from the date of acquisition that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

(f) Provisions and Contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognised in the financial statements

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which 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 or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

(g) Financial instruments

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

Recognition, initial measurement and derecognition :-

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

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

1. The rights to receive cash flows from the asset have expired, or
2. 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.

Abans Finance Private Limited

Note 1: Significant Accounting Policies and Notes to Accounts forming part of Financial Statements for the year ended March 31, 2023

Classification and subsequent measurement of financial assets

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:

1. Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

Debt instruments at fair value through profit or loss : 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 designate 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 P&L.

2. Debt instruments at Amortised cost: A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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

3. Equity instruments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at fair value through profit and loss (FVTPL). For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable.

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 OCI. There is no recycling of the amounts from OCI to P&L, 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 recognised in the statement of Profit and Loss.

Impairment of financial assets

The Company is required to recognise expected credit losses (ECLs) based on forward-looking information for all financial assets at amortised cost, lease receivables, debt financial assets, loan commitments and financial guarantee contracts. No impairment loss is applicable on equity investments.

At the reporting date, an allowance (or provision for loan commitments and financial guarantees) is required for the 12 month ECLs. If the credit risk has significantly increased since initial recognition (Stage 1), an allowance (or provision) should be recognised for the lifetime ECLs for financial instruments for which the credit risk has increased significantly since initial recognition (Stage 2) or which are credit impaired (Stage 3).

The measurement of ECL is calculated using three main components: (i) probability of default (PD) (ii) loss given default (LGD) and (iii) the exposure at default (EAD). The 12 month and lifetime PDs represent the PD occurring over the next 12 months and the remaining maturity of the instrument respectively. The EAD represents the expected balance at default, taking into account the repayment of principal and interest from the balance sheet date to the default event together with any expected drawdowns of committed facilities. The LGD represents expected losses on the EAD given the event of default, taking into account, among other attributes, the mitigating effect of collateral value at the time it is expected to be realised and the time value of money.

The Company applies a three-stage approach to measure ECL on financial assets accounted for at amortised cost. Assets migrate through the following three stages based on the change in credit quality since initial recognition.

1. Stage 1: 12-months ECL

For exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit impaired upon origination, the portion of the lifetime ECL associated with the probability of default events occurring within the next 12 months is recognised. Exposures with days past due (DPD) less than or equal to 29 days are classified as stage 1. The Company has identified zero bucket and bucket with DPD less than or equal to 29 days as two separate buckets.

2. Stage 2: Lifetime ECL – not credit impaired

For credit exposures where there has been a significant increase in credit risk since initial recognition but that are not credit impaired, a lifetime ECL is recognised. Exposures with DPD equal to 30 days but less than or equal to 89 days are classified as stage 2. At each reporting date, the Company assesses whether there has been a significant increase in credit risk for financial asset since initial recognition by comparing the risk of default occurring over the expected life between the reporting date and the date of initial recognition. The Company has identified cases with DPD equal to or more than 30 days and less than or equal to 59 days and cases with DPD equal to or more than 60 days and less than or equal to 89 days as two separate buckets.

3. Stage 3: Lifetime ECL – credit impaired

Financial asset is assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred. For financial asset that have become credit impaired, a lifetime ECL is recognised on principal outstanding as at period end. Exposures with DPD equal to or more than 90 days are classified as stage 3.

A loan that has been renegotiated due to a deterioration in the borrower's condition is usually considered to be credit-impaired unless there is evidence that the risk of not receiving contractual cash flows has reduced significantly and there are no other indicators of impairment. ECL is recognised on EAD as at period end.

If the terms of a financial asset are renegotiated or modified due to financial difficulties of the borrower, then such asset is moved to stage 3, lifetime ECL under stage 3 on the outstanding amount is applied.

The Company assesses when a significant increase in credit risk has occurred based on quantitative and qualitative assessments. Exposures are considered to have resulted in a significant increase in credit risk and are moved to Stage 2 when:

1. Quantitative test: Accounts that are 30 calendar days or more past due move to Stage 2 automatically. Accounts that are 90 calendar days or more past due move to Stage 3 automatically.
2. Qualitative test: Accounts that meet the portfolio's 'high risk' criteria and are subject to closer credit monitoring. High risk customers may not be in arrears but either through an event or an observed behaviour exhibit credit distress.
3. Reversal in Stages: Exposures will move back to Stage 2 or Stage 1 respectively, once they no longer meet the quantitative criteria set out above. For exposures classified using the qualitative test, when they no longer meet the criteria for a significant increase in credit risk and when any cure criteria used for credit risk management are met.

The definition of default for the purpose of determining ECLs has been aligned to the Reserve Bank of India definition of default, which considers indicators that the debtor is unlikely to pay and is no later than when the exposure is more than 90 days past due.

The Company continues to incrementally provide for the asset post initial recognition in Stage 3, based on its estimate of the recovery.

Derecognition of Financial Assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- 1) the rights to receive cash flows from the asset have expired, or
- 2) the Company has transferred its rights to receive cash flows from the asset and substantially all the risks and rewards of the asset, or the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Abans Finance Private Limited

Note 1: Significant Accounting Policies and Notes to Accounts forming part of Financial Statements for the year ended March 31, 2023

Classification and subsequent measurement of financial liabilities

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade payables, other payables, loans and borrowings

The Company classifies all financial liabilities as subsequently measured at amortised cost.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Derivative financial instruments

The Company trades in to derivative financial instruments. Such derivative financial instruments are initially recognised 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 directly to profit or loss.

Derecognition of Financial Liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

(h) Fair value measurement

The Company measures financial instruments such as, investment in equity shares, at fair value on initial recognition

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

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

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

All assets and liabilities for which fair value is measured or disclosed in the financial Statement are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

1. Level 1 – Inputs are quoted (unadjusted) market prices in active markets for identical assets or liabilities that the entity can access at the measurement date.
2. Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
3. Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

Abans Finance Private Limited

Note 1: Significant Accounting Policies and Notes to Accounts forming part of Financial Statements for the year ended March 31, 2023

(i) Revenue recognition

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

1. Interest income: Interest income from a financial asset is recognised using effective interest rate method.
2. Other income: Other income is recognized only when it is reasonably certain that the ultimate collection will be made.

(j) Foreign currencies Transaction and translation

a) Monetary items: 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 functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in the statement of profit and loss.

b) Non – Monetary items: 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.

Exchange differences that arise on settlement of monetary items or on reporting of monetary items at each Balance Sheet date at the closing spot rate are recognised in the Statement of Profit and Loss in the period in which they arise.

(k) Leases

Ind AS 116 sets out the principles for the recognition, measurement and disclosure of leases for both lessees and lessors. A lessee recognises right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

For short term and low value leases, the Company recognizes the lease payments as an operating expense on a straight line basis over the lease term.

(l) Income taxes

Tax expense recognised in the statement of profit and loss comprises the sum of deferred tax and current tax not recognised in OCI or directly in equity.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income-tax Act. Current income tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in OCI or in equity).

Deferred income taxes are calculated using the liability method. Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits or deductible temporary difference will be utilized against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant nontaxable income and expenses and specific limits on the use of any unused tax loss or credit. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in OCI or in equity).

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxation authority.

(m) Borrowing costs

Borrowing costs are expensed in the period in which they are incurred and reported in finance costs.

(n) Employee benefits**1. Provident Fund**

Retirement benefit in the form of Provident Fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

2. Gratuity

Gratuity is in the nature of a defined benefit plan. Provision for gratuity is calculated on the basis of actuarial valuations carried out at balance sheet date and is charged to the statement of profit and loss. The actuarial valuation is performed using the projected unit credit method. Remeasurement, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

3. Compensates Absences

The company provides Privilege Leave to it's employees in India. Provision for leave encashment is calculated on the basis of actuarial valuations carried out at balance sheet date and is charged to the statement of profit and loss. Privilege leave is computed on calendar year basis, however, any unavailed privilege leaves upto 45 days will be carried forward to the next calendar year. Privilege leave can only be encashed at the time of retirement / termination / resignation / withdrawal and is computed as no. of privilege leaves multiplied with applicable salary for leave encashment. The company's liability towards privilege leaves is determined on the basis of year end actuarial valuations applying the Projected Unit Credit Method (as per Ind AS 19) done by an independent actuary.

(o) Earnings per share

Basic earnings per share is calculated by dividing the net profit / (loss) for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit / (loss) for the year attributable to equity shareholders and the weighted average numbers of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted at the beginning of the year and not issued at a later date.

In computing the diluted EPS, potential equity shares that either increase earnings per share or decrease loss per equity share, being anti-dilutive are ignored.

(p) Segment Reporting Policies:

The main business of the Company consists of financial activities including providing loans and advances to it's customers in India, investments in financial instruments and dealing in financial instruments including for hedging. Other segment reported is rental income in the company. Segments have been identified and reported taking into account nature of products and services, the different risk and returns and internal business reporting system. The accounting Policy adopted for Segment Reporting are in line with Company's Accounting Policy.

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022
Note 2: Cash and Cash Equivalent		
Cash on Hand	1.63	1.63
Balance with Bank	2,934.99	2,843.95
Cheque in hand	8.67	13.13
Fixed Deposits with Maturity Less than 3 Months (Refer note 2.1)	10,700.00	-
TOTAL	13,645.29	2,858.71
2.1 - Fixed Deposit of 1.02 Cr pledged against Over Draft facility taken by group company		
Note 3: Derivatives Financial Instruments		
In order to optimize the future cash outflow on liabilities along with interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by taking positions in derivative financial instruments.		
Index Derivatives		
Fair Value - Assets	43.51	0.13
Fair Value - Liabilities	-	-
Total (A)	43.51	0.13
Commodity Derivatives		
Fair Value - Assets	7.27	0.45
Fair Value - Liabilities	-	-
Total (B)	7.27	0.45
Currency Derivatives		
Fair Value - Assets	-	0.09
Fair Value - Liabilities	-	-
Total (C)	-	0.09
TOTAL Fair Value - Asset / (Liability) (A+B+C+D)	50.78	0.67
Notional Amount		
Index Derivatives	11,225.30	1,070.06
Commodity Derivatives	5,191.00	7.32
Currency Derivatives	-	7.68
Note 4: Receivables		
Trade Receivables		
Trade Receivables considered good – Unsecured	1,181.94	232.43
Less: Unrealized (Gain) / Loss (Refer note 3)	(50.78)	(0.67)
Total	1,131.16	231.76
(Refer note 26 on related party)		
Other Receivables		
Receivables considered good - Unsecured	1.26	0.08
	1.26	0.08
TOTAL	1,132.42	231.84

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022

Note 4.1: Trade Receivables ageing schedule
Outstanding for following periods from due date of payment

(i) Undisputed Trade receivables – considered good		
Less than 6m	1,181.94	232.43
6m -1 yr	-	-
1 yr - 2 yrs	-	-
2 yrs - 3 yrs	-	-
More than 3 yrs	-	-
Total	1,181.94	232.43

Note 5: Loans
Demand Loans / Inter-Corporate Deposit in India - at amortised cost

- Public Sector	-	-
- Others		
Secured	-	-
Unsecured	12,045.69	16,161.50
	12,045.69	16,161.50

Term Loans in India - at amortised cost

- Others		
Secured	-	-
Unsecured	5,318.70	2,312.07
	5,318.70	2,312.07
TOTAL	17,364.39	18,473.57

5.1: Credit Quality of Assets

Low credit risk	17,364.38	18,473.57
Significant increase in credit risk	-	-
Credit-impaired	-	-
TOTAL	17,364.38	18,473.57

5.2 Loans of Rs. 100 cr are under pari-passu charge against Debt Securities (Refer Note 12)

5.3 Demand Loans includes ₹ 6314.87 Lacs receivable from Related Party (Refer Note 26)

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022
Note 6: Investments		
At Fair Value through Profit & Loss		
Investment in Shares	139.20	803.71
Investment in Mutual Funds	-	86.79
Investment in Government Securities (Refer note 6.1 and 13)	30,139.46	-
At Amortised Cost		
Investment in Equity instruments		
- Unquoted - in Wholly Owned Subsidiary - (Valued at cost)		
Corporate Avenue Services limited		
45,004 no of equity shares at face value of ₹ 1/- each	31.15	-
Investment in Compulsory Convertible Debentures		
Pearl Stock Broking Pvt Ltd	2,850.00	2,850.00
(Refer note 6.2)		
Investment in Bonds		
Hinduja Leyland Finance Ltd	190.00	183.42
(Refer note 6.3)		
TOTAL	33,349.81	3,923.92
6.1 - Government Securities		
- 2,30,30,000 7.26% GSec of Face Value Rs. 100 each with coupon rate of 7.26% per annum and maturity date 22-08-2032		
- 70,00,000 7.36% GSec of Face Value Rs. 100 each with coupon rate of 7.36% per annum and maturity date 22-08-2052		
- Pledged against loan from Bank		
6.2 - Terms of CCD		
- Each Unsecured, Zero Coupon CCD having Face Value of Rs. 10 lacs each shall be converted into such number of Equity Shares of Face Value 10/- each at any time before the expiry of 10 (Ten) years at option of debenture holder at a conversion price determined in accordance with valuation report arrived at acceptable valuation method at the time of conversion in accordance with the applicable provisions of law		
- Transfer of CCD's are restricted without the written consent of Company		
- CCDs shall not carry any voting rights		
6.3 - Hinduja Leyland Finance Ltd		
- 19 Bonds of Face Value Rs. 10 lacs each with coupon rate of 9.20% per annum and maturity date 13-09-2024		
Note 7: Other Financial Asset		
Interest receivable on loan	21.98	6.74
Income Tax Refund Receivable	51.37	75.94
Margin Money	110.00	-
Fixed Deposit with maturity more than 3 months	14.01	41.98
TOTAL	197.36	124.66
7.1 - Margin is given against secured borrowings (Refer Note 13)		
7.2 - Fixed Deposit is lien marked in favour of Beacon Trusteeship Ltd for Privately Placed Market Linked Debentures		
Note 8: Deferred Tax Assets (Net)		
On Difference of Depreciation on Fixed Assets	7.10	6.67
On Unrealized Loss on Fair Value	(58.93)	(0.19)
On Provision for Employee Benefit	11.02	9.20
On Provision for Impairment - Loans	18.60	20.56
Closing Deferred Tax Asset	(22.21)	36.24
Movement in Net deferred tax Asset during the year	(58.45)	

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Note 9: Property, Plant & Equipment

(₹ in Lacs)						
Particulars	Buildings	Air Conditioner	Furniture and fittings	Office Equipments	Motorcycle	TOTAL
Gross Block:						
As at April 01, 2021	1,405.91	11.12	72.78	35.30	-	1,525.11
Additions	-	-	-	-	-	-
Disposal / Adjustments	-	-	-	-	-	-
As at March 31, 2022	1,405.91	11.12	72.78	35.30	-	1,525.11
Additions	-	-	-	-	1.09	1.09
Disposal / Adjustments	-	-	-	-	-	-
As at March 31, 2023	1,405.91	11.12	72.78	35.30	1.09	1,526.20
Depreciation and Impairment:						
As at April 01, 2021	133.28	10.94	41.12	17.81	-	203.15
Additions	22.21	0.05	6.91	5.86	-	35.03
Disposal / Adjustments	-	-	-	-	-	-
As at March 31, 2022	155.49	10.99	48.03	23.67	-	238.18
Additions	22.21	0.05	6.91	5.86	-	35.03
Disposal / Adjustments	-	-	-	-	-	-
As at March 31, 2023	177.70	11.04	54.94	29.53	-	273.21
Net Block:						
As at April 01, 2021	1,272.63	0.18	31.66	17.49	-	1,321.96
As at March 31, 2022	1,250.42	0.13	24.75	11.63	-	1,286.93
As at March 31, 2023	1,228.21	0.08	17.84	5.77	1.09	1,252.99

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022
Note 10: Other Non Financial Asset		
Prepaid Expenses	38.47	16.26
Balance with Government Authorities	3.72	0.09
Advance to vendors for expenses	0.25	0.26
Advance to staff	4.09	0.81
Security Deposit	1.77	1.48
(Security Deposit is given for Electricity Deposit for registered office)		
TOTAL	48.30	18.90
Note 11: Payables		
Trade Payables		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Other Payables		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	7.42	11.68
TOTAL	7.42	11.68

The Company has not received any intimation from "Creditors" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Hence, disclosures if any, relating to amounts unpaid as at the year end together with Interest paid/payable as required under the said Act have not been made.

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022

Note 12: Debt Securities in India

Secured

At Fair Value through Profit & Loss

Privately Placed Market Linked Non-Convertible Debentures (Refer Note 12.1)	6,716.56	5,239.81
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At Amortised Cost

Privately Placed Non-Convertible Debentures (Refer Note 12.3)	-	151.00
TOTAL	6,716.56	5,390.81

Unsecured

At Fair Value through Profit & Loss

Privately Placed Market Linked Non-Convertible Debentures (Refer Note 12.2)	1,785.34	-
TOTAL	1,785.34	-

TOTAL

8,501.90	5,390.81
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12.1 Privately Placed Market Linked Non Convertible Debentures - Secured

(₹ in Lacs)

Sr. No	Series	Issue Date	Redemption Date	Listed / Unlisted	Max Cap on Coupon	Principle Protection	March 31, 2023		March 31, 2022	
							Units	Face Value	Units	Face Value
1	Series A	31-Jul-19	30-Sep-22	Unlisted	50.00%	Yes	-	-	15	15.00
2	Series B	27-Aug-19	09-Dec-22	Unlisted	240.00%	Yes	-	-	13	13.00
3	Series C	28-Aug-19	31-Oct-22	Unlisted	50.00%	Yes	-	-	12	12.00
4	Series D	11-Sep-19	24-Dec-22	Unlisted	75.00%	Yes	-	-	300	300.00
5	Series G	20-Dec-19	22-Feb-23	Unlisted	50.00%	Yes	-	-	8	8.00
6	Series G	20-Dec-19	23-Apr-23	Unlisted	75.00%	Yes	8	8.00	8	8.00
7	Series H	30-Dec-19	04-Mar-23	Unlisted	50.00%	Yes	-	-	10	10.00
8	Series J	07-Jan-20	12-Mar-23	Unlisted	50.00%	Yes	-	-	5	5.00
9	Series M	14-Feb-20	19-Apr-23	Unlisted	50.00%	Yes	3	3.00	3	3.00
10	Series N Type I	27-Feb-20	02-May-23	Unlisted	50.00%	Yes	10	10.00	10	10.00
11	Series N Type II	27-Feb-20	11-Jun-23	Unlisted	75.00%	Yes	5	5.00	5	5.00
12	Series O	27-Feb-20	13-May-23	Listed	56.00%	Yes	400	400.00	400	400.00
13	Series P Type I	02-Mar-20	12-Jun-23	Unlisted	75.00%	Yes	5	5.00	5	5.00
14	Series P Type II	02-Mar-20	06-May-23	Unlisted	50.00%	Yes	5	5.00	5	5.00
15	Series Q	03-Mar-20	07-May-23	Unlisted	50.00%	Yes	5	5.00	5	5.00
16	Series S	09-Mar-20	13-May-23	Unlisted	50.00%	Yes	5	5.00	5	5.00
17	Series U	13-Mar-20	17-May-23	Unlisted	50.00%	Yes	15	15.00	15	15.00
18	Series V	31-Mar-20	14-Jul-23	Unlisted	75.00%	Yes	15	15.00	15	15.00
19	Series 2	14-May-20	27-Aug-23	Unlisted	168.75%	Yes	14	14.00	14	14.00
20	Series 9 (T-1)	11-Sep-20	26-Oct-23	Listed	42.75%	Yes	140	140.00	140	140.00
21	Series 9 (T-2)	29-Oct-20	26-Oct-23	Listed	42.75%	Yes	10	10.00	10	10.00
22	Series 10 (T-1)	10-Dec-20	31-Dec-22	Listed	34.75%	Yes	-	-	30	30.00
23	Series 11 (T-1)	11-Dec-20	03-Jan-24	Listed	48.25%	Yes	60	60.00	60	60.00
24	Series 10 (T-2)	16-Dec-20	31-Dec-22	Listed	34.75%	Yes	-	-	30	30.00
25	Series 11 (T-2)	17-Dec-20	03-Jan-24	Listed	48.25%	Yes	10	10.00	10	10.00
26	Series 11 (T-3)	30-Dec-20	03-Jan-24	Listed	48.25%	Yes	32	32.00	32	32.00
27	Series 11 (T-4)	27-Jan-21	03-Jan-24	Listed	48.25%	Yes	10	10.00	10	10.00
28	Series 12 (T-1)	04-Feb-21	27-Feb-24	Listed	50.00%	Yes	30	30.00	30	30.00
29	Series 13 (T-1)	05-Feb-21	22-Jul-22	Listed	13.68%	Yes	-	-	58	58.00
30	Series 13 (T-2)	05-Feb-21	22-Jul-22	Listed	13.68%	Yes	-	-	50	50.00
31	Series 14 (T-1)	12-Mar-21	22-May-24	Listed	21.00%	Yes	305	305.00	305	305.00
32	Series 14 (T-2)	15-Mar-21	22-May-24	Listed	21.00%	Yes	30	30.00	30	30.00
33	Series 12 (T-2)	16-Mar-21	27-Feb-24	Listed	50.00%	Yes	20	20.00	20	20.00
34	Series 13 (T-3)	17-Mar-21	22-Jul-22	Listed	13.68%	Yes	-	-	160	160.00
35	Series 14 (T-3)	30-Mar-21	22-May-24	Listed	21.00%	Yes	120	120.00	120	120.00
36	Series 14 (T-4)	29-Apr-21	22-May-24	Listed	21.00%	Yes	60	60.00	60	60.00

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

(₹ in Lacs)										
Particulars										
March 31, 2023										
March 31, 2022										
37	Series 13 (T-4)	30-Apr-21	22-Jul-22	Listed	13.68%	Yes	-	-	30	30.00
38	Series 16	05-May-21	09-Nov-22	Listed	23.93%	Yes	-	-	7	70.00
39	Series 13 (T-5)	17-May-21	22-Jul-22	Listed	13.68%	Yes	-	-	10	10.00
40	Series 17	19-May-21	11-Aug-22	Listed	11.25%	Yes	-	-	30	300.00
41	Series 14 (T-5)	28-May-21	22-May-24	Listed	21.00%	Yes	10	10.00	10	10.00
42	Series 13 (T-6)	01-Jun-21	22-Jul-22	Listed	13.68%	Yes	-	-	10	10.00
43	Series 18 (T-1)	17-Jun-21	11-Mar-23	Listed	10.98%	Yes	-	-	1	10.00
44	Series 13 (T-7)	18-Jun-21	22-Jul-22	Listed	13.68%	Yes	-	-	10	10.00
45	Series 18 (T-2)	23-Jun-21	11-Mar-23	Listed	10.98%	Yes	-	-	3	30.00
46	Series 18 (T-3)	29-Jun-21	11-Mar-23	Listed	10.98%	Yes	-	-	2	20.00
47	Series 13 (T-8)	30-Jun-21	22-Jul-22	Listed	13.68%	Yes	-	-	90	90.00
48	Series 13 (T-9)	08-Jul-21	22-Jul-22	Listed	13.68%	Yes	-	-	20	20.00
49	Series 18 (T-4)	15-Jul-21	11-Mar-23	Listed	10.98%	Yes	-	-	5	50.00
50	Series 19 (T-1)	23-Jul-21	07-Jan-23	Listed	13.68%	Yes	-	-	1	10.00
51	Series 18 (T-7)	29-Jul-21	11-Mar-23	Listed	10.98%	Yes	-	-	3	30.00
52	Series 19 (T-2)	30-Jul-21	07-Jan-23	Listed	13.68%	Yes	-	-	2	20.00
53	Series 20 (T-1)	25-Aug-21	13-May-23	Listed	10.50%	Yes	1	10.00	1	10.00
54	Series 20 (T-2)	06-Sep-21	13-May-23	Listed	10.50%	Yes	3	30.00	3	30.00
55	Series 19 (T-3)	17-Sep-21	07-Jan-23	Listed	13.68%	Yes	-	-	1	10.00
56	Series 21 (T-1)	24-Sep-21	17-Jun-23	Listed	10.50%	Yes	2	20.00	2	20.00
57	Series 19 (T-4)	16-Nov-21	07-Jan-23	Listed	13.68%	Yes	-	-	8	80.00
58	Series 21 (T-2)	23-Nov-21	17-Jun-23	Listed	10.50%	Yes	7	70.00	7	70.00
59	Series 22 (T-1)	06-Dec-21	16-Jan-25	Listed	70.00%	Yes	10	100.00	10	100.00
60	Series 19 (T-5)	16-Dec-21	07-Jan-23	Listed	13.68%	Yes	-	-	5	50.00
61	Series 23 (T-1)	03-Jan-22	08-Jul-23	Listed	13.68%	Yes	9	90.00	9	90.00
62	Series 24 (T-1)	17-Jan-22	31-Oct-24	Listed	25.20%	Yes	20	200.00	20	200.00
63	Series 21 (T-3)	01-Feb-22	17-Jun-23	Listed	10.50%	Yes	3	30.00	3	30.00
64	Series 22 (T-2)	01-Feb-22	16-Jan-25	Listed	70.00%	Yes	3	30.00	3	30.00
65	Series 23 (T-2)	15-Feb-22	08-Jul-23	Listed	13.68%	Yes	31	310.00	31	310.00
66	Series 25 (T-1)	16-Feb-22	14-Apr-24	Listed	12.00%	Yes	15	150.00	15	150.00
67	Series 22 (T-3)	28-Feb-22	16-Jan-25	Listed	70.00%	Yes	4	40.00	4	40.00
68	Series 23 (T-3)	02-Mar-22	08-Jul-23	Listed	13.68%	Yes	6	60.00	6	60.00
66	Series 25 (T-2)	15-Mar-22	14-Apr-24	Listed	12.00%	Yes	1	10.00	1	10.00
69	Series 22 (T-4)	24-Mar-22	16-Jan-25	Listed	70.00%	Yes	1	10.00	1	10.00
70	Series 23 (T-4)	24-Mar-22	08-Jul-23	Listed	13.68%	Yes	4	40.00	4	40.00
71	Series 22 (T-5)	30-Mar-22	16-Jan-25	Listed	70.00%	Yes	2	20.00	2	20.00
72	Series 23 (T-5)	30-Mar-22	08-Jul-23	Listed	13.68%	Yes	1	10.00	1	10.00
73	Series 26 (T-1)	27-Apr-22	11-Sep-24	Listed	40.50%	Yes	7	70.00	-	-
74	Series 22 (T-6)	19-May-22	16-Jan-25	Listed	70.00%	Yes	6	60.00	-	-
75	Series 23 (T-6)	20-May-22	08-Jun-23	Listed	13.68%	Yes	8	80.00	-	-
76	Series 26 (T-2)	03-Jun-22	11-Sep-24	Listed	40.50%	Yes	3	30.00	-	-
77	Series 27 (T-1)	08-Jun-22	28-Oct-23	Listed	13.68%	Yes	9	90.00	-	-
78	Series 28 (T-1)	26-Jun-22	17-Feb-24	Listed	25.00%	Yes	6	60.00	-	-
79	Series 29 (T-1)	28-Jun-22	30-Nov-25	Listed	52.50%	Yes	7	70.00	-	-
80	Series 27 (T-2)	01-Aug-22	28-Oct-23	Listed	13.68%	Yes	9	90.00	-	-
81	Series 28 (T-2)	02-Aug-22	17-Feb-24	Listed	25.00%	Yes	2	20.00	-	-
82	Series 29 (T-2)	17-Aug-22	30-Nov-25	Listed	52.50%	Yes	2	20.00	-	-
83	Series 27 (T-3)	17-Oct-22	28-Oct-23	Listed	13.68%	Yes	77	770.00	-	-
84	Series 28 (T-2)	17-Oct-22	17-Feb-24	Listed	25.00%	Yes	1	10.00	-	-
85	Series 29 (T-3)	17-Oct-22	30-Nov-25	Listed	52.50%	Yes	7	70.00	-	-
86	Series 30 (T-1)	09-Nov-22	03-Feb-26	Listed	50.00%	Yes	5	50.00	-	-
87	Series 31 (T-1)	16-Nov-22	18-Nov-24	Listed	30.00%	Yes	17	170.00	-	-
88	Series 32 (T-1)	08-Dec-22	02-Mar-24	Listed	13.68%	Yes	20	200.00	-	-
89	Series 33 (T-1)	20-Dec-22	29-May-26	Listed	52.50%	Yes	20	200.00	-	-
90	Series 34 (T-1)	28-Dec-22	13-Jan-25	Listed	38.00%	Yes	19	190.00	-	-
91	Series 35 (T-1)	01-Feb-23	31-Mar-24	Listed	20.00%	Yes	120	120.00	-	-
92	Series 36 (T-1)	17-Feb-23	05-Jan-25	Listed	19.00%	Yes	162	162.00	-	-
93	Series 37 (T-1)	27-Feb-23	30-Mar-24	Listed	15.00%	Yes	98	98.00	-	-
94	Series 39 (T-1)	08-Mar-23	28-Mar-25	Listed	36.00%	Yes	252	252.00	-	-

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars							(₹ in Lacs)			
							March 31, 2023		March 31, 2022	
95	Series 32 (T-2)	24-Mar-23	02-Mar-24	Listed	13.68%	Yes	6	60.00	-	-
96	Series 35 (T-2)	27-Mar-23	31-Mar-24	Listed	20.00%	Yes	37	37.00	-	-
97	Series 39 (T-2)	28-Mar-23	28-Mar-25	Listed	36.00%	Yes	1	1.00	-	-
98	Series 40 (T-1)	20-Mar-23	02-Sep-26	Unlisted	52.50%	Yes	225	225.00	-	-
TOTAL							2,576	5,762.00	2,379	4,098.00

- Secured against Loans and Advances

- Coupon rate of "NCDs" varies with Market Movement in Index and underlying equity/commodity wherever applicable, with maximum cap on coupon

12.2 Privately Placed Market Linked Non Convertible Debentures - Unsecured

(₹ in Lacs)

Sr. No	Series	Issue Date	Redemption Date	Listed / Unlisted	Max Cap on Coupon	Principle Protection	March 31, 2023		March 31, 2022	
							Units	Face Value	Units	Face Value
1	Series 38 (T-1)	28-Feb-23	27-Feb-26	Unlisted	NA	No	1,850	1,850.00	-	-
TOTAL							1,850	1,850.00	-	-

- 95% of aggregate gains/(losses) generated out of investment including its re-investment payable on redemption. It is clarified that the coupon payment shall accrue, and shall be due and payable on the coupon payment date.

12.3 Privately Placed Non-Convertible Debentures - Secured

(₹ in Lacs)

Sr. No	Series	Issue Date	Redemption Date	Listed / Unlisted	Max Cap on Coupon	Principle Protection	March 31, 2023		March 31, 2022	
							Units	Face Value	Units	Face Value
1	Series 15	20-Apr-21	19-Apr-22	Unlisted	12.00%	Yes	-	-	151	151.00
TOTAL							-	-	151	151.00

Note 13: Borrowings (Other than Debt Securities)
At Amortised Cost
Secured

Related Party

- -

Banks

26,100.00 -

Total
26,100.00 -

(Refer Note 6 & 13.1)

Unsecured

Related Party

1,959.02 -

Banks

- -

Total
1,959.02 -

(Refer note 26 on related party)

Total Borrowings in India
28,059.02 -
13.1 Terms of Borrowings

Secured against Government Securities

Rate of interest varies between 6.50% pa to 6.80% pa

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022
Note 14: Current tax liabilities (Net)		
Provision for Income Tax	33.54	32.47
TOTAL	33.54	32.47
Note 15: Provisions		
Provision for Leave Encashment	25.29	24.54
Provision for Gratuity	18.49	8.52
Provision for Impairment loss allowance (Loans)	24.73	30.18
TOTAL	68.51	63.24
Note 16: Other Non Financial Liabilities		
Duties & Taxes	13.21	7.68
TOTAL	13.21	7.68
Note 17: Equity Share Capital		
Authorised		
Equity Share		
March 31st, 2023- 16,35,00,000 Nos- face value of 10/- each	16,350.00	-
March 31st, 2022- 16,35,00,000 Nos- face value of 10/- each	-	16,350.00
TOTAL	16,350.00	16,350.00
Issued, Subscribed and Paid up:		
Equity shares		
March 31st, 2023- 3,44,72,729 Nos- face value of 10/- each	3,447.27	-
March 31st, 2022- 2,52,77,326 Nos- face value of 10/- each	-	2,527.73
TOTAL	3,447.27	2,527.73
Note 17.1: Reconciliation of number of shares outstanding is set out below:		
Equity Shares :		
At the beginning of the period	2,52,77,326	2,52,77,326
Addition during the period	91,95,403	-
Outstanding at the end of the period	3,44,72,729	2,52,77,326
Note 17.2: The details of shareholders holding more than 5% shares :		
Equity Shares:		
Name of the Shareholder		
Abans Holdings Ltd (No. of Shares)	3,23,92,395	2,31,96,992
Abans Holdings Ltd (% held)	93.97%	91.77%
Teesta Retail Pvt Ltd (No. of Shares)	20,70,926	20,70,926
Teesta Retail Pvt Ltd (% held)	6.01%	8.19%

Terms / Rights attached to Equity Shares

The company has only one class of equity share have been having a par value of Rs.10 each holder of equity share is entitled to one vote per share. The company declares and pays dividend if any, in Indian Rupee. The dividend proposed if any, by the board of Directors is subject to the approval of the share holders at the ensuing Annual General meeting accept in case of interim dividend. In the event of liquidation of the company, the holder of equity shares will be entitled to receive any of remaining assets of the company after distribution of preferential amount. The distribution will be in proportion to the number of equity shares held by the share holders.

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022
Note 17.3: Shares held by Promoters		
Equity Shares:		
Name of the Promoter		
Abans Holdings Ltd		
No. of Shares	3,23,92,395	2,31,96,992
% of total shares	93.97%	91.77%
% change during the year	39.64%	0.00%
Abhishek Bansal		
No. of Shares	1,568	1,568
% of total shares	0.00%	0.01%
% change during the year	0.00%	0.00%
Shriyam Bansal		
No. of Shares	7,840	7,840
% of total shares	0.02%	0.03%
% change during the year	0.00%	0.00%
Note 18: Other Equity		
Securities Premium		
Opening Balance	17,624.21	17,624.21
Add: for the year	7,080	-
Closing Balance	24,704.67	17,624.21
Impairment Reserve		
Opening Balance	43.71	53.93
Add: Transferred from retained earnings (Refer note 18.2)	5.47	(10.22)
Closing Balance	49.18	43.71
Reserve Fund U/S 45-IC (1) Of Reserve Bank Of India Act, 1934		
Opening Balance	247.83	149.75
Add: Transferred from retained earnings	177.50	98.08
Closing Balance	425.33	247.83
Retained Earnings		
Opening Balance	1,000.70	598.16
Add : Profit for the year	887.52	490.40
Transfer to Reserve Fund U/S 45-IC (1) Of Reserve Bank Of India Act, 1934	(177.50)	(98.08)
Transfer from Impairment Reserve	(5.47)	10.22
Closing Balance	1,705.25	1,000.70
Other Comprehensive Income		
Opening Balance	5.38	4.72
Add : Other comprehensive income for the year	(1.55)	0.66
Closing Balance	3.83	5.38
TOTAL	26,888.26	18,921.83

Abans Finance Private Limited**Notes to the Financial Statements as at 31st March 2023**

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022

Note 18.1: Security Premium

Premium received upon issuance of Equity shares and conversion of Preference shares.

Securities Premium can be used for writing off any preliminary expenses of the company, to provide for the premium that is payable on the redemption of debentures or of preference shares of the company and to buy back its own shares.

Note 18.2: Impairment Reserve

Impairment Reserve is the difference of allowance under Ind AS 109 is and provisions required as per IRACP. If impairment allowance under Ind AS 109 is lower than the provisions requires as per IRACP, the difference is appropriated from retained earnings to Impairment Reserve.

The impairment reserve is not reckoned for regulatory capital. Withdrawal can be made only after prior permission from the Department of Supervision, RBI.

Abans Finance Private Limited
Notes to the Financial Statements for the year ended 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022
Note 19: Interest Income		
<u>At amortised cost</u>		
Interest on Loans	2,332.43	3,281.35
Interest on Investment	19.49	4.54
Interest on Bank Deposit	5.37	9.12
Interest on IT Refund	2.09	-
TOTAL	2,359.38	3,295.01
Note 20: Finance Costs		
<u>At amortised cost</u>		
Interest on borrowings	133.40	239.57
Other borrowing costs	4.96	0.03
TOTAL	138.36	239.60
Note 21: Employee Benefits and Expenses		
Salaries and Wages	597.91	321.15
Gratuity Expense	10.56	3.86
Provision for Leave salary	4.24	22.76
Contribution to provident and other funds	25.99	12.68
Staff Welfare	24.24	4.29
TOTAL	662.94	364.74
Note 22: Net (gain) / loss on fair value changes		
Net (Gain) / Loss on derivative instruments	472.82	744.54
Net (Gain) / Loss on quoted securities	(311.64)	1,126.33
TOTAL	161.18	1,870.87
Realised (Gain) / Loss	395.33	1,871.54
Unrealised (Gain) / Loss	(234.15)	(0.67)
	161.18	1,870.87
Note 23: Establishment and Other Expenses		
Rent Expenses	9.84	-
Donation	0.08	-
CSR Expense	8.59	-
Electricity Expenses	12.42	11.21
Society Maintenance charges	1.33	1.29
Telecommunication Expenses	0.25	0.13
Travelling & Conveyance	3.82	1.17
Legal & Professional Fees	82.85	30.97
Property Tax	4.73	2.72
Insurance Expense	16.30	-
Interest on Late payment of TDS	24.41	-
Sundry Expenses	6.66	22.14
Business Development Expenses	35.98	118.40
Repairs & Maintenance	0.07	0.64
Franking, Stamping & Registration Charges	2.90	4.15
License Fee and ROC Expenses	5.28	5.45
<u>Payment to Auditors</u>		
- Statutory Audit Fees	3.00	2.00
- Tax Audit Fees	0.50	0.50
- Certification Fees	1.00	1.21
TOTAL	220.01	201.98

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023
Note 24: Contingent Liabilities & Commitments

There are no material pending contingent liabilities on account of litigations or commitments which the company believes could reasonably be expected to have a material adverse effect on the result of operations, cash flow or the financial position of the company except as stated below:

	March 31, 2023	(₹ in Lacs) March 31, 2022
a) Guarantee given to bank against fund based and non fund based credit limit		
Abans Securities Pvt Ltd (Outstanding exposure as on 31-03-2023 is Rs. 5500.00 lacs (PY Rs. 6500.00 lacs))	6,900.00	6,900.00
Abans Broking Services Pvt Ltd (Outstanding exposure as on 31-03-2023 is Rs. 4500.00 lacs (PY Rs. 4813.16 lacs))	4,987.00	4,987.00
b) GST Maharashtra - On account of Notice for Input Tax Credit	5.30	-

Note 25: Earning Per Share

Particulars	March 31, 2023	March 31, 2022
a) Face Value of the shares (Rs.)	10.00	10.00
b) Outstanding No. of Equity Shares	3,44,72,729	2,52,77,326
c) Weighted Average no. of shares	2,65,87,356	2,52,77,326
d) Net Profit after tax as per statement of profit and loss	887.52	490.40
e) Basic Earnings Per Share (Rs.) (E = D / C)	3.34	1.94
f) Weighted Average no. of shares (Diluted)	2,65,87,356	2,52,77,326
g) Diluted Earnings Per Share (not annualised)	3.34	1.94

Note 26: Related Party Disclosure :

A. Related parties with whom transaction have been entered during the year.

Relationship Category	Particulars	Name of the Party
1	Abans Holdings Limited	Holding Company
2	Corporate Avenue Services Ltd	Subsidiary companies
3	Abhishek Bansal	Key management personnel
3	Nirbhay Vassa	Key management personnel
3	Harsh Shah	Key management personnel
3	Shivshankar Singh	Key management personnel
3	Mahesh Kumar Cheruveedu	Key management personnel
3	Ashima Chhatwal	Key management personnel - Independent Director
3	Kalpesh Darji	Key management personnel - Independent Director
4	Abans Investment Managers Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Agri Warehousing & Logistics Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Capital Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel
4	Shanghai Yilan Trading Co. Ltd	Enterprises owned or significantly influenced by Key Management Personnel
4	Clamant Broking Services Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

4	Abans Broking Services Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Securities Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Commodities (I) Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Investment Manager Mauritius	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Global Broking (IFSC) Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Irvin Trading PTE Ltd (Strike off w.e.f. June 06, 2022)	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Caspian HK trading ltd. (Hong Kong)	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Global Ltd. (UK)	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Middle East DMCC	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans International Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Venture UK	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Global Trading DMCC (Dissolved w.e.f August 24, 2022)	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Evergreen LLC (UAE)	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Realty and Infrastructure Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Enterprises Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Fintrade Pvt Ltd (Formerly known as Cultured Curio Jewels Pvt Ltd)	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Gems and Jewels trading FZC	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Jewels Ltd (Formerly known as Abans Jewels Pvt Ltd)	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Metals Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Agrometal Vendibles Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Hydux Enterprises Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

4	Lifesurge Biosciences Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Pantone Enterprises Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Shello Tradecom Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Zale Trading Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Zicuro Technologies Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Creations Pvt Ltd	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abhishek Bansal HUF	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Fortune Gems (Prop. Abhishek Bansal)	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Investment Trust	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Insurance Broking Pvt Ltd (Formerly known as Tout Comtrade Pvt Ltd)	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Alternative Fund Managers LLP	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Investment Trust IFSC	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Foundation	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Abans Diversified Alternative Fund LLP	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
4	Splendid International Ltd.	Enterprises owned or significantly influenced by Key Management Personnel	Enterprises owned or significantly influenced by Key Management Personnel
5	None	Enterprises owned or significantly influenced by a group of individuals or their relatives who have a control or significant influence over the company	Enterprises owned or significantly influenced by a group of individuals or their relatives who have a control or significant influence over the company
6	None	Enterprises owned or significantly influenced by a group of individuals or their relatives who have a control or significant influence over the company	Enterprises owned or significantly influenced by a group of individuals or their relatives who have a control or significant influence over the company

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

B. The Following transactions were carried out with the related parties in the ordinary course of business and at arm's length (₹ in Lacs)

<u>Nature of transactions</u>	<u>Relationship Category</u>	<u>March 31, 2023</u>	<u>March 31, 2022</u>
Loans receivable			
Abans Metals Pvt Ltd	4	881.70	322.36
Abans Creations Pvt Ltd	4	1,367.63	1,148.10
Abans Securities Pvt Ltd	4	530.00	-
Abans Enterprises Ltd	4	1,576.00	352.41
Abans Agri Warehousing & Logistics Private Limited	4	34.20	-
Abans Broking Services Pvt Ltd	4	-	3,622.90
Abans Realty & Infrastructure Pvt Ltd	4	5.00	-
Cultured Curio Jewels Pvt Ltd	4	-	6,139.48
Lifesurge Biosciences Pvt Ltd	4	300.93	253.93
Pantone Enterprises Pvt Ltd	4	25.00	312.92
Zale Trading Pvt Ltd	4	12.00	645.21
Zicuro Technologies Pvt Ltd	4	1,582.41	920.86
Total		6,314.87	13,718.17
Debt Securities issued during year			
<u>Marked linked debentures - Secured</u>			
Abans Broking Services Pvt Ltd (Discount on issue CY Rs. 131.36 lacs, PY Rs. 72.85 lacs)	4	2,930.00	2,150.00
Abans Investment Trust (Discount on issue CY Rs. 6.12 lacs, PY Rs. Nil)	4	2,125.00	-
Total		5,055.00	2,150.00
Debt Securities outstanding (as per Benpos)			
<u>Marked linked debentures - Secured</u>			
Abans Broking Services Pvt Ltd	4	5.00	5.00
Abans Investment Trust	4	2,125.00	-
Abans Securities Private Limited	4	930.00	-
Abans Jewels Limited	4	-	400.00
Total		3,060.00	405.00
Redemption of Market Linked Debentures			
Abans Jewels Limited	4	150.00	-
Abans Metals Pvt Ltd	4	80.00	-
Abans Securities Pvt Ltd	4	100.00	-
Cultured Curio Jewels Pvt Ltd	4	218.00	-
Total		548.00	-
Loans Payable			
Abhishek Bansal	3	1,930.00	-
Total		1,930	-
Corporate guarantee/Security given by reporting enterprise			
Abans Securities Pvt Ltd	4	6,900.00	6,900.00
Abans Broking Services Pvt Ltd	4	4,987.00	4,987.00
Cultured Curio Jewels Pvt Ltd	4	9,180.00	-
Total		21,067	11,887
Trade Receivables			
Abans Securities Pvt Ltd	4	495.97	228.97
Abans Broking Services Pvt Ltd (Including margin given to exchange)	4	789.05	3.46
Total		1,285.02	232.43
Rent Receivables			
Abans Investment Trust	4	1.20	-
Total		1.20	-

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

		(₹ in Lacs)	
Nature of transactions	Relationship Category	March 31, 2023	March 31, 2022
Brokerage Charges Paid			
Abans Broking Services Pvt Ltd	4	-	0.01
Abans Securities Pvt Ltd	4	-	0.33
Total		-	0.34
Purchase for Business Development Expense			
Abans Jewels Limited	4	-	98.55
Total		-	98.55
Interest Income			
Abans Metals Pvt Ltd	4	428.45	562.80
Abans Agri Warehousing & Logistics Pvt Ltd	4	9.47	-
Abans Broking Services Private Limited	4	236.42	158.60
Abans Creations Pvt Ltd	4	164.99	72.09
Zicuro Technologies Private Limited	4	133.62	61.31
Abans Jewels Limited	4	52.85	162.85
Cultured Curio Jewels Private Limited	4	45.74	242.05
Abans Enterprises Ltd	4	126.84	45.31
Lifesurge Biosciences Private Limited	4	30.08	18.42
Abans Securities Private Limited	4	12.12	109.62
Abans Commodities Private Limited	4	8.05	45.97
Pantone Enterprises Pvt Ltd	4	52.95	31.00
Shello Tradecom Pvt Ltd	4	11.87	1.61
Zale Trading Pvt Ltd	4	44.95	20.19
Hydux Enterprises Pvt Ltd	4	5.22	36.39
Abans Holdings Limited	1	55.27	-
Agrometal Vendibles Private Limited	4	40.50	-
Total		1,459.39	1,568.21
Rent Income			
Abans Broking Services Pvt Ltd	4	9.24	9.24
Abans Commodities (I) Pvt Ltd	4	4.20	9.24
Abans Realty & Infrastructure Pvt Ltd	4	1.02	7.56
Abans Securities Pvt Ltd	4	7.56	7.56
Abans Jewels Limited	4	5.04	5.04
Abans Holdings Ltd	1	1.68	1.68
Abans Agri Warehousing & Logistics Pvt Ltd	4	1.68	1.68
Abans Metals Pvt Ltd	4	1.26	1.26
Abans Enterprise Ltd	4	1.68	1.68
Cultured Curio Jewels Pvt Ltd	4	1.68	1.68
Zicuro Technologies Pvt Ltd	4	1.02	1.02
Lifesurge Biosciences Pvt Ltd	4	1.02	1.02
Hydux Enterprises Private Limited	4	0.51	1.02
Shello Tradecom Pvt Ltd	4	1.02	1.02
Pantone Enterprises Pvt Ltd	4	1.02	1.02
Zale Trading Pvt Ltd	4	1.02	1.02
Agrometal Vendibles Pvt Ltd	4	0.24	0.24
Clamant Broking Services Pvt Ltd	4	0.24	0.24
Abhishek Bansal	3	0.24	0.24
Abans Capital Pvt Ltd	4	0.24	0.24
Abans Alternative Fund Managers LLP	4	0.48	-
Abans Investment Managers Pvt Ltd	4	0.68	-
Abans Insurance Broking Pvt Ltd	4	1.02	-
Abans Investment Trust	4	1.02	-
Total		44.81	53.70

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

<u>Nature of transactions</u>	<u>Relationship Category</u>	(₹ in Lacs)	
		<u>March 31, 2023</u>	<u>March 31, 2022</u>
Sale of Government Securities			
Abans Broking Services Pvt Ltd	4	2,495.18	-
Abans Commodities (I) Pvt Ltd	4	149.81	-
Abans Enterprises Limited	4	990.36	-
Abans Jewels Limited	4	1,520.93	-
Abans Metals Pvt Ltd	4	4,059.72	-
Abans Realty & Infrastructure Pvt Ltd	4	49.55	-
Abans Securities Pvt Ltd	4	1,403.76	-
Abhishek Bansal	3	496.04	-
Agrometal Vendibles Pvt Ltd	4	178.34	-
Cultured Curio Jewels Pvt Ltd	4	4,282.82	-
Total		15,627	-
Purchase of Government Securities			
Abans Jewels Limited	4	1,504.83	-
Agrometal Vendibles Pvt Ltd	4	178.39	-
Cultured Curio Jewels Pvt Ltd	4	1,505.12	-
Total		3,188	-
Cross Charge of Goods and Service Tax			
Abans Jewels Limited	4	1.12	-
Total		1.12	-
Interest Expense			
Abans Jewels Limited	4	20.52	-
Abans Metals Pvt Ltd	4	10.94	-
Abans Securities Pvt Ltd	4	17.45	-
Abhishek Bansal	3	29.02	-
Cultured Curio Jewels Pvt Ltd	4	29.82	-
Total		107.75	-
Salary / Remuneration			
Nirbhay Vassa	3	71.33	38.26
Mahesh Kumar Cheruveedu	3	54.72	20.82
Harsh Shah	3	10.18	6.41
Total		136.23	65.49
Sitting Fees			
Ashima Chhatwal	3	1.10	0.75
Kalpesh Darji	3	1.10	1.30
Total		2.20	2.05

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023
Note 27: Segment Information

The main business of the Company consists of financial activities including providing loans and advances to its customers in India, investments in financial instruments and dealing in financial instruments including for hedging. Other segment reported is rental income in the company. Segments have been identified and reported taking into account nature of products and services, the different risk and returns and internal business reporting system. The accounting Policy adopted for Segment Reporting are in line with Company's Accounting Policy.

Particulars

(₹ in Lacs)

	March 31, 2023	March 31, 2022
1. Segment Revenue		
a) Segment - Financial	2,360.25	3,343.31
b) Segment - Rent	44.81	53.70
c) Segment - Others / un allocable	7.45	9.12
Total	2,412.51	3,406.13
Less: Inter Segment Revenue	-	-
Net Sales / Income from Operations	2,412.51	3,406.13
2. Segment Results		
Profit / (Loss) before tax and interest from each segment		
a) Segment - Financial	1,334.29	1,302.05
b) Segment - Rent	38.87	49.78
c) Segment - Others / un allocable	(39.81)	(418.32)
Total	1,333.35	933.51
Less: Finance cost	(138.36)	(239.60)
Total profit before tax	1,194.99	693.91
3. Capital Employed		
Segment Assets		
a) Segment - Financial	52,192.41	22,835.08
b) Segment - Rent	1,203.64	1,225.41
c) Segment - Others / un allocable	13,645.29	2,894.95
Total	67,041.34	26,955.44
Segment Liabilities		
a) Segment - Financial	36,593.06	5,432.67
b) Segment - Rent	-	-
c) Segment - Others / un allocable	112.75	73.21
Total	36,705.81	5,505.88

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023
Note 28: Employee Benefits
A. Gratuity (Defined Benefit Plan)
i) General Description:

The Company provides for gratuity for employees in India as per the payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The company's liability towards gratuity is determined on the basis of year end actuarial valuations applying the Projected Unit Credit Method (as per Ind AS 19) done by an independent actuary as on 31st March, 2023.

Particulars	(₹ in Lacs)			
	March 31, 2023	March 31, 2022		
ii) Change in the present value of the defined benefit obligation				
Opening defined benefit obligation	8.52	8.24		
Current service cost	9.98	3.34		
Interest cost	0.58	0.53		
Actuarial (gain) / loss due to remeasurement on change in assumptions	2.15	(0.91)		
Past service cost	-	-		
Benefits paid	(2.73)	(2.68)		
Contributions by employee	-	-		
Transfer in / (out)	-	-		
Present Value of Obligation as at the end	18.50	8.52		
iii) Breakup of Actuarial gain/loss				
Actuarial [gain]/ loss arising from change in demographic assumption	-	-		
Actuarial [gain]/ loss arising from change in financial assumption	(1.06)	(0.39)		
Actuarial [gain]/ loss arising from experience adjustment	3.20	(0.52)		
iv) Expenses/ [Incomes] recognised in the Statement of Profit and Loss:				
Current service cost	9.98	3.34		
Past service cost	-	-		
(Gains) / losses - on settlement	-	-		
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	0.58	0.53		
Expenses Recognised in the Income Statement	10.56	3.87		
v) Other Comprehensive Income				
Actuarial (Gain)/Loss recognized for the period due to change in assumptions	2.15	(0.91)		
Return on plan assets, excluding amount recognised in net interest expense	-	-		
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-		
Components of defined benefit costs recognised in other comprehensive income	2.15	(0.91)		
vi) Movement in net liabilities recognised in Balance Sheet:				
Opening net liabilities	8.52	8.24		
Expenses as above [P & L Charge]	10.56	3.87		
Benefits Paid	(2.73)	(2.68)		
Other Comprehensive Income (OCI)	2.15	(0.91)		
Liabilities/ [Assets] recognised in the Balance Sheet	18.50	8.52		
vii) Amount recognized in the balance sheet:				
PVO at the end of the year	18.50	8.52		
Fair value of plan assets at the end of the year	-	-		
Deficit	(18.50)	(8.52)		
Unrecognised past service cost	-	-		
(Liabilities)/Assets recognized in the Balance Sheet	(18.50)	(8.52)		
viii) Principal actuarial assumptions as at Balance sheet date:				
<u>Discount rate</u>	7.40%	6.85%		
[The rate of discount is considered based on market yield on Government Bonds having currency and terms in consistence with the currency and terms of the post-employment benefit obligations].				
<u>Annual increase in salary cost</u>	9.00%	9.00%		
[The estimates of future salary increases are considered in actuarial valuation, taking into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market].				
<u>Employee Attrition Rate (Past Services (PS))</u>	10.00%	10.00%		
<u>Decrement adjusted remaining working life (years)</u>	8.6	8.78		
<u>Sensitivity analysis:</u>				
<u>March 31, 2023</u>	<u>Discount rate of</u>	<u>Salary Escalation</u>	<u>Attrition rate of</u>	<u>Mortality rate of</u>
	<u>1%</u>	<u>rate of 1%</u>	<u>50%</u>	<u>10%</u>
Impact on statement of Profit & Loss increase in rate	16.79	20.34	16.33	18.49
Impact on statement of Profit & Loss of decrease in rate	20.48	16.83	21.46	18.50

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

B. Compensated absence (long term employee benefits)

i) General description:-

The company provides Privilege Leave to its employees in India. Privilege leave is computed on calendar year basis, however, any unavailed privilege leaves upto 45 days will be carried forward to the next calendar year. Privilege leave can only be encashed at the time of retirement / termination / resignation / withdrawal and is computed as no. of privilege leaves multiplied with applicable salary for leave encashment. The company's liability towards privilege leaves is determined on the basis of year end actuarial valuations applying the Projected Unit Credit Method (as per Ind AS 19) done by an independent actuary as on 31st March, 2023.

(₹ in Lacs)

Particulars	March 31, 2023	March 31, 2022
ii) Asset and Liability (Balance Sheet position)		
Present value of obligation	25.29	24.55
Fair value of plan assets	-	-
Surplus/(Deficit)	(25.29)	(24.55)
Effects of asset ceiling	-	-
Net Asset/ (Liability)	(25.29)	(24.55)
iii) Bifurcation of Present Value of Obligation at the end of the year as per revised Schedule		
Current Liability (Short Term)	2.46	2.26
Non-current Liability (Long term)	22.83	22.29
Present value of the obligation at the end	25.29	24.55
iv) Expenses Recognized in the Statement of Profit and Loss		
Present value of obligation as at the beginning	24.55	5.73
Present value of obligation as at the end	25.29	24.55
Benefit Payment	3.50	3.94
Actual return on plan asset	-	-
Acquisition adjustment	-	-
Expense recognized	4.24	22.76
v) Principal actuarial assumptions as at Balance sheet date:		
<u>Discount rate</u>	7.40%	6.85%
[The rate of discount is considered based on market yield on Government Bonds having currency and terms in consistence with the currency and terms of the post-employment benefit obligations].		
<u>Annual increase in salary cost</u>	9.00%	9.00%
[The estimates of future salary increases are considered in actuarial valuation, taking into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market].		

Sensitivity analysis:

<u>March 31, 2023</u>	<u>Discount rate of</u> 1%	<u>Salary Escalation</u> rate of 1%	<u>Attrition rate of</u> 50%	<u>Mortality rate of</u> 10%
Impact on statement of Profit & Loss increase in rate	23.24	27.61	24.38	25.29
Impact on statement of Profit & Loss of decrease in rate	27.67	23.25	27.03	25.30

C. Defined Contribution Plans

The Company also has certain defined contribution plans. Contributions payable by the Company to the concerned Government authorities in respect of Provident Fund are charged to Statement of Profit and Loss. The obligation of the Company is limited to the amount contributed and it has no contractual or any constructive obligation. Amount recognized during the year as contribution in statement of Profit & Loss is Rs. 18.21 lacs and Rs 10.61 lacs for the quarter ended March 31, 2023 and March 31, 2022.

Note 29: Financial Instruments – Fair Values and Risk Management

A. Accounting classification

(₹ in Lacs)

March 31, 2023	Fair Value through Profit / (Loss)	Fair Value through OCI	Amortised Cost	Total
Financial assets				
Cash and cash equivalents	-	-	13,645.29	13,645.29
Derivative financial instruments	50.78	-	-	50.78
Receivables	-	-	1,132.42	1,132.42
Loans	-	-	17,364.39	17,364.39
Investments	30,278.66	-	3,071.15	33,349.81
Other Financial assets	-	-	197.36	197.36
Total Financial Assets	30,329.44	-	35,410.61	65,740.05
Financial liabilities				
Payables	-	-	7.42	7.42
Debt Securities	8,501.90	-	-	8,501.90
Borrowings (Other than Debt Securities)	-	-	28,059.02	28,059.02
Total Financial Liabilities	8,501.90	-	28,066.44	36,568.34

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

(₹ in Lacs)

March 31, 2022	Fair Value through Profit / (Loss)	Fair Value through OCI	Amortised Cost	Total
Financial assets				
Cash and cash equivalents	-	-	2,858.71	2,858.71
Derivative Financial Instruments	0.67	-	-	0.67
Receivables	-	-	231.84	231.84
Loans	-	-	18,473.57	18,473.57
Investments	890.50	-	3,033.42	3,923.92
Other Financial assets	-	-	124.66	124.66
Total Financial Assets	891.17	-	24,722.20	25,613.37
Financial liabilities				
Payables	-	-	11.68	11.68
Debt Securities	5,239.81	-	151.00	5,390.81
Total Financial Liabilities	5,239.81	-	162.68	5,402.49

B. Fair value Measurement

Financial instruments measured at FVTPL / FVOCI :

All assets and liabilities for which the fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement are (other than quoted prices) included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

Financial instruments measured at FVTPL

March 31, 2023	Level 1	Level 2	Level 3	Total
Financial assets				
Derivative financial instruments	50.78	-	-	50.78
Investments	30,278.66	-	-	30,278.66
Total	30,329.44	-	-	30,329.44
Financial Liabilities				
Debt Securities	-	8,501.90	-	8,501.90
Total	-	8,501.90	-	8,501.90
March 31, 2022				
Financial assets				
Derivative financial instruments	0.67	-	-	0.67
Investments	890.50	-	-	890.50
Total	891.17	-	-	891.17
Financial Liabilities				
Debt Securities	-	5,239.81	-	5,239.81
Total	-	5,239.81	-	5,239.81

Financial instruments measured at amortised cost:

The carrying value approximates fair value for long term financial assets and liabilities measured at amortised cost. There are no transfers during the year in level 1, 2 and 3. The Company policy is to recognize transfers into and transfers out of fair value hierarchy level as at the end of reporting period.

C. Financial risk management

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

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

1. Credit risk
2. Liquidity risk and
3. Market risk

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

1. Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due to the Company causing financial loss. It arises from cash and cash equivalents, deposits with banks and financial institutions, security deposits, loans given and principally from credit exposures to customers relating to outstanding receivables. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at reporting date. The Company continuously monitors defaults of customers and other counterparties, identified either individually or by the Company, and incorporates this information into its credit risk controls. Where available at reasonable cost, external credit ratings and/or reports on customers and other counterparties are obtained and used. The Company's policy is to deal only with creditworthy counterparties.

In respect of trade and other receivables, the Company is not exposed to any significant credit risk exposure to any single counterparty or any company of counterparties having similar characteristics. Trade receivables consist of a large number of customers in various geographical areas. The Company has no history of customer default, and considers the credit quality of trade receivables that are not past due or impaired to be good. The credit risk for cash and cash equivalents, mutual funds, bank deposits, loans and derivative financial instruments is considered negligible, since the counterparties are reputable organisations with high quality external credit ratings. Company provides for expected credit losses on financial assets by assessing individual financial instruments for expectation of any credit losses. Since the assets have very low credit risk, and are for varied natures and purpose, there is no trend that the company can draw to apply consistently to entire population. For such financial assets, the Company's policy is to provide for 12 month expected credit losses upon initial recognition and provides for lifetime expected credit losses upon significant increase in credit risk. The Company does not have any expected loss based impairment recognised on such assets considering their low credit risk nature, though incurred loss provisions are disclosed under each sub-category of such financial assets.

2. Liquidity risk

Liquidity Risk is defined as the risk that the Company will not be able to settle or meet its obligations on time at a reasonable price. In addition; processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity through rolling forecasts of expected cash flows.

Exposure to liquidity risk

The table below is an analysis of Company's financial liabilities based on their remaining contractual maturities of financial liabilities at the reporting date.

	(₹ in Lacs)	
	Contractual cash flows	
	Within 12 months	More than 12 months
March 31, 2023		
<u>Derivative financial liabilities</u>		
Debt Securities	3,758.85	4,743.05
<u>Non-derivative financial liabilities</u>		
Payables	7.42	-
Borrowings (Other than Debt Securities)	28,059.02	-
March 31, 2022		
<u>Derivative financial liabilities</u>		
Debt Securities	2,134.23	3,256.58
<u>Non-derivative financial liabilities</u>		
Payables	11.68	-

3. Market risk

Changes in market prices which will affect the Company's income or the value of its holdings of financial instruments is considered as market risk. It is attributable to all market risk sensitive financial instruments.

a. Currency risk

The Company is not exposed to foreign exchange risk arising from foreign currency transactions

b. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates (all other variables being constant) of the Company's statement of profit and loss.

	(₹ in Lacs)			
Particulars	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
	<u>% Increase in rate</u>		<u>Increase/(decrease) in profit</u>	
Borrowings that are repriced	100 bps	100 bps	(50,138.76)	(95,966.43)
Loans that are repriced	100 bps	100 bps	1,34,262.82	1,95,348.77
	<u>% Decrease in rate</u>		<u>Increase/(decrease) in profit</u>	
Borrowings that are repriced	100 bps	100 bps	50,138.76	95,966.43
Loans that are repriced	100 bps	100 bps	(1,34,262.82)	(1,95,348.77)

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023
30 The Company is not registered under any other regulator other than Reserve Bank of India
31 Ratings assigned by credit rating agencies and migration of ratings during the year

(a) (i) Rating Assigned to	Abans Finance Pvt. Ltd.
(ii) Date of Rating	6th October, 2022
(iii) Rating Valid up to	3rd November, 2023
(iv) Name of the Rating Agency	Acuite Ratings & Research Limited
(v) Rating of products	
a) Market Linked Debentures (₹ 50.00 Cr)	PP-MLD BBB+
(b) (i) Rating Assigned to	Abans Finance Pvt. Ltd.
(ii) Date of Rating	6th October, 2022
(iii) Rating Valid up to	10th August, 2023
(iv) Name of the Rating Agency	Acuite Ratings & Research Limited
(v) Rating of products	
a) Market Linked Debentures (₹ 25.00 Cr)	PP-MLD BBB+
(c) (i) Rating Assigned to	Abans Finance Pvt. Ltd.
(ii) Date of Rating	6th October, 2022
(iii) Rating Valid up to	14th September, 2023
(iv) Name of the Rating Agency	Acuite Ratings & Research Limited
(v) Rating of products	
a) Market Linked Debentures (₹ 25.00 Cr)	PP-MLD BBB+
(d) (i) Rating Assigned to	Abans Finance Pvt. Ltd.
(ii) Date of Rating	23th February, 2023
(iii) Rating Valid up to	22th February, 2024
(iv) Name of the Rating Agency	Care Ratings Limited
(v) Rating of products	
a) Market Linked Debentures (₹ 16.07 Cr)	PP-MLD BBB-

32 RBI has not levied any penalties on the Company during the year
33 Off Balance Sheet Exposure

Refer Note 24

<u>Particulars</u>	<u>March 31, 2023</u>	<u>March 31, 2022</u>
	(₹ in Lacs)	
34 Details of Assignment transactions undertaken by NBFCs:		
1 No. of accounts	-	-
2 Aggregate value (net of provisions) of accounts sold	-	-
3 Aggregate consideration	-	-
4 Additional consideration realized in respect of accounts transferred in earlier years	-	-
5 Aggregate gain / loss over net book value	-	-
35 (a) Non Performing Assets purchased during the year - Nil (Previous Year : Nil)	-	-
(b) Non Performing Assets sold during the year - Nil (Previous Year : Nil)	-	-
36 Derivative Instruments Exposures		
i) Forward Rate Agreement / Interest Rate Swap	-	-
ii) Exchange Traded Interest Rate (IR) Derivatives	-	-
iii) Disclosures on Risk Exposure in Derivatives		
a) Qualitative Disclosure	-	-
b) Quantitative Disclosures		
Index Futures (Lots)	3,66,400.00	6,100.00
Commodity Futures (Lots)	860.00	1.00
Currency Derivative (Lots)	-	10.00

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022
37 Exposure to Capital Market		
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;	2,989.20	3,740.50
Advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs/ ESOPs), convertible funds, convertible debentures, and units of equity oriented mutual funds;	-	-
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	-	-
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;	-	-
Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers;	-	-
Loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources	-	-
Bridge loans to companies against expected equity flows / issues;	-	-
All exposures to Venture Capital Funds (both registered and unregistered)	-	-
38 Additional disclosure - Number of SPVs sponsored by the NBFC for securitisation transactions		
1 Total amount of securitised assets as per books of the SPVs sponsored by the NBFC	-	-
2 Total amount of exposures retained by the NBFC to comply with MRR as on the date of balance sheet	-	-
a) Off-balance sheet exposures		
First loss	-	-
Others	-	-
b) On-balance sheet exposures		
First loss	-	-
Others	-	-
3 Amount of exposures to securitisation transactions other than MRR		
a) Off-balance sheet exposures		
i) Exposure to own securitisations		
First loss	-	-
loss	-	-
ii) Exposure to third party securitisations		
First loss	-	-
Others	-	-
b) On-balance sheet exposures		
i) Exposure to own securitisations		
First loss	-	-
Others	-	-
ii) Exposure to third party securitisations		
First loss	-	-
Others	-	-
39 Provisions and Contingencies		
Break up of 'Provisions and Contingencies' shown under the head Expenditure in Profit and Loss Account		
1 Provisions for depreciation on Investment	-	-
2 Provision towards NPA	-	-
3 Provision made towards Income tax	248.50	187.45
4 Other Provision and Contingencies - on employee benefits	14.80	26.62
5 Provision / (Reversal) for Standard Assets	(5.45)	(56.94)

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022
40 Concentration of Deposits, Advances, Exposures and NPAs		
<u>39.1 Concentration of Deposits (for deposit taking NBFCs)</u>		
1 Total Deposits of twenty largest depositors	-	-
2 Percentage of Deposits of twenty largest depositors to total deposits of the deposit taking NBFC.	-	-
<u>39.2 Concentration of Advances</u>		
1 Total Advances to twenty largest borrowers	16,970.41	18,413.57
2 Percentage of Advances to twenty largest borrowers to total advances of the applicable NBFC	97.73%	99.68%
<u>39.3 Concentration of Exposures</u>		
1 Total Exposure to twenty largest borrowers / customers	16,970.41	18,413.57
2 Percentage of Exposures to twenty largest borrowers / customers to Total Exposure of the applicable NBFC on borrowers / customers	97.73%	99.68%
<u>39.4 Concentration of NPAs</u>		
1 Total Exposure to top four NPA accounts	-	-
41 Sector-wise NPAs		
1 Percentage of NPAs to Total Advances in that sector	0.00%	0.00%
2 Agriculture & allied activities	-	-
3 MSME	-	-
4 Corporate borrowers	-	-
5 Services	-	-
6 Unsecured personal loans	-	-
7 Auto loans	-	-
8 Other personal loans	-	-
42 Movement of NPAs		
1 Net NPAs to Net Advances (%)	-	-
2 Movement of NPAs (Gross)		
(a) Opening balance	-	-
(b) Additions during the year	-	-
(c) Reductions during the year	-	-
(d) Closing balance	-	-
3 Movement of Net NPAs		
(a) Opening balance	-	-
(b) Additions during the year	-	-
(c) Reductions during the year	-	-
(d) Closing balance	-	-
4 Movement of provisions for NPAs (excluding provisions on standard assets)		
(a) Opening balance	-	-
(b) Additions during the year	-	-
(c) Reductions during the year	-	-
(d) Closing balance	-	-
43 Overseas Assets (for those with Joint Ventures and Subsidiaries abroad)		
Corporate Avenue Services limited	31.15	-
44 Off-balance sheet SPVs sponsored		
(which are required to be consolidated as per accounting norms)		
Name of the SPV sponsored		
(a) Domestic	-	-
(b) Overseas	-	-
45 Customer Complaints		
(a) No. of complaints pending at the beginning of the year	-	-
(b) No. of complaints received during the year	-	-
(c) No. of complaints redressed during the year	-	-
(d) No. of complaints pending at the end of the year	-	-

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Particulars	(₹ in Lacs)	
	March 31, 2023	March 31, 2022
46 Maturity pattern of assets and liabilities:		
Liabilities		
Debt Securities		
1 day to 31 days	-	-
Over 1 month upto 1 year	3,758.85	2,134.23
Over 1 year	4,743.05	3,256.58
Assets		
Advances		
1 day to 31 days	-	-
Over 1 month upto 1 year	17,364.39	18,473.57
Over 1 year	-	-
Investments		
1 day to 31 days	-	-
Over 1 month upto 1 year	30,278.66	890.50
Over 1 year	3,071.15	3,033.42
47 Capital to Risk Assets Ratio (CRAR)		
i) CRAR (%)	65.97%	21.11%
ii) CRAR - Tier I Capital (%)	65.79%	21.04%
iii) CRAR - Tier II Capital (%)	0.18%	0.07%
iv) Liquid Coverage Ratio	2.70	1.16
v) Amount raised by issue of Perpetual Debt Instrument	-	-
48 Corporate Social Responsibility (CSR)		(₹ in Lacs)
i) Amount required to be spent by the company during the year	8.59	-
ii) Amount of expenditure incurred	8.59	-
iii) Shortfall at the end of the year	-	-
iv) Total of previous years shortfall	-	-
v) Reason for shortfall	NA	NA
vi) Nature of CSR activities	Promotion of Education	NA
vii) Details of related party transactions	NA	NA
viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation	NA	NA
49 The Company does not have any material transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 during the period ended 31st March 2023 and 31st March 2022.		
50 Tax Expense: Reconciliation of tax expense		(₹ in Lacs)
	March 31, 2023	March 31, 2022
Current tax	248.50	187.45
Earlier year tax	(0.08)	11.54
Deferred tax	59.05	4.52
	<u>307.47</u>	<u>203.51</u>
Profit before tax	1,194.99	693.91
Company's domestic tax rate (27.82%)	25.17%	27.82%
Computed tax expenses	300.76	193.05
Tax effect of		
Expenditure in the nature of permanent disallowances/(allowances) [Net]	(52.26)	2.43
Interest expenses	-	-
Round off	-	-
Current tax provision (A)	248.50	195.48
Tax expenses of earlier year (B)	(0.08)	11.54
Incremental deferred tax liability on account of Property, Plant and Equipment	29.15	34.35
Incremental deferred tax liability on account of financial asset and other items	29.90	(29.82)
Deferred tax provision (C)	59.05	4.52
MAT Adjustment (D)	-	(8.03)
Total tax expense (A+B+C+D)	<u>307.47</u>	<u>203.51</u>
Effective Tax Rate	<u>25.73%</u>	<u>29.33%</u>

INDEPENDENT AUDITOR’S REPORT

To the Members of Abans Finance Private Limited Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the Consolidated financial statements of Abans Finance Private Limited (“hereinafter referred to as the Parent Company”) and its subsidiary (the Parent Company and its subsidiaries together referred to as “the Group”), which comprise the Consolidated Balance Sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditor on separate financial statements and on the other financial information of the subsidiary, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of their consolidated state of affairs of the Group as at March 31, 2023, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated 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 ‘Auditors’ Responsibilities for the Audit of the Consolidated Financial Statements’ section of our report. We are independent of the Group, 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 Consolidated Financial Statements.

Key Audit Matters

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

For each matter below, our description of how our audit addressed the matter is provided in that context.

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 consolidated 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 consolidated 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 financial statements :

Sr	Key Audit Matters	How our audit addressed the Key Audit Matter
1	<i>Valuation of Market Linked Debentures (as described in Note No.12 & 13 of the consolidated financial statements)</i>	
	The Company has issued Market Linked Debentures (MLD) during current year linked to the levels of Nifty / Equity share. The outstanding balance of MLD as on March 31, 2023 is INR 8501.90 lakhs The Company on the basis of Valuation Report obtained from the Registered Valuer has done valuation of the outstanding MLD. Considering that internal valuation along with the valuation report obtained of MLD is significant to overall financial statements and the degree of management’s judgement involved in the estimate, any error in the estimate could lead to material misstatement in the financial statements. Therefore, it is considered as a key audit matter.	<ul style="list-style-type: none"> • Audit procedures included an assessment of internal controls over fair valuation of MLD outstanding on reporting date. • Assessed and reviewed the fair valuation of MLD by the Company on the basis of Valuation Report obtained from the Registered Valuer for compliance with Ind AS.

Information Other than the Consolidated Financial Statements and Auditor’s Report

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

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

Management’s Responsibility for the Consolidated Financial Statements

The Parent’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated cash flows of the company and the Consolidated Statement of Changes in Equity 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 provision of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that we are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and fair presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The respective Board of Directors of the Companies in the Group are also responsible for overseeing the financial reporting process of the Group.

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

Our objectives are to obtain reasonable assurance about whether the financial statements of Group 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 Consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve concealment, 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, but not for the purpose of expressing an opinion on whether company has in place an adequate internal financial control system over financial reporting 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 Group'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 Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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.

Other Matters

- (i) The accompanying Consolidated Financial Statements include audited financial statements and other audited financial information in respect of 1(One) subsidiary, whose financial statements and other financial information reflect total assets of Rs. 2969.44 Lakhs as at March 31, 2023, and total net profit (including other comprehensive Income) of Rs. 223.17 lakhs and net cash inflow Rs. 2944.18 lakhs for the year ended on that date. This audited financial statement and other audited financial information dult restated for the period July 20, 2022 to March 31, 2023 have been furnished to us by the management.

This subsidiary is located outside India whose financial results and other financial information have been prepared in accordance with accounting principles generally accepted in the respective country and which have been audited by other auditor under generally accepted auditing standards applicable in the respective country. The Holding Company's management has converted the financial results of such subsidiaries located outside India from accounting principles generally accepted in their respective country to applicable accounting principles generally accepted in India. We have reviewed this conversion adjustments if any made by the Holding Company's management for the

purpose of consolidation. Our conclusion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report of other auditor and the conversion adjustments prepared by the management of the Holding Company and reviewed by us.

Our opinion, in so far as it relates to amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary, is based solely on such audited financial statements and other audited financial information. In our opinion and according to the information and explanations given to us by the Management, this financial statements and other financial information are not material to the Group.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary company, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the subsidiary referred to in the Other Matters section above, we report, to the extent applicable, that:
 - a) We/ the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditor/ management as may be applicable.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the Consolidated Financial Statements;
 - d) In our opinion, the aforesaid consolidated 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 of the Parent Company as on March 31, 2023 taken on record by the Board of Directors of the Parent Company, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;

- f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these Consolidated Financial Statements of the Holding Company and its subsidiary, refer to our separate Report in “Annexure 2” to this report.
- g) In our opinion the managerial remuneration for the year ended March 31, 2023 has been paid/provided by the Holding Company to their directors in accordance with the provisions of Section 197 read with Schedule V to the Act;
- h) With respect to the other matters to be included in the Auditors’ Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor and restated financial and other financial information prepared by the management of the subsidiary as noted in the ‘Other Matters’ paragraph:
- i. The Group does not have any pending litigations except as detailed in Note no. 27 which would have any material impact on its financial position.
 - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts that require provision under any law or accounting standards 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 Group.
 - iv.
 - a. The respective managements of the Holding Company and the other auditors of such subsidiary respectively that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary to or in any other person(s) or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiary (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b. The respective managements of the Holding Company and the other auditors of such subsidiary respectively that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the respective Holding Company or any of such subsidiaries from any person(s) or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiary, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

- v. No Dividend paid by the Holding Company during the Year.

For Paresh Rakesh & Associates LLP
Chartered Accountants
Firm Registration no. 119728W/W100743

Sd/-
Nimit Sheth
Partner
Membership No.: 142645
UDIN: 23142645BGXV0A2175

Place: Mumbai
Date: August 08, 2023

“Annexure A” to Independent Auditors’ Report on the Consolidated Financial statements of Abans Finance Private Limited

(Referred to in paragraph 1, under ‘Report on Other Legal and Regulatory Requirements’ section of our Report of even date) In terms of the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(xxi) There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements. Accordingly, the requirement to report on clause 3(xxii) of the Order is not applicable to the Holding Company.

**For Paresh Rakesh & Associates LLP
Chartered Accountants
Firm Registration no. 119728W/W100743**

**Sd/-
Nimit Sheth
Partner
Membership No.: 142645
UDIN: 23142645BGXV0A2175**

**Place: Mumbai
Date: August 08, 2023**

“Annexure B” to Independent Auditors’ Report on the Consolidated Financial statements of Abans Finance Private Limited

(Referred to in paragraph 2(f) under the heading “Report on other legal and regulatory requirements” of our report of even date.

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

Opinion

We have audited the Internal Financial Control over financial reporting of **Abans Finance Private Limited** (“the company” or “the Parent”) and its subsidiary company (the Parent Company and its subsidiary, together referred to as “the Group”) as of March 31, 2023 in conjunction with our audit of the Consolidated Financial statements of the Company for the year then ended

In our opinion, the Group has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Management Responsibility for the Internal Financial Controls

The respective Board of Directors of the Parent company, its subsidiary company, to whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls over financial reporting is applicable, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the 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 Consolidated Financial statements , whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A group'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 Consolidated Financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated 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, considering nature of business, size of operations and organizational structure, the Group has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2023, based on the internal control over financial reporting criteria established by the Holding Company and its subsidiaries incorporated in

India considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For Paresh Rakesh & Associates LLP
Chartered Accountants
Firm Registration no. 119728W/W100743

Sd/-
Nimit Sheth
Partner
Membership No.: 142645
UDIN: 23142645BGXV0A2175

Place: Mumbai
Date: August 08, 2023

Abans Finance Private Limited
CIN:U51219MH1995PTC231627
Consolidated Balance Sheet as at 31st March 2023

Particulars	Note No.	(₹ in Lakhs) March 31, 2023
ASSETS		
Financial Assets		
Cash and cash equivalents	2	16,613.79
Derivative financial instruments	3	50.78
Receivables	4	
(a) Trade receivable		1,131.16
(b) Other receivables		1.26
Loans	5	17,364.39
Investments	6	33,318.66
Other financial assets	7	197.99
		68,678.03
Non-Financial Assets		
Property, Plant and Equipment	8	1,254.26
Goodwill on consolidation		2.78
Other non financial assets	9	48.61
		1,305.65
		69,983.68
Total Assets		
LIABILITIES AND EQUITY		
LIABILITIES		
Financial Liabilities		
Payables	10	
(a) Trade payables		
(i) total outstanding dues of micro enterprises and small enterprises		-
(ii) total outstanding dues other than micro enterprises & small enterprises		-
(b) Other payables		-
(i) total outstanding dues of micro enterprises and small enterprises		-
(ii) total outstanding dues other than micro enterprises & small enterprises		7.49
Debt securities	11	8,501.90
Borrowings (other than debt securities)	12	28,059.02
Other financial liabilities	13	2,668.01
		39,236.42
Non-Financial Liabilities		
Current tax liabilities (net)	14	80.98
Deferred tax liabilities (net)	15	22.21
Provisions	16	72.17
Other non financial liabilities	17	13.21
		188.57
EQUITY		
Equity share capital	18	3,447.27
Other equity	19	27,111.42
		30,558.69
		69,983.68

Significant Accounting Policies 1
Notes to Financial Statements 2 - 39

Significant Accounting Policies and Notes attached thereto form an integral part of Financial Statements

As per our attached report of even date
For Paresh Rakesh & Associates LLP
Chartered Accountants
Firm Registration No.: 119728W/W100743

For and Behalf of the Board
Abans Finance Private Limited

Sd/-
Mahesh Kumar Cheruveedu
Director & CEO
DIN : 09499122

Sd/-
Abhishek Bansal
Director
DIN : 01445730

Sd/-
Nimit Sheth
Partner
Membership No. 142645
Mumbai
Date: 08th August, 2023

Sd/-
Nirbhay Vassa
Chief Financial Officer

Sd/-
Harsh Shah
Company Secretary

Abans Finance Private Limited
Statement of Consolidated Profit & Loss for the period ended 31st March 2023



Particulars	Note No.	(₹ in Lakhs) For the year ended March 31, 2023
Revenue from Operations		
Interest income	20	2,359.38
Processing fees	21	290.15
Rental income		44.81
Reversal of impairment allowance on loan		5.45
Dividend income		2.62
Consultancy income		17.12
Other income		0.16
Total Revenue from operations (I)		2,719.69
Expenses		
Finance costs	22	141.06
Employee benefits expenses	23	685.28
Depreciation, amortisation and impairment	8	35.22
Net loss on fair value changes	24	161.18
Other expenses	25	234.33
Total Expenses (II)		1,257.07
Profit/(loss) before tax (III=I-II)		1,462.62
Less: Tax Expense:		
Current tax		295.55
Earlier year		(0.08)
Deferred tax		59.05
Total Tax Expense (IV)		354.52
Profit/(loss) after tax (V=III-IV)		1,108.10
Other Comprehensive Income		
Items that will not be reclassified to profit or loss		
Remeasurement gain/(loss) on defined benefit plan		(2.15)
Income tax relating to items that will not be reclassified to profit or loss		
Deferred tax on OCI		0.60
Items that will be reclassified to profit or loss		
Exchange differences on translation of financial statements of foreign operations		2.58
Other Comprehensive Income		1.03
Total Comprehensive Income		1,109.13
Net Profit attributable to : Owners of the company		1,108.10
Net Profit attributable to : Non controlling interest		-
Other Comprehensive Income attributable to : Owners of the company		1.03
Other Comprehensive Income attributable to : Non controlling interest		-
Total Comprehensive Income attributable to : Owners of the company		1,109.13
Total Comprehensive Income attributable to : Non controlling interest		-
Earnings per equity share		
Basic (Rs.)		4.17
Diluted (Rs.)		4.17
Significant Accounting Policies	1	
Notes to Accounts	2 - 39	

Significant Accounting Policies and Notes attached thereto form an integral part of Financial Statements

**As per our attached report of even date
For Paresk Rakesh & Associates LLP
Chartered Accountants
Firm Registration No.: 119728W/W100743**

**For and Behalf of the Board
Abans Finance Private Limited**

**Sd/-
Mahesh Kumar Cheruveedu
Director & CEO
DIN : 09499122**

**Sd/-
Abhishek Bansal
Director
DIN : 01445730**

**Sd/-
Nimit Sheth
Partner
Membership No. 142645
Mumbai
Date: 08th August, 2023**

**Sd/-
Nirbhay Vassa
Chief Financial Officer**

**Sd/-
Harsh Shah
Company Secretary**

Abans Finance Private Limited

Consolidated Cash Flow Statement for the period 01 April 2022 to 31 March 2023

Particulars	(₹ in Lakhs) For the year ended March 31, 2023
CASH FLOWS FROM OPERATING ACTIVITIES	
Net Profit before tax as per Statement of Profit and Loss	1,462.62
Adjusted for :	
Depreciation	35.22
Impairment Allowance on Loan - Provision / (Reversal)	(5.45)
Net gain / (loss) on fair value of financial instruments	(496.62)
Dividend Income	(2.62)
Foreign currency translation impact on profit of foreign Subsidiary	3.32
Employee defined benefit plan expenses	(2.15)
	<u>994.32</u>
Increase / (Decrease) in Payables	(23.20)
Increase / (Decrease) in Debt Securities	3,298.33
Increase / (Decrease) in Other Borrowings	1,959.02
Increase / (Decrease) in Provision	61.82
Increase / (Decrease) in Other Liabilities	2,673.54
Decrease / (Increase) in Derivatives financial instruments	(50.11)
Decrease / (Increase) in Receivables	(886.60)
Decrease / (Increase) in Loans & Advances	1,117.53
Decrease / (Increase) in Other Current Assets	(103.05)
	<u>9,041.60</u>
Cash Generated from Operations	9,041.60
Taxes Paid	(294.39)
Net Cash from Operating Activities (A)	<u>8,747.21</u>
CASH FLOW FROM INVESTING ACTIVITIES	
Sale / (Purchase) of Investments	(29,116.52)
Sale / (Purchase) of Fixed Asset	(2.55)
Dividend Income	2.62
Net Cash from Investing Activities (B)	<u>(29,116.45)</u>
CASH FLOW FROM FINANCING ACTIVITIES	
Issue of Equity shares	919.54
Share premium received on issue of Equity shares	7,080.46
Increase / (Decrease) in Borrowings	26,100.00
Net Cash from Financing Activities (C)	<u>34,100.00</u>
Net cash and cash equivalents (A + B + C)	<u>13,730.76</u>
Cash and cash equivalents at beginning of the period	2,858.71
Addition on account of acquisition	25.08
Foreign currency translation impact on cash balances of foreign Subsidiaries	(0.76)
Cash and cash equivalents at end of the period	16,613.79

Notes:-

1. Cash flow statement has been prepared under Indirect method as set out in Ind AS 7 as per the Companies (Indian Accounting Standards) Rule 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rule, 2016.

2. Components of cash and cash equivalents at the year end comprise of;

	March 31, 2023
Cash on Hand	1.63
Balance with Bank	5,903.49
Cheque in hand	8.67
Fixed Deposits with Maturity Less than 3 Months	10,700.00
	<u>16,613.79</u>

**As per our attached report of even date
For Paresh Rakesh & Associates LLP
Chartered Accountants
Firm Registration No.: 119728W/W100743**

**For and Behalf of the Board
Abans Finance Private Limited**

**Sd/-
Nimit Sheth
Partner
Membership No. 142645
Mumbai
Date: 08th August, 2023**

**Sd/-
Mahesh Kumar Cheruveedu
Director & CEO
DIN : 09499122**

**Sd/-
Abhishek Bansal
Director
DIN : 01445730**

**Sd/-
Nirbhay Vassa
Chief Financial Officer**

**Sd/-
Harsh Shah
Company Secretary**

Abans Finance Private Limited
Consolidated Statement of Changes in Equity as at 31st March 2023

Equity Share Capital:

1. Current Reporting Period

(₹ in Lakhs)

Particulars	Opening Balance	Changes in Equity Share Capital due to prior period errors	Restated Opening balance	Changes in equity share capital	Closing Balance
Equity Share Capital	2,527.73	-	-	919.54	3,447.27

Other Equity:

1. Current Reporting Period

(₹ in Lakhs)

Particulars	Reserves and Surplus						Total
	Securities Premium	Impairment Reserve	Reserve Fund U/S 45-IC (1) of RBI Act, 1934	Retained Earnings	Other items of Other Comprehensive Income	Capital Reserve on Consolidation	
Opening Balance	17,624.21	43.71	247.83	1,000.70	5.38	-	18,921.83
Transfer to Reserve Fund u/s 45-IC (1) of RBI Act, 1934	-	-	177.50	(177.50)	-	-	-
Addition during the year	-	-	-	-	1.03	-	1.03
Transfer to / from Impairment Reserve	-	5.47	-	(5.47)	-	-	-
On Account of Fresh Issue of Shares	7,080.46	-	-	-	-	-	7,080.46
Transfer from Profit & Loss A/c	-	-	-	1,108.10	-	-	1,108.10
Closing Balance	24,704.67	49.18	425.33	1,925.83	6.41	-	27,111.42

Note:

* Impairment Reserve is the difference of allowance under Ind AS 109 and provisions required as per IRAC Norms. If impairment allowance under Ind AS 109 is lower than the provisions required as per IRAC Norms, the difference is appropriated from retained earnings to Impairment Reserve. The impairment reserve is not reckoned for regulatory capital. Withdrawal can be made only after prior permission from the Department of Supervision, RBI.

** As required by section 45-IC of the RBI Act 1934, the company maintains a reserve fund and transfers therein a sum not less than twenty per cent of its net profit every year as disclosed in the profit and loss account and before any dividend is declared. The company cannot appropriate any sum from the reserve fund except for the purpose specified by Reserve Bank of India from time to time.

As per our attached report of even date
For Paresh Rakesh & Associates LLP
Chartered Accountants
Firm Registration No.: 119728W/W100743

For and Behalf of the Board
Abans Finance Private Limited

Sd/-
Mahesh Kumar Cheruveedu
Director & CEO
DIN : 09499122

Sd/-
Abhishek Bansal
Director
DIN : 01445730

Sd/-
Nimit Sheth
Partner
Membership No. 142645
Mumbai
Date: 08th August, 2023

Sd/-
Nirbhay Vassa
Chief Financial Officer

Sd/-
Harsh Shah
Company Secretary

Abans Finance Private Limited**Note 1: Significant Accounting Policies and Notes to the Consolidated Accounts forming part of Financial Statements for the year ended March 31, 2023****1) Nature of Operations**

Abans Finance Private Limited, 'the company', incorporated in Maharashtra, India is a Systematically Important Non-Deposit taking Non banking Financial Company ('NBFC'), as defined under section 45-IA of the Reserve Bank of India ('RBI') Act, 1934. The company's registered office and principal place of business is situated at 36/37/38A, 3rd floor, 227, Nariman Bhavan, Backbay Reclamation, Nariman Point, Mumbai. Abans Finance Private Limited along with its subsidiary company is referred to as 'Group' in this Consolidated Financial Statement. During the year, the principal activities of the Group consist of providing advisory services like Investment Banking, Corporate Finance, Project Finance, Trade Finance and providing Business & Retail Loans, unsecured as well as secured against collateral security of immovable property, agri stocks, liquid assets like shares, other financial assets, gold jewellery, etc.

The Financial statements were approved for issuance by the Company's Board of Director on 08th August, 2023.

2) Summary of the significant accounting policies**(a) Basis of Preparation for Consolidated Financial Statements and Purpose**

The Consolidated Financial Statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended.

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

The Consolidated Financial Statements have been prepared under historical cost convention basis except the following assets and liabilities which have been measured at fair value or revalued amounts.

1. Certain Financial instruments measured at fair value through other comprehensive income (FVTOCI);
2. Certain Financial instruments measured at fair value through Profit and Loss (FVTPL);
3. Defined Benefit Plan asset measured at fair value;

The functional and presentation currency of the Group is Indian rupees. This consolidated financial statement is presented in Indian rupees in Lakhs. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

(b) Basis of Consolidation

The consolidated financial statements include the financial statements of the group company. The consolidated financial statements have been prepared on the following basis:

- i) The consolidated financial statements of the company and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, income, expenses, and cashflows, after fully eliminating intra-group balances and intra-group transactions.
- ii) In case of foreign subsidiaries, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the Foreign Currency Translation Reserve.
- iii) The carrying amount of parent's investment in each subsidiary and parent's portion of equity of each subsidiary is offset.
- iv) Non-controlling interest's share of profit / loss; if any; of consolidated subsidiaries for the year is identified and adjusted against the income of the group in the order to arrive at the net income attributable to shareholders of the group.
- v) Non-controlling interest's share of net assets; if any; of consolidated subsidiaries is identified and presented in the consolidated balance sheet separate from the liabilities and the equity of the Company's shareholders.

(c) Use of estimates

The preparation of this financial Statement in conformity with the recognition and measurement principles of Ind AS requires the management of the group to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect application of accounting policies and the reported amount of assets, liabilities, disclosure of contingent assets and liabilities at the date of financial Statement and the reported amount of income and expenses for the periods presented. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Accounting estimates could change from period to period. Any revision to accounting estimates is recognised prospectively. Actual results could differ from the estimates. Any difference between the actual results and estimates are recognised in the period in which the results are known/materialize. In particular, 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 Statement are as below:

1. Valuation of Financial Instruments;
2. Evaluation of recoverability of deferred tax assets;
3. Useful lives of property, plant and equipment and intangible assets;
4. Obligations relating to employee benefits;
5. Provisions and Contingencies;
6. Provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions;

Abans Finance Private Limited
Note 1: Significant Accounting Policies and Notes to the Consolidated Accounts forming part of Financial Statements for the year ended March 31, 2023

7. Recognition of Deferred Tax Assets.

(d) Property, plant and equipment (PP&E)

An item of property, plant and equipment that qualifies for recognition as an asset shall be measured at its cost. Cost comprises of the purchase price and any attributable / allocable cost of bringing the asset to its working condition for its intended use. Cost also includes direct cost and other related incidental expenses.

When significant components of property, plant and equipment are required to be replaced at intervals, recognition is made for such replacement of components as individual assets with specific useful life and depreciation if this components are initially recognised as separate asset. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

An item of Property, Plant and Equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset.

Depreciation is provided from the date the assets are ready to be put to use, as per straight line method (SLM) method over the useful life of the assets, as prescribed under Part C of Schedule II of the Companies Act, 2013 mentioned below.

<u>Type of Asset</u>	<u>Estimated useful life</u>
Buildings	60 years
Air Conditioner	5 years
Furniture and fittings	10 years
Office Equipments	5 years
Computer	5 years

(In case of overseas subsidiary, depreciation is provided in accordance with the law applicable in the host country.)

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss within 'other income' or 'other expenses' respectively.

(e) Impairment of non-financial assets

At each reporting date, the group assesses whether there is any indication based on internal /external factors, that an asset may be impaired. If any such indication exists, the group estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. All assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

(f) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments maturing within 3 months from the date of acquisition that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

(g) Provisions and Contingencies

A provision is recognised when the group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognised in the financial statements

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

(h) Financial instruments

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

Recognition, initial measurement and derecognition :-

Financial assets and financial liabilities are recognized when the group becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

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

Abans Finance Private Limited

Note 1: Significant Accounting Policies and Notes to the Consolidated Accounts forming part of Financial Statements for the year ended March 31, 2023

1. The rights to receive cash flows from the asset have expired, or
2. The group 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 group has transferred substantially all the risks and rewards of the asset, or (b) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Classification and subsequent measurement of financial assets

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:

1. Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

Debt instruments at fair value through profit or loss : 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 group may elect to designate 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 P&L.

2. Debt instruments at Amortised cost: A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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

3. Equity instruments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at fair value through profit and loss (FVTPL). For all other equity instruments, the group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable.

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

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of Profit and Loss.

Impairment of financial assets

The group is required to recognise expected credit losses (ECLs) based on forward-looking information for all financial assets at amortised cost, lease receivables, debt financial assets, loan commitments and financial guarantee contracts. No impairment loss is applicable on equity investments.

At the reporting date, an allowance (or provision for loan commitments and financial guarantees) is required for the 12 month ECLs. If the credit risk has significantly increased since initial recognition (Stage 1), an allowance (or provision) should be recognised for the lifetime ECLs for financial instruments for which the credit risk has increased significantly since initial recognition (Stage 2) or which are credit impaired (Stage 3).

The measurement of ECL is calculated using three main components: (i) probability of default (PD) (ii) loss given default (LGD) and (iii) the exposure at default (EAD). The 12 month and lifetime PDs represent the PD occurring over the next 12 months and the remaining maturity of the instrument respectively. The EAD represents the expected balance at default, taking into account the repayment of principal and interest from the balance sheet date to the default event together with any expected drawdowns of committed facilities. The LGD represents expected losses on the EAD given the event of default, taking into account, among other attributes, the mitigating effect of collateral value at the time it is expected to be realised and the time value of money.

The group applies a three-stage approach to measure ECL on financial assets accounted for at amortised cost. Assets migrate through the following three stages based on the change in credit quality since initial recognition.

1. Stage 1: 12-months ECL

For exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit impaired upon origination, the portion of the lifetime ECL associated with the probability of default events occurring within the next 12 months is recognised. Exposures with days past due (DPD) less than or equal to 29 days are classified as stage 1. The Company has identified zero bucket and bucket with DPD less than or equal to 29 days as two separate buckets.

Abans Finance Private Limited

Note 1: Significant Accounting Policies and Notes to the Consolidated Accounts forming part of Financial Statements for the year ended March 31, 2023

2. Stage 2: Lifetime ECL – not credit impaired

For credit exposures where there has been a significant increase in credit risk since initial recognition but that are not credit impaired, a lifetime ECL is recognised. Exposures with DPD equal to 30 days but less than or equal to 89 days are classified as stage 2. At each reporting date, the group assesses whether there has been a significant increase in credit risk for financial asset since initial recognition by comparing the risk of default occurring over the expected life between the reporting date and the date of initial recognition. The group has identified cases with DPD equal to or more than 30 days and less than or equal to 59 days and cases with DPD equal to or more than 60 days and less than or equal to 89 days as two separate buckets.

3. Stage 3: Lifetime ECL – credit impaired

Financial asset is assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred. For financial asset that have become credit impaired, a lifetime ECL is recognised on principal outstanding as at period end. Exposures with DPD equal to or more than 90 days are classified as stage 3.

A loan that has been renegotiated due to a deterioration in the borrower's condition is usually considered to be credit-impaired unless there is evidence that the risk of not receiving contractual cash flows has reduced significantly and there are no other indicators of impairment. ECL is recognised on EAD as at period end.

If the terms of a financial asset are renegotiated or modified due to financial difficulties of the borrower, then such asset is moved to stage 3, lifetime ECL under stage 3 on the outstanding amount is applied.

The group assesses when a significant increase in credit risk has occurred based on quantitative and qualitative assessments. Exposures are considered to have resulted in a significant increase in credit risk and are moved to Stage 2 when:

1. Quantitative test: Accounts that are 30 calendar days or more past due move to Stage 2 automatically. Accounts that are 90 calendar days or more past due move to Stage 3 automatically.

2. Qualitative test: Accounts that meet the portfolio's 'high risk' criteria and are subject to closer credit monitoring. High risk customers may not be in arrears but either through an event or an observed behaviour exhibit credit distress.

3. Reversal in Stages: Exposures will move back to Stage 2 or Stage 1 respectively, once they no longer meet the quantitative criteria set out above. For exposures classified using the qualitative test, when they no longer meet the criteria for a significant increase in credit risk and when any cure criteria used for credit risk management are met.

The definition of default for the purpose of determining ECLs has been aligned to the Reserve Bank of India definition of default, which considers indicators that the debtor is unlikely to pay and is no later than when the exposure is more than 90 days past due.

The group continues to incrementally provide for the asset post initial recognition in Stage 3, based on its estimate of the recovery.

Derecognition of Financial Assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- 1) the rights to receive cash flows from the asset have expired, or
- 2) the group has transferred its rights to receive cash flows from the asset and substantially all the risks and rewards of the asset, or the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

If the group retains substantially all the risks and rewards of ownership of a transferred financial asset, the group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Classification and subsequent measurement of financial liabilities

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The group's financial liabilities include trade payables, other payables, loans and borrowings

The group's classifies all financial liabilities as subsequently measured at amortised cost.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Abans Finance Private Limited

Note 1: Significant Accounting Policies and Notes to the Consolidated Accounts forming part of Financial Statements for the year ended March 31, 2023

Derivative financial instruments

The group trades in to derivative financial instruments. Such derivative financial instruments are initially recognised 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 directly to profit or loss.

Derecognition of Financial Liabilities

The group derecognises financial liabilities when, and only when, the group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

(i) Fair value measurement

The Company measures financial instruments such as, investment in equity shares, at fair value on initial recognition

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

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

The principal or the most advantageous market must be accessible by the group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

All assets and liabilities for which fair value is measured or disclosed in the financial Statement are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

1. Level 1 – Inputs are quoted (unadjusted) market prices in active markets for identical assets or liabilities that the entity can access at the measurement date.
2. Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
3. Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

(j) Revenue recognition

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

1. Interest income: Interest income from a financial asset is recognised using effective interest rate method.
2. Other income: Other income is recognized only when it is reasonably certain that the ultimate collection will be made.
3. In case of revenue from contract to provide services is recognised in accordance with the stage of completion of the contract.

(k) Foreign currencies Transaction and translation

a) Monetary items: 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 functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in the statement of profit and loss.

Abans Finance Private Limited
Note 1: Significant Accounting Policies and Notes to the Consolidated Accounts forming part of Financial Statements for the year ended March 31, 2023

b) Non – Monetary items: 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.

Exchange differences that arise on settlement of monetary items or on reporting of monetary items at each Balance Sheet date at the closing spot rate are recognised in the Statement of Profit and Loss in the period in which they arise.

The financial statements of subsidiary incorporated outside India are converted on the following basis: (a) Income and expenses are converted at the average rate of exchange applicable for the period/year and (b) All assets and liabilities are translated at the closing rate as on the Balance Sheet date. The exchange difference arising out of period/year end translation is debited or credited as "Exchange differences on translation of financial statements of foreign operations" forming part of Other Comprehensive Income and accumulated as a separate component of other equity

(l) Leases

Ind AS 116 sets out the principles for the recognition, measurement and disclosure of leases for both lessees and lessors. A lessee recognises right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

For short term and low value leases, the group recognizes the lease payments as an operating expense on a straight line basis over the lease term.

(m) Income taxes

Tax expense recognised in the statement of profit and loss comprises the sum of deferred tax and current tax not recognised in OCI or directly in equity.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income-tax Act and in case of overseas subsidiary, as per the law applicable in the host country. Current income tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in OCI or in equity).

Deferred income taxes are calculated using the liability method. Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits or deductible temporary difference will be utilized against future taxable income. This is assessed based on the group's forecast of future operating results, adjusted for significant nontaxable income and expenses and specific limits on the use of any unused tax loss or credit. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in OCI or in equity).

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxation authority.

(n) Borrowing costs

Borrowing costs are expensed in the period in which they are incurred and reported in finance costs.

(o) Employee benefits
1. Provident Fund

Retirement benefit in the form of Provident Fund is a defined contribution scheme. The group has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

2. Gratuity

Gratuity is in the nature of a defined benefit plan. Provision for gratuity is calculated on the basis of actuarial valuations carried out at balance sheet date and is charged to the statement of profit and loss. The actuarial valuation is performed using the projected unit credit method. Remeasurement, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

3. Compensates Absences

The company provides Privilege Leave to it's employees in India. Provision for leave encashment is calculated on the basis of actuarial valuations carried out at balance sheet date and is charged to the statement of profit and loss. Privilege leave is computed on calendar year basis, however, any unavailed privilege leaves upto 45 days will be carried forward to the next calendar year. Privilege leave can only be encashed at the time of retirement / termination / resignation / withdrawal and is computed as no. of privilege leaves multiplied with applicable salary for leave encashment. The company's liability towards privilege leaves is determined on the basis of year end actuarial valuations applying the Projected Unit Credit Method (as per Ind AS 19) done by an independent actuary.

Abans Finance Private Limited**Note 1: Significant Accounting Policies and Notes to the Consolidated Accounts forming part of Financial Statements for the year ended March 31, 2023****(p) Earnings per share**

Basic earnings per share is calculated by dividing the net profit / (loss) for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit / (loss) for the year attributable to equity shareholders and the weighted average numbers of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted at the beginning of the year and not issued at a later date.

In computing the diluted EPS, potential equity shares that either increase earnings per share or decrease loss per equity share, being anti-dilutive are ignored.

(q) Segment Reporting Policies:

The main business of the group consists of financial activities including providing loans and advances to its customers in India, investments in financial instruments and dealing in financial instruments including for hedging. Other segment reported is rental income and revenue from services in the group. Segments have been identified and reported taking into account nature of products and services, the different risk and returns and internal business reporting system. The accounting Policy adopted for Segment Reporting are in line with group's Accounting Policy.

Particulars	March 31, 2023
Note 2: Cash and Cash Equivalent	
Cash on Hand	1.63
Balance with Bank	5,903.49
Cheque in hand	8.67
Fixed Deposits with Maturity Less than 3 Months (Refer note 2.1)	10,700.00
TOTAL	16,613.79
2.1 - Fixed Deposit of 1.02 Cr pledged against Over Draft facility taken by group company	
Note 3: Derivatives Financial Instruments	
Index Derivatives	
Fair Value - Assets	43.51
Fair Value - Liabilities	-
Total (A)	43.51
Commodity Derivatives	
Fair Value - Assets	7.27
Fair Value - Liabilities	-
Total (B)	7.27
Currency Derivatives	
Fair Value - Assets	-
Fair Value - Liabilities	-
Total (C)	-
TOTAL Fair Value - Asset / (Liability) (A+B+C+D)	50.78
Notional Amount	
Index Derivatives	11,225.30
Commodity Derivatives	5,191.00
Currency Derivatives	-
Note 4: Receivables	
Trade Receivables	
Trade Receivables considered good – Unsecured	1,181.94
Less: Unrealized (Gain) / Loss (Refer note 3)	(50.78)
Total	1,131.16
(Refer note 29 on related party)	
Other Receivables	
Receivables considered good - Unsecured	1.26
	1.26
TOTAL	1,132.42
Note 4.1: Trade Receivables ageing schedule	
Outstanding for following periods from due date of payment	
(i) Undisputed Trade receivables – considered good	
Less than 6m	1,181.94
6m -1 yr	-
1 yr - 2 yrs	-
2 yrs - 3 yrs	-
More than 3 yrs	-
Total	1,181.94
Note 5: Loans	
Demand Loans / Inter-Corporate Deposit in India - at amortised cost	
- Public Sector	-
- Others	-
Secured	-
Unsecured	12,045.69
	12,045.69
Term Loans in India - at amortised cost	
- Others	-

Abans Finance Private Limited
Notes to the Consolidated Financial Statements as at 31st March 2023



Particulars	March 31, 2023
Secured	-
Unsecured	5,318.70
	5,318.70
TOTAL	17,364.39
5.1: Credit Quality of Assets	
Low credit risk	17,364.39
Significant increase in credit risk	-
Credit-impaired	-
TOTAL	17,364.39
5.2 Loans of Rs. 100 cr are under pari-passu charge against Debt Securities (Refer Note 11)	
Note 6: Investments	
At Fair Value through Profit & Loss	
Investment in Shares	139.20
Investment in Mutual Funds	-
Investment in Government Securities (Refer note 6.1)	30,139.46
At Amortised Cost	
Investment in Compulsory Convertible Debentures	
Pearl Stock Broking Pvt Ltd (Refer note 6.2)	2,850.00
Investment in Bonds	
Hinduja Leyland Finance Ltd (Refer note 6.3)	190.00
TOTAL	33,318.66
6.1 - Government Securities	
- 2,30,30,000 7.26% GSec of Face Value Rs. 100 each with coupon rate of 7.26% per annum and maturity date 22-08-2032	
- 70,00,000 7.36% GSec of Face Value Rs. 100 each with coupon rate of 7.36% per annum and maturity date 22-08-2052	
- Pledged against loan from Bank	
6.2 - Terms of Compulsory Convertible Debentures	
- Each Unsecured, Zero Coupon CCD having Face Value of Rs. 10 lacs each shall be converted into such number of Equity Shares of Face Value 10/- each at any time before the expiry of 10 (Ten) years at option of debenture holder at a conversion price determined in accordance with valuation report arrived at acceptable valuation method at the time of conversion in accordance with the applicable provisions of law	
- Transfer of CCD's are restricted without the written consent of Company	
- CCDs shall not carry any voting rights	
6.3 - Terms of Bonds	
- 19 Bonds of Face Value Rs. 10 lacs each with coupon rate of 9.20% per annum and maturity date 13-09-2024	
Note 7: Other Financial Asset	
Interest receivable on loan	21.98
Income Tax Refund Receivable	51.37
Margin Money	110.00
Fixed Deposit with maturity more than 3 months	14.01
Deposit	0.63
TOTAL	197.99
7.1 - Margin is given against secured borrowings (Refer Note 12)	
7.2 - Fixed Deposit is lien marked in favour of Beacon Trusteeship Ltd for Privately Placed Market Linked Debentures	
Note 9: Other Non Financial Asset	
Prepaid Expenses	38.78
Balance with Government Authorities	3.72
Advance to vendors for expenses	0.25
Advance to staff	4.09
Security Deposit (Security Deposit is given for Electricity Deposit for registered office)	1.77
TOTAL	48.61
Note 10: Payables	
Trade Payables	
Total outstanding dues of micro enterprises and small enterprises	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	-
Other Payables	
Total outstanding dues of micro enterprises and small enterprises	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	7.49
TOTAL	7.49

The Company has not received any intimation from "Creditors" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Hence, disclosures if any, relating to amounts unpaid as at the year end together with Interest paid/payable as required under the said Act have not been made.

Abans Finance Private Limited
Notes to the Consolidated Financial Statements as at 31st March 2023

Note 8: Property, Plant & Equipment

Particulars							(₹ in Lakhs)
	Buildings	Air Conditioner	Furniture and fittings	Office Equipments	Motorcycle	Computer	TOTAL
Gross Block:							
As at March 31, 2022	1,405.91	11.12	72.78	35.30	-	-	1,525.11
Additions	-	-	-	-	1.09	1.46	2.55
Disposal / Adjustments	-	-	-	-	-	-	-
As at March 31, 2023	1,405.91	11.12	72.78	35.30	1.09	1.46	1,527.66
Depreciation and Impairment:							
As at March 31, 2022	155.49	10.99	48.03	23.67	-	-	238.18
Additions	22.21	0.05	6.91	5.86	-	0.19	35.22
Disposal / Adjustments	-	-	-	-	-	-	-
As at March 31, 2023	177.70	11.04	54.94	29.53	-	0.19	273.40
Net Block:							
As at March 31, 2023	1,228.21	0.08	17.84	5.77	1.09	1.27	1,254.26

Abans Finance Private Limited
Notes to the Consolidated Financial Statements as at 31st March 2023

Particulars	March 31, 2023
Note 11: Debt Securities in India	
<u>Secured</u>	
At Fair Value through Profit & Loss	
Privately Placed Market Linked Non-Convertible Debentures (Refer Note 11.1)	6,716.56
TOTAL	6,716.56
<u>Unsecured</u>	
At Fair Value through Profit & Loss	
Privately Placed Market Linked Non-Convertible Debentures (Refer Note 11.2)	1,785.34
TOTAL	1,785.34
TOTAL	8,501.90

11.1 Privately Placed Market Linked Non Convertible Debentures - Secured

Sr. No	Series	Issue Date	Redemption Date	Listed / Unlisted	Max Cap on Coupon	Principle Protection	March 31, 2023	
							Units	Face Value
1	Series A	31-Jul-19	30-Sep-22	Unlisted	50.00%	Yes	-	-
2	Series B	27-Aug-19	09-Dec-22	Unlisted	240.00%	Yes	-	-
3	Series C	28-Aug-19	31-Oct-22	Unlisted	50.00%	Yes	-	-
4	Series D	11-Sep-19	24-Dec-22	Unlisted	75.00%	Yes	-	-
5	Series G	20-Dec-19	22-Feb-23	Unlisted	50.00%	Yes	-	-
6	Series G	20-Dec-19	23-Apr-23	Unlisted	75.00%	Yes	8	8.00
7	Series H	30-Dec-19	04-Mar-23	Unlisted	50.00%	Yes	-	-
8	Series J	07-Jan-20	12-Mar-23	Unlisted	50.00%	Yes	-	-
9	Series M	14-Feb-20	19-Apr-23	Unlisted	50.00%	Yes	3	3.00
10	Series N Type I	27-Feb-20	02-May-23	Unlisted	50.00%	Yes	10	10.00
11	Series N Type II	27-Feb-20	11-Jun-23	Unlisted	75.00%	Yes	5	5.00
12	Series O	27-Feb-20	13-May-23	Listed	56.00%	Yes	400	400.00
13	Series P Type I	02-Mar-20	12-Jun-23	Unlisted	75.00%	Yes	5	5.00
14	Series P Type II	02-Mar-20	06-May-23	Unlisted	50.00%	Yes	5	5.00
15	Series Q	03-Mar-20	07-May-23	Unlisted	50.00%	Yes	5	5.00
16	Series S	09-Mar-20	13-May-23	Unlisted	50.00%	Yes	5	5.00
17	Series U	13-Mar-20	17-May-23	Unlisted	50.00%	Yes	15	15.00
18	Series V	31-Mar-20	14-Jul-23	Unlisted	75.00%	Yes	15	15.00
19	Series 2	14-May-20	27-Aug-23	Unlisted	168.75%	Yes	14	14.00
20	Series 9 (T-1)	11-Sep-20	26-Oct-23	Listed	42.75%	Yes	140	140.00
21	Series 9 (T-2)	29-Oct-20	26-Oct-23	Listed	42.75%	Yes	10	10.00
22	Series 10 (T-1)	10-Dec-20	31-Dec-22	Listed	34.75%	Yes	-	-
23	Series 11 (T-1)	11-Dec-20	03-Jan-24	Listed	48.25%	Yes	60	60.00
24	Series 10 (T-2)	16-Dec-20	31-Dec-22	Listed	34.75%	Yes	-	-
25	Series 11 (T-2)	17-Dec-20	03-Jan-24	Listed	48.25%	Yes	10	10.00
26	Series 11 (T-3)	30-Dec-20	03-Jan-24	Listed	48.25%	Yes	32	32.00
27	Series 11 (T-4)	27-Jan-21	03-Jan-24	Listed	48.25%	Yes	10	10.00
28	Series 12 (T-1)	04-Feb-21	27-Feb-24	Listed	50.00%	Yes	30	30.00
29	Series 13 (T-1)	05-Feb-21	22-Jul-22	Listed	13.68%	Yes	-	-
30	Series 13 (T-2)	05-Feb-21	22-Jul-22	Listed	13.68%	Yes	-	-
31	Series 14 (T-1)	12-Mar-21	22-May-24	Listed	21.00%	Yes	305	305.00
32	Series 14 (T-2)	15-Mar-21	22-May-24	Listed	21.00%	Yes	30	30.00
33	Series 12 (T-2)	16-Mar-21	27-Feb-24	Listed	50.00%	Yes	20	20.00
34	Series 13 (T-3)	17-Mar-21	22-Jul-22	Listed	13.68%	Yes	-	-
35	Series 14 (T-3)	30-Mar-21	22-May-24	Listed	21.00%	Yes	120	120.00
36	Series 14 (T-4)	29-Apr-21	22-May-24	Listed	21.00%	Yes	60	60.00

Abans Finance Private Limited
Notes to the Consolidated Financial Statements as at 31st March 2023

Particulars							March 31, 2023	
37	Series 13 (T-4)	30-Apr-21	22-Jul-22	Listed	13.68%	Yes	-	-
38	Series 16	05-May-21	09-Nov-22	Listed	23.93%	Yes	-	-
39	Series 13 (T-5)	17-May-21	22-Jul-22	Listed	13.68%	Yes	-	-
40	Series 17	19-May-21	11-Aug-22	Listed	11.25%	Yes	-	-
41	Series 14 (T-5)	28-May-21	22-May-24	Listed	21.00%	Yes	10	10.00
42	Series 13 (T-6)	01-Jun-21	22-Jul-22	Listed	13.68%	Yes	-	-
43	Series 18 (T-1)	17-Jun-21	11-Mar-23	Listed	10.98%	Yes	-	-
44	Series 13 (T-7)	18-Jun-21	22-Jul-22	Listed	13.68%	Yes	-	-
45	Series 18 (T-2)	23-Jun-21	11-Mar-23	Listed	10.98%	Yes	-	-
46	Series 18 (T-3)	29-Jun-21	11-Mar-23	Listed	10.98%	Yes	-	-
47	Series 13 (T-8)	30-Jun-21	22-Jul-22	Listed	13.68%	Yes	-	-
48	Series 13 (T-9)	08-Jul-21	22-Jul-22	Listed	13.68%	Yes	-	-
49	Series 18 (T-4)	15-Jul-21	11-Mar-23	Listed	10.98%	Yes	-	-
50	Series 19 (T-1)	23-Jul-21	07-Jan-23	Listed	13.68%	Yes	-	-
51	Series 18 (T-7)	29-Jul-21	11-Mar-23	Listed	10.98%	Yes	-	-
52	Series 19 (T-2)	30-Jul-21	07-Jan-23	Listed	13.68%	Yes	-	-
53	Series 20 (T-1)	25-Aug-21	13-May-23	Listed	10.50%	Yes	1	10.00
54	Series 20 (T-2)	06-Sep-21	13-May-23	Listed	10.50%	Yes	3	30.00
55	Series 19 (T-3)	17-Sep-21	07-Jan-23	Listed	13.68%	Yes	-	-
56	Series 21 (T-1)	24-Sep-21	17-Jun-23	Listed	10.50%	Yes	2	20.00
57	Series 19 (T-4)	16-Nov-21	07-Jan-23	Listed	13.68%	Yes	-	-
58	Series 21 (T-2)	23-Nov-21	17-Jun-23	Listed	10.50%	Yes	7	70.00
59	Series 22 (T-1)	06-Dec-21	16-Jan-25	Listed	70.00%	Yes	10	100.00
60	Series 19 (T-5)	16-Dec-21	07-Jan-23	Listed	13.68%	Yes	-	-
61	Series 23 (T-1)	03-Jan-22	08-Jul-23	Listed	13.68%	Yes	9	90.00
62	Series 24 (T-1)	17-Jan-22	31-Oct-24	Listed	25.20%	Yes	20	200.00
63	Series 21 (T-3)	01-Feb-22	17-Jun-23	Listed	10.50%	Yes	3	30.00
64	Series 22 (T-2)	01-Feb-22	16-Jan-25	Listed	70.00%	Yes	3	30.00
65	Series 23 (T-2)	15-Feb-22	08-Jul-23	Listed	13.68%	Yes	31	310.00
66	Series 25 (T-1)	16-Feb-22	14-Apr-24	Listed	12.00%	Yes	15	150.00
67	Series 22 (T-3)	28-Feb-22	16-Jan-25	Listed	70.00%	Yes	4	40.00
68	Series 23 (T-3)	02-Mar-22	08-Jul-23	Listed	13.68%	Yes	6	60.00
66	Series 25 (T-2)	15-Mar-22	14-Apr-24	Listed	12.00%	Yes	1	10.00
69	Series 22 (T-4)	24-Mar-22	16-Jan-25	Listed	70.00%	Yes	1	10.00
70	Series 23 (T-4)	24-Mar-22	08-Jul-23	Listed	13.68%	Yes	4	40.00
71	Series 22 (T-5)	30-Mar-22	16-Jan-25	Listed	70.00%	Yes	2	20.00
72	Series 23 (T-5)	30-Mar-22	08-Jul-23	Listed	13.68%	Yes	1	10.00
73	Series 26 (T-1)	27-Apr-22	11-Sep-24	Listed	40.50%	Yes	7	70.00
74	Series 22 (T-6)	19-May-22	16-Jan-25	Listed	70.00%	Yes	6	60.00
75	Series 23 (T-6)	20-May-22	08-Jun-23	Listed	13.68%	Yes	8	80.00
76	Series 26 (T-2)	03-Jun-22	11-Sep-24	Listed	40.50%	Yes	3	30.00
77	Series 27 (T-1)	08-Jun-22	28-Oct-23	Listed	13.68%	Yes	9	90.00
78	Series 28 (T-1)	26-Jun-22	17-Feb-24	Listed	25.00%	Yes	6	60.00
79	Series 29 (T-1)	28-Jun-22	30-Nov-25	Listed	52.50%	Yes	7	70.00
80	Series 27 (T-2)	01-Aug-22	28-Oct-23	Listed	13.68%	Yes	9	90.00
81	Series 28 (T-2)	02-Aug-22	17-Feb-24	Listed	25.00%	Yes	2	20.00
82	Series 29 (T-2)	17-Aug-22	30-Nov-25	Listed	52.50%	Yes	2	20.00
83	Series 27 (T-3)	17-Oct-22	28-Oct-23	Listed	13.68%	Yes	77	770.00
84	Series 28 (T-2)	17-Oct-22	17-Feb-24	Listed	25.00%	Yes	1	10.00
85	Series 29 (T-3)	17-Oct-22	30-Nov-25	Listed	52.50%	Yes	7	70.00
86	Series 30 (T-1)	09-Nov-22	03-Feb-26	Listed	50.00%	Yes	5	50.00
87	Series 31 (T-1)	16-Nov-22	18-Nov-24	Listed	30.00%	Yes	17	170.00
88	Series 32 (T-1)	08-Dec-22	02-Mar-24	Listed	13.68%	Yes	20	200.00
89	Series 33 (T-1)	20-Dec-22	29-May-26	Listed	52.50%	Yes	20	200.00
90	Series 34 (T-1)	28-Dec-22	13-Jan-25	Listed	38.00%	Yes	19	190.00
91	Series 35 (T-1)	01-Feb-23	31-Mar-24	Listed	20.00%	Yes	120	120.00
92	Series 36 (T-1)	17-Feb-23	05-Jan-25	Listed	19.00%	Yes	162	162.00
93	Series 37 (T-1)	27-Feb-23	30-Mar-24	Listed	15.00%	Yes	98	98.00
94	Series 39 (T-1)	08-Mar-23	28-Mar-25	Listed	36.00%	Yes	252	252.00
95	Series 32 (T-2)	24-Mar-23	02-Mar-24	Listed	13.68%	Yes	6	60.00
96	Series 35 (T-2)	27-Mar-23	31-Mar-24	Listed	20.00%	Yes	37	37.00
97	Series 39 (T-2)	28-Mar-23	28-Mar-25	Listed	36.00%	Yes	1	1.00
98	Series 40 (T-1)	20-Mar-23	02-Sep-26	Unlisted	52.50%	Yes	225	225.00
	TOTAL						2,576	5,762.00

Abans Finance Private Limited
Notes to the Consolidated Financial Statements as at 31st March 2023

Particulars	March 31, 2023
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- Secured against Loans and Advances
- Coupon rate of "NCDs" varies with Market Movement in Index and underlying equity/commodity wherever applicable, with maximum cap on coupon

11.2 Privately Placed Market Linked Non Convertible Debentures - Unsecured

Sr. No	Series	Issue Date	Redemption Date	Listed / Unlisted	Max Cap on Coupon	Principle Protection	March 31, 2023	
							Units	Face Value
1	Series 38 (T-1)	28-Feb-23	27-Feb-26	Unlisted	NA	No	1,850	1,850.00
TOTAL							1,850	1,850.00

- 95% of aggregate gains/(losses) generated out of investment including its re-investment payable on redemption. It is clarified that the coupon payment shall accrue, and shall be due and payable on the coupon payment date.

Note 12: Borrowings (Other than Debt Securities)

At Amortised Cost

Secured

Related Party	-
Banks	26,100.00
Total	26,100.00

(Refer Note 6 & 12.1)

Unsecured

Related Party	1,959.02
Banks	-
Total	1,959.02

(Refer note 29 on related party)

Total Borrowings in India	28,059.02
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12.1 Terms of Borrowings

- Secured against Government Securities
- Rate of interest varies between 6.50% pa to 6.80% pa

Note 13: Other Financial Liabilities

Demand Deposit	2,668.01
	2,668.01

Particulars	March 31, 2023
Note 14: Current tax liabilities (Net)	
Provision for Income Tax	80.98
TOTAL	80.98
Note 15: Deferred Tax Assets / Liabilities (Net)	
On Difference of Depreciation on Fixed Assets	7.10
On Unrealized Loss on Fair Value	(58.93)
On Provision for Employee Benefit	11.02
On Provision for Impairment - Loans	18.60
Closing Deferred Tax Asset	(22.21)
Movement in net deferred tax assets during the year	(58.45)
Note 16: Provisions	
Provision for Leave Encashment	25.29
Provision for Gratuity	18.49
Provision for Impairment loss allowance (Loans)	24.73
Provision for Expenses	3.66
TOTAL	72.17
Note 17: Other Non Financial Liabilities	
Duties & Taxes	13.21
TOTAL	13.21
Note 18: Equity Share Capital	
Authorised	
Equity Share	
March 31st, 2023- 16,35,00,000 Nos- face value of 10/- each	16,350.00
TOTAL	16,350.00
Issued, Subscribed and Paid up:	
Equity shares	
March 31st, 2023- 3,44,72,729 Nos- face value of 10/- each	3,447.27
	-
TOTAL	3,447.27
Note 18.1: Reconciliation of number of shares outstanding is set out below:	
Equity Shares :	
At the beginning of the period	2,52,77,326
Addition during the period	91,95,403
Outstanding at the end of the period	3,44,72,729
Note 18.2: The details of shareholders holding more than 5% shares :	
Equity Shares:	
Name of the Shareholder	
Abans Holdings Ltd (No. of Shares)	3,23,92,395
Abans Holdings Ltd (% held)	93.97%
Teesta Retail Pvt Ltd (No. of Shares)	20,70,926
Teesta Retail Pvt Ltd (% held)	6.01%

Terms / Rights attached to Equity Shares

The company has only one class of equity share have been having a par value of Rs.10 each holder of equity share is entitled to one vote per share. The company declares and pays dividend if any, in Indian Rupee. The dividend proposed if any, by the board of Directors is subject to the approval of the share holders at the ensuing Annual General meeting accept in case of interim dividend. In the event of liquidation of the company, the holder of equity shares will be entitled to receive any of remaining assets of the company after distribution of preferential amount. The distribution will be in proportion to the number of equity shares held by the share holders.

Particulars	March 31, 2023
Note 18.3: Shares held by Promoters	
Equity Shares:	
Name of the Promoter	
Abans Holdings Ltd	
No. of Shares	3,23,92,395
% of total shares	93.97%
% change during the year	39.64%
Abhishek Bansal	
No. of Shares	1,568
% of total shares	0.00%
% change during the year	0.00%
Shriyam Bansal	
No. of Shares	7,840
% of total shares	0.02%
% change during the year	0.00%
Note 19: Other Equity	
Securities Premium	
Opening Balance	17,624.21
Add: for the year	7,080.46
Closing Balance	24,704.67
Impairment Reserve	
Opening Balance	43.71
Add: Transferred from retained earnings (Refer note 19.2)	5.47
Closing Balance	49.18
Reserve Fund U/S 45-IC (1) Of Reserve Bank Of India Act, 1934	
Opening Balance	247.83
Add: Transferred from retained earnings	177.50
Closing Balance	425.33
Retained Earnings	
Opening Balance	1,000.70
Add : Profit for the year	1,108.10
Transfer to Reserve Fund U/S 45-IC (1) Of Reserve Bank Of India Act, 1934	(177.50)
Transfer from Impairment Reserve	(5.47)
Closing Balance	1,925.83
Other Comprehensive Income	
Opening Balance	5.38
Add : Other comprehensive income for the year	1.03
Closing Balance	6.41
TOTAL	27,111.42

Note 19.1: Security Premium

Premium received upon issuance of Equity shares and conversion of Preference shares.

Securities Premium can be used for writing off any preliminary expenses of the company, to provide for the premium that is payable on the redemption of debentures or of preference shares of the company and to buy back its own shares.

Note 19.2: Impairment Reserve

Impairment Reserve is the difference of allowance under Ind AS 109 is and provisions required as per IRACP. If impairment allowance under Ind AS 109 is lower than the provisions requires as per IRACP, the difference is appropriated from retained earnings to Impairment Reserve.

The impairment reserve is not reckoned for regulatory capital. Withdrawal can be made only after prior permission from the Department of Supervision, RBI.

Abans Finance Private Limited
Notes to the Consolidated Financial Statements for the year ended 31st March 2023

Particulars	March 31, 2023
Note 20: Interest Income	
<u>At amortised cost</u>	
Interest on Loans	2,332.43
Interest on Investment	19.49
Interest on Bank Deposit	5.37
Interest on IT Refund	2.09
TOTAL	2,359.38
Note 21: Processing Fees	
Loan Processing Fees	0.25
Transaction Processing Fees	289.90
TOTAL	290.15
Note 22: Finance Costs	
<u>At amortised cost</u>	
Interest on borrowings	133.40
Other borrowing costs	7.66
TOTAL	141.06
Note 23: Employee Benefits and Expenses	
Salaries and Wages	620.25
Gratuity Expense	10.56
Provision for Leave salary	4.24
Contribution to provident and other funds	25.99
Staff Welfare	24.24
TOTAL	685.28
Note 24: Net loss on fair value changes	
Net (Gain) / Loss on derivative instruments	472.82
Net (Gain) / Loss on quoted securities	(311.64)
TOTAL	161.18
Note 25: Establishment and Other Expenses	
Rent Expenses	19.09
Donation	0.08
CSR Expense	8.59
Provision against Standard Asset	-
Electricity Expenses	12.42
Society Maintenance charges	1.33
Telecommunication Expenses	0.25
Travelling & Conveyance	3.82
Legal & Professional Fees	82.91
Property Tax	4.73
Insurance Expense	16.30
Interest on Late payment of TDS	24.41
Sundry Expenses	6.83
Business Development Expenses	35.98
Repairs & Maintenance	0.07
Franking, Stamping & Registration Charges	4.11
License Fee and ROC Expenses	5.28
<u>Payment to Auditors</u>	
- Statutory Audit Fees	6.63
- Tax Audit Fees	0.50
- Certification Fees	1.00
TOTAL	234.33

Abans Finance Private Limited
Note 26: List of company considered in the Consolidated Financial Statement is as follows:

Date of Acquisition	Name of the companies	Country of Incorporation	Relationship	Percentage ownership as on March 31, 2023
July 22,2022	Corporate Avenue Services Limited	United Kingdom	Subsidiary	100.00%

Note 27: Contingent Liabilities

	(₹ in Lakhs)
	March 31, 2023
a) Guarantee given to bank against fund based and non fund based credit limit	
Abans Securities Pvt Ltd	6,900.00
(Outstanding exposure as on 31-03-2023 is Rs. 5500.00 lacs (PY Rs. 6500.00 lakhs)	
Abans Broking Services Pvt Ltd	4,987.00
(Outstanding exposure as on 31-03-2023 is Rs. 4500.00 lacs (PY Rs. 4813.16 lakhs)	
b) GST Maharashtra - On account of Notice for Input Tax Credit	5.30

Note 28: Earning Per Share

Particulars	March 31, 2023
a) Face Value of the shares (Rs.)	10.00
b) Outstanding No. of Equity Shares	3,44,72,729
c) Weighted Average no. of shares	2,65,87,356
d) Net Profit after tax as per statement of profit and loss	1,108.10
e) Basic Earnings Per Share (Rs.) (E = D / C)	4.17
f) Weighted Average no. of shares (Diluted)	2,65,87,356
g) Diluted Earnings Per Share	4.17

Note 29: Related Party Disclosure :

A. Related parties with whom transaction have been entered during the year.

Relationship Category	Particulars	Name of the Party
1	Holding Company	Abans Holdings Ltd
2	Subsidiary Company	Corporate Avenue Services Limited
3	Key Management Personnel	Abhishek Bansal Nirbhay Vassa Harsh Shah Mahesh Kumar Cheruvedu
4	Enterprises owned or significantly influenced by key management personnel or their relatives	Abans Agriwarehousing & Logistics Pvt Ltd Abans Broking Services Pvt Ltd Abans Commodities (I) Pvt Ltd Abans Enterprises Pvt Ltd Abans Jewels Limited Abans Metals Pvt Ltd Abans Realty & Infrastructure Pvt Ltd Abans Securities Pvt Ltd Agrometal Vendibles Pvt Ltd Abans Capital Pvt Ltd Abans Investment Managers Pvt Ltd Abans Alternative Fund Managers LLP Abans Insurance Broking Pvt Ltd Abans Investment Trust Cultured Curio Jewels Pvt Ltd Lifesurge Biosciences Pvt Ltd Zicuro Technologies Pvt Ltd Pantone Enterprises Pvt Ltd Hydux Enterprises Pvt Ltd Shello Tradecom Pvt Ltd Zale Trading Pvt Ltd Clamant Broking Services Pvt Ltd Abans Gems And Jewels Trading FZC Abans Global Limited Abans Middle East Dmcc Caspian Hk Trading Ltd Evergreen Llc Splendid International Limited

Abans Finance Private Limited

5	Enterprises owned or significantly influenced by a group of individuals or their relatives who have a control or significant influence over the company	None
6	Individuals owning, directly or indirectly, an interest in the voting power of reporting enterprise that gives them control of significant influence over enterprise and relatives of any such individual	None

B. The Following transactions were carried out with the related parties in the ordinary course of business and at arm's length.

		(₹ in Lakhs)
<u>Nature of transactions</u>	<u>Relationship Category</u>	<u>March 31, 2023</u>
Loans receivable		
Abans Metals Pvt Ltd	4	881.70
Abans Creations Pvt Ltd	4	1,367.63
Abans Securities Pvt Ltd	4	530.00
Abans Enterprises Ltd	4	1,576.00
Abans Agri Warehousing & Logistics Private Limited	4	34.20
Abans Broking Services Pvt Ltd	4	-
Abans Realty & Infrastructure Pvt Ltd	4	5.00
Cultured Curio Jewels Pvt Ltd	4	-
Lifesurge Biosciences Pvt Ltd	4	300.93
Pantone Enterprises Pvt Ltd	4	25.00
Zale Trading Pvt Ltd	4	12.00
Zicuro Technologies Pvt Ltd	4	1,582.41
Total		6,314.87
Debt Securities issued during year		
<u>Marked linked debentures - Secured</u>		
Abans Broking Services Pvt Ltd (Discount on issue CY Rs. 131.36 lakhs, PY Rs. 72.85 lakhs)	4	2,930.00
Abans Investment Trust (Discount on issue CY Rs. 6.12 lakhs, PY Rs. Nil)	4	2,125.00
Total		5,055.00
Debt Securities outstanding (as per Benpos)		
<u>Marked linked debentures - Secured</u>		
Abans Broking Services Pvt Ltd	4	5.00
Abans Investment Trust	4	2,125.00
Abans Securities Private Limited	4	930.00
Abans Jewels Limited	4	-
Total		3,060.00
Redemption of Market Linked Debentures		
Abans Jewels Limited	4	150.00
Abans Metals Pvt Ltd	4	80.00
Abans Securities Pvt Ltd	4	100.00
Cultured Curio Jewels Pvt Ltd	4	218.00
Total		548.00
Loans Payable		
Abhishek Bansal	3	1,930.00
Total		1,930.00
Corporate guarantee/Security given by reporting enterprise		
Abans Securities Pvt Ltd	4	6,900.00
Abans Broking Services Pvt Ltd	4	4,987.00
Cultured Curio Jewels Pvt Ltd	4	-
Total		11,887.00
Trade Receivables		
Abans Securities Pvt Ltd	4	495.97
Abans Broking Services Pvt Ltd (Including margin given to exchange)	4	789.05
Total		1,285.02
Demand Deposit		
Abans Gems And Jwels Trading Fze	4	80.54
Abans Global Limited	4	833.01
Abans Middle East Dmcc	4	56.43
Caspian Hk Trading Ltd	4	0.65
Evergreen Llc	4	4.11
Splendid International Limited	4	1.99
Total		976.73

Abans Finance Private Limited

Rent Receivables		
Abans Investment Trust	4	1.20
		1.20

(₹ in Lakhs)

<u>Nature of transactions</u>	<u>Relationship Category</u>	<u>March 31, 2023</u>
Interest Income		
Abans Metals Pvt Ltd	4	428.45
Abans Agri Warehousing & Logistics Pvt Ltd	4	9.47
Abans Broking Services Private Limited	4	236.42
Abans Creations Pvt Ltd	4	164.99
Zicuro Technologies Private Limited	4	133.62
Abans Jewels Limited	4	52.85
Cultured Curio Jewels Private Limited	4	45.74
Abans Enterprises Ltd	4	126.84
Lifesurge Biosciences Private Limited	4	30.08
Abans Securities Private Limited	4	12.12
Abans Commodities Private Limited	4	8.05
Pantone Enterprises Pvt Ltd	4	52.95
Shello Tradecom Pvt Ltd	4	11.87
Zale Trading Pvt Ltd	4	44.95
Hydux Enterprises Pvt Ltd	4	5.22
Abans Holdings Limited	1	55.27
Agrometal Vendibles Private Limited	4	40.50
Total		1,459.39

Rent Income		
Abans Broking Services Pvt Ltd	4	9.24
Abans Commodities (I) Pvt Ltd	4	4.20
Abans Realty & Infrastructure Pvt Ltd	4	1.02
Abans Securities Pvt Ltd	4	7.56
Abans Jewels Limited	4	5.04
Abans Holdings Ltd	1	1.68
Abans Agri Warehousing & Logistics Pvt Ltd	4	1.68
Abans Metals Pvt Ltd	4	1.26
Abans Enterprise Ltd	4	1.68
Cultured Curio Jewels Pvt Ltd	4	1.68
Zicuro Technologies Pvt Ltd	4	1.02
Lifesurge Biosciences Pvt Ltd	4	1.02
Hydux Enterprises Private Limited	4	0.51
Shello Tradecom Pvt Ltd	4	1.02
Pantone Enterprises Pvt Ltd	4	1.02
Zale Trading Pvt Ltd	4	1.02
Agrometal Vendibles Pvt Ltd	4	0.24
Clamant Broking Services Pvt Ltd	4	0.24
Abhishek Bansal	3	0.24
Abans Capital Pvt Ltd	4	0.24
Abans Alternative Fund Managers LLP	4	0.48
Abans Investment Managers Pvt Ltd	4	0.68
Abans Insurance Broking Pvt Ltd	4	1.02
Abans Investment Trust	4	1.02
Total		44.81

(₹ in Lakhs)

<u>Nature of transactions</u>	<u>Relationship Category</u>	<u>March 31, 2023</u>
Sale of Government Securities		
Abans Broking Services Pvt Ltd	4	2,495.18
Abans Commodities (I) Pvt Ltd	4	149.81
Abans Enterprises Limited	4	990.36
Abans Jewels Limited	4	1,520.93
Abans Metals Pvt Ltd	4	4,059.72
Abans Realty & Infrastructure Pvt Ltd	4	49.55
Abans Securities Pvt Ltd	4	1,403.76
Abhishek Bansal	3	496.04
Agrometal Vendibles Pvt Ltd	4	178.34
Cultured Curio Jewels Pvt Ltd	4	4,282.82
Total		15,626.51

Sales (Transaction fees)		
Abans Gems And Jwels Trading Fze	4	9.78
Abans Global Limited	4	14.13
Abans Middle East Dmcc	4	10.57
Caspian Hk Trading Ltd	4	4.98
Evergreen Lic	4	9.78

Abans Finance Private Limited

Splendid International Limited	4	3.32
Total		52.56
Purchase of Government Securities		
Abans Jewels Limited	4	1,504.83
Agrometal Vendibles Pvt Ltd	4	178.39
Cultured Curio Jewels Pvt Ltd	4	1,505.12
Total		3,188.34
Cross Charge of Goods and Service Tax		
Abans Jewels Limited	4	1.12
Total		1.12
Interest Expense		
Abans Jewels Limited	4	20.52
Abans Metals Pvt Ltd	4	10.94
Abans Securities Pvt Ltd	4	17.45
Abhishek Bansal	3	29.02
Cultured Curio Jewels Pvt Ltd	4	29.82
Total		107.75
Salary of KMP		
Nirbhay Vassa	3	71.33
Mahesh Kumar Cheruveedu	3	54.72
Harsh Shah	3	10.18
Total		136.23

Note 30: Segment Information

The main business of the Company consists of financial activities including providing loans and advances to its customers in India, investments in financial instruments and dealing in financial instruments including for hedging. Other segment reported is rental income in the company. Segments have been identified and reported taking into account nature of products and services, the different risk and returns and internal business reporting system. The accounting Policy adopted for Segment Reporting are in line with Company's Accounting Policy.

Particulars	(₹ in Lakhs)	
	March 31, 2023	
1. Segment Revenue		
a) Segment - Financial		2,667.26
b) Segment - Rent		44.81
c) Segment - Others / un allocable		7.62
Total		2,719.69
Less: Inter Segment Revenue		-
Net Sales / Income from Operations		2,719.69
2. Segment Results		
Profit / (Loss) before tax and interest from each segment		
a) Segment - Financial		1,604.47
b) Segment - Rent		38.87
c) Segment - Others / un allocable		(39.66)
Total		1,603.68
Less: Finance cost		(141.06)
Total profit before tax		1,462.62
3. Capital Employed		
Segment Assets		
a) Segment - Financial		55,131.97
b) Segment - Rent		1,203.64
c) Segment - Others / un allocable		13,648.07
Total		69,983.68
Segment Liabilities		
a) Segment - Financial		39,312.24
b) Segment - Rent		-
c) Segment - Others / un allocable		112.75
Total		39,424.99

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Note 31: Employee Benefits

A. Gratuity (Defined Benefit Plan)

i) General Description:

The Company provides for gratuity for employees in India as per the payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The company's liability towards gratuity is determined on the basis of year end actuarial valuations applying the Projected Unit Credit Method (as per Ind AS 19) done by an independent actuary as on 31st March, 2023.

	(₹ in Lakhs)																				
	March 31, 2023																				
Particulars																					
ii) Change in the present value of the defined benefit obligation																					
Opening defined benefit obligation	8.52																				
Current service cost	9.98																				
Interest cost	0.58																				
Actuarial (gain) / loss due to remeasurement on change in assumptions	2.15																				
Past service cost	-																				
Benefits paid	(2.73)																				
Contributions by employee	-																				
Transfer in / (out)	-																				
Present Value of Obligation as at the end	18.50																				
iii) Breakup of Actuarial gain/loss																					
Actuarial [gain]/ loss arising from change in demographic assumption	-																				
Actuarial [gain]/ loss arising from change in financial assumption	(1.06)																				
Actuarial [gain]/ loss arising from experience adjustment	3.20																				
iv) Expenses/ [Incomes] recognised in the Statement of Profit and Loss:																					
Current service cost	9.98																				
Past service cost	-																				
(Gains) / losses - on settlement	-																				
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	0.58																				
Expenses Recognised in the Income Statement	10.56																				
v) Other Comprehensive Income																					
Actuarial (Gain)/Loss recognized for the period due to change in assumptions	2.15																				
Return on plan assets, excluding amount recognised in net interest expense	-																				
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-																				
Components of defined benefit costs recognised in other comprehensive income	2.15																				
vi) Movement in net liabilities recognised in Balance Sheet:																					
Opening net liabilities	8.52																				
Expenses as above [P & L Charge]	10.56																				
Benefits Paid	(2.73)																				
Other Comprehensive Income (OCI)	2.15																				
Liabilities/ [Assets] recognised in the Balance Sheet	18.50																				
vii) Amount recognized in the balance sheet:																					
PVO at the end of the year	18.50																				
Fair value of plan assets at the end of the year	-																				
Deficit	(18.50)																				
Unrecognised past service cost	-																				
(Liabilities)/Assets recognized in the Balance Sheet	(18.50)																				
viii) Principal actuarial assumptions as at Balance sheet date:																					
<u>Discount rate</u>	7.40%																				
[The rate of discount is considered based on market yield on Government Bonds having currency and terms in consistence with the currency and terms of the post-employment benefit obligations].																					
<u>Annual increase in salary cost</u>	9.00%																				
[The estimates of future salary increases are considered in actuarial valuation, taking into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market].																					
<u>Employee Attrition Rate (Past Services (PS))</u>	10.00%																				
<u>Decrement adjusted remaining working life (years)</u>	8.6																				
<u>Sensitivity analysis:</u>																					
<u>March 31, 2023</u>	<table border="0"> <thead> <tr> <th></th> <th><u>Discount rate of</u></th> <th><u>Salary Escalation</u></th> <th><u>Attrition rate of</u></th> <th><u>Mortality rate of</u></th> </tr> <tr> <th></th> <th><u>1%</u></th> <th><u>rate of 1%</u></th> <th><u>50%</u></th> <th><u>10%</u></th> </tr> </thead> <tbody> <tr> <td>Impact on statement of Profit & Loss increase in rate</td> <td style="text-align: right;">16.79</td> <td style="text-align: right;">20.34</td> <td style="text-align: right;">16.33</td> <td style="text-align: right;">18.49</td> </tr> <tr> <td>Impact on statement of Profit & Loss of decrease in rate</td> <td style="text-align: right;">20.48</td> <td style="text-align: right;">16.83</td> <td style="text-align: right;">21.46</td> <td style="text-align: right;">18.50</td> </tr> </tbody> </table>		<u>Discount rate of</u>	<u>Salary Escalation</u>	<u>Attrition rate of</u>	<u>Mortality rate of</u>		<u>1%</u>	<u>rate of 1%</u>	<u>50%</u>	<u>10%</u>	Impact on statement of Profit & Loss increase in rate	16.79	20.34	16.33	18.49	Impact on statement of Profit & Loss of decrease in rate	20.48	16.83	21.46	18.50
	<u>Discount rate of</u>	<u>Salary Escalation</u>	<u>Attrition rate of</u>	<u>Mortality rate of</u>																	
	<u>1%</u>	<u>rate of 1%</u>	<u>50%</u>	<u>10%</u>																	
Impact on statement of Profit & Loss increase in rate	16.79	20.34	16.33	18.49																	
Impact on statement of Profit & Loss of decrease in rate	20.48	16.83	21.46	18.50																	

B. Compensated absence (long term employee benefits)

i) General description:-

The company provides Privilege Leave to it's employees in India. Privilege leave is computed on calendar year basis, however, any unavailed privilege leaves upto 45 days will be carried forward to the next calendar year. Privilege leave can only be encashed at the time of retirement / termination / resignation / withdrawal and is computed as no. of privilege leaves multiplied with applicable salary for leave encashment. The company's liability towards privilege leaves is determined on the basis of year end actuarial valuations applying the Projected Unit Credit Method (as per Ind AS 19) done by an independent actuary as on 31st March, 2023.

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

	(₹ in Lakhs)																		
Particulars	March 31, 2023																		
ii) Asset and Liability (Balance Sheet position)																			
Present value of obligation	25.29																		
Fair value of plan assets	-																		
Surplus/(Deficit)	(25.29)																		
Effects of asset ceiling	-																		
Net Asset/ (Liability)	(25.29)																		
iii) Bifurcation of Present Value of Obligation at the end of the year as per revised Schedule																			
Current Liability (Short Term)	2.46																		
Non-current Liability (Long term)	22.83																		
Present value of the obligation at the end	25.29																		
iv) Expenses Recognized in the Statement of Profit and Loss																			
Present value of obligation as at the beginning	24.55																		
Present value of obligation as at the end	25.29																		
Benefit Payment	3.50																		
Actual return on plan asset	-																		
Acquisition adjustment	-																		
Expense recognized	4.24																		
v) Principal actuarial assumptions as at Balance sheet date:																			
<u>Discount rate</u>	7.40%																		
[The rate of discount is considered based on market yield on Government Bonds having currency and terms in consistence with the currency and terms of the post-employment benefit obligations].																			
<u>Annual increase in salary cost</u>	9.00%																		
[The estimates of future salary increases are considered in actuarial valuation, taking into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market].																			
<u>Sensitivity analysis:</u>																			
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<u>Discount rate of</u>	<u>Salary Escalation</u>	<u>Attrition rate of</u>	<u>Mortality rate of</u>																
1%	rate of 1%	50%	10%																
Impact on statement of Profit & Loss increase in rate	23.24	27.61	24.38	25.29															
Impact on statement of Profit & Loss of decrease in rate	27.67	23.25	27.03	25.30															

C. Defined Contribution Plans

The Company also has certain defined contribution plans. Contributions payable by the Company to the concerned Government authorities in respect of Provident Fund are charged to Statement of Profit and Loss. The obligation of the Company is limited to the amount contributed and it has no contractual or any constructive obligation. Amount recognized during the year as contribution in statement of Profit & Loss is Rs. 18.21 lakhs for the year ended March 31, 2023

Note 32: Financial Instruments – Fair Values and Risk Management

A. Accounting classification

	(₹ in Lakhs)			
March 31, 2023	Fair Value through Profit / (Loss)	Fair Value through OCI	Amortised Cost	Total
Financial assets				
Cash and cash equivalents	-	-	16,613.79	16,613.79
Derivative financial instruments	50.78	-	-	50.78
Receivables	-	-	1,132.42	1,132.42
Loans	-	-	17,364.39	17,364.39
Investments	30,278.66	-	3,040.00	33,318.66
Other Financial assets	-	-	197.99	197.99
Total Financial Assets	30,329.44	-	38,348.59	68,678.03
Financial liabilities				
Payables	-	-	7.49	7.49
Debt Securities	8,501.90	-	-	8,501.90
Borrowings (Other than Debt Securities)	-	-	28,059.02	28,059.02
Other financial liabilities	-	-	2,668.01	2,668.01
Total Financial Liabilities	8,501.90	-	30,734.52	39,236.42

B. Fair value Measurement

Financial instruments measured at FVTPL / FVOCI :

All assets and liabilities for which the fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement are (other than quoted prices) included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

<u>Financial instruments measured at FVTPL</u>				(₹ in Lakhs)
March 31, 2023	Level 1	Level 2	Level 3	Total
<u>Financial assets</u>				
Derivative financial instruments	50.78	-	-	50.78
Investments	30,278.66	-	-	30,278.66
Total	30,329.44	-	-	30,329.44
<u>Financial Liabilities</u>				
Debt Securities	-	8,501.90	-	8,501.90
Total	-	8,501.90	-	8,501.90

Financial instruments measured at amortised cost:

The carrying value approximates fair value for long term financial assets and liabilities measured at amortised cost. There are no transfers during the year in level 1, 2 and 3. The Company policy is to recognize transfers into and transfers out of fair value hierarchy level as at the end of reporting period.

C. Financial risk management

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

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

1. Credit risk
2. Liquidity risk and
3. Market risk

1. Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due to the Company causing financial loss. It arises from cash and cash equivalents, deposits with banks and financial institutions, security deposits, loans given and principally from credit exposures to customers relating to outstanding receivables. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at reporting date. The Company continuously monitors defaults of customers and other counterparties, identified either individually or by the Company, and incorporates this information into its credit risk controls. Where available at reasonable cost, external credit ratings and/or reports on customers and other counterparties are obtained and used. The Company's policy is to deal only with creditworthy counterparties.

In respect of trade and other receivables, the Company is not exposed to any significant credit risk exposure to any single counterparty or any company of counterparties having similar characteristics. Trade receivables consist of a large number of customers in various geographical areas. The Company has no history of customer default, and considers the credit quality of trade receivables that are not past due or impaired to be good. The credit risk for cash and cash equivalents, mutual funds, bank deposits, loans and derivative financial instruments is considered negligible, since the counterparties are reputable organisations with high quality external credit ratings. Company provides for expected credit losses on financial assets by assessing individual financial instruments for expectation of any credit losses. Since the assets have very low credit risk, and are for varied natures and purpose, there is no trend that the company can draw to apply consistently to entire population. For such financial assets, the Company's policy is to provide for 12 month expected credit losses upon initial recognition and provides for lifetime expected credit losses upon significant increase in credit risk. The Company does not have any expected loss based impairment recognised on such assets considering their low credit risk nature, though incurred loss provisions are disclosed under each sub-category of such financial assets.

2. Liquidity risk

Liquidity Risk is defined as the risk that the Company will not be able to settle or meets its obligations on time at a reasonable price. In addition; processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity through rolling forecasts of expected cash flows.

Exposure to liquidity risk

The table below is an analysis of Company's financial liabilities based on their remaining contractual maturities of financial liabilities at the reporting date.

March 31, 2023	Contractual cash flows				(₹ in Lakhs)
	Less than 1 year	1 year to 3 year	3 year to 5 year	5 year and above	
<u>Derivative financial liabilities</u>					
Debt Securities	3,758.85	4,743.05	-	-	
<u>Non-derivative financial liabilities</u>					
Payables	7.49	-	-	-	
Borrowings (Other than Debt Securities)	28,059.02	-	-	-	
Other financial liabilities	2,668.01				

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

3. Market risk

Changes in market prices which will affect the Company's income or the value of its holdings of financial instruments is considered as market risk. It is attributable to all market risk sensitive financial instruments.

a. Currency risk

The Company is not exposed to foreign exchange risk arising from foreign currency transactions

b. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates (all other variables being constant) of the Company's statement of profit and loss.

Particulars	(₹ in Lakhs)	
	March 31, 2023	March 31, 2023
	<u>% Increase in rate</u>	<u>Increase/(decrease) in profit</u>
Borrowings that are repriced	100 bps	(30,683.34)
Loans that are repriced	100 bps	62,668.06
	<u>% Decrease in rate</u>	<u>Increase/(decrease) in profit</u>
Borrowings that are repriced	100 bps	30,683.34
Loans that are repriced	100 bps	(62,668.06)

Abans Finance Private Limited
Notes to the Financial Statements as at 31st March 2023

Note 33: Corporate Social Responsibility (CSR)

	(₹ in Lakhs)
	March 31, 2023
i) Amount required to be spent by the company during the year	8.59
ii) Amount of expenditure incurred	8.59
iii) Shortfall at the end of the year	-
iv) Total of previous years shortfall	-
v) Reason for shortfall	NA
vi) Nature of CSR activities	Promotion of Education
vii) Details of related party transactions	NA
viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation	NA

Note 34: Others

The Company does not have any material transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 during the period ended 31st March 2023.

Note 35: Tax Expense: Reconciliation of tax expense

	(₹ in Lakhs)
	March 31, 2023
Particulars	
Current tax	295.55
Earlier year tax	(0.08)
Deferred tax	59.05
	<u>354.52</u>
Profit before tax	1,462.62
Company's domestic tax rate (27.82%)	25.17%
Computed tax expenses	368.11
Tax effect of	
Expenditure in the nature of permanent disallowances/(allowances) [Net]	(52.26)
Effect of difference in tax rates in subsidiary company	(20.31)
Round off	0.00
Current tax provision (A)	<u>295.55</u>
Tax expenses of earlier year (B)	<u>(0.08)</u>
Incremental deferred tax liability on account of Property, Plant and Equipment	29.15
Incremental deferred tax liability on account of financial asset and other items	29.90
Deferred tax provision (C)	<u>59.05</u>
Total tax expense (A+B+C)	<u>354.52</u>
Effective Tax Rate	<u>24.24%</u>

Note 36 The Company is not registered under any other regulator other than Reserve Bank of India

Note 37 The Company does not have any material transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 during the period ended 31st March 2023 and 31st March 2022.

Note 38 Since this is the first year of consolidation of financial statements the previous year numbers are not available.

Annexure 'A' to Note - 39
(Rs. in Lakhs)

Additional information as required by paragraph 2 of the general instructions for presentation of consolidated financial statement to schedule III to the companies act, 2013.

Name of the Entity	Net Assets i.e. total assets less total liabilities		Share in Profit/ (Loss)		Share in other comprehensive Income		Share in total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (Rs. in Lakhs)	As % of Consolidated Profit/(Loss)	Amount (Rs. in Lakhs)	As % of other comprehensive Income	Amount (Rs. in Lakhs)	As % of total comprehensive Income	Amount (Rs. in Lakhs)
	Parent Company							
Abans Finance Private Limited	99.18%	30,335.53	80.09%	887.52	-149.89%	(1.55)	79.88%	885.97
Foreign Subsidiaries								
Corporate Avenue Services Limited	0.82%	251.54	19.91%	220.58	249.89%	2.58	20.12%	223.16
Total	100%	30,587.07	100%	1,108.10	100%	1.03	100%	1,109.13
Consolidation adjustments		(28.38)		-		-		-
Total		30,558.69		1,108.10		1.03		1,109.13

Form AOC-1 - Annexure 'B'

(Information of Subsidiaries as required under first proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with rule 5 of Companies (Accounts) Rules, 2014) March 2017

Summary of Financial Information of Subsidiary Company

(Rs. in Lakhs)

Name of the Subsidiary company	Corporate Avenue Services Limited
Reporting period	July 22, 2022 to March 31, 2023
Reporting currency	USD
Exchange rates - Closing	82.18
Exchange rates - Average	81.51
Share capital	47.99
Reserves & Surplus	203.55
Total assets	2,970.72
Total liabilities	2,970.72
Investment	-
Turnover	307.18
Profit before taxation	267.63
Profit after taxation	220.58
Proposed dividend	-
% of shareholding during the period of ownership	100.00%

For Paresh Rakesh & Associates LLP
Chartered Accountants
FRN no. : - 119728W/W100743

Sd/-
Partner
Nimit Sheth
Partner
Membership No. 142645

Sd/-	Sd/-
<u>Director & CEO</u>	<u>Director</u>
Mahesh Kumar	Abhishek Bansal
Cheruveedu	DIN : 01445730
DIN : 09499122	

Date: 08 August,2023
Place: Mumbai

Sd/-	Sd/-
<u>Chief Financial Officer</u>	<u>Company Secretary</u>
Nirbhay Vassa	Harsh Shah

Notice

Notice is hereby given that the Twenty-Nine (29th) Annual General Meeting (AGM) of the Members of Abans Finance Private Limited (“the Company”) will be held at shorter notice on Friday, September 29, 2023 at 09:30 A.M. (IST) at the Registered Office of the Company situated at 36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA, Nariman Point Mumbai 400021, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors’ thereon;
2. To appoint a Director in place of Mr. Shivshankar Singh (DIN: 07787861) who retires by rotation and being eligible, offers himself for re-appointment;

SPECIAL BUSINESS:

3. **Amendment in the Main Objects Clause of the Memorandum of Association (MOA) of the Company**

To consider and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or reenactment thereof, for the time being in force), and the rules framed there under, consent of the members of the Company be and is hereby accorded, subject to the approval of the Registrar of Companies, Mumbai, Maharashtra and such other regulatory authorities to add following sub-clause (4) after sub-clause (3) of clause III (A) of the Memorandum of Association of Company:-

Object clause to be inserted as III (A) (4) in Memorandum of Association of the Company

4. To set-up, promote and / or acquire company or companies or other entities for the purpose of carrying on mutual fund activities in India or abroad, acting as a sponsor to a Mutual Fund, incorporating or causing the incorporation of and / or acquiring and holding shares in an asset management company and / or trustee company to a mutual fund and to engage in such other activities relating to the Mutual Fund business as permitted under the applicable laws, to set up, create, issue, float, promote and manage assets, trusts or funds including mutual funds, growth funds, investment funds, income or capital funds, taxable or tax exempt funds, charitable funds, venture funds, risk funds, real estate funds, education funds, on shore funds, off shore funds, consortium funds or organize or manage funds or investment on a discretionary or non-discretionary basis on behalf of any person or persons (whether individual, firms, companies, bodies corporate, public body or authority, supreme, local or otherwise, trusts, pension funds, charities, other associations or other entities), whether in the private or public sector and to act as administrators, managers, portfolio managers, or

trustees of funds and trust, brokers, managers or agents to the issue, registrar to the issue, underwriters to the issue, financial advisors, trusteeship services and wealth advisory services.

RESOLVED FURTHER THAT the Board of Directors and/or any person authorised by the Board, be and is hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

4. Alteration of Articles of Association (AOA) of the Company

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of sections 5, 14 and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the ‘Act’) and rules made thereunder, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, read with relevant circulars issued by SEBI from time to time, (including any amendment(s), statutory modification(s), variation(s) and/or re-enactment(s) to any of the foregoing and other applicable guidelines, directions or laws), consent of the members of the Company be and is hereby accorded to amend/alter/insert the following clauses to the existing Articles of Association of the Company respectively as under:

Article 2: Definition:

“Debentures” means a debenture within the meaning of sub-section (30) of section 2 of the Companies Act, 2013.

“Debenture Trustee” means the trustee appointed under a Debenture Trustee Agreement in trust for, on behalf of and for the benefit of the holders of Secured Debentures issued by the Company.

Article 70A:

- (i) *In the event of any default committed by the Company as mentioned in clause (e) of sub-regulation (1) of Regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 (“the Default”), a debenture trustee in respect of any outstanding non-convertible debentures issued by the Company that are listed shall have the right, to nominate a Director (“Trustee Nominee Director”) on the Board of Directors of the Company, and to remove from office any Trustee Nominee Director and to appoint another in his / her place or in the place a Trustee Nominee Director who resigns or otherwise vacates his / her office, in accordance with the applicable provisions of the Act, the Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993 (“Debenture Trustee Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations 2021, or any other Applicable Law, regulatory or listing requirements or terms and conditions of issued non-convertible debenture (“Applicable Laws for Nomination”).*

- (ii) *Any such nomination, change of Trustee Nominee Director, removal of Trustee Nominee Director shall be made in writing and shall be served by the Trustee at the registered office of the Company (“Notice by Trustee”).*
- (iii) *Upon receipt of the Notice by Trustee, the Board shall appoint Trustee Nominee Director on the Board of Directors of the Company in accordance with the provisions of Debenture Trust Deed, provisions of Companies Act, 2013, RBI Regulations, SEBI Regulations and all other applicable provisions of law.*
- (iv) *A Trustee Nominee Director shall be deemed to have vacated his / her office as Director on the Board of Directors of the Company from the date of such Trustee Nominee Director becoming disqualified to be a director on the Board of Directors of the Company pursuant to the provisions of the Act OR from the date of making good the Default by the Company OR from the date of appointing another person a Trustee Nominee Director pursuant to any Notice by Trustee OR from the date of removal of such Director by the Trustee pursuant to any Notice by Trustee OR from the date of the Trustee ceasing to be a debenture trustee of the Company OR any other date from which Trustee Nominee Director cease to be a Trustee Nominee Director pursuant to the Applicable Laws for Nomination, whichever is earlier.*
- (v) *This Article 70A shall automatically cease to apply upon the Company ceasing to hold any outstanding listed non-convertible debentures.”*

RESOLVED FURTHER THAT the Board of Directors the Company be and is hereby severally authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary to give effect to these resolutions including delegation of any powers, and with further powers on behalf of the Company to settle questions, difficulties or doubts that may arise in this regard, without requiring the Board of Directors to secure any further consent or approval of the members of the Company.”

**For and on behalf of the Board of Directors
Abans Finance Private Limited**

**Sd/-
Harsh Shah
Company Secretary**

Date: September 06, 2023

Place: Mumbai

Registered Office:

Abans Finance Private Limited

36, 37, Floor-3, Plot-227, Nariman Bhavan,
Vinayak Kumar Shah Marg, NCPA, Nariman Point,
Mumbai – 400021 | **Tel:** 022 61790000

CIN: U51219MH1995PTC231627

Website: www.abansfinance.com

Email: cs.afpl@abans.co.in

NOTES FOR MEMBERS' ATTENTION:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business under Item No. 3 and 4 to be transacted at this Annual General Meeting (the "Meeting") is annexed.
2. Pursuant to Section 105 read with Rule 19 of Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013, a member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of him/her and the proxy need not be a member of the Company. The instrument appointing the proxy duly filled and signed should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. A proxy form for the meeting is enclosed.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution, pursuant to section 113 of the Companies Act, 2013 authorizing their representative to attend and vote on their behalf at the meeting.
5. Pursuant to Section 103 of the Companies Act, 2013 the Members physically attending the meeting shall be counted for the purpose of reckoning the quorum.
6. In case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the meeting.
7. Details of Director retiring by rotation and seeking reappointment at the ensuing Meeting is provided in the "Annexure" to the Notice pursuant to the provisions of Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.
8. The Register of Director's and Key Managerial Personnel and their shareholding and the Register of Contracts with related party and contracts and bodies in which directors are interested and all other documents referred to in the notice and explanatory statement, will be available for inspection by the members of the Company at the Registered office of the Company during business hours 9:30 A.M. to 6:00 P.M. (except Saturday and Sunday) up to the date of the Meeting and will also be available during the Meeting provided a request for inspection of the aforementioned documents is received via an email at cs.afpl@abans.co.in.
9. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
10. The Notice of the meeting along with the Attendance slip and Proxy form, is being sent by electronic mode to all members whose email addresses are registered with the Company / Depository Participant(s), unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the documents are being sent by the permitted mode.
11. Members are requested to register their e-mail address with their concerned Depository Participants (DP), in respect of electronic holding and with Registrar & Share Transfer

Agent (RTA), in respect of physical holding, by writing to the Company at cs.afpl@abans.co.in. Further, those Member who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs/RTA and/or the Company to enable servicing of notices/documents/Integrated Reports and other communications electronically to their e-mail address in future.

12. A copy of this notice shall be displayed on the website of the Company i.e. www.abansfinance.com and will also be available on the website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.
13. Members / Proxies attending the meeting are requested to bring their duly filled admission / attendance slips sent along with the notice of the Meeting at the meeting.
14. In terms of the requirements of the Secretarial Standard on General Meetings (SS-2) a route map of the venue of the Meeting is enclosed.
15. The Company has a designated e-mail id for redressal of Shareholders'/Investors' complaints/grievance. In case you have any queries, complaints or grievances, you may write to us at cs.afpl@abans.co.in.
16. This AGM is held at a shorter notice pursuant to the consent received from not less than ninety five percent of the members entitled to vote at the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following sets out all material facts relating to items under Special Business mentioned in the accompanying Notice for convening the Meetings:

Item No. 3

Your Board has to consider from time to time proposals for diversification into areas which would be profitable for the Company as part of diversification Plans. Mutual funds, as an investment option, have gained immense popularity in the recent past. Hence it is desirable to tap this opportunity by entering into Mutual Fund business. Abans Finance Private Limited (“the Company”) therefore intends to act as a Sponsor for the proposed Abans Mutual Fund in accordance with SEBI (Mutual Funds) Regulations, 1996 subject to approval of regulatory authorities.

In this regard, the Main objects of the Memorandum of Association should permit the Company to carry out the activities mentioned in the said resolution. However, such activities are not covered in the existing Main Objects Clause and therefore, it is proposed to alter the Main Objects Clause of the Company by inserting sub-clause (4) under Clause III(A).

A draft of the Memorandum of Association of the Company together with the proposed amendments will be kept open for inspection by the members at the Registered Office of the Company on all working days i.e. from Monday to Friday from 10.00 a.m. to 12.30 p.m.

Pursuant to Section 13 and the Rules made thereunder, any alteration of main objects clause of the Memorandum of Association of the Company would require approval of members of the Company by way of special resolution and hence, the Board of Directors recommends passing of the Special Resolution as set out in Item no. 3 of this Notice

None of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in this resolution except to the extent of their respective shareholding in the Company, if any.

Item No. 4

As per the amendment in SEBI (Issue and Listing of Non-Convertible Securities) Regulations 2021, by way of SEBI Circular dated February 02, 2023 and as per regulation 23 (6) of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company shall ensure that its Articles of Association allow its Board of Directors to appoint the person nominated by the Debenture Trustee(s) in terms of clause (e) of sub regulation (1) of regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 as a Director on its Board.

Further, the Companies, whose debt securities are listed as on the date of publication of the aforesaid circular, shall amend their Articles of Association to comply with above mentioned provision, on or before September 30, 2023.

The Company has its privately placed Non-Convertible Debentures (“NCDs”) listed at BSE Limited and accordingly the Company is required to amend its AOA by inserting a clause enabling the appointment of a person nominated by its Debenture Trustee as a Director in the event of default as per the terms of agreement.

The Board of Directors of the Company, at its meeting held on August 08, 2023, approved the amendment in the Articles of Association and granted its consent to insert a clause for enabling appointment of a person nominated by its Debenture Trustee as a Director in the event of default. The Amendment would be subject to the approval of the Members by way of a Special Resolution.

In view of the above, the Board of Directors recommends the alteration of the existing Articles of Association of the Company to amend/alter/insert the definition of “Debenture” and “Debenture Trustees” under Article 2 and insertion of a new Article 70(A) after Article 70.

A draft of the Articles of Association of the Company together with the proposed alterations will be kept open for inspection by the members at the Registered Office of the Company on all working days i.e. from Monday to Friday from 10.00 a.m. to 12.30 p.m.

Approval of the Members is being sought and the Board recommends the resolution set out at Item No. 4 of the Notice to the Members for their consideration and approval, by way of a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in this resolution except to the extent of their respective shareholding in the Company, if any.

**For and on behalf of the Board of Directors
Abans Finance Private Limited**

Date: September 06, 2023
Place: Mumbai

**Sd/-
Harsh Shah
Company Secretary**

Annexure to the Notice convening 29th AGM

Information of Director seeking appointment/re-appointment at the 29th AGM pursuant to Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India:

Name of the Director	Mr. Shivshankar Singh
DIN	07787861
Date of Birth	August 15, 1968
Age (in years)	54 years
Qualifications	Diploma in Industrial Electronics
Brief Resume and Experience Nature of expertise in specific functional areas	29+ Years of Experience Areas of IT Infrastructure Management Developing Implementing ISMS, Facilities Management, Disaster Recovery and Business Continuity and Datacenter Management.
Terms and conditions of Appointment / re-appointment	Re-appointment as a Director liable to retire by rotation.
Remuneration proposed to be Paid	Nil
Remuneration last drawn (including sitting fees, if any)	Nil
Date of first appointment on Board	September 30, 2021
Shareholding in the Company (As on March 31, 2023)	Nil
Relationships with Directors, Manager and other Key Managerial Personnel inter-se	Not related to any Director / Key Managerial Personnel of the Company
Details of attendance at the Board Meeting(s) during the financial year 2022-23	10 out of 10 Meetings
Directorships held in other Companies (excluding foreign companies)	<ul style="list-style-type: none"> i. Abans Securities Private Limited ii. Abans Holdings Limited iii. Abans Jewels Limited iv. Abans Realty and Infrastructure Private Limited v. Abans Enterprises Limited* vi. Agrometal Vendibles Private Limited vii. Abans Global Broking (IFSC) Private Limited viii. Pantone Enterprises Private Limited ix. Zale Trading Private Limited x. Hydux Enterprises Private Limited xi. Shello Tradecom Private Limited xii. Abans Capital Private Limited xiii. Abans Insurance Broking Private Limited xiv. Abans Creations Private Limited

	<ul style="list-style-type: none"> xv. Abans Metals Private Limited xvi. Abans Foundation xvii. Abans Broking Services Private Limited xviii. Abans Commodities (I) Private Limited <p><i>*resigned w.e.f. March 31, 2023</i></p>
<p>Membership / Chairmanship of Committees of Board of other Companies (excluding foreign companies, private companies and section 8 companies)</p>	<ul style="list-style-type: none"> i. Abans Holdings Limited <ul style="list-style-type: none"> - Chairperson, Stakeholder Relationship Committee ii. Abans Jewels Limited <ul style="list-style-type: none"> - Chairperson, Corporate Social Responsibility Committee - Member, Audit Committee

FORM NO. MGT-11

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s) :	
Registered Address :	
E mail Id :	
Folio No./ Client ID:	
*DP ID:	

I / We, being the member(s) of _____ shares of Abans Finance Private Limited, hereby appoint:

1. Name:
 Address:.....
 E-mail Id:
 Signature:.....or failing him

2. Name:
 Address:.....
 E-mail Id:
 Signature:.....or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29th Annual General Meeting of the Company to be held at shorter notice on Friday, September 29, 2023 at 09:30 A.M. (IST) at the Registered Office situated at 36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA Nariman Point, Mumbai – 400021 and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	Resolutions	Vote For	Vote Against
	ORDINARY BUSINESS		
1.	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors' thereon		
2.	To appoint a Director in place of Mr. Shivshankar Singh (DIN: 07787861) who retires by rotation and being eligible, offers himself for re-appointment		
	SPECIAL BUSINESS		
3.	Amendment in the Main Objects Clause of the Memorandum of Association (MOA) of the Company		
4.	Alteration of Articles of Association (AOA) of the Company		

Signed this _____ day of _____

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp Re .1/-

ABANS FINANCE PRIVATE LIMITED

(CIN: U51219MH1995PTC231627)

Registered Office: 36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA, Nariman Point, Mumbai – 400021

Email: cs.afpl@abans.co.in Tel: +91-22-61790000 Website: www.abansfinance.com

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional Slip at the venue of the Meeting.

DP Id*		Folio No.	
Client Id*		No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER (S) / PROXY HOLDER:

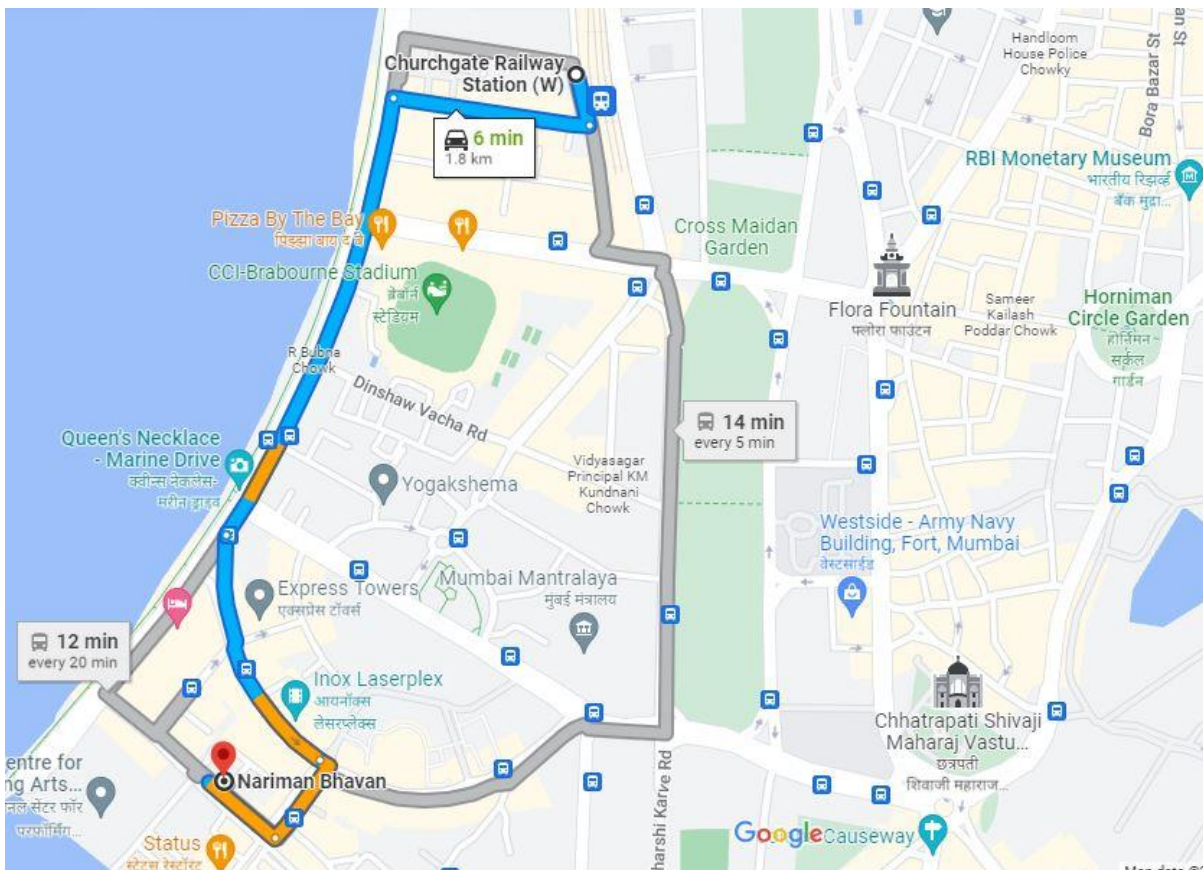
I / we hereby record my / our presence at the 29th Annual General Meeting of the Company held at shorter notice on Friday, September 29, 2023 at 09:30 A.M. (IST) at the Registered Office situated at 36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg, NCPA, Nariman Point, Mumbai – 400021.

Signature of Shareholder/ Proxy holder

NOTES:

- (1) Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting venue.
- (2) Only shareholders of the company and/or their Proxy will be allowed to attend the Meeting.
- (3) In the case of joint holders, the votes of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Registers of Members.

Route Map of venue of 29th Annual General Meeting of Abans Finance Private Limited to be held at shorter notice on Friday, September 29, 2023



- **Abans Finance Private Limited**
36, 37, Floor-3, Plot-227, Nariman Bhavan,
Vinayak Kumar Shah Marg, NCPA,
Nariman Point Mumbai – 400021.



ABANS FINANCE PRIVATE LIMITED

36, 37, Floor-3, Plot-227, Nariman Bhavan, Vinayak Kumar Shah Marg,
NCPA, Nariman Point Mumbai 400021

CIN: U51219MH1995PTC231627

Website: www.abansfinance.com **Email:** abansfinance@abans.co.in

Tel: 022 61790000 **Fax:** 022 61790010