CEEJAY FINANCE LIMITED

9th Floor, Abhijit-II,
Mithakhali Six Road,
Ellisbridge,
Ahmedabad-380 006.
Phone : (079) 40050927
(079) 26404594
26404689
Fax : (079) 26424457

CJ GROUP

Date: 25th August, 2020

To,
The Manager (Listing),
The BSE Limited
25th Floor, P. J. Towers, Dalal Street Fort,
Mumbai – 400 001

Scrip Code: 530789

Sub: Notice of the 27th Annual General Meeting (AGM) and Annual Report 2019-20

Dear Sir/Madam,

In compliance with the Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Notice of the 27th AGM and Annual Report 2019-20.

Kindly acknowledge the receipt and take the above on record.

Thanking You,

Yours Faithfully,

For Ceejay Finance Limited

CEEJAY FINANCE LIMITED CJ GROUP NADIAD

Shailesh Bharvad
Company Secretary & Compliance Officer

Encl: Notice of 27th AGM & Annual Report 2019-20

CEEJAY FINANCE LIMITED

CORPORATE INFORMATION

Board of Directors

Kiran Patel	Chairman
Deepak Patel	Managing Director
Shailesh Patel	Director
Kiritkumar Dalal*	Director
Bharat Amin	Director
Mrudulaben Patel	Director
Sunil Patel	Director

*Ceased w.e.f. 29.12.2019

Company Secretary & Compliance Officer
Shailesh Bharvad (w.e.f. 01.04.2019)

Chief Financial Officer
Devang Shah

Statutory Auditors
Arpit Patel & Associates
"Agrawal Chambers",
2nd Floor, Ellisbridge,
Ahmedabad-380006

Registrar to Company
Link Intime India Private Limited
5th Floor,506-508,Amarnath Business Centre-1
(ABC-1), Besides Gala Business Centre,
Nr. St. Xavier's College Corner, Off. C.G. Road,
Navrangpura, Ahmedabad-380006
Tele/Fax: +91 79 26465179
E-mail: ahmedabad@linkintime.co.in.

Internal Auditors
Vipinchandra C. Shah & Co.
133-134, Santram Super Market,
Nr. Laxmi Cinema, Nadiad-387001

Bankers
Bank of Baroda
Union Bank of India

REGISTERED OFFICE
C.J. House, Mota Pore,
Nadiad-387001(Gujarat)
CIN: L65910GJ1993PLC019090
E-mail: shaileshbharvad@ceejaygroup.com
Website: www.ceejayfinance.com
Phone: 0268 2562633
Fax: 02682561727

CORPORATE OFFICE
9th Floor, Abhijit-II,
Mithakhali Six Roads,
Ellisbridge, Ahmedabad-380006.

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NOTICE

NOTICE is hereby given that the **TWENTY SEVENTH ANNUAL GENERAL MEETING** of the members of **CEEJAY FINANCE LIMITED** will be held on Saturday, the 26th September, 2020 at 11.00. A.M. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Financial Statements of the Company for the year ended 31st March, 2020, including the Audited Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss and Cash flow Statement for the year ended on that date and the report of the Board of Directors' and Auditors' report thereon.

2. To declare final dividend at 10% on equity shares (Rs. 1.00/- per share) for the financial year 2019-20.

3. To appoint Mr. Deepak Patel (holding DIN: 00081100), Director who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. Re-appointment of Mrs. Mrudulaben Patel as an Independent Non-Executive Director.

   To consider and, if thought fit, to pass, with or without modification(s), the following resolution as special resolution.

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Mrudulaben Patel (DIN: 07143287), Independent Non-Executive Director of the Company, who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from 26th September, 2020 and whose office shall not be liable to retire by rotation".

   "RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto".

Registered Office
C.J. House, Mota Pore,
Nadiad - 387 001
Date: 30th June, 2020

By order of the Board
For CEEJAY FINANCE LIMITED

Sd/-
Shailesh Bharvad
Company Secretary & Compliance Officer

NOTES

1) In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide it's circular dated 5th May, 2020 read with circulars dated 08th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the "AGM" through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC/OAVM.

2) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated 08th April, 2020, 13th April, 2020 and 05th May, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3) The AGM is being held pursuant to the MCA Circulars through VC/OAVM, Physical Attendance of Members has been dispensed with. **Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**

4) Corporate Members are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization, etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting to Scrutinizer by e-mail through its registered e-mail address to cstvora@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.

5) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

6) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

7) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13th April, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.ceejayfinance.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or CDSL / NSDL ("Depositories").

8) In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

9) Relevant documents referred to in the accompanying Notice calling the AGM are available for inspection through electronic mode up to the date of the AGM. Members seeking to inspect such documents can send an email to shaileshbharvad@ceejaygroup.com.

10) Pursuant to MCA Circular No. 14/2020 dated 08th April, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

11) The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 08th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020 and MCA Circular No. 20/2020 dated 05th May, 2020.

12) The members are requested to update with their DP, the active Bank account details including 9 digit MICR code and IFSC code, the members are requested to register their bank account details with the respective depository participant (DP) by following the procedures prescribed by respective DP in case the holding is in dematerialised form.

13) Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act"), in respect of the Special Business to be transacted at the Annual General Meeting ("AGM") is annexed hereto.

14) Brief Profile of the Directors seeking re-appointment at the Annual General Meeting is provided with the Notice of the AGM.

15) Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

    Registration of Bank Details for Physical Shareholders:

    The members of the company holding shares of the company and who have not registered their bank details can get the same registered with Link Intime India Private Limited, by clicking the link https://linkintime.co.in/EmailReg/Email_Register.html on their website at www.linkintime.co.in at the Investor service tab by choosing the E-mail/Bank registration heading and follow the registration process therein. The members are requested to provide details such as Name, Folio Number, Certificate Number, PAN, e-mail id along with the copy cheque leaf with the first name shareholder imprinted on the face of cheque leaf containing bank name and branch, type of account, bank account number, MICR details and IFSC code in PDF or JPEG format. Link intime will verify the documents uploaded and only take on records for all valid cases.

16) Members whose email address are not registered can register the same in the following manner

    a. Members holding share(s) in physical mode can register their e-mail ID on the Link Intime India Private Limited, (RTA) at https://linkintime.co.in/EmailReg/Email_Register.html by providing the requisite details of their holdings and documents for registering their e-mail address; and

    b. Members holding share(s) in electronic mode are requested to register/update their e-mail address with their respective Depository Participants "DPs" for receiving all communications from the Company electronically.

17) The Register of Members and Share Transfer Book of the Company will remain closed from Saturday, 19th September, 2020 to Saturday, 26th September, 2020 (both days inclusive) for annual closing and determining the entitlement of the Members to the dividend for the Financial Year 2019-20 and for the purpose of Annual General Meeting.

18) A dividend of Rs. 01.00/- (Rs. One) only per share has been recommended by the Board of Directors for the year ended 31st March 2020, subject to the approval of the Members at the ensuing Annual General Meeting, is proposed to be paid from 01st October or thereafter within 30 days from the date of declaration by electronic mode to those shareholders holding shares in electronic form/demat and having registered relevant bank details. In respect of those shareholders holding shares in physical form or in case of electronic payment rejected, the company will dispatch dividend warrants/cheques to such shareholders at earliest.

19) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company or Registrar & Transfer Agent.

20) Those members who have so far not en-cashed their dividend warrants may claim or approach the Company for the payment thereof as the same will be transferred to the Investors' Education and Protection Fund (IEPF) of the Central Government, pursuant to Section 125 of the Companies Act, 2013.

21) Shareholders may note that the Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 01, 2020 shall be taxable in the hands of shareholders. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of final dividend. In order to enable us to determine the appropriate TDS rate as applicable, shareholders are requested to submit the following documents in accordance with the provisions of the IT Act.

For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:

Shareholders having valid PAN	7.5% or as notified by the Government of India
Shareholders not having PAN / valid PAN	20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during Financial Year 2020-21 does not exceed' 5,000 and also in cases where shareholders provide Form 15G/Form 15H (applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Registered shareholders may also submit any other document as prescribed under the IT Act to claim a lower/Nil withholding tax. PAN is mandatory for shareholders providing Form 15G/Form 15H or any other document as mentioned above.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA") between India and the country of tax residence of the member, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian Income Tax authorities duly attested by the member,
- Copy of Tax Residency Certificate ("TRC") for the FY 2020-21 obtained from the revenue authorities of the country of tax residence,
- Duly attested by member Self-declaration in Form 10F
- Self-declaration by the shareholder of having no permanent establishment in India in accordance with the applicable tax treaty and Self-declaration of beneficial ownership by the non-resident shareholder,
- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by member

In case of Foreign Institutional Investors/Foreign Portfolio Investors, tax will be deducted under Section 196D of the IT Act @ 20% (plus applicable surcharge and cess).

The aforementioned documents are required to be emailed to our RTA, Link Intime India Private Limited by quoting your Folio number/DP id/Client id, number of shares and PAN details at its email address ahmedabad@linkintime.co.in on or before 10th September, 2020 6:00 PM IST in order to enable the Company to determine and deduct appropriate TDS/ withholding tax. No communication regarding the tax withholding matters would be entertained after 10th September, 2020 6:00 PM IST. The Company shall arrange to email a soft copy of the TDS certificate to you at your registered email address in due course.

Shareholders are requested to address all correspondence, including dividend related matters, to the RTA, ahmedabad@linkintime.co.in, Link Intime India Private Limited, 5th Floor, 506 to 508, Amarnath Business Centre-1, (ABC-1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Navrangpura, Ahmedabad-380006.

Shareholders may note that in case the tax on the said final dividend is deducted at a higher rate in absence of receipt or insufficiency of the aforementioned details/documents from you, an option is available to you to file the return of income as per Income tax Act 1961 and claim appropriate refund, if eligible.

Disclaimer: This Communication is not to be treated as a tax advice from the Company or its affiliates or Link Intime India Private Limited. Shareholders should obtain the tax advice related to their tax matters from a tax professional.

22) Voting through electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies [Management and Administration] Rules, 2014, the Company is providing e-voting facility as which will enable the members to cast their votes electronically. Necessary arrangements have been made by the Company with Central Depository Services [India] Limited (CDSL) to facilitate e-voting.

i. Mr. Tushar M. Vora, Practicing Company Secretary [Membership No. FCS 3459] has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

ii. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

iii. A member can opt for only one mode of voting e.g. either through remote e-voting or e-voting on the day of the AGM. If a member casts votes by both modes, then voting done through remote e-voting shall prevail.

iv. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

v. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose names is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date i.e. 18th September, 2020 only shall be entitled to avail facility of remote e-voting and voting at the AGM.

vi. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holding shares as on cut-off date, may cast vote after following the instructions for e-voting as provided in the notice convening the meeting, which is available on the website of the Company and CDSL. However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and password for casting your vote.

vii. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.ceejayfinance.com and on the website of CDSL within three (3) working days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchange.

The detailed process, instructions and manner of e-voting facility is annexed to the Notice.

23) Pursuant to the requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") relating to Corporate Governance, a Statement containing brief resume of the retiring Director together with the details of shares held by him/her, if any, is annexed hereto.

Registered Office
C.J. House, Mota Pore,
Nadiad - 387 001
Date: 30th June, 2020

By order of the Board
For CEEJAY FINANCE LIMITED

Sd/-
Shailesh Bharvad
Company Secretary & Compliance Officer

THE STATEMENT SETTING OUT THE MATERIAL FACTS CONCERNING EACH ITEM OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4.

Mrs. Mrudulaben Patel was appointed as an Independent Non Executive Director of the Company by the members at the 22nd Annual General Meeting of the Company held on 26th September, 2015 for a period of five consecutive years commencing from 26th September, 2015. As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company. Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Mrudulaben Patel, being eligible for re-appointment as an Independent Director and offering herself for re-appointment, is proposed to be re-appointed as Independent Director for second term of five consecutive years from 26th September, 2020.

The Company has received declaration from the appointee stating that she meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. She has also given consent to continue to act as Director and also as independent director of the Company, if so appointed by the members.

In the opinion of the Board, Mrs. Mrudulaben Patel, fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for re-appointment as Independent Non-Executive Director of the Company and independent of the management.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mrs. Mrudulaben Patel, as an Independent Director.

Accordingly, the Board recommends, for the approval by the shareholders of the Company, passing of the Special Resolution in relation to re-appointment of Mrs. Mrudulaben Patel, as Independent Director for another term of five consecutive years with effect from 26th September, 2020.

Except Mrs. Mrudulaben Patel, being appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice of the AGM.

Registered Office
C.J. House, Mota Pore,
Nadiad - 387 001
Date: 30th June, 2020

By order of the Board
For CEEJAY FINANCE LIMITED

Sd/-
Shailesh Bharvad
Company Secretary & Compliance Officer

THE INSTRUCTIONS FOR MEMBERS FOR VOTING ELECTRONICALLY ARE AS UNDER:-

(i) The voting period begins on Wednesday, 23-09-2020 at 09.00 a.m.(IST) and ends on Friday, 25-09-2020 at 5.00 p.m.(IST) 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 18-09-2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting .

(iii) The shareholders should Log on to the e-voting website www.evotingindia.com

(iv) Click on Shareholders

(v) Now Enter your User ID

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

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

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

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

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number via contacting the email at shaileshbharvad@ceejaygroup.com
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

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

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

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant CEEJAY FINANCE LIMITED on which you choose to vote.

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

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

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

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

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

(xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) Note for Non - Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xxi) Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address shaileshbharvad@ceejaygroup.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, please provide Demat account detials (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders/ members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

2. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM 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 system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

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

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

Registered Office
C.J. House, Mota Pore,
Nadiad - 387 001
Date: 30th June, 2020

By order of the Board
For CEEJAY FINANCE LIMITED

Sd/-
Shailesh Bharvad
Company Secretary & Compliance Officer

Brief resume of Directors to be re-appointed at this Annual General Meeting are given below pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name of Director	Mr. Deepak Patel	Mrs. Mrudulaben Patel
Date of Birth	05-07-1961	08-10-1950
Brief Resume of the Director	Wider Experience in Finance, Management, Real Estate and Marketing	Wider Experience in Management, Education Organisation, Trustee and Research
Date of Appointment	20-04-1993	31-03-2015
DIN	00081100	07143287
PAN	ACXPP5096J	AEQPP4762A
Experience (Yrs.)	29	40
Expertise	Finance, Marketing, Real Estate	Trustee, Educationalist, Research
Other Directorship	Ceejay Tobacco Limited. Chhotabhai Jethabhai Patel Tobacco products Co. Limited. Ceejay Microfin Limited. Ceejay Realty Private Limited.	Shawcp Foods Private Limited. Chenico Pharmachem Private Limited.
Chairmanship/Membership of Committees of other companies	Refer corporate governance report	Refer corporate governance report
Inter-se relationship between Directors and other Key Managerial Personnel	He is related to Chairman and Director of the Company.	She is not related with any Director or Key Managerial Personnel of the Company.
Shareholding in Company	7285	Nil
Education	B.com, MBA.	B.sc

BOARD'S REPORT

To,
THE MEMBERS OF
CEEJAY FINANCE LIMITED

Your Directors are pleased to present their TWENTY SEVENTH Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31st March 2020.

FINANCIAL RESULTS: **(Rs. In Lakhs)**

PARTICULARS	YEAR ENDED 31/03/2020	YEAR ENDED 31/03/2019
Revenue From Operations	1730.42	1478.69
Other Income	4.56	2.67
Total Revenue	1734.98	1481.36
Profit Before Depreciation, Finance Cost& Tax	892.22	907.98
Finance Cost	240.99	227.19
Depreciation	13.61	14.48
Profit before Tax	637.62	666.31
Provision for tax	-	-
Current Tax	171.04	199.84
Deferred Tax	(15.45)	(16.02)
Provision of Income Tax of earlier period	-	-
Profit After Tax	482.03	482.49
Balance of Profit brought forward	242.77	305.38
Profit available for Appropriation	712.37	773.75
APPROPRIATION	-	-
Dividend Paid 18-19	51.75	86.25
Corporate tax on Dividend 18-19	10.64	17.73
Transferred to		
Statutory reserve	96.41	102.00
General reserve	325.00	325.00
Balance Carried to Balance Sheet	246.45	242.77
Proposed Dividend 2019-20	34.50	51.75

COVID-19

In the last month of FY 2020, the COVID-19 pandemic developed rapidly into a global crisis, forcing governments to enforce lock-downs of all economic activity. For the Company, the focus immediately shifted to ensuring the health and well-being of all employees, and on minimizing disruption to services for all our customers.

In the terms of the COVID-19 Regulatory package of the RBI, vide guidelines dated 27th March, 2020, 17th April, 2020 and 23rd May, 2020, and in accordance with the Scheme approved by the Company's Board of Directors (the "Board"), the Company has offered to all eligible borrowers, moratorium of six months on the payment of all loans instalments falling due between 01st March, 2020 and 31st August, 2020. In this connection, having regard to the guidance provided by the RBI and the Institute of Chartered Accountants of India, extension of such moratorium benefit to borrowers as per the COVID-19 Regulatory Package of the RBI by itself is not considered to result in significant increase in credit risk as per Ind AS 109. Further, estimates and associated assumptions applied in preparing the financial statements, especially in respect of expected credit loss on loans, are based on historical experience and other emerging/forward looking factors including those arising on account of the COVID-19 pandemic.

The Company, inter alia, has used relevant indicators of moratorium along with an estimation of potential stress on probability of defaults and loss given defaults due to COVID-19 situation in developing the

estimates and assumptions to assess the expected credit loss on loans, including on account of potential macro-economic conditions and has incrementally provided for an expected credit loss of Rs. 88.65 lakh for the year ended 31st March, 2020. However, considering the inherent uncertainty regarding the severity and duration of the pandemic and the resultant economic impact, the Company's actual impairment loss could be different from these estimates.

The extent to which the COVID-19 pandemic will impact the Company's results will depend on future developments, which are highly uncertain, including, among other things, any new information concerning the severity of the COVID-19 pandemic and any action to contain its spread or mitigate its impact whether government-mandated or elected by the Company. Given the uncertainty over the potential macroeconomic condition, the impact of COVID-19 pandemic may be different from that estimated as at the date of approval of these financial results and the Company will continue to closely monitor any material changes to future economic conditions.

DIVIDEND

The Board is pleased to recommend dividend @ 10% (Rs. 1.00 per share) per equity share of the face value of Rs. 10 each/- for the financial year ended 31st March, 2020, on the paid up Equity Share Capital of the Company. The dividend, if approved by the members, will be paid to members eligible as on the record date, within the period stipulated by the Companies Act, 2013.

If declared, the total amount outflow on account of dividend will be Rs. 34.50/- Lakhs subject to deduction of TDS as applicable.

UNCLAIMED DIVIDEND AND TRANSFER OF SHARES TO IEPF

The total unclaimed dividend as on 31st March, 2020 was Rs.21.84 Lakhs of which the unpaid/unclaimed dividend of Rs. 2.33 Lakhs for the financial year 2011-12 has been transferred to the Investor Education and Protection Fund during the year under report.

Pursuant to the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, 24462 equity shares have been transferred to Investor Education and Protection Fund during the year. The Company has duly complied with relevant applicable provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. The details of the unpaid and unclaimed dividend is uploaded at company and IEPF Website (www.iepf.gov.in). The Board has appointed Company Secretary and Compliance Officer as Nodal Officer to coordinate with IEPF authority and the Contact details of the same are available at company's website.

COMPANY'S AFFAIRS AND FUTURE OUTLOOK

Total revenue including income from operations and other income increased to Rs.1734.98 Lakhs in the current year from Rs.1481.36 Lakhs in previous year. The total expenses increased to Rs. 1097.36 Lakhs in current year from Rs. 815.05 Lakhs in previous year, mainly towards making additional COVID-19 provisions & provision for expected credit loss and increase in Finance Cost and other expenses. The finance cost has increased to Rs. 240.99 Lakhs in the current year compared to Rs.227.19 Lakhs in previous year due to increase in borrowing cost. Accordingly, the profit before tax decreased to Rs.637.62 Lakhs in the current year from Rs. 666.31 Lakhs in the previous year. After providing tax of Rs.155.59 Lakhs in the current year (Rs. 183.82 Lakhs in previous year) profit after tax decreased to Rs. 482.03 Lakhs against Rs. 482.49 Lakhs in the previous year.

The total disbursement made in the current year Rs. 5934.00 Lakhs as compared to Rs. 5554.21 Lakhs in previous year. The Company's strategy to focus for the business in smaller places and specialization in two/three wheeler segment/used four wheelers has remained unchanged. Hypothecation / loan stock of the Company has increased to Rs. 6897.92 Lakhs in current year from Rs. 5881.82 Lakhs in the previous year.

The assets of the Company are properly and adequately insured and recoveries are at satisfactory level.

SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

The Company does not have any subsidiary companies, associate companies or joint venture during the year under review.

CHANGE IN NATURE OF BUSINESS, IF ANY

Your Company continues to operate in the single business segment as that of previous year and there is no change in the nature of the business.

REPORTING OF FRAUDS

There have been no instances of fraud reported by the statutory auditors under section 143(12) of the Act and rules framed thereunder either to the Company or to the central government.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments have occurred after the close of the financial year 31st March, 2020 till the date of this report, which affect or is likely to affect the financial position of the Company.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS OUTLOOK AND OPPORTUNITY

The financial year 2019-20 began with the Lok Sabha elections in April - May and the newly formed government took a strong stance on economic development, with the aspiration to reach a $5 trillion economy by 2024. The Economic Survey published in July 2019 with the theme of wealth creation, pro-business policies and corporate tax rate cuts of September 2019 were in line with the aspirations. At the end of August 2019, the ministry of finance announced that 10 Public Sector Banks were to be merged into 4. Meanwhile, RBI systematically reduced the repo policy rates over the course of the year, from 6.25% at the end of FY 19 to 4.40% at the end of FY 20.

Despite these interventions, FY 20 showed a slowdown in growth from the previous year. Implied real GDP growth was estimated at 5%, down from FY 19 figure of 6.1%. 2019-20 was also negative for the automobile industry, with sales down in passenger vehicle by 16%, commercial vehicles by 29% and two wheelers by 18%. Similarly, Global economic activity was also consistently slow paced and followed a downward trajectory: year over year real GDP growth was recorded at 2.9% as of Q3 2019 compared to 3.6% in the previous year.

The Indian automotive industry was in a slowdown well before the COVID-19 pandemic began wreaking havoc. Thus, the only significant effect of the pandemic on the overall annual sales figures here is in the month of March, where sales did drop even lower. While the two-wheeler sector saw a huge 39.83 percent drop in sales for March 2020 alone, the overall FY2020 sales figures are 17.7 percent lower than FY2019. As per figures released by industry body Society of Indian Automobile Manufacturers (SIAM), cumulative two-wheeler sales in FY2020 stood at 17.41 million units - the lowest in four years.

The outbreak of the COVID-19 pandemic in January, 2020 brought the global economy to almost a standstill, with a high possibility of slipping into a recession. Several industries starting with travel, tourism and hospitality were immediately hit, with manufacturing and services following soon afterwards. Crude oil prices plummeted, and from January, 2020 panic sell-off resulted in wealth destruction in equity markets across advanced and emerging economies alike.

In India, the government announced a nationwide lockdown from March 24, 2020 in an effort to contain the spread of the disease, which led to unprecedented economic shock. The lockdown has resulted in a liquidity crunch, followed by a labor shortage. RBI announced three months moratorium for loans and extended it by another three months from March 2020 till August 2020 to alleviate some of the financial burden on the public.

Outlook for the current financial year continues to remain uncertain, with the COVID-19 situation evolving each day. Apart from agriculture and related activities, most other sectors of the economy have been adversely impacted by the pandemic and are expected to show de-growth. India's GDP growth for FY 21 is now projected to reduce significantly as compared to pre-COVID projections of around 5%. If COVID-19

is prolonged and supply chain disruptions get accentuated, the global slowdown could deepen, with adverse implications for India. The fall of international crude prices could, however, provide some relief in the form of trade gains. In addition, the government and RBI have been taking steps to mitigate the economic impact of the pandemic through stimulus packages, cuts to repo and reverse repo rates, liquidity infusion through Targeted Long Term Repo Operations (TLTROs), and loosened the liquidity criteria for banks and NBFCs.

The company's significant share of revenue comes from two wheeler finance in rural area. The thrust on rural and infrastructure sectors by the government could rejuvenate rural demand and also crowd in private investment. We continue to focus on Two wheeler and Second-hand Four Wheeler Vehicle financing and we adopt such business models which generates required return on assets and the quality portfolio.

Our mission is to be sound NBFC among regional players in terms of product offerings, technology, service levels, risk management and audit and compliance etc. The objective is to continue building sound customer / franchises across distinct businesses so as to be a preferred provider of NBFC services for its target retail and customer segments, and to achieve a healthy growth in profitability, consistent with the Company's risk appetite.

The Company's range of retail financial products and excellent services and branches net work is fairly exhaustive to meet up the coming challenges. The objective is continue to build sound customer/dealer friendly atmosphere to achieve healthy growth in profitability, consistent with Company's risk appetite. The Company also emphasizes to develop innovative products and services that attract its Customers, Increase its market share as NBFC and financial services industry by following a disciplined growth strategy focusing on balancing quality and volume growth while delivering high quality customer service, maintain reasonably good standards for asset quality through disciplined credit risk management; and continue to develop products and services that reduce its cost of funds; and Focus on healthy earnings growth with low volatility. Our Company growth is more important especially looking to the concentration in rural area for the business. The Company grew its retail assets portfolio in a well-balanced manner focusing on both returns as well as risk. Company intends to follow conservative view in the coming years. Company also expects continuous threats to small/medium Company like us, from global/giant players in the retail finance market especially with large size/volume, lower rate of interest and ability to sustain in the market is inevitable for the Company to sustain in the market. Overall, in spite of various pros and corns your Company has demonstrated outstanding achievement in terms of earned valued and well-built market presence. Your Company is cash rich, has better liquidity, improved working capital and it has shown its readiness to accept market challenges. All of these are signs of strong fundamentals which the Company has been able to establish with the help of batter and professional management support. The main growth drivers for the company is Unique value proposition, Regional outreach, Deep understanding of the customer segment, Customised product offerings, Availability of capital, Leveraging technology, Co-lending arrangements and Risk management.

RISK MANAGEMENT / SWOT ANALYSIS

In its pursuit of creating value for stakeholders through sustainable business growth Company has put in place a robust risk management framework to promote a proactive approach in reporting, evaluating and resolving risks associated with the business. Given the nature of the business the company is engaged in, the risk framework recognizes that there is uncertainty in creating and sustaining such value as well as in identifying opportunities. Risk management is therefore made an integral part of the company's operations

The RBI has been tightening regulations to manage the risk in the sector and has been proposing higher capital and provisioning requirements. It has also been stressing on higher disclosures to safeguard public money and prevent systemic shocks. In addition, the RBI has taken rapid preventive actions in addressing specific issues to manage systemic risk. It is expected that RBI will continue to monitor the activity and performance of the NBFC sector with a focus on major entities and their inter-linkages with other sectors to maintain financial stability in the short, medium and long-term.

Your Company has comprehensive Risk Management System towards identification and evaluation of all

potential business risks. Management has developed Risk Management Plan and reviews its implementation regularly. The Company is exposed to external and internal risk associated with its business. To counter these risks, the Company continues to broaden its product portfolio, increase customer profile and geographic reach. Taking on various types of risk is integral to the NBFC business. Sound risk management and balancing risk reward trade-offs are critical to a Company's success. Business and revenue growth have therefore to be weighed in the context of the risks implicit in the Company's business strategy. Of the various types of risks your Company is exposed to, the most important are credit risk, credit concentration risk, market risk, business risk, strategic risk, interest rate risk, model risk, technology risk including liquidity risk price risk and operational risk. The identification, measurement, monitoring and management of risks accordingly remain a key focus area for the Company. For credit risk, appropriate distinct policies and processes are in place for the retail businesses. Overall portfolio diversification and reviews also facilitate mitigation and management. Especially a small capital based Company faces multiple problems due to poor recovery systems. The specific NPA provisions that the Company has made continue to be more conservative than the regulatory requirements. This will help the Company to maintain high standards for assets quality through disciplined credit risk management. The Company has strength as being the pioneer in the two wheeler vehicles financing sector in Gujarat/Maharashtra, Oldest NBFC since last 25 years, sound financial position since inception, a well-defined and scalable organisation structure, strong financial track record with low Non Performing Assets (NPAs), Experienced and stable management team, strong relationships with public, private as well as banks, fast Procedure. However your Company is facing the threat of, small organisation structure, availability of cheaper fund, competition with large NBFC's/ Banks, direct manufacturer involvement in finance business and rain fall affecting rural area. Regulatory restrictions - continuously evolving Government regulations and uncertain economic and political environment may impact operations.

The NBFC sector continued to experience liquidity problems in the financial year 2019-20 with the spreads over the G-Sec also continuing to widen for the sector. The risk-appetite further weakened in the third quarter of FY 2020 due to uncertainties caused by CoronaVirus (COVID-19). This led to funding primarily being available to companies having strong parentage, brand and business model, robust corporate governance and conservative ALM. Your Company continued to focus on managing cash efficiently and ensured that it had adequate levels of liquidity apart from back-up lines of credit to support business requirement and near term liability maturity.

Further, Capital Adequacy Ratio (capital as a % of total advances) is quite comfortable at around 61.29%, Well above regulatory minimum of 15%.

FINANCIAL PERFORMANCE

As on 31st March, 2020, against hypothecation of loan stock of Rs. 6897.92 Lakhs (previous year Rs. 5881.52 Lakhs). The company has made Rs. 96.94 Lakhs provision towards expected credit loss, out of which Rs. 88.65 Lakhs is additional COVID-19 provision as per RBI guidelines.

INTERNAL AUDIT AND COMPLIANCE

The Company has appointed M/s. Vipinchandra C. Shah & Co., Chartered Accountants as internal auditors of the Company, who regularly carries out the internal audit of the Company. All audit reports are regularly placed before the audit committee at committees' meetings which are also attended by internal auditor. After providing due explanations, the Company adopts the final suggestions and necessary effects are given in accounting process and system of the Company.

RESOURCE MOBILATION/ICRA RATING

Cost of funds for retail-focused NBFCs, which remained high at 12%-14%, is likely to increase during the year. As mentioned earlier, Company is in constant search to avail cheaper fund to reduce our cost of funds. The cash credit limit of the Company has remained at Rs. 1500.00 Lakhs with the Banks.

The Company has discontinued accepting or renewing fresh deposits, therefore there no outstanding fixed deposit as on date. Inter Corporate Deposit increased to Rs. 1500.00 Lakhs in the current year from Rs. 1175.00 Lakhs in previous year.

The Company has obtained CARE rating for Rs. 1500.00 Lakhs Cash Credit Limits from Bank. There is no change in CARE rating compare to last year (BBB-(Stable)).

CAPITAL ADEQUACY

Your Company's Capital Adequacy Ratio (CAR) stood at 61.29% well above the regulatory minimum of 15%.The revised Guidelines issued by R.B.I for recognition of Income, asset classification, Investment accounting, provision for non-performing assets and capital adequacy have been followed by your Company. The Company has also made the provision for non-performing assets in case of Sub-standard, doubtful and loss assets as per R.B.I. guidelines.

CAPITAL STRUCTURE

There has been no change in the authorised, issued, subscribed and paid-up share capital of the Company during the year under review.

PUBLIC DEPOSITS

The Company has not accepted any deposits from the public within the meaning of provision of Non-Banking Financial Companies acceptance of public deposits (reserve banks) direction, 1998.

As reported earlier, the Company has discontinued to accept or renew fresh/existing fixed deposits. At the close of the year, no amount remained unclaimed or unpaid. The Company does not have any claimed but unpaid deposits.

DIRECTORATE/KMP

Mr. Deepak Patel (DIN: 00081100), Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

During the year, Mr. Kirit Dalal, (DIN: 00509921), one of the Director of the Company has passed away on 29th December, 2019. The Board places on record their deep sense of gratitude for the devotion and commitment towards the Company business and its growth.

The Board of Directors of the Company hereby confirms that all the Independent Directors duly appointed by the Company have given the declaration and they meet the criteria of independence as provided under section149(6) of the Companies Act, 2013.

Effective from 01st April, 2019, the Board has appointed Mr. Shailesh Bharvad, a member of the Institute of Company Secretaries of India as Company Secretary and Compliance Officer on the recommendation of Nomination and Remuneration Committee. Further in terms of the provisions of Regulation 16(1)(b) of Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and Provisions of Section 149(10) of the Companies Act, 2013, the Board seek consent of the members of the Company for re-appointment of Mrs. Mrudulaben Patel as non-executive independent Director of the Company for second term of five years w.e.f. 26th September, 2020 to avail her expertise and for the immense benefit to the Company.

As on 31st March, 2020, Mr. Deepak Patel, Managing Director, Mr. Devang Shah, Chief Financial Officer and Mr. Shailesh Bharvad, Company Secretary of the Company are Key Managerial Personnel of the company.

All the Directors of the Company have confirmed that they are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013 and not debarred or disqualified by the SEBI / Ministry of Corporate Affairs or any such statutory authority from being appointed or continuing as Director of the Company or any other Company where such Director holds such position in terms of Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) (10)(i) of Part C of Schedule V of Listing Regulations.

CORPORATE GOVERNANCE

As per regulation 27(2) of the SEBI Listing Obligations and Disclosure Requirements Regulations, 2015,

your Company was required to implement the code of Corporate Governance. Accordingly, your Company has complied in all material respects with the features of the said code. The Report on Corporate Governance for the year under review, is placed in a separate section forming part of the Annual Report (refer page no. 39)

DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, which states that-

(a) in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;

(b) the Directors 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 at the end of the financial year and of the profit of the Company for that period;

(c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the Directors have prepared the Annual Accounts on a going concern basis;

(e) the Directors have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and

(f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SECRETARIAL STANDARDS:

The Company has complied with applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India.

LISTING AGREEMENT WITH STOCK EXCHANGES:

Pursuant to the provisions of listing agreement with stock exchanges, the equity shares of the Company are listed at Mumbai stock exchange. The company has not renewed or executed any listing agreement as per new regulations of SEBI.

DEPOSITORY SYSTEM

Your Company has established electronic connectivity with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. In view of the compulsory dematerialization of Company's equity shares on stock exchanges, members are requested to dematerialize the shares on either of the depositories as aforesaid.

The Board would like to bring to your notice that in terms of amended regulation 40 of the SEBI [LODR] Regulations, 2015 vide notification dated 8th June, 2018 and in terms of circular of BSE Limited dated 5th July, 2018, effective from December 5, 2018, all shares which are lodged for transfer shall be transferred in dematerialized form only. Hence those members who have yet not dematerialized their shares are hereby requested to dematerialize the same as early as possible.

AUDITORS AND AUDITORS REPORT

The Company had appointed M/s. Arpit Patel & Associates (Firm name changed from Pruthvi Shah & Associates to Arpit Patel & Associates), Chartered Accountants, (Firm Reg. No. 144032W) as Statutory Auditors of the Company at the 24th Annual General Meeting till the conclusion of 29th Annual General Meeting in compliance with the provision of Section 139[1] of the Companies Act, 2013. The Company had received a certificate from M/s. Arpit Patel & Associates in accordance with the provisions of Section 141 of the Companies Act, 2013.

The Report given by the Auditors on the financial statement of the Company is part of this Report. There

has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Tushar Vora, Company Secretary in practice to undertake the secretarial audit of the Company. The Secretarial Audit Report is annexed herewith as 'Annexure "A". There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

CORPORATE SOCIAL RESPONSIBILITY [CSR]

Due to sad demise of Mr. Kiritkumar Dalal, the Board of Directors of the Company has re-constituted Corporate Social Responsibility Committee at their meeting held on 13th February, 2020. The re-constituted Committee comprises of Mr. Bharat Amin as Chairman, Mrs. Mrudulaben Patel, Mr. Sunil G. Patel, and Mr. Deepak Patel as other members of the Committee.

The contents of the CSR Policy of the Company as approved by the Board on the recommendation of the CSR Committee is available on the website of the Company.

During the financial year 2019-20, Rs. 16.00 Lakhs has been spent towards CSR expenses. The Annual Report on CSR activities undertaken by the Company during the financial year 2019-20, is annexed as 'Annexure "B" and forms part of this Report.

NOMINATION AND REMUNERATION COMMITTEE

Due to sad demise of Mr. Kiritkumar Dalal, the Board of Directors of the Company has re-constituted Nomination and remuneration Committee at their meeting held on 13th February, 2020 The re-constituted Nomination and remuneration Committee comprises of Mr. Bharat Amin as Chairman, Mrs. Mrudulaben Patel, and Mr. Sunil G. Patel as other members. The role and responsibilities, Company's policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other related matters are in conformity with the requirements of the Companies Act, 2013 and SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015.

MEETING OF THE BOARD & AUDIT COMMITTEE

Due to sad demise of Mr. Kiritkumar Dalal, the Board of Directors of the Company has re-constituted Audit Committee at their meeting held on 13th February, 2020. The re-constituted Audit Committee comprises of Mr. Bharat Amin as Chairman, Mrs. Mrudulaben Patel, Mr. Sunil G. Patel and Mr. Deepak Patel as other members. The scope of Audit Committee is in accordance with the Companies Act, 2013 and SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015. The Board of Directors and members of Audit Committee, during the financial year 2019-20 met five times.

STAKEHOLDERS RELATIONSHIP/INVESTOR GRIEVANCES COMMITTEE

Due to sad demise of Mr. Kiritkumar Dalal, the Board of Directors of the Company has re-constituted Stakeholders Relationship/Investor Grievances Committee at their meeting held on 13th February, 2020. The re-constituted Stakeholders Relationship/Investor Grievances Committee comprises of Mr. Bharat Amin as Chairman, Mrs. Mrudulaben Patel, Mr. Sunil G. Patel and Mr. Deepak Patel as other members, in accordance with the Companies Act, 2013 and SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015.

EVALUATION OF BOARD, COMMITTEE AND DIRECTORS

A detailed exercise for evaluation of the performance of the Board, its various committees and also the performance of individual Directors was carried out by the Board by way of structured questionnaire and directors were satisfied with the evaluation process. The performance evaluation of the Independent Directors was carried out by the entire Board. The Directors expressed their satisfaction with the evaluation process. The performance of the Board and that of its committees was evaluated on the basis of various parameters like adequacy of Composition, Board Culture, Execution and performance of specific duties, obligations and governance etc. Whereas the evaluation of individual Directors and that of the Chairman

of the Board was on the basis of various factors like their attendance, level of their engagement, their contribution, and independency of judgment, their contribution in safeguarding the interest of the Company and other relevant factors. The Board and committees put sufficient efforts to safeguard the interest of the Company. The information relating to its terms of reference, no. of meetings held and attendance etc during the year under report are provided in Corporate Governance Report.

DISCLOSURE OF REMUNERATION RATIO

The particulars of ratio of remuneration of Director, KMP and employees, more particularly described under section 197(12) of the Companies Act,2013 and Rules 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 are given in Annexure "C" to this report.

ANNUAL RETURN

The extract of the Annual Return in Form MGT-9 is provided in Annexure "D" to this report.

PARTICULARS OF EMPLOYEES:

During the year under Report, there were no Employees covered by Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

PARTICULARS OF LOANS AND INVESTMENTS

The Company being NBFC registered with Reserve Bank of India with principal business as loan Company, the provisions of Section 186 except sub section (1) of the Companies Act, 2013 are not applicable to it. Hence no particulars thereof as envisaged under Section 134(3)(g) of the Act are covered in this report.

RELATED PARTY TRANSACTIONS

The Company has no transaction with related parties referred to sub section (1) of Section 188 of the Companies Act, 2013. However other related party transactions not covered above are disclosed in note 27 of this report.

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

As the Company is in finance and loan segment, the Company has no activities relating to conservation of energy or technology absorption. The Company has had no foreign exchange earnings or out goes during the year under review.

DISCLOSURES AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance for sexual harassment at workplace and the company has, in place, a Policy for prevention of Sexual Harassment at the Workplace in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. The Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed of during the year:

(a) Number of complaints pending at the beginning of the year: Nil

(b) Number of complaints received during the year: Nil

(c) Number of complaints disposed off during the year: NA

(d) Number of cases pending at the end of the year: Nil

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has adopted a "Vigil Mechanism/Whistle Blower Policy". The Brief details of establishment of this policy are provided in the Corporate Governance Report.

GREEN INITIATIVE

In accordance with the 'Green Initiative', the Company has been sending the Annual Report/Notice of

AGM in electronic mode to those Shareholders whose Email ids are registered with the Company and/or the Depository Participants. Your Directors are thankful to the Shareholders for actively participating in the Green Initiative.

RISK MANAGEMENT POLICY

The Company was already having risk management system to identify, evaluate and minimize the business risks. The Company during the year had formalized the same by adopting Risk Management Policy. This policy intends to identify, evaluate monitor and minimize the identifiable risks in the organization.

REMUNERATION POLICY

Remuneration to Managing Director

The remuneration paid to Managing Director is recommended by the Nomination and Remuneration Committee and approved by Board of Directors and shareholders of the Company. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, industry standards as well as financial position of the Company.

Remuneration to Non Executive Directors:

No fees/remuneration are being paid to the Non-Executive Directors.

CODE OF CONDUCT

The Code of Conduct for all Board members and Senior Management of the Company have been laid down and are being complied with in words and spirit. The compliance on declaration of code of Conduct signed by Managing Director of the Company is included as a part of this Annual Report.

ANY SIGNIFICANT AND MATERIAL ORDER PASSED BY REGULATERS OR COURTS OR TRIBUNALS

No orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operation in future.

ACKNOWLEDGEMENT

The Directors would like to place on record their sincere appreciation to all the employees of their continued effort towards the growth of the Company and would also like to express their thanks to the Bankers, Shareholders and Customers for their support and contribution which enabled the Company to achieve its goals for the year.

FOR AND ON BEHALF OF THE BOARD

Sd/-
KIRAN PATEL
CHAIRMAN
DIN: 00081061

Place: Nadiad
Dated: 30th June, 2020

ANNEXURE"A" TO BOARD'S REPORT
FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Personnel) Rules, 2014]

To,
The Members,
Ceejay Finance Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by CEEJAY FINANCE LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion read with Annexure A forming part of this report, the Company has, during the audit period covering the financial year ended on 31st March, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I/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, 2020 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

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

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

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

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

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

(d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

(e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

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

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

We have also examined compliance with the applicable clauses of

1. Secretarial Standards issued by the Institute of Company Secretaries of India
2. The Listing Agreement entered into by the Company with BSE Limited and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

(vi) We further report that having regard to the compliance system and process prevailing in the Company and on examination, on test-check basis, of the relevant documents and records thereof, the Company has complied with the provision of (1) The Reserve Bank of India Act, 1934 and (2) Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 as are specifically applicable to the Company.

We further report that

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

b) Adequate notice is given at least seven days in advance to all directors to schedule the Board Meetings. As informed to us, the Company has also provided agenda and detailed notes on agenda to the directors, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

c) Majority decision is carried through while the dissenting members' views are captured and recorded, wherever applicable, 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.

We further report that during the audit period, no major events took place under the Companies Act, 2013.

30th June, 2020
Ahmedabad.

FOR TUSHAR VORA & ASSOCIATES
Company Secretaries
Sd/-
TUSHAR M VORA
Proprietor
FCS No. 3459
C P No.: 1745
UDIN: F003459B000403628

"Annexure A"

To
The Members
Ceejay Finance Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as considered appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification as done on test basis is to reasonably ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. In respect of laws, rules and regulations other than those specifically mentioned in our report above, we have limited our review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof including financial records and books of accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to compliance in totality or the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

30th June, 2020
Ahmedabad.

FOR TUSHAR VORA & ASSOCIATES
Company Secretaries
Sd/-
TUSHAR M VORA
Proprietor
FCS No. 3459
C P No.: 1745
UDIN: F003459B000403628

Secretarial Compliance Report of

CEEJAY FINANCE LIMITED

for the year ended 31st March, 2020

Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 08th February, 2019

We M/s. Tushar Vora & Associates have examined:

(a) all the documents and records made available to us and explanation provided by CEEJAY Finance Limited ("the listed entity"),

(b) the filings/ submissions made by the listed entity to the stock exchanges,

(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, 2020 ("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; (Not attracted during the year under review)

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

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not attracted during the year under review)

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not attracted during the year under review)

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not attracted during the year under review)

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; (Not attracted during the year under review)

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

and circulars/ guidelines issued there under;

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:-

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

(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 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:

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.
Not Applicable				

(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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

15th July, 2020
Ahmedabad

FOR TUSHAR VORA & ASSOCIATES
Company Secretaries
Sd/-
TUSHAR M VORA
Proprietor
FCS No. 3459
C P No.: 1745
UDIN: F003459B000456879

ANNEXURE "B" TO BOARD'S REPORT
ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. a brief outline of the CSR Policy

It has been Ceejay Finance Limited's mission to promote life skills and value education. The Company's focus areas are Education and Skill Development, Health and Wellness, Environmental Sustainability. While doing meaningful contribution to the society through its active participation, the Company undertakes its CSR activities. The approved CSR Policy of the Company can be found at company's website.

The projects undertaken are within the broad framework of Schedule VII of the Companies Act, 2013.

2. Composition of CSR Committee

Sr. No	Name of the Member	Designation in Committee
1	Mr. Bharat Amin	Chairman
2	Mrs. Mrudulaben Patel	Member
3	Mr. Sunil G. Patel	Member
4	Mr. Deepak Patel	Member

3. Average net profit of the Company for last three financial years: 727.59 Lakhs.

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above): 14.55 Lakhs.

The Company was required to spend 14.55 Lakhs towards CSR.

5. Details of CSR spent for the financial year:

a. Total amount spent in the Financial Year 2019-20: 16.00 Lakhs.

b. Amount unspent, if any: NIL

c. Manner in which the amount spent during the financial year is detailed below: (Rs. In Lakhs)

CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other programs wise	Amount outlay (bud get) project	Amount spent on the projects or programs	Cumulative expenditure up to the reporting Period	Amount spent Direct or through implementing
Promoting of Education	Promoting of Education	Local area Nadiad, Gujarat.	16.00	16.00	31.00	Implementing Agency

The CSR Committee confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and policy of the company.

Sd/- Sd/-

Date: 30th June, 2020
Place: Nadiad

Deepak Patel
Managing Director

Bharat Amin
Chairman of CSR Committee

ANNEXURE "C" TO BOARD'S REPORT

Disclosure of Ratio of Remuneration of each Director to Median Employees Remuneration, the % increase in remuneration of Director, Chief Financial Officer and Company Secretary for the financial year ended 31st March, 2020.

1) Ratio of Mr. Deepak Patel, Managing Director's remuneration to the median remuneration of employees of the Company is 1:0.06

2) Percentage increase in remuneration of Mr. Deepak Patel, Managing Director is 6.03% Mr. Shailesh Bharvad, Company Secretary -NA and Mr. Devang Shah, CFO is 17.37%

3) Percentage increase in the median remuneration of employees-Nil

4) Number of permanent employees on the rolls of Company-77 employees.

5) The average increase in the salaries of employees other than managerial personnel in the financial year was 09.84 compared to average increase in managerial personnel remuneration of 23.26%.

6) The Company affirms that the remuneration is as per the remuneration policy of the Company.

FOR AND ON BEHALF OF THE BOARD

Sd/-
KIRAN PATEL
CHAIRMAN
DIN: 00081061

Place: Nadiad
Dated: 30th June, 2020

ANNEXURE "D" TO BOARD'S REPORT
EXTRACT OF ANNUAL RETURN
as on the financial year ended 31.03.2020
[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]
FORM NO. MGT - 9

1. Registration and Other Details		
CIN	:	L65910GJ1993PLC019090
Registration Date	:	9th March 1993
Name of the Company	:	Ceejay Finance Limited
Category / Sub-Category of the Company	:	Company Limited by Shares/Indian Non-government Company
Address of the Registered Office and contact details	:	C. J. House, Mota Pore, Nadiad-387001, Gujarat
Whether listed Company	:	Yes, Mumbai Stock Exchange (BSE Limited)
Name, address and contact details Registrar and Transfer Agent, if any	:	Link Intime India Private Limited, 5th Floor, 506 TO 508, of Amarnath Business Centre - 1 (ABC-1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Ellisbridge Ahmedabad-380 006.

2. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY:

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

Name and Description of main Products / Services	**NIC Code of the Product / Service**	**% to total turnover of the Company**
NBFC Registered with Reserve Bank of India	64920	100%

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES : Not Applicable

4. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

I) Category-wise Shareholding

Category of Shareholders	**No. of Shares held on 01/04/2019**				**No. of Shares held on 31/03/2020**				**% Change during the year**
	Demat	**Physical**	**Total**	**% of Total Shares**	**Demat**	**Physical**	**Total**	**% of Total Shares**	
A. Promoters									
(1) Indian									
a) Individual/ HUF	2040580	0	2040580	59.15%	2042830	0	2042830	59.21%	0.06%
b) Central Govt.	0	0	0	0.00%	0	0	0	0	0.00%
c) State Govt.	0	0	0	0.00%	0	0	0	0	0.00%
d) Bodies Corporate	0	0	0	0.00%	0	0	0	0	0.00%
e) Banks/FI	0	0	0	0.00%	0	0	0	0	0.00%
f) Any other	0	0	0	0.00%	0	0	0	0	0.00%
Sub-Total (A)(1):	**2040580**	**0**	**2040580**	**59.15%**	**2042830**	**0**	**2042830**	**59.21%**	**0.06%**
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Other - Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) Bodies Corporate	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) Banks / FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) Any Other....	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-Total (A)(2):	**0**	**0**	**0**	**0.00%**	**0**	**0**	**0**	**0.00%**	**0.00%**
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	**2040580**	**0**	**2040580**	**59.15%**	**2042830**	**0**	**2042830**	**59.21%**	**0.06%**

4. SHARE HOLDING PATTERN....Contd..

B. Public Share Holding									
(1) Institutions									
a) Mutual Funds / UTI	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Banks / FI	600	0	600	0.02%	0	0	0	0.00%	(0.02%)
c) Central Govt.	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) State Govt.(s)	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) Venture Capital Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
f) Insurance Company	0	0	0	0.00%	0	0	0	0.00%	0.00%
g) FIIs	0	0	0	0.00%	0	0	0	0.00%	0.00%
h) Foreign Venture Capital Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
i) Others (specify)	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-Total (B)(1):	**600**	**0**	**600**	**0.02%**	**0**	**0**	**0**	**0.00%**	**(0.02%)**
(2) Non-Institution									
a) Bodies Corporate									
i. Indian	143690	104400	248090	7.19%	142564	130640	273204	7.92%	0.73%
ii. Overseas	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Individuals									
i)Individual Shareholders holding nominal share capital upto Rs. 1 lakh	449613	393960	843575	24.45%	454239	322350	776589	22.51%	(1.94%)
ii.Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	97886	0	97886	2.84%	97695	0	97695	2.83%	(0.01%)
c) Others (specify)									
i. NRI / OCBs	125704	0	125704	3.64%	161149	0	161149	4.67%	1.03%
ii. Clearing Members /Clearing House	15148	0	15148	0.44%	251	0	251	0.01%	(0.43%)
iii. Hindu Undivided Family	17139	0	17139	0.50%	12540	0	12540	0.36%	(0.14%)
iv. IEPF	61280	0	61280	1.78%	85742	0	85742	2.49%	0.71%
Sub-Total (B)(2):	**910460**	**498360**	**1408820**	**40.84%**	**954180**	**452990**	**1407170**	**40.79%**	**(0.05%)**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**911060**	**498360**	**1409420**	**40.85%**	**954180**	**452990**	**1407170**	**40.79%**	**(0.05%)**
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00%	0	0	0	0.00%	0.00%
Grand Total (A+B+C)	**2951640**	**498360**	**3450000**	**100.00%**	**2997010**	**452990**	**3450000**	**100.00%**	**0.00%**

II). SHAREHOLDING OF PROMOTERS

Sr No	Shareholder's Name	Shareholding at the beginning of the year – 2019			Shareholding at the end of the year - 2020			
		NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged /encumbered to total shares	NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	% change in shareholding during the year
1	Mr. Harshad N Dalal-HUF	207625	6.02%	'0.0000	207625	6.02%	'0.0000	0.00%
2	Mr. Praful M. Patel-HUF	189090	5.48%	'0.0000	189090	5.48%	'0.0000	0.00%
3	Mr. Prajay P. Patel	137760	3.99%	'0.0000	137760	3.99%	'0.0000	0.00%
4	Mr. Aadit H. Dalal	125480	3.64%	'0.0000	179679	5.21%	0.0000	1.57%
5	Mrs. Varsha P. Patel	100200	2.90%	'0.0000	100200	2.90%	'0.0000	0.00%
6	Ms. Poorna P. Patel	89860	2.60%	'0.0000	89860	2.60%	'0.0000	0.00%
7	Shaileshbhai Ramanbhai Patel-HUF	81830	2.37%	'0.0000	81830	2.37%	'0.0000	0.00%
8	Deepakbhai Ramanbhai Patel- HUF	81730	2.37%	'0.0000	81730	2.37%	'0.0000	0.00%
9	Kiranbhai Ramanbhai Patel- HUF	81630	2.37%	'0.0000	81630	2.37%	'0.0000	0.00%
10	Mrs. Ranu Nimish Parikh	81230	2.35%	'0.0000	81230	2.35%	'0.0000	0.00%
11	Mr. Datten D. Patel	59070	1.71%	'0.0000	59070	1.71%	'0.0000	0.00%
12	Mr. Jaimin K. Patel	55570	1.61%	'0.0000	55570	1.61%	'0.0000	0.00%
13	Mr. Jignesh K. Patel	55570	1.61%	'0.0000	55570	1.61%	'0.0000	0.00%
14	Ms. Vanisha D. Patel	52070	1.51%	'0.0000	52070	1.51%	'0.0000	0.00%
15	Ms. Ankita S. Patel	111749	3.24%	'0.0000	111749	3.24%	'0.0000	0.00%
16	Mrs. Usha H. Dalal	148665	4.31%	'0.0000	148665	4.31%	'0.0000	0.00%
17	Ramanbhai Jethbhai Patel HUF	44165	1.28%	'0.0000	44165	1.28%	'0.0000	0.00%
18	Mrs. Pratibha V. Shah	40200	1.17%	'0.0000	40200	1.17%	'0.0000	0.00%
19	Mrs. Avni Deshpande	39060	1.13%	'0.0000	39060	1.13%	'0.0000	0.00%
20	Mrs. Niyati Parekh	39000	1.13%	'0.0000	39000	1.13%	'0.0000	0.00%
21	Mrs. Taraben R. Patel	29060	0.84%	'0.0000	29060	0.84%	'0.0000	0.00%
22	Mrs. Bhavini K. Patel	31342	0.91%	'0.0000	31342	0.91%	'0.0000	0.00%
23	Mrs. Bina D. Patel	29450	0.85%	'0.0000	29450	0.85%	'0.0000	0.00%
24	Mrs. Shital S. Patel	23125	0.67%	'0.0000	23125	0.67%	'0.0000	0.00%
25	Mrs. Mamtaben S. Patel	17295	0.50%	'0.0000	17295	0.50%	'0.0000	0.00%
26	Mr. Shailesh R. Patel	7485	0.22%	'0.0000	7485	0.22%	'0.0000	0.00%
27	Mr. Kiran R. Patel	7285	0.21%	'0.0000	7285	0.21%	'0.0000	0.00%
28	Mr. Deepak R. Patel	7285	0.21%	'0.0000	7285	0.21%	'0.0000	0.00%
29	Mr. Vasantkumar Shah	5500	0.16%	'0.0000	7750	0.22%	0.0000	0.07%
30	Mr. Harshad Natvarlal Dalal	54199	1.57%	'0.0000	0	0	0	(1.57%)
31	Mr. Dilip C. Parikh	4000	0.12%	'0.0000	4000	0.12%	'0.0000	0.00%
32	Mrs. Mona R. Dalal	3000	0.09%	'0.0000	3000	0.09%	'0.0000	0.00%
	Total	**2040580**	**59.15%**	**'0.0000**	**2042830**	**59.21%**	**'0.0000**	**0.06%**

III). CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE):

Sr No.		Shareholding at the beginning of the year – 2019		Transactions during the year		Cumulative Shareholding at the end of the year - 2020	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	HARSHADBHAI NATVARLAL DALAL-HUF	207625	6.0181			207625	6.0181
	AT THE END OF THE YEAR					207625	6.0181
2	PRAFUL M PATEL-HUF	189090	5.4809			189090	5.4809
	AT THE END OF THE YEAR					189090	5.4809
3	USHA HARSHAD DALAL	148665	4.3091			148665	4.3091
	Transfer			03 May 2019	54199	202864	5.8801
	Transfer			30 Dec 2019	(54199)	148665	4.3091
	AT THE END OF THE YEAR					148665	4.3091
4	PRAJAY PRAFUL PATEL	137760	3.9930			137760	3.9930
	AT THE END OF THE YEAR					137760	3.9930
5	AADIT HARSHAD DALAL	125480	3.6371			125480	3.6371
	Transfer			30 Dec 2019	54199	179679	5.2081
	AT THE END OF THE YEAR					179679	5.2081
6	ANKITA SHAILESHBHAI PATEL	111749	3.2391			111749	3.2391
	AT THE END OF THE YEAR					111749	3.2391
7	VARSHA PRAFUL PATEL	100200	2.9043			100200	2.9043
	AT THE END OF THE YEAR					100200	2.9043
8	POORNA PRAFUL PATEL	89860	2.6046			89860	2.6046
	AT THE END OF THE YEAR					89860	2.6046
9	SHAILESHBHAI RAMANBHAI PATEL-HUF	81830	2.3719			81830	2.3719
	AT THE END OF THE YEAR					81830	2.3719
10	DEEPAKBHAI RAMANBHAI PATEL-HUF	81730	2.3690			81730	2.3690
	AT THE END OF THE YEAR					81730	2.3690
11	KIRANBHAI RAMANBHAI PATEL-HUF	81630	2.3661			81630	2.3661
	AT THE END OF THE YEAR					81630	2.3661
12	RANU NIMISH PARIKH	81230	2.3545			81230	2.3545
	AT THE END OF THE YEAR					81230	2.3545

III). CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE):

Sr No.		Shareholding at the beginning of the year – 2019		Transactions during the year		Cumulative Shareholding at the end of the year - 2020	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
13	DATTEN DEEPAKBHAI PATEL	59070	1.7122			59070	1.7122
	AT THE END OF THE YEAR					59070	1.7122
14	JIGNESH KIRANBHAI PATEL	55570	1.6107			55570	1.6107
	AT THE END OF THE YEAR					55570	1.6107
15	JAIMIN KIRANBHAI PATEL	55570	1.6107			55570	1.6107
	AT THE END OF THE YEAR					55570	1.6107
16	HARSHAD NATVARLAL DALAL	54199	1.5710			54199	1.5710
	Transfer			26 Apr 2019	(54199)	0	0
	AT THE END OF THE YEAR					0	0
17	VANISHA DEEPAKBHAI PATEL	52070	1.5093			52070	1.5093
	AT THE END OF THE YEAR					52070	1.5093
18	RAMANBHAI JETHABHAI PATEL (HUF)	44165	1.2801			44165	1.2801
	AT THE END OF THE YEAR					44165	1.2801
19	PRATIBHA VASANTKUMAR SHAH	40200	1.1652			40200	1.1652
	AT THE END OF THE YEAR					40200	1.1652
20	AVNI P DESHPANDE	39060	1.1322			39060	1.1322
	AT THE END OF THE YEAR					39060	1.1322
21	NIYATI PAREKH	39000	1.1304			39000	1.1304
	AT THE END OF THE YEAR					39000	1.1304
22	TARABEN RAMANBHAI PATEL	29060	0.8423			29060	0.8423
	AT THE END OF THE YEAR					29060	0.8423
23	BHAVINI KIRAN PATEL	31342	0.9085			31342	0.9085
	AT THE END OF THE YEAR					31342	0.9085
24	BINA DEEPAK PATEL	29450	0.8536			29450	0.8536
	AT THE END OF THE YEAR					29450	0.8536
25	SHITAL SHAILESH PATEL	23125	0.6703			23125	0.6703
	AT THE END OF THE YEAR					23125	0.6703

III). CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE):

Sr No.		Shareholding at the beginning of the year – 2019		Transactions during the year		Cumulative Shareholding at the end of the year - 2020	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
26	MAMTABEN SUNILBHAI PATEL	17295	0.5013			17295	0.5013
	AT THE END OF THE YEAR					17295	0.5013
27	VASANTKUMAR CHIMANLAL SHAH	5500	0.1594			5500	0.1594
	TRANSFER			10 May 2019	2250	7750	0.2246
	AT THE END OF THE YEAR					7750	0.2246
28	SHAILESH RAMANBHAI PATEL	7485	0.2170			7485	0.2170
	AT THE END OF THE YEAR					7485	0.2170
29	KIRAN RAMANBHAI PATEL	7285	0.2112			7285	0.2112
	AT THE END OF THE YEAR					7285	0.2112
30	DEEPAK RAMANBHAI PATEL	7285	0.2112			7285	0.2112
	AT THE END OF THE YEAR					7285	0.2112
31	DILIPBHAI CHIMANLAL PARIKH	4000	0.1159			4000	0.1159
	AT THE END OF THE YEAR					4000	0.1159
32	DALAL MONA RAKESH	3000	0.0870			3000	0.0870
	AT THE END OF THE YEAR					3000	0.0870

IV). SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sr No.		Shareholding at the beginning of the year – 2019		Transactions during the year		Cumulative Shareholding at the end of the year – 2020	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	KIMI BUSINESS INVESTMENTS ADVISORS LLP	141595	4.1042			141595	4.1042
	AT THE END OF THE YEAR					141595	4.1042
2	SAGAR SOYA PRODUCTS LTD	121520	3.5223			121520	3.5223
	AT THE END OF THE YEAR					121520	3.5223
3	VIJAYKUMAR PATEL	77937	2.2590			77937	2.2590
	Transfer			24 May 2019	32	77969	2.2600
	Transfer			21 Jun 2019	157	78126	2.2645
	Transfer			29 Jun 2019	4064	82190	2.3823
	Transfer			05 Jul 2019	130	82320	2.3861
	Transfer			18 Oct 2019	11131	93451	2.7087
	Transfer			15 Nov 2019	210	93661	2.7148
	Transfer			22 Nov 2019	1081	94742	2.7461
	Transfer			29 Nov 2019	578	95320	2.7629
	Transfer			06 Dec 2019	268	95588	2.7707
	Transfer			13 Dec 2019	1012	96600	2.8000
	Transfer			20 Dec 2019	1851	98451	2.8537
	Transfer			27 Dec 2019	372	98823	2.8644
	AT THE END OF THE YEAR					98823	2.8644
4	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY MINISTRY OF CORPORATE AFFAIRS	61280	1.7762			61280	1.7762
	Transfer			25 Nov 2019	24462	85742	2.4853
	AT THE END OF THE YEAR					85742	2.4853
5	BHIKHU CHHOTABHAI PATEL	26822	0.7774			26822	0.7774
	Transfer			24 May 2019	968	27790	0.8055
	Transfer			14 Jun 2019	1073	28863	0.8366
	Transfer			21 Jun 2019	1932	30795	0.8926
	Transfer			29 Jun 2019	2227	33022	0.9572
	Transfer			05 Jul 2019	468	33490	0.9707
	Transfer			18 Oct 2019	4485	37975	1.1007
	Transfer			25 Oct 2019	880	38855	1.1262
	Transfer			01 Nov 2019	1	38856	1.1263
	Transfer			15 Nov 2019	982	39838	1.1547
	Transfer			22 Nov 2019	1125	40963	1.1873
	Transfer			13 Dec 2019	475	41438	1.2011
	Transfer			20 Dec 2019	1431	42869	1.2426
	AT THE END OF THE YEAR					42869	1.2426
6	SANGEETHA S	39040	1.1316			39040	1.1316
	AT THE END OF THE YEAR					39040	1.1316
7	AMIT BHUTRA	23000	0.6667			23000	0.6667
	AT THE END OF THE YEAR					23000	0.6667
8	AMRIT SINHA	20306	0.5886			20306	0.5886
	AT THE END OF THE YEAR					20306	0.5886

IV). SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sr No.		Shareholding at the beginning of the year – 2019		Transactions during the year		Cumulative Shareholding at the end of the year – 2020	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
9	SONALI SINHA	15540	0.4504			15540	0.4504
	Transfer			10 May 2019	(320)	15220	0.4412
	Transfer			17 May 2019	120	15340	0.4446
	Transfer			24 May 2019	(120)	15220	0.4412
	Transfer			14 Jun 2019	130	15350	0.4449
	Transfer			26 Jul 2019	194	15544	0.4506
	Transfer			30 Aug 2019	300	15844	0.4592
	Transfer			20 Sep 2019	(300)	15544	0.4506
	Transfer			01 Nov 2019	(205)	15339	0.4446
	Transfer			15 Nov 2019	(190)	15149	0.4391
	Transfer			31 Dec 2019	(200)	14949	0.4333
	Transfer			31 Mar 2020	400	15349	0.4449
	AT THE END OF THE YEAR					15349	0.4449
10	ARVINDBHAI CHHOTABHAI PATEL	12060	0.3496			12060	0.3496
	AT THE END OF THE YEAR					12060	0.3496
11	BMA WEALTH CREATORS LTD	15000	0.4348			15000	0.4348
	Transfer			18 Oct 2019		(15000)	0.0000
	AT THE END OF THE YEAR					0	0.0000

V) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr No.		Shareholding at the beginning of the year - 2019		Transactions during the year		Cumulative Shareholding at the end of the year – 2020	
	Name Directors and KMP & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	SHAILESHBHAI RAMANBHAI PATEL	7485	0.2170			7485	0.2170
	AT THE END OF THE YEAR					7485	0.2170
2	DEEPAKBHAI RAMANBHAI PATEL	7285	0.2112			7285	0.2112
	AT THE END OF THE YEAR					7285	0.2112
3	KIRANBHAI RAMANBHAI PATEL	7285	0.2112			7285	0.2112
	AT THE END OF THE YEAR					7285	0.2112
4	KIRITKUMAR SUNDERLAL DALAL*	1500	0.0435			1500	0.0435
	AT THE END OF THE YEAR					1500	0.0435
5	BHARAT MAHENDRABHAI AMIN	0	0			0	0
	AT THE END OF THE YEAR					0	0
6	SUNILKUMAR GOVINDBHAI PATEL	0	0			0	0
	AT THE END OF THE YEAR					0	0
7	MRUDULABEN BHIKHUBHAI PATEL	0	0			0	0
	AT THE END OF THE YEAR					0	0
8	DEVANG SHAH-CFO	0	0			0	0
	AT THE END OF THE YEAR					0	0
10	SHAILESH BHARVAD(CS)^	0	0			0	0
	AT THE END OF THE YEAR	0	0			0	0

* Ceased w.e.f. 29.12.2019

^ appointed w.e.f 01.04.2019

5. INDEBTEDNESS:

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

(Rs. in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness Rs.
Indebtedness as at 01/04/2019				
i. Principal Amount	1526.63	1175.00	-	2701.63
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (I + ii + iii)	1526.63	1175.00	**-**	**2701.63**
Change in Indebtedness during the financial year				
Addition	-	325.00	-	325.00
Reduction	55.44	-	-	55.44
Net Change	**-55.44**	**325.00**	**-**	**269.56**
Indebtedness as at 31/03/2020				
i. Principal Amount	1471.19	1500.00	-	2971.19
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (I + ii + iii)	**1471.19**	**1500.00**	**-**	**2971.19**

6. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

SR. No.	Particulars of Remuneration	Mr. Deepak Patel (Managing Director)	Total Amount (In Rs.)
1	Gross Salary	21,10,000/-	21,10,000/-
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961		
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	-	-
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-
2	Stock Options	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	a. as percentage of profit	-	-
	b. Others, specify….	-	-
5	Others, please specify PF	21,600/-	21,600/-
	TOTAL (A)	21,31,600/-	21,31,600/-

B. Remuneration to other Directors:

1. Independent Directors: NIL

2. Other non-executive Directors: NIL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

SR. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount (In Rs.)
		Mr. Devang S. Shah (CFO)	Mr. Shailesh Bharvad (CS)	
1	Gross Salary			
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	14,56,000/-	4,16,000/-	18,72,000/-
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	-		
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-		
2	Stock Options	-		
3	Sweat Equity			
4				
	a. as percentage of profit	-		
	b. Others, specify….	-		
5	Others, please specify PF	21,600/-	21,600/-	43,200/-
	TOTAL (A)	**14,77,600/-**	**4,37,600/-**	**19,15,200**

7. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL

CORPORATE GOVERNANCE REPORT

(In compliance with Regulation 27(2) of the SEBI (LODR) Regulations, 2015)

Given below is a report on Corporate Governance:

I. COMPANY'S PHILOSOPHY ON CODE OF CONDUCT

The Company's philosophy on corporate governance is to ensure that its obligations are discharged in a fair and transparent manner and to enhance the value to all its stakeholders through sound and professional governance. The Company endeavors to constantly comply with and continuously improve on these aspects.

II. BOARD OF DIRECTORS

The Board comprises of a Non-Executive Chairman, a Managing Director and Four Non- executive Directors of which three are independent Directors including woman Director.

Mr. Kiran Patel is Promoter, Chairman of the Company.

During the year ended 31st March, 2020, five Board meetings were held on the following dates: 30-05-2019, 12-09-2019, 05-12-2019, 13-02-2020 and 14-03-2020.

The constitution of the Board and other relevant details are given below:

Name of Director	Category	Directorship in other Co.	Membership in Board/ Committees of other Co.	Attendance at Meetings	
Mr. Kiran Patel	Chairman Non-Exe./Promoter	4	-	5	Yes
Mr. Deepak Patel	Executive/Promoter	4	-	5	Yes
Mr. Shailesh Patel	Non-Exe./Promoter	4	-	3	Yes
Mr. Kiritkumar Dalal*	Non-Exe./Independent	1	3	3	Yes
Mr. Bharat Amin	Non-Exe./Independent	2	5	5	Yes
Mrs. Mrudulaben Patel	Non-Exe./Independent	2	-	5	Yes
Mr. Sunil G. Patel	Non-Exe./Independent	Nil	-	4	Yes

Mr. Shailesh Patel was absent at the Board Meeting held on 30.05.2019 & 12.09.2019. Mr. Sunil G. Patel was absent at the Board Meeting held on 12.09.2019.

All the Directors were present at the previous AGM of the Company except Mr. Sunilkumar Patel, Mr. Kiritkumar Dalal and Mrs. Mrudulaben Patel.

The information as required under Schedule II - Part- A to the regulation 17[7] of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is made available to the Board of Directors.

*Mr. Kiritkumar Dalal expires on 29-12-2019.

Mr. Deepak Patel, Mr. Shailesh Patel and Mr. Kiran Patel are relatives. None of the other directors are related in any manner to each other.

Mr. Deepak Patel (DIN: 00081100) is liable to retirement by rotation, being eligible offers himself for re-appointment.

The Company has not paid any fees/commission to any of the Non-Executive Directors.

Skills / Expertise / Competencies of the Board of Directors as identified for NBFC Business

The board comprises of qualified members who possess required skills, expertise and competence that allow them to make effective contributions to the Board and its Committees.

The following is the list of core skills / expertise /competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

i) Knowledge on Company's businesses policies and culture (including the Mission, Vision and Values) major risks / threats and potential opportunities and knowledge of the industry in which the Company operates- Mr. Deepak Patel, Mr. Kiran Patel, Mr. Shailesh Patel, Mr. Bharat Amin, Mrs. Mrudulaben Patel and Mr. Sunil Patel posses such skills/expertise/competencies.

ii) Behavioral skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company- Mr. Deepak Patel, Mr. Kiran Patel, Mr. Shailesh Patel, Mr. Bharat Amin, Mr. Sunil Patel and Mrs. Mrudulaben Patel posses such skills/expertise/competencies.

iii) Business Strategy, Sales & Marketing, Corporate Governance, Administration, Decision Making- Mr. Deepak Patel, Mr. Kiran Patel, Mr. Shailesh Patel, Mr. Bharat Amin, and Mr. Sunil Patel posses such skills/expertise/competencies.

iv) Financial and Management skills- Mr. Deepak Patel, Mr. Kiran Patel, Mr. Shailesh Patel, Mr. Sunil Patel and Mrs. Mrudulaben Patel posses such skills/expertise/competencies.

v) Professional skills and specialized knowledge in relation to Company's business- Mr. Deepak Patel, Mr. Kiran Patel, Mr. Shailesh Patel, Mr. Bharat Amin and Mr. Sunil Patel posses such skills/expertise/ competencies.

Independent Directors' Meeting

During the year, all the independent Directors met once at their separate meeting on 14th March, 2020 and evaluated:

- Performance of Non-independent Directors and the Board of Directors as a whole.
- Performance of Chairman of the Company, taking into account the views of other Non-Executive Directors.
- Quality, content, and MIS information timeline between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

Confirmation of Independence

The Board confirmed that in the opinion of the board, the independent directors fulfill the conditions specified in SEBI (LODR), Regulations, 2015 and are independent of the management.

All independent Directors in addition to the provisions of Regulation 16(1)(b) of the Listing Regulations, also confirm that he/she is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence and that he/she is independent of the management.

The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act and also a statement on compliance of Code of Conduct for directors and senior management personnel.

Certificate From Practicing Company Secretary For Non Disqualification of Directors of the Company

The Company has received a certificate from a Mr. Tushar Vora, company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as director(s) of company by the Board/Ministry of Corporate Affairs or any such statutory authority.

Familiarization Programme for Independent Directors

The Company familiarizes its Independent Directors with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc., through various programmes. These include orientation programme upon induction of new Director, as well as other initiatives to update the Directors on an ongoing basis.

Further, the Company also makes periodic presentations at the Board and Committee meetings on various aspects of the Company's operations including Sustainability, performance updates of the Company, Industry scenario, business strategy, internal control and risks involved and mitigation plan.

The details of the Familiarization Programme for Independent Directors is disclosed on the Company's website at the web link http://ceejayfinance.com/shareholders/otherfilings Familiarization_Programme_imparted_to_Independent_Directors.pdf

Risk Management

During the financial year under review, a detailed exercise on Business Risk Management was carried out covering the entire spectrum of business operations and same was placed the Board Meeting. The Board has been informed about the risk assessment and risks minimize procedures as required under regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In day to day operations, business risk evaluation and management is an ongoing process with the Company.

Committees of the Board

There are four committees of the Board viz.

- Audit Committee
- Stakeholders /Investors Grievances Committee:
- Nomination and Remuneration Committee
- Corporate Social Responsibility Committee

The Board has duly determined the terms of reference of these committees. The respective committee's Chairman/Company Secretary convenes meetings of these committees. At each Board meeting, Minutes of these committees are placed before the Board for their perusal and noting.

III. AUDIT COMMITTEE

The Audit Committee comprises of three Non-executive Independent Directors and a Managing Director. The composition of Audit Committee is as under:

- Mr. Bharat Amin (Chairman)-Non-executive / Independent
- Mrs. Mrudulaben Patel (Member)-Non-executive / Independent
- Mr. Sunil G. Patel (Member)-Non-executive / Independent
- Mr. Deepak Patel (Member)-Executive/Promoter

Mr. Kiritkumar Dalal, (Member)-Non-executive / Independent Director expires on 29-12-2019 and the company re-constituted the Audit Committee with the remaining Non-executive Independent Directors and a Managing Director at the Board Meeting held on 13th February, 2020.

The role, terms of reference, authority and powers of this Committee are in conformity with the requirements of the Companies Act, 2013 and the SEBI Listing Obligations and Disclosure Requirements Regulations, 2015, as applicable to the Company. Besides having access to all the required information from within the Company, the committee can obtain external professional advice whenever required. The committee acts as a link between the Statutory and Internal Auditors and the Board of Directors of the Company. It is authorised to select and established accounting policies, review reports of the Statutory and Internal Auditors and to discuss their findings, suggestions, and other related matters and to implement their suggestions. Committee also looks after Management Discussion financial conditions and results of operations. The committee is empowered to recommend the appointment and removal of Statutory and Internal Auditors.

During the year Five-audit committee meetings were held on 30-05-2019, 12-09-2019, 05-12-2019, 13-02-2020 and 14-03-2020. The Committee members Mr. Bharat Amin, Mr. Deepak Patel and Mrs.

Mrudulaben Patel have attended all the meetings, while Mr. Sunil G. Patel was absent in one meeting. Mr. Kiritkumar Dalal have attended three meetings before his demise on 29.12.2019. Company Secretary and CFO of the Company have attended all the meetings. Mr. Bharat Amin remained and replied the queries of the members at previous Annual General Meeting.

IV. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration committee comprises of three Non-executive Independent Directors. The composition of Committee is as under:

- Mr. Bharat Amin (Chairman)-Non-Executive/ Independent
- Mrs. Mrudulaben Patel (Member)-Non-Executive / Independent
- Mr. Sunil G. Patel (Member)-Non-Executive / Independent

Mr. Kiritkumar Dalal, (Member)-Non-executive / independent Director expires on 29-12-2019 and the company re-constituted the Nomination and Remuneration Committee with the remaining Non-executive Independent Directors /members at the Board Meeting held on 13th February, 2020. The Board has approved and adopted the Nomination and Remuneration Policy, on recommendation made by the committee.

The role, terms of reference, authority and powers of this Committee are in conformity with the requirements of the Companies Act 2013 and the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, as applicable to the Company.

During the year five committee meetings were held on 30-05-2019, 12-09-2019, 05-12-2019, 13-02-2020 and 14-03-2020. The Committee members Mr. Bharat Amin and Mrs. Mrudulaben Patel have attended all the meetings, while Mr. Sunil G. Patel was absent in one meeting. Mr. Kiritkumar Dalal have attended three meetings before his demise on 29.12.2019. Company Secretary and CFO of the Company have attended all the meetings.

During the year 2019-2020 Mr. Deepak Patel, Managing Director of the Company, has been paid total remuneration of Rs. 21,31,600/- comprising Salary of Rs.21,10,000/- and contribution to Provident Fund of Rs. 21,600/-.

The Nomination and Remuneration Policy is available at company's website.

No sitting fees are paid to any Directors.

V. STAKEHOLDERS / INVESTORS GRIEVANCES COMMITTEE

The stakeholders/ investors grievances committee comprises of three Non-Executive Independent Directors and one executive Director. The composition of committee is as under

- Mr. Bharat Amin (Chairman)-Non-Executive/ Independent
- Mrs. Mrudulaben Patel (Member)-Non-Executive / Independent
- Mr. Sunil G. Patel (Member)-Non-Executive / Independent
- Mr. Deepak Patel (Member)-Executive/Promoter

Mr. Kiritkumar Dalal, (Member)-Non-executive / Independent Director expires on 29-12-2019 and the company re-constituted the stakeholders/investors grievances Committee with the remaining three Non-executives Independent Directors and a Managing Director at the Board Meeting held on 13th February, 2020. The committee is also known as "Stakeholders Relationship Committee" with revised terms of reference under the Companies Act, 2013 and amended SEBI listing Obligations and Disclosure Requirements Regulations, 2015.

The function of the Investors' Grievances committee is to review and redress Shareholder's grievance/ complaints on matters relating to transfer of shares, non-receipt of dividend etc.

The Board has designated Mr. Shailesh Bharvad, Company Secretary, as the compliance officer w.e.f 01st April, 2019.

During the year five committee meetings were held on 30-05-2019, 12-09-2019, 05-12-2019, 13-02-2020 and 14-03-2020. The Committee members Mr. Bharat Amin, Mr. Deepak Patel and Mrs. Mrudulaben Patel have attended all the meetings, while Mr. Sunil G. Patel was absent in one meeting. Mr. Kiritkumar Dalal have attended three meetings before his demise on 29.12.2019. Company Secretary and CFO of the Company have attended all the meetings.

The Committee reviewed redressal of Investors' Grievances pertaining to share transfer, dematerialization of shares, replacement of lost, mutilated, and old share certificates, change of address etc. The committee has also taken steps to strengthening investors' relations.

The Company has no pending complaints during the year.

VI. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Committee comprises of three Non-executive Independent Directors and a Managing Director. The composition of Committee is as under:

- Mr. Bharat Amin (Chairman)-Non-Executive/ Independent
- Mrs. Mrudulaben Patel (Member)-Non-Executive / Independent
- Mr. Sunil G. Patel (Member)-Non-Executive / Independent
- Mr. Deepak Patel (Member)-Executive/Promoter

Mr. Kiritkumar Dalal, (Member)-Non-executive/Independent Director expires on 29-12-2019 and the company re-constituted the stakeholders/ investors grievances Committee with the remaining three Non-executive Independent Directors and a Managing Director at the Board Meeting held on 13th February, 2020.

During the year five committee meetings were held on 30-05-2019, 12-09-2019, 05-12-2019, 13-02-2020 and 14-03-2020. The Committee members Mr. Bharat Amin, Mr. Deepak Patel and Mrs. Mrudulaben Patel have attended all the meetings, while Mr. Sunil G. Patel was absent in one meeting. Mr. Kiritkumar Dalal have attended three meetings before his demise on 29.12.2019. Company Secretary and CFO of the Company have attended all the meetings.

The Committee has formulated and recommended to the Board, a CSR Policy indicating the activity (ies) to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013, Recommend the amount to be spent on CSR activities and such other activities as the Board of Directors determine as they may deem fit in line with CSR Policy

VII.(a) GENERAL BODY MEETINGS

Venue and time of last three annual general meetings were as under:

FINANCIAL YEAR	DATE	TIME	VENUE
2016-2017	23-09-2017	11.00 A.M	C.J. House, Mota pore, Nadiad
2017-2018	29-09-2018	11.00 A.M.	C.J. House, Mota pore, Nadiad
2018-19	28-09-2019	11.00 A.M.	C.J. House, Mota pore, Nadiad

No special resolutions were put through postal ballot last year. There is no item on Agenda that needs approval by postal ballot in the ensuing Annual general Meeting. The Company has passed special resolutions at the annual general meeting held on 24-09-2016, 29-09-2018 and 28-09-2019.

(b) CODE OF CONDUCT

The Board of Directors has laid down a code of conduct for all Board Members and Senior Management of the Company. The Board Members and Senior Management have affirmed their compliance with the code of conduct for the year under review.

VIII. DISCLOSURES

Related party transactions

There are no materially significant related party transactions made by the Company with promoters, Directors or management, subsidiaries or relatives, etc. that may have potential conflict with the interest of the Company at large.

Transactions with related parties during the period are disclosed in Note no. 27 of the accounts in annual report.

Penalties

During the last three years, there were no penalties, strictures imposed by either SEBI or Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital market.

Vigil Mechanism / Whistle Blower Policy

In compliance with Section 177 of the Companies Act, 2013 and Regulation 22 of the SEBI (LODR) Regulations, 2015, the Company has formulated a Vigil Mechanism/Whistle Blower Policy (Mechanism) for its Stakeholders, Directors, and Employees to report concerns about unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct policy.

This Mechanism also provides for adequate safeguards against victimization of Director(s)/Employee (s)/ Stakeholders who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee and we affirm that no personnel has been denied access to the audit committee. The weblink of the aforesaid mechanism can be found at http://ceejayfinance.com/shareholders/otherfilings/Whistle_Blower_Policy.pdf

Prohibition of insider trading

In Compliance with SEBI Regulation for prohibition of Insider Trading the Company has formed Model Code of Conduct as per Insider Trading Regulations which is applicable to all the Directors, officers and the designated persons of the Company who are expected to have access to the unpublished price sensitive information relating to the Company.

The Company has also revised its Code of Practices and Procedures For Fair Disclosure of Unpublished Price Sensitive Information ("UPSI") and Code on Insider Trading in line with SEBI (Prohibition of Insider Trading) (Amendment) Regulation, 2018 applicable from 01st April, 2018.

IX. CEO/CFO CERTIFICATION / COMPLIANCE

Mr. Deepak Patel, Managing Director and Mr. Devang Shah, CFO had issued a certificate to the Board as prescribed under Regulation 17(8) of the SEBI (LODR) Regulations, 2015. The said certificate was placed before the meeting of Board of Directors held on 30th June, 2020.

Except as mentioned elsewhere in this report, the Company has complied with all the mandatory requirements of the Corporate Governance Norms as enumerated in Regulation 27(2)(a) of the SEBI (LODR) Regulations, 2015 with the Stock Exchanges.

X. MEANS OF COMMUNICATIONS

Annual, half yearly, quarterly results are communicated to all the stock exchanges whereby the Company's shares are listed, immediately after the Board of Directors meeting. Results are published in Western Times, English and Gujarati editions. The half yearly and quarterly results are not sent individually to the shareholders.

All the information as required by Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are displayed under Investors information of Company's website: www.ceejayfinance.com

The Company has changed it's website during the year under review from www.ceejayfinancelimited.com to www.ceejayfinance.com.

There were no presentations made to the institutional investors or analysts.

XI. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The contents of the Management Discussion and Analysis Report have been included in the Board's Report at the appropriate places and thus the said report forms part of the Annual Report.

XII.GENERAL SHAREHOLDERS INFORMATION

Annual General Meeting DATE/ TIME	26-09-2020, Saturday, at 11.00 a.m., (IST) through Video Conferencing ("VC") /Other Audio Visual Means("OAVM").
Financial Calendar	1st April, 2019 to 31st March, 2020
Date of book closure inclusive)	Saturday 19-09-2020 to Saturday 26-09-2020. (Both days
Dividend Payment date	01st October, 2020 or thereafter
Listing on Stock Exchanges	The Stock Exchange, Mumbai,
Stock Code	The Stock Exchange, Mumbai-530789,
Demat ISIN no. for NSDL/ CDSL	INE 358C01010
Stock Market Data	Monthly high and low of closing quotations of share traded on the Stock Exchange, Mumbai is furnished below.

MONTH	BSE PRICES	
	HIGH	LOW
April, 2019	108.90	95.00
May, 2019	141.00	110.25
June, 2019	127.85	120.00
July, 2019	117.00	85.20
August, 2019	86.10	74.10
September, 2019	90.00	76.00
October, 2019	103.00	85.00
November, 2019	108.15	103.00
December, 2019	117.00	103.00
January, 2020	133.00	104.50
February, 2020	128.00	83.20
March, 2020	95.00	49.00

Registrar and Transfer Agent	Link Intime India Private Limited. 5th Floor, 506 TO 508, Amarnath Business Centre - 1 (ABC-1),Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Ellisbridge Ahmedabad-380 006 as the common agency both in respect of physical and demat shares.
Share Transfer System	All the transfers are received and processed by Share transfer agents and are approved by share transfer committee. Share transfer requests received in physical form are registered within 15 days and demat requests are confirmed within 21 days.

Shareholding pattern — Shareholding pattern as on 31-03-2020.

Sr. no	Category	No. of shares	% of total shares
1	Promoters	2042830	59.21
2	Person acting in concert	-	-
3	Institutional Investors	-	-
4	Mutual funds and UTI	-	-
5	Banks, Financial Institution etc	0	0.00
6	FII's/NRI	161149	4.67
7	Private Bodies Corporate	273204	7.92
8	IEPF	85742	2.49
9	Indian Public	887075	25.71
	Total	3450000	100.00

Distribution of shareholding: — Distribution of shareholding as on 31-03-2020

Shareholding Class	No. of Shareholder	No. of Share Held	% of Total
UPTO 500	2829	316127	9.16
501-1000	124	94801	2.75
1001-2000	49	71848	2.08
2001-3000	61	151914	4.40
3001-4000	14	52110	1.51
4001-5000	11	51428	1.49
5001-10000	18	134623	3.90
10001-above	34	2577149	74.70
TOTAL	**3140**	**3450000**	**100.00**

Directors' Shareholding: — Directors' Shareholding as on 31-03-2020

SR. NO.	NAME OF DIRECTOR	NO. OF SHARES HELD
1	Mr. Deepak Patel	7285
2	Mr. Kiran Patel	7285
3	Mr. Shailesh Patel	7485
4	Mr. Kirit Dalal*	1500

*Ceased w.e.f. 29-12-2019.

Dematerialization of shares — As on 31-03-2020 DEMAT shares accounted for 86.87% (2997010 Equity Shares) of total equity

Outstanding GDR/ ADR/ Warrants — Not applicable

Address for correspondence — Link Intime India Private Limited.
5TH Floor, 506 TO 508, Amarnath Business Centre - 1 (ABC-1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Ellisbridge, Ahmedabad - 380006
Tel. Nos. (079) 26465179
Email: ahmedabad@linkintime.co.in
OR
Ceejay Finance Limited.
C.J. House, Mota Pore, Nadiad-387001
Telephone/Fax: 0268-2562633/35
Compliance Officer : Shailesh Bharvad
Email: shaileshbharvad@ceejaygroup.com

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

It is hereby declared that all the Directors and senior management personnel and employees of the Company have affirmed to and complied with the code of conduct as approved and adopted by the Board of Directors.

For CEEJAY FINANCE LIMITED
Deepak Patel
Managing Director
DIN: 00081100

Place: Nadiad
Date: 30th June, 2020

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
CEEJAY FINANCE LIMITED
C J House, Mota Pore,
Nadiad - 387001, Gujarat

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of CEEJAY FINANCE LIMITED having CIN L65910GJ1993PLC019090 and having registered office at C J House, Mota Pore, Nadiad - 387001(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 Sub 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, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

SR. NO.	NAME OF DIRECTOR	DIN	DATE OF APPOINTMENT IN COMPANY [as appearing on MCA portal]
1	Mr. Kiranbhai R Patel	00081061	20/04/1993
2	Mr. Deepak R Patel	00081100	20/04/1993
3	Mr. Shailesh R Patel	00081127	12/07/2001
4	Mr. Bharat M Amin	00509903	31/12/2005
5	Mr. Sunil G Patel	05307501	29/09/2012
6	Mrs. Mrudula B Patel	07143287	31/03/2015

It may be noted that, ensuring the eligibility of / for 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.

For Tushar Vora& Associates
Company Secretaries
TUSHAR M.VORA
Sd/-
Proprietor
FCS No.3459
C.O.P. No.: 1745
UDIN: F003459B000498459

Place: Ahmedabad
Date: 24th July, 2020

MD&CFO CERTIFICATE
Under Regulation 17(8) of SEBI (LODR), Regulations, 2015

In compliance with Reg. 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that -

(a) We have reviewed Financial Statements and the Cash Flow Statement for the year ended 31st March, 2020 and that to the best of our knowledge and belief:
   (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 & Regulations.

(b) These are to the best of our knowledge and belief, no transactions entered into by the Company during the year under review, which are fraudulent, illegal, or violative 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 we have disclosed the same to our Auditors and the Audit Committee, deficiencies in the design or operation of such internal control of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.

(d) We have indicated to the Auditors and the Audit Committee:
   (i) Significant changes in internal control over financial reporting during the quarter (if any),
   (ii) Significant changes in accounting policies during the quarter and that the same have been disclosed in the Notes to the financial statements, and,
   (iii) Instances of significant fraud of which, we have become aware and the involvement therein if any of the Management or an employee having a significant role in the Company's internal control system over the financial reporting.

For, Ceejay Finance Limited

	Sd/-	**Sd/-**
Date: 30th June, 2019	**Deepak Patel**	**Devang Shah**
Place: Nadiad	**Managing Director**	**CFO**

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Ceejay Finance Limited
Nadiad.

We have examined the compliance of conditions of Corporate Governance by Ceejay Finance Limited, CIN - L65910GJ1993PLC019090 ("the Company") for the year ended on 31st March, 2020, as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 24, 27, Schedule II, Part C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further 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.

For Tushar Vora& Associates
Company Secretaries
TUSHAR M.VORA
Sd/-
FCS No.3459
C.O.P. No.: 1745
UDIN: F003459B000408591

Place: Ahmedabad
Date: 02nd July, 2020

INDEPENDENT AUDITORS' REPORT

To the members of Ceejay Finance Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Ceejay Finance Limited (the "Company"), which comprise the Balance sheet as at March 31, 2020, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 (the "Act"), in the manner so required and give a true and fair view in conformity with the accounting standards prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note 38 of the Financial Statements, in respect of accounts overdue but standard as at February 29, 2020 where moratorium benefit has been granted, the staging of those accounts as at March 31, 2020 is based on the days past due status as on February 29, 2020, in accordance with Reserve Bank of India COVID-19 Regulatory Package. Further, the extent to which the COVID-19 pandemic will impact the Company's financial performance is dependent on future developments, which are highly uncertain.

Our opinion is not modified in respect of this matter.

Key Audit Matters

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

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Financial Statements.

Key audit matters	How our audit addressed the Key Audit Matter
Transition to IND AS accounting Framework	
The Company has adopted Ind-AS from 1st April, 2019 with effective transition date of 1st April, 2018 pursuant to MCA notification dated 31st March, 2016 and financial statements has been prepared in accordance with Division III of Schedule III of Companies Act 2013 notified by MCA on 11th October, 2018. The financial statements up to year ended 31st March, 2018 were prepared in accordance with the erstwhile accounting standards notified under the Act read with Rule 7 of Companies (Accounts) Rules, 2014 (as amended) and other generally accepted accounting principles in India. The transition has involved significant change in Company's policies and processes for financial reporting, including generation of supportable information and applying estimates to inter alia determine impact of Ind AS on accounting and disclosure requirements prescribed under extant Reserve Bank of India (RBI) directions. In view of the complexity involved in Ind AS transition and preparation of financial statements subsequent to the transition date have been areas of key focus in our audit. [Refer Note No. 2.18]	Our Audit Procedure included: • Read the IND AS impact assessment performed by the management and the resultant changes made to the accounting policies considering the requirement of the new framework. • Evaluated the exemptions and exceptions allowed by IND AS and applied by the management in applying the first-time adoption principles of IND AS 101 in respect of fair valuation of assets and liabilities existing as at the transition date. • Tested the accounting adjustments posted at the transition date and in respect of the previous year to convert the financial information reported under erstwhile Indian GAAP to Ind AS. Tested the disclosures prescribed under Ind AS.
Impairment of Financial Assets (expected credit losses)	
Ind AS 109 requires the Company to recognise impairment loss allowance towards its financial assets (designated at amortised cost and fair value through other comprehensive income) using the expected credit loss(ECL) approach. Additional considerations on account of COVID-19 pursuant to the Reserve Bank of India circular dated 27 March 2020 ('RBI circular') allowing lending institutions to offer moratorium to borrowers on payment of instalments falling due between 1 March 2020 and 31 May 2020,the Company has extended moratorium to its borrowers in accordance with its Board approved policy. In Management's view and considering the guidance provided by the Institute of Chartered Accountants of India, providing moratorium to borrowers at a mass scale, based on RBI directives, by itself is not considered to result in a significant increase in credit risk for such borrowers. Given the unique nature and scale of the economic impact of this pandemic, and its timing being close to the year end, the Management overlay is based on various uncertain variables, which could result in actual credit loss being different than that being estimated. In view of the high degree of Management's judgment involved in estimation of ECL, accentuated by the COVID-19 pandemic, it is a key audit matter. [Refer Note No. 5]	Our Audit procedures included: • We read and assessed the Company's accounting policies for impairment of financial assets and their compliance with Ind AS 109. • We tested the criteria for staging of loans based on their past-due status to check compliance with requirement of Ind AS 109. Tested a sample of performing (stage 1) loans to assess whether any loss indicators were present requiring them to be classified under stage 2 or 3 and vice versa. • We evaluated the reasonableness of the Management estimates by understanding the process of ECL estimation and tested the controls around data extraction and validation • Tested the ECL model, including assumptions and underlying computation. • Tested assumptions used by the Management in determining the overlay for macro-economic factors (including COVID-19 pandemic). • Audited disclosures including the specific disclosures made with regards to the impact of COVID-19 included in the financial statements in respect of expected credit losses.

Information Other than the Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditors' report thereon. The other information is expected to be made available to us after the date of this auditors' report.

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

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained 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 communicate the matter to those charged with governance as required under SA 720'The Auditors' responsibilities relating to other Information'.

Management and Board of Directors' Responsibilities for the Standalone Financial Statements

The Management and the Board of Directors of the Company are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and the accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management and the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 scepticism 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 auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements for the financial year ended March 31, 2020,and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The comparative financial information of the Company for the year ended March 31, 2020 and the transition date opening balance sheet as at April 01, 2018 included in these Financial Statements, are based on the previously issued statutory financial statements prepared in accordance with the accounting principles generally accepted in India, including the Accounting standards specified under Section 133 of the Act.

Report on other legal and regulatory requirements

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

2. As required by Section 143(3) of the Act, we report that:

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

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

   (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this report are in agreement with the books of account;

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Financial Statements and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"** to this report;

(g) In our opinion, the managerial remuneration for the year ended March 31, 2020 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 30 to the financial statements;

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

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

For Arpit Patel & Associates,
Chartered Accountants
ICAI Firm registration number: 144032W
sd/-
Arpit Patel
Partner
Membership No.: 034032

Place: Ahmedabad
Date: June 30, 2020
UDIN: 20034032AAAABT3095

Annexure A to the Independent Auditors' Report

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

The Annexure referred to in Independent Auditors' Report to the members of the Company on the Financial Statements for the year ended March 31, 2020.

We report that:

(i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The fixed assets were physically verified during the year by Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company except Building (net) includes `4.56 lakhs in the process of being transferred in the name of the Company.

(ii) The Company is a Non-Banking Finance Company, which does the business of loan finance. Accordingly, it does not require holding inventories. Thus, Paragraph 3(ii) of the Order is not applicable to the company.

(iii) (a) According to the information and explanations given to us, the Company has granted loans, to a party covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). The terms and conditions of the grant of such loan are not prejudicial to the Company's Interest.

(b) The Company has granted loans to a party covered in the register maintained under section 189 of the Act. The schedule of repayment of principal and payment of interest has been stipulated for the loans granted and the repayment/receipts are regular.

(c) There are no amounts of loans granted to companies, firms or other parties listed in the register maintained under section 189 of the Act which are overdue for more than ninety days.

iv) In our opinion and according to the information and explanations given to us, the Company has complied with provision of section 185 and 186 of the Act in respect to the loans and investments made.

v) According to the information and explanations given to us, the Company has not accepted any deposit from the public within the meaning of section 73 to 76 of the Act and the Rules framed under. Therefore, the provision of clause 3(v) of the Order is not applicable.

vi) The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act 2013.

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

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, goods & service tax, cess and other material statutory dues were in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.

(b) The details of disputed statutory dues as at March 31, 2020 that have not been deposited by the company, are as under

Sr. No.	Nature of the Statute	Nature of the Dues	Amount (Rs. in Lakhs)	Period to which the amount relates	Forum where the dispute is pending
1	Income Tax Act, 1961	Income Tax	2.70	A.Y. 2008-09	A.O.

viii) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any bank as at the balance sheet date. The company did not have any outstanding dues to debenture holders during the period.

ix) Based on the information and explanations given by the management and on an overall examination of the balance sheet, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and that the term loans have been applied for the purposes for which they were raised.

x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practice in India, and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

xi) According to the information and explanations given by the management, the managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

xiii) Based on our examination of records of the Company and according to the information and explanations given to us, the transactions with related parties are in compliance with the provisions of Section 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by the applicable accounting standard.

xiv) According to the records of the Company examined by us and the information and explanation given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, provisions of clause 3(xiv) are not applicable to the Company.

xv) Based on the examinations of the records and according to the information and explanations given by the management, during the year, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

xvi) The Company is registered under section 45-IA of the Reserve Bank of India Act 1934.

For Arpit Patel & Associates,
Chartered Accountants
ICAI Firm registration number: 144032W
sd/-
Arpit Patel
Partner
Membership No.: 034032

Place: Ahmedabad
Date: June 30, 2020
UDIN: 20034032AAAABT3095

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 to the Members of Ceejay Finance Limited of even date)

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

We have audited the internal financial controls over financial reporting of the Company as of March 31, 2020, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management and Board of Directors' Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 auditors' 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.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on

the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Arpit Patel & Associates,
Chartered Accountants
ICAI Firm registration number: 144032W
sd/-
Arpit Patel
Partner
Membership No.: 034032

Place: Ahmedabad
Date: June 30, 2020
UDIN: 20034032AAAABT3095

Balance Sheet as at 31st March 2020

(Amount in ₹ Lakhs)

Particulars	Note No.	As at 31st March 2020	As at 31st March 2019	As at 31st March 2018
ASSETS				
(1) Financial Assets				
(a) Cash and cash equivalents	3	121.63	243.14	352.64
(b) Bank Balance other than (a) above	4	48.84	49.69	46.97
(c) Loans	5	7,437.14	6,637.92	6,396.76
(d) Investments	6	40.64	61.90	68.77
(e) Other Financial assets	7	5.84	4.92	5.77
Total Financial Assets		**7,654.09**	**6,997.57**	**6,870.91**
(2) Non Financial Assets				
(a) Current tax assets (Net)	8	8.66	-	4.84
(b) Deferred tax Assets (Net)	19C	71.70	55.05	38.35
(c) Property, Plant and Equipment	9	118.47	107.69	75.83
(d) Other Intangible assets	9	2.99	4.20	6.41
(e) Other non-financial assets	10	89.24	88.82	82.54
Total Non Financial Assets		**291.06**	**255.76**	**207.97**
Total Assets		**7,945.15**	**7,253.33**	**7,078.88**
LIABILITIES AND EQUITY				
LIABILITIES				
(1) Financial Liabilities				
(a) Payables				
(I) Trade Payables	11			
(i) total outstanding dues of micro enterprises and small enterprises		-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		112.00	75.40	100.79
(b) Borrowings (Other than Debt Securities)	12	2,971.19	2,701.63	2,852.19
(c) Other financial liabilities	13	23.71	27.32	50.91
Total Financial Liabilities		**3,106.90**	**2,804.35**	**3,003.89**
(2) Non Financial Liabilities				
(a) Current tax liabilities (Net)	14	-	1.30	-
(b) Provisions	15	5.87	11.65	10.02
(c) Other non-financial liabilities	16	48.42	77.16	70.49
Total Non Financial Liabilities		**54.29**	**90.11**	**80.51**
3) EQUITY				
(a) Equity Share capital	17	345.00	345.00	345.00
(b) Other Equity	18	4,438.96	4,013.87	3,649.48
Total Equity		**4,783.96**	**4,358.87**	**3,994.48**
Total Liabilities and Equity		**7,945.15**	**7,253.33**	**7,078.88**
The accompanying notes form an integral part of the financial statements				

As Per our audit report of even date.

For Arpit Patel & Associates
Chartered Accountants

FRN : 144032W
Arpit K. Patel
Partner

Membership no. 034032

Place : Ahmedabad
Date : June 30, 2020

For and on Behalf of the Board

Kiran Patel Chairman
Deepak Patel Managing Director
Shailesh Patel Director
Mrudula Patel Director
Sunil Patel Director
Bharat Amin Director
Shailesh Bharvad Company Secretary
Devang Shah Chief Financial Officer

Place : Nadiad
Date : June 30, 2020

Statement of Profit and Loss for the year ended 31st March 2020

(Amount in ₹ Lakhs)

	Particulars	Note No.	For the year ended 31st March 2020	For the year ended 31st March 2019
I	**REVENUE**			
	Interest income	20	1,729.39	1,477.75
	Dividend income		1.03	0.94
	Total Revenue from operations		**1,730.42**	**1,478.69**
	Other Income	21	4.56	2.67
	Total Income (I)		**1,734.98**	**1,481.36**
II	**EXPENSES**			
	Finance costs	22	240.99	227.19
	Impairement of financial instruments	23	96.94	48.27
	Employee benefit expenses	24	291.70	192.28
	Depreciation and amortization expense	9	13.61	14.48
	Other expenses	25	454.12	332.83
	Total Expenses (II)		**1,097.36**	**815.05**
III	**Profit before exceptional items and tax (I-II)**		**637.62**	**666.31**
IV	**Exceptional Items**		-	-
V	**Profit before tax (III-IV)**		**637.62**	**666.31**
VI	**Tax expense:**			
	(1) Current tax	19A	171.04	199.84
	(2) Deferred tax	19C	(15.45)	(16.02)
	Total tax expenses		**155.59**	**183.82**
VII	**Profit for the year**		**482.03**	**482.49**
	Other Comprehensive Income			
(A)	(i) Other Comprehensive Income that will not be reclassified to profit or loss in subsequent periods:			
	(a) Remeasurements of the defined benefit plans		(2.21)	(10.99)
	(b) Net gain/(loss) on equity instruments through OCI		(11.97)	(6.87)
	(ii) Income Tax impact thereon		1.75	3.74
			(12.43)	**(14.12)**
(B)	(i) Other Comprehensive Income that will be reclassified to profit or loss in subsequent periods:		-	-
	(ii) Income Tax impact thereon	-	-	
			-	-
VIII	**Total Other Comprehensive Income**		**(12.43)**	**(14.12)**
IX	**Total Comprehensive Income for the year(VII+VIII)**		**469.60**	**468.37**
	Earnings per share (Face Value of ` 10 each)			
	- Basic & Diluted	26	13.97	13.99

The accompanying notes form an integral part of the financial statements

As Per our audit report of even date.

For Arpit Patel & Associates
Chartered Accountants

FRN : 144032W
Arpit K. Patel
Partner

Membership no. 034032

Place : Ahmedabad
Date : June 30, 2020

For and on Behalf of the Board

Kiran Patel Chairman
Deepak Patel Managing Director
Shailesh Patel Director
Mrudula Patel Director
Sunil Patel Director
Bharat Amin Director
Shailesh Bharvad Company Secretary
Devang Shah Chief Financial Officer

Place : Nadiad
Date : June 30, 2020

Statement of cash flows for the year ended 31st March 2020

(Amount in ₹ Lakhs)

	Particulars	year ended 31st March 2020	year ended 31st March 2019
I	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Net Profit Before Tax	637.62	666.31
	Adjustments for :		
	Depreciation	13.61	14.48
	Dividend Income	(1.03)	(0.94)
	Loss on sale of Property, Plant & Equipment	-	(0.18)
	Interest Income on Fixed Deposits	(1.83)	(1.86)
	Actuarial Loss on employee benefits	2.21	10.99
	Interest expense	240.99	227.19
		253.95	**249.68**
	Operating profit before working capital changes	**891.57**	**915.99**
	Changes in Working Capital :		
	(Increase)/Decrease in Loans	(799.87)	(242.45)
	(Increase)/Decrease in Other Financial assets	-	(0.10)
	(Increase)/Decrease in Other Non-financial assets	(0.42)	(6.28)
	Increase/(Decrease) in Trade Payables	36.60	(25.39)
	Increase/(Decrease) in Other Financial Liabilities	(3.30)	(22.14)
	Increase/(Decrease) in Provision	5.78	(9.36)
	Increase/(Decrease) in Other Non-Financial Liabilities	(28.74)	6.67
	Cash Generated form Operations	**101.62**	**616.94**
	Direct Taxes Paid	(180.68)	(200.32)
	NET CASH FLOW FROM/(USED IN) OPERATING ACTIVITIES	**(79.06)**	**416.62**
II	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of Property, Plant & Equipments	(23.18)	(45.68)
	Purchase of Intangible Assets	-	(0.30)
	Sale of Property, Plant & Equipment	-	2.01
	Sale of Investments	12.07	-
	(Increase)/Decrease of Fixed Deposits	0.85	(2.72)
	Interest received on Fixed Deposits	0.91	2.81
	Dividend Income	1.03	0.94
	NET CASH FLOW FROM/(USED IN) INVESTING ACTIVITIES	**(8.32)**	**(42.94)**
III	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Interest Paid	(241.38)	(230.90)
	Repayment of Borrowings	-	(150.56)
	Net Proceeds from Borrowings	269.56	-
	Dividend Paid	(62.31)	(101.72)
	NET CASH FLOW FROM/(USED IN) FINANCING ACTIVITIES	**(34.13)**	**(483.18)**
	NET INCREASE/(DECREASE) IN CASH & CASH EQUIVALENTS	**(121.51)**	**(109.50)**
	NET CASH & CASH EQUIVALENTS (OPENING BALANCE)	**243.14**	**352.64**
	NET CASH & CASH EQUIVALENTS (CLOSING BALANCE)	**121.63**	**243.14**

1 The above cash flow statement has been prepared under the "Indirect method" as set out in Indian Accounting Standard (Ind AS 7) on statement of cash flows specified under section 133 of the Companies Act, 2013

2 Changes in liabilities arising from financial activities:

Particulars	As at 31st March, 2019	Cash Flows	Non cash changes	As at 31st March, 2020
Borrowings (Other than Debt Securities)	2,701.63	269.56	-	2,971.19
Other financial liabilities	0.81	(0.81)	0.42	0.42

Particulars	As at 31st March, 2018	Cash Flows	Non cash changes	As at 31st March, 2019
Borrowings (Other than Debt Securities)	2,852.19	(150.56)	-	2,701.63
Other financial liabilities	4.52	(4.52)	0.81	0.81

As Per our audit report of even date.

For Arpit Patel & Associates
Chartered Accountants

FRN : 144032W
Arpit K. Patel
Partner

Membership no. 034032

Place : Ahmedabad
Date : June 30, 2020

For and on Behalf of the Board

Kiran Patel Chairman
Deepak Patel Managing Director
Shailesh Patel Director
Mrudula Patel Director
Sunil Patel Director
Bharat Amin Director
Shailesh Bharvad Company Secretary
Devang Shah Chief Financial Officer

Place : Nadiad
Date : June 30, 2020

Statement of Changes in Equity for the year ended 31st March 2020

(₹ in Lakhs)

Particular	Attributable to the equity holders of the company				
		Reserves & Surplus			
		Retained Earnings			
	Equity share capital	General reserve	Net Surplus in Statement of Profit & Loss	Statutory Reserve as per Section 45IC of the RBI Act, 1934	Total
As at April 1, 2018	**345.00**	**2,501.00**	**305.38**	**843.10**	**3,994.48**
Add: Profit for the year	-	-	482.49	-	482.49
Add/(Less): Other Comprehensive income (Net of Tax)	-	-	(14.12)	-	(14.12)
Add/(less) : Amount transferred to Statutory reserve	-	-	(102.00)	102.00	-
Add/(less) : Amount transferred to General reserve	-	325.00	(325.00)	-	-
Transactions with Owners in their capacity as owners:					
Dividend Paid	-	-	(86.25)	-	(86.25)
Corporate Dividend Tax on Dividend paid	-	-	(17.73)	-	(17.73)
As at March 31, 2019	**345.00**	**2,826.00**	**242.77**	**945.10**	**4,358.87**
Add: Profit for the year	-	-	482.03	-	482.03
Add/(Less): Other Comprehensive income (Net of Tax)	-	-	(12.43)	-	(12.43)
Add/(less) : Amount transferred to Statutory reserve	-	-	(96.41)	96.41	-
Add/(less) : Amount transferred to General reserve	-	325.00	(325.00)	-	-
Transactions with Owners in their capacity as owners:					
Dividend Paid	-	-	(36.93)	-	(36.93)
Corporate Dividend Tax on Dividend paid	-	-	(7.59)	-	(7.59)
As at March 31, 2020	**345.00**	**3,151.00**	**246.45**	**1,041.51**	**4,783.96**

The accompanying notes form an integral part of the financial statements

As Per our audit report of even date.

For Arpit Patel & Associates
Chartered Accountants

FRN : 144032W
Arpit K. Patel
Partner

Membership no. 034032

Place : Ahmedabad
Date : June 30, 2020

For and on Behalf of the Board

Kiran Patel Chairman
Deepak Patel Managing Director
Shailesh Patel Director
Mrudula Patel Director
Sunil Patel Director
Bharat Amin Director
Shailesh Bharvad Company Secretary
Devang Shah Chief Financial Officer

Place : Nadiad
Date : June 30, 2020

Notes to the financial statements

1. Company Information

Ceejay Finance Ltd (Company) is a Public Limited Company domiciled in India. The company has its registered office at CJ house, Mota pore, Nadiad, Gujarat - 387001.

It is registered as Non-banking finance company under RBI Act, 1934. The company is engaged predominantly in automobile financing. The Company's shares are listed on BSE.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation of Financial Statements:

(i) Compliance with Ind-AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with [Companies (Indian Accounting Standards) Rules, 2015] as amended by the Companies (Indian Accounting Standards) Rules, 2016 and other relevant provisions of the Act.

The Company has adopted Ind-AS from 1st April, 2019 with effective transition date of 1st April, 2018 pursuant to MCA notification dated 31st March, 2016 and financial statements has been prepared in accordance with Division III of Schedule III of Companies Act 2013 notified by MCA on 11th October, 2018. The financial statements up to year ended 31st March, 2018 were prepared in accordance with the erstwhile accounting standards notified under the Act read with Rule 7 of Companies (Accounts) Rules, 2014 (as amended) and other generally accepted accounting principles in India. Accordingly, the impact of transition has been recorded in the opening reserves as on 1st April, 2018 and the corresponding adjustments pertaining to comparative previous period have been restated / reclassified in order to conform to current period presentation. Further, the Company follows the statutory requirements, circulars and guidelines issued by the Reserve Bank of India (RBI) for Non-Banking Financial Companies (NBFC), from time to time.

Refer note 2.17 and 2.18 for an explanation on the transition from erstwhile accounting standards to Ind-AS and resultant change in the Company's financial position and financial performance.

(ii) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for certain assets and liabilities which have been measured at the fair value amount:

a) Certain financial assets and liabilities (including derivative instruments),

b) Defined benefit plans - plan assets

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(iii) Functional and presentation currencies:

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency') i.e., in Indian rupees (INR) and all values are rounded off to nearest lakhs except where otherwise indicated.

2.2 Use of estimates, judgements and assumptions :

(i) Critical estimates and assumptions

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported

amounts of revenues and expenses during the period. The management believes that the application of accounting policies require critical accounting estimates involving complex and subjective judgments and the use of assumptions. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in the current and future period.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgement is included in the relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

(ii) Judgements

In the process of applying the Company's accounting policies, management has made judgements, which have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year.

The areas involving critical estimates and judgements are:

Estimation of Defined benefit obligation - refer note 2.4(ii)

Fair value of financial instruments - refer note 2.15

Effective Interest Rate (EIR) - refer note 2.3

Impairment on financial assets - refer note 2.16

Provision for tax expenses - refer note 2.4(iii)

Business model assessment - refer note below

Business model assessment

Classification and measurement of financial assets depends on the results of business model and the solely payments of principal and interest ("SPPI") test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change to the classification of those assets.

2.3 Revenue recognition

Interest income

Interest income is recognised using the Effective Interest Rate (EIR) method for all financial assets measured at amortised cost. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset, to its gross carrying amount. The calculation of the effective interest rate includes transaction costs and transaction income that are directly attributable to the acquisition of a financial asset.

Income by way of additional interest on account of delayed payment by the customers is recognised on realisation basis, due to uncertainty in collection.

Other Revenue from Operations

Fee and commission income such as documentation charges, guarantee commission, servicer fee income that are not integral part of the effective interest rate on the financial asset are recognised as the performance obligations are performed.

Income in the nature of cheque bounce and other related charges are recognised on realisation basis, due to uncertainty in collection.

Dividends

Dividend income from investment is accounted for when the right to receive is established.

2.4 Expenses

(i) Finance costs

Finance costs represents Interest expense recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial liabilities other than financial liabilities classified as FVTPL.

The EIR in case of a financial liability is computed :

a. As the rate that exactly discounts estimated future cash payments through the expected life of the financial liability to the gross carrying amount of the amortised cost of a financial liability.

b. By considering all the contractual terms of the financial instrument in estimating the cash flows.

c. Including all fees paid between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

Any subsequent changes in the estimation of the future cash flows is recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

Interest expense includes issue costs that are initially recognized as part of the carrying value of the financial liability and amortized over the expected life using the effective interest method. These include fees and commissions payable to advisers and other expenses such as external legal costs, rating fee etc., provided these are incremental costs that are directly related to the issue of a financial liability.

(ii) Employee benefits

a) Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

b) The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of the expected future payments to be made in respect of services provided by employee up to the end of reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

c) Post-employment obligation:

The Company operates the following post-employment schemes:

- Defined benefit plans such as gratuity for its eligible employees
- Defined contribution plans such as provident fund.

(i) Defined benefit obligation:

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on the government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

(ii) Provident fund:

Contributions to Provident Fund made to Regional Provident Fund Commissioner in respect of Employees' Provident Fund based on the statutory provisions are charged to Statement of Profit and Loss on accrual basis.

(iii) Taxes

(a) The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted on substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax provided in full on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

(b) Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the statement of profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

A deferred tax asset is recognised for unclaimed tax credits that are carried forward as deferred tax assets.

2.5 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits with maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in the balance sheet.

2.6 Property, Plant and Equipment

Items of property, plant & equipment are stated at cost of acquisition or construction

less accumulated depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All repairs and maintenance are charged to the statement of profit or loss during the reporting period in which they are incurred.

Transition to Ind-AS

On transition to Ind-AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1st April, 2018 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation is provided on straight-line basis over the estimated useful lives of the assets. Useful life estimated by the Company is in line with the useful life prescribed under Schedule II of the Companies Act, 2013.

The estimated useful lives are, as follows:

Building	- 60 years
Office Equipment	- 5 years
Computers	- 3 years
Furniture and Fixtures	- 10 years
Vehicles	- 6 to 10 years

Depreciation on property plant and equipment individually costing ₹ 5,000/- or less is provided 100% in the year of acquisition.

The cost of improvements made to rented property during the year and included under furniture and fixtures, is depreciated over the primary lease period.

An asset's carrying amount is written down immediately to its estimated recoverable amount, if the asset's carrying amount is greater than its estimated recoverable amount. Gain and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the statement of profit or loss.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation on fixed assets added / disposed off during the year is calculated on pro-rata basis with reference to the date of addition / disposal.

2.7 Intangible assets

Intangible assets include the value of Software. Intangible assets acquired are recorded at their acquisition cost and are amortised on straight line basis over its useful life.

The estimated useful lives are, as follows:

Computer Software - 6 years

Transition to Ind-AS

On transition to Ind-AS, the Company has elected to continue with the carrying value of all of its intangible assets recognised as at 1st April, 2018 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

2.8 Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate

the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

2.9 Borrowings

Borrowings are initially recognised at fair value, net of transaction cost incurred.

Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction cost) and the redemption amount is recognised in profit or loss over the period of the borrowings, using the effective interest method. Fees paid on the established loan facilities are recognised as transaction cost of the loan, to the extent that it is probable that some or all the facility will be drawn down.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gain/(loss).

Finance charges are expensed in the period in which they are incurred.

2.10 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

General borrowing costs are capitalised at the weighted average of such borrowings outstanding during the year.

2.11 Earnings Per Share

The basic earnings per share is computed by dividing the net profit / (loss) attributable to the equity shareholders for the period by the weighted average number of equity shares outstanding during the reporting period. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving earnings per share, and also the weighted average number of equity shares, which could have been issued on the conversion of all dilutive potential shares. In computing dilutive earnings per share, only potential equity shares that are dilutive and that reduce profit per share are included.

2.12 Impairment of non financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.13 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

2.14 Provisions, Contingent Liabilities and Contingent Assets:

A Provision is recognised when the Company has present obligation (legal or constructive) as a result of past events, for which it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation.

Contingent Liabilities are disclosed by way of notes to Financial Statements. Contingent assets are not recognised in the financial statements but are disclosed in the notes to the financial statements where an inflow of economic benefits is probable. Provisions and contingent liabilities are reviewed at each Balance Sheet date.

2.15 Fair value measurement

The Company measures financial instruments at fair value as per Ind AS 113 at each balance sheet date. All financial assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.16 Financial instruments

Financial assets

(i) Classification

The Company classifies its financial assets in the following categories, those to be measured subsequently at:

1. Fair value through other comprehensive income (FVOCI),
2. Fair value through profit or loss (FVTPL), and
3. Amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

Business model assessment

The Company makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management.

Assessment of whether contractual cash flows are solely payments of principal and interest

For the purpose of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as profit margin.

In assessing whether the contractual cash flows are SPPI, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

Reclassifications

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

Financial liabilities

The Company classifies its financial liabilities as measured at amortised cost or fair value through profit or loss.

(ii) Measurement

At initial recognition, the Company measures a financial assets that are not at fair value through profit or loss at its fair value plus / (minus), transaction costs / origination, Income that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial Assets :

Subsequent measurement of financial assets depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments into following categories:

(1) Amortised cost:

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in revenue from operations using the effective interest rate method.

(2) Fair value through other comprehensive Income:

Assets that are held for collection of contractual cash flows and for sale and the contractual term of the financial assets give rise on specified dates to cash flows that are solely for the payment of principal and interest thereon.

(3) Fair value through profit or loss:

Assets that do not meet the criteria for amortised cost or Fair Value through Other Comprehensive Income (FVOCI) are measured at fair value through profit or loss.

Equity instruments:

The Company measures its equity investment at fair value through Other Comprehensive Income. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income (Currently no such choice made), there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of profit or loss.

Financial liabilities

Financial liabilities are carried at amortised cost using effective interest rate method

(iii) Impairment of financial assets

Overview of the ECL principles

The Company records allowance for expected credit losses for all loans. Equity instruments are not subject to impairment under Ind AS 109.

The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss), unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12 months' expected credit loss as below

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is the portion of Lifetime ECL that represent the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

a) The Company has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial instrument. The Company does the assessment of significant increase in credit risk at a borrower level.

Based on the above, the Company categorises its loans into Stage 1, Stage 2 and Stage 3 as described below:

Stage 1

All exposures where there has not been a significant increase in credit risk since initial recognition or that has low credit risk at the reporting date and that are not credit impaired upon origination are classified under this stage. The company classifies all standard advances and advances upto 30 days default under this category. Stage 1 loans also include facilities where the credit risk has improved and the loan has been reclassified from Stage 2.

Stage 2

All exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired are classified under this stage. 30 Days Past Due is considered as significant increase in credit risk.

Stage 3

All exposures assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred are classified in this stage. For exposures that have become credit impaired, a lifetime ECL is recognised and interest revenue is calculated by applying the effective interest rate to the amortised cost (net of provision) rather than the gross carrying amount. 90 Days Past Due is considered as default for classifying a financial instrument as credit impaired. If an event (for eg. any natural calamity) warrants a provision higher than as mandated under ECL methodology, the Company may classify the financial asset in Stage 3 accordingly.

The mechanics of ECL:

The Company calculates ECLs based on probability-weighted scenarios to measure the expected cash shortfalls, discounted at an approximation to the EIR. A cash shortfall is the difference between the cash flows that are due to the Company in accordance with the contract and the cash flows that the Company expects to receive.

The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

Probability of Default (PD) - The Probability of Default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously derecognised and is still in the portfolio.

Exposure at Default(EAD) - The Exposure at Default is an estimate of the exposure at a future default date.

Loss Given Default (LGD) - The Loss Given Default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the Company would expect to receive, including from the realisation of any collateral.

The Company categorises loan assets into stages based on the Days Past Due status:

Stage	Past due	ECL
Stage 1	30 Days Past Due	12-Month ECL
Stage 2	31-90 Days Past Due	Life-time ECL
Stage 3	More than 90 Days Past Due	Life-time ECL

Measurement of ECL

ECL are a probability-weighted estimate of credit losses. They are measured as follows:

- financial assets that are not credit-impaired at the reporting date: as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive);
- financial assets that are credit-impaired at the reporting date: as the difference between the gross carrying amount and the present value of estimated future cash flows.

Collateral repossessed

In its normal course of business whenever default occurs, the Company may take possession of properties or other assets in its retail portfolio and generally disposes such assets through auction, to settle outstanding debt. As a result of this practice, assets under legal repossession processes are recorded on the balance sheet.

(iv) Write-off

Loans are written off when there is no reasonable expectation of recovering in its entirety or a portion thereof. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. This assessment is carried out at the individual asset level.

Financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

(V) De-recognition of financial assets and financial liabilities:

A financial asset is derecognised only when:

The Company has transferred the contractual rights to receive cash flows from the financial asset or the Company retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised, if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognised) and the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognised in OCI is recognised in profit or loss except for the financial instrument that has been classified as fair value through other comprehensive income that will not be reclassified to profit or loss in subsequent periods.

A financial liability is derecognised when its contractual obligations are discharged or cancelled, or expires.

(VI) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.17 Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

2.18 Note on First Time Adoption of Ind AS:

A. Exemptions and exceptions availed

In preparing the first Ind AS financial statements in accordance with Ind AS 101 First-time adoption of Indian Accounting Standards, the Company has applied the relevant mandatory exceptions and certain optional exemptions from full retrospective application of Ind AS.

B. Ind AS optional exemptions

B1 Deemed cost

"Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. The exemption can also be used for intangible assets covered by Ind AS 38.“Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets at their previous GAAP carrying value."

C. Ind AS mandatory exceptions

C1 Accounting estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at 1st April, 2018 are consistent with the estimates as at the same date made in conformity with previous GAAP.

The Company made estimates for the impairment of financial assets based on the expected credit loss model in accordance with Ind AS at the date of transition as these were not required under previous GAAP.

C2 Classification and measurements of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

The Company's management had previously issued its audited financial results for the year ended March 31, 2019 on May 30, 2019, that were all prepared in accordance with the recognition and measurement principles of the Companies (Accounting Standards) Rules, 2006 prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules issued thereunder and other accounting principles generally accepted in India. The Company's management has now prepared the Ind AS Financial Statements for the year ended March 31, 2020 in accordance with the recognition and measurement principles laid down by the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant Rules issued thereunder and other accounting principles generally accepted in India.

The Company has prepared a reconciliation of the amounts of net profit as reported under the Indian GAAP to those computed as per Ind AS and the same is given in note below. The Company has also prepared a reconciliation of the amounts of total equity as reported under the Indian GAAP to those computed as per Ind AS and the same is given in note below.

2.19 Reconciliations between previous GAAP and Ind AS

The following reconciliations provide the explanations and quantification of the differences arising

from the transition from Indian GAAP to Ind AS in accordance with Ind AS 101

I. Reconciliation of Equity as at March 31, 2019 and April 01, 2018

II. Reconciliation of Statement of profit or loss for the year ended 31st March, 2019

Previous GAAP figures have been reclassified/regrouped wherever necessary to conform with financial statements prepared under Ind AS.

I. Reconciliation of Equity as at March 31, 2019 **(Rs in Lakhs)**

Particulars	Notes	As at March 31, 2019		
		Previous GAAP	Adjustment	Ind AS
ASSETS				
1 Financial Assets				
(a) Cash and cash equivalents		243.14	-	243.14
(b) Bank Balance other than (a) above		49.69	-	49.69
(c) Loans	A&B	6,712.43	(74.51)	6,637.92
(d) Investments	E	37.76	24.14	61.90
(e) Other Financial assets		4.92	-	4.92
Total Financial Assets		**7,047.94**	**(50.37)**	**6,997.57**
2 Non Financial Assets				
(a) Current tax assets (Net)		-	-	-
(b) Deferred tax Assets (Net)	D	7.90	47.15	55.05
(c) Property, Plant and Equipment		107.69	-	107.69
(d) Other Intangible assets		4.20	-	4.20
(e) Other non-financial assets		88.82	-	88.82
Total Non Financial Assets		**208.61**	**47.15**	**255.76**
Total Assets		**7,256.55**	**(3.22)**	**7,253.33**
LIABILITIES AND EQUITY				
LIABILITIES				
1Financial Liabilities				
(a) Payables				
(I) 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		75.40	-	75.40
(b) Borrowings (Other than Debt Securities)		2,701.63	-	2,701.63
(c) Other financial liabilities		27.32	-	27.32
Total Financial Liabilities		**2,804.35**	**-**	**2,804.35**
2 Non Financial Liabilities				
(a) Current tax liabilities (Net)		1.30	-	1.30
(b) Provisions	B	29.43	(17.78)	11.65
(c) Other non-financial liabilities		77.16	-	77.16
Total Non Financial Liabilities		**107.89**	**(17.78)**	**90.11**
3 EQUITY				
(a) Equity Share capital		345.00	-	345.00
(b) Other Equity		3,999.31	14.56	4,013.87
Total Equity		**4,344.31**	**14.56**	**4,358.87**
Total Liabilities and Equity		**7,256.55**	**(3.22)**	**7,253.33**

Reconciliation of Equity as at April 1, 2018 **(Rs in Lakhs)**

Particulars	Notes	As at April 1, 2018		
		Previous GAAP	Adjustment	Ind AS
ASSETS				
1 Financial Assets				
(a) Cash and cash equivalents		352.64	-	352.64
(b) Bank Balance other than (a) above		46.97	-	46.97
(c) Loans	A&B	6,418.75	(21.99)	6,396.76
(d) Investments	E	37.76	31.01	68.77
(e) Other Financial assets		5.77	-	5.77
Total Financial Assets		**6,861.89**	**9.02**	**6,870.91**
2 Non Financial Assets				
(a) Current tax assets (Net)		4.84	-	4.84
(b) Deferred tax Assets (Net)	D	8.94	29.41	38.35
(c) Property, Plant and Equipment		75.83	-	75.83
(d) Other Intangible assets		6.41	-	6.41
(e) Other non-financial assets		82.54	-	82.54
Total Non Financial Assets		**178.56**	**29.41**	**207.97**
Total Assets		**7,040.45**	**38.43**	**7,078.88**
LIABILITIES AND EQUITY				
LIABILITIES				
1 Financial Liabilities				
(a) Payables				
(I) 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		100.79	-	100.79
(b) Borrowings (Other than Debt Securities)		2,852.19	-	2,852.19
(c) Other financial liabilities		50.91	-	50.91
Total Financial Liabilities		**3,003.89**	**-**	**3,003.89**
2 Non Financial Liabilities				
(a) Current tax liabilities (Net)		-	-	-
(b) Provisions	B	26.30	(16.28)	10.02
(c) Other non-financial liabilities		70.49	-	70.49
Total Non Financial Liabilities		**96.79**	**(16.28)**	**80.51**
3 EQUITY				
(a) Equity Share capital		345.00	-	345.00
(b) Other Equity		3,594.77	54.71	3,649.48
Total Equity		**3,939.77**	**54.71**	**3,994.48**
Total Liabilities and Equity		**7,040.45**	**38.43**	**7,078.88**

II.Reconciliation of Statement of profit or loss for the year ended 31st March, 2019 **(Rs in Lakhs)**

Particulars	Notes	Previous GAAP	Adjustment	Ind AS
IREVENUE				
Interest income	A	1486.11	(8.36)	1,477.75
Dividend income		0.94	-	0.94
Total Revenue from operations		**1,487.05**	**(8.36)**	**1,478.69**
Other Income		2.67	-	2.67
Total Income (I)		**1,489.72**	**(8.36)**	**1,481.36**
II EXPENSES				
Finance costs		227.19	-	227.19
Impairment on financial instruments	B	5.61	42.66	48.27
Employee benefits expense	C	203.27	(10.99)	192.28
Depreciation and amortization expense		14.48	-	14.48
Other expenses		332.83	-	332.83
Total Expenses (II)		**783.38**	**31.67**	**815.05**
III Profit before exceptional items and tax (I-II)		**706.34**	**(40.03)**	**666.31**
IV Exceptional Items				**-**
V Profit before tax (III-IV)		**706.34**	**(40.03)**	**666.31**
VI Tax expense:				
(1) Current tax net of MAT credit		196.78	3.06	199.84
(2) Deferred tax	**D**	1.04	(17.06)	(16.02)
Total tax expenses		**197.82**	**(14.00)**	**183.82**
VII Profit for the year		**508.52**	**(26.03)**	**482.49**
Other Comprehensive Income				
(A) (i) Other Comprehensive Income that will not be reclassified to profit or loss in subsequent periods				
(a) Remeasurements of the defined benefit plans	C	-	(10.99)	(10.99)
(b) Net gain/(loss) on equity instruments through OCI	E	-	(6.87)	(6.87)
(ii) Income Tax impact thereon		-	3.74	3.74
		-	**(14.12)**	**(14.12)**
(B) (i) Other Comprehensive Income that will be reclassified to profit or loss in subsequent periods:		-	-	-
(ii) Income Tax impact thereon		-	-	-
		-	-	-
VIII Total Other Comprehensive Income		**-**	**(14.12)**	**(14.12)**
IX Total Comprehensive Income for the year(VII+VIII)		**508.52**	**(40.15)**	**468.37**

Notes to the reconciliations:

A) Amortisation of upfront income and expense over the loan period

Ind AS 109 requires upfront processing fees earned and transaction costs incurred towards origination of loan receivable to be deducted/added to the carrying amount of loans receivable on initial recognition. These income/costs are recognised in the profit or loss over the tenure of the loans as part of the interest income by applying the effective interest rate method.

Under the previous GAAP, upfront income and expense were recognised as and when it is received or expensed. Under Ind AS, all items of income and expense are adjusted against the loans receivables and are amortised over the period of the loan.

Accordingly, loans receivable as at March 31, 2019 have been reduced by ₹ 13.59 (April 01, 2018 – ₹ 5.23) with a corresponding adjustment in statement of profit & loss to the extent of ₹ 8.36 for the period ended March 31, 2019. The total equity decreased by an equivalent amount.

B) Impairment under Expected Credit Loss model

Company was providing for provision for bad and doubtful debts as per RBI norms and in addition to that was making incremental provision for loans that were due for more than 90 days.

Under Ind AS, impairment is computed using the expected credit loss model. Consequently, provisions increased by ₹ 48.37 for March 31, 2019 (April 01, 2018 - ₹ 1.52), compared to Company norms, loans receivables decreased by ₹ 48.37 for March 31, 2019 (April 01, 2018 - ₹ 1.52) and consequently the comprehensive income for the period has decreased by ₹ 42.66 for the year ended March 31, 2019.

C) Remeasurements of post-employment benefit obligations

Under Ind AS 19, Employee benefits, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the statement of profit and loss for the year. Consequently, the profit for the year ended March 31, 2019 increased by ₹ 10.99 and corresponding decrease in Other Comprehensive Income along with deferred tax effect by ₹ 7.94.

D) Deferred tax

Deferred tax have been recognised on the adjustments made on transition to Ind AS.

E) Fair valuation of equity instruments

Under Indian GAAP, the Company accounted for investments in quoted equity shares as investment measured at cost. Under Ind AS, the Company has classified such investments as FVTOCI. At the date of transition to Ind AS, difference between the fair value of the investments and Indian GAAP carrying amount has been recognised as an adjustment to the other comprehensive income (Net of tax).

F) Other comprehensive income:

Under Indian GAAP, the Company has not presented other comprehensive income (OCI) separately. Hence, it has reconciled Indian GAAP profit or loss to profit or loss as per Ind AS. Further, Indian GAAP profit or loss is reconciled to total comprehensive income as per Ind AS.

2.20 Application of New Accounting Pronouncements

The Company has applied following new accounting standards that were issued and were effective during the year. The effect of these accounting standards is described below:

1. Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably

certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. After considering current and future economic conditions, the Company has concluded that no changes are required to lease period relating to the existing lease contracts.

2. Ind AS 12 – Income Taxes – Appendix C, Uncertainty over Income Tax Treatments:-

The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit/loss, tax bases, unused tax losses, unused tax credits and tax rates. The standard permits two possible methods of transition – i) Full retrospective approach – Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, without using hindsight and ii) Retrospectively with cumulative effect of initially applying Appendix C recognised by adjusting equity on initial application, without adjusting comparatives. The standard became effective from April 01, 2019. The Company has adopted the standard on April 01, 2019 and has decided to adjust the cumulative effect in equity on the date of initial application i.e. April 01, 2019 if any without adjusting comparatives. The effect on adoption of Ind AS 12 Appendix C is insignificant in the financial statements.

3. Amendment to Ind AS 12 – Income taxes

The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The adoption of the standard did not have any material impact to the financial statements. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend in accordance with Ind AS 12.

4. Amendment to Ind AS 19 – Employee benefit

plan amendment, curtailment or settlement The amendments require an entity to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling. The adoption of the standard did not have any material impact to the financial statements.

2.21 Standard Issued but not yet effective

As at the date of issue of financial statements, there are no new standards or amendments which have been notified by the MCA but not yet adopted by the Company. Hence, the disclosure is not applicable.

3 Cash and Cash equivalents **(Rs in Lakhs)**

Particulars	31st March, 2020 ₹	31st March, 2019 ₹	1st April, 2018 ₹
Cash on hand (Including cheques on hand)*	34.18	52.45	95.46
Balances with banks			
(i) In current accounts	65.86	189.32	256.19
(ii) In cash credit accounts	21.59	1.37	0.99
Total	**121.63**	**243.14**	**352.64**

* Represents cash collected from borrowers as on balance sheet date, deposited with bank subsequently.

4 Bank Balance other than Cash and Cash Equivalents **(Rs in Lakhs)**

Particulars	31st March, 2020 ₹	31st March, 2019 ₹	1st April, 2018 ₹
Unpaid dividend bank balances	21.84	21.76	19.50
Margin money fixed deposits with maturity of more than 3 months but less than 12 months	27.00	27.93	27.47
Total	**48.84**	**49.69**	**46.97**

Margin money fixed deposit is lien against the cash credit facility availed by the company.

5 Loans **(Rs in Lakhs)**

Particulars	31st March, 2020 ₹	31st March, 2019 ₹	1st April, 2018 ₹
(A) Loans at amortised cost :			
Term Loans	6726.12	6851.88	6562.45
Inter corporate deposits to related parties	1021.93	-	-
Total Loans (Gross)	**7748.05**	**6851.88**	**6562.45**
Less : Impairment loss allowance	310.91	213.96	165.69
Total Loans (Net)	**7437.14**	**6637.92**	**6396.76**
(B) Nature			
(i) Secured by tangible assets	7394.31	6576.23	6129.64
(ii) Unsecured	353.74	275.65	432.81
Total (B) (Gross)	**7748.05**	**6851.88**	**6562.45**
Less : Impairment loss allowance	310.91	213.96	165.69
Total (B) (Net)	**7437.14**	**6637.92**	**6396.76**
(C) Loans to :			
a) Public sector	-	-	-
a) Others	7748.05	6851.88	6562.45
Total (C) (Gross)	**7748.05**	**6851.88**	**6562.45**
Less : Impairment loss allowance	310.91	213.96	165.69
Total (C) (Net)	**7437.14**	**6637.92**	**6396.76**

Reconciliation of ECL balance as on March 31, 2020 is given below: **(Rs in Lakhs)**

Particulars	As at March 31, 2020			
	Stage 1	Stage 2	Stage 3	Total
ECL allowance - opening balance	40.80	85.15	88.01	**213.96**
New assets originated or purchased	60.39	165.41	205.10	**430.90**
Assets derecognised or write offs	-	-	(50.11)	**(50.11)**
Transfers to Stage 1	(48.36)	-	-	**(48.36)**
Transfers to Stage 2	-	(117.28)	-	**(117.28)**
Transfers to Stage 3	-	-	(118.20)	**(118.20)**
ECL allowance - closing balance	**52.84**	**133.28**	**124.80**	**310.91**

Reconciliation of ECL balance as on March 31, 2019 is given below:

(Rs in Lakhs)

Particulars	As at March 31, 2020			
	Stage 1	Stage 2	Stage 3	Total
ECL allowance - opening balance	23.11	77.66	64.92	165.69
New assets originated or purchased	53.69	128.49	196.17	378.36
Assets derecognised or write offs	-	-	(70.09)	(70.09)
Transfers to Stage 1	(36.00)	-	-	(36.00)
Transfers to Stage 2	-	(121.00)	-	(121.00)
Transfers to Stage 3	-	-	(103.00)	(103.00)
ECL allowance - closing balance	**40.80**	**85.15**	**88.01**	**213.96**

6 Investments **(Rs in Lakhs)**

Particulars	31st March, 2020 ₹	31st March, 2019 ₹	1st April, 2018 ₹
(i) Investment in Government securities (Unquoted) (Valued at Amortized Cost)			
1 (P.Y.1) Bond of 8.74% Andhra Pradesh Power Finance Corporation Limited 2022	9.99	9.99	9.99
1 (P.Y.1) Bond of 9.70% Tamilnadu Generation and Distribution Corporation Limited 2021	7.00	10.00	10.00
Subtotal (i)	**16.99**	**19.99**	**19.99**
(ii) Investment in Equity Instruments (Quoted) (Valued at Fair Value through Other Comprehensive Income)			
Nil (P.Y. 3,000) of Cinevista Communications Ltd of Rs. 2 each	-	0.20	0.26
Nil (P.Y.4,510) of Gujarat State Petro. Ltd of Rs. 10 each	-	8.32	8.47
537 (P.Y 537) of India Giletin Ltd of Rs.10 each	0.43	0.50	0.51
3,000 (P.Y. 3,000) of Jagran Prakashan Ltd of Rs. 2 each	1.37	3.67	5.15
9,589 (P.Y.9,589) of NHPC Ltd. of Rs. 10 each	1.91	2.40	2.68
9,082 (P.Y.9,082) of NTPC Ltd. of Rs. 10 each	7.66	12.25	15.46
300 (P.Y. 300) of Indus Network Ltd of Rs. 10 each	0.01	0.01	0.01
Nil (P.Y.474) of Parsvnath Developers Ltd of Rs. 5 each	-	0.03	0.07
448 (P.Y. 448) of Reliance Industries Ltd. of Rs. 10 each	4.98	6.23	4.00
Nil (P.Y.1,504) of Reliance Power Ltd. of Rs. 10 each	-	0.17	0.56
400 (P.Y. 400) of Tata Consultancy Service Ltd of Re. 1 each	7.29	8.13	11.61
Subtotal (ii)	**23.65**	**41.91**	**48.78**
Total (i+ii)	**40.64**	**61.90**	**68.77**
AGGREGATE AMOUNT OF QUOTED INVESTMENTS	**23.65**	**41.91**	**48.78**
AGGREGATE AMOUNT OF UNQUOTED INVESTMENTS	**16.99**	**19.99**	**19.99**
FAIR VALUE OF QUOTED INVESTMENTS	**23.65**	**41.91**	**48.78**

(Rs in Lakhs)

	Particulars	31st March, 2020 ₹	31st March, 2019 ₹	1st April, 2018 ₹
Note 7	**Other Financial Assets**			
	Deposits	4.26	4.26	4.16
	Interest accrued on Margin money fixed deposits	1.58	0.66	1.61
	Total	**5.84**	**4.92**	**5.77**
Note 8	**Current Tax assets (Net)**			
	Advance income tax (net of provision for taxation)	8.66	-	4.84
	Total	**8.66**	**-**	**4.84**

Note 9 Property, Plant and Equipment and Intangible assets (Refer Note No 2.6 and 2.7)

(Rs in Lakhs)

	Property plant and equipment						Intangible assets	
Nature of the Assets	**Building**	**Office Equipment**	**Computers**	**Furniture and Fixtures**	**Vehicles**	**Total**	**Computer Software**	**Total**
Gross Carrying Amount								
Deemed cost as at 1st April, 2018	33.02	3.72	7.94	10.00	21.15	75.83	6.41	6.41
Additions	20.52	6.89	2.60	9.34	6.31	45.66	0.30	0.30
Disposals	-	(0.13)	(0.12)	-	(5.89)	(6.14)	-	-
At 31st March, 2019	**53.54**	**10.49**	**10.42**	**19.34**	**21.57**	**115.35**	**6.71**	**6.71**
Additions	0.27	2.30	2.42	10.68	7.51	23.18	-	-
Disposals	-	-	-	-	-	-	-	-
At 31st March, 2020	**53.81**	**12.79**	**12.84**	**30.02**	**29.08**	**138.53**	**6.71**	**6.71**
Depreciation								
At 1st April, 2018	-	-	-	-	-	-	-	-
Depreciation charge for the year	0.86	1.97	3.44	1.56	4.14	11.97	2.51	2.51
Disposals	-	(0.08)	-	-	(4.23)	(4.31)	-	-
At 31 Mar 2019	**0.86**	**1.89**	**3.44**	**1.56**	**(0.09)**	**7.66**	**2.51**	**2.51**
Depreciation charge for the year	1.10	2.00	2.18	2.40	4.72	12.40	1.21	1.21
Disposals	-	-	-	-	-	-	-	-
At 31 Mar 2020	**1.96**	**3.89**	**5.62**	**3.96**	**4.63**	**20.06**	**3.72**	**3.72**
Net carrying value								
At 31st March, 2020	**51.85**	**8.90**	**7.22**	**26.06**	**24.45**	**118.47**	**2.99**	**2.99**
At 31st March, 2019	**52.68**	**8.60**	**6.98**	**17.78**	**21.66**	**107.69**	**4.20**	**4.20**
At 1st April, 2018	**33.02**	**3.72**	**7.94**	**10.00**	**21.15**	**75.83**	**6.41**	**6.41**

Note :-

1 The company has applied the optional exemption to measure its Property, Plant & Equipment and intangible assets at the date of transition at their previous GAAP carrying amount and used it as the deemed cost for such assets.

2 Building includes ₹ 4.56 Lakhs (P.Y. 4.69 Lakhs) which is in process of being transferred in the name of the Company.

Note 10	**Other Non Financial assets**			
	Advance against the Hypothecation vehicle	17.33	19.64	7.29
	Balance with government authorities	3.56	-	-
	Prepaid expenses	15.10	14.16	14.10
	Capital advances	-	-	1.00
	Repossessed Assets	53.25	55.02	60.15
	Total	**89.24**	**88.82**	**82.54**

(Rs in Lakhs)

	Particulars	31st March, 2020 ₹	31st March, 2019 ₹	1st April, 2018 ₹
Note 11	**Trade and other payables**			
	Total outstanding dues of Micro Enterprises & Small Enterprises (Refer Note No 34)	-	-	-
	Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	112.00	75.40	100.79
	Total	**112.00**	**75.40**	**100.79**
Note 12	**Borrowings (other than debt Securities)**			
	At amortised cost :			
	Loans repayable on demand from Banks (Cash Credit from banks)	1,471.19	1,526.63	1,402.19
	Inter corporate deposits from related parties (Unsecured)	1,500.00	1,175.00	1,450.00
	Total	**2,971.19**	**2,701.63**	**2,852.19**
Note 13	**Other Financial Liabilities**			
	Unclaimed Dividends	21.84	21.76	19.50
	Interest accrued but not due on borrowings	0.42	0.81	4.52
	Security deposit from customers	1.45	4.75	26.89
	Total	**23.71**	**27.32**	**50.91**
Note 14	**Current Tax Liabilities (net)**			
	Provision for taxation	-	1.30	-
	Total	**-**	**1.30**	**-**
Note 15	**Provisions**			
	For gratuity	5.87	11.65	10.02
	For others	-	-	-
	Total	**5.87**	**11.65**	**10.02**
Note 16	**Other Non Financial Liabilities**			
	Statutory dues payable	35.71	30.43	29.38
	Advance from customers	12.71	46.73	41.11
	Total	**48.42**	**77.16**	**70.49**
Note 17	**Equity Share Capital**			
	(A) Authorised:			
	50,00,000 (March 31, 2019 : 50,00,000 and April 01, 2018: 50,00,000) equity shares of Rs.10/- each	500.00	500.00	500.00
	(B) Issued, subscribed and fully paid up share capital			
	34,50,000 (March 31, 2019 : 34,50,000 and April 01, 2018: 34,50,000) equity shares of Rs.10/- each	345.00	345.00	345.00
	Total	**345.00**	**345.00**	**345.00**

a. Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year

Particulars	Number of Shares	Rs. in lakhs
As at April 01, 2018	3,450,000	345.00
Issued during the year	-	-
As at March 31, 2019	3,450,000	345.00
Issued during the year	-	-
As at March 31, 2020	3,450,000	345.00

b. Details of shares held by each shareholder holding more than 5%

Class of shares/ Name of shareholder	As at 31st March,2020		As at 31st March,2019		As at 1st April,2018	
	Number of shares held	% holding in the shares	Number of shares held	% holding in the shares	Number of shares held	% holding in the shares
1. Harshadbhai Natvarlal Dalal (H.U.F)	207,625	6.02	207,625	6.02	207,625	6.02
2. Praful M Patel (H.U.F)	189,090	5.48	189,090	5.48	189,090	5.48
3. Aadit Harshadbhai Dalal	179,679	5.21	-	-	-	-

Note 18 Other Equity

Particulars	31st March, 2020 ₹	31st March, 2019 ₹	1st April, 2018 ₹
Statutory reserve under section 45IC of RBI Act, 1934	1,041.51	945.10	843.10
General reserve	3,151.00	2,826.00	2,501.00
Net surplus in the statement of Profit and loss	246.45	242.77	305.38
Total	**4,438.96**	**4,013.87**	**3,649.48**

A. Statutory reserve under section 45IC of RBI Act, 1934	31st March, 2020 ₹	31st March, 2019 ₹
Opening balance	945.10	843.10
Addition during the year	96.41	102.00
Deduction/Adjustment during the year	-	-
Closing balance	**1,041.51**	**945.10**

B.	General reserve	31st March, 2020 ₹	31st March, 2019 ₹
	Opening balance	2,826.00	2,501.00
	Addition during the year	325.00	325.00
	Deduction/Adjustment during the year	-	
	Closing balance	**3,151.00**	**2,826.00**

C.	Net surplus in the statement of Profit and loss	31st March, 2020	31st March, 2019
	Opening balance	242.77	305.38
	Net profit for the period	482.03	482.49
	Other comprehensive income (net of tax)	(12.43)	(14.12)
	Less : Appropriations		
	Transfer to reserve under section 45IC of RBI Act, 1934	(96.41)	(102.00)
	Transfer to general reserve	(325.00)	(325.00)
	Dividend paid	(36.93)	(86.25)
	Corporate Dividend Tax on Dividend paid	(7.59)	(17.73)
	Closing balance	**246.45**	**242.77**

Statutory reserve under section 45IC of RBI Act, 1934

According to section 45IC of RBI Act, 1934, the company transfers a sum not less than 20% of its net profit every year as disclosed in the statement of profit and loss and before declaration of any dividend to statutory reserves

General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

Net surplus in the statement of Profit and loss

Surplus in the statement of profit and loss is accumulated available profit of the company carried forward from earlier years. These reserves are free reserves which can be utilised for any purpose as may be required.

19 Income tax **(Rs in Lakhs)**

19A	Income tax recognised in Statement of Profit or Loss:	31st March, 2020 ₹	31st March, 2019 ₹
	Current Tax:		
	Current tax	172.56	204.10
	Tax in respect of earlier year	(1.52)	(4.26)
	Total Current Tax	**171.04**	**199.84**
	Deferred Tax:		
	Deferred tax	(15.45)	(16.02)
	Total deferred tax	**(15.45)**	**(16.02)**
	Income tax expense reported in the Statement of Profit and Loss	**155.59**	**183.82**
	Effective income tax rate	**24.40%**	**27.59%**
	Tax related to items recognised in OCI during the year		
	Re-measurement gain/(loss) on defined benefit plans	0.55	3.05
	Net gain/(loss) on equity instruments through OCI	1.20	0.69
	Tax credited to OCI	**1.75**	**3.74**

(Rs in Lakhs)

19B	A reconciliation of income tax expense applicable to accounting profit/ (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:	31st March, 2020 ₹	31st March, 2019 ₹
	Profit/ (loss) before tax	637.62	666.31
	Enacted tax rate in India (Normal rate)	25.17%	27.82%
	Expected income tax expense/ (benefit) at statutory tax rate	**160.48**	**185.37**
	Expenses disallowed for tax purposes	4.05	4.23
	Income exempt from tax	(0.48)	(0.50)
	Tax allowances and exemptions	(2.16)	-
	Tax pertaining to prior years	(1.52)	(4.26)
	Others	(4.78)	(1.02)
	Tax expense for the year	**155.59**	**183.82**

The Company has adopted the option available under Section 115BAA of the Income-tax Act, 1961 as per the Taxation Laws (Amendment) Act, 2019 dated December 11, 2019. Accordingly, tax expenses, deferred tax assets have been recomputed and impact of this has been recognised in the year ended on March 31, 2020.

19C Movement In Deferred Tax Assets And Liabilities (Rs in Lakhs)

Movement during the year ended 31st March, 2020	As at 1st April, 2019	Credit/ (charge) in statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at 31st March, 2020
Deferred Tax Asset/(Liabilities)				
Difference between written down value of fixed assets as per books of accounts and income tax	(5.84)	0.20	-	(5.64)
Fair value of investments	(2.41)	-	1.20	(1.21)
Expected Credit Loss	59.52	18.73	-	78.25
Others	3.78	(3.48)	-	0.30
Total	**55.05**	**15.45**	**1.20**	**71.70**

Movement during the year ended 31st March, 2019	As at 1st April, 2018	Credit/ (charge) in statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at 31st March, 2019
Deferred Tax Asset/(Liabilities)				
Difference between written down value of fixed assets as per books of accounts and income tax	(6.10)	0.26	-	(5.84)
Fair value of investments	(3.10)	-	0.69	(2.41)
Expected Credit Loss	46.09	13.43	-	59.52
Others	1.45	2.33	-	3.78
Total	**38.35**	**16.02**	**0.69**	**55.05**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

(Rs in Lakhs)

	Particulars	31st March, 2020 ₹	31st March, 2019 ₹
Note 20	**Interest Income**		
	On financial assets measured at amortised cost:		
	Interest on loans	1,727.76	1,475.91
	Interest from investments	1.63	1.84
	Total	**1,729.39**	**1,477.75**
Note 21	**Other Income**		
	Interest on margin money deposits with Bank	1.83	1.86
	Insurance commission	2.50	0.21
	Miscellaneous income	0.23	0.60
	Total	**4.56**	**2.67**
Note 22	**Finance Costs**		
	On financial liabilities measured at amortised cost:		
	Interest on borrowings (other than debt securities)	219.03	204.94
	Bank charges and commissions	21.96	22.25
	Total	**240.99**	**227.19**
Note 23	**Impairment of Financial Instruments**		
	On financial assets measured at amortised cost:		
	Loans		
	- Expected credit loss	147.05	118.36
	- Bad debts and write offs	(50.11)	(70.09)
	Total	**96.94**	**48.27**
Note 24	**Employee Benefit Expenses**		
	Salaries, Wages and Bonus	241.17	155.37
	Contribution to provident and other fund	24.14	13.85
	Staff Welfare expenses	5.29	3.16
	Remuneration to Managing Director	21.10	19.90
	Total	**291.70**	**192.28**
Note 25	**Other Expenses**		
	Brokerage	71.35	60.36
	Recovery charges	52.40	0.55
	Rent	6.59	9.12
	Rates and taxes	1.22	1.87
	Insurance	0.93	0.89
	Repairs and maintenance		
	Plant and machinery	-	-
	Buildings	29.38	10.79
	Others	3.41	3.46
	Legal and Professional fees	13.78	9.95
	Payment to Auditor:		
	Audit fee	1.44	1.74
	Tax Audit Fee	0.35	0.24
	In other capacity:		
	Taxation matters	-	-
	Other Services (certification fees)	-	-
	Branch Administrator expenses	59.05	117.31
	Computer handling charges	17.31	16.55
	(Excess receipt) / write down in value of seized vehicles	45.63	15.85
	Corporate Social Welfare Expenses (Refer Note No.29)	16.00	15.00
	Electricity expenses	3.29	3.74
	GST Expenses	58.20	7.97
	Miscellaneous Expenses	73.79	57.44
	Total	**454.12**	**332.83**

Note 26 Earnings per Share (EPS) as per Indian Accounting Standard 33:

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

	Particulars	For the year ended 31st March 2020	For the year ended 31st March 2019
	Net Profit as per Statement of Profit & Loss	482.03	482.49
	No.of weighted average outstanding Equity Shares	3450000	3450000
	Earning per Equity Share of ₹ 10/- each (Basic & Diluted)	13.97	13.99

Note 27 Related Party Transactions as per Indian Accounting Standard 24:

The disclosure in pursuance to Indian Accounting Standard-24 on "Related Party disclosures" is as under:

(a) Name of Related Parties & Relationship

SN	Name	Relationship	Manner
1	Mr. Deepak R. Patel	Key managerial personnel	Managing Director
2	Mr. Devang Shah	Key managerial personnel	Chief Financial Officer
3	Mr. Shailesh Bharvad (with effect from April 01, 2019)	Key managerial personnel	Company Secretary
4	Mr. Kamlesh Upadhyay (Upto March 31, 2019)	Key managerial personnel	Company Secretary
5	Mr. Sunil Patel	Director	Non Executive Independent Director
6	Mr. Kiran Patel	Director	Non Executive Director
7	Mr. Shailesh Patel	Director	Non Executive Director
8	Mr. Kirit Dalal (Upto December 29, 2019)	Director	Non Executive Independent Director
9	Mr. Bharat Amin	Director	Non Executive Independent Director
10	Mrs. Mrudula Patel	Director	Non Executive Independent Director
11	Ramanbhai J. Patel HUF	Relatives of key management personnel	Karta of HUF is Mr. Kiran R. Patel
12	Mrs. Taraben Ramanbhai Patel	Relatives of key management personnel	Mother of Mr. Deepak R. Patel
13	Mrs. Bina Deepakbhai Patel	Relatives of key management personnel	Wife of Mr. Deepak R. Patel
14	Mr. Datten Deepakbhai Patel	Relatives of key management personnel	Son of Mr. Deepak R. Patel
15	Mrs. Vanisha Patel	Relatives of key management personnel	Daughter of Mr. Deepak R. Patel
16	Mrs. Mamtaben Sunilbhai Patel	Relatives of key management personnel	Sister of Mr. Deepak R. Patel
17	Deepak R. Patel HUF	Relatives of key management personnel	Karta of HUF is Mr. Deepak Patel
18	Ceejay Tobacco Limited	Enterprise significantly influenced by Directors or KMPs or their relatives	
19	Ceejay Microfin Limited	Enterprise significantly influenced by Directors or KMPs or their relatives	

b) Transactions during the year with related parties mentioned in (a) above, in ordinary course of business & balances outstanding as at the year end:

(Rs. In Lakhs)

Transaction		Total	Key Managerial Person	Relative of Key Managerial Person	Enterprise significantly influenced by Key Managerial Person	Non Executive Directors
(a) Managerial Remuneration						
Mr. Deepak R Patel		21.32	21.32	-	-	-
	P.Y.	20.12	20.12	-	-	-
Mr. Devang Shah		14.77	14.77	-	-	-
	P.Y.	12.62	12.62	-	-	-
Mr. Shailesh Bharvad		4.38	4.38	-	-	-
	P.Y.	-	-	-	-	-
Mr. Kamlesh Upadhyay	-	-	-	-	-	
	P.Y.	10.15	10.15	-	-	-
(b) Dividend paid						
Mr. Deepak R Patel		0.11	0.11	-	-	
	P.Y.	0.18	0.18	-	-	
Mr. Kiran Patel		0.11	-	-	-	0.11
	P.Y.	0.18	-	-	-	0.18
Mr. Shailesh Patel		0.11	-	-	-	0.11
	P.Y.	0.18	-	-	-	0.18
Mr. Kirit Dalal		0.02	-	-	-	0.02
	P.Y.	0.04	-	-	-	0.04
Ramanbhai J. Patel HUF		0.66	-	0.66	-	-
	P.Y.	1.10	-	1.10	-	-
Mrs. Taraben Ramanbhai Patel		0.44	-	0.44	-	-
	P.Y.	0.73	-	0.73	-	-
Mrs. Bina Deepakbhai Patel		0.44	-	0.44	-	-
	P.Y.	0.66	-	0.66	-	-
Mr. Datten Deepakbhai Patel		0.89	-	0.89	-	-
	P.Y.	1.48	-	1.48	-	-
Mrs. Vanisha Patel		0.78	-	0.78	-	-
	P.Y.	1.30	-	1.30	-	-
Mrs. Mamtaben Sunilbhai Patel		0.26	-	0.26	-	-
	P.Y.	0.43	-	0.43	-	-
Deepak R. Patel HUF		1.23	-	1.23	-	-
	P.Y.	2.04	-	2.04	-	-
(c) Inter corporate deposits Received/(Repaid) (Net)						
Ceejay Tobacco Limited (Received)		325.00	-	-	325.00	-
Ceejay Tobacco Limited (Repaid)	P.Y.	(275.00)	-	-	(275.00)	-

(d) Inter corporate deposits Received/(Repaid) (Net)						
Ceejay Microfin Limited (Received)		1,021.93	-	-	1,021.93	-
	P.Y.	-	-	-	-	-
(e) Interest expense on Inter corporate deposit						
Ceejay Tobacco Limited		80.73	-	-	80.73	-
	P.Y.	78.02	-	-	78.02	-
(f) Interest income on Inter corporate deposit						
Ceejay Microfin Limited		32.63	-	-	32.63	-
	P.Y.	-	-	-	-	-
Balance Outstanding as at 31st March 2020						
Amount Receivable/(Payable) (Inter corporate deposit)						
Ceejay Tobacco Limited		(1,500.00)	-	-	(1,500.00)	-
	P.Y.	(1,175.00)	-	-	(1,175.00)	-
Ceejay Microfin Limited		1,021.93	-	-	1,021.93	-
	P.Y.	-	-	-	-	-
Remuneration Payable						
Mr. Deepak R Patel		-	-			
	P.Y.	0.02	0.02	-	-	-
Guarantees Given by Key Managerial Personnel and directors to Company's banker for securing loans**						
Mr. Deepak R Patel, Mr. Kiran Patel, Mr. Shailesh Patel (Jointly)		1,500.00	1,500.00	-	-	-
	P.Y.	1,500.00	1,500.00	-	-	-

**To secure bank loan personal guarantee has been given by KMP & Non executive directors as mentioned above.

Note 28 Post Retirement Benefit Plans as per Indian Accounting Standard 19 :

As per Actuarial Valuation as on 31st March, 2020, 31st March, 2019 and 1st April, 2018 and recognised in the financial statements in respect of Employee Benefit Schemes:

(i) Defined benefit obligations

A. Amount recognised in the Balance Sheet

(Rs in Lakhs)

Particulars	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Gratuity:			
Present value of plan liabilities	102.99	87.22	66.56
Fair value of plan assets	97.12	75.57	56.54
Deficit/(Surplus) of funded plans	5.87	11.65	10.02
Unfunded plans	-	-	-
Net plan liability/ (Asset)*	**5.87**	**11.65**	**10.02**

B. Movements in plan assets and plan liabilities **(Rs in Lakhs)**

Gratuity:	For the year ended 31st March, 2020			For the year ended 31st March, 2019		
	Plan Assets	Plan liabilities	Net	Plan Assets	Plan liabilities	Net
As at 1st April	**75.57**	**87.22**	**11.65**	**56.54**	**66.56**	**10.02**
Current service cost	-	6.57	6.57	-	3.88	3.88
Employee contributions	-	-	-	-	-	-
Return on plan assets excluding actual return on plan assets	5.71	-	(5.71)	4.26	-	(4.26)
Actual return on plan asset	-	-	-	-	-	-
Interest cost	-	6.98	6.98	-	5.32	5.32
Actuarial (gain)/loss arising from changes in demographic Assumptions	-	-	-	-	-	-
Actuarial (gain)/loss arising from changes in financial Assumptions	0.01	2.22	2.21	0.47	11.46	10.99
Actuarial (gain)/loss arising from experience adjustments	-	-	-	-	-	-
Employer contributions	15.83	-	(15.83)	14.30	-	(14.30)
Benefit payments	-	-	-	-	-	-
As at 31st March	**97.12**	**102.99**	**5.87**	**75.57**	**87.22**	**11.65**

The liabilities are split between different categories of plan participants as follows:

The Company expects to contribute around ₹ 5.87 lakhs to the funded plans in financial year 2019-20 (2018-19 : ₹ 11.65 Lakhs) for gratuity

C. Amount recognised in the Statement of Profit and Loss as Employee Benefit Expenses

(Rs in Lakhs)

Gratuity:	For the year ended 31st March, 2020	For the year ended 1st April, 2019
Current service cost	6.57	3.88
Finance cost/(income)	1.27	1.06
Asset/(Liabilities) recognised in Balance Sheet*		
Net impact on the Profit / (Loss) before tax	**7.84**	**4.94**
Return on plan assets excluding actuarial return on plan assets	-	-
Actuarial gains/(losses) arising from changes in demographic	-	-
Actuarial gains/(losses) arising from changes in financial assumption	(2.21)	(10.99)
Experience gains/(losses) arising on experience adjustments	-	-
Benefit plan liabilities		
Net Loss recognised in the Other Comprehensive Income before tax	**(2.21)**	**(10.99)**

* Surplus of assets over liabilities has not been recognised on the basis that future economic benefits are not available to the Company in the form of a reduction in future contributions or cash refunds.

(ii) Defined contribution plans

The Company also has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is ₹ 24.14 Lakhs/-

Note 29 **(Rs in Lakhs)**

Details of CSR expenditure:	31st March, 2020	31st March, 2019	1st April, 2018
a) Gross amount required to be spent by the Company during the year	14.55	13.59	-
(b) Amount spent during the year			
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	16.00	15.00	-
Total	**16.00**	**15.00**	**0.00**

Note 30 Contingencies and Commitments (Refer Note No. 2.14)

a. Contingent liabilities not provided for in respect of:

(Rs. In Lakhs)

Sr. No	Particulars	31st March, 2020	31st March, 2019	1st April, 2018
(a)	Claims against the Company /disputed liabilities not acknowledged as debts	3.45	3.45	3.45
(b)	Disputed Statutory Claims	-	-	-
	TOTAL	**3.45**	**3.45**	**3.45**

Outflow in respect of (a) and (b) disputes /contingencies are dependent upon final outcome of the disputes or ultimate agreement to resolve the differences.

Note 31 Fair Value Measurement

Accounting classification and fair values **(Rs. In Lakhs)**

Financial Assets & Financial Liabilities	Fair Value Hierarchy	As at 31st March, 2020			As at 31st March, 2020			As at 31st March, 2020		
		Fair value Through OCI	Amortised Cost	Total	Fair value Through OCI	Amortised Cost	Total	Fair value Through OCI	Amortised Cost	Total
Financial Assets										
Cash and Cash Equivalents	Level 3	-	121.63	121.63	-	243.14	243.14	-	352.64	352.64
Bank balances other than cash and cash Equivalents	Level 3	-	48.84	48.84	-	49.69	49.69	-	46.97	46.97
Investments	Level 1	23.65	16.99	40.64	41.91	19.99	61.90	48.78	19.99	68.77
Loans and advances	Level 3	-	7,437.14	7,437.14	-	6,637.92	6,637.92	-	6,396.76	6,396.76
Other Financial Assets	Level 3	-	5.84	5.84	-	4.92	4.92	-	5.77	5.77
Total		**23.65**	**7,630.44**	**7,654.09**	**41.91**	**6,955.66**	**6,997.57**	**48.78**	**6,822.13**	**6,870.91**
Financial Liabilities										
Borrowings	Level 3	-	2,971.19	2,971.19	-	2,701.63	2,701.63	-	2,852.19	2,852.19
Trade Payable	Level 3	-	112.00	112.00	-	75.40	75.40	-	100.79	100.79
Other Financial Liabilities	Level 3	-	23.71	23.71	-	27.32	27.32	-	50.91	50.91
Total		**-**	**3,106.90**	**3,106.90**	**-**	**2,804.35**	**2,804.35**	**-**	**3,003.89**	**3,003.89**

(i) Fair value Hierarchy

Ind AS 113, 'Fair Value Measurement' requires classification of the valuation method of financial instruments measured at fair value in the Statement of Balance Sheet, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurements). The hierarchy gives the highest priority to un-adjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to un-observable inputs (Level 3 re-measurements). Fair value of derivative financial assets and liabilities are estimated by discounting expected future contractual cash flows using prevailing market interest rate curves. The three levels of the fair-value-hierarchy under Ind AS 113 are described below:

- Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes publicly traded derivatives and mutual funds that have a quoted price. The quoted market price used for financial assets held by the Company is the current bid price.
- Level 2: The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.
- Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the fair value of the equity instruments is determined based on the quoted price as majority of the equity instruments are actively traded on stock exchanges
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis

All of the resulting fair value estimates are included in level 3 where the fair values have been determined based on present values and the discount rates used were adjusted for counterparty or own credit risk.

(iii) Valuation process

Discount rates are determined using a market interest rate for a similar asset adjusted to the risk specific to the asset.

(iv) Comparison of Fair value and Carrying Value

(Rs. In Lakhs)

	Carrying Value			Fair Value		
Financial Assets & Financial Liabilities	**31st March, 2020**	**31st March, 2019**	**1st April, 2018**	**31st March, 2020**	**31st March, 2019**	**1st April, 2018**
Financial Assets						
Cash and Cash Equivalents	121.63	243.14	352.64	121.63	243.14	352.64
Bank balances other than cash and cash Equivalents	48.84	49.69	46.97	48.84	49.69	46.97
Investments	28.46	37.76	37.76	40.64	61.90	68.77
Loans and advances	7,437.14	6,637.92	6,396.76	7,437.14	6,637.92	6,396.76
Other Financial Assets	5.84	4.92	5.77	5.84	4.92	5.77
Total	**7,641.91**	**6,973.43**	**6,839.90**	**7,654.09**	**6,997.57**	**6,870.91**
Financial Liabilities						
Borrowings	2,971.19	2,701.63	2,852.19	2,971.19	2,701.63	2,852.19
Trade Payable	112.00	75.40	100.79	112.00	75.40	100.79
Other Financial Liabilities	23.71	27.32	50.91	23.71	27.32	50.91
Total	**3,106.90**	**2,804.35**	**3,003.89**	**3,106.90**	**2,804.35**	**3,003.89**

Note 32 Capital Risk Management

(a) Risk management

The Risk Management policy includes identification of element of risks, including those which in the opinion of Board may lead to Company not meeting its financial objectives. The risk management process has been established across the Company and design to identify, access and frame a response to threat that affect the achievement of its objectives. Further, it is embedded across all the major functions and revolve around the goals and objectives of the Company.

Maintaining optimal capital to debt is one such measure to ensure healthy returns to the shareholders. the Company monitors the ratio as below:

Net Debt divided by total equity **(Rs. In Lakhs)**

Particulars	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Net Debt (total borrowings, less cash and cash equivalents)	2,849.56	2,458.49	2,499.55
Total Equity (as shown in the balance sheet)	4,783.96	4,358.87	3,994.48
Net debt to equity ratio	**0.60**	**0.56**	**0.63**

(b) Externally imposed capital restrictions

As per RBI requirements, Capital Adequacy Ratio should be minimum 15%, not meeting RBI requirements will lead to cancellation of NBFC licenses issued by RBI.

The Company has complied with these covenants throughout the reporting period.

Note 33 Financial risk management

A. Management of Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due.

The Company is monitoring its liquidity risk by estimating the future inflows and outflows during the start of the year and planned accordingly the funding requirement. The Company manages its liquidity by unutilised cash credit facility and term loans.

The composition of the Company's liability mix ensures healthy asset liability maturity pattern and well diverse resource mix.

Capital adequacy ratio of the Company, as on 31 March 2020 is 61.29% against regulatory norms of 15%.

The total cash credit limit available to the Company is ` 1500 lakhs . The utilization level is maintained in such a way that ensures sufficient liquidity on hand.

The following table shows the maturity analysis of the company's financial liabilities based on the contractually agreed undiscounted cash flows along with its carrying value as at the Balance sheet date.

Exposure as at 31st March 2020 **(Rs. In Lakhs)**

Particulars	< 1 year	1-5 years	Beyond 5 years	Total
Financial Liabilities				
Borrowings	2,971.19	-	-	2,971.19
Trade Payable	112.00	-	-	112.00
Other Financial Liabilities	23.71	-	-	23.71
Total Financial Liabilities	**3,106.90**	**-**	**-**	**3,106.90**

Exposure as at 31st March 2019 **(Rs. In Lakhs)**

Particulars	< 1 year	1-5 years	Beyond 5 years	Total
Liabilities				
Borrowings	2,701.63	-	-	2,701.63
Trade Payable	75.40	-	-	75.40
Other Financial Liabilities	27.32	-	-	27.32
Total Financial Liabilities	**2,804.35**	**-**	**-**	**2,804.35**

Exposure as at 1st April 2018 **(Rs. In Lakhs)**

Particulars	< 1 year	1-5 years	Beyond 5 years	Total
Total Financial Liabilities				
Borrowings	2,852.19	-	-	2,852.19
Trade Payable	100.79	-	-	100.79
Other Financial Liabilities	50.91	-	-	50.91
Total Financial Liabilities	**3,003.89**	**-**	**-**	**3,003.89**

B. Management of Market Risk

The company's size and operations result in it being exposed to the following market risks that arise from its use of financial instruments:

- Foreign Currency risk
- Equity risk
- Interest rate risk

The above risks may affect the company's income and expenses, or the value of its financial instruments. The company's exposure to and management of these risks are explained below:

(i) Foreign Currency risk

The company does not have any instrument denominated or traded in foreign currency. Hence, such risk does not affect the company.

(ii) Price Risk

The Company's exposure to equity securities price risk arises from investments held by the Company and classified in the balance sheet at fair value through other comprehensive income. To manage its price risk arising from investments in equity securities, the Company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Company.

Sensitivity Analysis

The table below summarizes the impact of increases/decreases of the BSE index on the Company's equity and Gain/Loss for the period. The analysis is based on the assumption that the index has increased by 5 % or decreased by 5 % with all other variables held constant, and that all the Company's equity instruments moved in line with the index.

A change of 5% in market index would have following Impact on profit before tax

(Rs. In Lakhs)

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
BSE Index 100 - Increase by 5%	1.18	2.10
BSE Index 100 - Decrease by 5%	(1.18)	(2.10)

The above referred sensitivity pertains to quoted equity investments. Profit for the year would increase/decrease as a result of gains/losses on equity securities as at Fair Value through other comprehensive income (FVTOCI).

(iii) Interest rate risk

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

According to the Company interest rate risk exposure is only for floating rate borrowings. For floating rate liabilities, the analysis is prepared assuming that the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

Exposure to interest rate risk

Interest rate sensitivity

A change of 50 bps in interest rates would have following Impact on profit before tax

(Rs. In Lakhs)

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
50 bp decrease would increase the profit before tax by	(13.39)	(12.62)
50 bp increase would decrease the profit before tax by	13.39	12.62

C Management of Credit Risk

Credit Risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The exposure is continuously monitored to determine significant increase in credit risk. The Company monitors the credit assessment on a portfolio basis, assesses all credit exposures in excess of designated limits. The Company does a risk grading based upon the credit worthiness of the borrowers. All these factors are taken into consideration for computation of ECL.

Other Financial Assets

Credit risk with respect to other financial assets are extremely low. Based on the credit assessment, the historical trend of low default is expected to continue. No provision for Expected Credit Loss (ECL) has been created for Other financial Assets.

Loans

The following table sets out information about credit quality of loan assets measured at amortised cost based on Number of Days past due information. The amount represents gross carrying amount.

(Rs. In Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019	As at April 1, 2018
Gross carrying value of loans			
Stage 1 (0-30 Days)	1,993.54	1,939.48	1,930.47
Stage 2 (31-90 Days)	2,978.07	3,130.99	3,039.60
Stage 3 (More than 90 Days)	1,644.85	1,680.26	1,497.16
Total	**6,616.46**	**6,750.73**	**6,467.23**

Credit Quality

Financial services business has a comprehensive framework for monitoring credit quality of its loans based on days past due monitoring. Repayment by individual customers and portfolio is tracked regularly and required steps for recovery is taken through follow-ups and legal recourse.

Inputs considered in the ECL model

In assessing the impairment of loans assets under ECL model, the loan assets have been segmented into three stages.

The three stages reflect the general pattern of credit deterioration of a financial instrument. The differences in accounting between stages relate to the recognition of expected credit losses and the calculation and presentation of interest revenue.

The Company categorises loan assets into stages based on the Days Past Due status:

- Stage 1: 30 Days Past Due

- Stage 2: 31-90 Days Past Due

- Stage 3: More than 90 Days Past Due

Assumptions considered in the ECL model

The financial services business has made the following assumptions in the ECL Model:

- “Loss given default” (LGD) is common for all three stages and is based on loss in past portfolio. Actual cash flows are discounted with average rate for arriving loss rate. EIR has been taken as discount rate for all loans.

Estimation Technique

The financial services business has applied the following estimation technique in its ECL model :

- "Probability of default" (PD) is applied on Stage 1 and Stage 2 on portfolio basis and for Stage 3 PD is 100%.

- Probability of default for Stage 1 loan assets is calculated as average of historical trend from Stage 1 to Stage 3 in next 12 months.

- Probability of default for Stage 2 loan assets is calculated based on the lifetime PD as average of historical trend from Stage 2 to Stage 3 for the remaining tenor.

There is no change in estimation techniques or significant assumptions during the reporting period.

Assessment of significant increase in credit risk

When determining whether the risk of default has increased significantly since initial recognition, the financial services business considers both quantitative and qualitative information and analysis based on the business historical experience, including forward-looking information. The financial services business considers reasonable and supportable information that is relevant and available without undue cost and effort.

The financial services business uses the number of days past due to classify a financial instrument

in low credit risk category and to determine significant increase in credit risk in loans. As a backstop, the financial services business considers that a significant increase in credit risk occurs no later than when an asset is more than 30 days past due.

Definition of default

The definition of default used for internal credit risk management purposes is based on RBI Guidelines. Under Ind AS, financial asset to be in default when it is more than 90 days past due. The financial services business considers a financial asset under default as 'credit impaired'.

Reconciliation of ECL balance as on March 31, 2020 is given below:

(Rs. In Lakhs)

	As at March 31, 2020			
Particulars	**Stage 1**	**Stage 2**	**Stage 3**	**Total**
ECL allowance - opening balance	40.80	85.15	88.01	213.96
New assets originated or purchased	60.39	165.41	205.10	430.90
Assets derecognised or write offs	-	-	(50.11)	(50.11)
Transfers to Stage 1	(48.36)	-	-	(48.36)
Transfers to Stage 2	-	(117.28)	-	(117.28)
Transfers to Stage 3	-	-	(118.20)	(118.20)
ECL allowance - closing balance	**52.84**	**133.28**	**124.80**	**310.91**

Reconciliation of ECL balance as on March 31, 2019 is given below:

(Rs. In Lakhs)

	As at March 31, 2019			
Particulars	**Stage 1**	**Stage 2**	**Stage 3**	**Total**
ECL allowance - opening balance	23.11	77.66	64.92	165.69
New assets originated or purchased	53.69	128.49	196.17	378.36
Assets derecognised or write offs	-	-	(70.09)	(70.09)
Transfers to Stage 1	(36.00)	-	-	(36.00)
Transfers to Stage 2	-	(121.00)	-	(121.00)
Transfers to Stage 3	-	-	(103.00)	(103.00)
ECL allowance - closing balance	**40.80**	**85.15**	**88.01**	**213.96**

Note 34 Dues to Micro, Small and Medium Enterprises

Based on the information available with the company there are no suppliers who are registered under the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2020. Hence, the disclosure required under this Act has not been given.

Note 35 Pursuant to para 2 of general instructions for preparation of financial statements of a NBFC as mentioned in Division III of Schedule III of The Companies Act, 2013, the current and non-current classification has not been provided.

Note 36 Segment Reporting

The Company is primarily engaged in one business segment viz. Finance service, as determined by the chief decision maker in accordance with Ind AS 108, Operating Segments. The Board of Directors has been identified as Chief operating decision maker (CODM), CODM of the Company evaluates the Company performance, allocates resources based on the analysis of various performance indicators of the Company as a single unit. Therefore, there is no separate reportable segment for the Company.

Note 37 The Board has recommended dividend @ 10% p.a. amounting to Rs. 34.5 Lakhs (Rs.1 per share) on equity share capital of the Company, subject to approval of shareholders in the Annual General Meeting.

Note 38 In the terms of the COVID-19 Regulatory package of the RBI, vide guidelines dated 27th March 2020, 17th April 2020 and 23rd May 2020, and in accordance with the Scheme approved by the Company's Board of Directors (the "Board"), the Company has offered to all eligible borrowers, moratorium of six months on the payment of all loans instalments falling due between 1st March, 2020 and 31st August, 2020. In this connection, having regard to the guidance provided by the RBI and the Institute of Chartered Accountants of India, extension of such moratorium benefit to borrowers as per the COVID-19 Regulatory Package of the RBI by itself is not considered to result in significant increase in credit risk as per Ind AS 109. Further, estimates and associated assumptions applied in preparing the financial statements, especially in respect of expected credit loss on loans, are based on historical experience and other emerging/forward looking factors including those arising on account of the COVID-19 pandemic.

The Company, inter alia, has used relevant indicators of moratorium along with an estimation of potential stress on probability of defaults and loss given defaults due to COVID-19 situation in developing the estimates and assumptions to assess the expected credit loss on loans, including on account of potential macro-economic conditions and has incrementally provided for an expected credit loss of Rs. 88.65 lakh for the year ended 31st March 2020. However, considering the inherent uncertainty regarding the severity and duration of the pandemic and the resultant economic impact, the Company's actual impairment loss could be different from these estimates.

The extent to which the COVID-19 pandemic will impact the Company's financial statements will depend on future developments, which are highly uncertain, including, among other things, any new information concerning the severity of the COVID-19 pandemic and any action to contain its spread or mitigate its impact whether government-mandated or elected by the Company. Given the uncertainty over the potential macroeconomic condition, the impact of COVID-19 pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

Note 39 Schedule to the Balance Sheet of a non-deposit taking non-banking financial company

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

(Rs in Lakhs)

Sr No	Particulars	Amount outstanding as on March 31, 2020	Amount Overdue as on March 31,2020
	Liabilities side :		
1	**Loans and advances availed by the non- banking financial company inclusive of interest accrued thereon but not paid:**		
	(a) Debentures		
	Secured	-	-
	Unsecured (other than falling within the meaning of public deposits)	-	-
	(b) Deferred Credits	-	-
	(c) Term Loans	-	-
	(d) Inter-corporate loans and borrowing	1,500.00	-
	(e) Commercial Paper	-	-
	(f) Other Loans :		
	Cash Credit from Banks	1,471.19	-
	Security Deposit from Customers	1.45	-
	Total	**2,972.64**	**-**

	Assets side :		
2	**Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :**		
	Secured	7083.40	-
	Unsecured	353.74	-

Sr No	Particulars	Amount outstanding as on March 31, 2020	Amount Overdue as on March 31,2020
3	**Break up of Leased Assets and stock on hire and other assets counting towards AFC activities**		
	(i) Lease assets including lease rentals under sundry debtors :		
	(a) Finance Lease	-	-
	(b) Operating Lease	-	-
	(ii) Stock on hire including hire charges under sundry debtors:		
	(a) Assets on hire	-	-
	(b) Repossessed Assets	-	-
	(iii) Other loans counting towards AFC activities		
	(a) Loans where assets have been repossessed	53.25	-
	(b) Loans other than (a) above	7030.15	-
	Total	**7,083.40**	**-**

Sr No	Particulars	Amount outstanding as on March 31, 2020	Amount Overdue as on March 31,2020
4	**Break-up of Investments :**		
	Current Investments:		
	1. Quoted :		
	(i) Shares: (a) Equity	23.65	-
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of Mutual funds	-	-
	(iv) Government securities	-	-
	(v) Others (Please specify)	-	-
	2. Unquoted:		
	(i) Shares: (a) Equity	-	-
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of Mutual funds	-	-
	(iv) Government Securities	-	-
	(v) Others (Please specify)	-	-
	Long-term Investments:		
	1. Quoted :		
	(i) Shares: (a) Equity	-	-
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of Mutual Funds	-	-
	(iv) Government Securities	16.99	-
	(v) Others (Please specify)	-	-
	2. Unquoted:		
	(i) Shares: (a) Equity	-	-
	(b) Preference	-	-
	(ii) Debentures and Bonds	-	-
	(iii) Units of Mutual Funds	-	-
	(iv) Government Securities	-	-
	(v) Others (Pass through Certificates - Securitisation)	-	-
Total		**40.64**	**-**

(Rs in Lakhs)

5	Borrower group-wise classification of assets financed as in (2) and (3) above	Amount (Net of provisions for Non-performing assets)		
		Secured	Unsecured	Total
	1. Related Parties			
	(a) Subsidiaries	-	-	-
	(b) Companies in the same group	1,021.93	-	1,021.93
	(c)Other related parties	-	-	-
	2. Other than related parties	6,061.47	353.74	6,415.21
	Total	**7,083.40**	**353.74**	**7,437.14**

(Rs in Lakhs)

6	Investor group-wise classification of all investments (current and long-term) in shares and securities (both quoted and unquoted)	Market value or fair value of NAV	Book Value (Net of provisions)
	1. Related Parties		
	(a) Subsidiaries	-	-
	(b) Companies in the same group	-	-
	(c)Other related parties	-	-
	2. Other than related parties	40.64	40.64
	Total	**40.64**	**40.64**

(Rs in Lakhs)

7	Other Information	Amount outstanding as on March 31,2020
	(i) Gross Non-Performing assets	
	(a) Related Parties	-
	(b) Other than related parties	725.42
	(ii) Net Non-Performing assets	
	(a) Related Parties	-
	(b) Other than related parties	414.50
	iii) Assets acquired in satisfaction of debt	-

40 **Previous period figures have been regrouped/reclassified, wherever necessary, to conform to current period's classification.**

As Per our audit report of even date.

For Arpit Patel & Associates
Chartered Accountants

FRN : 144032W
Arpit K. Patel
Partner

Membership no. 034032

Place : Ahmedabad
Date : June 30, 2020

For and on Behalf of the Board

Kiran Patel Chairman
Deepak Patel Managing Director
Shailesh Patel Director
Mrudula Patel Director
Sunil Patel Director
Bharat Amin Director
Shailesh Bharvad Company Secretary
Devang Shah Chief Financial Officer

Place : Nadiad
Date : June 30, 2020