Mukesh Babu Financial Services Ltd.
CIN: L65920MH1985PLC035504

Ref: MBFSL/BSE/2022-23/24 **2nd September 2022**

To,
BSE Limited
Phiroze Jejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir/Madam,

Sub: Notice of 37th Annual Meeting to be held on Wednesday, 28th September 2022 & Annual Report 2021-22

Security Code: 530341 **ISIN: INE596B01017**

This is to inform that the 37th Annual General Meeting (AGM) of Mukesh Babu Financial Services Limited ('the Company') is scheduled to be held on Wednesday, 28th September 2022 at 4.00 p.m. through Video Conferencing.

In terms of the requirements of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Notice of the ensuing 37th AGM of the Company and Annual Report for the financial year 2021-22.

The aforesaid Annual Report is also uploaded on the website of the Company i.e. http://www.mbfsl.com.

We request you to take the same on your records.

Thanking you.

Yours faithfully,

For Mukesh Babu Financial Services Limited

Nupur Rajgopal Chaturvedi
Digitally signed by Nupur Rajgopal Chaturvedi
Date: 2022.09.02 13:09:45 +05'30'

Nupur Chaturvedi
Company Secretary, Group Head - Legal & Compliance
ACS 30139

Encl: Notice & Annual Report

Mukesh Babu Financial Services Ltd.



37th Annual Report
2021-22

MUKESH BABU FINANCIAL SERVICES LIMITED

BOARD OF DIRECTORS

Mr. Mukesh Babu	Chairman & Managing Director
Mrs. Meena Babu	Non- Executive Director
Mr. Pankaj Majithia	Independent Director
Mr. Vijay Vora	Independent Director
Mr. Manishkumar Shah	Independent Director
Mr. Bhavesh Doshi	Independent Director

CHIEF FINANCIAL OFFICER

Mr. Mahesh Thakar (resigned w.e.f 30th June, 2022)
Ms. Sarika Pandya (appointed w.e.f 05th July, 2022)

COMPANY SECRETARY

Ms. Nupur Chaturvedi

MAIN BANKERS

HDFC Bank
ICICI Bank

STATURORY AUDITORS

Chaitanya C. Dalal & Co.
2, Giri Chhaya, 1st Floor,
Loyalka Estate,
Chowpatty Band Stand,
Mumbai - 400006

INTERNAL AUDITOR

V. R. Pandya & Co.
212 Senapati Bapat Marg,
Opp. Dadar West Railway Station,
Above Laxmi Vijay Lodge
Mumbai- 400028

SECRETARIAL AUDITOR

V. V. Chakradeo & Co.
B-301, Matoshree Residency, F.P.No.65,
Opp. Prarthana Samaj High School,
Vile Parle (E), Mumbai – 400 057

REGISTERED OFFICE

111, Maker Chamber - III,
223 Nariman Point,
Mumbai – 400021
Tel.: 022 - 22834462 /22844015

REGISTRARS AND TRANSFER AGENTS

M/s. Link Intime India Pvt. Ltd.
C-101, 247 Park, LBS Marg,
Vikhroli (West), Mumbai - 400 083
Tel.: 022- 49186000

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Notice

NOTICE is hereby given that the THIRTY-SEVENTH ANNUAL GENERAL MEETING of the Members of MUKESH BABU FINANCIAL SERVICES LIMITED (the "Company") will be held on **Wednesday, September 28, 2022 at 4.00 p.m.** through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

1. Adoption of the Audited Financial Statements and Reports of the Directors and the Auditors thereon for the financial year ended March 31, 2022:

   To receive, consider and adopt the audited financial statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2022 together with the Reports of the Board of Directors and the Auditors thereon.

2. Declaration of dividend for the Financial Year 2021-22:

   To declare dividend @ Rs.1.20 (Rupee One and Paise Twenty only) per Equity Share for the year ended March 31, 2022.

3. Appointment of Director:

   To appoint a Director in place of Mr. Mukesh Babu (DIN:00224300), who retires by rotation and being eligible offers himself for re-appointment.

4. Re-appointment of Auditors:

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time and pursuant to the recommendation made by the Audit Committee and the Board of Directors, M/s. Chaitanaya C Dalal & Co. (Firm Reg. No.: 101632W) be and are hereby re-appointed as the Statutory Auditors of the Company for the period of Five (5) years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 42nd Annual General Meeting of the Company to be held in the financial year 2026-2027 without the requirement of further ratification by the members, on such remuneration as may be fixed by the Board of Directors of the Company, besides applicable tax and any other applicable levies and reimbursement of travelling, communication and out of pocket expenses, if any."

By Order of the Board of Directors
For **Mukesh Babu Financial Services Limited**

Nupur Chaturvedi
Company Secretary, Group Head-Legal & Compliance

Mumbai, 10th August 2022
Registered Office:

Mukesh Babu Financial Services Limited
111, Maker Chamber III,
223, Nariman Point,
Mumbai – 400021

NOTES:

1. The Ministry of Corporate Affairs, Government of India (the "MCA") in terms of the General Circular No.14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20 2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 05, 2022 (the "MCA Circulars") and SEBI vide its circulars dated May 12, 2020 and January 15, 2021 and May 13, 2022 on "Additional relaxation in relation to compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015- COVID-19 pandemic" (SEBI Circulars) in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing and the continuing restriction on movement of persons at several places in the country, has allowed Companies to conduct their Annual General Meeting through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of the Members at a common venue, subject to the fulfilment of conditions as specified in the MCA Circulars. In compliance with the provisions of the Companies Act, 2013 and MCA Circulars, SEBI Circulars, the AGM of the Company is being held through VC / OAVM.

2. In accordance with Secretarial Standard on General Meetings SS-2 issued by the Institute of Company Secretaries of India (ICSI) read with clarifications/Guidance on applicability of SS-2 dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at 111, Maker Chamber III, 223, Nariman Point, Mumbai – 400021which shall be the deemed venue of the AGM.

3. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with and there is no provision for appointment of proxy. Accordingly, the facility for appointment of proxies by the Members under section 105 of the Companies Act, 2013 will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4. The Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Company Secretary or authorised representative of the Company at e-mail id: secretarial@mukeshbabu.com.

5. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

6. Quorum: The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:

7. In terms of the MCA circulars, the financial statements (including Board's report, Auditor's report and other documents required to be attached therewith) / Annual Report for the financial year 2021-22 and AGM Notice are being sent to the shareholders whose email addresses are registered with the Company or with the depository participant/ depository. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website www.mbfsl.com and the website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com.The detailed process for registration of email address of the shareholders whose email address is not registered with the Company or depository participants / depository is forming part of this Notice.

8. As per the MCA Circulars, the Shareholders may also note that the Company would not be sending the Annual Report for the financial year 2021-22 and AGM notice by post to the shareholders whose email address is not registered with the Company or depository participants/depository. However as per SEBI Circular dated May 13, 2022, the Company shall send the physical copy of the Annual Reports to all the Shareholders who have registered their request for the same.

9. Pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ('ICSI'), information in respect of the Directors retiring by rotation at this Annual General Meeting are provided in the "Annexure" to the Notice.

10. The Register of Members and the Share Transfer Books of the Company will remain closed from 17th September 2022 to 28th September 2022 (both days inclusive).

REGISTRATION OF EMAIL ID:

11. In case the shareholder's email Id is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, all communications from the Company shall be sent electronically including Annual Report, log in details for e-voting etc. on such registered email address.

    In case the shareholder has not registered his/her/their email addresses with the Company/its RTA/Depositories, the following instructions to be followed:

    i. Members holding shares in physical mode and who have not registered / updated their email address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at secretarial@mukeshbabu.com or to Link Intime India Private Limited at rnt.helpdesk@linkintime.co.in;

OR

ii. In the case of Shares held in Demat mode:

The shareholder may please contact the relevant Depository Participant ("DP") to register / update the email address in the demat account as per the procedure followed and advised by the DP.

PROCEDURE FOR JOINING THE AGM THROUGH VIDEO CONFERENCING OR OTHER AUDIO-VISUAL MEANS ("VC/ OAVM"):

12. Instructions for Shareholders/Members to attend the Annual General Meeting through InstaMeet (VC/OAVM) are as under:

a. The Members will be able to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

b. The Members are requested to participate on first come first served basis as participation through VC/ OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General Meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first-come-first serve basis.

c. Members can log in and join 15 (fifteen) minutes prior to the scheduled time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the scheduled time. Participation is restricted up to 1,000 members only.

PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

13. Open the internet browser and launch the URL: https://instameet.linkintime.co.in

➢ Select the **"Company"** and **'Event Date'** and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company

B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

C. **Mobile No.:** Enter your mobile number.

D. **Email ID:** Enter your email id, as recorded with your DP/Company.

- Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the secretarial@mukeshbabu.com created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

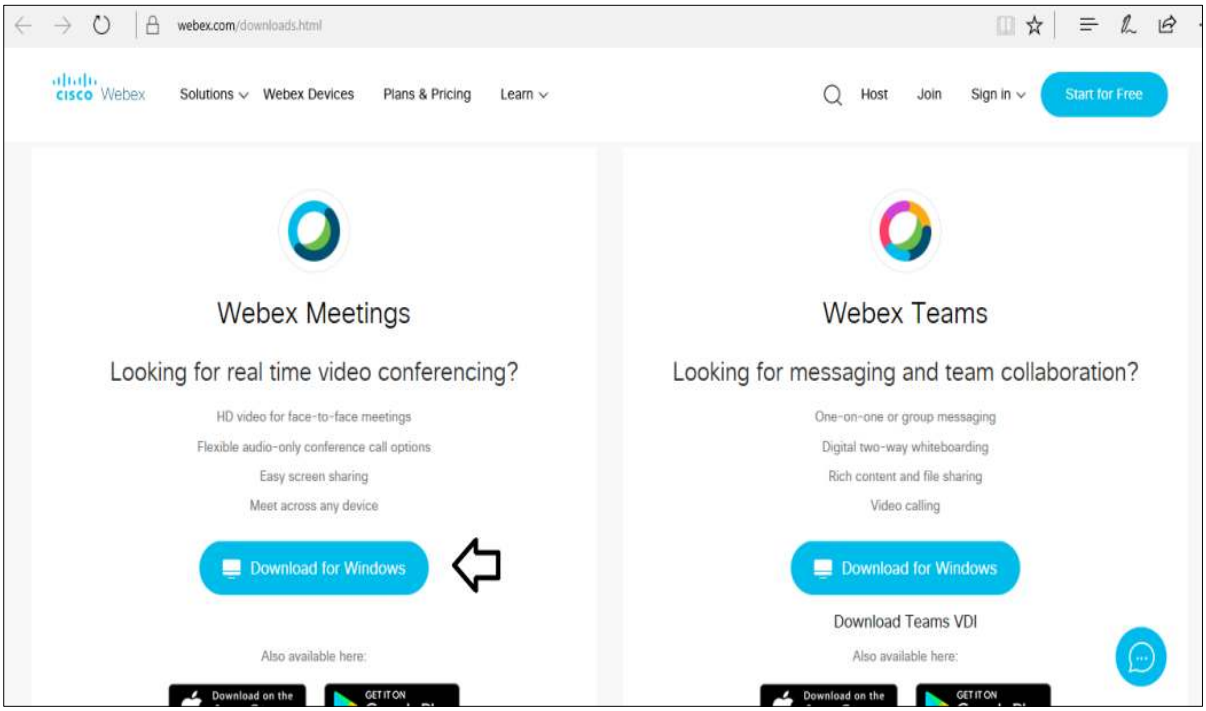
InstaMeet Support Desk
Link Intime India Private Limited

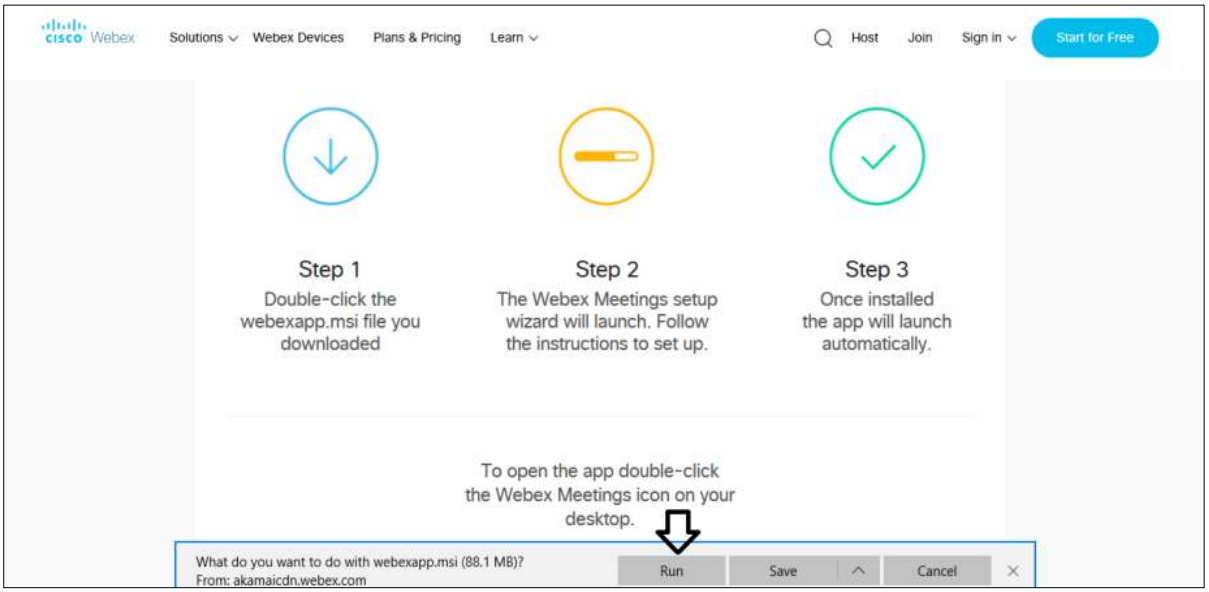
Annexure

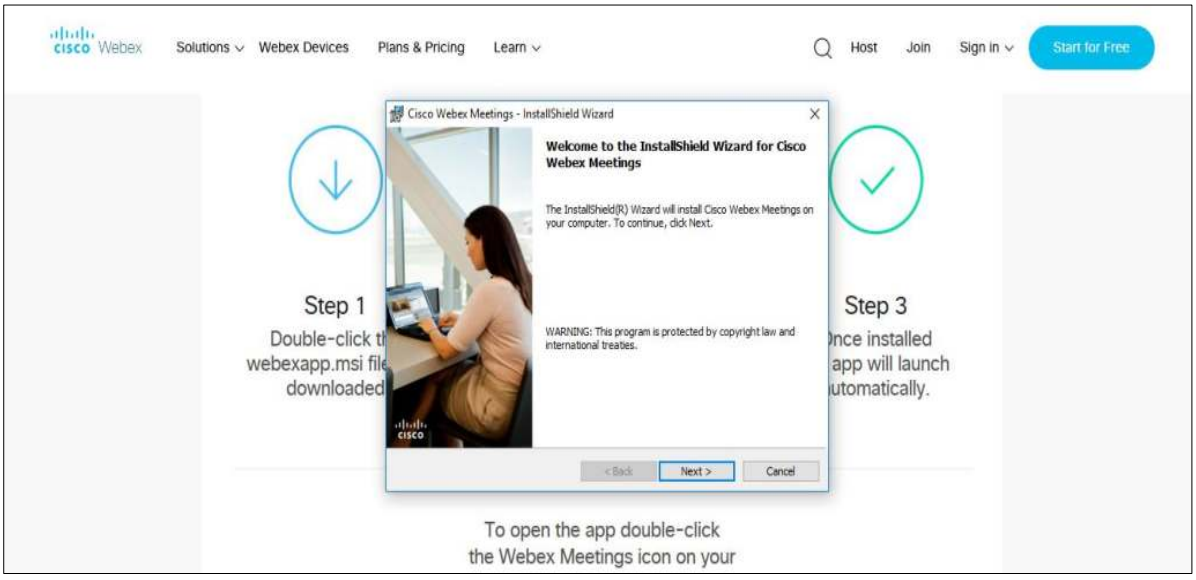
Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

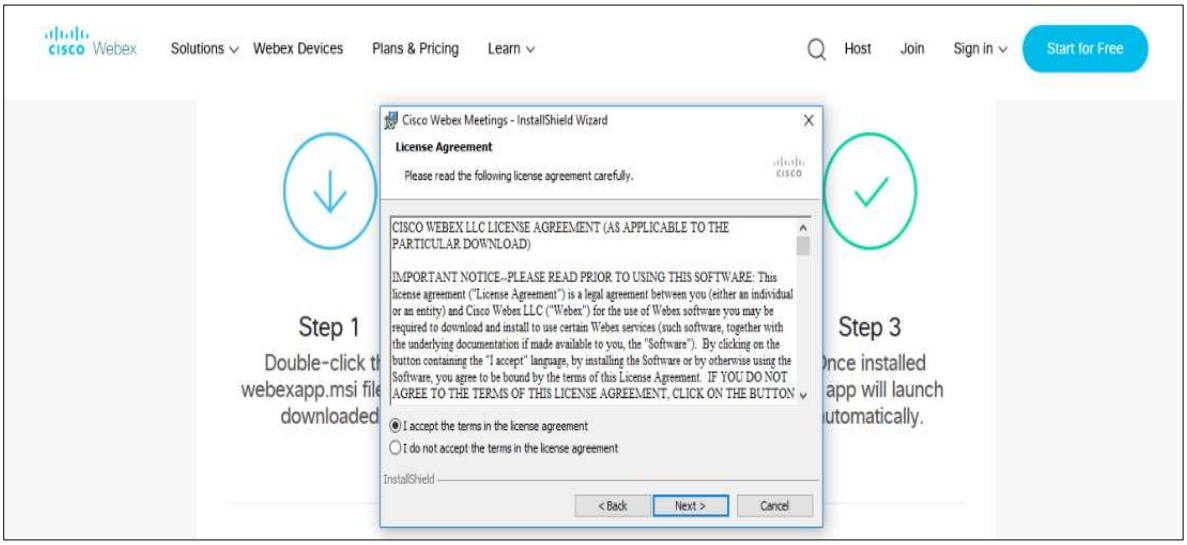
For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

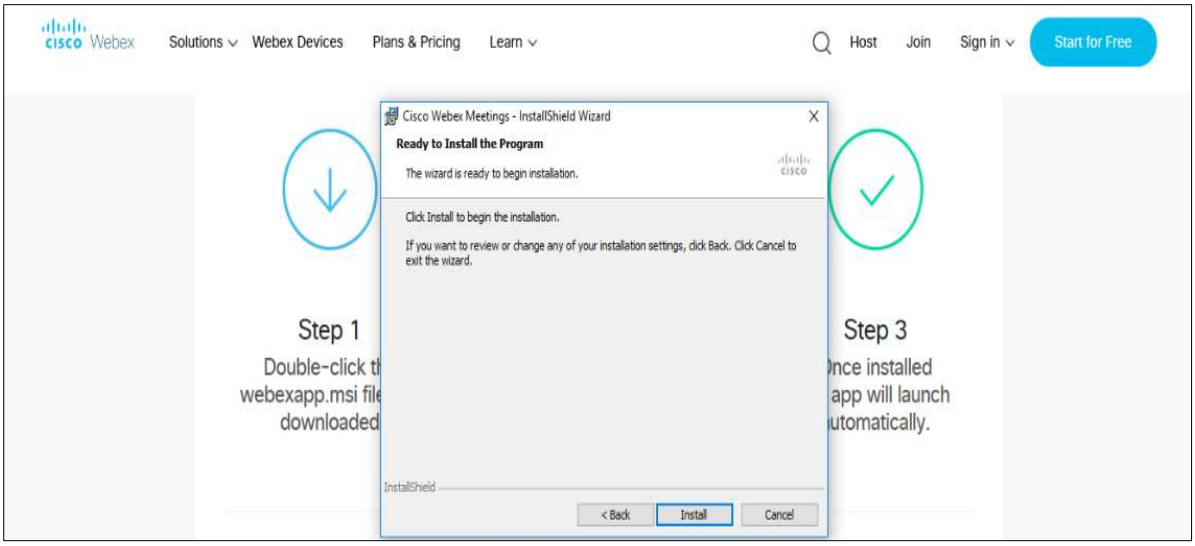
a) Please download and install the Webex application by clicking on the link https://www.webex.com/downloads.html/




Webex
Solutions
Webex Devices
Plans & Pricing
Learn
Host
Join
Sign in
Start for Free
Step 1
Double-click the webexapp.msi file you downloaded
Step 2
The Webex Meetings setup wizard will launch. Follow the instructions to set up.
Step 3
Once installed the app will launch automatically.
To open the app double-click the Webex Meetings icon on your desktop.
What do you want to do with webexapp.msi (88.1 MB)?
From: akamaicdn.webex.com
Run
Save
Cancel


Webex
Solutions
Webex Devices
Plans & Pricing
Learn
Host
Join
Sign in
Start for Free
Cisco Webex Meetings - InstallShield Wizard
Welcome to the InstallShield Wizard for Cisco Webex Meetings
The InstallShield(R) Wizard will install Cisco Webex Meetings on your computer. To continue, click Next.
WARNING: This program is protected by copyright law and international treaties.
< Back
Next >
Cancel
Step 1
Step 3
To open the app double-click the Webex Meetings icon on your

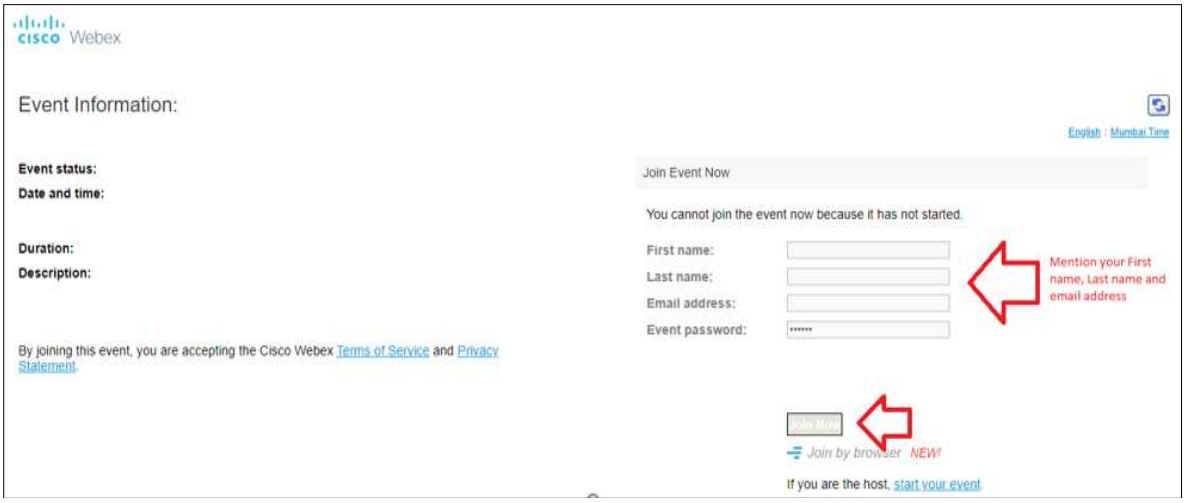




or

b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application. Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now



14. The instructions for remote e-voting are as under:

i. The voting period begins on 24th September 2022 at 10:00 am and ends on 27th September 2022 at 05:00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **21st September 2022**, may cast their vote electronically. The voting module shall be disabled by Link Intime for voting thereafter.

ii. Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post 9th June, 2021.

iii. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

iv. Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL

1. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login"" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.

2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.

2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.

4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form is given below:

Individual Shareholders of the company, holding shares in physical form as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in

2. Click on **"Sign Up"** under **'SHARE HOLDER'** tab and register with your following details: -

   A. **User ID:** Shareholders holding shares in **physical form shall provide** Event No + Folio Number registered with the Company.
   B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
   C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
   D. **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

   *****_Shareholders/ members holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above_

   - Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
   - Click "confirm" (Your password is now generated).

3. Click on 'Login' under **'SHARE HOLDER'** tab.

4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **'Submit'.**

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select **'View'** icon**.**
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option **'Favour / Against'** (If you wish to view the entire Resolution details, click on the **'View Resolution'** file link).
4. After selecting the desired option i.e. Favour / Against, click on **'Submit'.** A confirmation box will be displayed. If you wish to confirm your vote, click on **'Yes',** else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in and register themselves as **'Custodian / Mutual Fund / Corporate Body'**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body'** login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

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

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in

- Click on **'Login'** under **'SHARE HOLDER'** tab and further Click **'forgot password?'**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

DIVIDEND RELATED INFORMATION:

15. The dividend for the year ended 31st March 2022 as recommended by the Board, if approved at the ensuing Annual General Meeting will be paid to those Members whose names appear on the Company's Register of Members as on the **cutoff date i.e. 16th September 2022**. In respect of shares held in demat form; the dividend will be paid to the beneficial owners of shares as per details furnished by the Depositories for the purpose. The dividend will be paid within 30 days from the date of Annual General Meeting i.e. 28th September 2022.

Payment of dividend shall be made through electronic mode to the Shareholders who have updated their bank account details. Dividend warrants / demand drafts will be dispatched to the registered address of the shareholders who have not updated their bank account details.

Shareholders are requested to register/ update their complete bank details:

(a) with their Depository Participant(s)with whom they maintain their demat accounts if shares are held in dematerialized mode by submitting the requisite documents, and
(b) with the Company / M/s. Link Intime India Private Limited by emailing at rnt.helpdesk@linkintime.co.in, if shares are held in physical mode, by submitting:
    i. scanned copy of the signed request letter which shall contain shareholder's name, folio number, bank details (Bank account number, Bank and Branch Name and address, IFSC, MICR details),
    ii. self-attested copy of the PAN card and
    iii. cancelled chequeleaf. In case shares are held in dematerialised mode, details in a form prescribed by your Depository Participant may also be required to be furnished.

Pursuant to the amendments introduced by the Finance Act, 2020 the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders w.e.f.1st April 2020. No tax will be deducted on payment of dividend to the resident individual shareholders if the total dividend paid does not exceed Rs.5,000/-. The withholding tax rate would vary depending on the residential status of the shareholder and documents registered with the Company.

IEPF RELATED INFORMATION:

16. Pursuant to Section 124 & 125 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended any dividend which remains unpaid or unclaimed for a period of 7 (Seven) years from the date of its transfer to Unpaid Dividend Account is required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) of the Central Government. The Company has therefore transferred unpaid or unclaimed dividends amounting to Rs. 2,11,878/- for the financial year ended March 31, 2014 on 18th November 2021 to the IEPF Authority.

17.
    i. The unclaimed dividend in respect to the financial year 2014-15 is due for transfer to the IEPF on 5th November, 2022. Members who have not as yet encashed their dividend warrants for the financial year ended 31st March 2015 thereafter are requested to write to the Company / Registrar and Share Transfer Agents. Members are requested to note that no claims shall lie against the Company or the IEPF in respect of any amounts which were unclaimed or unpaid for a period of 7 (Seven) years from the dates they first became due for payment and no payment shall be made in respect of such claim.

ii. The dividends not claimed or encashed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund as per Section 124 of the Companies Act, 2013.

iii. Additionally, pursuant to Section 124 (6) of the Companies Act, 2013 read with the IEPF Rules, all shares in respect of which dividend has not been claimed for past seven consecutive years shall be transferred by the Company in the name of IEPF by way of credit to the Demat Account established by the IEPF Authority within 30 days from 5th November 2022. Any person whose shares are thus transferred to IEPF may claim his/her/its shares under proviso to Section 124(6) of the Act by following the process given under Rule 7 of the IEPF Rules.

iv. In terms of the relevant IEPF Rules, the Company has uploaded the information in respect of the Unclaimed Dividends for the financial years 2014-15 to 2020-21 under Unclaimed Dividend on the website of the Company at www.mbfsl.com.

Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has, during financial year 2021-22, transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more for the financial year ended March 31, 2014. Details of shares so far transferred to the IEPF Authority are available on the website of the Company.

i) The said details have also been uploaded on the website of the IEPF Authority and can be accessed through the link: www.iepf.gov.in.

ii) Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from the IEPF Authority.

The concerned members/investors are advised to visit the weblink of the IEPF Authority http://iepf.gov.in/IEPF/refund.html or contact LIIPL, for detailed procedure to lodge the claim with the IEPF Authority.

18. The Chairman shall at the end of discussion on the resolutions on which voting is to be held, allow voting for all those members who are present at the AGM through VC/OAVM but have not cast their votes through the remote e-voting and otherwise not barred from doing so, shall be eligible to vote through e-voting system provided during the AGM.

19. The results shall be declared on or after the AGM. The results along with the Scrutinizer's Report shall also be placed on the website of the Company www.mbfsl.com within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the stock exchange viz. BSE Limited.

20. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participant(s), with whom they maintain their demat accounts will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change in bank particulars. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate to their Depository Participants immediately.

21. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. Link Intime India Private Limited, Registrar and Transfer Agent of the Company or they can inform via e-mail at secretarial department of the Company at secretarial@mukeshbabu.com immediately.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

22. The statutory documents will be available for inspection by the Members electronically during the AGM such as Register of Directors and Key Managerial Personnel and their shareholding, the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013; members desirous of inspecting any statutory documents at the AGM or getting any information in respect of the contents of the Annual Report or relevant documents referred to in the Notice and the Statement pursuant to Section 102 of the Act, are requested to forward the same to the Company Secretary at least 10 days prior to the AGM via Letter or correspondence to the secretarial department of the Company on email id: secretarial@mukeshbabu.com so that the required information can be made available.

REGISTRATION OF BANK DETAILS:

23. Bank Mandates: In order to avoid fraudulent encashment of the dividend warrants, Members holding shares in physical form are requested to intimate the Registrar & Share Transfer Agent under the signature of the Sole/First holder, the following information to be incorporated on the Dividend Warrants:

    I. Name of the Sole/First holder and the folio number
    II. Particulars of Bank Account viz.
        a) Name of the Bank
        b) Name of the Branch
        c) Complete address of the Branch with Pin code
        d) Bank Account Number allotted by the Bank.

24. Nomination Facility

    The Members holding the shares in physical form may obtain the Nomination Form from the Company's Registrar & Share Transfer Agent.

25. The Members are requested to dematerialize their shareholdings with their Depository Participants as the Company's Shares are traded compulsorily under demat mode on the Stock Exchange.

    Members are hereby informed that pursuant to the SEBI Circular relating to 'Amendment to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandating transfer of securities in dematerialized form with a depository', shares are to be transferred only in demat form. The amendment does not prohibit the investor from holding the shares in physical form, investor has the option of holding shares in physical form but any investor, who is desirous of transferring shares (which are held in physical form) after 1st April, 2019 can do so only once the shares are dematerialized.

26. Mr. V. V. Chakradeo, Practicing Company Secretary (Membership No.FCS3382/ COP No.1705), has been appointed as the Scrutinizer to conduct the e-voting process and voting at the AGM through VC/OAVM process in a fair and transparent manner.

    The Scrutinizer shall, immediately after conclusion of the voting at AGM, first unblock the votes cast during the AGM, thereafter unblock the votes through e-voting and make a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorised by him in writing who shall countersign the same.

    The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.mbfsl.com and on the website of the RTA i.e. www.linkintime.co.in and communicated to the BSE Limited within two days of the passing of the resolutions at the Thirty-Seventh AGM of the Company on 28th September, 2022.

    Subject to receipt of the requisite number of votes, the resolutions as stated in this Notice shall be deemed to be have been passed on the date of the AGM i.e. 28th September 2022.

CONTACT DETAIL:

Company	M/s. Mukesh Babu Financial Services Limited CIN: L65920MH1985PLC035504 Registered Office:- 111, Maker Chambers III, 223, Nariman Point, Mumbai – 400021. Phone: +91 22 22834462, 22844015 Fax: +91 22 24082687 Email Id: secretarial@mukeshbabu.com
Registrar and Share Transfer Agent	M/s. Link Intime India Private Limited C-101, 247 Park, L.B.S. Road, Vikhroli (West), Mumbai – 400083. Phone: +91 22 49186000 Fax: +91 22 49186060 Email Id: manohar.shirwadkar@linkintime.co.in
E-Voting Agency	M/s. Link Intime India Private Limited C-101, 247 Park, L.B.S. Road, Vikhroli (West), Mumbai – 400083. Phone: +91 22 49186000 Fax: +91 22 49186060 enotices@linkintime.co.in
Scrutinizer	CS V.V. Chakradeo (Practicing Company Secretary) Email Id: vvchakra@gmail.com

ANNEXURE TO THE NOTICE

Detailed profile of Director seeking appointment/re-appointment in the Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name of the Director	**Mr. Mukesh Babu** **(DIN: 00224300)**
Date of Birth	17th November, 1955, 67 years
Qualifications	C.A, B.Com.
Expertise in specific functional areas	Stocks & Shares, Investment Banking & Merchant Banking
Experience	Over 4 decades
Directorship in Other Companies (excluding Foreign and Section-8 Companies) as on **31st March 2022**	1. Mukesh Babu Securities Limited 2. Sagar Systech Limited 3. Mukesh Babu Management Consultants Private Limited 4. Mukesh Babu Stock Broking Private Limited 5. Rushil Recycling Private Limited 6. Rushil Industries Limited 7. Ashtavinayak Infra Tech Private Limited 8. Rushil Enterprises Limited
Other Companies in which Committee membership/ chairmanship held	Member of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee of Sagar Systech Limited
No. of shares held in the Company as on 31st March, 2022	34,31,600 (49.23%)
Relationship with other Directors and/or other KMPs	Husband of Mrs. Meena Mukesh Babu –Director of the Company

For other details such as number of Meetings of the Board attended during the year, remuneration of Appointee Directors please refer to the Corporate Governance Report.

By Order of the Board of Directors
For **Mukesh Babu Financial Services Limited**

Nupur Chaturvedi
Company Secretary, Group Head-Legal & Compliance

Mumbai, 10th August 2022

Registered Office:
Mukesh Babu Financial Services Limited
111, Maker Chamber III,
223, Nariman Point,
Mumbai – 400021

Director's Report

Dear Shareholders,

Your Directors have pleasure in presenting the **Thirty-Seventh Annual Report** on the business, operations and state of affairs of the Company together with the Standalone and Consolidated Audited Financial Statements for the financial year ended **31st March 2022:**

1. FINANCIAL HIGHLIGHTS

The Company's standalone and consolidated financial performance under review along with previous year's figures is given hereunder:

(Rs.'000)

Particulars	Current Year	Previous Year	Current Year	Previous Year
	Standalone	**Standalone**	**Consolidated**	**Consolidated**
	2021-2022	**2020-2021**	**2021-2022**	**2020-2021**
Income From Operations	2,13,362	3,82,841	2,13,362	3,81,789
Other Income	772	1,045	9,779	1,50,323
Total Income	2,14,134	3,83,886	2,23,141	5,32,112
Profit before Interest, Depreciation & Tax	45,688	1,81,436	45,948	2,73,977
Less : Interest	17,601	1,28,246	20,253	1,31,353
Profit Before Depreciation &Income Tax	**28,087**	**53,190**	**25,695**	**1,42,624**
Less : Depreciation	1,637	673	2,333	1,452
Profit After Depreciation and Interest	**26,450**	**52,517**	**23,362**	**1,41,172**
Less: Current Income Tax	6,827	14,849	6,827	4,767
Less: Deferred Tax	(1,367)	1,241	(1,259)	1,378
Net Profit After Taxation	**20,990**	**36,427**	**17,794**	**1,35,027**
Less: Transfer to /from Non-Controlling Interest	0	0	1,546	(47,703)

Less: Dividend	8,365	8,365	8,365	8,365
Less: Dividend Distribution Tax	0	0	0	0
Less: Transfer to Statutory Reserve	4,198	7,285	4,198	7,285
Less: Provision for Standard Assets	(353)	(1,523)	(354)	(1,523)
Balance carried to Balance Sheet	**8,780**	**22,300**	**7,131**	**73,271**
Earnings Per Share (Basic/Diluted)	**3.01**	**5.23**	**2.55**	**19.37**

2. PERFORMANCE REVIEW

During the year under review Income from Operations has decreased from Rs. 3,82,841 Thousands to 2,13,362 Thousands (**Decrease of 44.27%).** Profit before Interest, Depreciation and Tax has decreased from Rs.1,81,436 Thousands to 45,688 Thousands (**Decrease of 74.82%**) and Profit after Tax has decreased from Rs.36,427 Thousands to Rs.20,990 Thousands (**Decrease of 42.38%**) .

3. TRANSFER TO RESERVE

A sum of Rs. 4,198 Thousands has been transferred to Special Reserve during the year. Your Company does not propose to transfer any amount to General Reserve out of the amounts available for appropriation and an amount of Rs.8,780 Thousands is proposed to be retained in the Profit & Loss account.

4. SHARE CAPITAL

The Paid-up Equity Share Capital of the Company as on 31st March 2022 is Rs.69,675 Thousand. During the year under review, the Company has neither issued any shares with differential voting rights nor granted any stock options nor any sweat equity.

The Company's equity share capital is listed on BSE Limited. The shares are actively traded on BSE and have not been suspended from trading.

5. DIVIDEND

The Board of Directors has recommended a dividend of Rs.1.20 (Rupee One and Twenty Paise Only) per equity share on face value of Rs.10/- (Rupees Ten each) i.e.12% for the financial year ended 31st March 2022.

The payment of dividend subject to approval of Members at the forthcoming Annual General Meeting (AGM), would result in a Dividend outflow of Rs.8,365.08 Thousands.

Pursuant to the amendments introduced by the Finance Act, 2020 the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders w.e.f. 1stApril 2020. No tax will be deducted on payment of dividend to the resident individual shareholders if the total dividend paid does not exceed Rs.5,000/-.

The withholding tax rate would vary depending on the residential status of the shareholder and documents registered with the Company.

Dividend will be paid to those Members whose names appear in the Register of Members as on **16th September 2022**.

6. INDIAN ACCOUNTING STANDARD (IND AS):

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

The financial statements of the Company are prepared in compliance with the Companies Act, 2013 and "Indian Accounting Standard (Ind AS). In accordance with the Companies (Indian Accounting Standards), Rules, 2015 of the Companies Act, 2013, the Company has been following the Indian Accounting Standards (Ind AS) for preparation of its financial statements from 01st April, 2019. Significant accounting policies used for the preparation of the financial statements are disclosed in the notes to the financial statements.

7. PERFORMANCE OF SUBSIDIARY COMPANIES

During the year under review the Company has only one subsidiary – Mukesh Babu Securities Limited (CIN: U67120MH1994PLC076455) and the Highlights of the financial performance during Financial Year 2021-22 are as follows:

As on 31st March 2022, the Authorised & Paid up Share Capital of the Subsidiary Company is Rs.50,000 Thousand Only. There is net loss of Rs. (3,195 Thousand) in the Company for the year ended 31st March 2022 against net profit of Rs. 98,601 Thousand in the previous year.

Accounts of Subsidiary:

The Consolidated Financial Statements of the Company are prepared in accordance with the provisions of Section 129(3) of the Companies Act, 2013 and as per the applicable Accounting Standards issued by the Institute of Chartered Accountants of India.

Pursuant to proviso (b) to Section 136(1) of the Companies Act, 2013, a copy of the Audited Financial statements for the year ended 31st March 2022 alongwith the Reports of the Board of Directors and the Auditors of the Company's subsidiary- Mukesh Babu Securities Limited shall be furnished to any shareholder on demand.

These are also available for inspection at the Registered Office of the Company and are also being posted on the Company's website www.mbfsl.com.

8. CONSOLIDATED FINANCIAL STATEMENTS

As required under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") and applicable provisions of Companies Act, 2013 ("the Act"), the Consolidated Financial Statements of the Company have been prepared in accordance with the applicable Accounting Standards and forms part of the Annual Report.

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of The Companies (Accounts) Rules, 2014, Statement containing salient features of the Financial Statements of subsidiary is annexed to this report as **Annexure -A.**

9. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY THAT OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no material changes and commitments affecting the financial position of the Company that occurred between the end of the financial year to which these financial statements relate and the date of this report, other than at macro-level situation of economic instability on account of the prevailing pandemic of COVID-19.

10. COVID

The COVID-19 crisis continued to impact during the year 2021-22 as well. However, the Company continued its operations in compliance with the guidelines issued by respective authorities and is continuing to take adequate precautions for safety and well-being of its employees. The successful rollout of the world's largest vaccination drive, pick-up in government expenditure and better preparedness compared with the first wave limited the negative economic impact.

11. PUBLIC DEPOSITS

No disclosure is required for the year under review since the Company has neither accepted nor renewed any deposits within the meaning of Section 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules 2014.

12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The provisions of Section 186 of the Companies Act, 2013 pertaining to investment and lending activities is not applicable to the Company since the Company is a Non- Banking Financial Company registered with the Reserve Bank of India. The details of loan given, investments made and guarantees and security provided during the financial year are furnished in the Notes to the financial statements.

13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All the related party transactions/contracts/arrangements entered by the Company during the financial year were on an arms' length basis and were carried out in the ordinary course of business.

All related party transactions were placed before the Audit Committee for their approval. Prior omnibus approval of the Audit Committee was obtained for the transactions which were of repetitive nature. The transactions entered into pursuant to the omnibus and specific approvals are reviewed periodically by the Audit Committee.

There were no materially significant related party transactions made by the Company during the year under consideration with the Promoters, Directors or Key Managerial Personnel which have a potential conflict with the interest of the Company at large.

In accordance with the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has formulated a Policy on Materiality of Related Party Transactions and a Policy on dealing with Related Party Transactions. The Policy is available on the Company's Website at www.mbfsl.com.

During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on Materiality of Related Party Transactions. The Company has made full disclosure of transactions with the related parties as set out in Note 34 of Standalone Financial Statements, forming part of the Annual Report.

There were no materially significant related party transactions which could have potential conflict with interest of the Company at large.

The particulars as required under Section 188 of the Companies Act, 2013 are furnished in Form AOC-2 which is annexed as **Annexure – B** to this report.

14. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 the CSR provisions were applicable to our Company in the financial year 2021-22, wherein the Company made a contribution towards CSR amounting to Rs.5,00,000/-.

The CSR initiatives undertaken by the Company were mainly focused on providing education especially among children, women, elderly and the differently-abled; eradicating hunger, poverty and malnutrition; promoting health care.

The CSR Report on the activities undertaken during the year is provided as **Annexure-C** to this report.

15. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in place adequate internal financial controls with reference to financial statements. The Company's internal control system is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with the laws and regulations.

The Company has an internal control system, commensurate with the size of its operations and nature of its business activities and is supported by an internal audit process. M/s. V. R. Pandya & Co., Chartered Accountants, the Internal Auditor of the Company monitors and evaluates the efficacy and adequacy of its internal control system, its compliance with operating systems, accounting procedures and policies of the Company.

16. RISK MANAGEMENT

Risk management is an integral part of the Company's business strategy that seeks to minimise adverse impact on business objectives and capitalise on opportunities.

The Company being a Non- Banking Financial Company is regulated by Reserve Bank of India (RBI) and the Board of Directors of the Company has constituted the Risk Management Committee to frame, implement and monitor the Risk Management Policy of the Company.

The Committee is responsible for reviewing the risk management plan and ensuring its efficiency. The policy is available on the Company's website at www.mbfsl.com.

17. WHISTLE BLOWER POLICY / VIGIL MECHANISM

As required under Regulation 22 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has an effective Whistle Blower Policy to deal with the instances of fraud and mismanagement. The details of the policy are enumerated in the Corporate Governance Report. The policy is available on the Company's website at www.mbfsl.com.

The policy provides for adequate safeguard against the victimization of the employees and Directors who express their concerns. The Company has also provided direct access to the Chairman of the Audit Committee on reporting issues concerning the interests of employees and the Company. The functioning of Vigil Mechanism is overseen by the Audit Committee.

There was no instance of denial of access to the Audit Committee.

18. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a Policy on Prevention of Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has voluntarily set up an Internal Complaints Committee to redress the complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. There has been no complaints filed or cases reported during the financial year ended 31st March 2022. The policy is available on the Company's website at www.mbfsl.com.

19. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

(a) Board of Directors:

There is no change in Board of Directors during the year under review. The brief profile of the Directors is as below:

Mr. Mukesh C. Babu, Chairman and Managing Director

As a Chairman and Managing Director, Mr. Mukesh C. Babu has always led from the front. He is always firmly committed to the way of working - building consensus and democratic processes. He has been serving the Company since its incorporation. He has extensive expertise and experience over 3 decades in the field of Capital Markets, Stocks & Shares, Investment Banking and Merchant Banking.

Mr. Pankaj Majithia, Independent Director

Mr. Pankaj Majithia is a Chartered Accountant by profession and a highly respected professional in corporate India and an Independent Director on the Board of Directors of the Company. He is a founder Partner of M/s. Majithia & Associates, Chartered Accountants and has vast experience in the field of Accounting, Audit, Finance, Taxation, Corporate Governance and Company Law. He is also Chairman of the Audit Committee, Stakeholders Relationship Committee, and Nomination & Remuneration Committee.

Mr. Vijay Vora, Independent Director

Mr. Vijay L. Vora is a business entrepreneur and an Independent Director on the Board of Directors of the Company. He has more than two decades of experience in Business. He is the Chairman of Corporate Social Responsibility Committee. He is a member of the Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee, and Risk Management Committee.

Mrs. Meena Mukesh Babu, Non-Executive Director

She is one of the Promoters of the Company and has been appointed as the Non-Executive Director of the Company with effect from 29th May, 2018. She is also the Managing Director of Mukesh Babu Securities Limited, Company's Subsidiary since 1997 and has extensive expertise and experience over 3 decades in the field of Stocks & Shares, Investment Banking and Merchant Banking. She is a member of the Nomination & Remuneration Committee and Corporate Social Responsibility Committee.

Mr. Manishkumar Shah, Independent Director

Mr. Manishkumar Shah is a businessman with more than three decades of experience and is appointed as an Additional Director under the category of Independent Director on the Board of Directors of the Company on 28th August 2020. He has rich experience of more than two decades in the field of business of the Company. He is on the Board of several Companies having its business in manufacturing, trading, import/exports etc.

Mr. Bhavesh Doshi, Independent Director

He has more than three decades of experience in the field of Capital markets, investment, with his keen and insightful perspective on the Indian Economy, Macro Economic conditions of Industry as a whole. He would be an asset to further the Company's advancements on the Investments front. He has been appointed as an Additional Director under the category of Independent Director on the Board of Directors of the Company on 28th August 2020.

(b) Appointment of Directors:

There has been no change in the Directors of the Company since the last Annual Report.

(c) Retirement by rotation:

In terms of the provisions of Section 152(6) of the Companies Act, 2013, Mr. Mukesh Babu (DIN: 00224300) retires by rotation at the forthcoming Annual General Meeting and being eligible offers himself for re-appointment. The Board recommends his re-appointment.

(d) Key Managerial Personnel:

The Board of Directors of the Company in their meeting held on 05.07.2022 has appointed Ms. Sarika Pandya as the Chief Financial Officer of the Company in place of Mr. Mahesh Thakar, who has resigned from his post.

Pursuant to the provisions of Section 203 of the Act read with the rules made there under, the following employees are the whole time key managerial personnel of the Company:

1. Mr. Mukesh Babu – Managing Director
2. Ms. Sarika Pandya– Chief Financial Officer
3. Ms. Nupur Chaturvedi – Company Secretary, Group Head-Legal & Compliance & Compliance Officer

20. BOARD AND COMMITTEES

During the year ended 31st March 2022, four Board meetings were held and the gap between two consecutive Board Meetings did not exceed 120 days and at least one meeting was held in each quarter.

The details of the constitution and meetings of the Board and its Committees held during the year are provided in the Corporate Governance Report which forms part of this Annual Report.

21. INDEPENDENT DIRECTORS

(a) Declaration from Independent Directors

The Board has received declaration from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and have their names registered in the Independent Director's Databank.

(b) Criteria for Performance Evaluation

Nomination and Remuneration Committee has laid down various criteria for performance evaluation of Independent Directors which, inter-alia, includes preparedness and attendance at the meetings, understanding of Company's operations and business and contribution at Board Meetings through which the Board satisfy itself with regard to integrity, expertise and experience (including the proficiency) of the independent directors appointed in the Company.

(c) Details of Familiarization Programme

Pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every Independent Director on the Board is familiarized by the Executive Directors/ Senior Managerial Personnel about the Company's strategy, operations, organization structure, human resources, quality, finance and risk management at each Board Meeting before taking up the Agenda items for discussion.

Further, at the time of appointment of an independent director, the Company issues a formal letter of appointment outlining his/ her role, functions, duties and responsibilities as a director. The terms and conditions of letter of appointment is available on the Company's website at www.mbfsl.com.

22. EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES & INDIVIDUAL DIRECTORS

Pursuant to the provisions of Section 178(2) of the Companies Act, 2013 read with Clause VIII of Schedule IV to the Companies Act, 2013 and the requirements laid down under Schedule II on Corporate Governance of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Nomination and Remuneration Committee has framed Policy for evaluation of performance of the Board, its committees and individual Directors. The Policy inter alia provides the criteria for evaluation of performance such as Board effectiveness, quality of discussion, contribution at the meetings, business acumen, strategic thinking and relationship with the stakeholders, corporate governance practices, contribution of the Committees to the Board in discharging its functions, etc.

During the year under review, a meeting of Independent Directors was held on 29th June 2021 to carry out annual evaluation of the performance of the Board, its Committees and of individual directors. The manner in which the evaluation was carried out has been explained in the Corporate Governance Report.

23. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SECTION 178 OF THE COMPANIES ACT, 2013

Pursuant to the provisions of Section 178 of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has formulated a Nomination & Remuneration Policy on director's appointment and remuneration criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178. The Nomination & Remuneration Policy of the Company is available on the Company's website: www.mbfsl.com.

24. POLICIES OF THE COMPANY

The Company is determined to maintain a good corporate governance practice and has a robust system for smooth and effective functioning of the Board. Various policies have been framed by the Board of Directors as required under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in order to follow a uniform system of procedures. These policies are periodically reviewed and updated by the Board of Directors of the Company from time to time. Following are some of the major policies adopted by the Company:

1. Code for Insider Trading Policy
2. Nomination & Remuneration Policy
3. Policy for determination of Material Subsidiary
4. Policy on materiality of Related Party Transactions
5. Policy on dealing with Related Party Transactions
6. Whistle Blower Policy

7. Document Retention and Archival Policy
8. Code for Directors and Senior Managerial Personnel
9. Policy on evaluation of Directors
10. Policy on prevention of Sexual Harassment of Women at Workplace

The aforementioned policies are available on the website of the Company and can be accessed at www.mbfsl.com.

25. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, your Directors to the best of their ability & knowledge hereby confirm that-

(a) in the preparation of the annual accounts for the year ended 31st March 2022, the applicable accounting standards have been followed from time to time and no material departures have been made from the same;
(b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2022 and of the profit and loss of the Company for that period;
(c) they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
(d) they have prepared the annual accounts on a going concern basis;
(e) they, have laid down internal financial controls to be followed by the Company and that they are adequate and are operating effectively and
(f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

26. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There were no significant and material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

27. AUDITORS AND AUDITORS' REPORT

Statutory Auditors

At the 32nd Annual General Meeting of the Company held on 29th September 2017, the members of the Company appointed M/s. Chaitanya C. Dalal & Co., Chartered Accountants (FRN.101632W) as the Statutory Auditors of the Company for a term of period of 5 (five) years up to the conclusion of 37th Annual General Meeting to be held in year 2022.This term is getting completed in the ensuing AGM.

As per provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time and pursuant to the recommendation made by the Audit Committee and the Board of Directors, M/s. Chaitanaya C Dalal & Co. (Firm Reg. No.: 101632W) be and are hereby re-appointed as the Statutory Auditors of the Company for the period of Five (5) years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 42nd Annual General Meeting of the Company to be held in the financial year 2026-2027 without the requirement of further ratification by the members, on such remuneration as may be fixed by the Board of Directors of the Company, besides applicable tax and any other applicable levies and reimbursement of travelling, communication and out of pocket expenses, if any subject to approval of shareholders.

The consent of the Auditors along with certificate under Section 139 of the Act have been obtained from the Auditors to the effect that their re-appointment, if made, shall be in accordance with the prescribed conditions and that they are eligible to hold the office of Auditors of the Company. The Board recommends the appointment of M/s. Chaitanya C. Dalal & Co., Chartered Accountants (FRN.101632W), as the Statutory Auditors of the Company.

Necessary resolution for reappointment of the said Auditors is included in the Notice of AGM for seeking approval of members

The Auditors Report annexed to the Financial Statements does not contain any qualification, reservation or adverse remark or disclaimer.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors in its meeting held on 29th June 2021 appointed CS V. V. Chakradeo of M/s. V. V. Chakradeo & Co., Practicing Company Secretaries (FCS: 3382/ COP: 1705) to carry out the audit of secretarial records of the Company for the financial year 2021-22. The consent of the Secretarial Auditor to undertake the secretarial audit for the financial year ended 31st March 2022 has been received by the Company.

The Secretarial Audit Report of the Company and its material unlisted subsidiary Mukesh Babu Securities Limited is annexed to this report as **Annexure – D**.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark or disclaimer.

As required under the Regulation 24A of SEBI (Listing Obligations and Disclosure & Requirements) Regulations, 2015, the Secretarial Compliance Report of Mukesh Babu Financial Services Limited and its material unlisted subsidiary Mukesh Babu Securities Limited for the financial year ended 31st March, 2022 is provided as **Annexure – E**.

Reporting of Frauds by Statutory Auditors

The Statutory Auditors of the Company have not reported any instances of fraud in the Company during the year under review as specified under the Section 143(12) of the Companies Act, 2013.

28. SECRETARIAL STANDARDS

The Directors state that the Company has duly followed applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively. The Secretarial Auditor in his Secretarial Audit report confirms the same.

29. ANNUAL RETURN

In compliance with section 134(3)(a), the annual return referred to in sub-section (3) of section 92 has been placed on the website of the Company at www.mbfsl.com.

30. COST RECORDS AND COST AUDIT

Maintenance of Cost Records and requirement of Cost Audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013, is not applicable to our Company.

31. PARTICULARS OF EMPLOYEES & RELATED DISCLOSURES

Pursuant to Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, a Statement showing names & other particulars of the employees are provided under **Annexure - F** to this report.

During the year under review, the Company does not have any employee who is drawing remuneration of Rs.1,02,00,000/- per annum or Rs.8,50,000/- per month as stipulated in the Act and the rules made thereunder. Hence, there are no disclosures required under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

32. CORPORATE GOVERNANCE

In compliance with Regulations 17 to 27 and 34 read with Schedule V of SEBI (Listing Obligations and Disclosure & Requirements) Regulations, 2015, as applicable, the Corporate Governance Report is given in **Annexure – G** and forms part of the Annual Report. Auditors` Certificate on Corporate Governance from Statutory Auditors of the Company is annexed in **Annexure – H**.

The Certificate on Compliance with Code of Conduct duly signed by the Managing Director of the Company for the year ended 31st March 2022 regarding compliance by the Board members and senior management personnel with Company's Code of Conduct is covered thereto.

33. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars regarding Conservation of Energy and Technology Absorption are not furnished since the Company is not a manufacturing entity.

During the financial year under review, the Company did not have any foreign exchange earnings and outgo.

34. MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

The Management Discussion and Analysis annexed to this Report as **Annexure – I**, forms the integral part of this report and covers, amongst other matters, the performance of the Company during the financial year under review as well as the future prospects.

35. OTHER DISCLOSURES

The Company does not have any scheme or provision of money for the purchase of or subscription to its own shares by the employees/ Directors or by trustees for the benefit of the employees/ Directors.

36. ANNUAL REPORTS

The Company has published the statutory disclosures in the print version of the Annual Report along with the Notice of the AGM. Electronic copies of the Annual Report 2021-22 and Notice of the 37th Annual General Meeting are being sent through electronic mode to all members whose email addresses are registered with the Company / Depository Participant(s). For members who have not registered their email addresses, the Company has been exempted under the General Circular No.14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 02/ 2020 dated May 5, 2020 and General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/ 2022 dated May 5, 2022 (the "MCA Circulars") for any physical delivery of AGM Notice and Annual Report of the Company. However as per SEBI Circular dated May 13, 2022, the Company shall send the physical copy of the Annual Reports to all the Shareholders who have registered their request for the same.

Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website www.mbfsl.com and website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com.

37. MANAGING DIRECTOR & CHIEF FINANCIAL OFFICER CERTIFICATE

The Certificate from Mr. Mukesh Babu, Managing Director and Ms. Sarika Pandya, Chief Financial Officer with regard to the financial statements and other matters as stated in the Compliance Certificate has been furnished, mandated under the Part B under the Schedule II on Corporate Governance under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in **Annexure – J**.

38. CERTIFICATION ABOUT DIRECTORS

None of the directors of the Company has been debarred or disqualified from being appointed or continuing as directors by Securities and Exchange Board of India/Ministry of Corporate Affairs or any such authority. A Certificate to this effect, duly signed by a Practicing Company Secretary is appended to this Report in **Annexure - K.**

39. ACKNOWLEDGEMENTS

The Board of Directors wish to place on record their gratitude for the valuable guidance and continued support extended by the Securities Exchange Board of India, Reserve Bank of India, Bombay Stock Exchange, Ministry of Corporate Affairs, other government authorities, Banks and other stakeholders. Your Directors would also like to take this opportunity to express their appreciation for the dedicated efforts of the employees of the Company.

For and on behalf of the Board of Directors of
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu
Chairman & Managing Director
DIN: 00224300

Meena Babu
Director
DIN: 00799732

Date: 10th August 2022
Place: Mumbai

Annexure-A

Form No.AOC-1

[Pursuant to first proviso to Section 129(3) of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statement of Subsidiary	
	(Amt. In Rs.'000)
Name of the Subsidiary	**Mukesh Babu Securities Limited**
Reporting Period of the subsidiary	April 01, 2021 to March 31, 2022
Reporting currency	Rupees
Share Capital	50,000
Other Equity (Includes Other Comprehensive Income)	5,50,011
Total Assets	3,49,919
Total Liabilities	63,772
Investments (At Realisable Value)	3,13,864
Turnover (Gross Receipt)	9,186
Profit /(Loss) Before Taxation	(3,086)
Profit/(Loss) After Taxation	(3,194)
Proposed Dividend	0
Shareholding Percentage	51.62%

For and on behalf of the Board of Directors of
MUKESH BABU FINANCIAL SERVICES LIMITED

MUKESH BABU
Managing Director
(DIN: 00224300)

MEENA BABU
Director
(DIN: 00799732)

Date: 10th August 2022
Place: Mumbai

Annexure-B

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 subsection (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

1. **Details of contracts or arrangements or transactions not at arm's length basis -**
   The Company has not entered into any transaction with related parties which were not on an arm's length basis.

2. **Details of material contracts or arrangement or transactions at arm's length basis:**
   The Company has not entered into any material contracts or transactions with related parties during the financial year 2021-22.

For and on behalf of the Board of Directors of
MUKESH BABU FINANCIAL SERVICES LIMITED

MUKESH BABU	**MEENA BABU**
Managing Director	**Director**
(DIN: 00224300)	**(DIN: 00799732)**

Date: 10th August 2022
Place: Mumbai

Annexure –C

Annual Report on CSR Activities to be included in the Director's Report

1. Brief outline on CSR Policy of the Company:

   The CSR Policy of the Company is the guiding document to optimally allocate, manage and supervise prescribed CSR funds of the Company. The CSR initiatives undertaken by the Company as per the policy mainly focus on providing education especially among children, women, elderly and the differently-abled; eradicating hunger, poverty and malnutrition; promoting health care.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Vijay Vora	Independent Director	1	1
2.	Mr. Mukesh Babu	Executive Director	1	1
3.	Mrs. Meena Mukesh Babu	Non-executive Director	1	1
4.	Mr. Pankaj Majithia	Independent Director	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: https://mbfsl.com/corporate-governance-policies/.

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report)- **N.A.**

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: **Nil**

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1			
	Total		

6. Average net profit of the company as per section 135(5). **Rs. 2,26,67,354**

7.

a) Two percent of average net profit of the company as per section 135(5) : **Rs. 4,53,347**
b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **0**
c) Amount required to be set off for the financial year, if any: **0**
d) Total CSR obligation for the financial year (7a+7b-7c)- **Rs. 4,53,347**

8.

a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		**Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).**		
	Amount.	**Date of transfer.**	**Name of the Fund**	**Amount.**	**Date of transfer.**
5,00,000	**0**	**N.A**	**-**	**-**	**N.A**

b) Details of CSR amount spent against ongoing projects for the financial year: **Nil**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	**Name of the Project**	**Item from the list of activities in Schedule VII to the Act**	**Local area (Yes/No)**	**Location of the project.**		**Project duration**	**Amount allocated for the project (in Rs.)**	**Amount spent in the current financial Year (in Rs.)**	**Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)**	**Mode of Implementation - Direct (Yes/No)**	**Mode of Implementation - Through Implementing Agency**	
				State	**District**						**Name**	**CSR Registration number**
1.												
	Total											

c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	**Name of the Project**	**Item from the list of activities in schedule VII to the Act**	**Local area (Yes/ No)**	**Location of the project.**		**Amount spent for the project (in Rs.)**	**Mode of implementation - Direct (Yes/No)**	**Mode of implementation - Through implementing agency**	
				State	**District**			**Name**	**CSR registration number**
1.	School Education	ii	Yes	Maharashtra, Dahanu		5,00,000	No	C L Babu Foundation	CSR00010937
	Total					**5,00,000**			

d) Amount spent in Administrative Overheads-**0**
e) Amount spent on Impact Assessment, if applicable-**0**
f) Total amount spent for the Financial Year (8b+8c+8d+8e)- **5,00,000**
g) Excess amount for set off, if any- **Nil**

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

9.

a) Details of Unspent CSR amount for the preceding three financial years: **Not Applicable**

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	**Amount (in Rs).**	**Date of transfer.**	
1							
	Total						

b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **Not Applicable**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	**Project ID**	**Name of the Project**	**Financial Year in which the project was commenced**	**Project duration**	**Total amount allocated for the project (in Rs.)**	**Amount spent on the project in the reporting Financial Year (in Rs)**	**Cumulative amount spent at the end of reporting Financial Year. (in Rs.)**	**Status of the project - Completed /Ongoing**
1								
2								
	Total							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year **(asset-wise details)- NIL**
    a) Date of creation or acquisition of the capital asset(s).
    b) Amount of CSR spent for creation or acquisition of capital asset.
    c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
    d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5)- **Not applicable**

For and on behalf of the Board of Directors of
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu
Managing Director
(DIN: 00224300)

Vijay Vora
Chairman CSR Committee

Date: 10th August 2022
Place: Mumbai

Annexure –D

Secretarial Audit Report

FORM NO. MR-3
FOR THE FINANCIAL YEAR ENDED 31st MARCH 2022
[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,
Mukesh Babu Financial Services Limited,
Mumbai

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to corporate practices by **Mukesh Babu Financial Services Limited** (hereinafter called 'the Company') for the audit period covering the Financial Year ended 31st March 2022. 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 authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion the Company has during the audit period covering the financial year ended on 31st March 2022 complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance mechanism in place to the extent in the manner and subject to the reporting made hereinafter:

We have examined the books papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2022 according to the provisions of:

i) The Companies Act, 2013 ('the Act') and the rules thereunder;
ii) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment;
iii) The Securities Contracts (Regulation) Act, 1956('SCRA') and the rules made there under;
iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act,1992 ('SEBI Act'):-
    a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)Regulations, 2013;
    b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
    c. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
    d. The Securities and Exchange Board of India (Depositories and Participants) Regulation, 2018.

vi) All applicable Labour Laws;
vii) Bombay Shop & Establishment Act,1948;
viii) Indian Contract Act,1872;
ix) Income Tax Act, 1961 and Indirect Tax Laws.

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

i. Secretarial Standards issued by the Institute of Company Secretaries of India.
ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further report that:

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

Adequate notice is given to all directors to schedule the Board Meeting and agenda and detailed notes on agenda were sent at least seven days in advance and system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for the meaningful participation at the meeting.

Majority decision is carried through and as informed, there were no dissenting members' views and hence not recorded as part of the minutes.

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

Place: Mumbai
Date: 10th August, 2022

FOR V. V. CHAKRADEO & CO.
COMPANY SECRETARIES

V. V. CHAKRADEO
COP 1705 FCS 3382
UDIN: F003382D000773778

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

Annexure A of Secretarial Audit Report

To,
The Members,
Mukesh Babu Financial Services Limited,
Mumbai

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

1. Maintenance of secretarial record is responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about correctness of the contents of the secretarial record. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. I believe that the practices and processes, I followed provide a reasonable basis for our opinion.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Wherever required, I obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.

5. The compliance of the provisions of the Corporate and other laws, rules, regulations, norms and standards is the responsibility of the management. My 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 efficiency or effectiveness with which the management has conducted the affairs of the Company.

7. I have reported in my audit report, only those non compliances, especially in respect of filing of applicable forms/ documents, which in my opinion are material and having major bearing on the financials of the Company.

Place: Mumbai
Date: 10th August, 2022

FOR V. V. CHAKRADEO & CO.
COMPANY SECRETARIES

V. V. CHAKRADEO
COP 1705 FCS 3382

Secretarial Audit Report of the Subsidiary

FORM NO. MR-3
FOR THE FINANCIAL YEAR ENDED 31st MARCH 2022
[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,
Mukesh Babu Securities Limited,
Mumbai

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to corporate practices by **Mukesh Babu Securities Limited** (hereinafter called 'the Company')for the audit period covering the Financial Year ended 31st March 2022. 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 authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion the Company has during the audit period covering the financial year ended on 31st March 2022 complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance mechanism in place to the extent in the manner and subject to the reporting made hereinafter:

We have examined the books papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2022 according to the provisions of:

i) The Companies Act, 2013 ('the Act') and the rules thereunder;
ii) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment; (to the extent applicable)
iii) The Securities Contracts (Regulation) Act, 1956('SCRA') and the rules made there under;(to the extent applicable)
iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act,1992 ('SEBI Act'):-(to the extent applicable)
    a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)Regulations, 2013;
    b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
    c. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;(to the extent applicable)
    d. The Securities and Exchange Board of India (Depositories and Participants) Regulation, 2018.(to the extent applicable)

vi) All applicable Labour Laws;
vii) Bombay Shop & Establishment Act,1948;
viii) Indian Contract Act,1872;
ix) Income Tax Act, 1961 and Indirect Tax Laws.

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

i. Secretarial Standards issued by the Institute of Company Secretaries of India.
ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015(to the extent applicable)

We further report that:

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

Adequate notice is given to all directors to schedule the Board Meeting and agenda and detailed notes on agenda were sent at least seven days in advance and system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for the meaningful participation at the meeting.

Majority decision is carried through and as informed, there were no dissenting members' views and hence not recorded as part of the minutes.

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

Place: Mumbai
Date: 10th August, 2022

FOR V. V. CHAKRADEO & CO.
COMPANY SECRETARIES

V. V. CHAKRADEO
COP 1705 FCS 3382
UDIN: F003382D000775692

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

Annexure A of the Secretarial Audit Report

To,
The Members,
Mukesh Babu Securities Limited,
Mumbai

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

1. Maintenance of secretarial record is responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about correctness of the contents of the secretarial record. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. I believe that the practices and processes, I followed provide a reasonable basis for our opinion.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Wherever required, I obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.

5. The compliance of the provisions of the Corporate and other laws, rules, regulations, norms and standards is the responsibility of the management. My 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 efficiency or effectiveness with which the management has conducted the affairs of the Company.

7. I have reported in my audit report, only those non compliances, especially in respect of filing of applicable forms/ documents, which in my opinion are material and having major bearing on the financials of the Company.

Place: Mumbai
Date: 10th August, 2022

FOR V. V. CHAKRADEO & CO.
COMPANY SECRETARIES

V. V. CHAKRADEO
COP 1705 FCS 3382

Annexure -E

Secretarial Compliance Report

Secretarial Compliance Report of the Mukesh Babu Financial Services Limited for the Year Ended 31st March, 2022

I have examined:

(a) all the documents and records made available to us and explanation provided by **Mukesh Babu Financial Services Limited**("the listed entity") and its material unlisted subsidiary **Mukesh Babu Securities Limited**;
(b) the filings/ submissions made by the listed entity to the stock exchange;
(c) website of the listed entity;
(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification;

for the year ended 31st March 2022 ("Review Period") in respect of compliance with the provisions of:

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **NA**
(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018**:NA**
(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014**:NA**
(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008**: NA**
(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013**:NA**.
(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
(i) and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:- **NIL**

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.			

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars)* under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder: **NIL**

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.				

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2022	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director leading to penalty by BSE	Nil	As on 31st March, 2022, the Listed entity has complied with the relevant provisions.	As on 31st March, 2022, the Listed entity has complied with the relevant provisions and paid penalty and also made an application to BSE for the waiver of these penalties. The Listed Entity is in receipt of waiver of these Penalties from BSE vide email dated 16.04.2021.

Place: Mumbai
Signature:

Date:25th May 2022
UDIN:F003382D000380847

V. V. Chakradeo
FCS No.: 3382
C P No.: 1705

Annexure- F

Disclosures under Section 197(12) of the Companies Act, 2013
(Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The Board affirms that the remuneration paid is as per the Remuneration Policy of the Company.

2. The ratio of the remuneration of each Director to the median remuneration of employees of the Company for the Financial Year 2021-22:

Sr. No.	Name of Directors	Ratio of Remuneration of Director to Remuneration of Employees
1.	Mr. Mukesh Babu	0.623:1
2.	Mr. Vijay Vora	0.021:1
3.	Mr. Pankaj Majithia	0.021:1
4.	Mrs. Meena Babu	0.005:1
5.	Mr. Manishkumar Shah	0.005:1
6.	Mr. Bhavesh Doshi	0.021:1

3. The percentage increase in remuneration of each Director, CFO, CEO, CS or manager, if any, in the Financial Year:

Sr. No.	Name of Directors & Key Managerial Personnel	Percentage increase/decrease in Remuneration of Each Director & Key Managerial Personnel
1.	Mr. Mukesh Babu	00.00%
2.	Mr. Pankaj Majithia	00.00%
3.	Mr. Vijay Vora	00.00%
4.	Mrs. Meena Babu	(50)%
5.	Mr. Manishkumar Shah	N.A.
6.	Mr. Bhavesh Doshi	100%
7.	Mr. Mahesh Thakkar	8.33%
8.	Ms. Nupur Chaturvedi	N.A.

4. The percentage change in the median remuneration of employees in the Financial Year is: (11.69) %

5. The average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstance for increase in the managerial remuneration.**NIL**

6. The number of permanent employees on the rolls of the company: **Six.**

For and on behalf of the Board of Directors of
MUKESH BABU FINANCIAL SERVICES LIMITED

MUKESH BABU	**MEENA BABU**
Managing Director	**Director**
(DIN: 00224300)	**(DIN: 00799732)**

Date: 10th August 2022
Place: Mumbai

Annexure -G

Corporate Governance Report

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Good Governance is a key to sustainable growth and development and at Mukesh Babu Financial Services Limited, we believe in maintaining high standards of governance, integrity and transparency in our system and abiding by the law not only in letter but also in spirit. We believe that a robust Corporate Governance system lays down a strong foundation for the attainment of the long term vision and goals of the Company. Our philosophy on Corporate Governance is the reflection of our values and the continued commitment towards following good and ethical practices in our organisation. A good Corporate Governance is an integral and ongoing system to retain and maintain the trust and confidence of stakeholders and creating a long term value for our shareholders.

At Mukesh Babu Financial Services Limited, the Corporate Governance system aims to promote and maintain integrity, transparency and accountability at all the levels of the organisation. The Board of Directors is responsible and committed for sound principles of Corporate Governance in the organisation. The Board plays a very crucial role in upgrading the systems, policies, processes and frameworks in order to effectively meet the challenges of rapid growth in a dynamic business environment.

The Company is a Non-Banking Finance Company registered with the Reserve Bank of India and is engaged in lending & investment activities. Our disclosure always seeks to attain the best practices in Corporate Governance. We endeavour to enhance the shareholder's value and respect the rights of the smallest shareholder in all our business decisions.

I. Board of Directors

A. Composition of the Board:

The Board of Directors of your Company has an optimal combination of expertise, talent, experience, knowledge and independence. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 prescribes that where the Company is having an executive chairperson, the Board should have at least one-half of the board of directors as independent directors.

As on 31st March 2022, the Board had six members, out of which one is Executive Director and five are Non-Executive Directors (including one Woman Director) out of which four are Independent Directors.

The composition of the Board of Directors is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, and Section 149 of the Companies Act, 2013.The Board of Directors is chaired by an Executive Chairman who is the Managing Director of the Company.

The Board members have varied skills/expertise/ competencies which enable them to satisfactorily discharge their duties as directors apart from understanding the nature of industry in which the Company operates. The Company requires core skills/expertise/competencies in the areas of Capital Markets, Finance Markets and Business apart from skills/expertise/competencies in the areas of strategic planning, finance, accounting, economics, legal and regulatory matters, mergers and acquisitions, green technologies, sustainability to efficiently carry on the businesses of the Company. The Board is satisfied that the current composition reflects an appropriate mix of knowledge, skills, experience, expertise, diversity and independence. The Board provides leadership, strategic guidance, an objective and independent view to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure. The Board periodically reviews and evaluates the need for change in its composition and size.

Pursuant to Schedule V of the SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015, we are providing below the skills/expertise/competencies possessed by the directors.

Mr. Mukesh Babu **Managing Director**	**Mr. Pankaj Majithia** **Independent Director**	**Mr. Vijay Vora** **Independent Director**
Skills: Capital Markets, Finance Markets and Business, Strategic Planning, Finance and Accounting	Skills: Finance, Accounting, Business/Strategy Planning	Skills: Business and Strategic Planning
Mrs. Meena Babu **Non-Executive Director**	**Mr. Manishkumar Shah** **Independent Director**	**Mr. Bhavesh Doshi** **Independent Director**
Skills: Capital Markets, Finance Markets and Business, Strategic Planning and Finance	Skills: Business &Strategic Planning	Skills: Capital Markets

None of the Directors of the Company hold directorship in more than 10 public companies. Further, none of them is a member of more than 10 committees or chairman of more than 5 committees across all the public companies in which he or she is a Director.

The composition and category of the Board of Directors and the number of Directorships and Committee Chairmanships / Memberships held by them in other companies as on 31st March 2022 as on date are given herein as follows:

Name	Designation	Category	No. of other Directorships and Committee Memberships/Chairmanships		
			* Other Directorships	**Committee Memberships	** Committee Chairmanships
Mr. Mukesh Babu (DIN:00224300)	Managing Director	Executive	8	2	0
Mr. Pankaj Majithia (DIN:00224833)	Director	Independent	1	0	0
Mr. Vijay Vora (DIN:00224394)	Director	Independent	2	2	0
Mrs. Meena Babu (DIN:00799732)	Director	Non-Executive	5	0	0
Mr. Manishkumar Shah (DIN: 00233238)	Director	Independent	6	0	0
Mr. Bhavesh Doshi (DIN:03194930)	Director	Independent	0	0	0

* Excludes directorship in Mukesh Babu Financial Services Limited, Foreign Companies, Companies registered under Section 8 of the Companies Act, 2013 and Government Bodies.

** For the purpose of considering the limit of Committee Memberships and Chairmanships of a Director, Audit Committee and Stakeholders Relationship Committee of Public Companies have been considered as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 however it excludes the Memberships and Chairmanships in Mukesh Babu Financial Services Limited.

The details of Directorships held in other Listed Companies are as follows:

Mr. Mukesh Babu is a Non – Executive Director on the Board of Sagar Systech Limited,
Mrs. Meena Babu is the Managing Director of Sagar Systech Limited and
Mr. Vijay Vora is an Independent Director on the Board of Sagar Systech Limited.

B. Independent Directors:

The Independent Directors fulfil the criteria of independence specified in Section 149(6) of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and meet with the requirements of Regulation 16(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, the Independent Directors fulfil the conditions specified in the Listing Regulations and are independent of the management.

A formal letter of appointment to the Independent Director as provided in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been issued to them. The terms and conditions of appointment of Independent Directors are uploaded on the website of the Company www.mbfsl.com.

Independent Directors have an independent standing in their respective fields and they effectively contribute to the Company's business and policy decisions of the Company. Every Independent Director, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he meets with the criteria of independence as provided under the Companies Act, 2013.

Independent Directors meet at least once in every financial year without the presence of Executive Directors or Management Personnel. Such meetings are conducted informally to enable Independent Directors to discuss, review and assess performance of Executive Directors, Chairman and that of the Board as a whole. It also enables to ascertain communication and coordination processes being followed at Board and management levels so that lapses, if any, can be rectified.

A separate meeting of the Independent Directors was held on 29th June 2021. The matters considered and discussed thereat, inter alia, included those prescribed under Schedule IV to the Act, and Regulation 25 of the Listing Regulations.

There are no material pecuniary relationships or transactions between the Independent Directors and the Company, except for the sitting fees drawn by them for attending the meeting of the Board.

C. Familiarisation Programme for Board Members:

The Board members are updated on a quarterly basis on the relevant statutory changes. They are also updated on all business related issues and new initiatives. At the time of appointment of a Director, a formal letter of appointment is given to him / her, which inter alia explains their roles, functions, duties and responsibilities as a Director of the Company.

The Directors are explained in detail the compliance required from him / her under the Companies Act, 2013, relevant regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015and other relevant regulations.

The Managing Director interacts with the newly appointed Director to familiarise him / her with the Company's operations. Further, the Company has put in place a system to familiarise the Independent Directors about the Company, its business and the on-going events relating to the Company.

Board Meetings:

During the financial year 2021-22, 4 (four) meetings of the Board of Directors of the Company were held and the maximum gap between two consecutive meetings did not exceed one hundred and twenty days as mentioned under Section 173 of the Companies Act, 2013 and Regulation 17(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board meetings are held at regular intervals to consider, discuss and approve inter alia, the unaudited/audited standalone and consolidated financial results/statements of the Company, to decide on business policy/strategy of the Company, risk management, etc. and other items on the Agenda. The required quorum was present at all the below mentioned meetings:

The dates of the meetings of the Board of Directors are as under:

Sr. No.	Period	Date of the Board meeting
1.	1st Quarter	29-06-2021
2.	2nd Quarter	13-08-2021
3.	3rd Quarter	10-11-2021
4.	4th Quarter	28-01-2022

The Company adheres to the provisions of the Companies Act, 2013 read with the Rules issued thereunder, Secretarial Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to convening and holding of the meetings of the Board of Directors and its Committees.

The attendance of the Directors at the Board Meetings and the Annual General Meeting held during the financial year 2021-22 is as under:

Name of the Director	No. of Board Meeting(s) held	No. of Board Meeting(s) attended	Last Annual General Meeting attended
Mr. Mukesh Babu	4	4	YES
Mr. Vijay Vora	4	4	YES
Mr. Pankaj Majithia	4	4	YES
Mrs. Meena Babu	4	1	NO
Mr. ManishKumar Shah	4	1	NO
Mr. Bhavesh Doshi	4	4	YES

Code of Conduct:

The Board has laid down the Code of Conduct for all the Board members and the senior managerial personnel of the Company, which is in compliance with Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 & Regulation 8(2) of the SEBI(Prohibition of Insider Trading) Regulations, 2015, the Company has amended its Code of Practice and Procedure for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) ("the Code").

The Revised Code of Practice and Procedure for Fair Disclosure of UPSI effective from 1st April, 2019 is also available on the website of the Company www.mbfsl.com.

All the Board members and senior managerial personnel of the Company have affirmed compliance with the Code of Conduct framed by the Board and a declaration signed by the Managing Director to this effect as required under Regulation 34 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual Report for the financial year 2021-22.

II. AUDIT COMMITTEE

Constitution of the Audit Committee:

The Audit Committee of the Company is in alignment with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has an Audit Committee consisting of qualified members. The Committee comprises of three Directors out of which two are Independent Directors & an Independent Director as it's Chairman as on 31st March 2022.

The composition, quorum, powers, role and scope are in accordance with Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the members of the Audit Committee are financially literate and have experience in financial management.

The Company Secretary acts as Secretary to the Committee.

Meeting and Attendance:

The Committee met 4 (four) times during the financial year 2021-22 i.e. on 29th June 2021, 13th August 2021, 10th November 2021 and 28th January 2022.

The gap between two meetings did not exceed one hundred and twenty days or as permitted and the necessary quorum was present for all the meetings held during the year.

The composition of the Audit Committee and the details of meetings attended by members of the committee are given below:

Sr. No.	Name of the Member And Qualification	Position	Category	No. of Meetings during the year 2021-22	
				Meetings Held	Meetings attended
1.	Mr. Pankaj Majithia F.C.A., A.C.S.,LL.B.	Chairman	Independent Director	**4**	**4**
2.	Mr. Vijay Vora B.Com.	Member	Independent Director	**4**	**4**
3.	Mr. Mukesh Babu F.C.A.	Member	Executive Director	**4**	**4**

The Audit Committee is responsible for monitoring the financial reporting, audit process, supervision of the internal controls and, inter alia, performs the following functions:

a. Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
b. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
c. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
d. Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval, with particular reference to:
    i. matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Act.
    ii. changes, if any, in accounting policies and practices and reasons for the same.
    iii. major accounting entries involving estimates based on the exercise of judgment by Management.
    iv. significant adjustments made in the financial statements arising out of audit findings.
    v. compliance with listing and other legal requirements relating to financial statements disclosure of any related party transactions.
    vi. disclosure of any related party transactions,
    vii. modified opinion(s) in the draft audit report.

e. Reviewing the quarterly financial results with the management before submission to the Board;
f. Reviewing and monitoring the auditors' independence and performance, and effectiveness of audit process;
g. Approval or any subsequent modification of transactions of the Company with related parties;
h. Scrutiny of inter - corporate loans and investments;
i. Evaluation of internal financial controls and risk management systems;
j. Reviewing with the management, performance of statutory and internal auditors, adequacy of internal control systems;

k. to review the functioning of the whistle blower mechanism;
l. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 Crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments.

The Audit Committee shall review the information required as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Audit Committee meetings are attended by the Chief Financial Officer, senior finance and accounts executives also the Committee invites such executives, as it considers appropriate, the Statutory Auditors and, Internal Auditors and/or their Representatives to be present at its meetings.

In terms of the Insider Trading Code adopted by the Company, the Committee also considers approval of policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the Insider Trading Code. The Company Secretary was appointed as the Compliance Officer by the Board to ensure compliance and effective implementation of the Insider Trading Code.

The previous (36th) Annual General Meeting ("AGM") of the Company held on 29th September 2021 was attended by Mr. Pankaj Majithia, Chairman of the Audit Committee to answer shareholders queries.

III. NOMINATION AND REMUNERATION COMMITTEE

Constitution of Nomination & Remuneration Committee:

The Board has constituted the Nomination and Remuneration Committee comprising of three members of whom two are Independent Directors in line with Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 178 of the Companies Act, 2013.

The broad terms of reference of the nomination and remuneration committee are as under:

i) To identify and recommend to the Board in accordance with the criteria as laid down, appointment/reappointment/ removal of the Executive/ Non-executive Directors and the senior management of the Company;
ii) To formulate the criteria and specify the manner for effective evaluation of performance of Board, its committees and individual Directors, to be carried out either by the Board, by the Committee or by the independent external agency and review its implementation and compliance;
iii) To formulate criteria for determining qualifications, positive attributes and independence of a Directors;
iv) To recommend to the Board of Directors a remuneration policy for the Directors, Key Managerial Personnel and other employees;
v) To devise a Policy on Board Diversity of the Company;
vi) To recommend to the Board all remuneration in whatever form payable to Senior Management;
vii) Any other function as may be mandated by the Board or stipulated by the Companies Act, 2013, SEBI, Stock Exchange or any other regulatory authorities from time to time.

Meeting and Attendance:

The Nomination and Remuneration Committee met 2 (two) times during the financial year 2021-22 on 29th June 2021 and 13th August, 2021 and the necessary quorum was present at the meeting.

The minutes of the Nomination and Remuneration Committee meetings are circulated to the Board of Directors and noted by them at their meetings.

The Company Secretary acts as Secretary to the Committee.

The composition of the Committee and the attendance of members of the Nomination and Remuneration Committee are as follows:

Sr. No.	Name of the Member And Qualification	Position	Category	No. of Meetings during the year 2021-22	
				Meetings Held	Meetings attended
1.	Mr. Pankaj Majithia	Chairman	Independent Director	**2**	**2**
2.	Mr. Vijay Vora	Member	Independent Director	**2**	**2**
3.	Mrs. Meena Babu	Member	Non-executive Director	**2**	**1**

IV. STAKEHOLDERS RELATIONSHIP COMMITTEE

Constitution of Stakeholders Relationship Committee:

The Board has constituted the Stakeholders Relationship Committee comprising of three members of whom two are Independent Directors. The composition of the Stakeholders Relationship Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company Secretary acts as Secretary to the Committee.

Meeting and Attendance:

The Stakeholders Relationship Committee met 4 (four) times during the financial year 2021-22 i.e. on 29th June 2021, 13th August 2021, 10th November 2021 and 28th January 2022.

The composition of the Committee and the attendance of the members of the Stakeholders Relationship Committee during the financial year 2021-22 are as given below:

Sr. No.	Name of the Member	Position	Category	No. of Meetings during the year 2021-22	
				Meetings Held	Meetings attended
1.	Mr. Pankaj Majithia	Chairman	Independent Director	**4**	**4**
2.	Mr. Vijay Vora	Member	Independent Director	**4**	**4**
3.	Mr. Mukesh Babu	Member	Executive Director	**4**	**4**

The Company has appointed "Link Intime India Private Limited" as its Registrar and Share Transfer Agent (RTA). The Company Secretary acts as a Compliance Officer of the Company for complying with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI (Prohibition of Insider Trading) Regulations, 2015 and oversees the functioning of the RTA.

During the year under review, there were no investor complaints received as per the statement furnished the RTA.

The status of complaints is reported to the Board on a quarterly basis. Details pertaining to the number of complaints received and responded and the status thereof during the financial year 2021-22 are given below as on 31st March 2022:

	No. of complaints received during the year	No. of complaints resolved during the year	No. of complaints pending at the end of the year
Non-Receipt of Dividend Warrants	0	0	0
Issue of Duplicate share certificates	0	0	0

However, the Company has received 55 request letters from the shareholders, these requests were in the nature of issue of duplicate certificate, stop transfer, enquiries for procedure for issue of duplicate certificate, change of address, non-receipt of demat credit / remat certificates, bank mandate, revalidation of dividend warrant, procedure for transfer/transmission/name deletion, certificate not existing in master, PAN, claim of shares transferred to IEPF etc.

All Shareholder requests are being redressed within the time frame prescribed by the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there were no pending requests for the financial year ended 31st March 2022.

The Secretarial Department of the Company together with Link Intime India Private Limited (RTA) attend all the grievances of the shareholders received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc.

The Company obtains a half-yearly certificate from a Company Secretary in Practice confirming the issue of certificates for transfer, sub-division, consolidation etc. and submits a copy thereof to the Stock Exchanges in terms of Regulation 40(9) of the Listing Regulations. Further, the Compliance Certificate under Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming that all activities in relation to both physical and electronic share transfer facility are maintained by Registrar and Share Transfer Agent is also submitted to the Stock Exchanges on half yearly basis.

The minutes of the Stakeholders Relationship Committee meetings are circulated to the Board of Directors and noted by them at their meetings.

Mr. Pankaj Majithia, Chairman of the Stakeholders Relationship Committee was present at the last Annual General Meeting held on 29th September 2021 to answer the queries of the Shareholders.

V. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Constitution of Corporate Social Responsibility Committee:

The Board has constituted the Corporate Social Responsibility Committee comprising of three members of whom one is Independent Directors. One More Independent Director has been added as the Member of the Committee during the year under review.

The terms of reference of the Committee includes formulation and recommendation to the Board, a Corporate Social Responsibility Policy indicating activities to be undertaken as specified in Schedule VII of Companies Act, 2013, to recommend the amount of expenditure to be incurred on CSR activities and to monitor CSR Policy and its implementation from time to time.

Meeting and Attendance:

The Corporate Social Responsibility Committee met 1 (one) time during the financial year 2021-22 i.e. on 13th August 2021, where all the members were present.

The Company Secretary acts as Secretary to the Committee.

The composition of the Committee and the attendance of the members of the Corporate Social Responsibility Committee during the financial year 2021-22 are as given below:

Sr. No.	Name of the Member	Position	Category	No. of Meetings during the year 2021-22	
				Meetings Held	Meetings attended
1.	Mr. Vijay Vora	Chairman	Independent Director	**1**	**1**
2.	Mrs. Meena Babu	Member	Non-Independent Director	**1**	**0**
3.	Mr. Mukesh Babu	Member	Executive Director	**1**	**1**
4.	Mr. Pankaj Majithia	Chairman	Independent Director	**1**	**1**

The details of the activities undertaken under CSR project is provided in CSR Report, which forms part of the Annual report.

VI. PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration has laid down the evaluation criteria of every Director including the Independent Director and the Board. The Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. Questionnaires were prepared after circulating the draft forms, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board's culture, level of contribution in Board processes, safeguarding and promoting interests of the Company and shareholders, execution and performance of specific duties, obligations and governance.

The performance of the Independent Directors was also evaluated taking into account the time devoted and attention given to professional obligations for independent decision making and acting in the best interest of the Company, strategic guidance to the Company and help determine important policies, external expertise provided and independent judgment that contributes objectively in the Board's deliberation, particularly on issues of strategy, performance and conflict management.

The performance evaluation of the Chairman and the Managing Director and the Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

VII. DETAILS OF REMUNERATION PAID TO DIRECTORS FOR THE FINANCIAL YEAR ENDED 31st MARCH 2022:

(a) Non-executive Directors

Sr. No.	Name of Director	Sitting Fees (Rs.)
1.	Mr. Pankaj Majithia	40,000/-
2.	Mr. Vijay Vora	40,000/-
3.	Mrs. Meena Babu	10,000/-
4.	Mr. Bhavesh Doshi	40,000/-
5.	Mr. Manishkumar Shah	10,000/-

Except for Mrs. Meena Babu, wife of Mr. Mukesh Babu, the Managing Director; none of the other Non-Executive Directors of the Company have any pecuniary relationship with the Company during the Financial Year 2021-22.

(b) Executive Director: (in Rs.)

Name of Director Designation	Mr. Mukesh Babu Managing Director
Salary p.a.	12,00,000/-
Benefits & perquisites	Nil
Allowances	Nil
Performance linked incentives	Nil
Stock options	Nil

VIII. AFFIRMATIONS AND DISCLOSURES

a) Related party transactions:

All transactions entered into with the Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were entered in the ordinary course of business and on arms' length basis.

Related party transactions have been disclosed under the significant accounting policies and Notes forming part of the financial statements in accordance with "Indian Accounting Standard (Ind AS) - 24".The transactions entered into pursuant to the omnibus and specific approvals are reviewed periodically & placed before the Audit Committee for its review and recommendation to the Board for their approval.

None of the transactions with related parties were in conflict with the interest of the Company. All the transactions are in the ordinary course of the business and have no potential conflict with the interest of the Company at large and are carried out on an arm's length basis.

The Company has formulated a policy on dealing with related party transactions and a policy on materiality of related party transactions and the same has been uploaded on the website of the Company at www.mbfsl.com.

b) Prevention of Insider Trading:

Pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the Company has formulated a Code of Practice and Procedure for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) ('the Code').The Company's Revised Code is available on its website at www.mbfsl.com.

Details of the shareholding of the Non-Executive Directors as on 31st March, 2022 as on date are as under:

Name of the Non-executive Directors	No. of Equity shares held
Mr. Pankaj Majithia	1800 (0.03%)
Mr. Bhavesh Doshi	25,000 (0.36%)
Mr. Vijay Vora	NIL
Mr. Manishkumar Shah	NIL
Mrs. Meena Babu	9,50,000 (13.63%)

c) Whistle Blower Policy/ Vigil Mechanism:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Whistle Blower Policy for vigil mechanism for Directors and employees to report to the management about the unethical behaviour, fraud or violation of Company's Code of Conduct. The mechanism provides for adequate safeguards against victimisation of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee and no personnel of the Company have been denied access to the Audit Committee.

The Policy is available on the website of the Company at www.mbfsl.com.

d) Disclosure of Accounting Treatment:

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

The financial statements of the Company are prepared in compliance with the Companies Act, 2013 and "Indian Accounting Standard (Ind AS). In accordance with the Companies (Indian Accounting Standards), Rules, 2015 of the Companies Act, 2013, the Company has been following the Indian Accounting Standards (Ind AS) for preparation of its financial statements from 01st April 2019. Significant accounting policies used for the preparation of the financial statements are disclosed in the notes to the financial statements.

e) Risk Management:

Business risk evaluation and management is an ongoing process within the Company. The assessment is periodically examined by the Risk Management Committee.

f) Non-mandatory requirements:

i. During the year under review, there is no audit qualification on the Company's financial statements.
ii. The Internal Auditors report to the Board and has direct access to the Audit Committee and presents his internal audit observations to the Audit Committee.

g) Compliance with Corporate Governance Code / Regulations:

The Company has complied with all the mandatory requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Corporate Governance from time to time.

IX. DIVIDEND

The Board of Directors at their meeting held on 27th May 2022 recommended a dividend payout, subject to approval of the Shareholders at the ensuing Annual General Meeting of Re.1.20 (Rupee One and Paise Twenty Only) per share, on equity shares of the Company for the Financial Year 2021-22. The dividend shall be paid to the Members whose names appear on the Company's Register of Members as on 16th September 2022, in respect of physical shareholders. In respect of demat Shareholders dividend will be payable on the basis of beneficial ownership as per details furnished by NSDL / CDSL. The dividend, if declared at the Annual General Meeting will be paid within 30 days from the date of AGM i.e. 28th September 2022.

Unclaimed Dividend:

Under Section 124 of the Companies Act, 2013, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred by the Company, to the Investor Education and Protection Fund ("IEPF"), a fund established by the Central Government. The Company had, accordingly, transferred Rs. 2,11,878/- pertaining to the financial year 2013-14 to the IEPF of the Central Government. The Members, who have not yet encashed the dividend warrants up to the said period, are requested to claim the amount from the Ministry of Corporate Affairs, Mumbai.

During the Financial Year 2022-23, the Company would be transferring unclaimed final dividend amount for the Financial Year 2014-15 within 30 days from 5th November 2022.

Details of shares/shareholders in respect of which dividend has not been claimed, are provided on the Company's website www.mbfsl.com.

The shareholders are requested to verify their records and claim their unclaimed dividends for the past years, if not claimed.

X. SUBSIDIARY COMPANIES

During the year under review, the Company has only one unlisted subsidiary namely:

Mukesh Babu Securities Limited:

The subsidiary of the Company is managed with its Board having the rights and obligations to manage the said Company in the best interest of their stakeholders. As a majority shareholder, the Company nominates its representatives on the Board of material unlisted subsidiary company and monitors the performance of the said Company inter alia by the following means:

i. Financial Statements of the unlisted subsidiary are reviewed annually by the Audit Committee of the Company.
ii. The minutes of the subsidiary company are periodically placed before and reviewed by the Board of Directors of the Company.
iii. Mr. Vijay Vora (DIN: 00224394), Independent Director of the Company is also a Director on the Board of Mukesh Babu Securities Limited.

XI. COMPLIANCE OFFICER

The Company Secretary is the Compliance Officer for complying with the requirements of the Securities Laws and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

XII. GENERAL BODY MEETINGS

Details of last three Annual General Meetings held:

Financial Year	Description of the Meeting	No. of Special Resolutions passed	Venue	Date	Time
2020-21	36th AGM	0	111, Maker Chambers III, 223, Nariman Point, Mumbai – 400021#	29th September, 2021	4.00 p.m.
2019-20	35th AGM	0	111, Maker Chambers III, 223, Nariman Point, Mumbai – 400021#	30th September, 2020	4.00 p.m.
2018-19	34th AGM	4*	Café Istaa, 12A/1, New Sion Co-Op. Hsg. Soc. Ltd., Sion – West, Mumbai – 400022	30th September, 2019	4.00 p.m.

Deemed Venue- AGM was held through Video Conferencing
*The special resolutions set out in the notice of AGM of 2018-19 were passed by the shareholders with requisite majority.

XIII. Means of Communication

(i) The Un-audited quarterly/ half yearly results are announced within forty-five days of the close of the quarter or within the extended timelines provided by the SEBI. The audited annual results are announced within sixty days from the closure of the financial year as per the requirement of the Listing Regulations or within the extended timelines provided by the SEBI.

(ii) Quarterly, half-yearly and annual financial results of the Company are published in leading English national Free Press Journal and one vernacular daily newspaper Navshakti.

(iii) In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section on the Company's website gives information on various announcements made by the Company, status of unclaimed dividend, stock quotes, Annual Report, Quarterly/Half yearly/ Nine-months and Annual financial results along with the applicable policies of the Company and other relevant information of interest to the investors / public. The Company's official news releases, if any are also available on the Company's website viz. www.mbfsl.com.

(iv) The Management Discussion and Analysis Report forms part of this Annual Report.

(v) The quarterly results, shareholding pattern, quarterly compliances and all other corporate communications to BSE Limited are filed electronically. The Company has complied with filing submissions through BSE Listing Centre.

XIV. GENERAL SHAREHOLDER INFORMATION

1.	Annual General Meeting	37th Annual General Meeting
	Date	Wednesday, 28th day, of September, 2022
	Time	04:00 p.m.
	Deemed Venue	111, Maker Chambers III, 223, Nariman Point, Mumbai – 400021
2.	Financial year	1 April 2021 to 31 March, 2022
3.	Date of book closure	17th September 2022 to 28th September 2022 (both days inclusive)
4.	Dividend payment date Final dividend for the F.Y.2021-22 of Re.1.20 per equity share has been recommended by the Board of Directors at its meeting held on 27th May 2022	Within 30 days from the date of AGM i.e. 28th September 2022 (Subject to approval of Shareholders)
5.	Listing on stock exchanges	BSE Limited
6.	Security Code	530341
7.	Listing Fees	The annual listing fees for the financial year 2022-23 have been paid to BSE Limited
8.	Demat ISIN in NSDL & CDSL for equity shares	INE596B01017

9.	Market price data			
	Month		**BSE**	
			High	**Low**
	April	2021	150.00	117.05
	May	2021	153.00	110.00
	June	2021	150.00	122.55
	July	2021	152.95	130.55
	August	2021	149.45	103.55
	September	2021	150.60	116.75
	October	2021	156.30	116.60
	November	2021	138.00	109.00
	December	2021	128.95	102.10
	January	2022	145.00	105.60
	February	2022	132.45	95.00
	March	2022	114.95	97.05
10.	Registrar and share transfer agent		Link Intime India Private Limited C-101, 247 Park, LBS Marg, Vikhroli (West) – 400083. Phone: +91 22 49186000 | Extn: 2352 Fax: +91 22 49186060 *manohar.shirwadkar@linkintime.co.in Website: www.linkintime.co.in	
11.	Details of the newspapers where Quarterly Results of the Company were published		Quarterly, half-yearly and annual financial results of the Company are published in leading English national Free Press Journal and one vernacular daily newspaper Navshakti.	
12.	Share transfer system		1. The share transfer work is handled by the Registrar and share transfer agent of the Company i.e. Link Intime India Private Ltd. who are also having connectivity with the depositories viz. NSDL & CDSL. 2. The enquiries of the shareholders are attended to on an immediate basis. Shares lodged for transfers are processed by the registrars & share transfer agent on fortnightly basis. Where requests for dematerialization are received simultaneously, the same are also processed separately. However, where no specific request for dematerialization is received, the physical certificates are sent back duly endorsed within a period of 30 days from the date of lodgement.	
13.	Distribution of shareholding as on 31st March 2022 as well as shareholding pattern:			

Distribution of shareholding as on 31st March 2022

No. of Equity Shares Held	No. of Shareholders	% of Shareholders	No. of Shares held	% of Issued Capital
1 to 500	1080	85.51	1,70,313	2.44
501 to 1000	83	6.57	68,220	0.98
1001 to 2000	34	2.69	50,259	0.72
2001 to 3000	6	0.47	15,842	0.23
3001 to 4000	11	0.87	39,393	0.57
4001 to 5000	10	0.79	48,180	0.69
5001 to 10000	8	0.63	63,204	0.91
10001 and above	31	2.45	65,15,489	93.46
Total:	**1263**	**100.00**	**69,70,900**	**100.00**

Shareholding Pattern as on 31st March 2022

	No. of Shares	% of Shareholding
Promoters & persons acting in concert	4,381,600	62.86
Banks / FI / Insurance companies	-	0.00
FII / NRIs / OCBs	107,797	1.55
Private corporate bodies	1,219,813	17.50
Public	1,162,249	16.67
Others (Clearing Members)	341	0.00
IEPF	99,100	1.42
Total	**69,70,900**	**100.00**

14.	Outstanding GDRs / ADRs	Nil
15.	Dematerialization of shares and liquidity	As on 31st March 2022 – 67,29,800 shares out of 69,70,900 shares of the Company have been dematerialized representing 96.54%. The Company has entered into an agreement with NSDL and CDSL whereby shareholders have an option to dematerialize their shares with the depositories. Shareholders who continue to hold shares in physical form are advised to dematerialize their shares at the earliest since it helps in immediate transfer without any payment of stamp duty. The risks pertaining to physical certificates like loss, theft, forgery, damage are eliminated when shares are held in electronic form. For any clarification, assistance or information, relating to dematerialization of shares please contact the Company's RTA.

		Also, with the SEBI Circular Notification No. SEBI/LAD-NRO/GN/2018/24 dt. 08th June, 2018 coming into effect, except in case of transmission or transposition of securities, requests for executing transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In other words, there will not be any transfer of physical share after 1st April, 2019. Members are thereby informed that pursuant to the SEBI Circular relating to 'Amendment to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandating transfer of securities in dematerialized form with a depository', shares are to be transferred only in demat form. The amendment does not prohibit the investor from holding the shares in physical form, investor has the option of holding shares in physical form but any investor who is desirous of transferring shares (which are held in physical form) after 1st April 2019 can do so only once after the shares are dematerialized.
16.	Reconciliation of share capital audit report	As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges on which the shares of the Company are listed. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.
17.	Plant Locations	The Company is in service industry and hence does not have any plant.
18.	Address for correspondence	Shareholders can correspond at the registered office of the Company at 111, Maker Chambers III, 223, Nariman Point, Mumbai – 400 021 and/or at Company's Registrar and Transfer Agents.
Company		**Registrars and share transfer agents**
Ms. Nupur Chaturvedi **Company Secretary & Compliance Officer** Phone: 022 – 26232051 secretarial@mukeshbabu.com		Mr. Manohar Shirwadkar-Senior Associate-Client Relation Phone: +91 22 49186000 | Extn: 2352 Fax: +91 22 49186060 *manohar.shirwadkar@linkintime.co.in

XV. COMPLIANCE CERTIFICATE OF THE AUDITORS

The Statutory Auditors have certified that the Company has complied with the conditions of Corporate Governance as stipulated under Regulation 34 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and the same forms part of this Report.

XVI. CEO/ CFO CERTIFICATION

The Certificate required under SEBI Listing Regulations, 2015 duly signed by the CEO and CFO was submitted to the Board and the same is annexed to this Report.

XVII. CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

I hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, the affirmation that they have complied with the 'Code of Conduct' in respect of the financial year 2022-23.

For and on behalf of the Board of Directors
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu
Chairman
DIN: 00224300

Date: 10th August 2022
Place: Mumbai

Annexure –H

Auditor's Certificate on Corporate Governance Report

To Members of
Mukesh Babu Financial Services Limited

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

1. We, Chaitanya C. Dalal & Co., Chartered Accountants, the Statutory Auditors of Mukesh Babu Financial Services Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31 March 2022, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and Para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

MANAGEMENT'S RESPONSIBILITY

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

AUDITOR'S RESPONSIBILITY

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India ("the ICAI"), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

OPINION

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations as applicable for the ended March 31, 2022.

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

UDIN:22035809AOSBUF8106
For Chaitanya C. Dalal & Co.
Chartered Accountants
Firm Reg. No. 101632W

Chaitanya C. Dalal
Partner
Membership No: 35809
Place: Mumbai
Date: 10th August 2022

Annexure -I

Management Discussion and Analysis

The management wishes to present its Analysis Report.

A. FINANCIAL REVIEW

Your Company's Income from Operations has decreased from Rs.3,82,841 Thousands to 2,13,362 Thousands (Decrease of 44.27%). Profit before Interest, Depreciation and Tax has decreased from Rs.1,81,436 Thousands to 45,688 Thousands (Decrease of 74.82%) and Profit after Tax has decreased from Rs.36,427 Thousands to Rs.20,990 Thousands (Decrease of 42.38%) Details of Changes in key financial ratio are as follows:

SR. No.	Particulars	31-03-2022	31-03-2021	% change
1.	Interest Coverage Ratio	1.160	1.410	(17.72)
2.	Current Ratio	8.350	2.748	203.88
3.	Debt Equity Ratio	0.274	0.994	72.41
4.	Operating Profit Margin	20.572	13.686	50.31
5.	Net Profit Margin (%)	9.80	13.69	(28.40)

B. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The internal control systems and their adequacy have been discussed in detail in the Directors' Report.

C. MACRO ECONOMY - REVIEW AND OUTLOOK

The global economy grew by 5.9% in 2021 following a contraction of 3.1% in 2020 (Source: IMF World Economic Outlook, January 2022). However, the growth momentum started slowing towards the end of 2021, as the effects of fiscal and monetary stimuli dissipated along with the onset of the Omicron variant of COVID-19.The successful rollout of the world's largest vaccination drive, pick-up in government expenditure and better preparedness compared with the first wave limited the negative economic impact this time. While the early forecast for global economic growth in 2022 is pegged at 4.4% (Source: IMF World Economic Outlook, January 2022), the recent geo-political tensions and conflict in Ukraine along with emergence of new COVID-19 variants will weigh on global growth projections and also lead to high inflation in the short term.

D. INDUSTRY STRUCTURE AND DEVELOPMENTS

NBFCs had been adversely impacted by the pandemic due to their underlying business model. Demand side drivers being significantly impacted, it became difficult for NBFCs to find creditworthy projects and borrowers to lend to as a result of the pandemic induced stress. This got compounded with asset quality issues as ability of borrower's to service their instalments had been impacted.

Asset quality may also pose challenges for some NBFC's in the first half of fiscal 2023. However, the fiscal is largely expected to build upon the momentum gained in the previous two quarters and see a sustained gradual growth path through the year, barring surprises on the covid front or extended fallout of the geopolitical strife.

E. OPPORTUNITIES AND THREATS IN THE CURRENT MARKET ENVIRONMENT AND FUTURE PROSPECTS

New business opportunities are expected to gain further momentum as covid lies low with near complete normalisation of economic activities. Steps taken earlier by NBFC's to navigate the pandemic should hold them in good stead as measures like digitalisation across customer lifecycles, alternate data sources for underwriting, greater focus on asset quality plays out beneficially during this fiscal.

However, with the continuing uncertainty luring around the economy & Markets world over it's difficult to fathom as to what the months to come have in store for the sector.

(Data Sources: Industry, RBI and Rating Agency reports)

For and on behalf of the Board of Directors of
MUKESH BABU FINANCIAL SERVICES LIMITED

MUKESH BABU	**MEENA BABU**
Managing Director	**Director**
(DIN: 00224300)	**(DIN: 00799732)**

Date: 10th August 2022
Place: Mumbai

Annexure- J

Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification
[Issued in accordance with the provisions of Regulation 17(8) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To the Board of Directors of
Mukesh Babu Financial Services Limited

We have reviewed the financial statements read with the cash flow statement of Mukesh Babu Financial Services Limited for the year ended March 31, 2022 and to the best of our knowledge and belief, we state that;

a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the period which are fraudulent, illegal or in violation of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies, if any, in the design or operation of such internal controls of which we are aware and steps taken or proposed to be taken for rectifying these deficiencies.

d) We have indicated to the Auditors and the Audit Committee:

(i) that there were no significant changes in internal controls over financial reporting during the period;
(ii) that there were no significant changes in accounting policies made during the period (other than what was necessary for compliance with statutory requirements); and
(iii) that there were no instances of significant fraud of which we have become aware.

Yours Sincerely

Mukesh Babu
Chairman & Managing Director

Sarika Pandya
Chief Financial Officer

Place: Mumbai
Date: 10th August 2022

Annexure – K

No Disqualification Certificate from Company Secretary in Practice

To,
The Members,
Mukesh Babu Financial Services Limited
111, Maker Chambers III, 223,
Nariman Point, Mumbai – 400021

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Mukesh Babu Financial Services Limited** having CIN L65920MH1985PLC035504 and having registered office at 111, Maker Chambers III, 223, Nariman Point, Mumbai – 400021, Maharashtra, India (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March 2022, have been debarred or disqualified from being appointed or continuing as Directors of the companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of the Director	DIN	Date of appointment in the Company
1.	Mukesh Champaklal Babu	00224300	27-02-1985
2.	Vijay Lavchand Vora	00224394	22-12-2005
3.	Pankaj Ramandas Majithia	00224833	22-12-2005
4.	Meena Mukesh Babu	00799732	29-05-2018
5.	Manishkumar Nagindas Shah	00233238	28-08-2020
6.	Bhavesh Doshi	03194930	28-08-2020

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

Place: Mumbai
Date: 10th August 2022

FOR V. V. CHAKRADEO & CO.
COMPANY SECRETARIES

V. V. CHAKRADEO
COP 1705 FCS 3382
UDIN: F003382D000775637

Independent Auditor's Report on Standalone Financial Statements

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF
MUKESH BABU FINANCIAL SERVICES LIMITED

REPORT ON THE STANDALONE INDIAN ACCOUNTING STANDARDS (Ind AS) FINANCIAL STATEMENTS

OPINION

We have audited the accompanying standalone Ind AS financial statements of **MUKESH BABU FINANCIAL SERVICES LIMITED** ("the company"), having CIN: L65920MH1985PLC035504 which comprise the Balance Sheet as at 31 March 2022, the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the financial position of the Company as at 31st March 2022, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

BASIS FOR OPINION

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

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors and Management are responsible for the preparation of the other information. The other information comprises the information obtained at the date of this auditor's report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained 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 STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards (Ind As) specified under section 133 of the Act. 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

AUDITOR'S RESPONSIBILITY 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **"Annexure A",** a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, and Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
   d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   e) On the basis of written representations received from the directors as on 31 March, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2022, from being appointed as a director in terms of Section 164(2) of the Act.
   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B";**
   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the 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.
   h) Based on the audit procedures performed by us, nothing has come to our notice that has caused us to believe that the below representations given by the management contain any material mis-statement.
      a. no funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.
      b. no funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide guarantee, security or the like on behalf of the ultimate beneficiaries.

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

i. The Company has disclosed the impact of pending litigations, if any on its financial position as on 31 March 2022;

ii. the Company has made provision, as required by applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iii. M/s Mukesh Babu Financial Services Limited has transferred the required amount of Rs. 2,11,878/-, to the Investor Education and Protection Fund on 18/11/2021;

iv. The Company has complied with the provision of Section 123 of the Act with respect to dividend declared/paid during the year.

UDIN: 22035809AJSPWJ9081
For Chaitanya C. Dalal & Co.
Chartered Accountants
Firm Reg. No. 101632W

Chaitanya C. Dalal
Partner
Membership No: 35809

Place: Mumbai
Date: 27th May 2022

Annexure A to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;

(B) The Company is maintaining proper records showing full particulars of intangible assets;

(b) According to the information and explanations given to us, Property, Plant and Equipment of the company have been physically verified by the management at the reasonable intervals and no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the company has proper titles in case of the immoveable property it owns and is found to be in order.

(d) According to the information and explanations given to us, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.

(e) As per explanations and information given to us, the Company does not have any benami property and no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions(Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) In our opinion and according to information and explanations given to us, physical verification of inventory has been done by the management at the regular intervals. No material discrepancies were observed during such verification.

(b) The Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of accounts of the Company.

(iii) In our opinion and according to information and explanations given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Therefore clause (iii) is not applicable.

(iv) The Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185 of the Companies Act 2013. The Company has complied with the provisions of Section 186 of the Act in respect of investments made or loans given or guarantee, or security provided to the parties covered under Section 186.

(v) The company has not accepted any deposits during the year ended 31st March 2022.

(vi) The Central Government has not prescribed the maintenance of cost records u/s 148(1) of the Act.

(vii) According to the information and explanations given to us and on the basis of examination of the records, the Company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.

Further according to the information and explanations given to us, there is no disputed amount payable in respect of statutory dues as on 31st March 2022.

(viii) There are no transactions which are not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) On the basis of the books and records produced before us and as per the information and explanations to us;

a) The Company has not defaulted in repayment of any dues to any financial institution, bank or debenture holders;
b) The Company is not declared wilful defaulter by any bank or financial institution or any other lender;
c) The term loans were applied for the purpose for which the loans were obtained;
d) The funds raised on short term basis have not been utilised for long term purposes;
e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;
f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint venture or associate companies.

(x) The Company has neither raised moneys by way of initial public offer or further public offer (including debt instruments) nor made preferential allotment or private placement of shares or convertible debentures during the year.

(xi) (a) According to the information and explanations given to us and on the basis of the audit conducted by us, no fraud on or by the company has been noticed or reported during the year.

(b) According to the information and explanations given to us, No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

(c) No whistle-blower complaints received by auditor during the year

(xii) The company is not a Nidhi Company hence para 3(xii) of the order is not applicable.

(xiii) Based on our audit procedures and according to the information and explanations given to us, the transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 wherever applicable, and details have been disclosed in the Financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.

(xv) During the year ended 31st March 2022 the company has not entered into any non-cash transactions with the directors or persons connected with him.

(xvi) The company has carried out activities in nature of activities carried out by non-banking financial companies and is required to obtain registered under section 45-IA of the Reserve Bank of India Act, 1934 and the same has been obtained.

(xvii) The company has not incurred any cash losses in the financial year and in the immediately preceding financial year;

(xviii) There has not been any resignation of the statutory auditors during the year;

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report and company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;

(xx) The Company does not have any unspent amount as per Section 135 of the Companies Act. Therefore, paragraph 3(xx) of the Order is not applicable to the Company.

For Chaitanya C. Dalal & Co.
Chartered Accountants
Firm Registration No.: 101632W

Chaitanya C. Dalal
Partner
Membership No.: 035809

Place: Mumbai
Date: 27th May 2022

Annexure B to the Independent Auditors' Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We have audited the internal financial controls over financial reporting of **Mukesh Babu Financial Services Limited** ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone Ind AS 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 issued by the Institute of Chartered Accountants of India.

These responsibilities includes design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

(a) pertain to the maintenance of records that, in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the company;

(b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company;

(c) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as on 31st March 2022, 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 issued by the Institute of Chartered Accountants of India.

For Chaitanya C Dalal & Co.
Chartered Accountants
Firm Registration No.: 101632W

Chaitanya C. Dalal
Partner
Membership No.: 035809

Place: Mumbai
Date: 27th May, 2022

Standalone Financial Statements with Notes

MUKESH BABU FINANCIAL SERVICES LIMITED

CIN:L65920MH1985PLC035504

BALANCE SHEET AS AT 31/03/2022

Rupees in '000

		Note No.	31-03-2022	31-03-2021
	ASSETS			
1	**Financial Assets**			
(a)	Cash and cash equivalents	2	1,977	92,425
(b)	Bank Balance other than (a) above	3	11,615	11,677
(c)	Receivables			
	(I) Trade Receivables	4	0	0
	(II) Other Receivables	5	406	406
(d)	Loans	6	213,607	319,158
(e)	Investments	7	441,513	356,356
(f)	Other Financial assets	8	25,145	48,430
	Total Financial Assets		**694,263**	**828,452**
2	**Non-financial Assets**			
(a)	Inventories	9	1,408,342	1,126,398
(b)	Current tax assets (Net)	10	0	0
(c)	Deferred tax Assets (Net)		0	0
(d)	Property, Plant and Equipment	11	8,558	10,195
(e)	Other non-financial assets	12	85,423	53,211
	Total Financial Assets		**1,502,323**	**1,189,804**
	Total Assets		**2,196,586**	**2,018,256**
	LIABILITIES AND EQUITY			
	LIABILITIES			
1	**Financial Liabilities**			
(a)	Payables			
	(a)Trade Payables:			
	(i) total outstanding dues of micro enterprises and small enterprises			
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	13	13,092	38,939
(b)	Borrowings (Other than Debt Securities)	14	183,161	260,648
(c)	Other financial liabilities	15	1,382	1,430
	Total Financial Liabilities		**197,635**	**301,017**
2	**Non-Financial Liabilities**			
(a)	Current tax liabilities (Net)		0	0
(b)	Provisions	16	9,366	13,734
(c)	Deferred tax liabilities (Net)	17	327,133	258,582
(d)	Other non-financial liabilities	18	155	8,091
	Total Non-Financial Liabilities		**336,654**	**280,407**
3	**EQUITY**			
(a)	Equity Share capital	19	69,675	69,675
(b)	Other Equity	20	1,592,622	1,367,157
	Total Equity		**1,662,297**	**1,436,832**
	Total Liabilities and Equity		**2,196,586**	**2,018,256**

UDIN: 22035809AJSPWJ9081
AS PER OUR REPORT OF EVEN DATE
FOR CHAITANYA C. DALAL & COMPANY
CHARTERED ACCOUNTANTS

CHAITANYA C. DALAL
Partner
Membership No.35809
FRN NO. 101632W

Place : Mumbai
Date : 27/05/2022

FOR AND ON BEHALF OF THE BOARD OF
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu
Managing Director
DIN:00224300

Meena Babu
Director
DIN:00799732

Mahesh Thakar
Chief Financial Officer

Nupur Chaturvedi
Company Secretary
ACS: A30139

Place : Mumbai
Date : 27/05/2022

MUKESH BABU FINANCIAL SERVICES LIMITED

CIN:L65920MH1985PLC035504

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2022

Rupees in '000

	Particulars	Note No.	31.03.2022	31.03.2021
	INCOME			
I	**Revenue from Operations**			
	Interest Income		43,631	170,953
	Dividend Income		37,267	18,058
	Profit on Shares and Securities		132,464	193,830
II	**Other Income**			
	Profit on sale of Investments		0	0
	Interest on Term Deposits		610	756
	Interest on Income Tax Refund		162	289
	Miscellaneous Income		0	0
III	**Total Revenue (I + II)**		214,134	383,886
	EXPENSES			
	Employee benefits expense	21	3,348	3,526
	Finance costs	22	17,601	128,246
	Depreciation	11	1,637	673
	Other expenses	23	165,098	198,924
IV	**Total expenses**		187,684	331,369
V	**Profit before exceptional items and tax (III-IV)**		26,450	52,517
VI	**Exceptional items**			
VII	**Profit before tax (V-VII)**		26,450	52,517
VIII	**Tax expense:**			
	(1) Current tax		(6,827)	(14,849)
	(2) Deferred tax		1,367	(1,241)
IX	**Profit for the period from continuing operations (VII-VIII)**		20,990	36,427
X	**Profit/(loss) from discontinued operations**			
XI	**NET PROFIT FOR THE PERIOD**		20,990	36,427
XII	**Other Comprehensive Income**			
	Items that will not be reclassified to profit or loss		282,404	578,431
	Income Tax to Items that will not be reclassified to profit or loss		(69,917)	(131,301)
	Items that will be reclassified to profit or loss		**0**	**0**
	Income Tax to Items that will be reclassified to profit or loss		**0**	**0**
XIII	**Other Comprehensive Income after Tax for the year**		212,487	447,130
XV	**Total Comprehensive Income for the year**		233,477	483,557
XVI	**Earnings per equity share: (Nominal Value per Share Rs. 10)**			
	(1) Basic		3.01	5.23
	(2) Diluted		3.01	5.23

UDIN: 22035809AJSPWJ9081
AS PER OUR REPORT OF EVEN DATE
FOR CHAITANYA C. DALAL & COMPANY
CHARTERED ACCOUNTANTS

CHAITANYA C. DALAL
Partner
Membership No.35809
FRN NO. 101632W

Place : Mumbai
Date : 27/05/2022

FOR AND ON BEHALF OF THE BOARD OF
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu
Managing Director
DIN:00224300

Meena Babu
Director
DIN:00799732

Mahesh Thakar
Chief Financial Officer

Nupur Chaturvedi
Company Secretary
ACS: A30139

Place : Mumbai
Date : 27/05/2022

MUKESH BABU FINANCIAL SERVICES LIMITED
CIN:L65920MH1985PLC035504

CASH FLOW STATEMENT FOR THE YEAR PERIOD 31/03/2022

Rupees in '000

	31.03.2022		31.03.2021	
A. Cash flow from Operating Activities :				
Net Profit Before Tax and Extraordinary Item		26,450		52,517
Adjustments for :	0		0	
Depreciation & Misc. Exp. Written off	1,637		673	
Loss(Profit) on sale of Investment	0		0	
Excess Provision for Taxation	0	1,637	0	673
Operating Profit Before Working Capital Changes		**28,087**		**53,190**
Changes in Working Capital:				
Inventories	(7,976)		7,180	
Trade Receivable	0		5,889	
Loans and Advances	105,551		675,214	
Other Financial Assets	23,285		(14,624)	
Other Non-Financial Assets	(32,212)		(16,944)	
Other Current Assets	63		8,041	
Sundry Creditors	(25,847)		33,711	
Other Financial Liabilities	(48)		3	
Other Non-Financial Liabilities	(7,936)		2,440	
Other Liabilities	(4,015)	50,865	4,302	705,212
Cash Generated from Operations		**78,952**		**758,402**
Direct Taxes		(6,827)		(14,849)
Cash Flow Before Extraordinary Items		**72,125**		**743,552**
Extraordinary Items		0		0
Net Cash From Operating Activities		**72,125**		**743,552**
B. Cash Flow from Investing Activities :				
Purchase of Fixed Assets	0		(3,500)	
Sale of Fixed Assets	0			
Purchase of Investments	(77,037)		(15,688)	
Sale of Investments	316	(76,721)	818	(18,370)
Net cash used in Investing Activities		**(76,721)**		(18,370)
C. Cash Flow from Financing Activities :				
Proceeds from Issue of Share Capital	0		0	
Proceeds from Short Term Borrowings(net)	0		0	
Repayment of Short Term Borrowings(net)	(77,487)		(643,425)	
Repayment of Finance Lease Liabilities	0		0	
Dividends Paid & DDT paid	(8,365)		(8,365)	
Increase in Misc. & Public Issue Expenses	0	(85,852)	0	(651,790)
Net cash used in Financing Activities		**(85,852)**		**(651,790)**
Net Increase / (Decrease) in Cash & Cash Equivalents		**(90,448)**		**73,392**
Cash & Cash Equivalents at the Beginning of the Year		92,425		19,033
Cash & Cash Equivalents at the Closing of the Year		**1,977**		**92,425**

UDIN: 22035809AJSPWJ9081
AS PER OUR REPORT OF EVEN DATE
FOR CHAITANYA C. DALAL & COMPANY
CHARTERED ACCOUNTANTS

CHAITANYA C. DALAL
Partner
Membership No.35809
FRN NO. 101632W

Place : Mumbai
Date : 27/05/2022

FOR AND ON BEHALF OF THE BOARD OF
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu
Managing Director
DIN:00224300

Meena Babu
Director
DIN:00799732

Mahesh Thakar
Chief Financial Officer

Nupur Chaturvedi
Company Secretary
ACS: A30139

Place : Mumbai
Date : 27/05/2022

Statement of change in equity during the year ending 31/03/2022

A. Equity Share Capital

(1) Current reporting period — Rupees in '000

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
69,675	0	69,675	0	69,675

(2) Previous reporting period — Rupees in '000

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
69,675	0	69,675	0	69,675

B. Other Equity

(1) Current reporting period Rupees in '000

	Balance at the beginning of the previous reporting period	Changes in accounting policy or prior period errors	Restated balance at the beginning of the current reporting period	Total Comprehensive Income for the current year	Dividends	Transfer to/(from) retained earnings	Any other change (to be specified)	Balance at the end of the current reporting period
Share application money pending allotment	0	0	0	0	0	0	0	0
Equity component of compound financial instruments	0	0	0	0	0	0	0	0
Reserves and Surplus								
General Reserve	21,083	0	21,083	0	0	0	0	21,083
Capital Reserve	7,081	0	7,081	0	0	0	0	7,081
Securities Premium	73,560	0	73,560	0	0	0	0	73,560
Statutory Reserve	116,671	0	116,671	0	0	4,198	0	120,869
Retained Earnings	366,795	0	366,795	0	(8,365)	17,146	0	375,576
Debt instruments through Other Comprehensive Income	0	0	0	0	0	0	0	0
Equity Instruments through Other Comprehensive Income	0	0	0	0	0	0	0	0
Effective portion of Cash Flow Hedges	0	0	0	0	0	0	0	0
Revaluation Surplus	0	0	0	0	0	0	0	0
Exchange differences on translating the financial statements of a foreign operation	0	0	0	0	0	0	0	0

Other items of Other Comprehensive Income	781,967	0	781,967	0	0	212,487	0	994,454
Money received against share warrants	0	0	0	0	0	0	0	0
Total	**1,367,157**	**0**	**1,367,157**	**0**	**(8,365)**	**233,831**	**0**	**1,592,623**

(2) Previous reporting period

Rupees in '000

	Balance at the beginning of the previous reporting period	**Changes in accounting policy or prior period errors**	**Restated balance at the beginning of the current reporting period**	**Total Comprehensive Income for the current year**	**Dividends**	**Transfer to/(from) retained earnings**	**Any other change (to be specified)**	**Balance at the end of the current reporting period**
Share application money pending allotment	0	0	0	0	0	0	0	0
Equity component of compound financial instruments	0	0	0	0	0	0	0	0
Reserves and Surplus								
General Reserves	21,083	0	21,083	0	0	0	0	21,083
Capital Reserve	7,081	0	7,081	0	0	0	0	7,081
Securities Premium	73,560	0	73,560	0	0	0	0	73,560
Statutory Reserve	109,386	0	109,386	0	0	7,285	0	116,671
Retained Earnings	344,495	0	344,495	0	(8,365)	30,665	0	366,795
Debt instruments through Other Comprehensive Income	0	0	0	0	0	0	0	0
Equity Instruments through Other Comprehensive Income	0	0	0	0	0	0	0	0
Effective portion of Cash Flow Hedges	0	0	0	0	0	0	0	0
Revaluation Surplus	0	0	0	0	0	0	0	0
Exchange differences on translating the financial statements of a foreign operation	0	0	0	0	0	0	0	0
Other items of Other Comprehensive Income	334,837	0	334,837	447,130	0	0	0	781,967
Money received against share warrants	0	0	0	0	0	0	0	0
Total	**890,442**	**0**	**890,442**	**447,130**	**(8,365)**	**37,950**	**0**	**1,367,157**

NOTES TO ANNUAL ACCOUNTS-STANDALONE FOR THE YEAR ENDED MARCH 31, 2022

NOTES ON ACCOUNTS

Note 1. SIGNIFICANT ACCOUNTING POLICIES

a. **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.

The Company's financial statements upto and for the year ended 31 March 2019 were prepared in accordance with the Generally Accepted Accounting Principles in India (IGAAP) under the historical cost convention as a going concern and on accrual basis, unless otherwise stated, and in accordance with the provisions of the Companies Act, 2013, the Accounting Standards specified under section 133 of the Companies Act, 2013 ("the Act") read with rule 7 of the Companies (Accounts) Rules 2014 (as amended), prudential norms for income recognition, assets classification and provisioning for non-performing assets as well as contingency provision for standard assets as prescribed by The Reserve Bank of India (RBI) for NBFCs and the guidelines issued by Securities and Exchange Board of India (SEBI) to the extent applicable, collectively referred as "Previous GAAP".

b. **Basis and Measurement of fair values**

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at 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 Quoted prices (unadjusted) in active markets for identical assets and liabilities.

c. **Revenue Recognition:**

Income from Shares and Securities includes income/loss form transactions trading in capital market and future & options, taken place during the year through stock exchanges. They are recognized and accounted when transaction take place and are recorded at existing fare value in market with all the relevant taxes and duties. Interest income and Expenses are accounted on accrual basis. Dividend Income on stock and Investment are accounted on Receipt basis.

d. **Property, Plant and Equipment's (PPE)**

PPE are stated at cost of acquisition (including incidental expenses), less accumulated depreciation and accumulated impairment loss, if any. Assets costing less than Rs.5000/- are fully depreciated in the period of purchase. PPE is derecognized on disposal or when no future economic benefits are expected from its use. Depreciation on PPE is provided on Written Down Method at the rates specified in Schedule II to the Companies Act, 2013 on a pro-rata basis.

An asset is treated as impaired when the carrying cost of the Asset exceeds its recoverable value. An impairment loss is charged to the Profit & Loss account in the year in which an asset is identified as impaired. The Impairment loss recognized in prior accounting periods is increased / reversed where there has been change in the estimate of recoverable amount. The recoverable value is the higher of the net selling price and value in use.

e. **Intangible assets**

Intangible assets if any are stated at cost less accumulated amortization and accumulated impairment loss, if any.

f. **Investments in subsidiaries and associates :**

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

g. **Investments**

a. Long term investment is an investment other than a current investment intended to hold more than one year. All long term investments were stated at cost upto previous financial year. After adoption of adoption of 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 Current Financial Year, quoted and long term investment were carried at fair realisable value and that of unquoted investments are stated at cost. Accordingly Quoted Investments to earlier years are valued at fair realisable value as on the date of respective year ending and corresponding effect is given in comprehensive income.

b. Investments in Immovable Properties are stated at cost.

h. **Inventories**

In view of adoption of 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 Current Financial Year , Inventories of quoted shares were carried at fair realisable value and that of unquoted Shares at cost. Accordingly Inventories to earlier years are valued at fair realisable value as on the date of respective year ending and corresponding effect is given in comprehensive income.

i. **Employee Benefits**

The Company's contribution to ESIC/Provident Fund is accounted on accrual basis and charged to Profit and Loss Account. Gratuity is accounted as payable to Employees on Retirement or Resignation of Employees; whereas there is no defined policy enabling the employees to avail encashment of leave.

j. **Finance costs**

Finance costs include interest expense computed by applying the effective and agreed interest rate measured on the use of borrowed fund. Finance costs are charged to the Statement of profit and loss.

k. **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.

l. **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.

m **Earnings Per Share**

Basic earnings per share are computed by dividing the net profit or loss for the period by the weighted average number of Equity Shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of Equity Shares outstanding during the period as adjusted for the effects of all dilutive potential equity shares.

n. **Provisions, Contingent Liabilities and Contingent Assets**

Contingent liabilities as defined in Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets" are disclosed by way of notes to accounts. Provision is made if it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as a contingent liability.

o. **Statement of Cash flow**

Cash flows are reported using the indirect method, whereby the net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of the past or future cash receipts or payments. The cash flows from regular revenue generating, investing & financing activities of the company are segregated.

p. **Statutory Reserve and Provision of Standard Assets**

A Statutory Reserve of 20% of the current profit after tax is made during the year in pursuance of section 45-IC of the Reserve Bank of India Act, 1934.

Provision is made @ 00.25 % of Standard assets which includes secured and unsecured loans granted to companies and other entities.

q. **Prudential Norms**

For the purpose of identifying the assets as Non-performing assets in pursuance of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998, the Company follows generally accepted accounting principles and industry practices.

r. **Taxation**

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.

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.

Note 2 **CASH AND CASH EQUIVALENTS**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Cash on hand	1,551	1,100
Balances with banks (In Current Accounts with Scheduled Banks)	426	91,325
Total	**1,977**	**92,425**

Note 3 **BANK BALANCES (OTHER)**

Rupees in '000

Particulars	31.03.2022	31.03.2021
In Fixed Deposits with Scheduled Banks	10,155	10,125
In Unclaimed Dividends Account	1,382	1,430
Interest Accrued not due on Fixed Deposits	78	122
Total	**11,615**	**11,677**

Note 4 **TRADE RECEIVABLES**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Unsecured Considered Good		
i. Related Party	-	-
ii. Others	-	-
Secured		
i. Related Party	-	-
	-	-
Total	-	-

Aging Disclosure of Trade Receivable

Current Year

Rupees in '000

Particulars	Less than 6 Month	6 Month to 1 Year	1 to 2 Years	2 to 3 Years	More than 3 Years	Total
Undisputed Trade Receivable						
Considered good						
Receivable having Credit Risk						
Receivable Credit Impaired						
Disputed Trade Receivable						
Considered good						
Receivable having Credit Risk						
Receivable Credit Impaired						
Total						

Aging Disclosure of Trade Receivable

Previous Year

Rupees in '000

Particulars	Less than 6 Month	6 Month to 1 Year	1 to 2 Years	2 to 3 Years	More than 3 Years	Total
Undisputed Trade Receivable Considered good Receivable having Credit Risk Receivable Credit Impaired Disputed Trade Receivable Considered good Receivable having Credit Risk Receivable Credit Impaired						
Total						

Note 5 **OTHER RECEIVABLES**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Other Receivable	406	406
Total	**406**	**406**

Note 6 **LOANS**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
A. Term Loans, Considered Good		
ICD Loans Unsecured	171,671	260,321
Easy Finance Consumer loans	38,748	57,008
Loans to Related Parties	129	50
B. Others, Considered Good		
Staff & Associates	3,059	1,779
Total	**2,13,607**	**3,19,158**

* Out of the above no loans are granted to Public Sector Company.
* Out of the above no loans are granted to parties outside the India.

Note 7 **INVESTMENTS**

Disclosure pursuant to Note no. K (i) of Part I of Schedule III to the Companies Act 2013

Sr. No.	Name of the Body Corporate	No. of Shares / Units		Amount Rupees in '000	
		31.03.2022	31.03.2021	31.03.2022	31.03.2021
1	2	3	4	5	6
a.	**Investment in Equity Instruments (At Cost)**				
	Subsidiary				
	Mukesh Babu Securities Ltd	2,580,996	2,580,996	25,810	25,810
				25,810	**25,810**
	UnQuoted At Cost:				
	Curl Capital Pvt.Ltd.	22,401	-	3,575	0
				3,575	**0**
	Quoted At fair value through other comprehensive income:				
	Steelcast Ltd	40,000	40,000	13,992	5,592
	The Gaekwar Mills Ltd	360,000	360,000	6,120	6,084
				20,112	**11,676**
b.	**Investments in Preference Shares At Cost**				
	Balance Equity Broking (India) P. Ltd (15% Redeemable Optionally Convertible)	1,500,000	1,500,000	15,000	15,000
	Yogen Babu Securites P.Ltd. (9% Redeemable Non-Commulative)	10,000	10,000	10,000	10,000
	Bridge Fintech Solutions Pvt. Ltd.(PP) (0.00001% SERIES A4 PP PREF 27MY23)	-	12,386	0	316
	Bridge Fintech Solutions Pvt. Ltd. (0.00001% SERIES A4 PP PREF 27MY23)	30,786	2,000	78,566	5,104
	Bridge Fintech Solutions Pvt. Ltd (0.0001% SERIES A3 PREF 27MY38)	3,703	3,703	9,450	9,450
				113,016	**39,870**
c.	**Investments in Government or Trust securities**	-	-	0	0
				0	**0**
d.	**Investments in Debentures/ Bonds (At Cost)**				
	The Gaekwar Mills Ltd (9%)	3,000	3,000	229,000	229,000
	The Gaekwar Mills Ltd (0%)	500	500	50,000	50,000
				279,000	**279,000**
	Total			**441,513**	**356,356**

Note 8 **OTHER FINANCIAL ASSETS**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Security Deposit	948	998
Margin Deposit	24,197	47,432
Total	**25,145**	**48,430**

Note 9 **INVENTORIES**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Stock of Shares (At fair realisable value)	1,408,342	1,126,398
Total	**1,408,342**	**1,126,398**

INCREASE / DECREASE IN INVENTORIES

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Inventories at the end of the year		
Stock of Shares (At fair Realisable Value)	1,408,342	1,126,398
Inventories at the beginning of the year		
Stock of Shares (At fair Realisable Value)	1,126,398	563,123
Net Increase / (Decrease) in Inventories	**281,944**	**563,275**

Note 10 **CURRENT TAX ASSETS (Net)**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Advance Tax and TDS (Net)	-	-
Total	-	-

Note 11 **PROPERTY, PLANT AND EQUIPMENTS**

Particulars		Gross Block			Accumulated Depreciation				Net Block	
		01.04.2021	Additions/ (Disposals)	31.03.2022	01.04.2021	Depreciation for the year	On disposals	31.03.2022	01.04.2021	31.03.2022
a	**Property, Plant and Equipment**									
	Office Premises	14,883	0	14,883	11,279	176	0	11,455	3,604	3,429
	Guest House	3,690	0	3,690	1,507	106	0	1,614	2,183	2,077
	Furniture and Fixtures	4,454	0	4,454	4,074	98	0	4,173	380	281
	Electrical Fittings & Equipment	1,383	0	1,383	1,085	77	0	1,162	298	221
	Office equipment	1,478	0	1,478	1,476	1	0	1,477	2	1
	Computers	1,105	0	1,105	926	70	0	996	178	108
	Vehicles	6,505	0	6,505	2,955	1,109	0	4,064	3,550	2,441
	Total (Current Year)	33,498	0	33,498	23,303	1,637	0	24,940	10,195	8,558
	Total (Previous Year)	29,998	3,500	33,498	22,630	673	0	23,303	7,368	10,195
b	**Intangible Assets**									
	--	0	0	0	0	0	0	0	0	0
	Total (Current Year)	0	0	0	0	0	0	0	0	0
	Total (Previous Year)	0	0	0	0	0	0	0	0	0
c	**Capital Work In Progress**									
	--	0	0	0	0	0	0	0	0	0
	Total (Current Year)	0	0	0	0	0	0	0	0	0
	Total (Previous Year)	0	0	0	0	0	0	0	0	0
d	**Intangible assets under Development**									
	--	0	0	0	0	0	0	0	0	0
	Total (Current Year)	0	0	0	0	0	0	0	0	0
	Total (Previous Year)	0	0	0	0	0	0	0	0	0

Disclosure pursuant to Note no.I (iv) and J (iii) of Part I of Schedule III to the Companies Act, 2013

Where sums have been written off on a reduction of capital or revaluation of assets or where sums have been added on revaluation of assets:

Particulars	Year				
	2017-2018	2018-19	2019-20	2020-21	2021-22
	`	`	`	`	`
Asset details: Balance as at 1st April	0	0	0	0	0
Impairment/ Revaluation	0	0	0	0	0
Balance as at 31st March	0	0	0	0	0

Rupees in '000

Reconciliation		Opening Value	Additions	Disposals	Acquisitions through business combinations	Amount of change due to revaluation	Other adjustments and the related depreciation	Impairment losses / reversals	Net Block
Property, Plant and Equipment	Current Year	33,498	0	0	0	0	24,940	0	8,558
	Previous Year	29,998	3,500	0	0	0	23,303	0	10,195
Intangible Assets	Current Year	0	0	0	0	0	0	0	0
	Previous Year	0	0	0	0	0	0	0	0
Capital Work In Progress	Current Year	0	0	0	0	0	0	0	0
	Previous Year	0	0	0	0	0	0	0	0
Intangible assets under Development	Current Year	0	0	0	0	0	0	0	0
	Previous Year	0	0	0	0	0		0	0

The Company does not hold any property for investment purposes and Company has not revalued its Property, Plant and Equipment.

The Company does not have any Intangible Fixed Assets and Capital Work in Progress. The Company does no hold any Benami Property.

Note 12 OTHER NON FINANCIAL ASSETS

Rupees in '000

Particulars	31.03.2022	31.03.2021
Advances Against Projects	27,254	30,054
Prepaid Expenses	11	0
Advance for Assets & Expenses	58,158	23,157
Total	**85,423**	**53,211**

Note 13 PAYABLES

Rupees in '000

Particulars	31.03.2022	31.03.2021
Trade Payable		
Related Party	0	0
Others	12,724	34,549
Total Trade Payable	12,724	34,549
Other Payable:		
Related Party	0	4,022
Others	368	368
Total Other Payable	368	4390
Total	**13,092**	**38,939**

(There is no amount Payable to Micro, Small and Medium Enterprises)

Note 14 **BORROWINGS**

Rupees in '000

Particulars	31.03.2022	31.03.2021
TERM LOANS		
Secured		
From Banks (Secured Against Bank Fixed Deposit)	3,172	0
From other parties	177,956	166,229
(Secured against Pledge of Stock of Shares)		
Period of Maturity 1 Year		
Applicable rate of interest 9.50% to 12%		
Guaranteed By Directors Yes		
Sub Total	181,128	166,229
LOANS PAYABLE ON DEMAND		
Unsecured		
From Banks	0	0
From other parties	0	94,419
From Related party	2,033	0
Sub Total	2,033	94,419
Total	**183,161**	**260,648**

* There is no borrowing from outside India.

Note 15 **OTHER FINANCIAL LIABILITIES**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Unclaimed Dividends	1,382	1,430
Total	**1,382**	**1,430**

Note 16 **PROVISIONS**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Provisions for F&O contracts	7,012	3,112
Provision For Standard Assets (RBI Regulations)	534	888
Provision for Taxations (Net of TDS)	1,684	9,553
Provision for Expenses	136	181
Total	**9,366**	**13,734**

Note 17 **DEFERRED LIABILITIES**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Deferred tax liability		
Fixed Assets : Impact of Difference between tax depreciation and depreciation / amortisation charged for financial reporting	376	548
On Comprehensive Income		
Income Tax relating to items that will not be reclassified to Profit & Loss	331,515	261,597
Gross deferred tax liability	**331,891**	**262,145**
Deferred tax Assets		
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	4,758	3,563
Gross Deferred tax asset	4,758	3,563
Net deferred tax liability / (asset)	**327,133**	**258,582**

Note 18 **OTHER NON FINANCIAL LIABILITIES**

Rupees in '000

Particulars	31.03.2022	31.03.2021
TDS payable	155	8,091
Total	**155**	**8,091**

Note 19 **EQUITY SHARE CAPITAL**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Authorised		
10000000 (10000000)Equity Shares of ₹ 10 each.	**100,000**	**100,000**
Issued		
6970900(6970900) Equity Shares of ₹ 10 each.	69,709	69,709
Subscribed and fully Paid up		
6960600(6960600)Equity Shares of ₹ 10 each .	69,606	69,606
Subscribed but not fully Paid up		
10300(10300) Equity Shares of ₹ 10 each.	103	103
Less: Unpaid Calls	34	34
	69	69
Total	**69,675**	**69,675**

Disclosure pursuant to Note no. 6(A)(d) of Part I of Schedule III to the Companies Act 2013

Rupees in '000

Particulars - Equity Shares	**31.03.2022**		**31.03.2021**	
	Number	Rupees in '000	**Number**	Rupees in '000
Shares at the beginning of the year	6,970,900	69,709	6,970,900	69,709
Shares Issued during the year	-	0	-	0
Shares bought back during the year	-	0	-	0
Shares at the end of the year	**6,970,900**	**69,709**	**6,970,900**	**69,709**

Disclosure pursuant to Note no. 6(A)(g) of Part I of Schedule III to the Companies Act 2013 (more than 5% holding)

Name of the Shareholder	**31.03.2022**		**31.03.2021**	
	No. of Shares held	**% of Holding**	**No. of Shares held**	**% of Holding**
Mukesh Champaklal Babu	3,431,600	49.23%	3,431,600	49.23%
Meena Mukesh Babu	950,000	13.63%	950,000	13.63%
Sagar Systech Limited	604,500	8.67%	604,500	8.67%

Disclosure pursuant to Note no. 6(A)(m) of Part I of Schedule III to the Companies Act, 2013- Shareholding of Promoters

Shareholding of Promoters	% of Holding	31.03.2022		31.03.2021	
		No. of Shares	% of Holding	No. of Shares	% of Holding
Mukesh Champaklal Babu	N.A	3,431,600	49.23%	3,431,600	49.23%
Meena Mukesh Babu	N.A	950,000	13.63%	950,000	13.63%
		4,381,600	62.86%	4,381,600	62.86%

Rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital

Particulars		31.03.2022	31.03.2021
	Description	Number	Number
Equity Shares	Pari Pasu	6,970,900	6,970,900
Restrictions on the distribution of dividends	None		
voting rights or with differential voting rights as to dividend	All shares have equal Voting Rights		

Disclosure of Unpaid Calls

Rupees in '000

Particulars	31.03.2022	31.03.2021
By Directors	-	-
By Officers	-	-
Others	34	34

Note 20 **OTHER EQUITY**

Rupees in '000

Particulars	31.03.2022	31.03.2021
a. Capital Reserves		
Opening Balance	7,081	7,081
(+) Current Year Transfer		0
(-) Written Back in Current Year		0
Closing Balance	**7,081**	**7,081**
b. Securities Premium Account		
Opening Balance	73,628	73,628
Add: Securities premium credited on Share issue	0	0
Less: Premium Utilised for various reasons	0	0
Less: Unpaid Calls	68	68
Closing Balance	**73,560**	**73,560**
c. Statutory Reserve		
Opening Balance	116,671	109,386
(+) Current Year Transfer	4,198	7,285
Closing Balance	**120,869**	**116,671**
d. General Reserve		
Opening Balance	21,083	21,083
(+) Current Year Transfer	0	0
(-) Written Back in Current Year	0	0
Closing Balance	**21,083**	**21,083**
e. Other Comprehensive Income		
Opening Balance	781,967	334,837
+/(-) Movement in OCI during the Year	212,487	447,130
Closing Balance	**994,454**	**781,967**
f. Surplus Profit and Loss A/c		
Opening balance	366,795	344,495
(+) Net Profit/(Net Loss) For the current year	20,990	36,427
(-) Dividends Payment	(8,365)	(8,365)
(-) Transfer to Statutory Reserves (RBI Regulations)	(4,198)	(7,285)
(-) Provision for Standard Assets (RBI Regulations)	353	1,523
Closing Balance	**375,575**	**366,795**
Total Other Equity	**1,592,622**	**1,367,157**

Note 21 **EMPLOYEE BENEFIT EXPENSES**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Salaries	1,806	2,143
Bonus	126	44
Gratuity Expenses	0	0
Directors' Remuneration	1,200	1,200
Directors' Sitting Fees	140	120
Staff welfare expenses	76	19
Total	**3,348**	**3,526**

Note 22 **FINANCE COST**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Interest expense		
Interest on Loans	17,484	127,774
Interest on Bank Overdraft	95	62
Interest Expenses- Others	22	410
Other Financial Expenses		
Loan Processing Fees	0	0
Total	**17,601**	**128,246**

Note 23 **OTHER EXPENSES**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Auditors' Remuneration	75	42
Business Promotion Expenses	438	531
Bad Debts	40,832	34,944
Conveyance	356	315
Corporate Social Responsibility Expense	500	450
Commission Expenses	1,950	0
Demat and Depository Expenses	99	249
Electricity Expenses	109	53
Professional & Legal Expenses	816	4,077
Listing Fees	354	354
Membership & Subscriptions	73	108
Postage, Courier& Telephone Expenses	15	17
Printing and Stationery Expenses	71	82
Publishing Expenses	136	156
Rent, Rates & Taxes	662	758
Repairs and Maintenance Expenses	130	625
Registrar and Share Transfer Expenses	235	249
Travelling Expenses	608	624
Sundry Expenses	139	1,040
Conciliation Award Compensation	117,500	154,250
Total	**165,098**	**198,924**

Note 24 In the opinion of the Directors balances in Loans and Advances & Current Assets Debtors and Creditors have a value on realization of current assets in the ordinary course of business would not be less than the amount at which they are stated in the Balance sheet according to the management provision for all the loans and liabilities adequate. Balances in Debtors, Creditors, Loans, and advances and current assets are subject to confirmation & reconciliation.

Note 25 Auditors' remuneration in accordance with paragraph 5A (j) of part II of Schedule III to the Companies Act 2013 is as under:

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
As Auditors	50	40
Other Professional Services	25	2
Total	**75**	**42**

Note 26 **Earning per share is calculated as under:**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Basic earning per share		
Net profit after Taxation	20,990	36,427
Number of shares issued (Nominal Value RS.10)	6,970,900	6,970,900
Basic earning per share (In Rupees)	3.01	5.23
Diluted earning per share		
Net profit after Taxation	20,990	36,427
Number of shares issued (Nominal Value RS.10)	6,970,900	6,970,900
Diluted earning per share (In Rupees)	3.01	5.23

Note 27

Rupees in '000

Directors' Remuneration	**31.03.2022**	**31.03.2021**
Within the limits of Schedule V to the Companies Act 2013	1,200	1,200

Note 28 The Company is mainly engaged in the business of providing finance and dealing in shares and securities. All other activities of the Company revolve around the main business, and as such in the opinion of the management, there is no separate reportable segment as per IND AS 108 on 'Operating Segments' in respect of the Company.

The Company operates in single segment only. There are no operations outside India and hence there is no external revenue or assets which require disclosure.

Note 29 Loans and advances given to the employees and associates and for projects do not carry any stipulation as to repayment of principal or payment of interest; and are being repaid periodically. Accordingly, these are considered as good and not considered as part of non-performing assets.

Note 30 The management has made full inquiries and is of the view that assets of the Company in form of fixed assets and Inventories are good in nature, and are stated at appropriate value of the respective assets; and there is no necessity as to impairment / write down provision in the accounts.

Note 31 **Disclosure of Provisions as required by IND-AS-37 is as under:**

Rupees in '000

Particulars	Opening Balance	Additional provisions during the year	Amount Used or reversed during the year	Closing Balance
Income-tax	1,684	(5,460)	(13,328)	9,553

Note 32 The year end position of Loans and advances given to the following companies which are under the same management within the meaning of 186 of the Companies Act 2013. (Figures in Brackets indicates the credit balance)

Rupees in '000

NAME OF THE COMPANY	**31.03.2022**	**31.03.2021**
Mukesh Babu Securities Limited (Subsidiary)	(2,033)	(1,505)
Istaa Fashions Private Limited	29	(2,517)
Mukesh Babu Management Consultants P.Ltd	50	25
Mukesh Babu Stock Broking P. Ltd	50	25

Maximum outstanding during the Year

NAME OF THE COMPANY	**31.03.2022**	**31.03.2021**
Mukesh Babu Securities Limited (Subsidiary)	17,528	45,112
Istaa Fashions Private Limited	11,164	(19,587)
Mukesh Babu Management Consultants P. Ltd	50	25
Mukesh Babu Stock Broking P. Ltd	50	25

Note 33 The additional information on Quantitative Information of Shares and Securities Traded

Particulars	Opening Stock	Purchases	Sales	Closing Stock
Shares (Qty in Nos.)	4,051,022	250,472	535,288	3,766,206

(Purchases and sales include Bonus Shares and Splits and other adjustments, if any)

Note 34 Disclosure in respect of related parties transaction as required by the Accounting Standard 18 "Related Party Disclosures":

A

i) List of related parties with whom no transaction has taken place during the year

1.	Istaa Securities Pvt. Ltd.	Entity controlled by relative of KMP
2.	Nomad Communications LLP	Entity controlled by relative of KMP
3.	Tamarind Tree Trust	Entity controlled by relative of KMP
4.	Sagar Systech Ltd.	Entity controlled by KMP &/or their relative
5.	Ashtavinayak Infra Tech Pvt. Ltd.	Entity controlled by relative of KMP
6.	Istaa Infotech Pvt. Ltd.	Entity controlled by relative of KMP

ii) List of related parties with whom transactions have taken place during the year

1.	Mukesh Babu Securities Ltd.	Subsidiary
2.	Istaa Fashions Pvt. Ltd.	Entity controlled by relative of KMP
3.	Mukesh Babu Stock Broking Pvt. Ltd.	Entity controlled by KMP &/or their relative
4.	Mukesh Babu Mgt. Consultants Pvt. Ltd.	Entity controlled by KMP &/or their relative
5.	C. L. Babu Foundation	Entity managed by KMP &/or relative of KMP

iii) Key Managerial Personnel (KMP) with whom transactions have taken place during the year

1.	Mukesh Babu	Managing Director (KMP)
2.	Mahesh Thakar	Chief Financial Officer (KMP)
3.	Manasi Dalal	Company Secretary (uptil 21.05.2021) (KMP)
4.	Nupur Chaturvedi	Company Secretary (w.e.f 29.06.2021) (KMP)

iv) Relatives of KMP who have controlled/managed the any of the entities mentioned above

1.	Meena Mukesh Babu	Wife of Mukesh Babu -KMP
2.	Miloni Mukesh Babu	Daughter of Mukesh Babu-KMP
3.	Hemant Babu	Brother of Mukesh Babu- KMP

B Transactions during the year with related parties:

Rupees in'000

Nature of Transactions	Subsidiary	KMP	Entity controlled by KMP/ Relative of KMP	Entity managed by KMP/ Relative of KMP	Total
Net Loans & advances given/(returned)			2,152		2,152
Interest income			444		444
Net Loans & advances returned/(taken)	(349)				(349)
Interest paid	(179)				(179)
CSR Expenditure				500	500
Remuneration paid to KMP		1,976			1,976
Closing Balance					0
Loans and Advances(31.3.2022)	(2,033)	0	129	0	(1,904)
Loans and Advances(31.3.2021)	(1,505)	0	(2,467)	0	(3,972)

C Closing Balances

Particulars	Relationship	31.03.22	31.03.21
Loans and advances given/(taken)			
Mukesh Babu Securities Ltd.	Subsidiary	(2,033)	(1,505)
Istaa Fashions Pvt. Ltd.	Entity controlled by KMP and/or his relatives	29	(2,517)
Mukesh Babu Management Consultants P. Ltd.	Entity controlled by KMP and/or his relatives	50	25
Mukesh Babu Stock Broking P. Ltd.	Entity controlled by KMP and/or his relatives	50	25

D Percentage to total Loans and Advances in the nature of loans

Rupees in '000

Type of Borrower	31.03.22	31.03.21	31.03.22	31.03.21
	Amount of Loan or Advance in the nature of Loan Outstanding		Percentage to total loans and Advances in Nature of Loans	
Promoter	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	(1,904)	(3,972)	(0.89)	(1.24)

Note 35 **INCOME AND EXPENSES IN FOREIGN CURRENCY:**

31.03.2022	31.03.2021
NIL	NIL

Note 36 **CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)**

Particulars	31.03.2022	31.03.2021
	₹	₹
A. Contingent Liabilities		
(1) Claims against the company not acknowledged as debt	-	-
(2) Guarantees	-	-
(3) Other money for which the company is contingently liable	-	-
Sub Total (A)	-	-

B. Commitments		
(1) Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
(2) Uncalled liability on shares/other investments partly paid	-	-
(3) Other commitments (specify nature)	-	-
Sub Total (B)	-	-
Total (A+B)		

Note 37 **SPECIFIC DISCLOSURES**

1 **Disclosure pursuant to Note no. 6(U) of Part I of Schedule III to the Companies Act 2013**

Particulars	Total in '000	Total ₹ per Share
Dividends proposed to be distributed to equity shareholders	8,365	1.20

2 **Disclosure pursuant to Note no. 6(V) of Part I of Schedule III to the Companies Act 2013**

Where in respect of an issue of securities made for a specific purpose, the whole or part of the amount has not been used for the specific purpose at the balance sheet date, Indicate below how such unutilized amounts have been used or invested.
Not Applicable

3 **Disclosure pursuant to Note no. 6(W) of Part I of Schedule III to the Companies Act 2013**

If, in the opinion of the Board, any of the assets other than fixed assets and non-current investments do not have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, the fact that the Board is of that opinion, shall be stated.			
Name of Assets	Realisable Value	Value in Balance Sheet	Opinion of Board
		None	

Note 38 **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Rupees in '000

a. amount required to be spent by the company during the year,	453
b. amount of expenditure incurred,	500
c. shortfall at the end of the year,	0
d. total of previous years shortfall,	0
e. reason for shortfall,	Not Applicable
f. nature of CSR activities,	School Education
g. details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	C.L.Babu Foundation, Trust
h. where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately.	Not Applicable

Note 39 The Company has a process whereby periodically all long term contracts are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law / accounting standards for material foreseeable losses, including derivatives, on such long term contracts has been made in the books of account.

Note 40 The Company has reviewed its pending litigations and proceedings and has adequately provided for where Provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

Note 41 The previous year's figures are regrouped / rearranged / reclassified wherever considered necessary to correspond with the figures of current year.

Note 42 As required by paragraph 32 of 'Ind AS' - 101 net profit reconciliation between the figures reported under Previous GAAP and 'Ind-AS' is not applicable for previous year ending 31.03.2022.

Note 43 Disclosures pursuant to RBI Notification - RBI/2020-21/16 DOR.No.BP.BC/3/21.04.048/2020-21 dated 6 August 2020

Type of borrower	**Number of accounts where resolution plan has been implemented under this window**	**Exposure to accounts mentioned at (A) before implementation of the plan**	**Of (B), aggregate amount of debt that was converted into other securities**	**Additional funding sanctioned, if any, including between invocation of the plan and implementation**	**Increase in provisions on account of the implementation of the resolution plan**
Personal Loans	0	0	0	0	0
Corporate persons*	0	0	0	0	0
Of which, MSMEs	0	0	0	0	0
Others	0	0	0	0	0
Total	0	0	0	0	0

Note 44 The Notes referred to in the Balance Sheet and Statement of Profit and Loss Account form an integral part of the Accounts.

Note 45 The Company do not has borrowings from Banks or financial institutions on the basis of security of current assets, hence disclosure to that effect is not required

Note 46 The Company do not have any transactions with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act,1956, hence disclosure to that effect is not required.

Note 47 There are no charges or satisfaction yet to be registered with Register of Companies (ROC) beyond the statutory period.

Note 48 The Company is not declared wilful defaulter by any bank, financial institution or other lender, hence disclosure to that effect is not required

Note 49 There is no such scheme of Arrangements has been approve by the Competent Authority in terms of Section 230 to 237 of the Companies Act. 2013.

Note 50 **Undisclosed Income**

Details of any transaction not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), unless there is immunity for disclosure under any scheme.	Not Applicable
Whether the previously unrecorded income and related assets have been properly recorded in the books of account during the year.;	Not Applicable

Note 51 The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year, has disclosure is not required to that effect.

Note 52 Disclosure of details as required in terms of paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007)

	Particulars	Amount in Rs.000	
	LIABILITIES SIDE:		
1	**Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:**	Amount Outstanding	Amount Overdue
	a Loan from Other NBFC Secured	177,956	NIL
	b Loan from Other than NBFC Unsecured	5,205	
	c Loans from Directors	0	
2	**Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):**	NIL	NIL
	ASSETS SIDE:	Amount Outstanding	
3	**Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :**		
	a Secured	NIL	
	b Unsecured	213,607	
4	**Break up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities**	NIL	
5	**Break-up of Investments :**		
	Current Investments :		
	Long Trem Investments:		
	1 Quoted : (At Fair Market Value)		
	(i) Shares : (a) Equity	20,112	
	(b) Preference	0	
	(ii) Units of Mutual Funds	0	
	2 Unquoted :		
	(i) Shares : (a) Equity	29,385	
	(b) Preference	113,016	
	(ii) Debentures and Bonds	279,000	
6	**Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances :**	NIL	

7	**Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):**		
	Category	Market Value / Break up or fair Value or NAV	Book Value (Net of Provisions)
	1. Related Parties		
	a Subsidiaries	25,810	-
	b Other Related Parties	0	-
	2. Other than Related Parties	415,703	-
	Total	**441,513**	-

8	**OTHER INFORMATION**	
	Particulars	Amount
	(i) Gross Non-Performing Assets	
	(a) Related Parties	NIL
	(b) Other than related parties	NIL
	(ii) Net Non-Performing Assets	
	(a) Related Parties	NIL
	(b) Other than related parties	NIL
	(iii) Assets acquired in satisfaction of Debt	NIL

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with companies (Restriction on number of Layers) Rules, 2017

Note 53 Utilisation of Borrowed funds and share premium:

A. Where company has advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

the company shall disclose the following:-

(I)	date and amount of fund advanced or loaned or invested in Intermediaries with complete details of each Intermediary.	Not Applicable
(II)	There is no such scheme of Arrangements has been approve by the Competent Authority in terms of Section 230 to 237 of the Companies Act. 2013.	
(III)	date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries	
(IV)	declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violate of the Prevention of Money-Laundering act, 2002 (15 of 2003).;	

B. Where a company has received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the

i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

the company shall disclose the following:-

(I)	date and amount of fund received from Funding parties with complete details of each Funding party.	Not Applicable
(II)	date and amount of fund further advanced or loaned or invested other intermediaries or Ultimate Beneficiaries along with complete details of the other intermediaries' or ultimate beneficiaries.	
(III)	date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries	
(IV)	declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violate of the Prevention of Money-Laundering act, 2002 (15 of 2003).]	

Note 54 **Ratio Disclosure**

Capital to Risk weighted Assets Ratio	69.94
Liquidity Coverage Ratio	1,773.12

Note 55 Other information pursuant to General Instructions for preparation of Balance Sheet and Profit & Loss Account of Schedule III to the Companies Act 2013 is not applicable.

UDIN: 22035809AJSPWJ9081
AS PER OUR REPORT OF EVEN DATE
FOR CHAITANYA C. DALAL & COMPANY
CHARTERED ACCOUNTANTS

CHAITANYA C. DALAL
Partner
Membership No.35809
FRN NO. 101632W

Place : Mumbai
Date : 27/05/2022

FOR AND ON BEHALF OF THE BOARD OF
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu
Managing Director
DIN:00224300

Meena Babu
Director
DIN:00799732

Mahesh Thakar
Chief Financial Officer

Nupur Chaturvedi
Company Secretary
ACS: A30139

Place : Mumbai
Date : 27/05/2022

Independent Auditor's Report on Consolidated Financial Statements

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF
MUKESH BABU FINANCIAL SERVICES LIMITED

REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

We have audited the accompanying consolidated financial statements of **MUKESH BABU FINANCIAL SERVICES LIMITED** (hereinafter referred to as "the company") having CIN: L65920MH1985PLC035504 and its subsidiary (the company and its subsidiary together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31 March 2022, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Company's Board of Directors are responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Group and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act, the Rules made thereunder, and the Order issued under section 143(11) of the Act.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

OPINION

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

a) in the case of the Balance Sheet, of the consolidated state of affairs of the Company as at March 31, 2022;
b) in the case of the Statement of Profit and Loss, of the consolidated profit for the year ended on that date; and
c) in the case of the Cash Flow Statement, of the consolidated cash flows for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

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

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as appears from our examination of those books.
c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of written representations received from the directors as on 31 March, 2022, taken on record by the Board of Directors of the company and its subsidiary, none of the directors of the Group is disqualified as on 31 March, 2022, from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure A";** and

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

   i. The consolidated financial statements disclose the impact of pending litigations, if any on the consolidated financial position of the Group.

   ii. Provisions have been made in the consolidated financial statements, as required by applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

   iii. M/s Mukesh Babu Financial Services Limited (Holding Company) has transferred the required amount of Rs. 2,11,878/-, to the Investor Education and Protection Fund on 18/11/2021 .

UDIN : 22035809AJSOJP9005
For Chaitanya C. Dalal & Co.
Chartered Accountants
Firm Reg. No. 101632W

Chaitanya C. Dalal
Partner
Membership No: 35809

Place: Mumbai
Date: 27th May 2022

Annexure A to the Independent Auditors' Report

Re: Mukesh Babu Financial Services Limited

The Annexure referred to in our Independent Auditors' Report with reference to the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") to the members of the Company and its subsidiary on the Consolidated Financial Statement for the year ended 31st March 2022.

We have audited the internal financial controls over financial reporting of **Mukesh Babu Financial Services Limited** (hereinafter referred to as "the Company") and its subsidiary company as of March 31, 2022 in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date:

Management's Responsibility for Internal Financial Controls

The management of the company and its subsidiary company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls issued by the Institute of Chartered Accountants of India.

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

Internal financial control over financial reporting of the Group is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. Internal financial control over financial reporting of the Group includes those policies and procedures that

(a) pertain to the maintenance of records that, in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the company and its subsidiary company;

(b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company and its subsidiary company;

(c) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the assets of the Group that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Group has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as on 31st March 2022, 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 issued by the Institute of Chartered Accountants of India.

For Chaitanya C Dalal & Co.
Chartered Accountants
Firm Registration No.: 101632W

Chaitanya C. Dalal
Partner
Membership No.: 035809

Place: Mumbai
Date: 27th May 2022

Consolidated Financial Statements with Notes

MUKESH BABU FINANCIAL SERVICES LIMITED
CIN:L65920MH1985PLC035504
CONSOLIDATED BALANCE SHEET AS AT 31/03/2022

Rupees in '000

		Note No.	31-03-2022	31-03-2021
	ASSETS			
I.	**Financial Assets**			
1	Cash and cash equivalents	2	4,385	110,727
2	Bank Balance other than (a) above	3	90,065	93,775
3	Receivables			
	(I) Trade Receivables	4	7,164	7,325
	(II) Other Receivables	5	406	406
4	Loans	6	309,216	454,955
5	Investments	7	729,566	535,735
6	Other Financial assets	8	43,441	66,738
	Total Financial Assets		**1,184,243**	**1,269,661**
II.	**Non-financial Assets**			
1	Inventories	9	1,408,342	1,126,398
2	Current tax assets (Net)	10	0	0
3	Deferred tax Assets (Net)		0	0
4	Property, Plant and Equipment	11	22,460	24,792
5	Other non-financial assets	12	215,943	128,425
	Total Financial Assets		**1,646,745**	**1,279,615**
	Total Assets		**2,830,988**	**2,549,276**
	LIABILITIES AND EQUITY			
	LIABILITIES			
I.	**Financial Liabilities**			
1	Payables			
	(a)Trade Payables:			
	(i) total outstanding dues of micro enterprises and small enterprises			
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	13	13,406	52,748
2	Borrowings (Other than Debt Securities)	14	217,907	282,708
3	Other financial liabilities	15	1,382	1,430
	Total Financial Liabilities		**232,695**	**336,886**
II.	**Non-Financial Liabilities**			
1	Current tax liabilities (Net)			
2	Provisions	16	8,254	12,246
3	Deferred tax liabilities (Net)	17	353,382	273,606
4	Other non-financial liabilities	18	159	8,091
	Total Non-Financial Liabilities		**361,795**	**293,943**
III	**EQUITY**			
1	Equity Share capital	19	69,675	69,675
2	Other Equity	20	1,985,515	1,665,917
3	Non Controlling Interest		181,308	182,855
	Total Equity		**2,236,498**	**1,918,447**
	Total Liabilities and Equity		**2,830,988**	**2,549,276**

UDIN: 22035809AJSOJP9005
AS PER OUR REPORT OF EVEN DATE
FOR CHAITANYA C. DALAL & COMPANY
CHARTERED ACCOUNTANTS

CHAITANYA C. DALAL
Partner
Membership No.35809
FRN NO. 101632W

Place : Mumbai
Date : 27th May 2022

FOR AND ON BEHALF OF THE BOARD OF
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu
Managing Director
DIN:00224300

Meena Babu
Director
DIN:00799732

Mahesh Thakar
Chief Financial Officer

Nupur Chaturvedi
Company Secretary
ACS: A30139

Place : Mumbai
Date : 27th May 2022

MUKESH BABU FINANCIAL SERVICES LIMITED

CIN:L65920MH1985PLC035504

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2022

Rupees in '000

	Particulars	Note	31.03.2022	31.03.2021
	INCOME			
I	**Revenue from Operations**			
	Interest Income		43,631	170,060
	Dividend Income		37,267	18,058
	Profit on Shares and Securities		132,464	193,670
II	**Other Income**		0	0
	Profit on sale of Investments		251	140,108
	Dividend On Investment		1,543	894
	Interest on Term Deposits		5,330	6,457
	Interest on Income Tax Refund		340	427
	Interest Income - Others		2,298	2,439
	Miscellaneous Income		17	0
III	**Total Revenue (I + II)**		223,141	532,112
	EXPENSES			
	Employee benefits expense	21	6,067	6,153
	Finance costs	22	20,253	131,353
	Depreciation	11	2,333	1,452
	Other expenses	23	171,126	251,982
IV	**Total expenses**		199,779	390,941
V	**Profit before exceptional items and tax (III-IV)**		23,362	141,172
VI	**Exceptional items**			
VII	**Profit before tax (V-VII)**		23,362	141,172
VIII	**Tax expense:**			
	(1) Current tax		(6,827)	(4,767)
	(2) Deferred tax		1,259	(1,378)
IX	**Profit for the period from continuing operations (VII-VIII)**		17,794	135,027
X	**Profit/(loss) from discontinued operations**			
XI	**NET PROFIT FOR THE PERIOD**		17,794	135,027
XII	**Other Comprehensive Income**			
	Items that will not be reclassified to profit or loss		389,303	633,307
	Income Tax to Items that will not be reclassified to profit or loss		(81,035)	(137,008)
	Items that will be reclassified to profit or loss		-	-
	Income Tax to Items that will be reclassified to profit or loss		-	-
XIII	**Other Comprehensive Income after Tax for the year**		308,268	496,298
XV	**Total Comprehensive Income for the year**		326,062	631,326
XVI	**Earnings per equity share: (Facel Value per Share Rs. 10)**			
	(1) Basic		2.55	19.37
	(2) Diluted		2.55	19.37

UDIN: 22035809AJSOJP9005

AS PER OUR REPORT OF EVEN DATE
FOR CHAITANYA C. DALAL & COMPANY
CHARTERED ACCOUNTANTS

CHAITANYA C. DALAL
Partner
Membership No.35809
FRN NO. 101632W

Place : Mumbai
Date : 27th May 2022

FOR AND ON BEHALF OF THE BOARD OF
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu
Managing Director
DIN:00224300

Meena Babu
Director
DIN:00799732

Mahesh Thakar
Chief Financial Officer

Nupur Chaturvedi
Company Secretary
ACS: A30139

Place : Mumbai
Date : 27th May 2022

MUKESH BABU FINANCIAL SERVICES LIMITED

CIN:L65920MH1985PLC035504

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31/03/2022

Rupees in '000

	31.03.2022		31.03.2021	
A. Cash flow from Operating Activities :				
Net Profit Before Tax and Extraordinary Item		23,362		141,172
Adjustments for :	-		-	
Depreciation & Misc. Exp. Written off	2,333		1,452	
Loss(Profit) on sale of Investment	(251)		(140,108)	
Divedend On Investment & Other Interest	(9,511)		(10,216)	
Excess Provision for Taxation	-	(7,429)	-	(148,872)
Operating Profit Before Working Capital Changes		**15,933**		(7,700)
Changes in Working Capital:				
Inventories	(7,976)		7,180	
Trade Receivable	161		5,889	
Loans and Advances	145,738		640,272	
Other Financial Assets	23,298		(64,624)	
Other Non-Financial Assets	(87,518)		(16,954)	
Other Current Assets	3,710		16,969	
Sundry Creditors	(39,342)		47,206	
Other Fianancial Liabilities	(48)		3	
Other Non-Financial Liabilities	(7,932)		1,811	
Other Liabilities	(3,639)	26,453	2,425	640,176
Cash Generated from Operations		**42,385**		**632,476**
Direct Taxes		(6,827)		(4,767)
Cash Flow Before Extraordinary Items		**35,558**		**627,710**
Extraordinary Items		-		-
Net Cash From Operating Activities		**35,558**		**627,710**
B. Cash Flow from Investing Activities :				
Purchase of Fixed Assets	-		(3,500)	
Sale of Fixed Assets			-	
Dividend On Investment & Other Interest	9,511		10,216	
Purchase of Investments	(78,495)		(37,670)	
Sale of Investments	251	(68,733)	153,728	122,774
Net cash used in Investing Activities		**(68,733)**		122,774
C. Cash Flow from Financing Activities :				
Proceeds from Issue of Share Capital	-		-	
Proceeds from Short Term Borrowings(net)				
Repayment of Short Term Borrowings(net)	(64,802)		(673,929)	
Repayment of Finance Lease Liabilities	-		-	
Dividends Paid	(8,365)		(8,365)	
Increase in Misc. & Public Issue Expenses	-	(73,167)	-	(682,294)
Net cash used in Financing Activities		**(73,167)**		**(682,294)**
Net Increase / (Decrease) in Cash & Cash Equivalents		**(106,342)**		**68,189**
Cash & Cash Equivalents at the Beginning of the Year		110,727		42,538
Cash & Cash Equivalents at the Closing of the Year		**4,385**		**110,727**

UDIN: 22035809AJSOJP9005

AS PER OUR REPORT OF EVEN DATE
FOR CHAITANYA C. DALAL & COMPANY
CHARTERED ACCOUNTANTS

CHAITANYA C. DALAL
Partner
Membership No.35809
FRN NO. 101632W

Place : Mumbai
Date : 27th May 2022

FOR AND ON BEHALF OF THE BOARD OF
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu
Managing Director
DIN:00224300

Meena Babu
Director
DIN:00799732

Mahesh Thakar
Chief Financial Officer

Nupur Chaturvedi
Company Secretary
ACS: A30139

Place : Mumbai
Date : 27th May 2022

Consolidated Statement of change in equity during the year ending 31/03/2022

A. Equity Share Capital

(1) Current reporting period — Rupees in '000

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
69,675	0	69,675	0	69,675

(2) Previous reporting period — Rupees in '000

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
69,675	0	69,675	0	69,675

B. Other Equity

(1) Current reporting period Rupees in '000

	Balance at the beginning of the previous reporting period	Changes in accounting policy or prior period errors	Restated balance at the beginning of the current reporting period	Total Comprehensive Income for the current year	Dividends	Transfer to/(from) retained earnings	Any other change (to be specified)	Balance at the end of the current reporting period
Share application money pending allotment	0	0	0	0	0	0	0	0
Equity component of compound financial instruments	0	0	0	0	0	0	0	0
Reserves and Surplus								
General Reserve	21,083	0	21,083	0	0	0	0	21,083
Capital Reserve	7,081	0	7,081	0	0	0	0	7,081
Securities Premium	73,560	0	73,560	0	0	0	0	73,560
Statutory Reserve	116,671	0	116,671	0	0	4,198	0	120,869
Retained Earnings	536,084	0	536,084	0	(8,365)	15,496	0	543,215
Debt instruments through Other Comprehensive Income	0	0	0	0	0	0	0	0
Equity Instruments through Other Comprehensive Income	0	0	0	0	0	0	0	0
Effective portion of Cash Flow Hedges	0	0	0	0	0	0	0	0
Revaluation Surplus	0	0	0	0	0	0	0	0
Exchange differences on translating the financial statements of a foreign operation	0	0	0	0	0	0	0	0
Other items of Other Comprehensive Income	911,438	0	911,438		0	308,268	0	1,219,706

Money received against share warrants	0	0	0	0	0	0	0	0
Total	**1,665,917**	**0**	**1,665,917**	**0**	**(8,365)**	**327,962**	**0**	**1,985,514**

(2) Previous reporting period

Rupees in '000

	Balance at the beginning of the previous reporting period	**Changes in accounting policy or prior period errors**	**Restated balance at the beginning of the current reporting period**	**Total Comprehensive Income for the current year**	**Dividends**	**Transfer to/(from) retained earnings**	**Any other change (to be specified)**	**Balance at the end of the current reporting period**
Share application money pending allotment	0	0	0	0	0	0	0	0
Equity component of compound financial instruments	0	0	0	0	0	0	0	0
Reserves and Surplus								
General Reserve	21,083	0	21,083	0	0	0	0	21,083
Capital Reserve	7,081	0	7,081	0	0	0	0	7,081
Securities Premium	73,560	0	73,560	0	0	0	0	73,560
Statutory Reserve	109,386	0	109,386	0	0	7,285	0	116,671
Retained Earnings	462,814	0	462,814	0	(8,365)	81,636	0	536,084
Debt instruments through Other Comprehensive Income	0	0	0	0	0	0	0	0
Equity Instruments through Other Comprehensive Income	0	0	0	0	0	0	0	0
Effective portion of Cash Flow Hedges	0	0	0	0	0	0	0	0
Revaluation Surplus	0	0	0	0	0	0	0	0

Exchange differences on translating the financial statements of a foreign operation	0	0	0	0	0	0	0	0
Other items of Other Comprehensive Income	415,139	0	415,139	496,298	0	0	0	911,438
Money received against share warrants	0	0	0	0	0	0	0	0
Total	**1,089,063**	**0**	**1,089,063**	**496,298**	**(8,365)**	**88,921**	**0**	**1,665,917**

NOTES TO ANNUAL ACCOUNTS-CONSOLIDATED FOR THE YEAR ENDED MARCH 31, 2022

NOTES ON ACCOUNTS

Note 1. SIGNIFICANT ACCOUNTING POLICIES

a. **Statement of compliance and basis for preparation and presentation of financial statements**

These Consolidated 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.

The Company's financial statements upto and for the year ended 31 March 2019 were prepared in accordance with the Generally Accepted Accounting Principles in India (IGAAP) under the historical cost convention as a going concern and on accrual basis, unless otherwise stated, and in accordance with the provisions of the Companies Act, 2013, the Accounting Standards specified under section 133 of the Companies Act, 2013 ("the Act") read with rule 7 of the Companies (Accounts) Rules 2014 (as amended), prudential norms for income recognition, assets classification and provisioning for non-performing assets as well as contingency provision for standard assets as prescribed by The Reserve Bank of India (RBI) for NBFCs and the guidelines issued by Securities and Exchange Board of India (SEBI) to the extent applicable, collectively referred as "Previous GAAP".

b. **Basis and Measurement of fair values**

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at 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 Quoted prices (unadjusted) in active markets for identical assets and liabilities.

c. **Revenue Recognition:**

Income from Shares and Securities includes income/loss form transactions trading in capital market and future & options, taken place during the year through stock exchanges. They are recognized and accounted when transaction take place and are recorded at existing fare value in market with all the relevant taxes and duties. Interest income and Expenses are accounted on accrual basis. Dividend Income on stock and Investment are accounted on Receipt basis.

d. **Property, Plant and Equipment's (PPE)**

PPE are stated at cost of acquisition (including incidental expenses), less accumulated depreciation and accumulated impairment loss, if any. Assets costing less than Rs.5000/- are fully depreciated in the period of purchase. PPE is derecognized on disposal or when no future economic benefits are expected from its use. Depreciation on PPE is provided on Written Down Method at the rates specified in Schedule II to the Companies Act, 2013 on a pro-rata basis.

An asset is treated as impaired when the carrying cost of the Asset exceeds its recoverable value. An impairment loss is charged to the Profit & Loss account in the year in which an asset is identified as impaired. The Impairment loss recognized in prior accounting periods is increased / reversed where there has been change in the estimate of recoverable amount. The recoverable value is the higher of the net selling price and value in use.

e. **Intangible assets**

Intangible assets if any are stated at cost less accumulated amortization and accumulated impairment loss, if any.

f. **Investments in subsidiaries and associates :**

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

g. **Investments**

a. Long term investment is an investment other than a current investment intended to hold more than one year. All long term investments were stated at cost upto previous financial year. After adoption of adoption of 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 Current Financial Year, quoted and long term investment were carried at fair realisable value and that of unquoted investments are stated at cost. Accordingly Quoted Investments to earlier years are valued at fair realisable value as on the date of respective year ending and corresponding effect is given in comprehensive income.

b. Investments in Immovable Properties are stated at cost.

h. **Inventories**

In view of adoption of 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 Current Financial Year , Inventories of quoted shares were carried at fair realisable value and that of unquoted Shares at cost. Accordingly Inventories to earlier years are valued at fair realisable value as on the date of respective year ending and corresponding effect is given in comprehensive income.

i. **Employee Benefits**

The Company's contribution to ESIC/Provident Fund is accounted on accrual basis and charged to Profit and Loss Account. Gratuity is accounted as payable to Employees on Retirement or Resignation of Employees; whereas there is no defined policy enabling the employees to avail encashment of leave.

j. **Finance costs**

Finance costs include interest expense computed by applying the effective and agreed interest rate measured on the use of borrowed fund. Finance costs are charged to the Statement of profit and loss.

k. **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.

l. **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.

m **Earnings Per Share**

Basic earnings per share are computed by dividing the net profit or loss for the period by the weighted average number of Equity Shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of Equity Shares outstanding during the period as adjusted for the effects of all dilutive potential equity shares.

n. **Provisions, Contingent Liabilities and Contingent Assets**

Contingent liabilities as defined in IND AS 37 "Provisions, Contingent Liabilities and Contingent Assets" are disclosed by way of notes to accounts. Provision is made if it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as a contingent liability.

o. **Statement of Cash flow**

Cash flows are reported using the indirect method, whereby the net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of the past or future cash receipts or payments. The cash flows from regular revenue generating, investing & financing activities of the company are segregated.

p. **Statutory Reserve and Provision of Standard Assets**

A Statutory Reserve of 20% of the current profit after tax is made during the year in pursuance of section 45-IC of the Reserve Bank of India Act, 1934.

Provision is made @ 00.25 % of Standard assets which includes secured and unsecured loans granted to companies and other entities.

q. **Prudential Norms**

For the purpose of identifying the assets as Non-performing assets in pursuance of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998, the Company follows generally accepted accounting principles and industry practices.

r. **Taxation**

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.

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.

Note 2 **CASH AND CASH EQUIVALENTS**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Cash on hand	2,808	1,946
Balances with banks (In Current Accounts with Scheduled Banks)	1,577	108,781
Total	**4,385**	**110,727**

Note 3 **BANK BALANCES (OTHER)**

Rupees in '000

Particulars	31.03.2022	31.03.2021
In Fixed Deposits with Scheduled Banks	86,405	90,775
In Unclaimed Dividends Account	1,383	1,431
Interest Accrued not due on Fixed Deposits	2,277	1,569
Total	**90,065**	**93,775**

Note 4 **TRADE RECEIVABLES**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Unsecured Considered Good		
i. Related Party	-	-
ii. Others	7,164	7,325
Secured		
i. Related Party	-	-
	-	-
Total	**7,164**	**7,325**

Aging Disclosure of Trade Receivable

Current Year

Rupees in '000

Particulars	Less than 6 Month	6 Month to 1 Year	1 to 2 Years	2 to 3 Years	More than 3 Years	Total
Undisputed Trade Receivable						
Considered good				7,164		**7,164**
Receivable having Credit Risk						
Receivable Credit Impaired						
Disputed Trade Receivable						
Considered good						
Receivable having Credit Risk						
Receivable Credit Impaired						
Total				7,**164**		**7,164**

Aging Disclosure of Trade Receivable

Previous Year

Rupees in '000

Particulars	Less than 6 Month	6 Month to 1 Year	1 to 2 Years	2 to 3 Years	More than 3 Years	Total
Undisputed Trade Receivable						
Considered good				7,325		**7,325**
Receivable having Credit Risk						
Receivable Credit Impaired						
Disputed Trade Receivable						
Considered good						
Receivable having Credit Risk						
Receivable Credit Impaired						
Total				7,325		**7,325**

Note 5 **OTHER RECEIVABLES**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Other Receivable	406	406
Total	**406**	**406**

Note 6 **LOANS**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
A. Term Loans, Considered Good		
ICD Loans Unsecured	259,186	393,238
Easy Finance Consumer loans	38,746	57,008
IPO funding Loans		
Loans to Related Parties	8,137	2,832
B. Others, Considered Good		
Staff & Associates	3,147	1,877
Total	**309,216**	**454,955**

* Out of the above no loans are granted to Public Sector Company.
* Out of the above no loans are granted to parties outside the India.

Note 7 **INVESTMENTS**

Disclosure pursuant to Note no. K (i) of Part I of Schedule III to the Companies Act 2013

Sr. No.	Name of the Body Corporate	No. of Shares / Units		Amount Rupees in '000	
		31.03.2022	31.03.2021	31.03.2022	31.03.2021
1	2	3	4	5	6
a	**Investment in Equity Instruments**				
	Quoted Instrument At fair value through other comprehensive income:				
	Ambalal Sarabhai Enterprises Ltd	-	100	-	2
	Aftek Ltd	1,162	1,162	2	-
	Bajaj Auto Ltd.	1,500	1,500	5,479	5,508
	BSE Ltd	90,000	30,000	84,960	17,133
	Ballarpur Industries Ltd.	-	300	-	0
	BF Investment Ltd.	15,000	15,000	4,083	4,150
	BF Utilities Ltd.	15,000	15,000	4,626	3,694
	Bharat Forge Ltd.	75,000	75,000	52,643	44,711
	Biopac India Corporation Ltd.	-	1,000	-	-
	Cadbury India Ltd	-	50	-	-
	DIligent Media Corporation Ltd	3,432	3,432	8	2
	DSQ Software	5,200	5,200	52	-
	Dr.Reddy's Laboratories Ltd	500	500	2,153	2,258
	Garware Polyester & Plastics Ltd.	-	1,400	-	979
	Global Trust Bank Ltd	-	5,000	-	-
	The Gaekwar Mills Ltd	360,000	360,000	6,120	6,084
	HDFC Bank Ltd.	25,000	25,000	36,749	37,339
	Hindustan Oil Exploration Ltd.	50,000	50,000	10,993	4,840
	Indian Telephone Industries Ltd.	10,000	10,000	967	1,151
	Indusind Bank	900	-	842	-
	Indogulf Industries Ltd.	-	520	-	-
	ITC Ltd.	2,500	2,500	627	546
	Kesoram Industries Ltd.	40	40	2	3
	Kirlosker Pneumatics Co. Ltd.	100,000	100,000	40,810	25,695
	Larsen & Toubro Ltd.	6,200	6,200	10,958	8,794
	LML Ltd.	-	19,550	-	-
	MPL Plastic Ltd	85,000	85,000	546	442
	Nexus Software Ltd.	44	44	0	0
	Numero Uno Projects Ltd.	2,020	2,020	2	-
	P.M. Telelinks Ltd.	100	100	0	0
	Pooja Intertainment & Films Ltd.	500	500	82	32
	Reliance Communications Ltd.	1,500	1,500	4	3
	Steelcast Ltd	40,000	40,000	13,992	5,592
	Sun Pharmaceutical Indstries Ltd	360	360	329	215
	Sun Infoways Ltd.	400	400	2	-
	Tata Consultancy Services Ltd.	1,000	350	3,739	1,112

	Tata Motors Ltd.	25,000	25,000	10,838	7,546
	Ultratech Cement Ltd	1,000	1,000	6,602	6,737
	UPL Limited	8,000	8,000	7,101	5,138
	Siti Cable Network Ltd	35,181	35,181	100	31
	Zee Entertainment Enterprises Ltd.	20,000	20,000	5,765	4,063
	UnQuoted At Cost:				
	Bhakti Vedenta Infratech P. Ltd	540,000	-	5,400	**5,400**
	Curl Capital Pvt. Ltd.	22,401	-	3,575	**0**
				8,975	**5,400**
c.	**Investments in Preference Shares**				
	At Cost :				
	Balance Equity Broking (India) P. Ltd (15% Redeemable ,Optionally Convertible)	1,500,000	1,500,000	15,000	15,000
	Yogen Babu Securites P.Ltd.	10,000	10,000	10,000	10,000
	Bridge Fintech Solutions Pvt. Ltd.(PP) (0.00001% SERIES A4 PP PREF 27MY23)		12,386	-	316
	Bridge Fintech Solutions Pvt. Ltd. (0.00001% SERIES A4 PP PREF 27MY23)	30,786	2,000	78,566	5,104
	Bridge Fintech Solutions Pvt. Ltd. (0.0001% SERIES A3 PREF 27MY38)	3,703	3,703	9,450	9,450
					9,450
	At Fair Realisable Value:			-	-
	6% Zee Entertainment Enterprises Ltd.	-	139,658	-	265
				113,016	**40,136**
d.	**Investment in Immovable Properties**				
	Flat NO. 1109 at Callista - Andheri	-	-	8,700	8,700
	Flat NO. 1110 at Callista - Andheri	-	-	8,700	8,700
				17,400	**17,400**
e.	**Investments in Debentures/ Bonds (At Cost)**				
	The Gaekwar Mills Ltd (9%)	3,000	3,000	229,000	229,000
	The Gaekwar Mills Ltd (0%)	500	500	50,000	50,000
				279,000	**279,000**
				729,566	**535,735**

Note 8 **OTHER FINANCIAL ASSETS**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Security Deposit	948	998
Interest Free Deposits with Exchanges & others	18,296	18,308
Margin Money with Brokers	24,197	47,432
Total	**43,441**	**66,738**

Note 9 **INVENTORIES**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Stock of Shares (At fair realisable value)	1,408,342	1,126,398
Total	**1,408,342**	**1,126,398**

INCREASE / DECREASE IN INVENTORIES

Rupees in '000

Particulars	31.03.2022	31.03.2021
Inventories at the end of the year		
Stock of Shares (At fair Realisable Value)	1,408,342	1,126,398
Inventories at the beginning of the year		
Stock of Shares (At fair Realisable Value)	1,126,398	563,123
Net Increase / (Decrease) in Inventories	**281,944**	**563,275**

Note 10 **CURRENT TAX ASSETS (Net)**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Advance Tax and TDS (Net)	-	-
Total	-	-

Note 11 **PROPERTY, PLANT AND EQUIPMENTS**

Particulars		Gross Block			Accumulated Depreciation				Net Block	
		01.04.2021	Additions/ (Disposals)	31.03.2022	01.04.2021	Depreciation for the year	On disposals	31.03.2022	01.04.2021	31.03.2022
a	**Property, Plant and Equipment**									
	Office Premises	26,314	0	26,314	12,366	679	0	13,045	13,948	13,269
	Guest House	7,220	0	7,220	1,507	106	0	1,614	5,713	5,606
	Furniture and Fixtures	7,181	0	7,181	6,392	204	0	6,596	789	585
	Electrical Fittings & Equipment	2,479	0	2,479	2,033	115	0	2,149	445	330
	Office equipment	3,761	0	3,761	3,743	8	0	3,751	18	10
	Computers	7,775	0	7,775	7,593	73	0	7,666	182	110
	Vehicles	8,802		8,802	5,105	1,147	0	6,252	3,697	2,550
	Total (Current Year)	63,531	0	63,531	38,738	2,333	0	41,071	24,792	22,460
	Total (Previous Year)	60,031	3,500	63,531	37,287	1,452	0	38,738	22,744	24,792
b	**Intangible Assets**									
	--	0	0	0	0	0	0	0	0	0
	Total (Current Year)	0	0	0	0	0	0	0	0	0
	Total (Previous Year)	0	0	0	0	0	0	0	0	0
c	**Capital Work In Progress**									
	--	0	0	0	0	0	0	0	0	0
	Total (Current Year)	0	0	0	0	0	0	0	0	0
	Total (Previous Year)	0	0	0	0	0	0	0	0	0
d	**Intangible assets under Development**									
	--	0	0	0	0	0	0	0	0	0
	Total (Current Year)	0	0	0	0	0	0	0	0	0
	Total (Previous Year)	0	0	0	0	0	0	0	0	0

Disclosure pursuant to Note no.I (iv) and J (iii) of Part I of Schedule III to the Companies Act, 2013

Where sums have been written off on a reduction of capital or revaluation of assets or where sums have been added on revaluation of assets,

Particulars	Year				
	2017-2018	2018-19	2019-20	2020-21	2021-22
	`	`	`	`	`
Asset details: Balance as at 1st April	0	0	0	0	0
Impairment/ Revaluation	0	0	0	0	0
Balance as at 31st March	0	0	0	0	0

Rupees in '000

Reconciliation		Opening Value	Additions	Disposals	Acquisitions through business combinations	Amount of change due to revaluation	Other adjustments and the related depreciation	Impairment losses / reversals	Net Block
Property, Plant and Equipment	Current Year	63,531	0	0	0	0	41,071	0	22,460
	Previous Year	60,031	3,500	0	0	0	38,738	0	24,792
Intangible Assets	Current Year	0	0	0	0	0	0	0	0
	Previous Year	0	0	0	0	0	0	0	0
Capital Work In Progress	Current Year	0	0	0	0	0	0	0	0
	Previous Year	0	0	0	0	0	0	0	0
Intangible assets under Development	Current Year	0	0	0	0	0	0	0	0
	Previous Year	0	0	0	0	0		0	0

Note 12 **OTHER NON FINANCIAL ASSETS**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Advances Against Projects	27,254	30,054
Prepaid Expenses	12	10
Advance for Assets & Expenses	188,677	98,361
Total	**2,15,943**	**1,28,425**

Note 13 **PAYABLES**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Trade Payable		
Related Party	0	0
Others	13,038	34,863
Total Trade Payable	13,038	34,863
Other Payable:		
Related Party	0	2,517
Others	368	15,368
Total Other Payable	368	17,855
Total	**13,406**	**52,748**

(There is no amount Payable to Micro, Small and Medium Enterprises)

Note 14 **BORROWINGS**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
TERM LOANS		
Secured		
From Banks	39,951	22,061
From other parties	177,956	166,229
(Secured against Pledge of Stock of Shares)		
Period of Maturity 1 Year		
Applicable rate of interest 9.50% to 12%		
Guaranteed By Directors Yes		
Sub Total	217,907	188,290
LOANS PAYABLE ON DEMAND		
Unsecured		
From Banks	0	0
From other parties	0	94,418
From Related party	0	0
Sub Total	0	94,418
Total	**217,907**	**282,708**

* There is no borrowing from outside India.

Note 15 **OTHER FINANCIAL LIABILITIES**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Unclaimed Dividends	1,382	1,430
Total	**1,382**	**1,430**

Note 16 **PROVISIONS**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Provisions for F&O contracts	7,012	3,112
Provision For Standard Assets (RBI Regulations)	534	888
Provision for Taxations (Net of TDS)	146	7,856
Provision for Expenses	562	390
Total	**8,254**	**12,246**

Note 17 **DEFERRED LIABILITIES**

Rupees in '000

Particulars	31.03.2022	31.03.2021
Deferred tax liability		
Fixed Assets : Impact of Difference between tax depreciation and depreciation / amortisation charged for financial reporting	376	548
On Comprehensive Income		
Income Tax relating to items that will not be reclassified to Profit & Loss	357,660	276,625
Gross deferred tax liability	**358,036**	**277,173**
Deferred tax Assets		
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	4,654	3,567
Gross Deferred tax asset	**4,654**	**3,567**
Net deferred tax liability / (asset)	**353,382**	**273,606**

Note 18 **OTHER NON FINANCIAL LIABILITIES**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
TDS payable	159	8,091
Total	**159**	**8,091**

Note 19 **EQUITY SHARE CAPITAL**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Authorised		
10000000 (10000000)Equity Shares of ₹ 10 each.	100,000	100,000
Issued		
6970900(6970900) Equity Shares of ₹ 10 each.	69,709	69,709
Subscribed and fully Paid up		
6960600(6960600) Equity Shares of ₹ 10 each .	69,606	69,606
Subscribed but not fully Paid up		
10300(10300) Equity Shares of ₹ 10 each.	103	103
Less: Unpaid Calls	34	34
	69	69
Total	**69,675**	**69,675**

Disclosure pursuant to Note no. 6(A)(d) of Part I of Schedule III to the Companies Act 2013

Rupees in '000

Particulars - Equity Shares	31.03.2022		31.03.2021	
	Number	Rupees in '000	Number	Rupees in '000
Shares at the beginning of the year	6,970,900	69,709	6,970,900	69,709
Shares Issued during the year	-	0	-	0
Shares bought back during the year	-	0	-	0
Shares at the end of the year	6,970,900	69,709	6,970,900	69,709

Disclosure pursuant to Note no. 6(A)(g) of Part I of Schedule III to the Companies Act 2013 (more than 5% holding)

Name of Shareholder	31.03.2022		31.03.2021	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mukesh Champaklal Babu	3,431,600	49.23%	3,431,600	49.23%
Meena Mukesh Babu	950,000	13.63%	950,000	13.63%
Sagar Systech Limited	604,500	8.67%	604,500	8.67%

Disclosure pursuant to Note no. 6(A)(m) of Part I of Schedule III to the Companies Act, 2013 Shareholding of Promoters

Shareholding of Promoters	% of Holding	31.03.2022		31.03.2021	
		No. of Shares	% of Holding	No. of Shares	% of Holding
Mukesh Champaklal Babu	N.A	3,431,600	49.23%	3,431,600	49.23%
Meena Mukesh Babu	N.A	950,000	13.63%	950,000	13.63%
		4,381,600	**62.86%**	**4,381,600**	**62.86%**

Rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital

Particulars		31.03.2022	31.03.2021
	Description	Number	Number
Equity Shares	Pari Pasu	6,970,900	6,970,900
Restrictions on the distribution of dividends	None		
Voting rights or with differential voting rights as to dividend	All shares have equal Voting Rights		

Disclosure of Unpaid Calls

Rupees in '000

Particulars	31.03.2022	31.03.2021
By Directors	-	-
By Officers	-	-
Others	34	34

Note 20 **OTHER EQUITY**

Rupees in '000

Particulars	31.03.2022	31.03.2021
a. Capital Reserves		
Opening Balance	7,081	7,081
(+) Current Year Transfer		0
(-) Written Back in Current Year		0
Closing Balance	**7,081**	**7,081**
b. Securities Premium Account		
Opening Balance	73,628	73,628
Add: Securities premium credited on Share issue	0	0
Less: Premium Utilised for various reasons	0	0
Less: Unpaid Calls	68	68
Closing Balance	**73,560**	**73,560**
c. Statutory Reserve		
Opening Balance	116,671	109,386
(+) Current Year Transfer	4,198	7,285
Closing Balance	**120,869**	**116,671**
d. General Reserve		
Opening Balance	21,083	21,083
(+) Current Year Transfer	0	0
(-) Written Back in Current Year	0	0
Closing Balance	**21,083**	**21,083**
e. Other Comprehensive Income		
Opening Balance	911,438	415,139
+/(-) Movement in OCI during the Year	212,487	447,130
Closing Balance	**1,219,706**	**911,438**
f. Surplus Profit and Loss A/c		
Opening balance	536,085	462,814
(+) Net Profit/(Net Loss) For the current year	20,990	36,427
(-) Transfer (to)/from Non Controlling Interest	1,546	(47,629)
(-) Dividends Payment	(8,365)	(8,365)
(-) Transfer to Statutory Reserves (RBI Regulations)	(4,198)	(7,285)
(-) Provision for Standard Assets (RBI Regulations)	353	1,523
Closing Balance	**543,216**	**536,085**
Total Other Equity	**1,985,515**	**1,665,917**

Note 21 **EMPLOYEE BENEFIT EXPENSES**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Salaries	2,718	3,055
Bonus	224	77
Dearness Allowance	126	126
House Rent Allowance	120	120
Contribution to Provident Fund	208	208
Directors' Remuneration	1,200	2,400
Directors' Sitting Fees	140	140
Staff welfare expenses	76	131
Total	**6,067**	**6,153**

Note 22 **FINANCE COST**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Interest expense		
Interest on Loans	17,305	128,667
Interest on Bank Overdraft	95	62
Interest Expenses- Others	22	410
Other Financial Expenses		
Loan Processing Fees	0	0
Total	**20,253**	**1,32,246**

Note 23 **OTHER EXPENSES**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Auditors' Remuneration	125	87
Business Promotion Expenses	438	531
Bad Debts	40,832	34,944
Conveyance & Car Expenses	449	754
Corporate Social Responsibility Expense	500	450
Commission Expenses	1,950	0
Donations	264	50
Demat and Depository Expenses	99	249
Electricity Expenses	325	197
Professional & Legal Expenses	1,140	4,376
Listing Fees	354	354
Membership & Subscriptions	73	108
Office Expenses	200	174
Postage, Courier& Telephone Expenses	204	181
Printing and Stationery Expenses	116	181
Publishing Expenses	136	156
Rent, Rates & Taxes	1,184	1,217
Repairs and Maintenance Expenses	313	1,057
Registrar and Share Transfer Expenses	234	248
Travelling Expenses	1,987	904
Stock Exchange Expenses	589	256
Sundry Expenses	2,114	1,258
Conciliation Award Compensation	117,500	204,250
Total	**171,126**	**251,982**

Note 24 In the opinion of the Directors balances in Loans and Advances & Current Assets Debtors and Creditors have a value on realization of current assets in the ordinary course of business would not be less than the amount at which they are stated in the Balance sheet according to the management provision for all the loans and liabilities adequate. Balances in Debtors, Creditors, Loans, and advances and current assets are subject to confirmation & reconciliation.

Note 25 Auditors' remuneration in accordance with paragraph 5A (j) of part II of Schedule III to the Companies Act 2013 is as under:

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
As Auditors	95	85
Other Professional Services	30	2
TOTAL	**125**	**87**

Note 26 **Earnings per share is calculated as under:**

Rupees in '000

Particulars	**31.03.2022**	**31.03.2021**
Basic earning per share		
Net profit after Taxation	17,794	135,027
Number of shares issued (Nominal Value RS.10)	6,970,900	6,970,900
Basic earning per share (In Rupees)	2.55	19.37

Diluted earning per share		
Net profit after Taxation	17,794	135,027
Number of shares issued (Nominal Value RS.10)	6,970,900	6,970,900
Diluted earning per share (In Rupees)	2.55	19.37

Note 27

Rupees in '000

Directors' Remuneration	31.03.2022	31.03.2021
Within the limits of Schedule V to the Companies Act 2013	2,400	2,400

Note 28 The Company is mainly engaged in the business of providing finance and dealing in shares and securities. All other activities of the Company revolve around the main business, and as such in the opinion of the management, there is no separate reportable segment as per Ind AS 108 on 'Operating Segments' in respect of the Company.

The Company operates in single segment only. There are no operations outside India and hence there is no external revenue or assets which require disclosure.

Note 29 Loans and advances given to the employees and associates and for projects do not carry any stipulation as to repayment of principal or payment of interest; and are being repaid periodically. Accordingly, these are considered as good and not considered as part of non-performing assets.

Note 30 The management has made full inquiries and is of the view that assets of the Company in form of fixed assets and Inventories are good in nature, and are stated at appropriate value of the respective assets; and there is no necessity as to impairment / write down provision in the accounts.

Note 31 **Disclosure of Provisions as required by IND-AS-37 is as under:**

Rupees in '000

Particulars	Opening Balance	Additional provisions during the year	Amount Used or reversed during the year	Closing Balance
Income-tax	146	(5,568)	2,434	7,856

Note 32 The yearend position of Loans and advances given to the following companies which are under the same management within the meaning of 186 of the Companies Act 2013. (Figures in Brackets indicates the credit balance)

Rupees in '000

NAME OF THE COMPANY	**31.03.2022**	**31.03.2021**
Mukesh Babu Securities Limited (Subsidiary)	5,094	(2,517)
Istaa Fashions Private Limited	50	25
Mukesh Babu Management Consultants P.Ltd	50	25
Mukesh Babu Stock Broking P. Ltd	0	2,782

Maximum outstanding during the Year

NAME OF THE COMPANY	**31.03.2022**	**31.03.2021**
Istaa Fashions Private Limited	11,164	(19,587)
Mukesh Babu Management Consultants P. Ltd	50	25
Mukesh Babu Stock Broking P. Ltd	50	25

Note 33 The additional information on Quantitative Information of Shares and Securities Traded

Particulars	Opening Stock	Purchases	Sales	Closing Stock
Shares (Qty in Nos.)	4,051,022	250,472	535,288	3,766,206

(Purchases and sales include Bonus Shares and Splits and other adjustments, if any)

Note 34 Disclosure in respect of related parties transaction as required by the Accounting Standard 18 "Related Party Disclosures":

A

i) List of related parties with whom no transaction has taken place during the year

1.	Istaa Securities Pvt. Ltd.	Entity controlled by relative of KMP
2.	Nomad Communications LLP	Entity controlled by relative of KMP
3.	Tamarind Tree Trust	Entity controlled by relative of KMP

ii) List of related parties with whom transactions have taken place during the year

1.	Istaa Fashions Pvt. Ltd.	Entity controlled by relative of KMP
2.	Mukesh Babu Stock Broking Pvt. Ltd.	Entity controlled by KMP &/or their relative
3.	Mukesh Babu Mgt. Consultants Pvt. Ltd.	Entity controlled by KMP &/or their relative
4.	C. L. Babu Foundation	Entity managed by KMP &/or relative of KMP
5.	Sagar Systech Ltd.	Entity controlled by KMP &/or their relative
6.	Ashtavinayak Infra Tech Pvt. Ltd.	Entity controlled by relative of KMP
7.	Istaa Infotech Pvt. Ltd.	Entity controlled by relative of KMP

iii) Key Managerial Personnel (KMP) with whom transactions have taken place during the year

1.	Mukesh Babu	Managing Director (KMP)
2.	Meena Babu	Managing Director (KMP)
3.	Mahesh Thakar	Chief Financial Officer (KMP)
4.	Manasi Dalal	Company Secretary (uptil 21.05.2021) (KMP)
5.	Nupur Chaturvedi	Company Secretary (w.e.f 29.06.2021) (KMP)

iv) Relatives of KMP who have controlled/managed the any of the entities mentioned above

1.	Miloni Mukesh Babu	Daughter of Mukesh Babu-KMP
2.	Hemant Babu	Brother of Mukesh Babu- KMP

B. Transactions during the year with related parties:

Rupees in'000

Nature of Transactions	KMP	Entity controlled by KMP/ Relative of KMP	Entity managed by KMP/ Relative of KMP	Total
Net Loans & advances given/(returned)		(8,815)		(8,815)
Interest income		1,150		1,150
Net Loans & advances returned/(taken)				0
Interest paid				0
CSR Expenditure			500	500
Remuneration paid to KMP	3,131			3,131
Closing Balance				0
Loans and Advances(31.3.2022)	0	5,190	0	5,190
Loans and Advances(31.3.2021)	0	12,855	0	12,855

C. Closing Balances

Rupees in '000

Particulars	Relationship	31.03.22	31.03.21
Loans and advances given/(taken)			
Istaa Fashions Pvt. Ltd.	Entity controlled by KMP and/or his relatives	5,094	(2,517)
Mukesh Babu Management Consultants P. Ltd.	Entity controlled by KMP and/or his relatives	50	25
Ashtavinayak Infratech P. Ltd	Entity controlled by KMP and/or his relatives	(11)	12,540
Istaa Infotech P. Ltd	Entity controlled by KMP and/or his relatives	7	0
Sagar Systech Ltd	Entity controlled by KMP and/or his relatives	0	2,782
Mukesh Babu Stock Broking P. Ltd.	Entity controlled by KMP and/or his relatives	50	25

D. Percentage to total Loans and Advances in the nature of loans

Rupees in '000

Type of Borrower	31.03.22	31.03.21	31.03.22	31.03.21
	Amount of Loan or Advance in the nature of Loan Outstanding		Percentage to total loans and Advances in Nature of Loans	
Promoter	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	5,190	12,855	1.68	2.83

Note 35 **INCOME AND EXPENSES IN FOREIGN CURRENCY:**

31.03.2022	31.03.2021
NIL	NIL

Note 36 **CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)**

Particulars	31.03.2022	31.03.2021
	₹	₹
A. Contingent Liabilities		
(1) Claims against the company not acknowledged as debt	-	-
(2) Guarantees	-	-
(3) Other money for which the company is contingently liable	-	-
Sub Total (A)	-	-
B. Commitments		
(1) Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
(2) Uncalled liability on shares/other investments partly paid	-	-
(3) Other commitments (specify nature)	-	-
Sub Total (B)	-	-
Total (A+B)		

Note 37 **SPECIFIC DISCLOSURES**

1 **Disclosure pursuant to Note no. 6(U) of Part I of Schedule III to the Companies Act 2013**

Particulars	Total in '000	Total ₹ per Share
Dividends proposed to be distributed to equity shareholders	8,365	1.20

2 **Disclosure pursuant to Note no. 6(V) of Part I of Schedule III to the Companies Act 2013**

Where in respect of an issue of securities made for a specific purpose, the whole or part of the amount has not been used for the specific purpose at the balance sheet date, Indicate below how such unutilized amounts have been used or invested.
Not Applicable

3 **Disclosure pursuant to Note no. 6(W) of Part I of Schedule III to the Companies Act 2013**

If, in the opinion of the Board, any of the assets other than fixed assets and non-current investments do not have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, the fact that the Board is of that opinion, shall be stated.

Name of Assets	Realisable Value	Value in Balance Sheet	Opinion of Board
		None	

Note 38 **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Rupees in '000

a. amount required to be spent by the company during the year,	453
b. amount of expenditure incurred,	500
c. shortfall at the end of the year,	0
d. total of previous years shortfall,	0
e. reason for shortfall,	Not Applicable
f. nature of CSR activities,	School Education
g. details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	C.L.Babu Foundation, Trust
h. where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately.	Not Applicable

Note 39 The Company has a process whereby periodically all long term contracts are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law / accounting standards for material foreseeable losses, including derivatives, on such long term contracts has been made in the books of account.

Note 40 The Company has reviewed its pending litigations and proceedings and has adequately provided for where Provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

Note 41 The previous year's figures are regrouped / rearranged / reclassified wherever considered necessary to correspond with the figures of current year.

Note 42 As required by paragraph 32 of 'Ind AS' - 101 net profit reconciliation between the figures reported under Previous GAAP and 'Ind-AS' is not applicable for previous year ending 31.03.2022.

Note 43 Disclosures pursuant to RBI Notification - RBI/2020-21/16 DOR.No.BP.BC/3/21.04.048/2020-21 dated 6 August 2020

Type of borrower	Number of accounts where resolution plan has been implemented under this window	Exposure to accounts mentioned at (A) before implementation of the plan	Of (B), aggregate amount of debt that was converted into other securities	Additional funding sanctioned, if any, including between invocation of the plan and implementation	Increase in provisions on account of the implementation of the resolution plan
Personal Loans	0	0	0	0	0
Corporate persons*	0	0	0	0	0
Of which, MSMEs	0	0	0	0	0
Others	0	0	0	0	0
Total	0	0	0	0	0

Note 44 The Notes referred to in the Balance Sheet and Statement of Profit and Loss Account form an integral part of the Accounts.

Note 45 The Company do not has borrowings from Banks or financial institutions on the basis of security of current assets, hence disclosure to that effect is not required

Note 46 The Company do not have any transactions with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act,1956, hence disclosure to that effect is not required.

Note 47 There are no charges or satisfaction yet to be registered with Register of Companies (ROC) beyond the statutory period.

Note 48 The Company is not declared wilful defaulter by any bank, financial institution or other lender, hence disclosure to that effect is not required

Note 49 There is no such scheme of Arrangements has been approve by the Competent Authority in terms of Section 230 to 237 of the Companies Act. 2013.

Note 50 **Undisclosed Income**

Details of any transaction not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), unless there is immunity for disclosure under any scheme.	Not Applicable
Whether the previously unrecorded income and related assets have been properly recorded in the books of account during the year.;	Not Applicable

Note 51 The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year, has disclosure is not required to that effect.

Note 52 Disclosure of details as required in terms of paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007)

	Particulars	Amount in Rs.000	
	LIABILITIES SIDE:		
1	**Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:**	Amount Outstanding	Amount Overdue
	a Loan from Other NBFC Secured	177,956	NIL
	b Loan from Other than NBFC Unsecured	39,951	
	c Loans from Directors	0	
2	**Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):**	NIL	NIL
	ASSETS SIDE:	Amount Outstanding	
3	**Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :**		
	a Secured	NIL	
	b Unsecured	309,216	
4	**Break up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities**	NIL	
5	**Break-up of Investments :**		
	Current Investments :		
	Long Trem Investments:		
	1 Quoted : (At Fair Market Value)		
	(i) Shares : (a) Equity	311,175	
	(b) Preference	0	
	(ii) Units of Mutual Funds	0	
	2 Unquoted :		
	(i) Shares : (a) Equity	8,975	
	(b) Preference	113,016	
	(ii) Debentures and Bonds	279,000	
	(iii) Property	17,400	

6	**Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances :**	NIL

7	**Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):**		
	Category	Market Value / Break up or fair Value or NAV	Book Value (Net of Provisions)
	1. Related Parties		
	a Subsidiaries	0	-
	b Other Related Parties	5,400	-
	2. Other than Related Parties	7,24,166	-
	Total	7,29,566	-

8	**OTHER INFORMATION**	
	Particulars	Amount
	(i) Gross Non-Performing Assets	
	(a) Related Parties	NIL
	(b) Other than related parties	NIL
	(ii) Net Non-Performing Assets	
	(a) Related Parties	NIL
	(b) Other than related parties	NIL
	(iii) Assets acquired in satisfaction of Debt	NIL

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with companies (Restriction on number of Layers) Rules, 2017.

Note 53 **Ratio Disclosure**

Capital to Risk weighted Assets Ratio	69.94
Liquidity Coverage Ratio	1,773.12

Ratio Disclosure of Subsidiary Company:

Ratio	Numerator	Denominator	Current Year	Previous Year	% Variance	Reason for Variance
(a) Current Ratio	Current Assets	Current Liabilities	7.13	7.24	(1.39)	--
(b) Debt-Equity Ratio	Borrowing + Interest Accrued	Total Equity	0.10	0.06	68.14	Reduction in borrowing and increase in retained earnings
(c) Debt Service Coverage Ratio	Earning for Debt Service = Net Profit after Taxes + Non-Cash Operating Expenses like depreciation and other amortisation + interest + other adjustments like loss on sale of fixed assets etc.,	Debt Service = Interest and Lease payment + Principal Repayments	(0.02)	(1.54)	(98.66)	Decrease in earning
(d) Return on Equity Ratio	Net Profit after Tax	Average Shareholder's Equity	(0.01)	0.27	103.15	Reduction in Income from Investment

(e) Inventory Turnover Ratio	Cost of Goods Sales or Sales	Average Inventory = (Opening + Closing balance)/2)	-	-	-	N.A
(f) Trade Receivable Turnover Ratio	Net Credit sales	Average Trade Receivable	-	-	-	N.A
(g) Trade Payable Turnover Ratio	Net Credit Purchase	Average Trade Payable	-	-	-	N.A
(h) Net Capital Turnover Ratio	Net sales	Working Capital	-	-	-	N.A
(i) Net Profit Ratio	Net Profit	Net Sales	(0.34)	66.05	100.51	Decrease in earning
(j) Return on Capital Employed	Earning before interest and taxes	Capital Employed	(0.00)	0.26	100.24	Decrease in earning
(k) Return of Investments	Earning before Tax	Shareholders' Funds	(0.01)	0.23	103.63	Decrease in earning

Note 54 Utilisation of Borrowed funds and share premium:

A. Where company has advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

the company shall disclose the following:-

(I) date and amount of fund advanced or loaned or invested in Intermediaries with complete details of each Intermediary. (II) There is no such scheme of Arrangements has been approve by the Competent Authority in terms of Section 230 to 237 of the Companies Act. 2013. (III) date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries (IV) declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violate of the Prevention of Money-Laundering act, 2002 (15 of 2003).;	Not Applicable

B. Where a company has received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the

i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

the company shall disclose the following:-

(I) date and amount of fund received from Funding parties with complete details of each Funding party. (II) date and amount of fund further advanced or loaned or invested other intermediaries or Ultimate Beneficiaries along with complete details of the other intermediaries‘ or ultimate beneficiaries. (III) date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries (IV) declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violate of the Prevention of Money-Laundering act, 2002 (15 of 2003).]	Not Applicable

Note 55 Other information pursuant to General Instructions for preparation of Balance Sheet and Profit & Loss Account of Schedule III to the Companies Act 2013 is not applicable.

UDIN: 22035809AJSOJP9005
AS PER OUR REPORT OF EVEN DATE
FOR CHAITANYA C. DALAL & COMPANY
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF THE BOARD OF
MUKESH BABU FINANCIAL SERVICES LIMITED

Mukesh Babu	**Meena Babu**
Managing Director	**Director**
DIN:00224300	**DIN:00799732**

CHAITANYA C. DALAL
Partner
Membership No.35809
FRN NO. 101632W

Mahesh Thakar	**Nupur Chaturvedi**
Chief Financial Officer	**Company Secretary**
	ACS: A30139

Place : Mumbai
Date : 27/05/2022

Place : Mumbai
Date : 27/05/2022



Mukesh Babu Financial Services Limited
CIN: L65920MH1985PLC035504
111, Maker Chambers III
223, Nariman Point
Mumbai- 400021