INDUS FINANCE LIMITED

BOARD OF DIRECTORS

1. Mr. Bala V Kutti - Chairman
2. Mr. Niranjan R Jagtap - Independent Director
3. Dr. K.R. Shyamsundar - Independent Director
4. Ms.K.B.K.Vasuki - Independent Director

COMPANY SECRETARY
Mr. K.K.Dinakar

CHIEF EXECUTIVE OFFICER
Mr. N.Bhaskara chakkera

CHIEF FINANCIAL OFFICER
Mr. V.Kannappan

AUDITORS

STATUTORY
M/s. Sanjiv Shah & Associates
Chartered Accountants
Address: 80, Adarsha Apartments,
IInd Floor, Vepery High Road,
Chennai - 600 007.
Email: mail@ssaca.in

INTERNAL
Kailash Jain & Associates
Chartered Accountants
Address: No.60/1, Tana Street, Purasaiwakkam,
Chennai - 600 007.
Email:
ca.kailash@hotmail.com

SECRETARIAL
KRA Associates
Practicing Company Secretary
Sri Sankara Furukripa Illam
No.6A, 10th Street, New Colony,
Adampakkam, Chennai- 600 088.
Email: gkrkgram@yahoo.in

BANKERS
DCB Bank Limited
Axis Bank Limited

REGISTERED OFFICE
"Kothari Buildings" 4th Floor,
114, M.G.Road, Nungambakkam,
Chennai- 600 034.
Tel: 044-28330867/28331310
Fax: 044- 28330208.
Email: contact@indusfinance.in
Website: www.indusfiance.in

REGISTRAR AND SHARE TRANSFER AGENT
Cameo Corporate Services Limited,
"Subramanian Buildings", No.1, Club House Road,
0Chennai- 600 002.
Tel: 044-28460390
Fax: 044-28460129
Email: murali@cameoindia.co.in

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NOTICE TO THE SHAREHOLDERS

Notice is hereby given that **30th** Annual General Meeting of **Indus Finance Limited** having CIN: L65191TN1992PLC022317 will be held through **Video Conferencing ("VC") / Other Audio Visual Means (OAVM)** on **Thursday, 30th September 2021** at **4:00 PM** to transact the following businesses;

ORDINARY BUSINESS:

1.**To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 and the Reports of the Board of Directors and the Auditors thereon.**

2. **To appoint a Director in the place of Mr. Bala V Kutti (having Director Identification No. 00765036) who retires by rotation.**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution;

"RESOLVED THAT pursuant to the Provisions of Section 152 of the Companies Act, 2013 Mr.Bala V Kutti (DIN No.00765036), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the company, liable to retire by rotation".

3. **Appointment of Auditors.**

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution;

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014, (the rules) (including any statutory modifications or re-enactments thereof for the time being in force) M/s. Sanjiv Shah & Associates, Chartered Accountants, Chennai having (ICAI Firm Registration No. 003572S) be and are hereby appointed as Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting until the conclusion of the 31st Annual General Meeting, and that the Board of Directors be and is hereby authorized to fix such remuneration as may be recommended by the Audit Committee in consultation with the Auditors."

BY ORDER OF THE BOARD
For INDUS FINANCE LTD

Place: Chennai – 600 034
Date: 29th June 2021

K.K. Dinakar
Company Secretary

IMPORTANT NOTES:

Statutory information:

1. The Register of Members and the Share Transfer books of the Company will remain closed from 24th September 2021 to 30th September 2021 (both days inclusive) in connection with the Annual General Meeting (AGM)
2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), setting out details relating to Special Business of the meeting is annexed hereto which may also regarded as the disclosure under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations).

Meeting through Video Conferencing (VC)/Other Audio Visual Means (OAVM):

3. Pursuant to the General Circular No. 20/2020 dated 5th May 2020 read with General Circulars No. 14/2020 dated 8th April 2020 and 17/2020 dated 13th April 2020, the Meeting will be held through Video Conferencing/ Other Audio Visual Means.
4. In terms of the above Circulars, there is no provision for appointment of proxies for the meeting. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of bodies corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
5. For participating in the Meeting through the VC/OAVM please see the heading "Guidance to shareholders for attending the AGM through VC/OAVM".
6. Members desirous of speaking at the meeting may register through the web portal of the Registrar & Transfer Agent (RTA) Cameo Corporate Services Limited through the web-link: https://Investors.cameoindia.com.
7. The above facility for registration will be open from 9:00 AM on 22nd September 2021 to 5:00 PM on 26th September 2021. It may please be noted that there will be no option for spot registration and so only those shareholders who have registered through the above process will be able to speak at the meeting.
8. Members who do not wish to speak during the AGM but need clarifications on the items to be transacted at the AGM may send their queries by e-mail to contact@indusfinance.in on or before 26th September 2021, mentioning their names, demat account number/folio number, e-mail id and mobile number. These queries will be replied to by the Company suitably by email.

Despatch of Annual Report and Notice of the meeting:

9. Electronic copy of the Annual Report for the year 2020-21 and the Notice of the 30th AGM are being sent to all the members whose E-mail IDs are registered with the Company/Depository Participant(s) for communication purposes. Members may note that pursuant to the aforesaid Circulars and SEBI Circular dated 12.05.2020 there is no provision for providing printed copies of the Annual Reports.
10. Annual Report and the Notice of the AGM are available in the Company's website: www.indusfinance.in. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting during the AGM) i.e. www.evotingindia.com.

Facility for Remote E-voting and Voting during the meeting:

11. Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act 2013, and the relevant Rules, the Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) to facilitate the Members to exercise their right to vote at the Annual General Meeting through

remote e-voting. The detailed process for participating in the said e-voting is furnished in heading "Guidance To Shareholders For Remote E-Voting".

12. A person who has participated in the remote e-voting is not debarred from participating in the meeting though he/she shall not be able to vote at the meeting again and his/her earlier vote cast electronically shall be treated as final. However, as per Rule 20 of the Companies (Management & Administration) Rules, 2014, facility for voting shall also be made available at the meeting and Members who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting which would also be through electronic means.

General:

13. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and the holdings should be verified.
14. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the RTA through the web-link: https://Investors.cameoindia.com
15. SEBI vide Circular dated 20-04-2018 mandated the Company to collect copy of PAN and Bank account details from Members holding shares in physical form. Accordingly in July 2018 individual letters were sent to those shareholders whose PAN and Bank account details were not available with the Company followed by two reminders. In spite of this, many shareholders have not come forward to provide the information. Such shareholders are requested to provide the information at the earliest to the Company/ RTA. As per the Circular the shareholders who have not furnished the information have been placed under "enhanced watch" and so their requests will be processed subject to enhanced due diligence.
16. Pursuant to proviso to Regulation 40 (1) of the Listing Regulations, effective from 1st April 2019 transfer of securities other than transmission or transposition of names are not to be processed by the Company in physical form. So, shareholders desirous of transferring their shares are requested to dematerialize their shares.
17. The documents and information to be made available for inspection by the Members during the AGM will be provided electronically through the e-voting facility of CDSL.

GUIDANCE TO SHAREHOLDRES FOR REMOTE E-VOTING

(i) The voting period begins at 9:00 AM on 27-09-2021 and ends on 29-09-2021 at 5:00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date viz., 23-09-2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 5 p.m. on 29-09-2021.

(ii) For remote e-voting shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on "Shareholders" module.

(iv) Now enter your User ID a. For CDSL: 16 digits beneficiary ID, b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID, c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(vii) If you are holding shares in demat mode and a first time user or if you are holding shares in Physical mode:

a) Enter the following details:
Applicable for Shareholders holding shares in Demat form and Physical form:

PAN	Enter your 10 digit alpha-numeric "PAN issued by Income Tax Department "Members who have not updated their PAN with the Company/Depository Participant please use the sequence number which is available in the e-mail forwarding the Annual Report.
DOB	If both the details are not recorded with the Depository or Company please enter the member id / folio number as mentioned in instruction (iv).

b) After entering these details appropriately, click on "SUBMIT" tab.

c) Shareholders holding shares in physical form will then directly reach the Company selection screen. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

d) Shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(ix) Click on the EVSN for Indus Finance Limited and you will be directed to the e-voting screen.

(x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/ NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, your option would have been recorded and you will not be allowed to modify it thereafter.

(xiv) After completing the voting, you can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

(xvi) **SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE RTA OR DEPOSITORIES MAY USE THE WEBLINK OF THE RTA https://Investors.cameoindia.com AND FOLLOW THE INSTRUCTIONS THEREIN. In case of any difficulty please contact the RTA.** Upon registration of the E-mail ID as above, the RTA will provide the login credentials for the e-voting when the notice of the AGM is sent based on this registration.

GUIDANCE TO SHAREHOLDERS FOR ATTENDING THE AGM THROUGH VC/OAVM

1. As mentioned earlier, the AGM will be held through Video Conferencing (VC) /Other Audio Visual Means (OAVM).
2. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under Shareholders/ Members login by using the remote e-voting credentials. The link for VC/OAVM will be available upon login where the EVSN of Company will be displayed.
3. Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. In other words, the window for joining the meeting would be available from 3:45 PM on the AGM day.
4. The facility of participation at the AGM through VC/OAVM will be made available to 1000 members on first come first served basis. This shall not apply to Shareholders holding 2% or more shares and other categories of persons mentioned in the relevant Circular.
5. The attendance of the Members participating in the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. Shareholders are encouraged to join the Meeting through Laptops / IPads / Desktops for better experience. Shareholders will be required to allow camera and use Internet with a good speed to avoid any disturbance during the meeting.
7. Please note that participants connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
8. Only those shareholders who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting. There is no provision for spot registration to speak at the meeting. Please refer to Sl. No.8 under the heading "Important Note" to register for speaking at the Meeting.
9. Shareholders are requested not to permit any other person to use their log-in credentials, as it would be a violation of the provisions of the Companies Act, 2013 and the Rules made there under.

GUIDANCE TO SHAREHOLDERS FOR VOTING DURING THE AGM

1. The procedure for e-Voting on the day of the AGM is same as mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their votes on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. E-voting facility during the meeting will be available from the beginning of the Meeting till 5 minutes after the close of the meeting. Shareholders may, at their option, vote at any time during this period. The voting facility will be closed thereafter.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

FOR THE ATTENTION OF NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Non Individual shareholders who have voted from the tab for individuals or not submitted the relevant documents in the CDSL E-voting system are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote by email, to the Scrutinizers gkrkgram@yahoo.in or to the Company at contact@indusfinance.in

CONTACT FOR FURTHER INFORMATION

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

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

BY ORDER OF THE BOARD
For INDUS FINANCE LTD

Place: Chennai – 600 034
Date: 29th June 2021

K.K. Dinakar
Company Secretary

BRIEF PROFILE OF MR. BALA VENCKAT KUTTI

Mr. Bala V Kutti, has over 29 years of business experience in the areas of project management, investment banking, corporate lending and merchant banking. Further, he has promoted a number of companies and ventures apart from Indus Finance Ltd.

REPORT OF THE DIRECTORS AND MANAGEMENT DISCUSSIONS AND ANALYSIS OF INDUS FINANCE LIMITED

To

The Members

Your Directors are pleased to present this 30th Annual Report of the Company together with the Audited Accounts for the year ended 31st March 2021

FINANCIAL HIGHLIGHTS AND PERFORMANCE

[Rs.In Lakh]

PARTICULARS	2020-21	2019-20
Income from operations	351.86	252.91
Other Income	-	-
Gross Receipts	**351.86**	**252.91**
Expenses	292.14	261.28
Depreciation & Amortization	0.94	2.22
Total Expenses	**293.08**	**263.50**
PBT	58.78	(10.59)
TAX	9.22	2.43
PAT	49.56	(13.03)
Proposed Dividend/Dividend	-	-
Proposed Dividend Tax/Dividend Tax	-	-
Transfer to Statutory Reserve	49.56	(13.03)

FINANCIAL PERFORMANCE:

During the Financial year under review, your Company's income from operations is higher by 39% compared to that of the previous year. The increase is attributed to the receipt of insurance bonus during the year under review. The profit before tax for the year under review is Rs. 58.78 Lacs than that of previous year Profit before tax of Rs. (10.59 Lacs). The Profit after tax of your Company for the year under review is Rs. 49.56 Lacs as against Rs. (13.03) Lacs for the previous year. However in view of the inadequate profit, your Company is not in a position to recommend dividend for the year under review.

MARKET SCENARIO:

The financial year 2020-21 experienced a continuous turmoil in Financial Sector attributed to severe Global recession, raise in unemployment, fall in equity prices, deep decline in residential real estate price, unprecedented stress in the corporate debt market as well as commercial real estate sector. The continued failure of certain large NBFCs resulted in huge liquidity crunch forcing the Government to introduce several reforms to liberalise and RBI taking various measures to facilitate easy access to finance for MSMEs. Due to this, a shock appeared in the NBFC circle as banks tightened credit flows and liquidity squeeze reduced the pace of acceleration of credit as entities choose to focus on asset-liability management rather than just growing their portfolio. In addition, Mutual funds too reduced their exposures to NBFCs forcing the sector walk a tight rope while managing the funds requirement. IFL having no exposure to either bank borrowings or to public deposits saw one more financial year passing with asset size

further reducing, attributing to recovery as well as wait & watch policy. The continued rapid spread of corona virus (COVID-19) has dramatic impacts on financial markets all over the world. It has created an unprecedented level of risk, causing investors & lenders to suffer significant loses in a very short period. Even advanced economies entered this crisis with interest rates at historical lows, unprecedented job loss and sharp & continuous fall in the GDP. If the liquidity crunch caused by the systemic failure of certain large sized NBFC and global recession are the root cause for the low growth, the continuous pandemic caused by Covid-19 worldwide and its negative impact on every business sector has overshadowed the minimal growth achieved. With prediction of negative growth already in place across all regions of the world in both advanced economies and emerging markets and Developing economies, there left hardly anything to appreciate the performance of your Company during the year under review.

ROAD AHEAD

The world is engulfed in the new crisis for the second year in succession caused by the COVID-19 pandemic with unimaginable impacts on health and economy. The health crisis and poor healthcare system in the developing economies have a severe impact on the economic activities. According to fair estimates, the Indian economy is expected to register a record contraction of over 4.5% in the current fiscal year due to the pandemic. The medium-term outlook for the Indian economy also appears to be very uncertain with supply chains and demand yet to be restored fully while the trajectory of the corona virus spread, and the length of its impact remain unknown. The Global economy is expected to contract further in the current fiscal also and is expected to be much worse than the financial crisis of 2008-09. Effective policies to forestall the possibilities of worse outcome and necessary measures to protect the lives are the need of the hour. The Central Government had announced several economic stimulus packages announcing significant fiscal support to heavily impacted sectors and workers. The future suggests that NBFCs will continue to experience normal growth if the credit flow does not stop and the risk mitigation mechanisms improve.

OPPORTUNITIES & THREAT

Under the back drop of Covid-19 break down situation with increased stress on asset quality, liquidity crunch had made the NBFCs to focus on diversification and find alternate source of income. The biggest strength of the NBFC sector is their existing customer base, distribution capability and consumer understanding and they can leverage these for an alternate business model. Subject to Regulatory approvals NBFCs can use their core strength in developing a market driven business platform.

According to a study on Indian Economic performance *there are around 55-60 million MSMEs in India, contributing to about 30 per cent of India's GDP. This sector had a credit demand of about INR 45 lakh crores in 2018 out of which 40 per cent was served by informal credit. As a result, there is big opportunity in the coming years for NBFCs to capture this unserved population and partner in India's growth story. This is because banks often find it expensive or unviable to serve these segment which new-age NBFCs are serving on the back of advanced technology and better reach in the remote corners of the country.* Another most affected social segments is the informal sector comprising small businesses, local shopkeepers, daily wage earners, and farmers most of whom have been dealing with the NBFCs for ages. On the way to recovery all these business as well as individuals need fresh credit. Many of them being new to credit and there being no past credit history, it is unlikely that the traditional or formal lenders would grab the opportunity by deviating the norms or match the speed with which a NBFCs delivers. This segment is expected to be much bigger in size and NBFC should be able to grab

this opportunity, should there be enough liquidity in the system. However the real threat lies in maintaining the quality of the portfolio and complying with the regulatory norms. The challenge to maintaining and augmenting the deposit portfolio due to shaken customer confidence and stricter regulatory norms, default in payment by the existing borrowers due to Covid-19 pandemic breakdown and resultant impact on liquidity mismatch and profitability may severely affect many small and mid-sized NBFCs.

RISKS & CONCERNS

The disruption caused by Covid-19 has put most of the small and mid-sized NBFCs particularly those having substantial exposure to public funds by way of debt & deposit, as the large lenders (NBFCs) have an avenue to tap the "Targeted Long Term Refinancing operations [TLTRO] announced by the Regulator. With substantial quantum of commercial papers and NCDs becoming due during the current year, mid-sized NBFCs will be forced to dip into the reserves to pay back the liabilities may find it very difficult to raise funds. With this background it is likely that business models of some of the NBFCs undergo considerable changes within the regulatory framework given the uncertainty due to lockdown. With auto sales having virtually coming to a standstill, real estate sector experiencing unprecedented recession and MSME sector a paradise for these NBFCs yet to commence operations small and medium sized NBFCs will take lot of time to recuperate. Another major concern for the NBFCs in the near future is the significantly deteriorating asset quality as economic disruptions from the corona virus outbreak deepen an economic slowdown that has been underway in the past few years. According to rating agency Moody's *Non-banking financial companies (NBFCs) in the country are more vulnerable to the risks brought on by the Covid-19 disruption than banks.* The agency reported that "Stresses on the liquidity and asset-quality fronts are set to be exacerbated for non-bank lenders". With flattening of the covid-19 curve still uncertain and the complete effect of outbreak of the pandemic unknown, it is very difficult to imagine the bottom line of the NBFC sector at least in the next two fiscals.

The Covid-19 pandemic is truly an unprecedented event. No one would have imagined that the whole world would come to a standstill for a couple of years. The potential economic loss caused by the pandemic is as brutal as the loss of life. In addition to both internal and external risks hitherto experienced, IFL also experienced one more risk "the effect of Pandemic caused by covid-19" like the rest of the world. The management followed all the statutory and regulatory guidelines issued in dealing with the situation. While Your Company has suitable policies in place to manage the interest, liquidity, market and credit risk, it has also evolved proper standard operating procedure [SOP] to deal with the Corona virus outbreak. As mentioned in our earlier year's reports, the cautious wait & watch approach adapted by the Company for the last couple of years has enabled to survive the vulnerable market conditions. Your company wishes to have the same approach for the current fiscal also.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

The current ratio and Debt Equity Ratio is more by 38% and less by 17% as compared to the previous financial year. The variance is due to repayment of loan.

The operating profit and Net profit is more by 17.01% and 16.75% respectively as compared to the previous financial year. The negative variance is on account of increase in expenses.

NUMBER OF MEETINGS OF BOARD

Indus Finance Ltd, held 4 Board Meetings during the year ended 31st March 2021. These were on 29th July 2020, 15th September 2020, 11th November 2020 and 11th February 2021.

REAPPOINTMENT OF DIRECTORS RETIRING BY ROTATION

In terms of Section 152 of the Companies Act, 2013, Mr. Bala V Kutti (DIN 00765036) is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors based on the recommendation of Nomination and Remuneration Committee, has recommended the re-appointment of Mr. Bala V Kutti (DIN 00765036) retiring by rotation.

STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS' UNDER SECTION 149 (6) OF COMPANIES ACT 2013

The Company has obtained declaration from the Independent Directors that they meet the criteria of Independence as provided in section 149 (6) of the Companies Act 2013.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 (3) (c) and 134 (5) of the Companies Act, 2013, the Board of Directors hereby state that;

1. In the presentation of the Annual accounts, applicable standards have been followed and there are no material departures.

2. The Directors have selected such accounting policies and apply them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2021 and profit/loss for the Company for the year ended 31st March 2021.

3. The Directors have taken proper and sufficient care in the maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities.

4. The Directors have prepared the annual accounts on a going concern basis.

5. The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively and

6. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDIT COMMITTEE

A qualified and Independent Audit Committee of the Board of the company is functioning. It monitors and supervises the Management's financial reporting process with a view to ensure accurate and proper disclosure, transparency and quality of financial reporting. The committee reviews the financial and risk management policies and also the adequacy of

internal control systems and holds discussions with Statutory Auditors and Internal Auditors. This is enhancing the credibility of the financial disclosures of the company and also provides transparency.

a) Terms of reference

The role and terms of reference of the Audit Committee cover the areas mentioned under Regulation 18 (3) of Listing Regulations and Section 177 of the Companies Act, 2013, besides other terms as may be referred to by the Board of Directors from time to time.

b) Composition

The Company continued to derive immense benefit from the deliberation of the Audit Committee comprising of Directors, **Mr.Niranjan R. Jagtap, Dr.K.R. Shyamsundar** and **Mr.Bala V Kutti** who are highly experienced and having knowledge in project finance, accounts and company law. **Mr.Niranjan R Jagtap** is the Chairman of the Audit Committee. The Company Secretary acts as the Secretary of the Audit Committee.

NOMINATION AND REMUNERATION COMMITTEE

a) Term of reference

The role and terms of reference of the Nomination and Remuneration Committee cover the areas mentioned under Regulation 19 (4) of Listing Regulations and Section 178 of the Companies Act, 2013, besides other terms as may be referred to by the Board of Directors from time to time.

b) Composition, name of members and Chairperson

The Committee consists of the following members of the Board Mr. Niranjan R. Jagtap (Chairman), Dr. K.R.Shyamsundar.

c) Meetings and attendance during the year

The Committee met on 29th July 2020 during the Financial Year 2020-21 and the details of the attendance of the Members are as follows:

Name of Directors	No. of Meetings attended
Mr. Niranjan R. Jagtap	1
Dr. K.R. Shyamsundar	1

d) Criteria for evaluation of the performance of the Independent directors

The criteria for evaluation of the performance of Independent Directors, include their qualification, experience, competency, knowledge, understanding of respective roles (as Independent Director and as a member of the Committee of which they are Members/Chairpersons), adherence to Codes and ethics, conduct, attendance and participation in the meetings, etc.

THE RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN REMUNERATION OF THE EMPLOYEES OF THE COMPANY FOR THE FINANCIAL YEAR 2019-20 ARE GIVEN BELOW

Name of the Director	Ratio to Median Employee Remuneration (Rs. in Lacs)
Mr. Bala V Kutti - Executive Chairman	11.82:1
Mr. Niranjan R. Jagtap – Independent Director	0.20:1
Dr. K.R. Shyamsundar – Independent Director	0.20:1
Ms. KBK. Vasuki – Independent Director	0.15:1
Mr. Bhaskara Chakkera - CEO	5.63:1
Mr. V. Kannappan - CFO	4.47:1

THE PERCENTAGE INCREASE IN REMUNERATION OF DIRECTORS, KMP AND MEDIAN EMPLOYEE FOR THE FINANCIAL YEAR 2020-21

There is no increase in remuneration to the Directors and KMP during the financial year 2020-21.

THE KEY PARAMETERS FOR ANY VARIABLE COMPONENT OF REMUNERATION AVAILED BY THE DIRECTORS

None

THE RAIO OF THE REMUNERATION OF THE HIGHEST PAID DIRECTOR TO THAT OF THE EMPLOYEES WHO ARE NOT DIRECTORS BUT RECEIVE REMUNERATION IN EXCESS OF THE HIGHEST PAID DIRECTOR DURING THE YEAR

None

THERE ARE NO EMPLOYEES IN RECEIPT OF REMUNERATION MORE THAN THE STIPULATED AMOUNT MENTIONED UNDER RULE 5(2) OF COMPANIES (APPOINTMENT AND REMUNERATION) RULES 2014

None

AFFIRMATION THAT THE REMUNERATION IS AS PER THE REMUNERATION POLICY OF THE COMPANY

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

POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The details are available in the website of the Company at www.indusfinance.in

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct as per the Guidelines issued by the Securities and Exchange Board of India for prevention of insider trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code prohibits the

purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR

There is on appointment and resignation of Directors or Key Managerial Personnel for during the year under review.

PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS

Detailed information is provided in respect of loans under long term loans and advances in Notes No.23 of Notes forming part of the financial statements, similarly detailed information is provided under Non-Current Investments in Note No.23 of Notes forming part of the financial statements. As regards guarantee, the Company has not provided any guarantee to any person or Bodies Corporate.

BUSINESS RISK MANAGEMENT

The details are available in the website of the Company at www.indusfinance.in

BOARD EVALUATION:

Section 134 of the Companies Act, 2013 states that formal evaluation needs to be made by the Board, of its own performance and that of its committees and the individual Directors. Schedule IV of the Companies Act,2013 and regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors excluding the Directors being evaluated.

Pursuant to the Provisions of Section 134 (3) (p) of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 the Board has carried out an evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its shareholders etc. The Directors expressed their satisfaction with the evaluation process.

DEPOSITS:

During the year under review the company has not accepted any deposits from the public within the ambit of section 73 of the companies Act, 2013 and The companies (Acceptance of Deposits) Rules, 2014.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY ANY COURTS DURING THE UNDER REVIEW:

None

VIGIL MECHANISM

As required under Section 177 of Companies Act, 2013 (the Act) and Regulation 22 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Company has established a vigil mechanism for Directors and employees to report genuine concerns through the whistle blower policy of the Company as published in the website of the Company. As prescribed under the Act and the Listing Regulations, provision has been made for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

FINANCIAL STATEMENTS OF THE SUBSIDIARY COMPANY IF ANY

The Company does not have any Subsidiary

INDUSTRIAL RELATIONS AND PARTICULARS OF EMPLOYEES

As of 31st March 2021, Your Company has 7 employees on its rolls. The employees will be inducted in to permanent services of the Company after training to fill up vacancies as when arises. Your company has not issued any shares under Employees' Stock Option Scheme during the year under review.

VARIATIONS IN THE MARKET CAPITALISATION OF THE COMPANY, PRICE EARNINGS RATIO AS AT THE CLOSING DATE OF THE CURRENT FINANCIAL YEAR AND PREVIOUS FINANCIAL YEAR

Particulars	March 31, 2021	March 31, 2020	% Change
Market Capitalization (Rs.)	7,48,07,064/-	8,25,84,036/-	(9.42)
Price earnings ratio	4.96	6.99	(29.04)

PERCENTAGE OF INCREASE OR DECREASE IN THE MARKET QUOTATION OF THE SHARES IN COMPARISON TO THE RATE AT WHICH THE COMPANY CAME OUT WITH THE LAST PUBLIC OFFER

Price of public offer Rs. 30/- Market price as on 31.03.2021, Rs.8.08/- difference (Rs.21.92) (73.07%)

LISTING OF EQUITY SHARES

Your Company's equity shares are continued to be listed on the Bombay Stock Exchange Ltd, Mumbai.

AUDITORS

As per section 139 (2) of the Companies Act, 2013 M/s. Sanjiv Shah & Associates, Chartered Accountants, Chennai having (ICAI Firm Registration No. 003572S) be and are hereby appointed as Statutory Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company.

RESPONSE TO THE AUDITORS' BASIS OF QUALIFIED OPINION:

As regards Auditors' Report dated 29.6.2021 under heading Basis for qualified opinion your Directors wish to state under:

Indowind Energy Ltd, has filed an appeal challenging the admission by the single Judge is still pending before the Bench of Hon'ble High Court of Madras. Unless the subject appeal is adjudicated, it may be difficult to accept the qualification, as the admission by the Ld. Single judge does not seem to be sustainable under the Law. Hence, it is decided to wait till the outcome of the appeal or any other subsequent appeals before higher Courts by either parties.

ANNUAL RETURN

Annual Return click the Link mentioned herein;

http://indusfinance.in/wp-content/uploads/2021/09/Form_MGT_7-Indus.pdf

TRANSACTIONS WITH RELATED PARTIES

The particulars of contracts or arrangements with related parties referred to in section 188(1) and applicable rules of the Companies Act, 2013 is provided with respect to the list of Related Parties under note No.23 of the Notes on accounts and with respect to transactions with related parties are given in detailed under note No.23 of the notes on accounts in the format Form AOC-2, which forms part of this report in Annexure (2).

SECRETARIAL AUDIT REPORT

Mrs. Aishwarya, PCS is the Secretarial Auditor of the company for the year under review and her report is attached with this report in Form No. MR-3 under Annexure (2). As regards the observation of the Secretarial Auditor in her report, your company is taking steps for appropriate solution.

ADEQUACY OF INTERNAL CONTROL

Your Company has effective and adequate internal control systems in combination with delegation of powers. The control system is also supported by internal audits and management reviews with documented policies and procedures.

M/s. Kailash Jain & Associates are the Internal Auditors who continuously monitor and strengthen the financial control procedures in line with the operations of the Company.

PARTICULARS REQUIRED UNDER SECTION 134 OF THE COMPANIES ACT, 2013 AND COMPANIES (ACCOUNTS) RULES 2014 & SECTION 148 OF THE ACT

The particulars required to be given in terms of section 134 of the Companies Act, 2013 and Companies (Accounts) Rules, 2014, regarding conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Foreign Exchange outgo are not applicable to your company. Similarly the Central government has not prescribed the maintenance of Cost Records under Section 148 (1) of the Act. Further there is no significant and material orders were passed by the regulators or courts or tribunals impacting the going Concern status and Company's operations in future.

ACKNOWLEDGEMENT

The Directors wish to place on record their sincere thanks and gratitude to all its Shareholders, Bankers, State Governments, Central Government and its agencies, statutory bodies and customers for their continued co-operation and excellent support extended to the Company from time to time.

Your Directors place on record their utmost appreciation for the sincere and devoted services rendered by the employees at all levels.

DISCLAIMER

The management Discussion and Analysis contained herein is based on the information available to the Company and assumptions based on experience in regard to domestic and global economy, on which the Company's performance is dependent. It be may materially influenced by changes in economy, government policies, environment and the like, on which the Company may not have any control, which could impact the views perceived or expressed herein.

For and on behalf of the Board of
INDUS FINANCE LIMITED

Place: Chennai – 600 034
Date: 10th August 2021

Bala V Kutti
Director

ANNEXURE I

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. **Details of contracts or arrangements or transactions not at Arms length basis.**

   There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2021 which were not at Arm's length basis.

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

Name of the Related Party	Nature of Relationship	Salient terms	Amount (Rs)
Indeco ventures Limited	Associate	Borrowing	44,75,000
Soura Investment Holdings Pvt. Limited	Associate	Borrowing	1,74,86,167
Perpetual Power Pvt Ltd	Associate	Short Term Loan	30,00,000

For and on behalf of the Board of
INDUS FINANCE LIMITED

Place: Chennai – 600 034
Date: 10th August 2021

Bala V Kutti
Director

ANNEXURE II
Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL *YEAR ENDED MARCH 31, 2021*
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
M/S INDUS FINANCE LIMITED
Kothari Buildings, 4th Floor,
114 MG ROAD, Nungambakkam,
Chennai- 600034.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on 31/03/2021 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

The other laws as may be applicable specifically to the Company:

a) Reserve Bank of India Act, 1934

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

(A)Under Companies Act 2013:

- As per section 134 (3) (a) of Companies Act 2013, the Company did not disclose the Web-link of the Annual Return in the Board's Report.
- MGT-9 does not specify details of the Associate Companies.
- As per Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (appointment and remuneration of managerial personnel) amendment Rules, 2016 the Company did not disclose the ratio of the remuneration of each Director to the median employee's remuneration in their Board's report.
- The Remuneration of KMP – Company Secretary is not disclosed in MGT-9.
- The related party transaction disclosed as Annexure 3 (AOC-2) is not as per format prescribed in the Section 134 of Companies Act 2013.
- The particulars required to be given in terms of section 134 of the Companies Act, 2013 and its Companies (Accounts) Rules, 2014, regarding Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Foreign Exchange outgo is not disclosed as per Rule 8 in the Board's Report.
- The Board's Report does not mention the details about Appointment or Reappointment or Resignation of Directors during the period under review.
- The Board's Report does not mention detailed information about Policy on Nomination and Remuneration Committee as required under Section 134 (e) of the Company's Act 2013.
- As per Rule 8 of The Companies (Accounts) Rules, 2014the board report does not have the highlights of performance of Associates Companies and their contribution to the overall performance of the Company during the period under review.

(B) Under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- As per Regulation 46 of SEBI (LODR) Regulations, 2015 the Company did not update the website with policies on related party transactions and Independent Director familiarization program.
- The Company did not place the Related Party Transactions filed with the Stock Exchange as per regulation 23(9) of SEBI (LODR) Regulations, 2015 on their website.
- In case of Appointment or Reappointment of Director the company must intimate their shareholders with the details about relationships between Directors inter-se, Names of Listed Entities in which the person also holds the Directorship and the membership of Committees of the board; whereas the Company did not disclose the said requirements.

- As per SEBI/HO/CFD/CMD1/CIR/P/2020/84 May 20, 2020, the impact of COVID -19 is not disclosed by the Company to the Stock Exchange.

- REG 23(9) -half year disclosures of related party transactions is not submitted to the Stock Exchanges within 30 days of financial results.

- As per Regulation 47 1(b) no newspaper advertisements were submitted to Stock Exchange for any of the Financials of any quarter during the period under review.

- As per Regulation 47 1 (d) the advertisement of notice is not submitted in Stock Exchange.

- Regulation 17(8)-The compliance certificate to be provide to the board of Directors by Chief Executive Officer and the Chief Financial Officer as specified in Part B of Schedule II is not disclosed in Annual report.

- As per SEBI circular dated September 9, 2015, if there is any appointment of independent Director and change in auditor, the Company must intimate the Stock Exchange with details like reasons for appointment, profile of the person/firm, date of appointment and disclosure of interest if any, whereas the Company did not disclose any of the above mentioned details while disclosing to the Stock Exchange.

(C) Under SEBI (Prohibition of Insider Trading) Regulations, 2015:

- As per Regulation 3(5) The board of Directors has not implemented a structured digital database that is to be maintained containing the names of such persons or entities as the case may be with whom information is shared under this regulation

We further report that -

- No specific violations in respect of Tax laws came to the notice of the undersigned from the review of the said check list. However, we report that we have not carried out the audit with reference to the applicable financial laws, such as the Direct and Indirect Tax Laws, as same falls under the review of statutory audit and other designed professionals.

- Based on the information provided by the Company, its officers and authorized representatives during the conduct of audit and on review of quarterly compliance reports by respective department heads / Company secretary, in our opinion, adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with other applicable laws such as Labour Laws and Environmental Laws.

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

FOR KRA &ASSOCIATES
Practising Company Secretaries

Place: Chennai
Date: 10 /08/2021

AISHWARYA
ACS NO. 51960 / CP NO 20319
UDIN:A051960C000760437

Annexure-A

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Secretarial records.
3. We have not verified the correctness and appropriateness of financial records and Book of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about compliance of laws, Rules and regulations and happening of events, etc.
5. The compliance of the provisions of the corporate laws and other applicable laws, Rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. We have conducted verification of records both physically (whenever possible) and online verification of records, as facilitated by the Company due to COVID-19 and subsequent lockdown situation for the purpose of issuing this Report.

FOR KRA &ASSOCIATES
Practising Company Secretaries

Place: Chennai
Date: 10 /08/2021

AISHWARYA
ACS NO. 51960 / CP NO 20319
UDIN:A051960C000760437

INDEPENDENT AUDITORS' REPORT

To the Members of Indus Finance Limited

Report on the audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of Indus Finance Limited ("the Company"), which comprise the balance sheet as at 31 March 2021, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the *Basis for Qualified Opinion* section of our report, 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS') and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its profit, total other comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

We refer to Note 5 to the accompanying Statement, the Company's investment in its associate company reflected under financial assets to the tune of Rs. 244.03 lakhs which is related to the investment in Indowind Energy Limited ('IEL') is listed on NSE and BSE. The Honourable High Court of Madras has passed an order dated 20.05.2020 admitting the petition for winding up of Indowind Energy Limited and also the IEL is restrained from transferring, alienating encumbering or dealing with its immovable assets. The IEL has filed an appeal with the Division Bench of the Honourable High Court of Madras with the Prayer for order of Interim Stay of all further proceedings in pursuance to the Judgment passed on 20.05.2020. The matter being sub-judice the outcome is unascertainable at this stage. In view of the uncertainty associated with the outcome of the case, we are unable to comment on the recoverability of the investment made by the Company and impact on its impairment, if any.

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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the 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 qualified opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	How the matter was addressed in our audit
Impairment of financial assets as on 31/03/2021 (Expected Credit Loss) (Refer note 15 of the financial statements) Ind AS 109 relating to "Financial Instruments" requires the company to provide for impairment of its financial assets using the expected credit loss (ECL) approach. The Company has recognized impairment loss allowance of Rs. 27.57 lakhs as at 31 March 2021.This involves management's judgement in the calculation of impairment allowance which has a significant impact on the financial statements. Management is required to determine the expected credit loss that may occur over either a 12-month period or the remaining life of an asset, depending on the categorisation of the individual asset. The key areas of judgement include: 1. Categorisation of loans in Stage 1, 2 and 3 based on identification of: (a) exposures with significant increase in credit risk ('SICR') since their origination (b) Individually impaired / default exposures and (c) Valuation of the property provided as security 2. Determination of Loss Given Default ('LGD') and Probability of Default ('PD') to calculate ECL based on standard value as adopted. 3. The impact of different future macroeconomic conditions in the determination of ECL. These judgements required the models to be reassessed including the impact of Covid -19 pandemic to measure the ECL. The extent to which the COVID-19 pandemic will impact the Company's current estimate of impairment loss allowances is dependent on future developments, which are highly uncertain at this point. Given the size of loan portfolio relative to the balance sheet and the impact of impairment allowance on the financial statements, we have considered this as a key audit matter.	Our audit procedures included the following: Read and assessed the company's accounting policies for impairment of financial assets and their compliance with Ind AS 109. 1. Assessed the approach of the Company for categorisation of loans into various stages. Tested a sample of performing (stage 1) assets to assess whether any SICR or loss indicators were present requiring them to be classified under stage 2 or 3. 2. Analysed the valuation reports of the property secured against the loans with respect to categorisation of loans. 3. Engaged our team to review management's approach for calculating ECL and assess the key assumptions i.e., probability of default (PD) and loss given default (LGD) used to determine ECL. 4. Performing test of details over calculation of ECL for assessing the correctness of the same. 5. Assessed whether the disclosures on key judgements, assumptions and quantitative data with respect to impairment loss allowance in the financial statements are appropriate and sufficient. As a result of the above audit procedure, no material differences were noted.

Emphasis of Matter

1) We refer to Note 9 to the accompanying Statement, the Company earlier extended advance to staff amounting to Rs. 43 lakhs which is not in accordance of the remuneration policy of the company. We are unable to obtain the sufficient appropriate audit evidence with respect to recoverability of the same and therefore, are unable to comment on any adjustments that may be required to the carrying value of aforesaid balance in the accompanying statement.

2) We refer to Note 17 &19 to the accompanying Statement, the Company booked expenses to the tune of Rs. 14.37 lakhs under travelling expenses, staff welfare, business promotion, vehicle maintenance and miscellaneous expenses for which requisite supporting evidences have not been provided to us for the purpose of verification. In the event of non-availability of supporting evidences, we are unable to comment on whether these expenditures are related to personal expenditure which have been accounted in the statement of profit and loss account during the year.

3) We refer to Note 25 to the accompanying Statement, the Company has restated the previous financial statements so as to give effect to the correction of material prior period errors discovered during the current year which have not been recognised in the prior periods pertaining to the finance cost and insurance bonus to the tune of Rs. 91.33 lakhs & Rs. 12 lakhs as per the requirements of Ind AS 8 'Accounting Policies, Changes in Accounting Estimates and Errors'.

4) We refer to Note 2 to the accompanying Statement, the Outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. The Company has evaluated impact of this pandemic on its business operations and based on its review and current indicators of future economic conditions, there is no significant impact on its financial statements.

Our opinion is not modified in respect of the above matters.

Other Matters

Further to the continuous spreading of COVID -19 across India which has resulted in restriction on physical visit to the client locations and the need for carrying out alternative audit procedures as per the Standards on Auditing prescribed by the Institute of Chartered Accountants of India (ICAI).

As a result of the above, the major portion of the audit was carried out based on remote access of the data as provided the management. This has been carried out based on the advisory on "Specific Considerations while conducting Distance Audit/ Remote Audit/ Online Audit under current Covid-19 situation" issued by the Auditing and Assurance Standards Board of ICAI. We have been represented by the management that the data provided for our audit purposes is correct, complete, reliable and are directly generated by the accounting system of the Company without any further manual modifications.

We bring to the attention of the users that the audit of the Statement has been performed in the aforesaid conditions.

The above Statement contains amounts for the year ended March 31,2020 which are subjected to audit by a firm other than Sanjiv Shah & Associates who have issued modified audit opinion.

Our audit opinion is not modified in respect of the above.

Information other than the financial statements and auditor's report thereon

The Company's Board of directors are responsible for the preparation of other information. The other information comprises Board's Report, Report on Corporate governance and Business responsibility report but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's responsibility for the 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 financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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 with reference to financial statements 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 the 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.

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

Report on Other Legal and Regulatory Requirements

(1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

(2) 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 including other comprehensive income, the statement of changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act.

(e) On the basis of the written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to financial statements of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and according to information and explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and

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

a. The Company does not have any pending litigations which would impact its financial position;

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

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

For Sanjiv Shah & Associates
Chartered Accountants
Firm Registration No. 003572S

CA G Ramakrishnan
Partner
MembershipNo.209035
UDIN: 21209035AAAACD9965

Place: Chennai
Date: 29, June,2021

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on other legal and regulatory requirements' section of our report to the members of Indus Finance Limited of even date)

1) In respect of the Company's Property, Plant & Equipment:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant & equipment;

(b) The Property, plant & equipment have been physically verified by the management in accordance with a regular programme of verification at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the company does not hold any immovable properties of land and building as at the balance sheet date.

2) The company is in the business of giving loans and as such does not have any inventory. Accordingly, paragraph 3(ii) is not applicable.

3) In respect of loans, secured or unsecured, granted by the company to companies, firms, limited liability partnership and other parties covered in the register maintained under section 189 of the Companies Act, 2013, according to the information and explanation given to us:

a. The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the company's interest.

b. There is no schedule of repayment of principal and payment of interest that has been stipulated for such unsecured loan granted by the company.

c. There is no overdue amount of such loans.

4) In our opinion and according to information and explanation given to us, the company has not granted any loans or provided any guarantees or given any security or made any investments to which the provision of section 185 and 186 of the Companies Act, 2013. Accordingly, paragraph 3 (iv) of the order is not applicable.

5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year and accordingly paragraph 3 (v) of the order is not applicable.

6) The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the business activities of the company and accordingly paragraph 3 (vi) of the order is not applicable.

7) In respect of statutory dues:

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income-tax, goods and service tax, duty of customs, cess and other material statutory dues have been generally regularly deposited during the year by the company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at March 31, 2021, for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us and the records of the company examined by us, there are no dues of Income tax, Sales tax, Service tax, Goods and Service tax, Customs duty, Excise duty and Value added tax which have not been deposited on account of any disputes.

8) In our opinion and according to the information and explanations given to us, the company has not defaulted in the repayment of dues to any financial institution. The company has not availed any loans/borrowings from banks, government and has not issued any debentures during the year.

9) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and has not taken any term loans during the year. Accordingly, paragraph 3 (ix) of the order is not applicable.

10) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

11) According to the information and explanations give to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section197 read with Schedule V to the Act.

12) The Company is not a Nidhi Company and accordingly, paragraph 3 (xii) of the order is not applicable to the Company.

13) According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.

14) According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the order is not applicable.

15) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.

16) According to the information and explanations given to us, the company has obtained registration under section 45-IA of the Reserve Bank of India Act,1934.

For Sanjiv Shah & Associates
Chartered Accountants
Firm Registration No. 003572S

CA G Ramakrishnan
Partner
MembershipNo.209035
UDIN: 21209035AAAACD9965

Place: Chennai
Date: 29, June,2021

Annexure "B" to the Independent Auditor's Report

(Referred to in paragraph 2 (f) under 'Report on other legal and regulatory requirements' section of our report to the Members of Indus Finance Limited of even date)

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 Indus Finance Limited ("the Company") as at March 31, 2021, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's responsibility for Internal Financial controls

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

Auditors' responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 judgement, including the assessment of the risks of material misstatement in the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial control 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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) 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 (iii) 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 of override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

We bring to the attention of the users that the audit of the internal financial control system over financial reporting and the operating effectiveness of such internal financial controls over financial reporting has been performed remotely in the conditions more fully explained in the Other Matters paragraph of our Independent Audit Report on the audit of the financial statements.

Our opinion on the internal financial control system over financial reporting is not modified in respect of the above.

For Sanjiv Shah & Associates
Chartered Accountants
Firm Registration No. 003572S

CA G Ramakrishnan
Partner
MembershipNo.209035
UDIN: 21209035AAAACD9965

Place: Chennai
Date: 29, June,2021

Indus Finance Limited

Balance Sheet as at March 31, 2021

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Notes	As at March 31, 2021	As at March 31, 2020 Restated**	As a April 1, 201 Restated*
ASSETS				
Financial Assets				
Cash and cash equivalents	3	1.84	4.82	3.6
Loans	4	581.72	622.17	1,344.6
Investments	5	1,111.63	1,214.81	1,358.4
Other financial assets	6	28.93	28.93	27.9
Total financial assets		**1,724.11**	**1,870.73**	**2,734.6**
Non-Financial Assets				
Deferred tax asset (Net)	7	17.64	58.76	-
Property, plant and equipment	8	2.89	3.08	3.47
Other non-financial assets	9	181.94	140.96	146.42
Total non-financial Assets		**202.47**	**202.79**	**149.8**
Total Assets		**1,926.58**	**2,073.53**	**2,884.53**
LIABILITIES AND EQUITY				
Financial Liabilities				
Borrowings (Other than Debt Securities)	10	598.36	799.24	1,389.59
Other financial liabilities	11	10.59	1.53	6.02
Total Financial Liabilities		**608.95**	**800.77**	**1,395.61**
Non-Financial Liabilities				
Deferred tax liability (Net)	7	-	-	6.54
Current tax liabilities (Net)		4.76	2.88	14.94
Total Non-Financial Liabilities		**4.76**	**2.88**	**21.48**
Total liabilities		613.70	803.65	1,417.09
EQUITY				
Equity Share capital	12	925.83	925.83	925.83
Other Equity	13	387.04	344.03	541.61
Total Equity		1,312.87	1,269.86	1,467.44
Total Liabilities and Equity		1,926.58	2,073.53	2,884.53

The accompanying notes form an integral part of the financial statements

For and on behalf of the board

As per our report of even date attached
For M/s Sanjiv Shah & Associates
Chartered Accountants
(FRN No. 003572S)

BALA VENCKAT KUTTI	**K R SHYAMSUNDAR**	**NIRANJAN JAGTAP**	**G. Ramakrishnan**
Chairman	Director	Director	Partner
DIN - 00765036	DIN - 03560150	DIN - 01237606	**M.No. 209035**

DINAKAR K K	**KANNAPPAN V**	**Place : Chennai**
Company Secretary	Chief Financial Officer	**Date : 29.06.2021**

Indus Finance Limited

Statement of profit and loss for the year ended March 31, 2021

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Notes	For the year ended March 31, 2021	For the year ended March 31, 2020 Restated**
Revenue from Operations			
A Income			
Interest income	14	12.69	220.89
Dividend income		0.00	0.01
Impairment of financial instruments	15	51.67	-
Insurance bonus		287.00	12.00
Processing fee received		0.49	-
Babt bebts recovered		-	20.00
Total income		**351.86**	**252.91**
B Expenses			
Impairment of financial instruments	15	-	8.22
Finance Costs	16	96.01	30.44
Employee benefits expenses	17	91.65	101.54
Depreciation, amortization and impairment	18	0.94	2.22
Other expenses	19	104.48	121.08
Total expenses		**293.08**	**263.50**
C Profit / (loss) before exceptional items and tax		**58.78**	**(10.59)**
Exceptional items			
D Profit before tax from continuing operations		58.78	(10.59)
Income tax expense			
Current tax		1.98	2.89
Deferred tax charge/ (credit)		7.24	(0.46)
F Profit/(loss) for the period		**49.56**	**(13.03)**
G Other comprehensive income			
Items that will not be reclassified to profit or loss		135.50	(249.38)
Income tax relating to items that will not be reclassified to profit or loss		33.87	(64.84)
Subtotal (A)		**101.62**	**(184.54)**
Items that will be reclassified to profit or loss			
Income tax relating to items that will be reclassified to profit or loss			
Subtotal (B)		**-**	**-**
Other comprehensive income for the year		**101.62**	**(184.54)**
Total comprehensive income for the year		**151.18**	**(197.57)**
Earnings per share	20		
Basic earnings per share		1.63	(2.13)
Diluted earnings per share		1.63	(2.13)

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For M/s Sanjiv Shah & Associates
Chartered Accountants
(FRN No. 003572S)

For and on behalf of the board

BALA VENCKAT KUTTI	**K R SHYAMSUNDAR**	**NIRANJAN JAGTAP**	**G. Ramakrishnan**
Chairman	Director	Director	Partner
DIN - 00765036	DIN - 03560150	DIN - 01237606	**M.No. 209035**

DINAKAR K K	**KANNAPPAN V**	**Place : Chennai**
Company Secretary	Chief Financial Officer	**Date : 29.06.2021**

Indus Finance Limited

Statement of cash flows for the year ended March 31, 2021

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020 Restated**
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before exceptional items and taxes	58.78	(10.59)
Add: Non-cash expense		
Depreciation and amortisation expense	0.94	2.22
Bad debts and write offs	46.54	-
Misc expense	-	0.20
Finance Cost	96.01	30.44
Impairment of Financial Instruments		8.22
Insurance bonus	287.00	12.00
Net gain in fair value of derivative financial instruments	(51.67)	-
	378.81	53.07
Less: Income considered separately		
Dividend income	0.00	0.01
(Profit)/ Loss on sale of fixed asset	-	-
	0.00	0.01
Operating profit before working capital changes	437.59	42.49
Changes in -		
Loans	40.22	(71.91)
Investments	(139.41)	79.36
Other Financial assets	-	(1.00)
Other financial liabilities	9.06	-
Other non-financial assets	26.32	(2.53)
Cash used in operations	-63.81	3.92
Income taxes paid (net of refunds)		-
NET CASH USED IN OPERATING ACTIVITIES (A)	-5.03	-6.68
CASH FLOW FROM INVESTING ACTIVITIES		
Dividend income received	(0.00)	(0.01)
Purchase of property, plant and equipment and intangible assets	(0.75)	(1.83)
NET CASH GENERATED FROM / (USED IN) INVESTING ACTIVITIES [B]	(0.75)	-1.84
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from borrowings (other than debt securities)	2.80	9.66
NET CASH GENERATED FROM / (USED IN) FINANCING ACTIVITIES [C]	2.80	9.66
Net decrease in cash and cash equivalents (A+B+C)	-2.98	1.14
Cash and cash equivalents at the beginning of the financial year	4.82	3.68
Cash and cash equivalents at end of the year	1.84	4.82

Notes:

1. The above cash flow statement has been prepared under indirect method prescribed in Ind AS 7 "Cash Flow Statements".

2. Components of cash and cash equivalents

Balances with banks		
- in current accounts	1.78	4.69
Cash on hand	0.06	0.13
	1.84	4.82

As per our report of even date attached

For and on behalf of the board

For M/s Sanjiv Shah & Associates
Chartered Accountants
(FRN No. 003572S)

BALA VENCKAT KUTTI	**K R SHYAMSUNDAR**	**NIRANJAN JAGTAP**	**G. Ramakrishnan**
Chairman	Director	Director	Partner
DIN - 00765036	DIN - 03560150	DIN - 01237606	M.No. 209035
DINAKAR K K		**KANNAPPAN V**	**Place : Chennai**
Company Secretary		Chief Financial Officer	**Date : 29.06.2021**

1 Company Information

The company was incorporated as a private limited company on 11th March 1992 and was converted into public limited company U/s 44 of the Companies Act, 1956 on 29th March, 1994. The object of the company is to carry on business as "Non - Banking Finance Company". The Registered Office of the Company is located at Kothari building, 4th Floor, No.114, Mahatama Gandhi Salai, Nungambakkam, Chennai - 600 034.

The Company has been registered with Reserve Bank of India as "Non - Banking Finance Company" on 5th May 1998 vide Registration No. B-07-00068.

2 Summary Of Significant Accounting Policies

2.1 Statement of compliance and basis for preparation and presentation of financial statements

These standalone or separate financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules 2015 as amended and notified under Section 133 of the Companies Act, 2013 ("the Act"), in conformity with the accounting principles generally accepted in India and other relevant provisions of the Act. Any application guidance/ clarifications/ directions issued by RBI or other regulators are implemented as and when they are issued/ applicable.

These standalone or separate financial statements were approved by the Company's Board of Directors and authorised for issue on 29.06.2021.

2.2 Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or 'Rs.') which is also the Company's functional currency. All amounts are rounded-off to the nearest lakhs, unless otherwise indicated.

2.3 Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair values.

2.4 Measurement of fair values

A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair values. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

2.5 Use of estimates and judgements and Estimation uncertainity

In preparing these financial statements, management has made judgements, estimates for the year ended 31 March 2021 and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income, expenses and the disclosures of contingent assets and liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were issued. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Following are areas that involved a higher degree of estimate and judgement or complexity in determining the carrying amount of some assets and liabilities.

Impairment of Financial Assets

The measurement of impairment losses on loan assets and commitments, requires judgement, in estimating the amount and timing of future cash flows and recoverability of collateral values while determining the impairment losses and assessing a significant increase in credit risk.

The Company's Expected Credit Loss (ECL) calculation is the output of a complex model with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL model that are considered accounting judgements and estimates include:
- The Company's criteria for assessing if there has been a significant increase in credit risk
- The segmentation of financial assets when their ECL is assessed on a collective basis
- Development of ECL model, including the various formulae and the choice of inputs
- Selection of forward-looking macroeconomic scenarios and their probability weightings, to derive the economic inputs into the ECL model

It has been the Company's policy to regularly review its model in the context of actual loss experience and adjust when necessary

The company adopts the policy of taking atleast 200% of loan amount as security value. Normally the same is ascertained with previling guidline value and the present market rate as per the latest registration in the locality. In the case of large property, company obtain valuation report from a approved valuer from of the locality.

Provisions and other contingent liabilities

The reliable measure of the estimates and judgemets pertaining to litigations and the regulatory proceedings in the ordinary course of the Company's business are disclosed as contingent liabilities. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

2.6 Revenue recognition :

Recognition of interest income on loans

Interest income is recognised at the rate sanction in accordance with the loan agreement on the outstanding balance of the loan in proporation to the time period for which the loan was outstanding.

Dividend, bonus and income on investments:

- Dividends are recognised in Statement of profit and loss only as and when receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of the dividend can be measured reliably.
- In the case of keyman insurance policies, bonus is recongnised in statement of profit and loss only on yearly basis.
- Income from investments is recognised when it is certain that the economic benefits will flow to the Company and the amount of income can be measured reliably.

2.7 Property, Plant and Equipments (PPE)

PPE are stated at cost of acquisition (including incidental expenses), less accumulated depreciation and accumulated impairment loss, if any.

Depreciation on PPE is provided on straight-line basis in accordance with the useful life specified in Schedule II to the Companies Act, 2013 on a pro-rata basis.

2.8 Investments in subsidiaries and associates

Investments in subsidiaries and associate are measured at cost, if any.

2.9 Financial instruments :

a] Recognition and initial measurement -

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in Statement of profit and loss.

b] Classification and Subsequent measurement of financial assets-

On initial recognition, a financial asset is classified as measured at
- Amortised cost;
- FVOCI - equity instruments;
- FVTPL

Amortised cost -

The Company's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios being the level at which they are managed. The financial asset is held with the objective to hold financial asset in order to collect contractual cash flows as per the contractual terms that give rise on specified dates to cash flows that are solely payment of principal and interest (SPPI) on the principal amount outstanding. Accordingly, the Company measures Bank balances, Loans, Trade receivables and other financial instruments at amortised cost.

FVOCI - equity instruments -

The Company subsequently measures all equity investments at fair value through profit or loss, unless the Company's management has elected to classify irrevocably some of its equity instruments at FVOCI, when such instruments meet the definition of Equity under Ind AS 32 Financial Instruments and are not held for trading.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL.

Subsequent measurement of financial assets

For equity investments, the Company makes an election on an instrument-by-instrument basis to designate equity investments as measured at FVOCI. These elected investments are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserves. The cumulative gain or loss is not reclassified to Statement of profit and loss on disposal of the investments. These investments in equity are not held for trading. Instead, they are held for strategic purpose. Dividend income received on such equity investments are recognised in Statement of profit and loss.

Equity investments that are not designated as measured at FVOCI are designated as measured at FVTPL and subsequent changes in fair value are recognised in Statement of profit and loss.

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in Statement of profit and loss.

c] Financial liabilities and equity instruments

Classification as debt or equity -

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments -

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by Company are recognised at the proceeds received. Transaction costs of an equity transaction are recognised as a deduction from equity.

Financial liabilities -

Financial liabilities are classified as measured at cost. Other financial liabilities are subsequently measured at cost . Interest expense and foreign exchange gains and losses are recognised in Statement of profit and loss. Any gain or loss on derecognition is also recognised in Statement of profit and loss.

d] Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

e] Impairment of financial instruments

Equity instruments are not subject to impairmentunder Ind AS 109.

The Company recognises lifetime expected credit losses (ECL) when there has been a significant increase in credit risk since initial recognition and when the financial instrument is credit impaired. If the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12 month ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition. 12month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

When determining whether credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, including on historical experience and forward-looking information. (refer note 15)

f] Write offs -

The gross carrying amount of a financial asset is written off when there is no realistic prospect of further recovery. This is generally the case when the Company determines that the debtor/borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in Statement of profit and loss.

2.10 Employee benefits:

The Company has not formulated any policy for employee benefits, including Provident Fund, ESI or Gratuity.

2.11 Finance costs :

Finance costs include interest expense computed by applying the contracted interest rate on respective loans. Finance costs are charged to the Statement of profit and loss.

2.12 Taxation - Current and deferred tax:

Income tax expense comprises of current tax and deferred tax. It is recognised in Statement of profit and loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

a] Current tax :

Current tax comprises amount of tax payable in respect of the taxable income or loss for the year determined in accordance with Income Tax Act, 1961 and any adjustment to the tax payable or receivable in respect of previous years. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

b] Deferred tax :

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequence that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary difference could be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

2.13 Provisions :

Provisions are recognised when there is a present obligation as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.14 Cash and cash equivalents:

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

2.15 Earnings Per Share :

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period, if any. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, sub-division of shares etc. that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders is divided by the weighted average number of equity shares outstanding during the period, considered for deriving basic earnings per share and weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

2.16 Estimation uncertainty relating to the global health pandemic from COVID-19:

The ongoing COVID-19 pandemic has increased the estimation uncertainty in the preparation of these Financial Statements.

The estimation uncertainty is associated with:

- the extent and duration of the disruption to business arising from the actions by governments, businesses and consumers to contain the spread of the virus;
- the ex tent and duration of the expected economic downturn (and forecasts for key economic factors including GDP, employment and house prices). This includes the disruption to capital markets, deteriorating credit, liquidity concerns, increasing unemployment, declines in consumer discretionary spending, reductions in produc t ion because of decreased demand, and other restructuring activities; and
- the effectiveness of government and central bank measures that have and will be put in place to support businesses and consumers through this disruption and economic downturn.

The Company has developed various accounting estimates in these Financial Statements based on forecasts of economic conditions which reflect expectations an assumptions as at 31 March 2021 about future events that the Management believe are reasonable in the circumstances. There is a considerable degree of judgem involved in preparing forecasts. The underlying assumptions are also subject to uncertainties which are often outside the control of the Company. Accordingly, actu economic conditions are likely to be dif ferent from those forecast since anticipated events frequently do not occur as expected, and the ef fect of those dif ferences significantly impact accounting estimates included in these financial statements.

The significant accounting estimates impacted by these forecasts and associated uncertainties are predominantly related to expected credit losses, fair value measurement, and recoverable amount assessments of non-financial assets

The impact of the COVID-19 pandemic on each of these accounting estimates is discussed further in the relevant note to these Financial Statements. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements and the Company will conti to closely monitor any material changes to future economic conditions.

	As at March 31, 2021	As at March 31, 2020	As a April 1, 201
3 Cash and Cash Equivalents			
Cash on Hand	0.06	0.13	1.20
Balance with banks in currents accounts	1.78	4.69	2.48
	1.84	**4.82**	**3.68**
4 Loans			
A] Loans			
Business loans	30.19	33.20	18.00
Loan against security	515.84	575.51	1,315.42
Personal loans	63.25	92.70	82.22
Total [Gross]	**609.28**	**701.41**	**1,415.65**
Less: Impairment loss allowance	(27.57)	(79.24)	(71.02
Total [Net]	**581.72**	**622.17**	**1,344.62**
B] Secured by tangible assets	515.84	590.51	1,315.42
Unsecured	93.44	110.90	100.22
Total [Gross]	**609.28**	**701.41**	**1,415.65**
Less: Impairment loss allowance	(27.57)	(79.24)	(71.02)
Total [Net]	**581.72**	**622.17**	**1,344.62**
C]			
i) Loans in India			
Public Sector	-	-	-
Others	609.28	701.41	1,415.65
Total [Gross]	**609.28**	**701.41**	**1,415.65**
Less: Impairment loss allowance	(27.57)	(79.24)	(71.02)
Total [Net] - c(i)	**581.72**	**622.17**	**1,344.62**
ii) Loans outside India			
Public Sector	-	-	-
Others	-	-	-
Total [Gross]	**-**	**-**	**-**
Less: Impairment loss allowance	**-**	**-**	**-**
Total [Net] - c(ii)	**-**	**-**	**-**
Total [Net] - c(i+ii)	**581.72**	**622.17**	**1,344.62**

5 Investments

Investments	As at March 31, 2021						As at March 31, 2020						As at April 01, 2019				
	Amortised cost	At Fair Value			Others (at cost)	Total	Amortised cost	At Fair Value			Others (at cost)	Total	Amortised cost	At Fair Value			Others (at cost)	Total
		Though OCI	Though profit & loss	Sub-total				Though OCI	Though profit & loss	Sub-total				Though OCI	Though profit & loss	Sub-total		
Units of Mutual Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.20	0.20
Debt Securities -																		
(Key Man Insurance Policy			478.96	478.96		478.96			717.64	717.64		717.64			705.64	705.64	-	705.64
Equity instruments of other entities -																		
a] Associates																		
i) Indowind Energy Limited	244.03			244.03	-	244.03	115.59			115.59	-	115.59	358.98			358.98	-	358.98
ii) Bekae Properties Pvt Limited				-	150.00	150.00				-	150.00	150.00				-	150.00	150.00
iii) Indonet Global Limited				-	111.44	111.44				-	111.44	111.44				-	111.44	111.44
iv) Ind Eco Ventures Limited				-	1.62	1.62				-	3.25	3.25				-	3.25	3.25
v) Indus Nutri Power Private Limited				-	12.50	12.50				-	12.50	12.50				-	12.50	12.50
vi) Quantum Limited				-	93.98	93.98				-	93.98	93.98				-	-	-
vi) Soura Investments Private Limited				-	1.63	1.63				-	-	-				-	-	-
b] Others																		
Andhra Bank	1.01			1.01	-	1.01	0.83			0.83	-	0.83	2.56			2.56	-	2.56
ICICI Bank Ltd.,	8.18			8.18	-	8.18	4.56			4.56	-	4.56	5.62			5.62	-	5.62
IDBI Ltd.,	1.91			1.91	-	1.91	0.96			0.96	-	0.96	2.31			2.31	-	2.31
ITC Ltd.,	2.29			2.29	-	2.29	1.80			1.80	-	1.80	3.12			3.12	-	3.12
NEPC India Ltd.,	-			-	-	-	-			-	-	-	-			-	-	-
Reliance Industries Ltd.,	4.01			4.01	-	4.01	2.23			2.23	-	2.23	2.73			2.73	-	2.73
Axis Bank Ltd	0.07			0.07	-	0.07	0.04			0.04	-	0.04	0.08			0.08	-	0.08
Total - Gross [A]	**261.50**	**478.96**	**740.46**	**371.17**	**1,111.63**	-	**126.00**	**717.64**	**843.64**	**371.17**	**1,214.81**	-	**375.38**	**705.64**	**1,081.02**	**277.39**	**1,358.41**
i) Investment outside India																	
ii) Investment in India	261.50	478.96	740.46	371.17	1,111.63	-	126.00	717.64	843.64	371.17	1,214.81	-	375.38	705.64	1,081.02	277.39	1,358.41
Total - Gross [A]	**261.50**	**478.96**	**740.46**	**371.17**	**1,111.63**	-	**126.00**	**717.64**	**843.64**	**371.17**	**1,214.81**	-	**375.38**	**705.64**	**1,081.02**	**277.39**	**1,358.41**
Less: Allowance for impairment loss [C]																	
Total - Net D [A-C]	**261.50**	**478.96**	**740.46**	**371.17**	**1,111.63**	-	**126.00**	**717.64**	**843.64**	**371.17**	**1,214.81**	-	**375.38**	**705.64**	**1,081.02**	**277.39**	**1,358.41**

	As at March 31, 2021	As at March 31, 2020 Restated**	As April 1, 20 Restated
6 Other Financial Assets			
Security Deposit	28.93	28.93	27.9
	28.93	**28.93**	**27.9**

7 Deferred Tax Asset / (Liability)

	Balance as at April 01, 2019	Charges / (Credit) to profit & loss	Charges / (Credit) to OCI	Balance as at March 31, 2020
Tax Effect of items consituting deferred tax				
Application of EIR on financial assets	(23.51)	0.46	64.84	41.79
Others	16.97			16.97
	(6.54)	**0.46**	**64.84**	**58.76**

	Balance as at April 01, 2020	Charges / (Credit) to profit & loss	Charges / (Credit) to OCI	Balance as at March 31, 2021
Tax Effect of items consituting deferred tax				
Application of EIR on financial assets	41.79	(7.24)	(33.87)	0.68
Others	16.97			16.97
	58.76	**(7.24)**	**(33.87)**	**17.64**

9 Other non-financial assets			
GST Input	9.90	9.90	9.90
Income Tax	80.05	66.03	70.73
Staff Advance	52.80	64.16	64.75
Prepaid Expenses	0.46	-	-
Other Advances	38.73	0.87	1.04
	181.94	**140.96**	**146.42**

8 Property, plant and equipment

Particulars	Tangible Assets				
	Plant & Machinery	Vehicles	Office Equipment	Computers & Accessories	Total
Deemed Cost as at April 1, 2019	-	10.00	2.84	2.27	15.11
Additions			1.08	0.75	1.83
Disposals			0.59	1.42	2.02
Cost as at March 31, 2020	-	**10.00**	**3.33**	**1.60**	**14.92**
Additions			0.75		0.75
Disposals					-
Cost as at March 31, 2021	-	**10.00**	**4.08**	**1.60**	**15.67**
Depreciation/Amortisation	-	8.17	1.56	1.91	11.65
Charge for the year		1.11	0.59	0.52	2.22
Disposals			0.59	1.42	2.02
As at March 31, 2020	-	**9.28**	**1.56**	**1.01**	**11.85**
Charge for the year			0.38	0.56	0.94
Disposals					-
As at March 31, 2021	-	**9.28**	**1.93**	**1.57**	**12.78**
Net Block					
As at April 1, 2019	-	1.83	1.28	0.36	3.47
As at March 31, 2020	-	0.72	1.77	0.59	3.08
As at March 31, 2021	-	0.72	2.14	0.03	2.89

	As at March 31, 2021	As at March 31, 2020 Restated**	As at April 1, 2019 Restated**
10 Borrowings [Other Than Debt Securities]			
a] Term loans			
i] Secured -			
- from LIC of India	378.74	533.17	502.73
ii] Unsecured -	-	-	-
b] Loans from related parties			
Unsecured -			
Associates Companies	219.61	266.07	886.86
Total	**598.36**	**799.24**	**1,389.59**
Borrowings in India	598.36	799.24	1,389.59
Borrowings outside India	-	-	-
Total	**598.36**	**799.24**	**1,389.59**
Particulars / Terms			
LIC of India			
Secured against the key man policy and repayable on maturity / surrender of Policy	378.74	533.17	502.73
Details of term loans [Secured]			
Repayable on maturity :			
Maturing between 1 year to 3 years	-	250.68	250.68
Maturing between 3 year to 5 years	378.74	282.49	252.05
	378.74	**533.17**	**502.73**
11 Other Financial liabilities			
Salary Payable	5.74	-	5.21
Provision for Expense	4.85	1.53	0.81
	10.59	**1.53**	**6.02**
12 Capital			
Authorised Share Capital			
1,80,00,000 Equity shares of Rs. 10 each	1,800.00	1,800.00	1,800.00
	1,800.00	**1,800.00**	**1,800.00**
Issued Share Capital			
92,58,300 Equity shares of Rs. 10 each	925.83	925.83	925.83

(b) **Shares issued for consideration other than cash**

There are no shares which have been issued for consideration other than cash during the last 5 years.

(c) **Shareholders holding more than 5% of the total share capital**

Name of the share holder	March 31, 2021		March 31, 2020		April 1, 2019	
	No of shares	%	No of shares	%	No of shares	%
Bala Venckat Kutti	14,52,400	16%	14,52,400	16%	14,52,400	16%
Bala Venckat Kutti - HUF	7,80,000	8%	7,80,000	8%	7,80,000	8%
Ind Eco Ventures Limited	27,00,495	29%	27,00,495	29%	27,00,495	29%
Loyal Credit and Investments Limited	11,33,800	12%	11,33,800	12%	11,33,800	12%
K B Prathadevi	7,83,600	8%	7,83,600	8%	7,83,600	8%
Commendam Investments Pvt Ltd	7,21,806	8%	7,21,806	8%	7,21,806	8%

(d) **Rights, preferences and restrictions in respect of equity shares issued by the Company**

The company has only one class of equity shares having a par value of Rs.10 each. The equity shares of the company having par value of Rs.10/- rank pari-passu in all respects including voting rights and entitlement to dividend.

13 Other Equity

Capital Reserve	18.54	18.54	18.54
Statutory Reserve	146.89	136.98	135.90
Retained earnings	457.18	525.70	539.81
Equity Instruments through OCI	(235.57)	(337.19)	(152.65)
Total	**387.04**	**344.03**	**541.61**

a) Capital reserve

Balance at the beginning of the year	18.54	18.54	18.54
Additions/ (deductions) during the year			
Balance at the end of the year	**18.54**	**18.54**	**18.54**

b) Statutory Reserves as per Section 45-IC of the RBI Act, 1934

Balance at the beginning of the year	136.98	135.90	132.07
Deductions/Adjustments during the year	9.91	1.08	3.83
Balance at the end of the year	**146.89**	**136.98**	**135.90**

c) Retained earnings

Balance at the beginning of the year	525.70	539.81	539.81
Net profit for the period	(58.61)	(13.03)	-
Transfers to Statutory Reserves	(9.91)	(1.08)	-
Ind AS adjustments	-		
Balance at the end of the year	**457.18**	**525.70**	**539.81**

d) Equity Instruments through OCI

Balance at the beginning of the year	(337.19)	(152.65)	(152.65)
Net profit for the period	101.62	(184.54)	-
Transfers to Statutory Reserves	-	-	-
Ind AS adjustments			
Balance at the end of the year	**(235.57)**	**(337.19)**	**(152.65)**

	925.83	**925.83**	**925.83**
Subscribed and fully paid up share capital			
92,58,300 Equity shares of Rs. 10 each	925.83	925.83	925.83
	925.83	**925.83**	**925.83**

Notes:

(a) **Reconciliation of number of equity shares subscribed**

Balance as at the beginning of the year	92,58,300	92,58,300	92,58,300
Add: Issued during the year	-	-	-
Balance at the end of the year	**92,58,300**	**92,58,300**	**92,58,300**

	For the year ended March 31, 2021	For the year ended March 31, 2020 Restated**
14 Interest Income		
Interest on loans	12.69	220.89
	12.69	220.89
15 Impairment on financial instruments		
Loans	51.67	(8.22)
	51.67	(8.22)
16 Finance Cost		
Interest Expense	96.01	30.44
	96.01	30.44
17 Employee benefits expense		
Salaries and wages	87.66	96.02
Staff Welfare Expenses	3.99	5.52
	91.65	101.54
18 Depreciation and amortisation expense		
Depreciation of property, plant and equipment	0.94	2.22
	0.94	2.22
19 Other expenses		
Repairs & maintenance	1.46	1.25
Rent	12.00	-
Bad bebts	46.54	80.84
Vehicles maintenance	0.05	0.20
Fees, rates and taxes	10.35	6.06
Communication	1.04	0.67
Travelling and conveyance	11.14	11.51
Printing and stationery	0.27	0.03
Business promotion	3.08	2.81
Advertisement & publicity expenses	2.31	1.64
AGM / EGM expenses	-	1.13
Legal & professional charges	8.77	5.89
Payments to auditors (refer note (i) below)	3.88	4.59
Bank charges	0.07	0.02
Sitting fee	1.65	1.42
Insurance charges	0.23	0.06
Miscellaneous expenses	1.64	2.97
	104.48	121.08
Payment to auditors		
Statutory Audit Fees	1.40	1.41
Tax Audit Fees	0.25	0.25
For Other Matters	2.23	2.93
	3.88	4.59
20 Earnings per share		
Profit for the year attributable to owners of the Company	151.18	(197.57)
Weighted average number of ordinary shares outstanding	92,58,300	92,58,300
Basic earnings per share (Rs)	1.63	(2.13)
Diluted earnings per share (Rs)	1.63	(2.13)

21 Commitments and contingent asset & contingent liability

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Contingent Liability		
Income Tax	317.91*	317.91*
	317.91	317.91
Total Contigent Liability	317.91	317.91
Capital Commitments		
Estimated amount of investments remaining to be executed on capital account and not provided for Tangible assets	-	-

* Net of Tax Paid under protest

The company has filed relevant forms in pursuance to availing the benefit of Vivad se Vishwas Scheme under Direct Tax Vivas Se Vishwas Act,2020 for the disputed statutory dues under the Income Tax Act,1961.

The company has received Form 3 from the Income Tax Department wherein the amounts payable vary compared to the amounts disclosed in the initial forms filed by the company.The Company will take necessary action in this regard to reconcile the actual amount payable.

Below is the summary of amounts as per the Form-3 received by the company against which no payments are initiated till date and accordingly Form-4 has not been filed.

Indus Finance Limited

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

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

(A) Equity Share Capital

Balance at the beginning of April 1, 2019	925.83
Changes in equity share capital during the year	-
Balance at the end of March 31, 2020	925.83
Changes in equity share capital during the year	-
Balance at the end of March 31, 2021	925.83

(B) Other Equity

Particulars	General Reserve	Capital Reserve	Statutory Reserves as per Section 45-IC of the RBI Act, 1934	Retained Earnings	Equity Instruments through OCI	Total
Balance as at April 1, 2019		18.54	135.90	539.81	(152.65)	541.61
Additions/ (deductions) during the year			1.08	(13.03)	(184.54)	(196.49)
Transfer to Statutory Reserves				(1.08)		(1.08)
Total Comprehensive Income for the year						-
Balance as at March 31,2020	-	**18.54**	**136.98**	**525.70**	**(337.19)**	**344.03**
Additions/ (deductions) during the year			9.91	(58.61)	101.62	52.92
Transfer to Statutory Reserves				(9.91)		(9.91)
Total Comprehensive Income for the year						-
Balance as at March 31, 2021	-	**18.54**	**146.89**	**457.18**	**(235.57)**	**387.04**

The accompanying notes form an integral part of the financial statements

For and on behalf of the board

As per our Report of even date attached
For M/s Sanjiv Shah & Associates
Chartered Accountants
(FRN No. 003572S)

BALA VENCKAT KUTTI
Chairman
DIN - 00765036

K R SHYAMSUNDAR
Director
DIN - 03560150

NIRANJAN JAGTAP
Director
DIN - 01237606

G. Ramakrishnan
Partner
M.No. 209035

DINAKAR K K
Company Secretary

KANNAPPAN V
Chief Financial Officer

Place : Chennai
Date : 29.06.2021

22 Asset Classification as per RBI Norms

Particulars	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
Performing Assets						
Standard	Stage - 1	582.29	0.58	581.72	1.46	(0.88)
	Stage - 2	-	-	-	-	-
Sub Total		**582.29**	**0.58**	**581.72**	**1.46**	**(0.88)**
Non-Performing Assets (NPA)						
Substandard	Stage-3		-	-	-	-
Doubtful						
- up to 1 year	Stage-3	0.39	0.39	-	0.10	0.29
- 1 to 3 years	Stage-3	-	-	-	-	-
more than 3 years	Stage-3	26.60	26.60	-	26.60	-
Subtotal for doubtful		26.99	26.99	-	26.70	0.29
loss	Stage-3	-	-	-	-	-
Subtotal of NPA		**26.99**	**26.99**	**-**	**26.70**	**0.29**
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage-1	-	-	-	-	-
	Stage-2	-	-	-	-	-
	Stage-3	-	-	-	-	-
Subtotal		**-**	**-**	**-**	**-**	**-**
Total	**Stage-1**	582.29	0.58	581.72	1.46	(0.88)
	Stage-2	-	-	-	-	-
	Stage-3	26.99	26.99	-	26.70	0.29
	Total	609.28	27.57	581.72	28.15	(0.59)

23 Related party disclosure

a) List of parties having significant influence

Holding company	The Company does not have any holding company
Associate Companies	Indowind Energy Limited Ind Eco Ventures Limited Indonet Global Limited Indus Nutri Power Private Limited Loyal Credit and Investments Limited Indus Capital Private Limited Everon Power Limited Bekae Properties Private Limited Soura Capital Private limited Perpetual Power Private Limited Bvk Agri Producer Company Secretary Kishore Electro Infra Private limited Quantam Limited

Key management personnel

Bala Venckat Kutti	Chairman
N Bhaskara Chakkera	Chief Executive Officer
Kanappan V	Chief Finance Officer
K K Dinakar	Company Secretary

b) Transactions during the year

Nature of Transactions	2020 - 2021	2019 - 2020
Companies where key managerial personnel has significant influence		
Long-term borrowings		
Loans and advances		
Investments		
Directors		
Director Remuneration	36.00	36.00
Salary to Key Management Persons	30.96	30.96
Rent Paid	14.16	-
Sitting Fees	1.65	1.20

c) Balance at the end of the year

Companies where Key Managerial Person have significant influence	Balances Outstanding at end of the year	
	2020 - 2021	2019 - 2020
Companies where Key Managerial Person have significant influence-Accruals Payments		
Investments	945.78	945.78
Loans (Liability)	219.61	266.07
Security Deposit	25.00	25.00
Loans & Advances	30.00	-
Staff Loan	43.00	43.00

24 Disclosure as required under RBI

	Particulars	Amount outstanding	Amount Overdue
	LIABILITIES SIDE:		
1	Loans and Advances availed by the Non-banking financial company inclusive of interest accrued thereon but not paid	598.36	-
a	**Debentures:**		
	Secured	-	-
	Unsecured	-	-
	(Other than falling within the meaning of public deposits*)		
b	Deferred Credits	-	-
c	Term Loans	-	-
d	Inter-Corporate Loans and Borrowing	-	-
e	Commercial Paper	-	-
f	LIC of India (Secured Against Keyman Insurance)	598.36	-
	ASSET SIDE:		
2	Break-up of Loans and Advances including bills receivable		
	Secured	515.84	-
	Unsecured	93.44	-
3	Break up of Leased Assets and stocks on hire and other assets counting towards AFC activities		
i)	Lease assets including lease rentals under sundry debtors:		
a)	Financial Lease	-	-
b)	Operating lease	-	-
ii)	Stock on hire including hire chargee under aundry Debtors:		
a)	Asset on Hire	-	-
b)	Repossessed Assets	-	-
iii)	Other loans counting towards AFC Activities:		
a)	Loans where assets have been repossessed	-	-
b)	Loans other than (a) above	-	-
4	**Breakup of Investments:**		
	Current Investments:		
1	**Quoted:**		
i)	Shares:		
	a) Equity Shares	-	-
	b) Preference Shares	-	-
ii)	Debentures and Bonds	-	-
iii)	Units of Mutual funds	-	-
iv)	Government Securities	-	-
v)	Others (Please Specify)	-	-
2	**Unquoted:**		
i)	Shares:		
	a) Equity Shares	-	-
	b) Preference Shares	-	-

ii)	Debentures and Bonds	-	-
iii)	Units of Mutual funds	-	-
iv)	Government Securities	-	-
v)	Others (Please Specify)	-	-
	Long Term Investments:		
1	**Quoted:**		
i)	Shares:		
	a) Equity Shares	261.50	
	b) Preference Shares	-	
ii)	Debentures and Bonds	-	
iii)	Units of Mutual funds	-	
iv)	Government Securities	-	
v)	Others (Please Specify)	-	
2	**Unquoted:**		
i)	Shares:		
	a) Equity Shares	371.17	-
	b) Preference Shares	-	-
ii)	Debentures and Bonds	-	-
iii)	Units of Mutual funds	-	-
iv)	Government Securities	478.96	-
v)	Others (Please Specify)	-	-

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

	Category	Amount Net of Provisions		
		Secured	Unsecured	Total
1	Related Parties**			
a)	Subsidiaries	-	-	-
b)	Companies in the same group	-	-	-
c)	Other related parties	-	-	-
2	Other Than Related Parties	609.28	-	609.28

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

	Category	Market value / Break up of fair value or NAV	Book Value (Net of Provisions)
1	Related Parties**		-
a)	Subsidiaries		-
b)	Companies in the same group	615.20	1,316.95
c)	Other related parties	-	-
2	Other Than Related Parties	17.47	-

** As per Accounting Standard of ICAI

7 Other Information

	Particulars	Amount
i)	**Gross Non-Performing Asseta**	
	a) Related Parties	-
	b) Other than Related Parties	-
ii)	**Net Non-Performing Asaeta**	
	a) Related Parties	-

	b) Other than Related Parties	-
iii)	**Assets acquired in satisfaction of debt**	-

25 **Accounting Policies, Changes in Accounting Estimates and Errors**

Overall principle :

The financial statement has been restated as finance cost & insurance bonus pertaining to prior periods was not accounted in the prior periods which have been corrected during the current year.

The following are the items of prior period which have been corrected during the year:

Balance Sheet Item	As at March 31, 2020	As at April 1, 2019
Retained Earnings	81.51	60.89
Statutory Reserve	2.16	-
Investment	12.00	-
Borrowings	91.33	60.89
Profit & Loss Item	For the year	
Finance Cost	30.44	
Insurance Bonus	12.00	
Effect on EPS:		
Particulars	For the year	
Basic EPS	-0.20	
Diluted EPS	-0.20	

The accompanying notes form an integral part of the financial statements

For and on behalf of the board

As per our report of even date attached
For M/s Sanjiv Shah & Associates
Chartered Accountants
(FRN No. 003572S)

BALA VENCKAT KUTTI
Chairman
DIN - 00765036

K R SHYAMSUNDAR
Director
DIN - 03560150

NIRANJAN JAGTAP
Director
DIN - 01237606

G. Ramakrishnan
Partner
M.No. 209035

DINAKAR K K
Company Secretary

KANNAPPAN V
Chief Financial Officer

Place : Chennai
Date : 29.06.2021