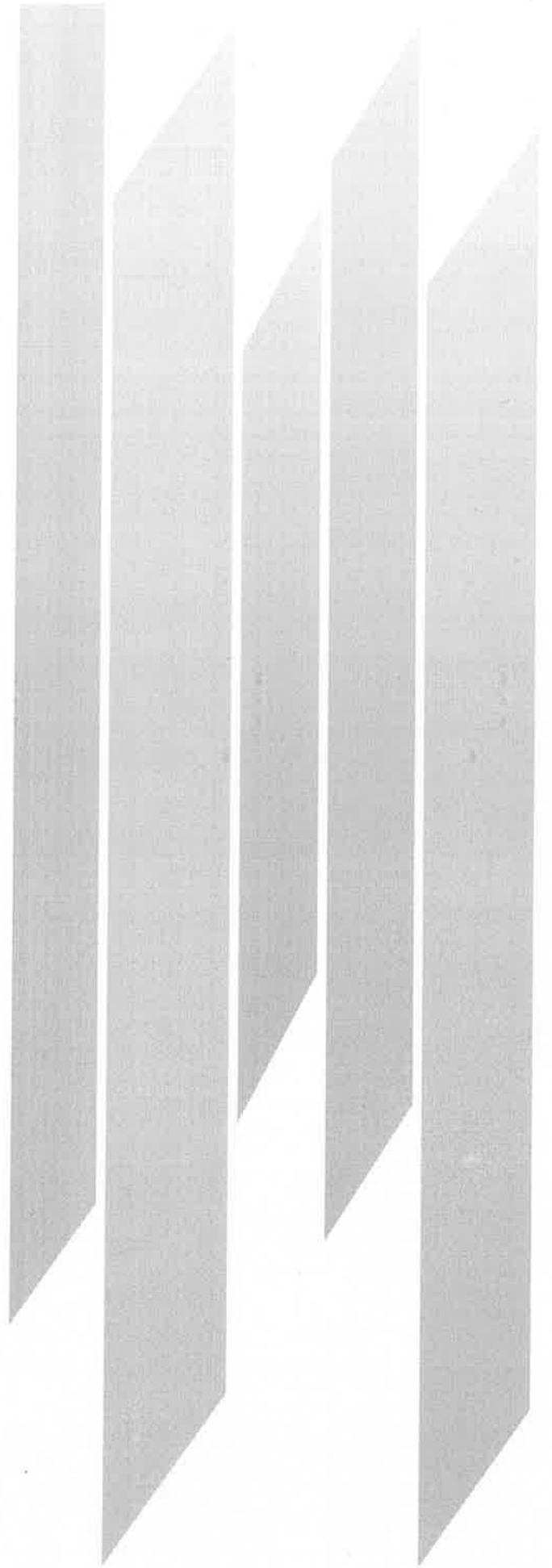




ANNUAL REPORT

2022-23



BOARD OF DIRECTORS:

MR. NAVIN KUMAR MAINI

**Independent Director &
Chairman of the Board**

MR. ASHISH KUMAR GUPTA

Independent Director

MR. ADITYA PRASAD

Independent Director

MR. DURGESHWAR KUMAR MISHRA

**Chief Executive Officer &
Executive Director**

MR. BIPIN BIHARI SHARMA

**Chief Financial Officer &
Executive Director**

MR. SANJEEV KUMAR YADAV

**Chief Operating Officer &
Executive Director**

COMPANY SECRETARY:

MR. BHUPIN KHANNA

STATUTORY AUDITORS:

**M/S KRISHNA ANURAG & CO.,
Chartered Accountants
(FRN:010146C)**

CIN:

U67120PB1996PTC017604

REGISTERED OFFICE:

**H. No.-B 336, Guru Nanak
Colony, Gali No. 2, Sangrur,
Punjab - 148001**

CORPORATE OFFICE:

**Unit No. 904A, 904B, 9th Floor,
Tower-C, Unitech Cyber Park,
Sector-39, Gurugram , Haryana
- 122003**

EMAIL-ID:

corporate.compliance@subhlakshmi.in

PHONE NO:

+0124-4233318

WEBSITE:

www.subhlakshmi.in



Vision, Mission & Core Values

Vision

Committed to make dreams within the reach, we have a vision that goes beyond fulfilling our objectives. We aspire to be a catalyst in providing financial assistance to the marginalized sections in achieving greater economic and social wellbeing. Our endeavour is to build a sustainable financial institution that not only delivers high standards of service and value to our customers but is also rewarding to all our stakeholders.

Mission

Financial inclusion across social strata at our core, our mission is to improve the financial health of the undeserved Micro and Small enterprises, by supporting them in income-generation activities through financial intermediation.

Core Values

Service: Customized financial solutions tailor-made to suit each client's dreams and individual aspirations.

Innovation: With changing times, fiscal scenario also changes. That is why we explore new approaches that add value to the customer's business.

Trust: We enhance possibilities to fulfil our promise albeit with integrity.

Social Responsibility: We achieve our goals conscientiously for the benefit of the wider community

NOTICE

Notice be and is hereby given that the Twenty-Eighth (28th) Annual General Meeting (AGM) of the Members of the Subhlakshmi Finance Private Limited will be held on Tuesday, 01st August 2023 at 03:00 P.M. at its Corporate Office Address situated at Unit No. 904A, 904B, 9th Floor, Tower-C, Unitech Cyber Park, Sector-39, Gurugram-122003, Haryana, India to transact the following businesses:

ORDINARY BUSINESS: -

- 1) To receive, consider and adopt the Annual Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023 comprising of the Balance Sheet, Statement of Profit and Loss Account and Cash Flow Statement along with accounting policies and notes to accounts together with the reports of the Board of Directors and Auditors' thereon.

SPECIAL BUSINESS:-

- 2) **REGULARIZATION OF MR. NAVIN KUMAR MAINI (DIN: 00419921) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Navin Kumar Maini (DIN: 00419921), who was appointed as an Additional - Independent Director of the Company with effect from 19th December 2022 and who holds office up to the date of this ensuing Annual General Meeting (AGM) of the Company and is eligible for appointment be and is hereby appointed as an Independent Director of the Company for a term of two (2) consecutive years with effect from 19th December, 2022 to 18th December, 2024.

RESOLVED FURTHER THAT any Executive Director or the Company Secretary of the company be and is hereby authorized jointly and/or severally, as the case may be, to execute all such documents and papers and to do all such acts, deeds and things as may considered expedient and necessary along with the filing of necessary e-forms with respect to said appointment with the Registrar of Companies."

3) **REGULARIZATION OF MR. ADITYA PRASAD (DIN: 09800130) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), **Mr. Aditya Prasad (DIN: 09800130)**, who was appointed as an Additional - Independent Director of the Company with effect from 19th December 2022 and who holds office up to the date of this ensuing Annual General Meeting (AGM) of the Company and is eligible for appointment be and is hereby appointed as an Independent Director of the Company for a term of two (2) consecutive years with effect from 19th December, 2022 to 18th December, 2024.

RESOLVED FURTHER THAT any Executive Director or the Company Secretary of the company be and is hereby authorized jointly and/or severally, as the case may be, to execute all such documents and papers and to do all such acts, deeds and things as may considered expedient and necessary along with the filing of necessary e-forms with respect to said appointment with the Registrar of Companies."

4) **ISSUE OF NON-CONVERTIBLE DEBENTURES:**

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 Sections 42, 71, 179(3) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time (the Act), read with Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014 and any other rules made thereunder (including any modification, amendment, substitution or re-

enactment thereof for the time being in force) and the provisions of the Memorandum & Articles of Association of the Company and subject to the provisions of relevant Reserve Bank of India (RBI) Directions, rules and regulations, if any, the consent of the Members of the Company be and is hereby accorded to issue, offer and allot secured Non-Convertible Debentures ("NCDs") up to Rs. 20 Crores (Rupees Twenty Crores only), to the eligible investors on a private placement basis, in one or more tranches, on such terms and conditions as may be determined by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorized and empowered to arrange, settle and determine the terms and conditions (including without limitation, interest, repayment, security or otherwise) as it may think fit of such NCDs, and to do all such acts, deeds, and things, and to execute all such documents, instruments and writings as may be required to give effect to these resolutions."

By the order of the Board

SUBHLAKSHMI FINANCE PRIVATE LIMITED



BHUPIN KHANNA
Company Secretary
M. No.: A69125

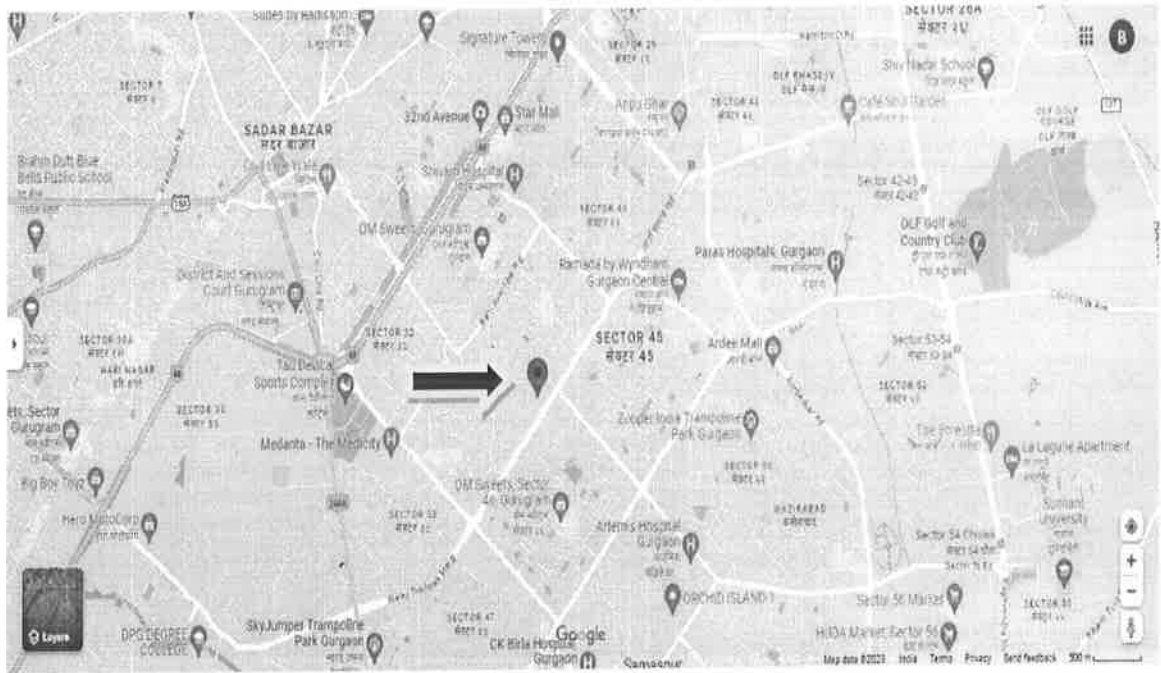
Date: 10th July 2023
Place: Gurugram, Haryana

NOTES:-

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND SUCH PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT LEAST 48 (FORTY-EIGHT) HOURS BEFORE THE COMMENCEMENT OF MEETING.**
2. A person can act as proxy on behalf of members not exceeding Fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as proxy for any other person or shareholder.

3. Every member entitled to vote at the meeting or on any resolution to be moved shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged with the Company, 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.
4. Members/Proxies are requested to bring attendance slip duly completed and signed and mentioning therein details of their Folio No.
5. Members seeking any information with regards to the accounts are requested to write to the company at an early date to enable the management to keep the information ready at the meeting.
6. In compliance with the provisions of the Companies Act, 2013 and MCA Circulars, the members may also avail the facility to attend the AGM of the Company through VC/OAVM means. The weblink of the meeting will be shared in advance for availing such facility at the registered email ids of the members.
7. Corporate Members intending to authorize their representatives to attend the meeting are requested to send a scanned certified copy of the board resolution (pdf/jpeg format) authorizing their representative to attend and vote on their behalf at the Meeting. The said resolution/authorization shall be sent to the email id: **corporate.compliance@subhlakshmi.in**.
8. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report is being sent only through electronic mode to the Members on their registered email address with the Company.
9. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, relating to the Special Businesses to be transacted at this AGM, is annexed with this Notice.
10. All documents referred to in the notice and the explanatory statement requiring the approval of the Members at the AGM and other statutory registers shall be available for inspection by the Members at the Corporate Office of the Company during business hours 10:00 a.m. to 04:00 p.m. (except Saturday and Sunday) up to the date of ensuing AGM and will also be available during the Annual General Meeting.

11. The route map of the venue of the ensuing Annual General Meeting is as follows:-



**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS
PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

In respect of Item No. 2:

Regularization of Mr. Navin Kumar Maini (DIN: 00419921) as an Independent Director of the Company:

Mr. Navin Kumar Maini (DIN: 00419921) who was appointed as an Additional Independent Director with effect from 19th December 2022, in accordance with the provisions of Sections 149, 161(1), read with Schedule IV of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions (including any modification or re-enactment thereof), if any, and provisions of Articles of Association of the Company, to hold office up to the date of ensuing Annual General Meeting of the Company. The Board is of the view that the regularization of appointment of Mr. Navin Kumar Maini on the Board of Company is desirable and would be beneficial to the Company and hence it recommends the said resolution No 2 for approval by the members of the Company as an Ordinary Resolution.

None of the Directors except Mr. Navin Kumar Maini himself / Key Managerial Personnel of the Company / their relatives are in any way concerned or interested, in the said resolution. The board recommends the resolution as set out in Item No. 2 to be passed as an Ordinary Resolution.

Relevant details of Mr. Navin Kumar Maini as prescribed under the Companies Act, 2013 are as under:

S. No	Particulars	Details
1.	Age	68
2.	Profile Including Qualification & Experience	<ul style="list-style-type: none">◆ B.Sc. (Hons.), LLB., CAIIB, PGDM(MDI), PG Diploma in International Trade (IIFT)◆ Over 40 years of experience in Banking, Management, Leadership, Project Finance and Corporate Governance, considerable experience in MSME Financing, particularly Microfinance, Venture Capital and Credit Guarantees
3.	Shareholding in Company	NIL
4.	Relationship with other Directors/ KMP	None

5.	Other Directorships	<ul style="list-style-type: none"> ◆ Aye Finance Private Limited ◆ Capital Small Finance Bank Limited
6.	Terms and conditions of appointment	As per Letter of Appointment
7.	Remuneration paid or last drawn	Rs 50,000/-
8.	The number of Meetings of the Board attended during the year	2

In respect of Item No. 3:

Regularization of Mr. Aditya Prasad (DIN: 09800130) as an Independent Director of the Company:

Mr. Aditya Prasad (DIN: 09800130) was appointed as an Additional Director in Independent capacity with effect from 19th December 2022, in accordance with the provisions of Sections 149, 161(1) read with Schedule IV of the Companies Act, 2013 Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions (including any modification or re-enactment thereof), if any, and provisions of Articles of Association of the Company, to hold office up to the date of ensuing Annual General Meeting of the Company. The Board is of the view that the regularization of appointment of Mr. Aditya Prasad on the Board of Company is desirable and would be beneficial to the Company and hence it recommends the said resolution No 3 for approval by the members of the Company as an Ordinary Resolution.

None of the Directors except Mr. Aditya Prasad himself / Key Managerial Personnel of the Company / their relatives in any way concerned or interested, in the said resolution. The board recommends the resolution as set out in Item No. 3 to be passed as an Ordinary Resolution.

Relevant details of Mr. Aditya Prasad as prescribed under the Companies Act, 2013 are as under:

S. No	Particulars	Details
1.	Age	60
2.	Profile Including Qualification & Experience	<ul style="list-style-type: none"> ◆ Post Graduation, CAIIB ◆ 36 years of experience in Banking Sector
3.	Shareholding in Company	NIL
4.	Relationship with other Directors/ KMP	None

5.	Other Directorships	NIL
6.	Terms and conditions of appointment	As per Letter of Appointment
7.	Remuneration paid or last drawn	Rs. 50,000/-
8.	The number of Meetings of the Board attended during the year	3

In respect of Item No. 4:

Issue of Non-Convertible Debentures:

In accordance with Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules 2014 read with Articles of Association (AOA) of the Company mandates companies issuing Non-Convertible Debentures (NCD) through private placement to pass special resolution once in a year for all the offers or invitation for debt securities viz debentures, bonds etc. during the year. NCDs issued on private placement basis are a significant source of borrowings for the Company. The Company intends to raise NCDs for an amount not exceeding Rs. 20,00,00,000/- (Rupees Twenty Crores only) and the details of terms and conditions are as follows:-

PARAMETERS	TERMS	
Issuer	Subhlakshmi Finance Private Limited ("the Company/ the Issuer")	
Type of Instrument	Non-Convertible Debentures (NCDs)	
Nature of Instrument	Secured Debentures	
Mode of Issue	Private Placement basis	
Issue Size	Up to Rs. 20,00,00,000/- (Rupees Twenty Crores only)	
No. of Debentures	2,00,000 NCDs	
Issue Price	INR 1000/- (Rupees One Thousand only) per NCD	
Tenure & Coupon Rate	Tenure	Coupon Rate
	18 Months	12%
	30 Months	15%
	36 Months	16%
Security	Book Debts	

None of the Directors / Key Managerial Personnel of the Company / their relatives in any way concerned or interested, in the said resolution. The board recommends the resolution as set out in Item No. 4 to be passed as an Special Resolution.

By the order of the Board
SUBHLAKSHMI FINANCE PRIVATE LIMITED


BHUPIN KHANNA

Company Secretary
M. No.: A69125

Date: 10th July 2023
Place: Gurugram, Haryana

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]

CIN : U67120PB1996PTC017604
Name of the Company : SUBHLAKSHMI FINANCE PRIVATE LIMITED
Regd. Off : H. No. B336, Guru Nanak Colony, Gali No.-2 Sangrur-148001, Punjab, India
Corp. Off : Unit No. 904A , 904B , 9th Floor, Tower-C, Unitech Cyber Park, Sector-39, Gurugram-122003, Haryana, India

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 the above-named company hereby appoint

Name :	E-mail Id:
Address:	
Signature , or failing him/her	

Name :	E-mail Id:
Address:	
Signature, or failing him/her	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Twenty-Eighth (28th) Annual General Meeting (AGM)** of the company to be held on **Tuesday, 01st August 2023 at 03:00 P.M.** at the Corporate Office of the Company situated at Unit No. 904A, 904B, 9th Floor, Tower-C, Unitech Cyber Park, Sector-39, Gurugram-122003, Haryana, India and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTION NO.:-

S. No.	Resolution(s)	Vote	
		For	Against
	ORDINARY BUSINESS:		
1.	Adoption of Balance Sheet, Statement of Profit & Loss, Cash Flow Statement along with accounting policies and notes to accounts for the financial year ending 31st March, 2023 along with report of Director's and Auditor's thereon.		

S. No.	Resolution(s)	Vote	
		For	Against
	SPECIAL BUSINESSES:		
2.	Appointment of Mr. Navin Kumar Maini (DIN: 00419921) as an Independent Director of The Company		
3.	Appointment of Mr. Aditya Prasad (DIN: 09800130) as an Independent Director of the Company		
4.	Issue of Non-Convertible Debentures (NCDs)		

Signed this ____ day of ____ 20__

Signature of Shareholder

Signature of Proxy holder

NOTES:

1) The Proxy form duly completed and signed should be received at the Registered/Corporate Office of the Company situated at Gurugram not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

2) Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.

3) **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A "√" IN THE RELEVANT BOX under "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "√" IN THE RELEVANT BOX under "AGAINST".** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.

4) Any alterations made in this form of proxy must be initialed by the person who signs it.

5) Any Discrepancy found in the proxy form will stand rejected.

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

**Twenty-Eighth (28th) Annual General Meeting on
Tuesday, 01st August 2023 at 03:00 P.M.**

Full name of the members attending _____ (IN BLOCK CAPITALS)

Ledger Folio No. /Client ID No. _____

No. of shares held: _____

Name of Proxy _____

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the **Twenty-Eighth (28th) Annual General Meeting** of **SUBHLAKSHMI FINANCE PRIVATE LIMITED** having corporate office situated at **Unit No. 904A, 904B, 9th Floor, Tower-C, Unitech Cyber Park, Sector-39, Gurugram-122003, Haryana, India** on **Tuesday, 01st day of August 2023 at 03:00 P.M.**

(Member's /Proxy's Signature)

NOTES:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) The Proxy to be effective should be deposited at the Registered Office of the Company not less than **FORTY-EIGHT HOURS** before the commencement of the meeting.
- 3) A Proxy need not be a member of the Company.
- 4) In the case of joint holders, the vote 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 Register of Members.
- 5) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.



**KRISHNA ANURAG & CO.
CHARTERED ACCOUNTANTS**

INDEPENDENT AUDITOR'S REPORT

To
**THE MEMBERS OF SUBHLAKSHMI FINANCE
PRIVATE LIMITED**

CIN: U67120PB1996PTC017604

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **SUBHLAKSHMI FINANCE PRIVATE LIMITED** (the "Company"), which comprises the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and statement of cash flows ended on that date, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- in the case of Balance Sheet, of the state of affairs of the Company as at March 31, 2023;
- in the case of the Statement of Profit and Loss, of the profit & loss for the year ended on that date; and
- in the case of Cash Flows Statement, of the cash flow 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.

Information Other than the Financial Statements and Auditor's Report Thereon:

The Company's Management and board of directors are responsible for other information. The other information comprises the information included in the company's annual report, but does not include the financial statement and auditors report thereon. The company's annual report is expected to be made available to us after the date of this auditor's report.

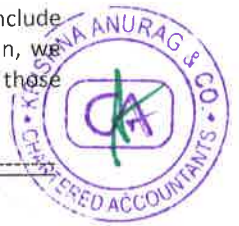
Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance..

**Reg. Office: C- 21/30, Flat No.-102-104, 1st Floor, Block No.-2, Habibpura 2nd, Pishachmochan
Varanasi – 221002. Ph. 0542 – 2416616, E-mail : kktiwarerca@gmail.com**

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Management's responsibility for the financial statements

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act.

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

In preparing 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.

The 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. Under section 143(3)(i) of the **Companies Act, 2013**, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- 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, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2). As required by Non- Banking Finance Companies Auditors Report (Reserve Bank) Direction 2008 issued by Reserve Bank of India, In terms of Section 45-IA of the Reserve Bank of India 1934, we enclose in **Annexure -B**, the report in term of paragraphs 3 and 4 of said directions.

3). As required by Section 143(3) of the Act, based on our audit we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The Balance Sheet, the Statement of Profit and Loss, and the 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 the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

f. With respect to the adequacy of the internal financial control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure C**".

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) Company does not have any pending litigations which would impact its financial position.

(ii) Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

UDIN- 23078988BGWBVYH4881

For Krishna Anurag & company

Chartered Accountants

Firm Registration No. 010146C

Krishna Kumar Tiwari

Partner

Membership No: 078988

Place: Gurgaon

Date :24th June, 2023



ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

Report 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 Companies Act, 2013 (Refer to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date) With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the financial statements for the year ended March 31, 2023, we report the following:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- The Company has also maintained proper records showing full particulars, of intangible assets.
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification
- (c) The company does not hold the title of any immovable property of freehold or leasehold and building, hence reporting under this clause is not applicable.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of-use assets and intangible assets).
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The Company's business does not involve inventories. Accordingly, the requirements under paragraph 3(ii) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) (a) Since the company is Non Banking Financial Company and its principal business is to give loans. Accordingly, clause 3(iii)(a) is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest.
- (c) According to the information and explanations given to us, the schedule of repayment of principal and payment of Interest has already been stipulated to the loan clients and receipt against the schedule stipulated is regular except some cases. Proper provision as per direction given by Reserve Bank India against loans where receipt is not regular have been made in financial statement.
- (d) Total value of Loan overdue for more than ninety days is Rs 4,45,16,985 for 2993 loans clients. The company has already taken all the reasonable steps for



recovery of the principal and interest. Further where recovery is suspicious, proper provision regarding same have also been made.

(e) Since the company is Non Banking Financial Company and its principal business is to give loans. Accordingly, clause 3(iii)(e) is not applicable

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment

(iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.

(v) The Company has not accepted any deposits from the public during the year.

(vi) To the best of our knowledge and explanation given to us, the provisions of maintenance of cost records under sub section (1) of Section 148 of the Act are not applicable to Company. Accordingly, Clause (vi) of Order is not applicable.

(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, service tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, cess and other statutory dues were outstanding, at the year-end, 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 dues of income tax, service tax and cess which have not been deposited on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

(ix) (a) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowing to a financial institution, bank or government or dues to debenture holders.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.

(d) In our opinion and according to the information and explanations given to us, there are no funds raised on short term basis which have been utilised for long term purposes.

(e) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2023. Accordingly, clause 3(ix)(e) is not applicable

(f) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act)



- during the year ended 31 March 2023. Accordingly, clause 3(ix)(f) is not applicable
- (x) (a) According to the information and explanation given by the management, the Company has not raised any money by way of initial public offer or further public offer, hence not commented upon.
- (b) In our opinion and according to the information and explanations given to us, the company has made preferential allotment/private placement of shares during the year and the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised.
- (xi) (a) According to the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company.
- (xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 Where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- (xiv) The company is not covered by section 138 of the Companies Act, 2013, related to appointment of internal auditor of the company. Therefore, the company is not required to appointed any internal auditor. Therefore, the provisions of Clause (xiv) of paragraph 3 of the order are not applicable to the Company.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- (xvi) (a) According to the information and explanations given to us, we report that the Company has registered as required, under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) According to the information and explanations given to us, we report that the company is a Non Banking Financial Company and actively involved in the business of NBFC with valid certificate obtained from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- (c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India
- (d)As per the information and explanations received, the group does not have any CIC as part of the group.
- (xvii) The company has not incurred cash loss in current financial year as well in immediately preceding financial year.
- (xviii) There has been no resignation of the previous statutory auditors during the year.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the



financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) There is not liability of the company under the provisions of section 135 of the Companies Act, relating to Corporate Social Responsibility. Therefore, the provisions of Clause (xx) of paragraph 3 of the order are not applicable to the Company.
- (xxi) The company has not made investments in subsidiary company. Therefore, the company does not require to prepare consolidated financial statement. Therefore, the provisions of Clause (xxi) of paragraph 3 of the order are not applicable to the Company.

UDIN- 23078988BGWBVYH4881
For Krishna Anurag & company
Chartered Accountants
Firm Registration No. 010146C



Krishna Kumar Tiwari
Partner

Membership No: 078988

Place: Gurgaon

Date :24th June, 2023



ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under "Report on Other Legal and Regulatory Requirements" section of our report of even date to the members of Subhlakshmi Finance Private Limited)

(Pursuant to Non- Banking Finance Companies Auditor's Report (Reserve Bank) Direction,2016)

To,
The Board of Directors
Subhlakshmi Finance Private Limited

Ref: Auditor's Report under Non- Banking Finance Companies Auditor's Report (Reserve Bank) Direction, 2016, on the Accounts for the Financial Year ended 31st March, 2023

We have audited the accounts of Subhlakshmi Finance Private Limited as at 31st March, 2023 and the Profit & Loss account for that date annexed thereto and report that:

Further to our report of even date issued under Section 143 of the company Act, 2013, as required by Master Direction on Non- Banking Finance Companies Auditor's Report (Reserve Bank) Direction,2016 vide Master Direction DNBS. PPD.03/66.15.001/2016-17 dated 29 September 2016 (the 'Direction'), issued by Reserve Bank of India in terms of Section 45-IA of Reserve Bank of India Act 1934 (2 of 1934) and on the basis of such checks as we considered appropriate, we hereby state that.

1. The Company is engaged in the business of Non-Banking Financial Institution and has obtained a certificate of **Registration No B-06.00246** from the Reserve Bank of India as a Non-Banking Finance Company vide certificate issued under Section 45-IA of RBI Act 1934.
2. The company is entitled to continue and hold certificate of registration in terms of its assets /income pattern as on March 31,2023.
3. The Net Owned Fund of the company as on 31.03.2023 was **Rs 43.74 Crores**.
4. The Board of Directors has passed a Resolution for non-acceptance of public deposits during the year.
5. The company has not accepted any public deposits during the relevant period.
6. The company has complied with prudential norms relating to income recognition, accounting standards, assets classification and provisioning for bad and doubtful debts as applicable to it in terms of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Direction 2016, during the financial year ended on March 31,2023.
7. The capital adequacy ratio is in compliance with the minimum CRAR prescribed.

UDIN- 23078988BGWBYH4881

For Krishna Anurag & company
Chartered Accountants

Firm Registration No. 010146C


Krishna Kumar Tiwari

Partner

Membership No: 078988

Place: Gurgaon

Date :24th June, 2023



ANNEXURE “C” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 3 (f) under “Report on Other Legal and Regulatory Requirements” section of our report of even date to the members of Subhlakshmi Finance Private Limited)

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

We have audited the internal financial controls over financial reporting of SUBHLAKSHMI FINANCE PRIVATE LIMITED (the “Company”) as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the “Guidance Note”). 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 Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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 as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply

with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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



of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 ICAI.

UDIN- 23078988BGWBYH4881
For Krishna Anurag & company
Chartered Accountants
Firm Registration No. 010146C

K. K. Tiwari

Krishna Kumar Tiwari
Partner
Membership No: 078988
Place: Gurgaon
Date :24th June, 2023



Subhlakshmi Finance Private Limited
(CIN : U67120PB1996PTC017604)
Balance Sheet as at 31st March, 2023
(All amount in thousands, unless stated otherwise)

Particulars	Note No.	As at	As at
		31st March, 2023	31st March, 2022
		Rs.	Rs.
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	3	201,228	171,791
(b) Reserves and surplus	4	236,141	159,554
		437,369	331,345
2 Non-current liabilities			
(a) Long-term borrowings	5	415,007	449,537
(b) Long-term provisions	6	16,905	16,179
		431,912	465,717
3 Current liabilities			
(a) Short Term Borrowings	7	646,224	524,958
(b) Trade payables	8	2,808	1,678
(c) Other current liabilities	9	63,812	148,085
(d) Short-term provisions	10	42,548	28,682
		755,393	703,403
TOTAL		1,624,674	1,500,464
B ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	10.A	4,679	3,939
		4,679	3,939
(b) Deferred tax assets (net)	11	11,515	7,900
(c) Long-term loans and advances	12	330,777	166,877
(d) Other non-current assets	13	211,276	147,582
		553,568	322,358
		558,246	326,297
2 Current assets			
(a) Cash and cash equivalents	14	104,015	205,589
(b) Short-term loans and advances	15	828,686	866,024
(c) Other current assets	16	133,726	102,554
		1,066,428	1,174,167
TOTAL		1,624,674	1,500,464

Summary Significant accounting policies 2
See accompanying notes forming part of the financial statements
In term of our report attached.

For KRISHNA ANURAG & CO.
Chartered Accountant
KRISHNA KUMAR TIWARY
Partner
Membership No. 078988

Place : Gurgaon
Date : 24-06-2023
UDIN: 23078988BGWBYH4881



For and on behalf of the Board of Directors
of Subhlakshmi Finance Pvt Ltd

DURGESHWAR KUMAR MISHRA
Executive Director & CEO
DIN: 05155290

SANJEEV KUMAR YADAV
Executive Director & COO
DIN :03110672

BHUPIN KHANNA
Company Secretary
M. No. A69125



BIPIN BIHARI SHARMA
Executive Director & CFO
DIN :06745272

Place : Gurgaon
Date: 24-06-2023

Subhlakshmi Finance Private Limited

(CIN : U67120PB1996PTC017604)

Statement of Profit and Loss for the Period Ended 31st March, 2023

(All amount in thousands, unless stated otherwise)

Particulars	Note No.	For the period ended on 31-March-2023	For the period ended on 31-March-2022
		Rs.	Rs.
1 Revenue from operations	17	411,520	387,443
2 Other income	18	17,017	12,295
3 Total revenue (1+2)		428,537	399,739
4 Expenses			
(a) Employee benefits expense	19	152,577	123,238
(b) Finance costs	20	142,732	139,018
(c) Depreciation and amortisation expense	10.A	2,879	2,949
(d) Operation & other expenses	21	75,005	79,473
(e) Provision for Receivable under financing activity	21.A	13,612	13,405
5 Total		386,806	358,083
6 Profit before Tax (3-5)		41,731	41,656
7 Tax expense:		41,731	41,656
(a) Current tax expense		13,775	13,924
(c) Previous Year provision		(954)	-
(b) Deferred tax		(3,615)	(3,440)
8 Profit/(Loss) for the Period (6-7)		32,525	31,172
9 Earning Per Equity Share :	27		
a) Basic		1.74	1.86
b) Diluted		1.71	1.81

See accompanying notes forming part of the financial statements
In term of our report attached.

For KRISHNA ANURAG & CO.
Chartered Accountant
KRISHNA KUMAR TIWARY
Partner
Membership No. 078988



UDIN: 23078988BGWBYH4881

Place : Gurgaon

Date : 24-06-2023

For and on behalf of the Board of Directors
of Subhlakshmi Finance Pvt Ltd


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Executive Director & CEO
DIN: 05155290


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BIPIN BIHARI SHARMA
Executive Director & CFO
DIN :06745272

Place : Gurgaon

Date: 24-06-2023

Subhlakshmi Finance Private Limited

(CIN : U67120PB1996PTC017604)

Cash Flow Statement for the Year Ended on 31st March, 2023

(All amount in thousands, unless stated otherwise)

Particulars		2022-23 (in Rs.)		2021-22 (in Rs.)	
A.	CASH FLOW FROM OPERATING ACTIVITIES				
	Profit Before Tax as per Profit & Loss Account Adjusted for :		41,731		41,656
	Depreciation	2,879		2,949	
	Interest Income	-13,193		-10,528	
	Finance Costs (Interest Expense)	142,732		139,018	
	Provision for Earlier years	954			
			133,372		131,440
	Operating Profit / (loss) before working capital changes Adjusted for :		175,103		173,095
	<u>Changes in working capital</u>				
	Adjusted for decrease / (increase) in operating assets				
	Short term Loans and Advances	37,338		-11,269	
	Other Current Assets	-31,172	6,165	65,910	54,641
	Adjusted for increase / (decrease) in operating liabilities				
	Trade Payables	1,131		-3,490	
	Other Current Liabilities	36,994		-39,201	
	Short term Provisions	13,866		12,531	
	Other Provisions	726	52,716	9,417	-20,743
	Cash generated from / (used in) operations		233,985		206,993
	Net income tax (paid)		-13,775		-13,924
	Net cash flow generated / (used in) from operating activities (A)		220,210		193,069
B.	CASH FLOW FROM INVESTMENT ACTIVITIES				
	Capital expenditure on fixed assets, including capital advances (including capital advances)		-3,619		-355
	Proceeds (net of disbursement) from Long Term Loans & Advance		-163,900		72,467
	Security deposits to the funders against borrowings		-64,463		-68,078
	Security deposits for rented property		769		-1,503
	Interest received		13,192		10,528
	Net Cash From Investing Activities (B)		-218,022		13,059
C.	CASH FLOW FROM FINANCING ACTIVITIES				
	Finance Costs		-142,732		-139,018
	Proceeds from issue of share capital		29,437		10,960
	Premium for equity share		20,000		3,132
	Premium for preference share		24,063		16,000
	Proceeds from long term borrowings (net of repayment)		-34,531		-39,261
	Net cash flow from financing activities (C)		-103,763		-148,188
	Net (Decrease) / Increase in Cash & Cash Equivalent (A+B+C)		-101,575		57,940
	Cash & Cash Equivalent at the beginning of the year		205,589		147,649
	Cash & Cash Equivalent at the end of the year		104,015		205,589

See accompanying notes forming part of the financial statements
In term of our report attached.

For KRISHNA ANURAG & CO.
Chartered Accountant
KRISHNA KUMAR TIWARY
Partner
Membership No. 078988



UDIN: 23078988BGWBYH4881
Place : Gurgaon
Date : 24-06-2023

For and on behalf of the Board of Directors
of Subhlakshmi Finance Pvt Ltd


DURGESHWAR KUMAR MISHRA
Executive Director & CEO
DIN: 05155290


SANJEEV KUMAR YADAV
Executive Director & COO
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BHUPIN KHANNA
Company Secretary
M. No. A69125




BIPIN BAHARI SHARMA
Executive Director & CFO
DIN :06745272

Place : Gurgaon
Date : 24-06-2023

Subhlakshmi Finance Private Limited

(CIN : U67120PB1996PTC017604)

NOTES TO THE FINANCIAL STATEMENTS

for the year ended March 31, 2023

1. Corporate Information

Subhlakshmi Finance Private Limited ("SFPL or the Company") was incorporated to carry on the business of a finance company and provide financial services to micro, small and medium scale enterprises and to individuals. On January 12, 2017, subsequent to change of name the Company received a certificate of registration from the Reserve Bank of India under Section 45IA of the Reserve Bank of India Act, 1934 to carry on the business of a Non-Banking Financial Institution (NBFC) without acceptance of public deposits. Currently, the Company is a Non-systemically important Non-deposit taking Non-Banking Financing Company (ND-NBFC) as defined under Section 45IA of the Reserve Bank of India Act, 1934. Accordingly, all provisions of the Reserve Bank of India Act, 1934 and all directions, guidelines or instructions of the Reserve Bank of India that have been issued from time to time and are in force and as applicable to a Non deposit taking Non-Banking Financial Company are applicable to the Company.

The accompanying financial statements reflect the results of the activities undertaken by the Company during the year ended March 31, 2023.

2. Summary of Significant accounting policies

2.1. Basis of accounting and preparation of financial statements

The financial statements have been prepared to comply in accordance with the Accounting Standards ('AS') notified under section 133 of the Companies Act, 2013 (the 'Act') read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016 and other accounting principles generally accepted in India (IGAAP) and as per the Non-Banking Financial Company - Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 and guidelines issued by Reserve Bank of India. The financial statements have been prepared on an accrual basis and under the historical cost convention, except interest on non-performing loans that are recognized on realization. The notified Accounting Standards (AS) are followed by the Company in so far as they are not inconsistent with the NBFC Regulation.

The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.2. Summary of significant accounting policies

a. Use of estimates

The preparation of financial statements in conformity with the Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. 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.

b. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

- i. Income from services rendered in connection with business correspondent are recognized on a monthly basis after such services are rendered and upon receiving confirmation from Banks.
- ii. Revenue in respect of interest on loans sanctioned is recognized on accrual basis on the outstanding balance of loans. EFIs/EMIs commence once the loan is disbursed.
- iii. Income including interest/discount/hire charges/ lease rentals or any other charges on NPA shall be recognised only when it is actually realised. Revenue from interest on non-performing assets is recognized only when it is actually realized. Any other such income recognised before the assets become non-performing and realised shall be.
- iv. Reversed in accordance with the para 7 of the NBFC-Non-Systemically (RB) Directions, 2016.

- i. Revenue from application fees and processing fee received in respect of a loan is recognized in the year in which the loan is sanctioned. Cheque dishonour charges, prepayment penalty, delayed payment charges etc in respect of loans are recognized on



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Subhlakshmi Finance Private Limited (CIN : U67120PB1996PTC017604)

receipt basis. Processing fees are recognised as income, upfront when it becomes due Interest income from bank deposit is recognised on the time proportion method taking into consideration the amount outstanding and the applicable interest rates.

II. All other income is recognised on accrual basis.

c. Property, plant and equipment

Property, plant and equipment, capital work in progress are stated at historical cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at purchase price.

Gain or losses arising from derecognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the asset is derecognized.

d. Intangible assets

Intangible assets that are acquired by the Company are measured initially at cost. Intangible assets are carried at cost less accumulated amortization.

Intangible assets are amortized in the Statement of Profit and Loss on written down value method, over their estimated useful lives from the date they are available for use based on the expected pattern of consumption of economic benefits of the asset.

e. Depreciation & Amortisation

Depreciation is provided on written down value method over the useful lives of assets prescribed under Schedule II of the Companies Act, 2013.

Computer software & furniture & fixture are amortized on written down method over their estimated life from the date they are available for use based on the expected pattern of consumption of economic benefits of the asset.

f. Impairment of Property, plant and equipment

The carrying amounts of assets are reviewed at each balance sheet date to determine if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount which is the greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the asset.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

g. Borrowing costs

Borrowing costs includes interest and other costs that the company incurs in connection with borrowing of funds. Other ancillary costs incurred in connection with obtaining funding are recognised in the Statement of Profit and Loss in the year in which loan is availed.

h. Retirement and other employee benefits

Employee benefits includes provident fund, employee state insurance scheme, gratuity fund and compensated absences.

Short Term Employee Benefit: Employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits and are expensed in the period in which the employee renders the related service. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Defined contribution plans

The Company makes specified monthly contribution towards employee provident fund to Government administered provident fund scheme, which is a defined contribution scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.



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Subhlakshmi Finance Private Limited
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Defined benefit plan

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each period.

Leave Encashment

The company provides leave encashment to all eligible employees on yearly basis. Leave encashment liability is provided based on actuarial valuation carried out at the end of the financial period using projected unit credit method.

Actuarial gains and losses (if any) arising during the year, for both leave encashment and gratuity liability, are immediately recognised in the Statement of Profit and Loss in the year which they arise and are not deferred

i. Income taxes

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred tax liabilities are recognised for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. If the Company has carried forward unabsorbed depreciation or tax losses, all deferred tax assets are recognised only if there is a virtual certainty supported by convincing evidence that sufficient taxable income will be available in future against which such deferred tax assets can be realised.

j. Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. Current investments are carried in the financial statement at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of investment, the difference between the carrying amount and net disposal proceeds are charged or credited to the statement of profit and loss.

k. Earnings per share

Basic Earning Per Share:

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year.

Diluted Earning Per Share:

For the purpose of calculating diluted earnings per share (if any), the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed to have been converted as of the beginning of the year, unless they have been issued at a later date.

i. Provisions & Contingent Liabilities

A provision is recognised if, as a result of a past event, the Company has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in



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extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

m. Cash and cash equivalents

Cash and cash equivalents for the purpose of cash flow statement comprise cash in hand and at bank and unrestricted short-term investments with an original maturity of three months or less.

n. GST Input Credit:

GST input Credit is accounted for in the books in the period in which the underlying service received is accounted and when there is no uncertainty in availing/utilizing the credits.

o. Insurance claims:

Insurance Claims are accounted on the basis of claims admitted and to the extent that there is no uncertainty in receiving the claims.

p. Assets classification & Provisioning Norms:

a) Assets Classification

Loan to customers are classified as Standard and Sub-Standard, based on the criteria laid down below:

Standard Asset

The asset in respect of which, no default in repayment of principal or payment of interest is perceived and which does not disclose any problem nor carry more than normal risk attached to the business;

Sub-Standard

An asset which has been classified as Non-performing asset for a period not exceeding 18 months.

b) Provisioning norms

Provision for non-performing assets is recorded at rates which are equal to or higher than the rates specified by the Reserve Bank of India in master direction of Non-Banking Finance Company-Non Systemically Important non deposit taking company (Reserve Bank) direction 2016, and circular DOR.No. BP.BC.63/21.04.048/2019-20.

As per the internal assessment, recommendation by the supervising authority, further decrease in the economic activities, and information available, possible impact on recoverability of loan assets, current indicators of future economic conditions, company made the write off from the NPA loan assets, in accordance with approval of the Board.

q. Write-offs

Financial assets are written off either partially or in their entirety only when the Company has no reasonable expectation of recovery. If the amount to be written off is greater than the accumulated provisions for such loan assets, the difference recorded as an expense in the period of write off. Any subsequent recoveries are credited in statement of profit and loss."

r. Material Events:

Material events occurring after the Balance Sheet date are taken into cognizance.

s. Operating Cycle

Based on the nature of business of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

t. Operating Assets:

De-recognition of securitized assets in the books of accounts of the company and recognition of gain or loss arising on securitization and accounting for credit enhancement provided by the company are based on the revised guidelines on Securitization transaction issued by RBI in respect of NBFC. Securitised assets are derecognised in the books of the Company on the principle of surrender of control over the assets. Minimum Retention Requirement (MRR) by way of investments in



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Fixed Deposits with Bank is included in the Cash and Bank/ Other non current assets. Residual income on securitization of loans is recognised over the life of the underlying loans and on the basis of agreement with the counterparties.

u. Classification of current / non-current liabilities and assets

Liability: A liability has been classified as 'current' when it satisfies any of following criteria:

- A. It is expected to be settled in the Company's normal operating cycle.
- B. It is held primarily for the purpose of being traded;
- C. It is due to be settled within twelve months after reporting date; or
- D. The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by issue of equity instrument do not affect its classification. All other liabilities are classified as non-current.

Asset: An asset has been classified as "current" when it satisfies any of following criteria:

- A. It is expected to be realized in, or is intended for sale or consumption in the Company's normal operating cycle;
- B. It is held primarily for the purpose of being traded;
- C. It is expected to be realized within twelve months after reporting date; or
- D. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date. All other assets are classified as non-current.

For KRISHNA ANURAG & CO.

ICAI Firm Registration No. 010146C
Chartered Accountants

KRISHNA KUMAR TIWARI
Partner
Membership No.: 078988



For and on behalf of the Board of Directors of
SUBHLAKSHMI FINANCE PRIVATE LIMITED

DURGESHWAR KUMAR MISHRA
Executive Director & CEO
DIN: 05155290

BIPIN BIHARI SHARMA
Executive Director & CFO
DIN: 06745272

SANJEEV KUMAR
YADAV
Executive Director &
COO
DIN: 03110672



Place: Gurgaon

Date : 24-06-2023
UDIN: 23078988BGWBVYH4881

BHUPIN KHANNA
Company Secretary
M. No.- A69125

Place: Gurgaon
Date : 24-06-2023

Subhlakshmi Finance Private Limited

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Notes forming part of the Financial Statements

For The Period Ending 31st March, 2023

(All amount in thousands, unless stated otherwise)

3. Share Capital

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares held	Amount (Rs.)	No. of shares held	Amount (Rs.)
Authorized Share Capital:				
Equity share Capital				
Balance at the beginning of the year	19,000,000	190,000	19,000,000	190,000
Add: Equity shares of Face value of Rs.10	8,000,000	80,000		0
Outstanding at the end of the year (A)	27,000,000	270,000	19,000,000	190,000
Compulsorily Convertible Preference Shares				
Balance at the beginning of the year	1,000,000	10,000	0	0
Add: CCPS of Face value of Rs.10	2,000,000	20,000	1,000,000	10,000
Outstanding at the end of the year (B)	3,000,000	30,000	1,000,000	10,000
Total (A+B)	30,000,000	300,000	20,000,000	200,000
Issued Share Capital:				
Equity share Capital				
Balance at the beginning of the year	16,779,094	167,791	16,083,094	160,831
Add: Equity shares of Face value of Rs.10	2,600,000	26,000	696,000	6,960
Outstanding at the end of the year (A)	19,379,094	193,791	16,779,094	167,791
Compulsorily Convertible Preference Shares				
Balance at the beginning of the year	400,000	4,000	0	0
Add: CCPS of Face value of Rs.10	1,500,000	15,000	400,000	4,000
Outstanding at the end of the year (B)	1,900,000	19,000	400,000	4,000
Total (A+B)	21,279,094	212,791	17,179,094	171,791
Subscribed and Paid-up Share Capital:				
Equity share Capital				
Balance at the beginning of the year	16,779,094	167,791	16,083,094	160,831
Add: Equity shares of Face value of Rs.10	2,600,000	26,000	696,000	6,960
Outstanding at the end of the year (A)	19,379,094	193,791	16,779,094	167,791
Compulsorily Convertible Preference Shares				
Balance at the beginning of the year	400,000	4,000	0	0
Add: CCPS of Face value of Rs.10	343,750	3,438	400,000	4,000
Outstanding at the end of the year (B)	743,750	7,438	400,000	4,000
Total Outstanding at the end of the Year (A+B)	20,122,844	201,228	17,179,094	171,791



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Subhlakshmi Finance Private Limited
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Notes forming part of the Financial Statements
For The Period Ending 31st March, 2023

- (i) During the year, the Company has issued 6,00,000 fresh equity shares of Rs 10 each to its existing shareholders aggregating to Rs. 60,00,000/- through conversion of share warrants.
(ii) **The Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period:**

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held	Amount (Rs.)	No. of Shares held	Amount (Rs.)
At the beginning of the reporting year				
Fully paid-up equity shares	16,779,094	167,791	16,083,094	160,831
Issued & Paid-up during the year				
Fully paid-up equity shares	2,600,000	26,000	696,000	6,960
At the close of the reporting year	19,379,094	193,791	16,779,094	167,791

- (iii) **The Reconciliation of the number of Preference shares outstanding at the beginning and at the end of the reporting period:**

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held	Amount (Rs.)	No. of Shares held	Amount (Rs.)
At the beginning of the reporting year				
Fully paid-up Preference shares	400,000	4,000	-	-
Issued & Paid up during the year				
Fully paid-up Preference shares	343,750	3,438	400,000	4,000
At the close of the reporting year	743,750	7,438	400,000	4,000

- (iv) **Terms / Rights attached to Equity Shares:**

The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend, if any is proposed by the Board of Directors and is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

- (v) **Terms / Rights attached to Preference Shares:**

During the FY 22-23 Company Issued of 15,00,000, Cumulative Compulsorily Convertible Preference Shares ("CCPS") of Rs.10/- out of which 3,43,750 shares been subscribed & paid up comprising of CCPS each at an issue price of Rs. 80/- each including a security premium of Rs.70/- each. CCPS shall be convertible into Equity shares at any time after completion of four years from the date of receipt of first tranche amount of CCPS by the company. Conversion ration being 1:1 (i.e. one equity share will be issued against one CCPS)

- (vi) **Details of shareholder holding more than 5% Equity shares in the company:**

Name of shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held	% age of shareholding	No. of Shares held	% age of shareholding
Bipin Bihari Sharma	3,057,011	15.77%	3,038,261	18.11%
Sanjeev Kumar Yadav	3,037,261	15.67%	3,018,511	17.99%
Rakesh Kumar Dubey	1,724,750	8.90%	1,724,750	10.28%
Durgeshwar Kumar Mishra	2,642,500	13.64%	2,642,500	15.75%
Creyatech Private Limited	4,060,000	20.95%	3,461,000	20.63%
RDBS Investment Pvt Ltd	2,001,000	10.33%	-	0.00%
Rita Dubey	1,602,500	8.27%	1,583,750	9.44%
Total	18,125,022		15,468,772	

- (vii) **Details of shareholder holding more than 5% CCPS in the company:**

Name of shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held	% age of shareholding	No. of Shares held	% age of shareholding
Geetanjali Malik	40,000	5.38%	40,000	10.00%
Suman Gupta	40,000	5.38%	40,000	10.00%
Dev Nath Mishra	30,000	4.03%	30,000	7.50%
Rishabh Dubey	25,000	3.36%	25,000	6.25%
Mansha Dubey	25,000	3.36%	25,000	6.25%
Sadhna Dwivedi	20,000	2.69%	20,000	5.00%
Vijay Kumar Ojha	20,000	2.69%	20,000	5.00%
Zoom Insurance Brokers Private Limited	200,000	26.89%	200,000	50.00%
Creyatech Pvt Ltd	343,750	46.22%	-	0.00%
Total	743,750		400,000	



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Notes forming part of the Financial Statements

For The Period Ending 31st March, 2023

(viii) Details of shareholding of Promoters

Name of shareholder	No. of Shares held		No. of Shares held		% age change during the year
	No. of Shares held	% age of shareholding	No. of Shares held	% age of shareholding	
Bipin Bihari Sharma	3,057,011	15.77%	3,038,261	18.11%	2.33%
Sanjeev Kumar Yadav	3,037,261	15.67%	3,018,511	17.99%	2.32%
Rakesh Kumar Dubey	1,724,750	8.90%	1,724,750	10.28%	1.38%
Durgeshwar Kumar Mishra	2,642,500	13.64%	2,642,500	15.75%	2.11%
Total	10,461,522		10,424,022		

4. Reserve and Surplus

Particulars	As at 31 March, 2023		As at March 31, 2022	
	Rs.		Rs.	
Securities Premium Account				
Balance at the beginning of the year		55,401		36,269
Add: Issue of Equity share		20,000		3,132
Add: Issue of Compulsory Convertible Preference Share		24,063		16,000
Balance at the end of the year (A)		99,464		55,401
Statutory Reserve under section 45-IC of RBI Act 1934				
Balance at the beginning of the year		21,420		15,186
Add: Amount transferred during the year*		6,505		6,234
Balance at the end of the year (B)		27,925		21,420
Surplus in Statement of Profit and Loss				
Balance at the beginning of the year		82,733		57,795
Add: Profit for the Period		32,525		31,172
Less: Transfer to special reserves under section 45IC of RBI Act		(6,505)		(6,234)
Balance at the end of the year (C)		108,753		82,733
Total (A+B+C)		236,141		159,554

*In terms of Section 45-IC of the RBI Act, 1934 the company is required to transfer at least 20% of its net profit to reserve before any dividend is declared. As at the year-end the company has transferred an amount of Rs. 65.05 lacs (Previous Year Rs. 62.34 lacs).



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Notes forming part of the Financial Statements
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5. Long-term Borrowings		As at 31 March,2023	As at March 31, 2022
Particulars		Rs.	Rs.
(A) Secured			
Term Loans from Bank		207,665	255,993
Term Loans from Financial Institutions		187,342	143,544
	(A)	395,007	399,537
(B) Unsecured			
Term Loans from Banks		20,000	20,000
Term Loans from Financial Institutions.		-	30,000
	(B)	20,000	50,000
Total	(A) + (B)	415,007	449,537
6 Long Term Provisions		As at 31 March,2023	As at March 31, 2022
Particulars		Rs.	Rs.
(A) Provision for Employee Benefits :			
(i) Provision for leave encashment.		582	435
(ii) Provision for Gratuity.		1,237	1,132
(B) Provision for Portfolio Loans :			
Provision for standard, sub-standard Assets.		15,085	14,612
Total		16,905	16,179
7 Short Term Borrowings		As at 31 March,2023	As at March 31, 2022
Particulars		Rs.	Rs.
Current maturities of Long Term Borrowings			
(A) Secured			
Term Loans from Bank		188,294	182,733
Term Loans from Financial Institutions		427,930	342,225
	(A)	616,224	524,958
(B) Unsecured			
Term Loans from Banks		-	-
Term Loans from Financial Institutions.		30,000	-
	(B)	30,000	-
Total	(A+B)	646,224	524,958
8 Trade Payables		As at 31 March,2023	As at March 31, 2022
Particulars		Rs.	Rs.
(i) Total outstanding dues of micro enterprises and small enterprises (Refer Note 25)		-	-
(ii) Total outstanding due to creditors other than micro enterprises and small enterprises		-	-
Sundry Creditors		2,808	1,678
Total		2,808	1,678



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For The Period Ending 31st March, 2023

9 Other Current Liabilities		As at 31 March,2023	As at March 31, 2022
Particulars		Rs.	Rs.
(A) Interest accrued but not due on borrowings		3,070	4,565
(B) Payable to BC Partner		8,321	-
(C) Other payables:		1,312	1,079
P.F. & ESI Payable		2,047	1,758
TDS Payable		7,647	4,974
Disbursement Payable		21,832	102,821
Salary Payable		3,396	2,333
Audit Fee Payable		450	450
Expenses Payable		1,347	2,758
EMI Payable		465	5,262
Insurance Payable		13,210	-
Dealer Margin payable		716	-
(D) Advance Collection on Restructured Clients		-	22,084
Total		63,812	148,085
10 Short-term Provisions		As at 31 March,2023	As at March 31, 2022
Particulars		Rs.	Rs.
Provisions for Employee Benefits:		785	295
(i) Provision for leave encashment		237	171
(ii) Provision for Gratuity			
Provisions - Others:		27,751	14,612
Provision for standard, sub-standard Assets.		13,775	13,604
Provision for Income Tax		42,548	28,682
Total		42,548	28,682

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For The Period Ending 31st March, 2023

10.A Fixed Assets

Particulars	As at 31 March,2023	As at
	Rs.	March 31, 2022
Fixed Assets (as per annexure 1.)	4,679	3,939
Total	4,679	3,939
11 Deferred Tax Assets		
Deferred tax Assets	11,515	7,900
Total	11,515	7,900
12 Long-term Loans and Advances		
Particulars	As at 31 March,2023	As at
	Rs.	March 31, 2022
Unsecured, considered good Loans and Advances - Financing Activity	330,777	166,877
Total	330,777	166,877
13 Other Non-current assets		
Particulars	As at 31 March,2023	As at
	Rs.	March 31, 2022
Security deposits to the lenders against borrowings**	207,317	142,854
Security deposits for rented property / others	3,958	4,727
Total	211,276	147,582
**Reclassified on the basis of maturity date of the FD rasied		
14 Cash and cash equivalents		
Particulars	As at 31 March,2023	As at
	Rs.	March 31, 2022
A. Cash and cash equivalents	2,925	998
(a) Cash in hand		
(b) Balances with banks		
In current accounts		
HDFC Bank	1,008	1,647
HDFC Bank Collection	21	50
IDFC First Bank	24,232	64,468
Fincare Small Finance Bank	2,266	100
Indian Oversea Bank	270	48,692
Indian Oversea Bank SAM A/c	20	-
State Bank of India	6,767	1,838
Suryodaya Bank	5	5
IDFC Od Facility	329	-
In other deposit accounts with original less maturity*	66,173	87,791
Total	104,015	205,589
*Reclassified on the basis of maturity date of the FD rasied		



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For The Period Ending 31st March, 2023

15 Short-term Loans and Advances		As at 31 March,2023	As at
Particulars		Rs.	March 31, 2022
		Rs.	Rs.
Unsecured, considered good			
Loans and Advances - Financing Activity		828,686	866,024
Total		828,686	866,024
16 Other Current Assets		As at 31 March,2023	As at
Particulars		Rs.	March 31, 2022
		Rs.	Rs.
(a.) Accruals			
(i)	Interest Accrued on Fixed Deposits	11,689	8,401
(ii)	Interest Accrued on Owned Portfolio	24,604	40,059
(iii)	Accrued service charge on managed portfolio	22,450	24,652
		58,742	73,111
(b.) Other Receivable			
(i)	Advance Tax	7,867	827
(iii)	Advance to Staff	671	411
(iv)	GST Receivable	40	40
(v)	Insurance Receivable	5,102	3,332
(vi)	Other Current Assets	4,666	10,053
(vii)	TDS receivable	4,480	5,129
(vii)	Sundry Debtors	33,284	-
(ix)	Recoverable From Managed portfolio	18,874	9,651
		74,984	29,442
Total		133,726	102,554
17 Revenue from Operations		For the period ended	For the period ended
Particulars		on 31-March-2023	on 31-March-2022
		Rs.	Rs.
Interest on Loans		259,325	241,288
Processing Fee		54,463	46,269
Income from Direct Assignment		10,284	35,494
Service Fees		84,242	34,427
Writeoff Recovery		3,206	29,966
Total		411,520	387,443
18 Other Income		For the period ended	For the period ended
Particulars		on 31-March-2023	on 31-March-2022
		Rs.	Rs.
Interest received on deposits (with bank/lenders)		1,241	3,830
Interest Accruals on Fixed Deposit		11,952	6,698
Miscellaneous Income		3,824	1,768
Total		17,017	12,295
19 Employee Benefit Expenses		For the period ended	For the period ended
Particulars		on 31-March-2023	on 31-March-2022
		Rs.	Rs.
Salaries and wages		138,019	112,719
Staff Welfare Expense		5,564	4,609
Employer Contribution (PF, ESI & Other Funds)		8,994	5,911
Total		152,577	123,238



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Notes forming part of the Financial Statements
For The Period Ending 31st March, 2023

20 Finance Costs

Particulars	For the period ended	For the period ended
	on 31-March-2023	on 31-March-2022
	Rs.	Rs.
Interest on term loans	128,906	126,916
Processing & Documentation charges	13,827	12,102
Total	142,732	139,018

21 Operation & Other expenses

Particulars	For the period ended	For the period ended
	on 31-March-2023	on 31-March-2022
	Rs.	Rs.
Advertisement & Publicity expense	-	8
Auditor's Remuneration	500	500
Application Develop & Hosting Exp.	1,087	1,819
Bank charges	1,051	427
Branch expenses	1,934	2,301
Branch travelling Expense	1,604	1,325
Business Promotion expense	652	614
Credit Information Expense	1,825	1,425
Commission & Brokerage	360	-
Collection Charges	4,201	2,958
Director Sitting Fee	340	100
Electricity expenses	891	772
GST Expense	3,683	3,459
Insurance money in transit	142	59
Interest on Statutory Dues	740	251
Legal and professional fees	6,067	9,691
Loans & Advances-Written off	25,007	34,238
Office Maintenance Expenses	2,780	1,324
Out of pocket expenses	304	40
Postage & telegram Expense	567	146
Printing and Stationary Expense	1,725	741
Rates and Taxes	556	176
Rent	13,972	13,121
Repair and Maintainance Exp.	312	697
ROC Fees	475	26
Rating Fees & Allied Exp	700	422
Telephone & Internet Exp.	676	483
Tour and Travelling Expenses	2,632	2,291
Water expenses	222	60
Total	75,005	79,473



Subhlakshmi Finance Private Limited
(CIN : U67120PB1996PTC017604)
Notes forming part of the Financial Statements
For The Period Ending 31st March, 2023

Particulars	For the period ended on 31-March-2023	For the period ended on 31-March-2022
Auditor Remuneration		
(i) Payments to the auditors comprises (net of GST input, where applicable) ; As Auditors - Statutory Audit	450	450
Total	450	450

21.A PROVISION FOR RECEIVABLE UNDER FINANCING ACTIVITY

Particulars	For the period ended on 31-March-2023	For the period ended on 31-March-2022
	Rs.	Rs.
Standard	5,418	6,182
Sub-Standard	8,194	7,223
Total	13,612	13,405

Note: During the year, the Company has follow the accounting policy in respect of provisions on loans and advances as approved by the board

22 Related party transactions

Details of related parties :

(a)

Description of relationship	Names of related parties	
Key Managerial Personnel (KMP)	1.	Durgeshwar Kumar Mishra - Executive Director & CEO
	2.	Sanjeev Kumar Yadav - Executive Director & COO
	3.	Bipin Bihari Sharma - Executive Director & CFO
	4.	Bhupin Khanna - Company Secretary
Entities over which KMP's have significant infulence	1.	Creyatech Private Limited
	2.	RDBS Investment Pvt Ltd

Note: Related parties have been identified by the Management.



Subhlakshmi Finance Private Limited
(CIN : U67120PB1996PTC017604)
Notes forming part of the Financial Statements
For The Period Ending 31st March, 2023

(b) Related Party Transaction

Particulars	For the period ended on 31-March-2023	For the period ended on 31-March-2022
	Rs.	Rs.
(A) Managerial remuneration		
<i>Key Managerial Personnel</i>		
(Excluding provision for gratuity and compensated absences as the same are actuarially)		
Sanjeev Kumar Yadav	6,300	6,300
Bipin Bihari Sharma	6,300	6,300
Durgeshwar Kumar Mishra	6,300	6,300
Bhupin Khanna	395	-
(B) Shares issued During the year		
<i>Key Managerial Personnel</i>		
Sanjeev Kumar Yadav		1,740
Bipin Bihari Sharma		1,740
Durgeshwar Kumar Mishra		1,740
<i>Entities over which KMP's have significant influence/ Entities exercising significant influence over the Company</i>		
Creyatech Private Limited	9,438	-
RDBS Investments Private Limited	20,000	-
(C) Security Premium Received		
<i>Key Managerial Personnel</i>		
Sanjeev Kumar Yadav		783
Bipin Bihari Sharma		783
Durgeshwar Kumar Mishra		783
<i>Entities over which KMP's have significant influence/ Entities exercising significant influence over the Company</i>		
Creyatech Private Limited	24,063	-
RDBS Investments Private Limited	20,000	-
Total	92,795	26,469

23 Segment Information :

The Company is engaged in the business of providing loans to small and medium enterprises for working capital requirements. As the Company operates in a single business and geographical segment, the reporting requirements for primary and secondary segment disclosure prescribed by Accounting Standard 17 on Segment Reporting are not required.

24 Disclosure as per accounting standard - 15 (Employee Benefit) :

The Company offers the employee benefit schemes of Gratuity & Leave Encashment to its employees. Benefits payable to eligible employees of the Company. The following table sets out the funded status of the defined benefit schemes pertaining to Gratuity & Leave Encashment and the amounts recognised in the financial statements:

Particulars	For the period ended on 31-March-2023	For the period ended on 31-March-2022
	Rs.	Rs.
Components of Employee Expenses :		
Current Service Cost	1,108	828
Interest Cost	107	150
Acturial Loss / (Gain)	-406	-1,807
Total expense recognized in the statement of profit & loss	809	-829
Actual contribution and benefit payments for the year		
Actual Benefit Payment	-	-
Actual Contributions	-	-
Net asset / (liability) recognized in the Balance Sheet		
Present value of defined benefit obligation	2,842	2,033
Fair value of plan assets	-	-
Net asset / (liability) recognised in the Balance Sheet	2,842	2,033



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Subhlakshmi Finance Private Limited
(CIN : U67120PB1996PTC017604)

Notes forming part of the Financial Statements
For The Period Ending 31st March, 2023

Change in defined benefit obligations (DBO) during the year

Present value of DBO at beginning of the year	2,033	2,862
Current service cost	809	-829
Interest cost	-	-
Actuarial losses / (gains)	-	-
Benefits paid	-	-
Present value of DBO at the end of the year	2,842	2,033
Change in fair value of assets during the year	-	-
Plan assets at beginning of the year	-	-
Actual company contributions	-	-
Actuarial losses / (gains)	-	-
Benefits paid	-	-
Plan assets at the end of the year	-	-
Actual return on plan assets	-	-
Actuarial assumptions		
Discount rate	7.50%	5.25%
Expected return on plan assets	-	-
Salary escalation	5.00%	5.00%
Mortality tables	IALM (2012-14)	IALM (2012-14)
Attrition Rate	40.00%	40.00%

25 Disclosures under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	For the period ended	For the period ended
	on 31-March-2023	on 31-March-2022
	Rs.	Rs.
(i) the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year	-	-
(ii) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of	-	-
(iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(iv) the amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

26 Previous years figures

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

27 Earnings per share

The following is a computation of earnings per share and a reconciliation of the equity shares used in the computation of basic and diluted earnings per equity share.



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Subhlakshmi Finance Private Limited
(CIN : U67120PB1996PTC017604)
Notes forming part of the Financial Statements
For The Period Ending 31st March, 2023

Particulars	For the period ended	For the period ended
	on 31-March-2023	on 31-March-2022
	Rs.	Rs.
Net (Profit/Loss) for the year	32,525	31,172
Less: Dividend		
Net (Profit/Loss) for the year attributable to equity shareholders	32,525	31,172
Weighted average number of equity shares – for Basic EPS		
Opening Share	16,779	16,083
Add: Fresh Issue of Equity Shares	473	696
Add: Fresh Issue of Equity Shares	1,397	
Weighted average number of equity shares – for Basic EPS	18,650	16,779
Effect of dilutive potential equity		
Weighted average number of equity	-	
Add: Fresh Issue of CCPS Shares	344	400
Basic EPS	1.74	1.86
Diluted EPS	1.71	1.81

28 Ratio Analysis

Following ratios pertaining to company's financial performance are disclosed hereunder:

Particulars		For the period ended	For the period ended
		on 31-March-2023	on 31-March-2022
		Rs.	Rs.
a Current ratio	Current assets over current liabilities	1.41	1.67
b Debt equity ratio	Debt over total shareholders' equity	2.43	2.94
c Debt service coverage ratio	EBITDA over current debt	18%	19%
d Return on equity %	PAT over total average equity	8.46%	10.37%
e Trade receivables turnover ratio	Revenue from operations over average trade receivables	NA	NA
f Trade payables turnover ratio	Adjusted expenses over average trade payables	33.44	23.22
g Net capital turnover ratio%	Revenue from operations over average working capital	1.38	0.85
h Net profit %	Net profit over revenue	7.59%	7.80%
i EBITDA %	EBITDA over revenue	45%	47%
j EBIT %	EBIT over revenue	44%	46%
k Return on capital employed %	EBIT over average capital employed	21%	23%
l Return on investment	PAT to total Assets	2.08	2.06

For KRISHNA ANURAG & CO.
Chartered Accountant
Firm Registration No. 010146C

KRISHNA KUMAR TIWARY
Partner
Membership No. 078988

UDIN: 23078988BGWBYH4881
 Place: Gurgaon
 Date: 24-06-2023

For and on behalf of the Board of Directors
of Subhlakshmi Finance Pvt Ltd

DURGESHWAR KUMAR MISHRA
Executive Director & CEO
DIN: 05155290

BHUPIN KHANNA
Company Secretary
M. No. A69125

Place: Gurgaon
 Date: 24-06-2023

SANJEEV KUMAR YADAV
Executive Director & COO
DIN :03110672

BIPIN BHARI SHARMA
Executive Director & CFO
DIN :06745272



Subhikshmi Finance Private Limited

Annexure 1

(All amount in thousands, unless stated otherwise)

FIXED ASSETS as on 31.03.2023 (AS PER SCHEDULE II OF THE COMPANIES ACT 2013)

DESCRIPTION	GROSS BLOCK			DEPRECIATION		TFD TO RESERVE AS PER SCHEDULE II OF COMPANIES ACT 2013	NET BLOCK		
	Original Cost as on	Additions during the year	Deletion During the year	Total as on	Upto		For the Year	W.D.V. as on	W.D.V. as on
	01.04.2022			31.03.2023	01.04.2022		31.03.2023	31.03.2022	
Computer	4,350	2,932	-	7,282	3,589.59	1,418.48	5,008	2,274	760
Office Equipment	3,457	359	-	3,816	2,595.04	476.36	3,071	745	862
Car	4,334	-	-	4,334	2,567.19	837.35	3,405	929	1,767
Furniture & Fixture	1,729	332		2,061	1,184.22	145.53	1,330	731	545
Intangible Asset	13	-	3.91	9	7.69	1.37	9	0	5
CURRENT YEAR	13,883	3,623	3.91	17,502	9,943.74	2,879	12,823	4,679	3,939



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NOTES TO THE FINANCIAL STATEMENTS

for the year ended March 31, 2023

A. Borrowings (Refer Note no. 5 & 7)

Terms of repayment of Term Loans as on March 31, 2023

Original maturity of loan	Interest rate (p.a)	Due within 1 year		Due between 1 and 2 years		Due between 2 and 3 Years		Total
		No. of Instalments	Amount (in 000s)	No. of Instalments	Amount (in 000s)	No. of Instalments	Amount (in 000s)	
Monthly repayment schedule								
From NBFCs:								
0-5 Yrs.	13.25% - 14.50%	12	20,000	5	8,333	-	-	28,333
		6	8,315	-	-	-	-	8,315
		7	6,429	-	-	-	-	6,429
	14.51%-15.50%	12	7,860	2	1,428	-	-	9,288
		12	27,768	12	32,232	-	-	60,000
		12	23,073	12	26,927	-	-	50,000
		12	10,796	-	-	-	-	10,796
		12	9,718	8	7,362	-	-	17,079
	15.51%-16.50%	3	4,375	-	-	-	-	4,375
		3	1,875	-	-	-	-	1,875
		5	6,250	-	-	-	-	6,250
		12	15,000	-	-	-	-	15,000
		12	10,000	4	3,333	-	-	13,333
		12	10,000	6	5,000	-	-	15,000
		6	8,402	-	-	-	-	8,402
		8	6,493	-	-	-	-	6,493
		12	14,953	6	8,416	-	-	23,369
		12	13,316	3	3,673	-	-	16,989
		11	39,993	-	-	-	-	39,993
		12	2,500	6	1,042	-	-	3,542
		12	2,500	10	1,875	-	-	4,375
		12	2,310	12	2,118	-	-	4,428
		10	13,703	-	-	-	-	13,703
		12	9,570	8	7,295	-	-	16,865
		12	4,750	12	4,750	-	-	9,500
	16.51%-17.50%	12	12,500	11	10,417	-	-	22,917
		12	25,023	9	19,723	-	-	44,746
		12	14,540	8	11,127	-	-	25,667
		12	9,428	10	9,148	-	-	18,576
		12	40,000	4	10,000	-	-	50,000
		8	8,750	-	-	-	-	8,750
		12	13,333	1	1,111	-	-	14,444
		12	13,750	9	11,250	-	-	25,000
	17.51%-18.50%	7	11,468	-	-	-	-	11,468
Bullet repayment schedule								
From NBFCs:								
	16.51%-17.50%	1	30,000	-	-	-	-	30,000
Grand Total		351	458,712	158	186,560	-	-	645,272



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A. Borrowings (Refer Note no. 5 & 7)

Terms of repayment of Term Loans as on March 31, 2023

Original maturity of loan	Interest rate(p.a)	Due within 1 year		Due between 1 and 2 years		Due between 2 and 3 Years		Total
		No. of Instalments	Amount (in Rs)	No. of Instalments	Amount (in Rs)	No. of Instalments	Amount (in Rs)	
Monthly repayment schedule								
From Banks:								
0-5 Yrs.	9.50%-13.50%	12	337	12	364	17	689	1,785
		12	371	12	406	-	-	777
		12	59,897	12	62,500	6	31,250	153,647
		6	9,091	-	-	-	-	9,091
	13.51%-17.00%	12	32,727	12	32,727	-	-	65,454
		8	18,671	-	-	-	-	18,671
		4	7,786	-	-	-	-	7,786
		11	6,357	12	7,925	1	718	15,000
		12	10,000	3	2,500	-	-	-
		12	7,500	7	3,750	-	-	11,250
		12	32,954	12	38,427	8	28,619	100,000
Bullet repayment schedule								
From Bank:								
	13.51%-17.00%	-	-	1	20,000	-	-	20,000
Grand Total		113	185,692	83	168,598	27	60,981	415,961

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Subhikshmi Finance Private Limited (CIN: U67120PB1996PTC017604)

As on 31-03-2023

Schedule to the Balance Sheet of a Non-Deposit Accepting Non-Banking Finance Company

Particulars	Amount (In Rs. Thousands)	
	Amt. Outstanding	Amt. overdue
Liabilities side :		
1 Loans and advances availed by Subhikshmi Finance Pvt. Ltd. Inclusive of Interest accrued thereon but not paid :		
(a) Debentures :		
Secured	0.00	0.00
Unsecured	0.00	0.00
(Other than falling within the meaning of deposits*)		
(b) Deferred Credits	0.00	0.00
(c) Term Loans	1,064,301.30	0.00
(d) Inter-corporate loans and borrowing	0.00	0.00
(e) Commercial Paper	0.00	0.00
(f) Public deposits	0.00	0.00
(g) Other Loans (specify nature)	0.00	0.00
* Please see Note I below		
2 Break-up of (1)(f) above (Outstanding public deposits Inclusive of Interest accrued thereon but not paid):		
(a) In the form of Unsecured debentures	0.00	0.00
(b) In the form of partly secured debentures i.e debentures where there is shortfall in the value of security	0.00	0.00
(c) Other public deposits	0.00	0.00
Assets side :		
	Amount (in Rs. Thousands)	
3 Break-up of Loans and Advances Including bills receivables [other than those included in (4) below] :		
(a) Secured	14,416.62	
(b) Unsecured	1,145,046.87	
Total	1,159,463.49	
4 Break up of Leased Assets and stock on hire and other assets counting towards Asset Finance Company activities		
(i) Lease assets including lease rentals under sundry debtors :		
(a) Financial lease	0.00	
(b) Operating lease	0.00	
(ii) Stock on hire including hire charges under sundry debtors:		
(a) Assets on hire	0.00	
(b) Repossessed Assets	0.00	
(iii) Other loans counting towards AFC activities		
(a) Loans where assets have been repossessed	0.00	
(b) Loans other than (a) above	0.00	
5 Break-up of Investments :		
Current Investments :		
1. Quoted :		
(i) Shares :		
(a) Equity	0.00	
(b) Preference	0.00	
(ii) Debentures and Bonds	0.00	
(iii) Units of mutual funds	0.00	
(iv) Government Securities	0.00	
(v) Others Inter Corporate Deposit	0.00	
2. Unquoted :		
(i) Shares :		
(a) Equity	0.00	
(b) Preference	0.00	
(ii) Debentures and Bonds	0.00	
(iii) Units of mutual funds	0.00	
(iv) Government Securities	0.00	
(v) Others (please specify)	0.00	



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Long Term Investments :		
1. Quoted :		
(i) Shares :		
(a) Equity		0.00
(b) Preference		0.00
(ii) Debentures and Bonds		0.00
(iii) Units of mutual funds		0.00
(iv) Government Securities		0.00
(v) Others (please specify)		0.00
2. Unquoted :		
(i) Shares :		
(a) Equity		0.00
(b) Preference		0.00
(ii) Debentures and Bonds		0.00
(iii) Units of mutual funds		0.00
(iv) Government Securities		0.00
(v) Others (please specify)		0.00

6 Borrower group-wise classification of assets financed as in (3) and (4) above			
Please see Note 2 below			
Category	Amount net of provisions (In Thousands)		
	Secured	Unsecured	Total
1. Related Parties **			
(a) Subsidiaries	0.00	0.00	0.00
(b) Companies in the same group	0.00	0.00	0.00
(c) Other related parties	0.00	0.00	0.00
2. Other than related parties	14,416.62	1,145,046.87	1,159,463.49
Total	14,416.62	1,145,046.87	1,159,463.49

7 Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):			
Please see note 3 below			
Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)	
1. Related Parties **			
(a) Subsidiaries	0.00	0.00	
(b) Companies in the same group	0.00	0.00	
(c) Other related parties	0.00	0.00	
2. Other than related parties	0.00	0.00	
Total			

** As per Accounting Standard of ICAI (Please see Note 3)	
8 Other Information	Amt. in Rs. Thousands
Particulars	
(i) Gross Non-Performing Assets	
(a) Related parties	0.00
(b) Other than related parties	40,400.00
(ii) Net Non-Performing Assets	
(a) Related parties	0.00
(b) Other than related parties	20,965.03
(iii) Assets acquired in satisfaction of debt	
	0.00

Notes:

(1) As defined in point xix of paragraph 3 of chapter-2 of these directions

(2) Provisioning norms shall be applicable as prescribed in these Directions

(3) All Accounting Standards and Guidance Notes Issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/ fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in (5) above.



Section I (Applicable for annual financial statements of NBFC-BL, NBFC-ML and NBFC-UL)**A) Exposure**

1) Exposure to real estate sector: NIL

(Amount in ₹ Thousands)		
Category	Current year	Previous Year
i) Direct exposure a) Residential Mortgages – Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure would also include non-fund based (NFB) limits. b) Commercial Real Estate – Lending secured by mortgages on commercial real estate (office buildings, retail space, multipurpose commercial premises, multifamily residential buildings, multi tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits. c) Investments in Mortgage-Backed Securities (MBS) and other securitized exposures – i. Residential ii. Commercial Real Estate ii) Indirect Exposure Fund based and non-fund-based exposures on National Housing Bank and Housing Finance Companies.	NIL	NIL
Total Exposure to Real Estate Sector	NIL	NIL



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2) Exposure to capital market: NIL

Particulars	Current Year	Previous Year
i) Direct investment in equity shares, convertible bonds, convertible debentures and units of equity oriented mutual funds the corpus of which is not exclusively invested in corporate debt	NIL	NIL
ii) Advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity oriented mutual funds	NIL	NIL
iii) Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security	NIL	NIL
iv) Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds does not fully cover the advances	NIL	NIL
v) Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers	NIL	NIL
¹ NBFCs may omit those line items which are not applicable/ not permitted or have nil exposure both in current and previous year. Further, exposures against pledge of shares by promoters of a company shall be shown separately under the respective line items.	NIL	NIL
vi) 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	NIL	NIL
vii) Bridge loans to companies against expected equity flows / issues	NIL	NIL
viii) Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	NIL	NIL
ix) Financing to stockbrokers for margin trading	NIL	NIL
x) All exposures to Alternative Investment Funds: (i) Category I (ii) Category II (iii) Category III	NIL	NIL
Total exposure to capital market	NIL	NIL



3) Sectoral exposure

Sectors	Current Year (Amount In Thousands)			Previous Year (Amount In Thousands)		
	Total Exposure (Includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (Includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector
1. Agriculture & Allied activities & Dairy	1,582,384.46	23,834.55	2%	1,128,769.77	1500	0%
2. Industry						
Manufacturing	42,081.75	1,049.52	2%	31,474.61	12200	39%
Others	-	-	-	-	-	-
Total of Industry (I+II+...+Others)	42,081.75	1,049.52	0.02	31,475	12,200	39%
3. Services						
(i) Service sector	334,212.68	4,863.96	0%	258,550.95	3900	0%
Others	-	-	-	-	-	-
Total of Services (I+II+...+Others)	334,212.68	4,863.96	-	258,550.95	3,900.00	-
4. Personal Loans						
(i) Consumer Loan	1,708.30	-	0%	-	0	0%
Others	-	-	-	-	-	-
Total of Personal Loans (I+II+...+Others)	1,708.30	-	-	-	-	-
5. Others, if any (please specify)						
Trading Sector	474,640.75	10,714.00	2%	357,285.39	8400	2%
Total of Others (I+II+...+Others)	474,640.75	10,714.00	2%	357,285.39	8,400.00	2%
Total Sectoral exposures	2,435,027.93	40,462.03	1.66%	1,776,080.72	26,000.00	1.46%

Note:

- The disclosures as above shall be based on the sector-wise and industry-wise bank credit (SIBC) return submitted by scheduled commercial banks to the Reserve Bank and published by Reserve Bank as 'Sectoral Deployment of Bank Credit'.
- In the disclosures as above, if within a sector, exposure to a specific sub-sector/industry is more than 10 per cent of Tier I Capital of a NBFC, the same shall be disclosed separately within that sector. Further, within a sector, if exposure to specific sub-sector/industry is less than 10 per cent of Tier I Capital, such exposures shall be clubbed and disclosed as "Others" within that sector.



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4) Intra-group exposures

NBFCs shall make the following disclosures for the current year with comparatives for the previous year:

i) Total amount of Intra-group exposures

ii) Total amount of top 20 Intra-group exposures

iii) Percentage of Intra-group exposures to total exposure of the NBFC on borrowers/customers

5) Unhedged foreign currency exposure NBFCs shall disclose details of its unhedged foreign currency exposures. Further, It shall also disclose their policies to manage currency induced risk.

B) Related Party Disclosure

(Amount in ₹ thousands)

Related party Items	Parent (as per ownership or control)		Subsidiaries		Associates/ Joint ventures		Key Management Personnel ^o		Relatives of Key Management Personnel ^o		Others ^o		Total	
	Current year	Previous year	Current year	Previous year	Current year	Previous year	Current year	Previous year	Current year	Previous year	Current year	Previous year	Current year	Previous year
Borrowings ^a	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	-	-
Deposits ^a	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	-	-
Placement of deposits ^a														
Advances ^a	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	-	-
Investments ^a	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	-	-
Purchase of fixed/other assets														
Sale of fixed/other assets	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	-	-
Interest paid	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	-	-
Interest received	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	-	-
Others ^a	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	-	-
Managerial Remuneration														
Biplin Bihari Sharma	NIL	NIL	NIL	NIL	NIL	NIL	6,300	6,300	NIL	NIL	NIL	NIL	6,300.00	6,300.00
Durgeshwar Kumar Mishra	NIL	NIL	NIL	NIL	NIL	NIL	6,300	6,300	NIL	NIL	NIL	NIL	6,300.00	6,300.00
Sanjeev Kumar Yadav	NIL	NIL	NIL	NIL	NIL	NIL	6,300	6,300	NIL	NIL	NIL	NIL	6,300.00	6,300.00
Bhupin Khanna	NIL	NIL	NIL	NIL	NIL	NIL	395	NIL	NIL	NIL	NIL	NIL	395.00	-
Shares Issued with Securities premium														
Biplin Bihari Sharma	NIL	NIL	NIL	NIL	NIL	NIL	NIL	2,523	NIL	NIL	NIL	NIL	-	2,523.00
Durgeshwar Kumar Mishra	NIL	NIL	NIL	NIL	NIL	NIL	NIL	2,523	NIL	NIL	NIL	NIL	-	2,523.00
Sanjeev Kumar Yadav	NIL	NIL	NIL	NIL	NIL	NIL	NIL	2,523	NIL	NIL	NIL	NIL	-	2,523.00
Creyatech Pvt Ltd	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	33,500	NIL	33,500.00	-
RDBS Investment Pvt Ltd	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	40,000	NIL	40,000.00	-
Total	-	-	-	-	-	-	19,295	26,469	-	-	73,500	-	92,795	26,469



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Other* Entitles over which KMP's have significant Infulence/ Entitles exerclsing signficant Influence over the Company
Disclosures for directors and relatives of directors should be made separately in separate columns from other KMPs and relatives of other KMPs.

The outstanding at the year end and the maximum during

1. Related party, in the context of the aforementioned disclosure, shall include all related parties as per the applicable
- v. a public company in which a director or manager is a director or holds along with his relatives, more than two per cent. of
- vi. any body corporate whose Board of Directors, managing director or manager is accustomed to act in accordance with the
- vii. any person on whose advice, directions or instructions a director or manager is accustomed to act:

Provided that nothing in clauses (vi) and (vii) shall apply to the advice, directions or instructions given in a professional

2. At a minimum, Key Management Personal (KMPs) shall include following key managerial personnel as per section 2(51) of the Companies Act, 2013

- i. the Chief Executive Officer or the managing director or the manager
- ii. the company secretary
- iii. the whole-time director
- iv. the Chief Financial Officer
- v. such other officer, not more than one level below the Directors who is in whole-time employment, designated as key managerial personnel by the Board; and
- vi. such other officer as may be prescribed

3. Relatives of KMPs at the minimum, shall include following relatives as defined under section 2(77) of the Companies Act, 2013 and Rule 4 of the Companies (Specification of definitions details) Rules, 2014

- (i) they are members of a Hindu Undivided Family;
- (ii) they are husband and wife; or
- (iii) one person is related to the other in such manner as may be prescribed;

A person shall be deemed to be the relative of another, if he or she is related to another in the following manner, namely:-

- (1) Father: Provided that the term "Father" includes step-father.
- (2) Mother: Provided that the term "Mother" includes the step-mother.
- (3) Son: Provided that the term "Son" includes the step-son.
- (4) Son's wife.
- (5) Daughter.
- (6) Daughter's husband
- (7) Brother: Provided that the term "Brother" includes the step-brother;
- (8) Sister: Provided that the term "Sister" includes the step-sister.

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C) Disclosure of complaints

1) Summary information on complaints received by the NBFCs from customers and from the Offices of Ombudsman

Sr. No	Particulars	Particulars	Current Year	Previous Year
		Complaints received by the NBFC from its customers		
1.		Number of complaints pending at beginning of the year		
2.		Number of complaints received during the year	299	-
3.		Number of complaints disposed during the year	175	-
	3.1	Of which, number of complaints rejected by the NBFC		
4.		Number of complaints pending at the end of the year	124	-
5.*		Maintainable complaints received by the NBFC from Office of Ombudsman		
Sr. No.	Particulars	Current Year	Previous Year	
		Number of maintainable complaints received by the NBFC from	2	
Dear Sir/ Madam	5.1.	Of 5, number of complaints resolved in favour of the NBFC by Office	2	
	5.2	Of 5, number of complaints resolved through	0	
	5.3	Of 5, number of complaints resolved after passing of Awards by	0	
6.*		Number of Awards unimplemented within the stipulated time	0	

Note: Maintainable complaints refer to complaints on the grounds specifically mentioned in Integrated

2) Top five grounds² of complaints received by the NBFCs from customers

Grounds of complaints, (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase/decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Of 5, number of complaints pending beyond 30 days
1	2	3	4	5	6
Current Year					
Ground - 1					
Ground - 2					
Ground - 3					
1) Exposure to real estate					
Ground - 5					
Others					
Total					



	Previous Year			
Ground - 1				
Ground - 2				
Ground - 3				
Ground - 4				
Ground - 5				
Others				
Total				

² The list of grounds of complaints given below are indicative only.

1. Credit Cards	2. Difficulty in operation of accounts	3. Mis-selling	4. Recovery Agents/ Direct Sales Agents
5. Loans and advances	6. Levy of charges without prior notice/	7. Non-observance of fair practices code	8. Staff behaviour
9. Facilities for customers visiting the	10. Others		





DIRECTORS' REPORT

Dear Member,

The Board of Directors hereby present the Twenty-Eighth (28th) Director's Report along with the Audited Financial Statements of your Company for the financial year ended March 31, 2023.

Your Company is non-systemically important non-deposit taking Non-Banking Financial Company (NBFC-ND-NSI) registered with the Reserve Bank of India ("RBI") under Section 45IA of the Reserve Bank of India Act, 1934.

FINANCIALS SUMMARY/ HIGHLIGHTS AND OPERATION'S PERFORMANCE:
(All amounts in Thousands, except share data and where otherwise stated)

Particulars	FY March 31, 2023	FY March 31, 2022
Income		
Revenue from Operations	4,11,520	3,87,443
Other income	17,017	12,295
Total Income	4,28,537	3,99,739
Expenditure		
Employee Benefit Expense	1,52,577	1,23,328
Depreciation and Amortisation Expense	2,879	2,949
Finance Costs	1,42,732	1,39,018
Other Expense	49,998	45,235
Provisions and write-offs	38,619	47,643
Total Expense	3,86,806	3,58,083
Profit before tax	41,731	41,656
Tax Expenses:		
-Current Tax	13,775	13,924
-Deferred Tax	(3,615)	(3,440)
-Previous Year Provision	(954)	-
Profit after tax	32,525	31,172







The Operational Performance of your Company for last two financial years are summarized in the following table:

Particulars	FY March 31, 2023	FY March 31, 2022	Increase over % FY 2022-23
Number of Branches	61	51	19.60
Number of Clients	84,838	68,603	23.67
Number of employees	514	458	12.22
Number of States	8	8	0
Amount Disbursed (INR In Crore)	219.17	159.12	37.74
Portfolio Outstanding (INR In Crore)	243.50	177.60	37.10

WEBLINK OF ANNUAL RETURN:

In accordance with provisions of Sections 92(3) and 134(3)(a) of the Companies Act, 2013, the annual return of your Company in the prescribed format will be available at www.subhlakshmi.in

DESCRIPTION ABOUT COMPANY'S STATE OF AFFAIRS & WORKING:

Your Company is engaged in the business of providing micro and small credits, advances and lending money, on such terms as may be determined from time to time. There has been no change in the business of the Company during the year under review.

DEPOSITS:

During the year under review, your Company has not received or accepted any deposit from the public and retained its non-acceptance of public deposit NBFC status. The financials of your Company do not contain any figures that come under the classification of deposits as specified under Chapter V of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

Further, there was no such unpaid or unclaimed amount as at the end of the year and the Company has not defaulted in payment of interest during the year under review.

TRANSFER TO RESERVES:

Pursuant to Section 45-IC of the RBI Act, 1934 prescribes that every NBFC shall create a reserve fund and transfer therein an amount not less than 20% of its net profit after tax. During the year under review, your Company has transferred INR 65,05,036/- to Statutory Reserve.

DIVIDEND:

To maintain a healthy Net Worth & Capital Adequacy Ratio, the Directors of your Company proposed to retain profits into the business itself and does not recommend to declare the dividend on equity shares of the Company.

CAPITAL ADEQUACY RATIO:

The overall Capital Adequacy Ratio of your Company was 31.63% as of March 31, 2023..

FUNDING POSITION:

During the year under review, in terms of fundraising, your Company has mobilized funds amounting of INR 206.79 Crores through term loans, BC, PTC & DA.

Your Company has added "ESAF Small Finance Bank Limited, Fincare Small Finance Bank Limited, Manappuram Finance Limited, Muthoot Microfin Limited, RAR Fincare Limited, Real Touch Finance Limited, Tata Capital Financial Services Limited" to its list of funders in this financial year.

CREDIT RATING

The Company has long term facility rating "IVR BBB- (Stable Outlook) from Infomerics Valuation and Rating Private Limited.





DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP):

A. DIRECTORS:

As on March 31, 2023, the Board of Directors of your Company consist of Six (06) Directors comprising three (03) Executive Directors and three (03) Independent Directors. The details are as follows:

Sl. No.	Name of Directors	Category
1.	Mr. Navin Kumar Maini	Independent Director
2.	Mr. Ashish Kumar Gupta	Independent Director
3.	Mr. Aditya Prasad	Independent Director
4.	Mr. Durgeshwar Kumar Mishra	Director
5.	Mr. Bipin Bihari Sharma	Director
6.	Mr. Sanjeev Kumar Yadav	Director

The Board was duly constituted in compliance of the Companies Act, 2013 and Reserve Bank of India Act, 1934 and during the year under review, the Company.

DECLARATION BY INDEPENDENT DIRECTORS:

Your Company does not require to appoint an Independent Director on its Board in terms of applicable provisions of the Companies Act, 2013. However, there are three (03) Independent Directors on the Board. Therefore, the declaration from Independent Directors under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 has been obtained by the Company.

B. Attendance of Directors:

S. No.	Name of Directors	Category of Directors	Number of Meetings for which Directors were eligible to attend	Number of Meetings Attended	Whether Present at Last AGM held on 30.06.2022
1	Mr. Durgeshwar Kumar Mishra	Director	6	6	Yes
2	Mr. Bipin Bihari Sharma	Director	6	6	Yes
3	Mr. Sanjeev Kumar Yadav	Director	6	6	Yes
4	Mr. Ashish Kumar Gupta	Independent Director	6	6	Yes
5	Mr. Navin Kumar Maini	Independent Director	2	1	NA
6	Mr. Aditya Prasad	Independent Director	2	2	NA

B. KEY MANAGERIAL PERSONNEL:

As on March 31, 2023, Mr. Durgeshwar Kumar Mishra, CEO & Executive Director, Mr. Bipin Bihari Sharma, CFO & Executive Director, Mr. Sanjeev Kumar Yadav, COO & Executive Director and Mr. Bhupin Khanna, Company Secretary are the KMPs of the Company.

During the year under review Mr. Bhupin Khanna (M. No. A69125) has been appointed as the Company Secretary of the Company w.e.f. 03rd June, 2022.

NUMBER OF MEETINGS/ ATTENDANCE OF THE BOARD OF DIRECTORS:

A. Number of Board Meetings:

The Board of Directors of your Company met Six (06) times during the Financial Year 2022-23 on the following dates:

Sl. No.	Date of Meeting
1	June 03, 2022
2	June 25, 2022
3	July 06, 2022
4	October 20, 2022
5	February 17, 2023
6	March 31, 2023







NUMBER OF SHAREHOLDER'S MEETING:

A. Annual General Meeting:

The last Annual General Meeting of your Company was held on June 30, 2022.

B. Extraordinary General Meeting:

During the year under review, two (02) Extra-Ordinary General Meeting of your Company was held on the following date:

Sl. No.	Date of Meeting
1.	June 13, 2022
2.	March 31, 2023

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

There have been no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future affecting the financial position of the Company which has occurred between the end of the financial year i.e. March 31, 2023 and the date of the Director's Report.

MATERIAL EVENT RECORDED SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS:

There have been no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

CHANGE IN SHARE CAPITAL:

A. Shares Capital: The paid-up share capital of your Company as on March 31, 2023 was INR 20,12,28,440/- (2,01,22,844 Shares comprising 1,93,79,094 Equity Shares and 7,43,750 CCPS having face value of INR 10/- per share).


B. During the year under review, the Company has increased its Authorized Share Capital from Rs. 20 Cr. to Rs. 30 Cr. Further, the Company has allotted 6,00,000 Equity Shares through Conversion of Share Warrants on 17-06-2023, 20,00,000 Equity Shares on 19-07-2022 and 3,43,750 Compulsorily Convertible Preference Shares on 31-03-2023.

TRANSACTIONS WITH RELATED PARTIES:

Your Company has not entered into contract or arrangement with Related Party during the year as prescribed under sub-section (1) of section 188 of the Companies Act, 2013. During the year under review, there were no other material significant related party transactions entered into by the Company with its Promoters, Directors, Key Managerial Personnel which may have a potential conflict with the interest of the Company at large except as shown in Note No. 22 of Financial Statements.

RISK MANAGEMENT:

Risk Management is an integral part of the Company's business strategy. The risk management process is governed by the enterprise-wide Risk Management Framework. The Risk Management oversight is implemented through a Senior Management. They review compliance with risk policies, monitors risk tolerance limits, reviews and analyses risk exposure related to specific issues and provides oversight of risk across the organization




STATUTORY AUDITORS, AUDIT QUALIFICATION AND BOARD'S EXPLANATION:

a) Statutory Auditors and Audit Qualification:

At the Twenty-Seventh (27th) Annual General Meeting of the Company, M/s KRISHNA ANURAG & CO., Chartered Accountants (FRN: 010146C) Statutory Auditors of the Company has been appointed to hold office as the Statutory Auditor of the Company till the conclusion of Thirty-Second (32nd) Annual General Meeting to be held in the year 2027.

Further, the Statutory Auditors' Report for the financial year 2022-23 does not contain any qualification, reservation, or adverse remark and are self-explanatory and therefore, in the opinion of the Board, do not call for further comments. The Auditors' Report forms part of the Financial Statements of the Company.

b) Reporting of Frauds by Statutory Auditors:

During the year under review, Statutory Auditors have not reported any instance of frauds committed in the Company by its Officers or Employees to the Board of Directors under Section 143(12) of the Companies Act, 2013.

SECRETARIAL STANDARD OF ICSI:

During the year under review, your Company has complied with the provisions of Secretarial Standard - 1 (Secretarial Standard on Meeting of Board of Directors) and Secretarial Standard-2 (Secretarial Standard on General Meeting) issued by the Institute of Company Secretaries of India.

CORPORATE GOVERNANCE:

Effective Corporate Governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large.

The Company has a strong legacy of fair, transparent and ethical governance practices. The Company has adopted a Code of Conduct for its employees including its Executive Directors.

PARTICULARS OF EMPLOYEES:

There was no employee whose remuneration was exceed the limit prescribed under section 134(3)(q) of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and amendment thereof.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

Your 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 March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

COST RECORDS:

During the year under review, the provisions regarding the maintenance of the Cost Accounts & Records as specified under Section 148(1) of the Companies Act 2013, are not applicable on your Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has duly complied with the provisions of Section 186 of the Companies Act, 2013 and rules made thereunder, wherever required.



(Signature)
A

POLICIES:

A. Vigil Mechanism/ Whistle Blower Policy:

The Company in accordance with provisions of Section 177(9) of the Companies Act, 2013 has established Vigil Mechanism for its employees and Directors through Whistle Blower Policy to deal with instances of unethical behaviour, actual or suspected fraud or violation of Company's code of conduct or ethics policy.

Further, the Code of Conduct of your Company serves as a guide for daily business interactions, reflecting your Company's standard for appropriate behaviour and living Corporate Values. The Code of Conduct applies to all People, including Directors, Officers, and all employees of the Company. During the year under review, none of the personnel have been denied access to the Chairman of the Board.

B. Sexual Harassment Policy for Women under the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

Your Company has been employing more than 10 employees in various cadres as on March 31, 2023. The Company has in place a Policy on Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace and an Internal Complaint Committee in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made thereunder for reporting and conducting an inquiry into the complaints made by the victim on the harassments at the workplace. The functioning of the Committees was carried out as per the letter and spirit of the provisions of the Act. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy. The Policy is gender neutral.

Further, during the year under review, your Company has not received any complaint of sexual harassment and hence, no complaints were pending for redressal as on March 31, 2023.

COMMITTEES OF THE BOARD:

Audit Committee:

The Audit Committee of the Board of Directors of your Company has been constituted to reviews accounts and reports to the Board of Directors with respect to various auditing and accounting matters. Details are as follows:

Composition and Meeting

During the year under review, the Audit Committee comprised of Four (04) Directors namely Mr. Ashish Kumar Gupta, Mr. Durgeshwar Kumar Mishra, Mr. Bipin Bihari Sharma and Mr. Sanjeev Kumar Yadav. The Audit Committee met Three (03) times on the following dates:

Sl. No.	Date of Meeting
1.	June 03, 2022
2.	October 19, 2022
3.	February 16, 2023

The attendance of members are as follows:

Sl. No.	Name of Member(s)	Category/ Designation	No. of meetings held/attended during the FY 2022-23	No. of Meetings attended
1.	Mr. Ashish Kumar Gupta	Chairman	3	3
2.	Mr. Durgeshwar Kumar Mishra	Member	3	3
3.	Mr. Bipin Bihari Sharma	Member	3	3
4.	Mr. Sanjeev Kumar Yadav	Member	3	3

Borrowing Committee:

The Borrowing Committee of the Board of Directors of the Company is constituted as per the provisions of Section 179 (3) of the Act to review, consider and approve the various financial requirements of the company to be meet out from various Banks and/or Financial Institutions.



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Composition and Meeting

During the year under review, the Borrowing Committee comprised of 3 (Three) members. The Borrowing Committee

Sl. No.	Q1	Q2	Q3	Q4
1.	30-04-2022	28-07-2022	28-10-2022	13-01-2023
2.	06-05-2022	16-08-2022	21-11-2022	23-01-2023
3.	25-05-2022	20-09-2022	29-11-2022	30-01-2023
4.	23-06-2022	30-09-2022	12-12-2022	31-01-2023
5.			22-12-2022	09-03-2023
6.			29-12-2022	15-03-2023
7.				31-03-2023

PARTICULARS ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under clause (m) of sub-section (3) of Section 134 of the Companies Act, 2013 read with sub-rule (3) of Rule 8 of the Companies (Accounts) Rules, 2014 are as follows:

A. Conservation of Energy and Technology Absorption:

Since your Company does not own any manufacturing facility, the particulars relating to conservation of energy and technology absorption are not applicable.

B. The Foreign Exchange Earnings and Outgo:

Your Company neither had any foreign exchange earnings nor any such outgo during the year under review.

RBI COMPLIANCE:

Your Company is registered with the Reserve Bank of India as a Non-Banking Financial Company within the provisions of Section 45 IA of the Reserve Bank of India Act, 1934.

The Company continues to fulfill all the norms and standards laid down by the RBI pertaining to non-performing assets, capital adequacy, statutory liquidity assets, etc. The Company is in compliance with the Master Direction – Non-Banking Financial Company

– Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 and as amended from time to time.

Further, as per the statutory requirement, your Company is also register on following portal such as Financial

Intelligence Unit – India ("FIU-IND"), Extensible Business Reporting Language ("XBRL"), National E-Governance Services Limited ("NESL") and Central Know Your Customer ("CKYC").

CORPORATE SOCIAL RESPONSIBILITY

During the year under review, the provisions contain in Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company.

DIRECTORS' RESPONSIBILITY STATEMENT:

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

- in the preparation of the annual accounts for the financial year ended March 31, 2023, the applicable accounting standards have been followed and there are no material departures;
- 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 on March 31, 2023 and of the profit and loss of the Company for the year ended March 31, 2023;
- they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- they have prepared the annual accounts for the financial year ended March 31, 2023 on a going concern basis; and
- they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively during the financial year ended March 31, 2023.



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

During the financial year under review, no application has been made, nor is any proceeding pending under the Insolvency and Bankruptcy Code, 2016.

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 financial year under review, there were no difference between amount of 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

ACKNOWLEDGEMENT:

Your director's take this opportunity to acknowledge with thanks the continue assistance, support, cooperation, and valuable guidance received from Subhlakshmi Finance Private Limited and all others whose continued support has been a source of strength for the Company. Your directors also record their appreciation for the commitments and dedication shown by staff members of the Company at all levels

For and on behalf of the Board
SUBHLAKSHMI FINANCE PRIVATE LIMITED

DURGESHWAR KUMAR MISHRA
CEO & Director
DIN: 05155290



BIPIN BIHARI SHARMA
CFO & Director
DIN: 06745272

Date: 24-06-2023
Place: Gurugram, Haryana