CEEJAY FINANCE LIMITED

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

GROUP

Date: 16th August, 2022

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 29th Annual General Meeting (AGM) and Annual Report 2021-22

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 29th AGM and Annual Report 2021-22.

Kindly acknowledge the receipt and take the above on record.

Thanking You,

Yours Faithfully,

For Ceejay Finance Limited

CEEJAY FINANCE LIMITED • NADIAD • GROUP

Shailesh Bharvad
Company Secretary & Compliance Officer

Encl: Notice of 29th AGM & Annual Report 2021-22

ANNUAL REPORT 2021-2022

CJ GROUP

CEEJAY FINANCE LIMITED

CEEJAY FINANCE LIMITED

CORPORATE INFORMATION

Board of Directors

Kiran Patel	Chairman
Deepak Patel	Managing Director
Shailesh Patel	Director
Bharat Amin	Director
Mrudulaben Patel	Director
Sunil Patel	Director

Company Secretary & Compliance Officer
Shailesh Bharvad

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

Secretarial Auditors
Alpesh Vekariya & Associates
Company Secretaries
915, One World West, Iskcon-Ambli Road,
Ambli, Ahmedabad-380058.

Bankers
Bank of Baroda
Union Bank of India

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

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

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NOTICE

NOTICE is hereby given that the **TWENTY NINTH ANNUAL GENERAL MEETING** of the members of **CEEJAY FINANCE LIMITED** will be held on Saturday, the 24th September, 2022 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, 2022, including the Audited Balance Sheet as at 31st March, 2022, 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 (` 01.00/- per share) for the financial year 2021-2022.

3. To appoint Mr. Kiran Patel (holding DIN:00081061), Director who retires by rotation and being eligible, offers himself for re-appointment.

4. Appointment of Statutory Auditors

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

   "RESOLVED THAT pursuant to the provisions of Section 139,142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Kantilal Patel & Co., Chartered Accountants, Ahmedabad (Firm Registration No.: 104744W) be and are hereby appointed as Statutory Auditors of the Company, to hold the office from the conclusion of the 29th Annual General Meeting until the conclusion of the 34th Annual General Meeting of the Company at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed between the Board of Directors of the Company and the Auditors.

   RESOLVED FURTHER THAT to give effect to above resolution, Managing Director or the Board of Directors of the Company be and is hereby severally authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.

SPECIAL BUSINESS:

5. To approve existing as well as new material related party transactions with related parties

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

   "**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re- enactment thereof for the time being in force) and pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure requirement) Regulations, 2015, (SEBI Listing regulations), other applicable laws and subject to such other approval(s), consent(s) and permission(s)as may be required to be obtained from time to time and pursuant to the approval and recommendation of the Audit Committee and the Board of Directors of the Company respectively,the consent, approval and ratification of the members of the Company be and is hereby accorded,for transactions entered into/proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), to enter into any arrangements/transactions/contracts/agreements of whatever nature including

financial or non financial transaction(s) with related/interested party(ies) as defined under Companies Act, 2013 or SEBI Listing Regulations or Accounting Standard from time to time, whether material or not, on such terms and conditions including interest with or without security as may be decided, and which shall remain in force unless revoked or varied by the Company in General Meeting, provided that the total aggregate amount/ value of all such arrangements/ transactions/contracts/agreements that may be entered into by the Company with related/ interested party(ies) and remaining outstanding at any one point of time to each party shall not be in excess of the amount as enumerated in Explanatory Statement in detail up to the next AGM of the Company (for a period not exceeding Fifteen Months).

RESOLVED FURTHER THAT the Managing Director or Key Managerial Personnel or Board of Directors of the Company (the "Board", which term shall be deemed to include its "Committee of Directors"), be and is hereby authorized to do or cause to be done all such acts, matters, deeds and things and to settle any questions, difficulties or doubts that may arise with regard to any transactions with related parties and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution."

Registered Office
C.J. House, Mota Pore,
Nadiad - 387 001
Date: 24th June, 2022

By order of the Board
For CEEJAY FINANCE LIMITED

Sd/-
Shailesh Bharvad
Company Secretary & Compliance Officer

NOTES

1) As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/ 2021 dated December 14, 2021 and General Circular No. 02/ 2022 dated May 05, 2022. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.

   Central Depository Services (India) Limited ("CDSL") will be providing facility for voting through remote e-voting, for participation in the AGM through VC/OAVM facility and e-voting during the AGM. Instructions for participating/joining in the meeting through VC/OAVM and e-voting during the AGM are explained hereunder at Note No.10 below.

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 May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022, 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 relevant Explanatory Statement and reasons in respect of proposed special business pursuant to Section 102(1) of the Companies Act, 2013 are annexed hereto.

4) As the AGM shall be conducted through VC/OAVM, the facility for appointment of proxies by the members will not be available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. Members are requested to participate on first come first served basis, as participation through VC/OAVM is limited. Members can login and join 15 (fifteen) minutes prior to the scheduled time of the commencement of the meeting and window for joining shall be kept open till the

expiry of 15 (fifteen) minutes after the scheduled time. Participation is restricted upto 1000 members only. However the participation of large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the chairperson of the Audit committee, Nomination and remuneration committee and stakeholders Relationship committee, Auditors etc. will not be subject to restriction of first come first served basis.

5) 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.

6) Institutional/ Corporate members are required to send a scanned copy (PDF/JPG format) of its Board or Governing Body Resolution/ Authorization, authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent through its registered email address to the Scrutinizer at the email address viz. csalpeshvekariya@gmail.com or to the Company at shaileshbharvad@ceejayfinance.com.

7) Members holding shares in demat form are requested to intimate any change in their address and / or bank details immediately to their Depository Participants and to Registrar & Share Transfer Agent of the Company in case shares are held in physical form.

8) To support 'Green Initiative' shareholders who hold shares in electronic mode and who have not registered their email addresses, so far, are requested to register their email address and changes therein from time to time, with their concerned Depository Participant. Shareholders who holds share in physical mode are requested to register their email addresses with the Company/ Registrar.

ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:

9) In compliance with, the MCA and SEBI Circulars, Notice of the Meeting along with the Annual Report for FY 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report for FY 2021-22 will also be available on website of the Company, i.e. www.ceejayfinance.com; website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of the CDSL www.evotingindia.com.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING AGM ARE AS UNDER:

10) Members will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. The procedure for attending meeting & e-Voting during the AGM is same as the instructions mentioned under the head "INSTRUCTION FOR E-VOTING".

11) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned under the head "INSTRUCTION FOR E-VOTING".

12) 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 here under in the Notes to the Notice. The facility of joining the AGM through VC/OAVM will be available for Members on first come first served basis.

13) Members are encouraged to join the Meeting through Laptops / IPads for better experience.

14) Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

15) 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.

16) For ease of conduct, members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 (seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at shaileshbharvad@ceejayfinance.com. The members who do not wish to speak during the AGM but have queries may send their queries in advance 7 (seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at shaileshbharvad@ceejayfinance.com. These queries will be replied to by the Company suitably by email. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

17) Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM.

18) 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.

19) 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.

20) 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.

21) Members who need assistance before or during the AGM, can send a request at helpdesk.evoting@cdslindia.com or contact at tollfree No.: 1800 22 55 33

22) **E-Voting**

In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars, the Company is pleased to provide the e-voting facility through Central Depository Services Limited (CDSL) to its Members holding shares in physical or dematerialized form, as on the cut-off date to exercise their right to vote by electronic means on any or all of the business specified in the accompanying Notice (the "Remote e-voting").

The facility for voting during the AGM will also be made available. Members present in the AGM through VC/OAVM and who have not cast their vote on the resolutions through Remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.

The information with respect to Voting Process and other instructions regarding Remote e-voting are detailed hereinafter under "INSTRUCTION FOR E-VOTING".

23) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner as on the cut-off date i.e. Friday, 16th September, 2022. Members holding shares either in physical form or dematerialized form, as on cut-off date only shall be entitled to vote on the Resolutions set forth in the Notice. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.

24) 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.

25) **General information on E-voting**

(i) The e-voting period commence on, Wednesday, 21st September, 2022 at 9.00 a.m. and ends on Friday, 23rd September, 2022 at 5.00 p.m. During this period, shareholders holding shares either in physical form or in dematerialised mode as on Friday, 16th September, 2022(cut-off date) may cast their vote electronically. The e-voting module will be disabled by CDSL for voting thereafter. Once the vote on resolution is casted by the shareholder, he shall not be allowed to change it subsequently.

(ii) 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.

(iii) Mr. Alpesh Vekariya, Practicing Company Secretary (Membership No. FCS: 11100; CP No: 21541) has been appointed as the Scrutinizer to scrutinize the voting during the AGM and the Remote e-voting process in a fair and transparent manner.

(iv) The Scrutinizer shall first count the votes cast at the meeting, thereafter, unblock the votes cast through Remote e-voting in the presence of at least two witnesses not in employment of the Company.

(v) The Scrutinizer shall within a period not exceeding 48 hours from the conclusion of the AGM make a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and submit the same to the Chairman of the meeting or a person so authorised by him in writing, who shall countersign the same.

(vi) The results shall be declared forthwith by the Chairman or a person so authorised by him in writing on receipt of consolidated report from the Scrutinizer. The Results declared along with Scrutinizer's Report will be displayed on the Notice board of the company at it's registered office and Company's website www.ceejayfinance.com, Stock exchange website www.bseindia.com and CDSL website www.evotingindia.com.

26) Members desiring any relevant information with regard to the Accounts or any other matter at the Annual General Meeting are requested to write to the Company at least 7 (seven) days before the date of the meeting through email at shaileshbharvad@ceejayfinance.com to enable the management to keep the required information available at the meeting.

27) The Securities and Exchange Board of India ("SEBI") vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all physical securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to Link Intime India Pvt. Ltd./ the Company. Members holding shares in demat form are requested to submit their PAN and update Bank Details and e-mail ID, with their respective Depository Participant.

28) As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition and relodged transfers of securities. Accordingly, the Company/ Link Intime India Pvt. Ltd. has stopped accepting any fresh lodgment of transfer of shares in physical form.

Further, SEBI vide its circular no. SEBI/HO/MIRSD/ RTAMB/ CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for relodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agent for assistance in this regard.

29) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the accompanying Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email at shaileshbharvad@ceejayfinance.com.

30) Members are entitled to make nomination in respect of shares held by them. Members desirous of making nominations are requested to send the prescribed Form (SH-13) duly filled in and signed by them to the Depository Participants in case the shares are held in electronic form and to Registrar & Share Transfer Agent of the Company in case shares are held in physical form.

31) A dividend of ` 01.00/- (` One) only per share has been recommended by the Board of Directors for the year ended 31st March 2022, subject to the approval of the Members at the ensuing Annual General Meeting, is proposed to be paid 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.

32) 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.

33) 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	10% 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 2022-23 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 2021-22 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, 2022 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, 2022 6:00 PM (IST).

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.

34) Pursuant to the requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") including Regulation 36(3) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the details and a Statement containing brief resume of Director seeking re-appointment/appointment 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: 24th June, 2022

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.

Though not mandatory, this statement is provided for reference

The Members of the Company at the 24th Annual General Meeting ('AGM') held on 23rd September, 2017 approved the appointment of M/s. Arpit Patel & Associates, Chartered Accountants, (APA) Ahmedabad as the Statutory Auditors of the Company for a period of five years from the conclusion of the said AGM. APA will complete their present term on conclusion of this AGM in terms of the said approval and Section 139 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended for the approval of the Members, the appointment of M/s. Kantilal Patel & Co, Chartered Accountants ('KPC'), as the Statutory Auditors of the Company for a period of five years from the conclusion of this AGM till the conclusion of the 34th AGM.

On the recommendation of the Committee of the Directors of the Company, the Board also recommends for the approval of the Members w.r.t. remuneration of ` 01.25/- Lakhs (plus reimbursement of out-of pocket expenses and goods and services tax as applicable) to be payable to M/s. Kantilal Patel & Co, Chartered Accountants, to examine and conduct the audit of the accounts of the Company. Also to give the powers to the Board of Directors of the Company to alter and vary the terms and conditions of appointment, revision including upward revision in the remuneration, in such manner and to such extent as may be mutually agreed with the Auditors. There is no material change in the remuneration payable to the Statutory Auditors.

M/s. Kantilal Patel & Co,.is a growing Chartered Accountants Partnership firm established in the year 1964 by Late Shri. Kantilal V. Patel. Firm is engaged in providing Assurance, Taxation and Advisory services etc. Their commitment to clients has enabled the firm continued growth and success at developing and maintaining strong professional relationships.

Firm's Registration Number is 104744W, Peer Review Certificate Number is 011965 and Unique Code Number is 953515.The firm is a Peer reviewed firm and it undergoes a peer review as specified and established by the Institute of Chartered Accountants of India. Last peer review of the firm was completed in, 2019 and resulted in a successful review on system of quality control for accounting and auditing. This quality control review included a review of specific government engagements.

The Firm is unique combination of technical expertise, combined with philosophy of total client commitment throughout all phases of the engagement provides clients the highest quality service and products available.

M/s. Kantilal Patel & Co, Chartered Accountants, have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139 & 141 of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

Information pursuant to Regulation 36 (5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR).

a) Proposed fees payable to the statutory auditor(s) along with terms of appointment: Proposed fee: ` 1.25/- Lakhs for FY 2022-23 plus out of pocket expenses keeping in view their credentials. The fee paid to M/s. Arpit Patel & Associates (Firm's Registration No. 144032W) for FY 2021-22 was ` 1.25/- Lakhs plus out of pocket expenses.

b) Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s)proposed to be appointed:

The Management, Audit Committee and Board of Directors thought it fit to consider M/s. Kantilal Patel & Co, Chartered Accountants to be appointed as the Statutory Auditor considering the operations of the Company. Multiple firms were considered and based on series of meetings and evaluations; M/s. Kantilal Patel & Co, Chartered Accountants was shortlisted by the Audit Committee.

Credentials of M/s. Kantilal Patel & Co, Chartered Accountants (ICAI Firm Registration number:104744W), established in the year 1964 and M/s. Kantilal Patel & Co, is also a member of (A Member Firm Of Polaris IA Internation, USA.) Since 1994, Kantilal Patel &Co, is a member firm of PrimeGlobal. This association has a membership of over 350 firms in over 90 countries around the world. PrimeGlobal stands as the third largest association of independent accounting firms across the globe with worldwide presence and massive deliverance capabilities. Long before the merger that created PrimeGlobal, Kantilal Patel & Co. was among the first firms from the sub-continent to become members of the pre-merger association, Polaris International, when it was still known as IA International.

Based on the recommendation made by the Audit Committee, after assessing the performance of the Auditor and considering the experience and expertise, the Board recommends the appointment of M/s. Kantilal Patel & Co, Chartered Accountants as Statutory Auditors for a term of five years as set out in Resolution No. 4 of the Notice for approval of the Members as an Ordinary Resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice.

ITEM NO. 5.

The Company is proposing to enter into certain business transactions with related parties as described in this explanatory statement up to the next AGM of the Company (for a period not exceeding Fifteen Months). All transactions to be entered into by the Company with related parties are in the ordinary course of business and are at arm's length basis and necessary approvals as required in compliance of the provisions under the Act/ SEBI LODR, 2015 have already been obtained from the Audit Committee/Board.

Pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called as "the Listing Regulations"), all Related Party Transactions shall require prior approval of the Audit Committee and all material transactions with related parties shall require approval of the Members of the Company through a resolution and all related parties shall abstain from voting on such resolution.

It may be noted that as per the amended definition provided in the explanation to Regulation 23 (1) of SEBI LODR, 2015 which is effective April 01, 2022, a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ` 1,000 Crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.The said limits are applicable even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis. The amended Regulation 2(1)(zc) of the SEBI Listing Regulations has also enhanced the definition of related party transaction which now includes a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

Members may importantly note that the Company has been undertaking such transactions of similar nature with the said related parties in the past financial years, in the ordinary course of business and on arms' length after obtaining requisite approvals. The maximum annual value of the proposed transactions with below mentioned related parties is estimated on the basis of Company's current transactions with them and future business projections.

The Company is one of the non-banking financial companies (NBFC), primarily engaged in the business of loan financing. Accordingly, the lending book of the Company consists of diversified products, customer segments, geographies and varying tenors (Short Term and Long Term). Considering the nature of business and operations of the Company, the Company enters into various Related Party Transactions in the ordinary course of business.

The Management has provided the Audit Committee with the relevant details, as required under law, of various proposed RPTs. The Audit Committee, after reviewing all necessary information, has granted approval for entering into RPTs with related parties for an aggregate value as mentioned hereunder in a table to be entered up to the next AGM of the Company (for a period not exceeding Fifteen Months). The Audit Committee has noted that the said transactions are/will be on an arms' length basis and in the ordinary course of business of the Company.

Accordingly, approval of the Members is sought for approval of the arrangements/transactions/contracts undertaken whether by way of continuation/extension/renewal/modification/ratification of earlier arrangements/ transactions/contracts/agreements.

The following arrangements/transactions/contracts/agreements which may be entered into by the Company with its related parties, from time to time, defined below are estimated to exceeds the threshold limit as prescribed in the above para and therefore it is consider as material related party transactions. Accordingly, it requires approval of the Company by way of passing of an Ordinary Resolution.

Details of Proposed Related Party Transaction up to the next AGM of the Company (for a period not exceeding Fifteen Months).

Details of the proposed RPTs between the Company and it's related parties including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/ 2021/662 dated November 22, 2021, are as follows:

Sr. No.	Description	Details of proposed RPTs between the Company and it's related parties
1	Summary of information provided by the Management to the Audit Committee for approval of the proposed RPTs.	
a	Name of the Related Party and its relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise).	Given in below table
b	Type, material terms, monetary value and particulars of the proposed RPTs.	The Company and it's related parties (Given in below table) have entered into/propose to enter into the following RPTs up to the next AGM of the Company (for a period not exceeding Fifteen Months), for an aggregate value Given in below table
c	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed RPTs.	Not Applicable
2.	Justification for the proposed RPTs.	These transactions are regular business transactions of the Company and carried out at arm's length and in accordance with the applicable laws. Arrangement is commercially beneficial.
3	Details of proposed RPTs relating to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary.	
a	Details of the source of funds in connection with the proposed transaction	Own share capital/Internal accruals and liquidity of the Company.
b	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or	Not Applicable.

	investments: - Nature of indebtedness, - Cost of funds and - Tenure.	
C	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security.	Given in below table
d	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	To meet working capital requirements of the company/ for business purpose.
4	Arm's length pricing and a statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	Not Applicable
5	Name of the Director or Key Managerial Personnel ('KMP') who is related, if any, and the nature of their relationship.	Mr. Deepak Patel (KMP), Mr. Kiran Patel and Mr. Shailesh Patel (Directors)
6	Any other information that may be relevant.	All relevant information are mentioned in the Explanatory Statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

Name of the Related Party	**Ceejay Microfin Limited**	**Ceejay Tobacco Limited**	**Chhotabhai Jethabhai Patel Charitable Trust**
Nature of Relationship	Other related party	Other related party	Other related party
Nature of concern or interest of the related party (financial or otherwise)	Financial	Financial	Financial

Name of Related Party	Description of Relationship	Nature of Transactions	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security.	Amount of transaction per Annum up to the next AGM of the Company (for a period not exceeding Fifteen Months) * Amount in `.
Ceejay Microfin Limited	Company with a common director and promoters which are covered under Section 2(76) of the Act.	Granting/Availing/ Providing of Loan/Guarantees/ /Securities/Inter Corporate deposit interest payment/ interest income /Availing or Providing of Service and Resources/ other transactions for business purpose	Inter-corporate Deposits taken / given aggregating to ` 14.00 crore: ● Lock in Period of 2 days and thereafter on 'demand to pay basis'. ● Tenure: upto 12 months. ● Interest rate: 5% - 7.5%; linked to the Company's short-term borrowing cost. ● Repayable on Demand. ● The above inter-corporate deposits are under unsecured category. Other terms and condition as decided by Managing Director/ board of directors including to alter the existing terms and conditions. Loans: •Tenure: 20 years. • Interest rate: 10% to 12%. Other terms and condition as decided by Managing Director/ board of directors including to alter the existing terms and conditions.	` 14.00/- Crores
Ceejay Tobacco Limited	Company with a common director and promoters which	Granting/availing Providing of Loan/ Guarantees/	Inter-corporate Deposits/Loan/Guarantees/ Securities / other	` 100.00/- Crores

	are covered under Section 2(76) of the Act.	Securities/Inter Corporate deposit / Interest Payment / Interest Income / Availing or Providing of Service and Resources/ other transactions for business purpose	transactions taken /given aggregating to `100 crore: ● Interest rate: 8%; ● Repayable on Demand. ● Other terms and condition as decided by Managin director/ board of directors including to alter the existing terms and conditions. ● The above inter-corporate deposits are under unsecured category	
Chhotabhai Jethabhai Patel Charitable Trust	Trustees of the Trust are director and promoter(s) which are covered under Section 2(76) of the Act.	Donation/CSR/CSR Project	Granting of amount as a Donation/CSR of the Company	` 01.00/- Crore(s)

***Note-**

1. Amount mentioned are based on projection of Turnover for financial Year 2022-23.
2. All transaction shall be on the arm's length price basis.
3. Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the company operates in. Monetary value of transactions with a single related party subject to a maximum as mentioned hereinabove. The arrangements/transactions/ contracts/agreements involves Granting/ Availing/Providing of Loan/ Guarantees/ Securities/Inter Corporate deposit/ Interest Payment/ Interest Income/ Receipt or Availing or Providing of Service and Resources/ other transactions for business purpose. The amount will be utilised for business purpose.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, no Related Party shall vote to approve the Ordinary Resolution set forth at Item No. 5 of the Notice, whether the entity is a Related Party to the particular transaction or not.

None of the other Directors, KMPs and/ or their respective relatives is in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 5 of the Notice.

Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No. 5 of the Notice for approval by the Members.

Registered Office
C.J. House, Mota Pore,
Nadiad - 387 001
Date: 24th June, 2022

By order of the Board
For CEEJAY FINANCE LIMITED

Sd/-
Shailesh Bharvad
Company Secretary & Compliance Officer

Instructions and Procedure for Remote e-voting, attending the meeting and e-Voting during the AGM

(i) The voting period begins on Wednesday, 21-09-2022 at 09.00 a.m.(IST) and ends on Friday, 23-09-2022 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 16-09-2022 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) Pursuant to **SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual Shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration EasiRegistration

	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWebIdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at Tollfree No.: 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for Shareholders other than individual **Shareholders holding in Demat form & Physical Shareholders.**

1) The Shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual 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) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
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).

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

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

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

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) 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.

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

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

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

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

(xv) 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.

(xvi) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

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 update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

(xvii) 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 in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same. o 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 at the email address viz. csalpeshvekariya@gmail.com and to the Company at the email address viz shaileshbharvad@ceejayfinance.com, if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the Scrutinizer to verify the same.

(xviii) If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-Voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Tollfree No.: 1800 22 55 33.

Contact Details:

Company	**Ceejay Finance Limited** e-mail ID: shaileshbharvad@ceejayfinance.com Phone No.: 0268-2562633/35
Registrar & Transfer Agent	**Link Intime India Pvt. Ltd.**
Ahmedabad Office	506-508, Amarnath Business Centre-1, (ABC-1), Besides Gala Business Centre, Near St. Xavier's College Corner, Off C G Road, Ellisbridge, Ahmedabad - 380 006 Email: ahmedabad@linkintime.co.in Phone. No. 079 - 2646 5179
e-Voting Agency	**Central Depository Services (India) Limited** Name of Official - Mr. Rakesh Dalvi Designation - Manager Address - 25th Floor, A Wing, Marathon Futurex, Mafatlal Mills Compound, NM Joshi Marg, Lower Parel (E), Mumbai - 400 013 E Mail ID - helpdesk.evoting@cdslindia.com Phone/ Helpline No.: 1800 22 55 33
Scrutinizer	**Mr. Alpesh Vekariya, Practicing Company Secretary** E-mail: csalpeshvekariya@gmail.com

Registered Office
C.J. House, Mota Pore,
Nadiad - 387 001
Date: 24th June, 2022

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. Kiran Patel**
Date of Birth	18-03-1959
Nationality	Indian
Brief Resume of the Director	Mr. Kiran Patel, Non-Executive Chairman of the Company and associated since inception of the Company. He is also Director in other four companies of the Ceejay group. Over the last 26 years, he has led the expansion of the group and having Wider experience in Management, Real Estate and Marketing.
Date of Appointment	20-04-1993
DIN	00081061
PAN	ACXPP5099H
Experience (Yrs.)	More than 29 years
Expertise	Marketing, Real Estate, Legal Management
Other Directorship	Ceejay Tobacco Limited. Chhotabhai Jethabhai Patel Tobacco products Co. Ltd. Ceejay Microfin Limited. Ceejay Realty Private Limited.
Chairmanship/Membership of Committees of other companies	NIL
Inter-se relationship between Directors and other Key Managerial Personnel	He is related to Managing Director and Director of the Company.
Shareholding in Company	7285
Education	B.com

BOARD'S REPORT

To,
THE MEMBERS OF
CEEJAY FINANCE LIMITED

Your Directors are pleased to present their TWENTY NINTH Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31st March 2022.

FINANCIAL RESULTS: **(` In Lakhs)**

PARTICULARS	YEAR ENDED 31/03/2022 `	YEAR ENDED 31/03/2021 `
Revenue From Operations	1793.28	1599.37
Other Income	2.47	8.09
Total Revenue	1795.75	1607.46
Profit Before Depreciation, Finance Cost & Tax	953.71	840.96
Finance Cost	240.97	222.24
Depreciation	18.14	15.24
Profit before Tax	694.37	603.48
Provision for tax	-	-
Current Tax	199.22	147.15
Deferred Tax	(2.10)	9.32
Provision of Income Tax of earlier period	-	-
Profit After Tax	497.25	447.01
Balance of Profit brought forward	258.21	246.45
Profit available for Appropriation	761.83	707.10
APPROPRIATION		
Dividend Paid 2020-21	-	34.50
Corporate tax on Dividend 19-20	NA	NA
Transferred to		
Statutory reserve	99.45	89.40
General reserve	425.00	325.00
Balance Carried to Balance Sheet	202.88	258.21
Proposed Dividend 2021-22	34.50	34.50

COVID-19

There has been no significant impact on the operations/financial position of the company on account of the COVID-19 pandemic. Based on an assessment of the situation, the company considers that the impairment loss calculated by applying expected credit loss method as per Ind AS 109 ('Financial instruments') amounting to INR 242.16 lakhs as at 31st March, 2022 (For the year ended March 31, 2021 INR 234.01 Lakhs) are adequate to cover all future situations that may arise from the pandemic, which the company will continue to assess closely.

DIVIDEND AND TRANSFER OF AMOUNT TO GENERAL RESERVES

The Board is pleased to recommend dividend @ 10% (` 01.00 per share) per equity share of the face value of ` 10 each/- for the financial year ended 31st March, 2022, 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 ` 34.50/- Lakhs subject to deduction of TDS as applicable.

The Company has transferred ` 425.00 Lakhs to General Reserve during the year under review.

UNCLAIMED DIVIDEND AND TRANSFER OF SHARES TO IEPF

The total unclaimed dividend as on 31st March, 2022 was ` 20.20/- Lakhs of which the unpaid/unclaimed dividend of ` 2.39/- Lakhs for the financial year 2013-14 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, 11740 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 are 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 ` 1795.75 Lakhs in the current year from `1607.46 Lakhs in the previous year. The total expenses increased to ` 1101.38 Lakhs in the current year from ` 1003.98 Lakhs in the previous year, mainly due to increase in Finance Cost, impairment of financial instrument and other expenses. The finance cost increase to ` 240.97 Lakhs in the current year from ` 222.24 Lakhs in the previous year due to increase in borrowing cost. Accordingly, the profit before tax increased to ` 694.37 Lakhs in the current year from ` 603.48 Lakhs in the previous year. After providing tax of ` 197.12 Lakhs in the current year (` 156.47 in previous year) profit after tax increased to ` 497.25 Lakhs against ` 447.01 Lakhs in the previous year.

The total disbursement made in the current year ` 5689.00 Lakhs as compared to ` 4180.00 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 ` 7362.35 Lakhs in current year from ` 6107.15 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 till the date of this report, which affect or is likely to affect the financial position of the Company.

MANAGEMENT DISCUSSION AND ANALYSIS

Global Economic Overview

The year 2021 was characterised by uncertainty and volatility as the pandemic continued to shift shape and form and impacted life with varied intensity. Although global economic output grew by 5.5% in 2021, recording the sharpest post-recession rebound in decades, the recovery remained non-uniform across advanced, emerging and developing economies. The divergence in recovery could be attributed to the varied pace of vaccination and the magnitude of fiscal or monetary policy support extended by Central Banks and Governments.

As the world prepared to leave the worst of the pandemic behind in the first quarter of 2022, the Russia-Ukraine conflict significantly pushed up global crude oil prices and dampened trade sentiment with the imposition of economic sanctions by western nations on Russia, one of the world's largest producers of oil and gas. Further, rising inflation on the back of continued supply chain challenges, elevated commodity and freight costs, coupled with the emergence of new virus variants, poses significant threat to the fragile economic recovery. The possible acceleration in the US rate hike cycle to rein in inflation could increase volatility in the forex markets.

Indian Economic Overview In FY22, India's economic output rebounded sharply by 8.8%, after contracting 6.6% in FY21 following the pandemic-induced disruptions. Despite the overwhelming negative impact of the second wave of the pandemic especially in rural India, the economy demonstrated resilience and returned to growth path, aided by rapid vaccination and continued policy support through various initiatives of Government.

Further, the government's focus on public investment-led capex to crowd in private investment, bodes well for overall sentiment.

However, the rural economy that had led the recovery following the first wave remains under stress while soaring oil prices, high cost of raw materials, supply chain constraints weigh heavily on the growth trajectory. The RBI in its April 2022 Monetary Policy Committee (MPC) meeting revised its FY23 inflation forecast to 5.5% from 4.5% but kept its policy rate unchanged. The Central Bank, however, returned with a 40 bpsoff-cycle rate hike in May, 2022 ending its accommodative policy stance adopted since March 2020 to support the economy caught in the pandemic storm. The RBI is likely to adjust rates "in coordination with government's fiscal measures" to check inflation.

The Indian economy has demonstrated its resilience over the past two years of the pandemic and is on a firmer foundation maintain a growth path and, at the same time, deal with future external shocks. The near-term is likely to be volatile.

Indian Economy Overview

'India to remain the fastest growing major economy in the world during 2021-24' - as per the projections by the World Bank and the International Monetary Fund.

The FY 2021-22 has largely been a year of recovery from the impact of the Covid-19 pandemic, which had been a drag in the previous two fiscals. The Indian economy entered a technical recession in the previous fiscal year as a result of the Covid-19-induced slowdown. The policies of the Center supported the country's much-needed revival. During the initial waves of the Covid-19 pandemic, what started with reducing interest rates and stimulus measures gave a much-needed cushion to stabilize the economy. Furthermore, the development of various vaccines assisted not just in raising public morale but also in laying the groundwork for a reviving economy. With around 2 Billion inoculations successfully completed in India against the Covid-19 virus and low Covid-19 positive rates, the Indian economy is set to recuperate to its pre-pandemic levels. India's GDP grew by 9.2% in FY 2021-22, supported by widespread vaccine coverage, gains from supply-side reforms, regulatory easing, robust export growth, and the availability of fiscal support to increase capital spending. (Source: Ministry of Health and Family Welfare, Economic Survey of India FY 2021-22)

Breaking up the GDP movement quarter-wise, the Q1 of FY 2021-22 witnessed a record growth of 20.1%. This expansion was fueled by higher consumption expenditure and a lowbase effect from the previous fiscal year. Many sectors, including auto sales, retail, farm output, construction, and exports, have picked up since the end of the June quarter of FY 2021-22. In the second quarter ended September 2021, India's GDP growth normalized to 8.4% as business activities recovered to a large extent following a major relaxation in Covid-19 related restrictions during the year. The growth was fueled by the agriculture and manufacturing sectors, which grew by 4.5% and 5.5%, respectively. The economic recovery gained traction throughout the festive season, with Diwali sales reaching a decade high of ` 1.3 Trillion in CY 2021. (Source: Ministry of Statistics and Program Implementation (MOSPI), Business Standard.)

Following the US$ 5 Trillion economic dream for India, the Government announced various Production Linked Incentive (PLI) schemes and committed nearly ` 1.97 Trillion for the next five years, starting in FY 2021-22. Furthermore, the Center also extended the Emergency Credit Line Guarantee Scheme (ECLGS) till March 31, 2023, to provide credit support to small and micro organizations. As of March 2022, loans sanctioned under ECLGS had crossed ` 3.19 Trillion. (Source: Union Budget 2022)

In the Q3 of FY 2021-22, GDP growth further slowed to 5.4% due to sluggish demand in the manufacturing sector and unanticipated de-growth in the construction sector. The economy did, however, experience considerable growth in the services sector, as well as an increase in consumer spending. According to the Economic Survey FY 2021-22, total consumption is estimated to have grown by 7.0% in FY 2021-22 with Government consumption remaining the biggest contributor as in the previous year. Private consumption is also anticipated to have improved significantly to recover 97% of corresponding pre-pandemic output levels, and it is expected to witness a stronger rebound with increased vaccine coverage and faster economic activity normalization. Furthermore, the Capital markets in India boomed in 9MFY 2021-22 despite all uncertainties. The rate of growth slowed sequentially for three quarters in a row with the Omicron wave-induced restrictions and rising inflation impacting economic activity. The Indian economy saw a muted growth of 4.1% in Q4 of FY 2021-22. With a robust recovery across economic activities and several sectors approaching prepandemic levels, the Indian economy has made a strong comeback. In addition to this, even private consumption and fixed investment estimates have been boosted from previous levels in FY 2021-22. Presently, India is in a stronger position among global economies, with a significantly more robust financial sector to sustain growth.

OUTLOOK

The fundamentals of India's economy remain robust, and the service sector is catching up. This is further backed by the corporate sector's improved performance, as evidenced by the uptrend witnessed in the quarterly results. India is expected to witness a GDP growth of 7.2% in FY 2022-23. The Government's substantial capital spending program, as envisaged in the Union Budget 2022 along with a healthy financial system, is well-positioned to attract private investment by reviving economic activity and boosting demand. The Indian economy is buoyed by significant Foreign Exchange reserves which exceed its level of external debt, placing it favourably. Furthermore, with the central banks globally as well as in India engaging in gradual and calibrated withdrawal of liquidity, this would foster growth in a non-disruptive manner. However, the impacts of further outbreak of Covid-19 and its variants and the ongoing geopolitical crisis owing to the Russia-Ukraine war needs to be monitored closely. (Source: Economic Survey of FY 2021-22, RBI forecasts, MOSPI, IMF, World Bank)

Industry Structure and Developments

In the recent decade, Non-Banking Financial Companies (NBFCs) have emerged as one of the principal institutions in providing credit financing to the unorganized underserved sector. NBFCs have a systematically important role in the Indian financial system. They provide a means of financial inclusion for those who do not have easy access to credit. NBFCs have not only revolutionized the way the lending system operates in India over the last decade, but they have also merged digitization and technology to provide customers with a quick and convenient financing experience. Thus, accessing the large untapped demographic of the Indian subcontinent and setting the way for economic prosperity.

Focusing on the low-income groups and untapped segments of the society, the NBFCs provide a plethora of services, including MSME financing, Home Finance, Microfinance, Gold loan and other retail segments. With small-ticket loan forming the major chunk of the business, NBFCs have further integrated with Fintech and developed newer products of the technological age. Leveraging on the hybrid model of physical and digital delivery, NBFCs have unlocked vast opportunities for the decades to come. The Government has also shown major focus towards the development of these NBFCs and have been working on governance measures to strengthen the systemic importance of the NBFCs.

The effects of Covid-19 brought a huge slump to the NBFC industry in the previous fiscal year. The industry which was already undergoing a major crisis was further affected due to decline in disbursement. However, with the support and focus of the Government and various liquidity measures by The Reserve Bank of India (RBI) such as repo rate cut, Targeted Long-term Repo Operations, Special Liquidity Scheme and Partial Credit Guarantee Scheme, NBFCs surpassed their preCovid-19 levels of disbursements in the Q4 of FY21. The total credit outstanding from the NBFCs segment in India for FY 2020-21 stood at ` 23.75 Trillion and is expected to grow by 6% to 7% in the FY 2021-22. This progress was mainly led by growth in the Housing, Auto, Gold and other retail segments which stood resilient even in the previous fiscal year. While the disbursement and AUM trends improved in the Q3 and Q4 of FY 2021-22, the trend is expected to continue in Q4 of FY 2021-22 due to the limited impact of the third wave of the pandemic. (Source: CRISIL NBFC Report 2021)

Asset quality

FY 2021-22 was the year that differentiated the resilient business models from the ones that weren't. While there was a fair bit of decline in the NBFC sector with a shift in focus from expansion to consolidation, some NBFCs witnessed growth in AUM and improvement in asset quality on account of their robust strategies and a healthy balance sheets.The asset quality of overall NBFC sector is still stressed due to Covid-19 pandemic's aftereffects. In terms of Non-Performing Assets (NPAs), the GNPA ratio of NBFCs, which had witnessed a decline in September 2020, reflected a standstill on asset classification prevalent then, rose to reach 6.5% as at the end of September 2021. On a sequential basis, however, GNPA is expected to be lower due to the improved situation of the pandemic from January 2022. Furthermore, because the adoption of theRBI's November 12, 2021, circular being delayed until H2 FY 2022-23, the circular's incremental impact in Q4 of FY 2021-22 could be lower. RBI in the monetary policy meeting held on May 4, 2022, hiked the repo rate by 40 bps to 4.40%, making it the first time that the rate was increased since August 2018. This is expected to disproportionately increase the cost of borrowing in the nearer term and raise concerns about incremental bank funding becoming dearer going ahead. Moreover, further rate hikes in the future could lead to a deterioration in credit quality. However, overall asset quality is projected to improve in FY 2022-23, if subsequent waves of Covid-19 do not develop and hinder economic activity. Source: RBI Financial Stability Report December 2021

Outlook

Going forward, NBFCs would begin FY 2022-23 with enough capital buffers, consistent profitability, and considerable on-balance-sheet provisioning, as well as sufficient system liquidity to protect against additional Covid-19 outbreaks. These impacts would remain to be seen once the Financial Stability Report is released by the RBI for the full year. The NBFC sector's AUM is predicted to increase by 6% to 7% in FY 2021-22 and by 9% to 10% in FY 2022-23. The impacts of the pandemic are fading and Covid-19 limitations being relaxed internationally, putting NBFCs on a growth path. Furthermore, as the world's fastest-growing economy, India's rise across all sectors would create a large demand for loans. (Source: CRISIL NBFC Report 2021, Ind-Ra Research)

NBFCs have also taken various steps to navigate through the pandemic induced headwinds, stricter and strengthened underwriting norms, use of alternate data sources for underwriting, quickening the pace of digitalisation through use of UPI handles, Bots, IVR's, strengthening of collection teams and focus on safer asset classes amongst others.

The aforementioned measures, coupled with greater focus on asset quality, digitalisation across customer lifecycle, co-lending partnerships, effective utilisation of structured financing and strengthening of capital base amongst others will hold NBFC's in good stead as they navigate towards a more benign economic environment that is expected in the latter part of fiscal 2022 and beyond.

NBFCs have come a long way in terms of their scale and diversity of operations. They now play a critical role in financial intermediation and promoting inclusive growth by providing last-mile access of financial services to meet the diversified financial needs of less-banked customers. Over the years, the segment has grown rapidly, with a few of the large NBFCs becoming comparable in size to some of the private sector banks. The sector has also seen advent of many non-traditional players leveraging technology to adopt tech-based innovative business models.

Between March 31, 2009 and March 31, 2019, the total assets of NBFCs grew at a compounded annual growth rate (CAGR) of 18.6 per cent, while the balance sheets of scheduled commercial banks (SCBs) grew at a CAGR of 10.7 per cent. Consequently, the aggregate balance sheet size of NBFCs increased from 9.3 per cent to 18.6 per cent of the aggregate balance sheet size of SCBs during the corresponding period. In absolute terms, the asset size of NBFC sector (including HFCs), as on March 31, 2020, is ` 51.47 lakh crore. As at end-March 2020, NBFCs have been the largest net borrowers of funds from the financial system, of which, more than half of the funds were from SCBs, followed by Asset Management Companies-Mutual Funds (AMC-MFs) and Insurance Companies. As the financial intermediation has shifted, so has interconnectedness. Many NBFCs now rely on banking system for funds and emergency liquidity needs. Therefore, it is not enough to understand and confront the vulnerabilities of the banking sector alone. The need of the hour is to understand

vulnerabilities in the NBFC sector and how shocks are transmitted to or from the sector.

There is an increasingly complex web of inter-linkages of the sector with the banking sector, capital market and other financial sector entities, on both sides of the balance sheet. As such NBFCs, like other financial intermediaries, are increasingly exposed to counterparty, funding, market and asset concentration risks, even before the COVID-19 pandemic impacted financial markets and our lives

OPPORTUNITIES

Bank-NBFC Co-Lending model

The Government is encouraging banks to use the co-origination model of financing to address the needs of the Micro, Small and Medium Enterprises (MSME) in the country, especially in smaller towns. The Reserve Bank of India (RBI) revised the co-lending scheme to provide greater operational flexibility to lenders with an aim to improve credit flow to the unserved and underserved sector of the economy. This helps flow of credit at a lower cost to a wider market. The Reserve Bank of India's (RBI)'s decision to enable banks and NBFCs (including HFCs) to co-lend is crucial to the progress of NBFCs in India. This has allowed banks and NBFCs to leverage their respective strengths and offer better lending options to the economically weaker sections. Co-lending is an important tool to increase the microfinance, MSME and affordable housing portfolio, a win-win situation for both banks and NBFCs. Co-lending is anticipated to boost NBFCs' performance as better loan originators, allowing them to reach a broader audience and provide a better customer care experience. While banks have greater liquidity, NBFCs have better reach and origination capabilities. Co-lending, which was developed as a means of increasing liquidity, has opened up new opportunities for NBFCs to expand and succeed

THREATS

Unanticipated changes in regulatory Norms

The appropriate supervision and regulation of NBFC sector is a prerequisite for India's overall financial development. Non-bank lenders' regulatory structure has been changing over time to ensure prudent supervision and regulation. However, unexpected regulatory changes and restrictions, may increase compliance costs and adversely impact the way current products or services are produced or delivered.

Technology disruption

In India, the NBFC business is undergoing rapid technological development. Technology-based innovation has become essential to the Company's success. It has become critical to stay on top of the competition when it comes to new generation digital innovations. The potential of disruptions induced by developing technologies, however, always remain.

Liquidity squeeze

NBFCs rely on external funding to fulfill the financing needs of their customers. A liquidity crunch arising from reduced loan recovery, external funding or other unforeseen events could adversely impact the loan disbursement cycle of the NBFCs leading to subdued performance.

Global economic slowdown

The global scenario is as complex as it is uncertain. A global economic downturn might be disastrous for emerging economies. Erratic capital flows, currency volatility, migration restrictions, and global trade barriers might all have adverse impacts on the productivity and business of the NBFC sector.

Global geopolitical crises

India being an emerging global economy, faces notable risks due to global relations. A shift in developed and emerging countries' interest rates, policies and protectionism along with trade and capital market conditions may hamper businesses locally. Geopolitical and trade tensions in the global market post further risk to the Indian NBFC industry.

CEEJAY Finance intends to continue its focus on serving the informal segment in the rural and semi-urban areas and scale up business by deepening the penetration levels of existing branch network to reach more unorganized enterprises in the rural and semi-urban areas. CEEJAY Finance would be selective in choosing the customer segments, after effective credit underwriting and enhanced risk management framework to

maintain portfolio quality. On the liquidity front, we would continue to maintain higher than required liquidity during the early part of the year. We would take every step into the coming year cautiously. Protecting the portfolio, ensuring safety of our employees, containing cost and improving efficiency would be our key focus areas for the coming months till the environment becomes clear.

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, servicelevels, 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 andcustomer 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.

CAUTIONARY NOTE Certain statements in this Report may be forward-looking and are stated as may be required by applicable laws and regulations. Actual results may vary from those expressed or implied, depending upon economic conditions, Government policies and other incidental/related factors.

RISK MANAGEMENT / SWOT ANALYSIS

Managing risk is fundamental for ensuring sustained profitability and stability of an organisation. Risk management is the process of identifying, assessing, and controlling threats to an organisation's capital and earnings and focuses on proactive approach to manage both existing and emerging risks. The company views risk management as one of its core competencies and endeavours to ensure that risks are identified, assessed, and managed in a timely manner. The company risk management framework aligns risk and capital management to business strategies; aims to protect its financial strength and reputation; and ensures support to business activities for adding value to customers while creating sustainable shareholder value.

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

Your Company is exposed to various risks that are an inherent part of any financial service business. Traditionally, credit, operational and liquidity risks have always been seen as the top tier risks. The Company's risk management framework is well dimensioned and managed based on a clear understanding of various

risks, disciplined risk assessment, measurement procedures and continuous monitoring. The Board of Directors has oversight on all risks assumed by the Company and to facilitate focussed oversight of the risks identified. These risks have the potential of impacting the financial strength, operations and reputation of your Company. Keeping this in mind, your Company has a Risk Management Framework in place. The effectiveness of this framework is supervised periodically. Your company is committed towards creating an environment of increased risk awareness at all levels. It also aims at constantly upgrading the appropriate security measures, including cyber security measures, to ensure avoidance and mitigation of various risks and achieve an optimised balance of return for the risk assumed, while remaining within acceptable risk levels. Your Company conducts stress tests to assess the resilience of its Balance Sheet. This also helps to provide insights to the Management to understand the nature and extent of vulnerabilities, quantify the impact and develop plausible business-as-usual mitigating actions. The market witnessed substantial turbulence in the previous year, stemming from multiple sources impacting the industry. However, as your Company has been fundamentally built on the principle of sound risk management practices, it has successfully weathered the market turbulence and continues to remain resilient.

The Central Bank 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.

Further, Capital Adequacy (capital as a % of total advances) is quite comfortable at around 70.14%, well above regulatory minimum of 15%.

FINANCIAL PERFORMANCE

As on 31st March, 2022, against hypothecation of loan stock of ` 7362.35 Lakhs (previous year ` 6107.15 Lakhs), ` 3541.49 Lakhs is falling due within 12 months. The company has made ` 242.16 Lakhs provision towards expected credit loss.

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 increased from ` 1500.00 Lakhs to ` 1780.00 Lakhs with the Banks during the year under review.

The Company has discontinued accepting or renewing fresh deposits, therefore there no outstanding fixed deposit as on date. Inter Corporate Deposit (received) increased to ` 900.00 Lakhs in the current year from ` 360.00 Lakhs in previous year.

The Company had obtained CARE rating for ` 1500.00 Lakhs Cash Credit Limits from Bank. CARE had assigned BBB- (Stable) from +BB (Stable) ratings for the same.

CAPITAL ADEQUACY RATIO

Your Company's Capital Adequacy Ratio (CAR) stood at 70.14% 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 accepting or renewingfresh/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. Kiran Patel (DIN: 00081061), Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

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.

As on 31st March, 2022, 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.

The Board of Directors hereby declares that all the independent Directors duly appointed by the Company have given the declaration and they meet criteria of independence as provided under Section 149(6) of the Act.

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 Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CORPORATE GOVERNANCE

The Company has been following the principles and practices of good Corporate Governance and has ensured compliance of the requirements stipulated under Regulation 34 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A detailed Report on Corporate Governance as required under the said Regulation is appended alongwith the certificate issued by M/s. Alpesh Vekariya & Associates, Practicing Company Secretaries, Ahmedabad, Gujarat, the Secretarial Auditors, confirming the compliance with conditions of Corporate Governance forming part in a separate section of the Annual Report (refer page no. 40)

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 on BSE Limited. 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

M/s. Arpit Patel & Associates, (Firm Registration No .144032W) Chartered Accountants, Ahmedabad were appointed as Statutory Auditors for a period of 5 years [i.e. from FY 2017-18 to FY 2021-22] in the 24th Annual General Meeting held on 27th September, 2017. Accordingly on completion of term of appointment, the Audit Committee and Board of Directors at their meeting held on 24th June, 2022 recommend appointment of M/s. Kantilal Patel & Co., (Firm Registration No. 104744W), Chartered Accountants, Ahmedabad as the Statutory Auditors of the Company for a term of 5 (five) years from the conclusion of the ensuing Annual General Meeting (AGM) till the conclusion of AGM to be held in FY 2026- 27. They have confirmed that they are not disqualified from continuing as Auditors of the Company.

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 M/s.Alpesh Vekariya & Associates, Company Secretaries, 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]

The CSR 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 are available on the website of the Company.

During the financial year 2021-22, ` 11.75/-Lakhs has been spent towards CSR against the requirement of ` 11.59/- Lakhs. The Annual Report on CSR Activities undertaken by the Company during the financial year 2021-22, is annexed as Annexure"B" and forms part of this Report.

NOMINATION AND REMUNERATION COMMITTEE

The 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

The 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 met seven times during the financial year 2021-22.The meeting details are provided in the Corporate Governance Report that forms part of this Annual Report.

STAKEHOLDERS RELATIONSHIP/INVESTOR GRIEVANCES COMMITTEE

The 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

As per provisions of Section 134 (3) (a) of the Companies Act, 2013, the Annual Return as referred to in Section 92(3) of the Act, for the financial year 2021-22 is available on the Company's website www.ceejayfinance.com.

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.

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

Not Applicable

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 outgoes 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 Company has complied with the provision relating to the constitution of Internal Complaint Committee which are set up to redress complaints received regularly and are monitored by women line supervisors who directly report to the Chairman / Managing Director 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

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year under Review, neither any application was made nor any proceedings were pending under Insolvency and Bankruptcy Code, 2016.

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 fee/remuneration is 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 May, 2022

ANNEXURE"A" TO BOARD'S REPORT
FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Personnel) Rules, 2014]

To,
The Members,
Ceejay Finance Limited
C J House, Mota Pore,
Nadiad-387001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by CEEJAY FINANCE LIMITED, CIN: L65910GJ1993PLC019090 (hereinafter called "the Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion read with Annexure-A forming part of this report, the Company has, during the audit period covering the financial year ended on 31st March, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - (Not applicable during the period under review);
  (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - (Not applicable during the period under review);
  (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - (Not applicable during the period under review);
  (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - (Not applicable during the period under review);
  (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - (Not applicable during the period under review); and
  (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - (Not applicable during the period under review);
  (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015.

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

i. Secretarial Standards issued by the Institute of Company Secretaries of India; and

ii. The Listing Agreement entered into by the Company with BSE Limited.

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.

We further report that having regard to the compliance system and process prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

a. The Reserve Bank of India Act, 1934; and

b. 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

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

Except where consent of the Directors was received for scheduling meeting at a shorter notice, 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.

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, based on the information provided and the representation made by the Company and also on the review of the compliance certificates / reports taken on record by the Board of Directors of the Company, in our opinion 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:

1. The approval of Shareholders by way of Special Resolution has been obtained for Re-appointment of Mr. Deepak Patel (holding DIN: 00081100) as Managing Director.
2. The approval of Shareholders by way of Special Resolution has been obtained for related party transactions pursuant to Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI Listing Regulations.

There were no other major events / actions took place in pursuance of the above referred laws, rules, regulations, guidelines having a major bearing on the Company's affairs.

FOR ALPESH VEKARIYA & ASSOCIATES
COMPANY SECRETARIES

Sd/-

ALPESH VEKARIYA
FCS: 11100
COP: 21541

UDIN: F011100D000427560
PRC: 1799/2022
Place: Ahmedabad
Date: 30th May, 2022

"Annexure A"

To
The Members
Ceejay Finance Limited
C J House, Mota Pore,
Nadiad-387001

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, regulations and guidelines and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, guidelines, 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.

FOR ALPESH VEKARIYA & ASSOCIATES
COMPANY SECRETARIES

Sd/-

ALPESH VEKARIYA
FCS: 11100
COP: 21541

UDIN: F011100D000427560
PRC: 1799/2022
Place: Ahmedabad
Date: 30th May, 2022

Secretarial Compliance Report of

CEEJAY FINANCE LIMITED

FOR THE YEAR ENDED 31ST MARCH, 2022

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

We, M/s. Alpesh Vekariya & 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 exchange,

(c) website of the listed entity,

(d) any other document / filing, as may be relevant, which has been relied upon to make this certification,

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

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

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

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

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

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - (Not applicable during the period 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 applicable during the period under review);

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - (Not applicable during the period under review);

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

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

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

(i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars / guidelines issued thereunder;

and based on the above examination, We 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
-	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 Exchange (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.
-	NA	NA	NA	NA

(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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
-	NA	NA	NA	NA

(e) The Reporting of Clause 6(A) and 6(B) of the SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019 regarding "Resignation of Statutory Auditors from listed entities and their material subsidiaries" is not applicable during the period under review.

FOR ALPESH VEKARIYA & ASSOCIATES
COMPANY SECRETARIES
Sd/-
ALPESH VEKARIYA
FCS: 11100
COP: 21541

UDIN: FO11100D000358766
PRC: 1799/2022
Place: Ahmedabad
Date: 21st May, 2022

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

1. 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 Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Bharat Amin	Chairman-Independent Director	Seven Committee Meetings	7
2	Mrs. Mrudulaben Patel	Member Independent Director		7
3	Mr. Sunil G. Patel	Member-Independent Director		7
4	Mr. Deepak Patel	Member-Executive Director		7

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

Composition of the CSR committee shared above and is available on the Company's website http://ceejayfinance.com/shareholders/otherfilings/CSR_Policy.pdf

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable:

The Company is not required to undertake impact assessment of its CSR Project through an independent agency since average CSR obligation of the Company is less than ` 10 Crores in the three immediately preceding financial years.

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

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in `)	Amount required to be set off for the financial year, if any (in `)
1	**2020-21**	**1.12 Lakhs**	**1.12 Lakhs**
Total		**1.12 Lakhs**	**1.12 Lakhs**

6. Average net profit of the Company as per Section 135(5): ` 635.74 Lakhs

7. (a) Two percent of average net profit of the Company as per Section 135(5): ` 12.71 Lakhs
   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: ` NIL Lakhs
   (c) Amount required to be set off for the financial year, if any: ` 1.12 Lakhs
   (d) Total CSR obligation for the financial year (7a+7b-7c): ` 11.59 Lakhs

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

Total Amount Spent for the Financial Year (in `)	Amount Unspent (in `)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
` 11.75 Lakhs	---Not Applicable---				

(b) Details of CSR amount spent against ongoing projects for the financial year: Not Applicable

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of of activities	Local area (Yes/ No).	Location of the project.		Amount spent for the project (` In Lakhs)	Mode of implementation - Direct (Yes/No)	Mode of implementation Through implementing agency.	
				State	District			Name	CSR registration number.
1	Healthcare and Education	(i) & (ii)	No	Uttarakhand	Almora	10.00/-	No	Shri Kalyanika Himalaya Devasthanam Trust	CSR 00021652
2.	Healthcare and Education	(i) & (ii)	Yes	Gujarat	Nadiad	1.75/-	No	Chhotabhai Jethabhai Patel Charitable Trust	CSR 00023549

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) - ` 11.75 Lakhs

(g) Excess amount for set off, if any:

Sr. No.	Particular	Amount (in `)
(i)	Two percent of average net profit of the company as per section 135(5)	11.59 Lakhs
(ii)	Total amount spent for the Financial Year	11.75 Lakhs
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.16 Lakhs
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	--
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.16 Lakhs

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

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

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): None

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Not Applicable

Sd/- Sd/-

Date: 30th May, 2022 **Deepak Patel** **Bharat Amin**

Place: Nadiad **Managing Director** **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, 2022.

1) Ratio of Mr. Deepak Patel, Managing Director's remuneration to the median remuneration of employees of the Company is 1:0.12

2) 2)Percentage increase in remuneration of Mr. Deepak Patel, Managing Director is 5.38% Mr. Shailesh Bharvad, Company Secretary 11.9% and Mr. Devang Shah, CFO is 13.89%

3) Percentage increase in the median remuneration of employees-13.03%

4) Number of permanent employees on the rolls of Company-63 employees.

5) The average increase in the salaries of employees other than managerial personnel in the financial year was 9.23% compared to average increase in managerial personnel remuneration of 09.14%.

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 May, 2022

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, 2022, Seven Board meetings were held on the following dates: 17-05-2021, 28-06-2021, 13-08-2021, 13-11-2021, 08-12-2021, 14-02-2022 and 22-03-2022.

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	-	7	Yes
Mr. Deepak Patel	Executive/Promoter	4	-	7	Yes
Mr. Shailesh Patel	Non-Exe./Promoter	4	-	7	Yes
Mr. Bharat Amin	Non-Exe./Independent	3	5	7	Yes
Mrs. Mrudulaben Patel	Non-Exe./Independent	2	-	7	Yes
Mr. Sunil G. Patel	Non-Exe./Independent	2	5	7	Yes

All the Directors were present at the previous AGM of the Company held on 25th September, 2021 via Video Conferencing/Other Audio Visual Means.

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. 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. Kiran Patel (DIN: 00081061) 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, and Mr. Sunil Patel posses such skills/expertise/competencies.

ii) Behavioral skills - attributes and competencies to use their knowledge and skills to contributeeffectively 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 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.

The evaluation involves assessment of each member of the Board, by the Directors excluding the person who is being evaluated. A member of the Board will not participate in the discussion of his / her evaluation.

Independent Directors' Meeting

During the year, all the Independent Directors met once at their separate meeting on 22nd March, 2022 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 M/s. Alpesh Vekariya& Associates,Company Secretaries, 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_2022.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 at 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 Executive 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

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 seven audit committee meetings were held 17-05-2021, 28-06-2021, 13-08-2021, 13-11-2021, 08-12-2021, 14-02-2022 and 22-03-2022.. All the Committee members have attended all the meetings. Company Secretary and CFO of the Company have attended all the meetings.

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

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 seven committee meetings were held 17-05-2021, 28-06-2021, 13-08-2021, 13-11-2021, 08-12-2021, 14-02-2022 and 22-03-2022.All the Committee members have attended all the meetings. Company Secretary and CFO of the Company have attended all the meetings.

During the year 2021-22 Mr. Deepak Patel, Managing Director of the Company, has been paid total remuneration of ` 23,71,600/- comprising Salary of ` 23,50,000/- and contribution to Provident Fund of ` 21,600/-.

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 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 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

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 seven committee meetings were held 17-05-2021, 28-06-2021, 13-08-2021, 13-11-2021, 08-12-2021, 14-02-2022 and 22-03-2022.All the Committee members have attended all the meetings. 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 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

During the year seven committee meetings were held 17-05-2021, 28-06-2021, 13-08-2021, 13-11-2021, 08-12-2021, 14-02-2022 and 22-03-2022. All the Committee members have attended all the meetings. 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
2018-2019	28-09-2019	11.00 A.M.	C.J. House, Mota pore, Nadiad
2019-2020	26-09-2020	11.00 A.M.	Through Video Conferencing / Other Audio Visual Means
2020-2021	25-09-2021	11.00 A.M.	Through Video Conferencing / Other Audio Visual Means

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 28-09-2019, 26-09-2020 and 25-09-2021.

(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. 28 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 May, 2022.

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. The quarterly, half-yearly and annual results of the Company are published in English (Western Times) and Gujarati newspapers (Western Times) as per the requirements of Regulation 47 of LODR. The results are available on the website of the Company. There were no presentations made to the institutional investors or analysts during the financial year.

All the information as required by Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are displayed under Investors section of Company's website: 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	24-09-2022, Saturday, at 11.00 a.m., (IST) through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").
Financial Calendar	1st April, 2021 to 31st March, 2022
Date of book closure	Saturday 17-09-2022 to Saturday 24-09-2022. (Both days inclusive)
Dividend Payment date	01st October, 2022 or thereafter
Listing on Stock Exchanges	The BSE Limited 1st Floor, Rotunda Building, B.S. Marg, Fort, Mumbai -400 001

Listing Fees	The Company has paid annual listing fees to the Stock Exchange for the year 2022-23
Stock Code	BSE Limited-530789
Demat ISIN no. for NSDL/ CDSL	INE 358C01010
CIN of the Company	L65910GJ1993PLC019090
Stock Market Data	Monthly high and low of closing quotations of share traded on the Stock Exchange, Mumbai is furnished below.

MONTH	BSE PRICES (in `)	
	HIGH	LOW
April, 2021	94.00	67.00
May, 2021	93.00	67.05
June, 2021	92.85	74.10
July, 2021	120.00	77.00
August, 2021	123.50	88.00
September, 2021	124.95	99.00
October, 2021	125.90	87.95
November, 2021	108.00	89.05
December, 2021	99.00	81.80
January, 2022	124.00	90.15
February, 2022	116.95	89.05
March, 2022	122.00	92.00

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

Effective 1st April, 2019 request for effecting the transfer of listed securities were required to be processed only in dematerialised form with a Depository.

The Company had stopped accepting any fresh transfer request for securities held in physical form with effect from the said date. In order to address the issued transfer request filed prior to 1st April, 2019 but rejected due to deficiency in documents, etc., the Company accepted transfer request up to 31st March, 2021 in accordance with SEBI Circular dated 7th September, 2020 After 31st March, 2021, the Company has stopped accepting any transfer requests.

Dematerialisation of holdings will, inter alia, curb fraud in physical transfer of securities by unscurpulous entities and improve ease, convenience and safety of transaction for investors. In view of the aforesaid, Members who are holding shares in physical form are hereby requested to dematerialise their holdings.

Shareholding pattern — Shareholding pattern as on 31-03-2022.

Sr. no	Category	No. of shares	% of total shares
1	Promoters	2040430	59.14
2	Person acting in concert	--	--
3	Institutional Investors	--	--
4	Mutual funds and UTI	--	--
5	Banks, Financial Institution etc	--	--
6	Clearing Member	948	0.03
7	HUF	62179	1.80
8	FII's/NRI	157492	4.56
9	Private Bodies Corporate	272338	7.89
10	IEPF	102032	2.96
11	Indian Public	814581	23.61
	Total	**3450000**	**100.00**

Distribution of shareholding: Distribution of shareholding as on 31-03-2022

Shareholding Class	No. of Shareholder	No. of Share Held	% of Total
UPTO 500	2722	292584	8.48
501-1000	116	89422	2.59
1001-2000	42	60628	1.76
2001-3000	52	129104	3.74
3001-4000	14	51516	1.49
4001-5000	10	45687	1.32
5001-10000	14	101871	2.95
10001-above	38	2679188	77.66
TOTAL	**3008**	**3450000**	**100.00**

Directors' Shareholding: — Directors' Shareholding as on 31-03-2022

SR. NO.	NAME OF DIRECTOR	NO. OF SHARES HELD
1	Mr. Deepak Patel	7285
2	Mr. Kiran Patel	7285
3	Mr. Shailesh Patel	7485

Dematerialization of shares — As on 31-03-2022 DEMAT shares accounted for 88.00% (3036240 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@ceejayfinance.com

Disclosures

a) There were no transactions of material nature with its promoters, the Directors or the Management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large. The Audit Committee has granted omnibus approval for related party transactions in the ordinary course of business. The same are reviewed on a quarterly basis by the Audit Committee. Transactions with related parties have also been disclosed in the Annual Accounts.

b) There were no instances of non-compliance nor have any penalties, strictures been imposed by Stock Exchanges or SEBI or any other statutory authority during the last three years on any matter related to the capital markets.

c) In line with the requirements of the Regulation 17(9) of the Listing Regulations, the Board reviewed the Management's perception of the risks facing the Company and measures taken to minimize the same.

d) As required by Regulation 17(8) of the Listing Regulations, the Managing Director and the Chief Financial Officer have submitted a Certificate to the Board in the prescribed format for the financial year ended 31st March, 2022. The Certificate has been reviewed by the Audit Committee and taken on record by the Board.

e) The Company is in full compliance with the mandatory requirements as contained in the Listing Regulations. The Company has also adopted certain discretionary requirements of the Listing Regulations i.e. providing the Chairperson of the Company with the resources required by him to discharge his responsibilities as Chairman of the Company. The Financial Statements of the Company are unqualified.

f) The Company has no imports / exports during the year and has also not involved in any hedging activities. Thus there is no commodity price risk / foreign exchange risk / hedging activities of the Company.

g) As required by the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a Code of Conduct for Prevention of Insider Trading. The Company Secretary acts as the Compliance Officer. The Code of Conduct is applicable to all Directors and identified employees of the Company who are expected to have access to unpublished price sensitive information relating to the Company.

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
Sd/-
Deepak Patel
Managing Director
DIN: 00081100

Place: Nadiad
Date: 30th May, 2022

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) read with Clause 10(i) of Part C of Schedule V 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

We 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 us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Clause 10(i) of Part C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

In our opinion and to the best of our 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 us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March, 2022, have been debarred or disqualified from being appointed or continuing as Directors of 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	Kiranbhai Ramanbhai Patel	00081061	20/04/1993
2	Deepakbhai Ramanbhai Patel	00081100	20/04/1993
3	Shaileshbhai Ramanbhai Patel	00081127	12/07/2001
4	Bharatkumar Mahendrabhai Amin	00509903	31/12/2005
5	Sunilkumar Govindbhai Patel	05307501	29/09/2012
6	Mrudulaben Bhikhubhai Patel	07143287	31/03/2015

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our 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 ALPESH VEKARIYA & ASSOCIATES
COMPANY SECRETARIES

UDIN: F011100D000428693
PRC: 1799/2022
Place: Ahmedabad
Date: 30th May, 2022

Sd/-

ALPESH VEKARIYA
FCS: 11100
COP: 21541

CEO & 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, 2022 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 May, 2022 **Deepak Patel** **Devang Shah**

Place: Nadiad **Managing Director** **CFO**

CERTIFICATE ON CORPORATE GOVERNANCE

To the Members,
Ceejay Finance Limited,
C J House, Mota Pore,
Nadiad-387001

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, 2022 as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

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 and based on the representations made by the Directors and the Management, we certify that the Company has complied with all the mandatory conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V of the Listing Regulations.

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 ALPESH VEKARIYA & ASSOCIATES **UDIN: F011100D000429751**
COMPANY SECRETARIES **PRC: 1799/2022**
Sd/- **Place: Ahmedabad**
ALPESH VEKARIYA **Date: 30th May, 2022**
FCS: 11100
COP: 21541

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, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act"), in the manner so required, and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its profit, 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) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the 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.

S. No.	Key Audit Matter	Auditor's Response
1	Impairment of Financial Assets (Expected Credit Losses) Ind AS 109 requires the Company to recognise impairment loss allowance towards its financial assets (designated at amortise cost and fair value through other comprehensive income) using the expected credit loss (ECL) approach. Provision on loan assets created in earlier accounting periods which is in excess of the amount determined	Our Audit Procedure 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.

S. No.	Key Audit Matter	Auditor's Response
	and adjusted against such assets as impairment loss on application of expected credit loss method as per Ind AS 109 ('Financial instruments') as at 31st March, 2022 has been retained in the books of account as a matter of prudence. Based on an assessment of the situation, the company considers that the impairment losses are adequate to cover all future situations that may arise from the pandemic, which the company will continue to assess closely. [Refer Note No. 5]	• 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. • Assessed disclosures included in the financial statements in respect of expected credit losses including the specific disclosures made on ECL estimation.

Information Other than the Financial Statements and Auditors' Report Thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to the Board's Report, but does not include the financial statements and our auditors' report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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'. We have nothing to report in this regard.

Management's responsibility for the Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act and the rules thereunder, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's responsibilities for the audit of the Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, make it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work: and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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, 2022 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.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, based on our audit, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flowsfor the year then ended dealt with by this Report are in agreement with the books of account.
   (d) In our opinion, the financial statements comply with the Ind ASspecified under section 133 of the Act and the Rules thereunder, as amended.
   (e) On the basis of the written representations received from the directors as on March 31, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, from being appointed as a director in terms of section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to the financial statements and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B' to this report.
   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of sub-section (16) of Section 197 of the Act, as amended, we report that to the best of our information and according to the explanations given to us, remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
   (h) With respect to the other matters to be included in the auditor's report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company does not have any pending litigations which would impact its financial position.
      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
      (iv) (a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
         (b) The management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate)have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner

whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as provided in (a) and (b) above, contain any material misstatement.

(v) The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 38 to the Ind AS financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

For Arpit Patel & Associates.
Chartered Accountants
[Firm Registration No: 144032W]

Arpit K. Patel
Partner
Membership No.: 034032]
UDIN: 22034032AJWBXV714

Place: Ahmedabad
Date: May 30, 2022

Annexure A to the Independent Auditors' Report

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

To the best of our information and according to the explanations provided to us by the Company and the books of accounts and the records examined by us in the normal course of audit, we state that:

(i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a program of physical verification of Property, Plant and Equipment, so as to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) Based on our examination of the property tax receipts, registered sale deed/ transfer deed/ conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties, disclosed in the standalone financial statementsincluded under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date, except the following:

Description of the property, including location, identification number from land records, municipal records, etc.	Gross carrying amount as per balance sheet of the Client (in ` lakhs)	Name of the party(s) who are holding the title of the immovable property	Whether the immovable property is held in the name of the promoter, director or their relative or employee?	In whose name is the property held?	Period of Holding	Reason for the immovable property not being held in the name of the Client
Building	8.25	Mr. Kiran R Patel, Mr. Deepak R Patel and Mr. Shailesh R Patel	Yes	Mr. Kiran R Patel, Mr. Deepak R Patel and Mr. Shailesh R Patel	Since 1993-94	This property is in the process of being transferred in the name of the company.

(d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The Company does not have any inventory during the year and hence, reporting under clause 3(ii)(a) of the Order is not applicable.

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

(iii) (a) As the principal business of the Company is to give loans, reporting under clause 3(iii)(a) of the Order is not applicable.

(b) The grant of loans are not prejudicial to the Company's interest.

(c) In respect of loans assets, the schedule of repayment of principal and payment of interest has been stipulated, except for loans where there are delays or defaults in repayment of principal and / or payment of interest as at the balance sheet date, in respect of which the Company has disclosed the accounting policy in note no 2.16 and asset classification / staging in note 5 to the Financial Statements in accordance with Ind AS and the guidelines issued by the regulators, the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest, as applicable. Having regard to the nature of the Company's business and the voluminous nature of loan transactions involved, it is not practicable to furnish entity wise list of loan assets where delinquencies in the repayment of principal and interest have been identified.

(d) The total amount overdue for more than ninety days, in respect of loans and advances in the nature of loans including interest thereon, as at March 31, 2022 is ` 816.29 Lakh (1663 cases). Reasonable steps have been taken by the Company for recovery of the principal and interest as stated in the applicable Regulations and Loan agreements.

(e) As the principal business of the Company is to give loans, reporting under clause 3(iii)(e) of the Order is not applicable.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) The Company has complied with the provisions of sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

(vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under clause 148(1) of the Companies Act, 2013, for the operations of the Company.

(vii) In respect of statutory dues:

(a) In our opinion, the Company has generally been regular in depositing the undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues, as applicable, to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

(c) Based on the records of the Company examined by us, there are no dues of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues, as applicable, which have not been deposited on account of any dispute.

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (43 of 1961).

(ix) (a) The Company is regular in repayment of loans or other borrowings or in payment of interest thereon to lenders.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or government authority.

(c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) According to the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not have subsidiaries, associates or joint ventures during the year. Hence, reporting under clause 3(ix)(e) of the Order is not applicable.

(f) The Company does not have subsidiaries, associates or joint ventures during the year. Hence, reporting under clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence, reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of Section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year.

(c) As represented to us by the management of the Company, there are no whistle blower complaints received by the Company during the year.

(xii) In our opinion, the Company is not a Nidhi company. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion, the Company is in compliance with Section 177 and Section 188 of the Act with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accoounting standards.

(xiv) (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) In our opinion, during the year, the Company has not entered into non-cash transactions with directors or persons connected with its directors, and hence, provisions of section 192 of Act are not applicable to the Company.

(xvi) (a) In our opinion, the Company has registered as required, under section 45-IA of the Reserve Bank of India Act, 1934.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). Hence, reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the board of directors and management plans, and based on our examination of the

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

(xx) (a) According to the information and explanations given to us, the Company has no unspent amount that needs to be transferred to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the Act.

(b) There are no unspent amounts towards Corporate Social Responsibility (CSR) on ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Act in compliance with sub-section (6) of Section 135 of the Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable.

For Arpit Patel & Associates.
Chartered Accountants
[Firm Registration No: 144032W]

Arpit K. Patel
Partner
Membership No.: 034032
UDIN: 22034032AJWBXV7140

Place: Ahmedabad
Date: May 30, 2022

Annexure B to the Independent Auditors' Report

Referred to in paragraph2(f) under 'Report on other legal and regulatory requirements' section of our report of even date to the members ofCeejay Finance Limited)

Report on the internal financial controls with reference to the financial statements under section 143(3)(i) of the Act

We have audited the internal financial controls over financial reporting of the Company as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's responsibility for internal financial controls

The Company's management and Board of Directors 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 ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('the ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 issued by the ICAI and the SAs prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those SAs and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

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

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 with reference to these financial statements includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of the financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent limitations of internal financial controls over financial reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management 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 with reference to the financial statements and such internal financial controls over financial reporting were operating effectively as atMarch 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For Arpit Patel & Associates.
Chartered Accountants
[Firm Registration No: 144032W]

Arpit K. Patel
Partner
Membership No.: 034032
UDIN: 22034032AJWBXV7140

Place: Ahmedabad
Date: May 30, 2022

Balance Sheet as at 31st March 2022

(Amount in ` Lakhs)

Particulars	Note No.	As at 31st March 2022	As at 31st March 2021
ASSETS			
(1) Financial Assets			
(a) Cash and cash equivalents	3	174.60	150.37
(b) Bank Balance other than (a) above	4	57.18	57.98
(c) Loans	5	7,700.05	6,597.63
(d) Investments	6	54.34	49.93
(e) Other Financial assets	7	5.81	8.68
Total Financial Assets		**7,991.98**	**6,864.59**
(2) Non Financial Assets			
(a) Income tax assets (Net)	8	-	13.28
(b) Deferred tax Assets (Net)	19C	62.42	61.15
(c) Property, Plant and Equipment	9	108.11	117.10
(d) Other Intangible assets	9	7.02	2.17
(e) Other non-financial assets	10	126.20	113.99
Total Non Financial Assets		**303.75**	**307.69**
Total Assets		**8,295.73**	**7,172.28**
LIABILITIES AND EQUITY			
LIABILITIES			
(1) Financial Liabilities			
(a) Payables			
(I)Trade Payables	11		
(i) total outstanding dues of micro and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro and small enterprises		102.64	65.89
(b) Borrowings (Other than Debt Securities)	12	2,408.31	1,842.78
(c) Other financial liabilities	13	20.20	22.31
Total Financial Liabilities		**2,531.15**	**1,930.98**
(2) Non Financial Liabilities			
(a) Income tax liabilities (Net)	14	25.50	-
(b) Provisions	15	40.53	17.08
(c) Other non-financial liabilities	16	19.32	14.11
Total Non Financial Liabilities		**85.35**	**31.19**
(3) EQUITY			
(a) Equity Share capital	17	345.00	345.00
(b) Other Equity	18	5,334.23	4,865.11
Total Equity		**5,679.23**	**5,210.11**
Total Liabilities and Equity		**8,295.73**	**7,172.28**

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

Firm registration number: 144032W
Arpit K. Patel
Partner

Membership no. 034032

Place : Ahmedabad
Date : May 30, 2022

For and on behalf of the board of directors :

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

Place : Nadiad
Date : May 30, 2022

Statement of Profit and Loss for the year ended 31st March 2022

(Amount in ` Lakhs)

	Particulars	Note No.	For the year ended 31st March 2022	For the year ended 31st March 2021
I	**REVENUE**			
	Interest income	20	1,792.27	1,598.53
	Dividend income		1.01	0.84
	Total Revenue from operations		**1,793.28**	**1,599.37**
	Other Income	21	2.47	8.09
	Total Income (I)		**1,795.75**	**1,607.46**
II	**EXPENSES**			
	Finance costs	22	240.97	222.24
	Impairement of financial instruments	23	156.99	99.12
	Employee benefit expenses	24	291.13	287.55
	Depreciation and amortization expense	9	18.14	15.24
	Other expenses	25	394.15	379.83
	Total Expenses (II)		**1,101.38**	**1,003.98**
III	**Profit before exceptional items and tax (I-II)**		**694.37**	**603.48**
IV	**Exceptional Items**		**-**	**-**
V	**Profit before tax (III-IV)**		**694.37**	**603.48**
VI	**Tax expense:**			
	(1) Current tax	19A	199.22	147.15
	(2) Deferred tax charged/(credited)	19C	(2.10)	9.32
	Total tax expenses		**197.12**	**156.47**
VII	**Profit for the year**		**497.25**	**447.01**
	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		(1.59)	3.41
	(b) Net gain/(loss) on equity instruments through OCI		8.41	12.31
	(ii) Income Tax impact thereon		(0.44)	(2.09)
			6.38	**13.63**
(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**		**6.38**	**13.63**
IX	**Total Comprehensive Income for the year(VII+VIII)**		**503.63**	**460.64**
	Earnings per share (Face Value of ` 10 each)			
	- Basic	27	14.41	12.96
	- Diluted	27	14.41	12.96

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

Firm registration number: 144032W

Arpit K. Patel
Partner

Membership no. 034032

Place : Ahmedabad
Date : May 30, 2022

For and on behalf of the board of directors :

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

Place : Nadiad
Date : May 30, 2022

Statement of cash flows for the year ended 31st March 2022

(Amount in ` Lakhs)

	Particulars	For the Year ended 31st March 2022	For the Year ended 31st March 2021
I	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Net Profit Before Tax	**694.37**	**603.48**
	Adjustments for :		
	Depreciation	18.14	15.24
	Dividend Income	(1.01)	(0.84)
	Loss on sale of Property, Plant & Equipment	-	0.23
	Profit on sale of Property, Plant & Equipment	(0.21)	-
	Interest Income on Fixed Deposits	(2.08)	(1.58)
	Actuarial Loss on employee benefits	7.10	-
	ECL Provision	8.15	-
	Non operative income	(0.39)	-
	Interest expense	240.97	222.24
		270.68	**235.29**
	Operating profit before working capital changes	**965.05**	**838.77**
	Changes in Working Capital :		
	(Increase)/Decrease in Loans	(1,102.42)	839.51
	(Increase)/Decrease in Other Financial & Non-financial assets	(7.17)	(26.13)
	Increase/(Decrease) in Trade Payables	36.75	(46.11)
	Increase/(Decrease) in Other Financial Liabilities	(0.95)	(0.50)
	Increase/(Decrease) in Provision	18.86	(5.89)
	Increase/(Decrease) in Other Non-Financial Liabilities	5.21	(17.23)
	Cash Generated form Operations	**(84.67)**	**1,582.42**
	Direct Taxes Paid	(172.00)	(151.69)
	NET CASH FLOW FROM/(USED IN) OPERATING ACTIVITIES	**(256.66)**	**1,430.73**
II	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of Property, Plant & Equipments	(5.61)	(19.21)
	Purchase of Intangible Assets	(8.50)	(0.41)
	Sale of Property, Plant & Equipment	0.30	6.35
	Sale of Investments	3.99	3.01
	(Increase)/Decrease of Fixed Deposits	-	(9.14)
	Interest received on Fixed Deposits	0.82	2.63
	Dividend Income	1.01	0.84
	NET CASH FLOW FROM/(USED IN) INVESTING ACTIVITIES	**(7.99)**	**(15.93)**
III	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Interest Paid	(241.35)	(222.28)
	Repayment of Borrowings	-	(1,128.41)
	Net Proceeds from Borrowings	565.53	-
	Dividend Paid	(35.29)	(35.36)
	NET CASH FLOW FROM/(USED IN) FINANCING ACTIVITIES	**288.89**	**(1,386.05)**
	NET INCREASE/(DECREASE) IN CASH & CASH EQUIVALENTS	**24.23**	**28.74**
	NET CASH & CASH EQUIVALENTS (OPENING BALANCE)	**150.37**	**121.63**
	NET CASH & CASH EQUIVALENTS (CLOSING BALANCE)	**174.60**	**150.37**

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:

(` in Lakhs)

Particulars	As at 31st March, 2021	Cash Flows	Non cash changes	As at 31st March, 2022
Borrowings (Other than Debt Securities)	1,842.78	565.53	-	2,408.31
Other financial liabilities	0.38	(0.38)	-	-

(` in Lakhs)

Particulars	As at 31st March, 2020	Cash Flows	Non cash changes	As at 31st March, 2021
Borrowings (Other than Debt Securities)	2,971.19	(1,128.41)	-	1,842.78
Other financial liabilities	0.42	(0.42)	0.38	0.38

As Per our audit report of even date.

For Arpit Patel & Associates
Chartered Accountants

Firm registration number: 144032W
Arpit K. Patel
Partner

Membership no. 034032

Place : Ahmedabad
Date : May 30, 2022

For and on behalf of the board of directors :

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

Place : Nadiad
Date : May 30, 2022

Statement of Changes in Equity for the year ended 31st March 2022

Part A - Equity Share Capital

(i) As on 31st March, 2022 **(` In Lakhs)**

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
345.00	-	-	-	345.00

(ii) As on 31st March, 2021

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
345.00	-	-	-	345.00

Statement of Changes in Equity for the year ended 31st March 2022

Part B - Other Equity

(i)	As on 31st March, 2022	Reserves & Surplus			
		Other Reserves- Statutory Reserve as per Section 45IC of the RBI Act, 1934 (specify nature)	Retained Earnings		Total
			General reserve	Net Surplus in Statement of Profit & Loss	
	Balance at the beginning of the current reporting period	1,130.91	3,476.00	258.21	4865.11
	Changes in accounting policy /prior period errors	-	-	-	-
	Restated balance at the beginning of the current reporting period	-	-	-	-
	Total Comprehensive Income for the current year	-	-	503.62	503.62
	Dividends	-	-	(34.50)	(34.50)
	Transfer to retained earnings				
	Add/(less) : Amount transferred to Statutory reserve	99.45	-	(99.45)	-
	Add/(less) : Amount transferred to General reserve	-	425.00	(425.00)	-
	Any other change (to be specified)	-	-	-	-
	Balance at the end of the current reporting period	1,230.36	3,901.00	202.88	5,334.23

(ii)

As on 31st March,2021	Reserves & Surplus			
	Other Reserves- Statutory Reserve as per Section 45IC of the RBI Act, 1934 (specify nature)	Retained Earnings		Total
		General reserve	**Net Surplus in Statement of Profit & Loss**	
Balance at the beginning of the previous reporting period	1,041.51	3,151.00	246.45	4,438.96
Changes in accounting policy/ prior period errors	-	-	-	-
Restated balance at the beginning of the previous reporting period	-	-	-	-
Total Comprehensive Income for the previous year	-	-	460.64	460.64
Dividends	-	-	(34.50)	(34.50)
Transfer to retained earnings				
Add/(less) : Amount transferred to Statutory reserve	89.40	-	(89.40)	-
Add/(less) : Amount transferred to General reserve	-	325.00	(325.00)	-
Any other change (to be specified)	-	-	-	-
Balance at the end of the previous reporting period	1,130.91	3,476.00	258.21	4,865.11

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

Firm registration number: 144032W
Arpit K. Patel
Partner

Membership no. 034032

Place : Ahmedabad
Date : May 30, 2022

For and on behalf of the board of directors :

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

Place : Nadiad
Date : May 30, 2022

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.

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.

(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 in business model and so a prospective 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.

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. The Company has elected to regard previous GAAP carring values of Property, Plant & Equipment as deemed cost at the date of transition to IND AS.

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 Company has elected to regard previous GAAP carring value of Intangible assets as deemed cost at the date of transition to IND AS.

The estimated useful lives are, as follows:

Computer Software - 5 years

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 Amendment to Schedule III of Companies Act, 2013

Ministry of Corporate Affairs (MCA) issued notifications dated 24th March, 2021 to amend Schedule III of the Companies Act, 2013 to enhance the disclosures required to be made by the Company in its financial statements. These amendments are applicable to the Company for the financial year starting 1st April, 2021 and applied to the standalone financial statements:

a. Lease liabilities separately disclosed under the head 'financial liabilities', duly distinguished as current or non-current.

b. Certain additional disclosures in the standalone Statement of Changes in Equity such as changes in equity share capital due to prior period errors and restated balances at the beginning of the current reporting period.

c. Additional disclosure for shareholding of promoters.

d. Additional disclosure for ageing schedule of trade payables and capital work-in-progress.

e. Specific disclosure such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in the name of the Company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties etc.

f. Additional disclosure regarding to Corporate Social Responsibility (CSR) and undisclosed income.

2.19 Recent accounting pronouncements

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules 2022 dated 23 March, 2022 to amend the following Ind AS which are effective from 01 April, 2022.

(i) Onerous Contracts – Costs of Fulfilling a Contract – Amendments to Ind AS 37

The amendments to Ind AS 37 specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making. The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs for example direct labour and materials and an allocation of other costs directly related to contract activities for example an allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling that contract. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

The amendments are effective for annual reporting periods beginning on or after 1 April, 2022. The amendments are not expected to have a material impact on the Company.

(ii) Reference to the Conceptual Framework – Amendments to Ind AS 103

The amendments replaced the reference to the ICAI's "Framework for the Preparation and Presentation of Financial Statements under Indian Accounting Standards" with the reference to the "Conceptual Framework for Financial Reporting under Indian Accounting Standard" without significantly changing its requirements.

The amendments also added an exception to the recognition principle of Ind AS 103 Business Combinations to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets or Appendix C, Levies, of Ind AS 37, if incurred separately.

It has also been clarified that the existing guidance in Ind AS 103 for contingent assets would not be affected by replacing the reference to the Framework for the Preparation and Presentation of Financial Statements under Indian Accounting Standards.

The amendments are effective for annual reporting periods beginning on or after 1 April, 2022. The amendments are not expected to have a material impact on the Company.

(iii) Property, Plant and Equipment: Proceeds before Intended Use – Amendments to Ind AS 16

The amendments modified paragraph 17(e) of Ind AS 16 to clarify that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

The amendments are effective for annual reporting periods beginning on or after 1 April, 2022. The amendments are not expected to have a material impact on the Company.

(iv) Ind AS 109 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

The amendments are effective for annual reporting periods beginning on or after 1 April, 2022. The amendments are not expected to have a material impact on the Company

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

Particulars	31st March, 2022 `	31st March, 2021 `
Cash on hand (Including cheques on hand)*	44.77	66.51
Balances with banks		
(i) In current accounts	129.83	54.71
(ii) In cash credit accounts	-	29.15
Total	**174.60**	**150.37**

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

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

Particulars	31st March, 2022 `	31st March, 2021 `
Unpaid dividend bank balances	20.20	20.98
Margin money fixed deposits with maturity of more than 3 months but less than 12 months	36.98	37.00
Total	**57.18**	**57.98**

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

5 Loans **(` in Lakhs)**

Particulars	31st March, 2022 `	31st March, 2021 `
(A) Loans at amortised cost :		
Term Loans	6945.42	6081.64
Term Loans to related parties	496.79	250.00
Inter corporate deposits to related parties	500.00	500.00
Total Loans (Gross)	**7942.21**	**6831.64**
Less : Impairment loss allowance	242.16	234.01
Total Loans (Net)	**7700.05**	**6597.63**
(B) Nature		
(i) Secured by tangible assets	7120.19	5990.41
(ii) Unsecured	822.02	841.23
Total (B) (Gross)	**7942.21**	**6831.64**
Less : Impairment loss allowance	242.16	234.01
Total (B) (Net)	**7700.05**	**6597.63**
(C) Loans to :		
a) Public sector	-	-
a) Others	7942.21	6831.64
Total (C) (Gross)	**7942.21**	**6831.64**
Less : Impairment loss allowance	242.16	234.01
Total (C) (Net)	**7700.05**	**6597.63**

Reconciliation of ECL balance as on March 31, 2022 is given below: **(` in Lakhs)**

Particulars	As at March 31, 2022			
	Stage 1	Stage 2	Stage 3	Total
ECL allowance - opening balance	90.72	9.68	133.61	234.01
New assets originated or purchased	132.04	15.14	9.81	156.99
Assets derecognised or write offs	-	-	(148.84)	(148.84)
Transfers to Stage 1	2.30	(1.67)	(0.63)	-
Transfers to Stage 2	(18.92)	19.71	(0.79)	-
Transfers to Stage 3	(60.11)	(31.43)	91.54	-
ECL allowance - closing balance	**146.03**	**11.43**	**84.70**	**242.16**

Reconciliation of ECL balance as on March 31, 2021 is given below:

(` in Lakhs)

Particulars	As at March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total
ECL allowance - opening balance	52.83	133.28	124.80	310.91
New assets originated or purchased	87.41	5.18	6.54	99.13
Assets derecognised or write offs	-	-	(176.03)	(176.03)
Transfers to Stage 1	1.53	(1.11)	(0.42)	-
Transfers to Stage 2	(0.61)	1.14	(0.53)	-
Transfers to Stage 3	(50.44)	(128.81)	179.25	-
ECL allowance - closing balance	**90.72**	**9.68**	**133.61**	**234.01**

6 Investments **(` in Lakhs)**

Particulars	31st March, 2022 `	31st March, 2021 `
(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	9.98	9.98
0 (P.Y.1) Bond of 9.70% Tamilnadu Generation and Distribution Corporation Limited 2021	-	3.99
Subtotal (i)	**9.98**	**13.97**
(ii) Investment in Equity Instruments (Quoted) (Valued at Fair Value through Other Comprehensive Income)		
537 (P.Y 537) of India Giletin Ltd of ` 10 each	**0.60**	0.49
3,000 (P.Y. 3,000) of Jagran Prakashan Ltd of ` 2 each	**1.97**	1.76
9,589 (P.Y.9,589) of NHPC Ltd. of ` 10 each	**2.68**	2.35
9,082 (P.Y.9,082) of NTPC Ltd. of ` 10 each	**12.28**	9.67
Nil (P.Y. 300) of Indus Network Ltd of ` 10 each	**-**	-
448 (P.Y. 448) of Reliance Industries Ltd. of ` 10 each	**11.85**	8.98
400 (P.Y. 400) of Tata Consultancy Service Ltd of ` 1 each	**14.98**	12.71
Subtotal (ii)	**44.36**	35.96
Total (i+ii)	**54.34**	49.93
AGGREGATE AMOUNT OF QUOTED INVESTMENTS	**44.36**	35.96
AGGREGATE AMOUNT OF UNQUOTED INVESTMENTS	**9.98**	13.97
FAIR VALUE OF QUOTED INVESTMENTS	**44.36**	35.96

(` in Lakhs)

Particulars		31st March, 2022 `	31st March, 2021 `
Note 7	**Other Financial Assets**		
	Deposits	4.02	8.15
	Interest accrued on Margin money fixed deposits	1.79	0.53
	Total	**5.81**	**8.68**
Note 8	**Current Tax assets (Net)**		
	Advance income tax (net of provision for taxation)	-	13.28
	Total	**-**	**13.28**

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

(` in Lakhs)

Nature of the Assets	Property plant and equipment						Intangible assets	
	Building	Office Equipment	Computers	Furniture and Fixtures	Vehicles	Total	Computer Software	Total
Gross Carrying Amount								
As at 1st April, 2020	53.81	12.79	12.84	30.02	29.08	138.53	6.71	6.71
Additions	0.81	1.61	0.53	0.17	16.09	19.21	0.41	0.41
Disposals	-	-	-	-	(12.26)	(12.26)	-	-
At 31st March, 2021	**54.62**	**14.40**	**13.37**	**30.19**	**32.91**	**145.48**	**7.12**	**7.12**
Additions	-	2.74	2.10	-	0.77	5.61	8.50	8.50
Disposals	-	(0.35)	-	-	-	(0.35)	-	-
At 31st March, 2022	**54.62**	**16.78**	**15.47**	**30.19**	**33.68**	**150.74**	**15.62**	**15.62**
Depreciation								
At 1st April, 2020	1.96	3.89	5.62	3.96	4.63	20.06	3.72	3.72
Depreciation charge for the year	1.10	2.28	2.16	3.11	5.36	14.01	1.23	1.23
Disposals	-	-	-	-	(5.69)	(5.69)	-	-
At 31 Mar 2021	**3.06**	**6.17**	**7.78**	**7.07**	**4.30**	**28.38**	**4.95**	**4.95**
Depreciation charge for the year	1.12	2.54	1.63	3.06	6.13	14.48	3.66	3.66
Disposals	0.01	(0.26)	-	-	0.02	(0.23)	(0.01)	(0.01)
At 31 Mar 2022	**4.19**	**8.45**	**9.41**	**10.13**	**10.45**	**42.63**	**8.60**	**8.60**
Net carrying value								
At 31st March, 2022	**50.43**	**8.33**	**6.06**	**20.06**	**23.23**	**108.11**	**7.02**	**7.02**
At 31st March, 2021	**51.56**	**8.23**	**5.59**	**23.12**	**28.61**	**117.10**	**2.17**	**2.17**

Details of immovable properties not held in name of the company

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value (` in Lakhs)	Title deeds held in the name of	Whether title deed holder is promoter, director or relative # of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
PPE	Building	8.25	Mr. Kiran R Patel Mr. Deepak R Patel Mr. Shailesh R Patel	Promoters	1993-94	This property is in the process of being transferred in the name of the company.

Note 10 Other Non Financial assets **(` in Lakhs)**

Particulars	31st March, 2022 `	31st March, 2021 `
Advance to dealers	20.13	20.20
Balance with government authorities	18.33	6.74
Prepaid expenses	20.59	12.31
Capital advances	-	8.50
For gratuity	-	2.51
Repossessed Assets	67.15	63.73
Total	**126.20**	**113.99**

Note 11 Trade and other payables

(` in Lakhs)

Particulars	31st March, 2022 `	31st March, 2021 `
Total outstanding dues of Micro and Small Enterprises	-	-
Total outstanding dues of Creditors other than Micro and Small Enterprises	102.64	65.89
Total	**102.64**	**65.89**

Trade payable aging as on 31st March,2022

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	92.62	9.26	0.77	-	102.64
(iii) Disputed dues MSME	-	-	-	-	-
(iv) Disputed dues Others	-	-	-	-	-

Trade payable aging as on 31st March,2021

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	63.43	2.45	-	-	65.89
(iii) Disputed dues MSME	-	-	-	-	-
(iv) Disputed dues Others	-	-	-	-	-

Note 12 Borrowings (other than debt Securities)

(` in Lakhs)

Particulars	31st March, 2022 `	31st March, 2021 `
At amortised cost :		
Loans repayable on demand from Banks (Cash Credit from banks)	1,508.31	1,482.78
Inter corporate deposits from related parties (Unsecured) (refer note no. 28)	900.00	360.00
Total	**2,408.31**	**1,842.78**

Note 13 Other Financial Liabilities

(` in Lakhs)

	Particulars	31st March, 2022 `	31st March, 2021 `
	Unclaimed Dividends	20.20	20.98
	Interest accrued but not due on borrowings	-	0.38
	Security deposit from customers	-	0.95
	Total	**20.20**	**22.31**
Note 14	**Current Tax Liabilities (net)**		
	Provision for taxation	25.50	-
	Total	**25.50**	**-**
Note 15	**Provisions**		
	For gratuity	4.59	-
	For others	35.94	17.08
	Total	**40.53**	**17.08**
Note 16	**Other Non Financial Liabilities**		
	Statutory dues payable	19.32	14.11
	Total	**19.32**	**14.11**
Note 17	**Equity Share Capital**		
	(A) Authorised:		
	50,00,000 (March 31, 2021 : 50,00,000)		
	equity shares of ` 10/- each	500.00	500.00
	(B) Issued, subscribed and fully paid up		
	34,50,000 (March 31, 2021 : 34,50,000)		
	equity shares of ` 10/- each	345.00	345.00
	Total	**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	` in lakhs
As at April 01, 2020	3,450,000	345.00
Issued during the year	-	-
As at March 31, 2021	3,450,000	345.00
Issued during the year	-	-
As at March 31, 2022	3,450,000	345.00

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

	As at 31st March,2022		As at 31st March,2021	
Class of shares/ Name of shareholder	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
2. Praful M Patel (H.U.F)	189,090	5.48	189,090	5.48
3. Aadit Harshadbhai Dalal	179,679	5.21	179,679	5.21

c. Details of Shares Held by Promoter as on March 31, 2022 and as on March 31, 2021.

Shares held by Promoters		31st March,2022			31st March,2021		
Sr. No.	Promoters Name	No of Shares	% of total Shares	% change during the Year	No of Shares	% of total Shares	% change during the Year
1	Aadit Harshad Dalal	179679	5.2081	0.00%	179679	5.2081	0.00%
2	Ankita Shaileshbhai Patel	111749	3.2391	0.00%	111749	3.2391	0.00%
3	Avni P Deshpande	39060	1.1322	0.00%	39060	1.1322	0.00%
4	Bhavini Kiran Patel	31342	0.9085	0.00%	31342	0.9085	0.00%
5	Bina Deepak Patel	29450	0.8536	0.00%	29450	0.8536	0.00%
6	Dalal Mona Rakesh	2850	0.0826	3.64%	2750	0.0797	-8.33%
7	Datten Deepakbhai Patel	59070	1.7122	0.00%	59070	1.7122	0.00%
8	Deepak Ramanbhai Patel	7285	0.2112	0.00%	7285	0.2112	0.00%
9	Deepakbhai Ramanbhai Patel HUF	81730	2.369	0.00%	81730	2.369	0.00%
10	Dilipbhai Chimanlal Parikh	4000	0.1159	0.00%	4000	0.1159	0.00%
11	Harshadbhai Natverlal Dalal HUF	207625	6.0181	0.00%	207625	6.0181	0.00%
12	Jaimin Kiranbhai Patel	55570	1.6107	0.00%	55570	1.6107	0.00%
13	Jignesh Kiranbhai Patel	55570	1.6107	0.00%	55570	1.6107	0.00%
14	Kiran Ramanbhai Patel	7285	0.2112	0.00%	7285	0.2112	0.00%
15	Kiranbhai Ramanbhai Patel HUF	81630	2.3661	0.00%	81630	2.3661	0.00%
16	Mamtaben Sunilbhai Patel	17295	0.5013	0.00%	17295	0.5013	0.00%
17	Niyati Parekh	39000	1.1304	0.00%	39000	1.1304	0.00%
18	Poorna Praful Patel	89860	2.6046	0.00%	89860	2.6046	0.00%
19	Praful M Patel HUF	189090	5.4809	0.00%	189090	5.4809	0.00%
20	Prajay Praful Patel	137760	3.993	0.00%	137760	3.993	0.00%
21	Pratibha Vasantkumar Shah	40200	1.1652	0.00%	40200	1.1652	0.00%
22	Ramanbhai Jethabhai Patel (Huf)	44165	1.2801	0.00%	44165	1.2801	0.00%
23	Ranu Nimish Parikh	81230	2.3545	0.00%	81230	2.3545	0.00%
24	Shailesh Ramanbhai Patel	7485	0.217	0.00%	7485	0.217	0.00%
25	Shaileshbhai Ramanbhai Patel HUF	81830	2.3719	0.00%	81830	2.3719	0.00%
26	Shital Shailesh Patel	23125	0.6703	0.00%	23125	0.6703	0.00%
27	Taraben Ramanbhai Patel	29060	0.8423	0.00%	29060	0.8423	0.00%
28	Usha Harshad Dalal	148665	4.3091	0.00%	148665	4.3091	0.00%
29	Vanisha Deepakbhai Patel	52070	1.5093	0.00%	52070	1.5093	0.00%
30	Varsha Praful Patel	100200	2.9043	0.00%	100200	2.9043	0.00%
31	Vasantkumar Chimanlal Shah	5500	0.1594	-15.38%	6500	0.1884	-16.13%
	Total	**2040430**			**2041330**		

Note 18 Other Equity **(` in Lakhs)**

Particulars	31st March, 2022 `	31st March, 2021 `
Statutory reserve under section 45IC of RBI Act, 1934	1,230.36	1,130.91
General reserve	3,901.00	3,476.00
Net surplus in the statement of Profit and loss	202.87	258.20
Total	**5,334.23**	**4,865.11**

(` in Lakhs)

A.	Statutory reserve under section 45IC of RBI Act, 1934	31st March, 2022 `	31st March, 2021 `
	Opening balance	1,130.91	1,041.51
	Addition during the year	99.45	89.40
	Deduction/Adjustment during the year	-	-
	Closing balance	**1,230.36**	**1,130.91**

(` in Lakhs)

B.	General reserve	31st March, 2022 `	31st March, 2021 `
	Opening balance	3,476.00	3,151.00
	Addition during the year	425.00	325.00
	Deduction/Adjustment during the year	-	-
	Closing balance	**3,901.00**	**3,476.00**

(` in Lakhs)

C.	Net surplus in the statement of Profit and loss	31st March, 2022 `	31st March, 2021 `
	Opening balance	258.21	246.45
	Net profit for the period	497.24	447.01
	Other comprehensive income (net of tax)	6.38	13.63
	Less : Appropriations	-	-
	Transfer to reserve under section 45IC of RBI Act, 1934	(99.45)	(89.40)
	Transfer to general reserve	(425.00)	(325.00)
	Dividend paid	(34.50)	(34.50)
	Closing balance	**202.88**	**258.21**

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

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

19 Income tax

(` in Lakhs)

19A	Income tax recognised in Statement of Profit or Loss:	31st March, 2022 `	31st March, 2021 `
	Current Tax:		
	Current tax	197.89	137.65
	Tax in respect of earlier year	1.33	9.50
	Total Current Tax	**199.22**	**147.15**
	Deferred Tax:		
	Deferred tax	(2.10)	9.32
	Total deferred tax	**(2.10)**	**9.32**
	Income tax expense reported in the Statement of Profit and Loss	**197.12**	**156.47**
	Effective income tax rate	**28.39%**	**25.93%**
	Tax related to items recognised in OCI during the year		
	Re-measurement gain/(loss) on defined benefit plans	0.40	(0.86)
	Net gain/(loss) on equity instruments through OCI	(0.84)	(1.23)
	Tax credited to OCI	**(0.44)**	**(2.09)**

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, 2022 ` `	31st March, 2021 ` `
	Profit/ (loss) before tax	694.37	603.49
	Enacted tax rate in India (Normal rate)	25.168%	25.168%
	Expected income tax expense/ (benefit) at statutory tax rate	**174.76**	**151.89**
	Effect of adjustments to reconcile the expected tax expense to reported income tax expense:		
	Effect of non-deductible expenses	19.64	19.51
	Income exempt from tax	(0.22)	(0.43)
	Tax allowances and exemptions	(13.39)	(17.87)
	Others	16.33	3.37
	Tax expense for the year	**197.12**	**156.47**

19C Movement In Deferred Tax Assets And Liabilities

(` in Lakhs)

Movement during the year ended 31st March, 2022	As at 1st April, 2021	Credit/ (charge) in statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at 31st March, 2022
Deferred Tax Asset/(Liabilities)				
Difference between written down value of fixed assets as per books of accounts and income tax	(5.43)	0.57	-	(4.86)
Fair value of investments	(2.45)	-	(0.84)	(3.29)
Expected Credit Loss	58.89	2.07	-	60.96
Others	10.14	(0.53)	-	9.61
Total	**61.15**	**2.11**	**(0.84)**	**62.42**

(` in Lakhs)

Movement during the year ended 31st March, 2021	As at 1st April, 2020	Credit/(charge) in statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at 31st March, 2021
Deferred Tax Asset/(Liabilities)				
Difference between written down value of fixed assets as per books of accounts and income tax	(5.64)	0.21	-	(5.43)
Fair value of investments	(1.21)	-	(1.24)	(2.45)
Expected Credit Loss	78.25	(19.36)	-	58.89
Others	0.30	9.84	-	10.14
Total	**71.70**	**(9.31)**	**(1.24)**	**61.15**

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.

(` in Lakhs)

	Particulars	31st March, 2022 `	31st March, 2021 `
Note 20	**Interest Income**		
	On financial assets measured at amortised		
	Interest on loans	1,791.29	1,597.19
	Interest from investments	0.98	1.34
	Total	**1,792.27**	**1,598.53**
Note 21	**Other Income**		
	Interest on margin money deposits with Bank	2.08	1.58
	Insurance commission	-	2.00
	Profit/(Loss) on sale of Property, Plant & Equipment	0.20	-
	Miscellaneous income	0.19	4.51
	Total	**2.47**	**8.09**
Note 22	**Finance Costs**		
	On financial liabilities measured at amortised cost:		
	Interest on borrowings (other than debt securities)	216.84	200.53
	Bank charges and commissions	24.13	21.71
	Total	**240.97**	**222.24**
Note 23	**Impairment of Financial Instruments**		
	On financial assets measured at amortised cost:		
	Loans		
	- Expected credit loss	8.15	(76.91)
	- Bad debts and write offs	148.84	176.03
	Total	**156.99**	**99.12**
Note 24	**Employee Benefit Expenses**		
	Salaries, Wages and Bonus	244.74	237.87
	Contribution to provident and other fund	19.50	23.57
	Staff Welfare expenses	3.39	3.81
	Remuneration to Managing Director	23.50	22.30
	Total	**291.13**	**287.55**

(` in Lakhs)

	Particulars	31st March, 2022 `	31st March, 2021 `
Note 25	**Other Expenses**		
	Brokerage	58.19	52.59
	Recovery charges	45.05	59.56
	Rent	5.32	6.31
	Rates and taxes	0.67	0.99
	Insurance	2.48	0.85
	Repairs and maintenance		
	Plant and machinery	1.26	1.62
	Buildings	1.34	1.91
	Others	3.16	1.82
	Legal and Professional fees	45.74	31.72
	Payment to Auditor:		
	Audit fee (Including Tax Audit Fee)	1.25	1.25
	Loss on sale of Property, Plant & Equipment	-	0.23
	Branch Administrator expenses	64.15	47.96
	Computer handling charges	17.45	15.24
	(Excess receipt) / write down in value of seized vehicles	44.70	65.02
	Corporate Social Welfare Expenses (Refer Note No.28)	11.75	15.00
	Electricity expenses	2.83	2.81
	GST Expenses	21.89	18.52
	Miscellaneous Expenses	66.92	56.43
	Total	**394.15**	**379.83**
Note 26	**Details of CSR expenditure:**		
	a) Gross amount required to be spent by the Company during the year	11.75	15.00
	b) Amount spent during the year		
	i) Construction/acquisition of any asset	-	-
	ii) On purposes other than (i) above	11.75	15.00
	c) Amount upspent during the year	-	-
	Total	**11.75**	**15.00**

Other expenses include INR 25.75 Lakhs & (P.Y. INR 15.00 Lakhs), spent towards various activities relating to Corporate Social Responsibility as prescribed under Section 135 of the Companies Act, 2013, details of which are as under:

Details of Corporate Social Responsibility:	31st March,2022 `	31st March,2021 `
1. Gross amount required to be spent during the year	11.75	15.00
2. Amount approved by the board be spent during the year	11.75	15.00
3. Amount spent during the year:		
i) Construction/acquisition of any asset		
> In Cash	-	-
> Yet to be paid in cash	-	-
Total	**-**	**-**
ii) On purposes other than (i) above		
> In Cash	11.75	15.00
> Yet to be paid in cash	-	-
Total	**11.75**	**15.00**
4. Amount related to spent/unspent obligation:		
i) Contribution to Trust	11.75	15.00
ii) Others	-	-
iii) Unspent amount in relation to :	-	-
- Ongoing project	-	-
- Other than Ongoing project	-	-
Total	**11.75**	**15.00**

Note 27 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 2022	For the year ended 31st March 2021
Net Profit as per Statement of Profit & Loss	497.25	447.01
No.of weighted average outstanding Equity Shares	3,450,000	3,450,000
Basic Earning per Equity Share of ` 10/- each	14.41	12.96
Diluted Earning per Equity Share of ` 10/- each	14.41	12.96

Note 28 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	Key managerial personnel	Company Secretary
4	Mr. Sunil Patel	Director	Non Executive Independent Director
5	Mr. Kiran Patel	Director	Non Executive Director
6	Mr. Shailesh Patel	Director	Non Executive Director
7	Mr. Bharat Amin	Director	Non Executive Independent Director
8	Mrs. Mrudula Patel	Director	Non Executive Independent Director
9	Ramanbhai J. Patel HUF	Relatives of key management personnel	Karta of HUF is Mr. Kiran R. Patel
10	Mrs. Taraben Ramanbhai Patel	Relatives of key management personnel	Mother of Mr. Deepak R. Patel
11	Mrs. Bina Deepakbhai Patel	Relatives of key management personnel	Wife of Mr. Deepak R. Patel
12	Mr. Datten Deepakbhai Patel	Relatives of key management personnel	Son of Mr. Deepak R. Patel
13	Ms. Vanisha Patel	Relatives of key management personnel	Daughter of Mr. Deepak R. Patel
14	Mrs. Mamtaben Sunilbhai Patel	Relatives of key management personnel	Sister of Mr. Deepak R. Patel
15	Deepak R. Patel HUF	Relatives of key management personnel	Karta of HUF is Mr. Deepak Patel
16	Ceejay Tobacco Limited	Enterprise significantly influenced by Directors or KMPs or their relatives	
17	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:

(` 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		23.72	23.72	-	-	-
	P.Y.	22.52	22.52	-	-	-
Mr. Devang Shah		16.95	16.95	-	-	-
	P.Y.	14.91	14.91	-	-	-
Mr. Shailesh Bharvad		5.86	5.86	-	-	-
	P.Y.	5.26	5.26	-	-	-
(b) Dividend paid						
Mr. Deepak R Patel		0.07	0.07	-	-	
	P.Y.	0.07	0.07	-	-	
Mr. Kiran Patel		0.07	-	-	-	0.07
	P.Y.	0.07	-	-	-	0.07
Mr. Shailesh Patel		0.07	-	-	-	0.07
	P.Y.	0.07	-	-	-	0.07
Mr. Kirit Dalal		-	-	-	-	-
	P.Y.	-	-	-	-	-
Ramanbhai J. Patel HUF		0.44	-	0.44	-	-
	P.Y.	0.44	-	0.44	-	-
Mrs Taraben Ramanbhai Patel		0.29	-	0.29	-	-
	P.Y.	0.29	-	0.29	-	-
Mrs Bina Deepakbhai Patel		0.29	-	0.29	-	-
	P.Y.	0.29	-	0.29	-	-
Mr. Datten Deepakbhai Patel		0.59	-	0.59	-	-
	P.Y.	0.59	-	0.59	-	-
Mrs Vanisha Patel		0.52	-	0.52	-	-
	P.Y.	0.52	-	0.52	-	-
Mrs Mamtaben Sunilbhai Patel		0.17	-	0.17	-	-
	P.Y.	0.17	-	0.17	-	-
Deepak R. Patel HUF		0.82	-	0.82	-	-
	P.Y.	0.82	-	0.82	-	-
(c) Inter corporate deposits Received/(Repaid) (Net)						
Ceejay Tobacco Limited (Taken)		540.00	-	-	540.00	-
Ceejay Tobacco Limited (Repaid)	P.Y.	(1,140.00)	-	-	(1,140.00)	-
(d) Inter corporate deposits Received/(Repaid) (Net)						
Ceejay Microfin Limited (Repayment received)		-	-	-	-	-
Ceejay Microfin Limited (Repayment received)	P.Y.	521.93	-	-	521.93	-

(e) Interest expense on Inter corporate deposit						
Ceejay Tobacco Limited		76.58	-	-	76.58	-
	P.Y.	121.69	-	-	121.69	-
(f) Interest income on Inter corporate deposit						
Ceejay Microfin Limited		142.36	-	-	142.36	-
	P.Y.	106.20	-	-	106.20	-
(g) Loans Received/(Repaid) (Net)						
Ceejay Microfin Limited (Given)		(250.00)	-	-	(250.00)	-
	P.Y.	(250.00)	-	-	(250.00)	-
Balance Outstanding as at 31st March 2022						
Amount Receivable/(Payable) (Inter corporate deposit)						
Ceejay Tobacco Limited		(900.00)	-	-	(900.00)	-
	P.Y.	(360.00)	-	-	(360.00)	-
Ceejay Microfin Limited		500.00	-	-	500.00	-
	P.Y.	500.00	-	-	500.00	-
Amount Receivable/(Payable) (Loans)						
Ceejay Microfin Limited		496.79	-	-	496.79	-
	P.Y.	250.00	-	-	250.00	-
Guarantees Given by Key Managerial Personnel and directors to Company's banker for securing loans**						
Mr. Deepak R Patel, Mr. Kiran Patel,		1,780.00	1,780.00	-	-	-
Mr. Shailesh Patel (Jointly)	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.

C Compensation to Key Managerial Personnel of the Company: **(` in Lakhs)**

Nature of Benefits	For the year ended 31st March 2022 `	For the year ended 31st March 2021 `
Short term employee benefits	46.53	42.69
Post employment gratuity benefits	-	-
Total	**46.53**	**42.69**

Note: * Key Managerial Personnel and Relatives of Promoters who are under the employment of the Company are entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. Post-employment gratuity benefits of Key Managerial Personnel has not been included in (b) above.

Note 29 Post Retirement Benefit Plans as per Indian Accounting Standard 19 :

As per Actuarial Valuation as on 31st March, 2022 and 31st March, 2021 and recognised in the financial statements in respect of Employee Benefit Schemes:

(i) Defined benefit obligations

A. Amount recognised in the Balance Sheet **(` in Lakhs)**

Particulars	As at 31st March, 2022 `	As at 31st March, 2021 `
Gratuity:		
Present value of plan liabilities	119.67	114.39
Fair value of plan assets	115.08	116.90
Deficit/(Surplus) of funded plans	4.59	(2.51)
Unfunded plans	-	-
Net plan liability/ (Asset)*	**4.59**	**(2.51)**

*** 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.**

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

Gratuity:	For the year ended 31st March, 2022			For the year ended 31st March, 2021		
	Plan Assets	Plan liabilities	Net	Plan Assets	Plan liabilities	Net
As at 1st April	**116.90**	**114.39**	**(2.51)**	**97.12**	**102.99**	**5.87**
Current service cost	-	6.07	6.07	-	6.42	6.42
Employee contributions	-	-	-	-	-	-
Return on plan assets excluding actual return on plan assets	7.95	-	(7.95)	6.66	-	(6.66)
Actual return on plan asset	(0.73)	-	0.73	1.34	-	(1.34)
Interest cost	-	7.78	7.78	-	7.05	7.05
Actuarial (gain)/loss arising from changes in demographic Assumptions	-	(0.02)	(0.02)	-	-	-
Actuarial (gain)/loss arising from changes in financial Assumptions	-	(2.95)	(2.95)	-	0.26	0.26
Actuarial (gain)/loss arising from experience adjustments	-	3.82	3.82	-	(2.33)	(2.33)
Employer contributions	0.38	-	(0.38)	11.78	-	(11.78)
Benefit payments	(9.42)	(9.42)	-	-	-	-
As at 31st March	**115.08**	**119.67**	**4.59**	**116.90**	**114.39**	**(2.51)**

Defined benefit obligation and employer contribution

Particulars	Gratuity	
	As at 31st March, 2022	As at 31st March, 2021
Active Members	58	69

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

The Company expects to contribute around INR 10.26 lakhs to the funded plans in financial year 2022-23 (2021-22 : INR 3.56 Lakhs) for gratuity

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

(` in Lakhs)

Gratuity:	For the year ended 31st March, 2022 `	For the year ended 31st March, 2021 `
Current service cost	6.07	6.42
Finance cost/(income)	(0.17)	0.39
Net impact on the Profit / (Loss) before tax	**5.90**	**6.81**
Return on plan assets excluding actuarial return on plan assets	0.73	1.34
Actuarial gains/(losses) arising from changes in demographic assumptions	-	-
Actuarial gains/(losses) arising from changes in financial assumption	0.86	2.07
Experience gains/(losses) arising on experience adjustments	-	-
Benefit plan liabilities		
Net Loss recognised in the Other Comprehensive Income before tax	**1.59**	**3.41**

D. Assets **(` in Lakhs)**

	As at 31st March, 2022 `	As at 31st March, 2021 `
Gratuity:		
Unquoted		
Government Debt Instruments	-	-
Corporate Bonds	-	-
Insurer managed funds	115.08	116.90
Others	-	-
Total	**115.08**	**116.90**

E. Assumptions

With the objective of presenting the plan assets and plan liabilities of the defined benefits plans and post retirement medical benefits at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date

The significant actuarial assumptions were as follows:

Gratuity:	As at 31st March, 2022	As at 31st March, 2021
Financial Assumptions		
Discount rate	7.23%	6.80%
Salary Escalation Rate	7.00%	7.00%
Attrition Rate	3.00%	3.00%
Demographic Assumptions		
Published rates under the Indian Assured Lives Mortality (2012-14) Ult table.	N.A.	N.A.

F. Sensitivity

The sensitivity of the defined benefit obligation to changes in the weighted key assumptions are:

(` in Lakhs)

Gratuity :	As at 31st March, 2022		As at 31st March, 2021	
	Change in Present value of Plant Liabilities due to		Change in Present value of Plant Liabilities due to	
	Increase in Factor by 100 bps	Decrease in Factor by 100 bps	Increase in Factor by 100 bps	Decrease in Factor by 100 bps
Discount rate	(6.21)	7.09	(5.98)	6.76
Salary Escalation Rate	6.34	(5.62)	5.83	(5.23)
Attrition Rate	(0.11)	0.12	(0.07)	0.08

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the method (Projected Unit Credit Method) used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period.

G. The defined benefit obligations shall mature after year end 31st March, 2022 as follows:

(` in Lakhs)

Gratuity :	As at 31st March, 2022 `	As at 31st March, 2021 `
1st following year	36.01	30.37
2nd following year	3.17	3.15
3rd following year	3.45	15.34
4th following year	5.82	3.07
5th following year	5.91	5.12
Thereafter	147.58	135.86

Risk Exposure - Asset Volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. Most of the plan asset investments is in fixed income securities with high grades and in government securities. These are subject to interest rate risk and the fund manages interest rate risk derivatives to minimize risk to an acceptable level. A portion of the funds are invested in equity securities and in alternative investments % which have low correlation with equity securities. The equity securities are expected to earn a return in excess of the discount rate and contribute to the plan deficit.

(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 ` 19.50 Lakhs (2020-21 : ` 23.57 Lakhs)

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

a. Contingent liabilities not provided for in respect of: **(` in Lakhs)**

Sr. Nr.	Particulars	31st March, 2022 `	31st March, 2021 `
(a)	Claims against the Company /disputed liabilities not acknowledged as debts	-	3.45
(b)	Disputed Statutory Claims	-	-
	Total	**0.00**	**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.

b. Commitments

Commitments on account of estimated amount of contracts remaining to be executed on capital account and not provided for ` Nil [ 31st March, 21 :` Nil]

Note 31 Fair Value Measurement

Accounting classification and fair values **(` in Lakhs)**

Financial Assets & Financial Liabilities	Fair Value Hierarchy	As at 31st March, 2022			As at 31st March, 2021		
		Fair value Through OCI `	Amortised Cost `	Total `	Fair value Through OCI `	Amortised Cost `	Total `
Financial Assets							
Cash and Cash Equivalents	Level 3		174.60	174.60	-	150.37	150.37
Bank balances other than cash and cash Equivalents	Level 3		57.18	57.18	-	57.98	57.98
Investments	Level 1	44.36	9.98	54.34	35.96	13.97	49.93
Loans and advances	Level 3		7,700.05	7,700.05	-	6,597.63	6,597.63
Other Financial Assets	Level 3		5.81	5.81	-	8.68	8.68
Total		**44.36**	**7,947.62**	**7,991.98**	**35.96**	**6,828.63**	**6,864.59**
Financial Liabilities							
Borrowings	Level 3		2,408.31	2,408.31	-	1,842.78	1,842.78
Trade Payable	Level 3		102.64	102.64	-	65.89	65.89
Other Financial Liabilities	Level 3		20.20	20.20	-	22.31	22.31
Total		**-**	**2,531.15**	**2,531.15**	**-**	**1,930.98**	**1,930.98**

(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:** 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

(` in Lakhs)

Financial Assets & Financial Liabilities	Carrying Value		Fair Value	
	31st March, 2022 `	31st March, 2021 `	31st March, 2022 `	31st March, 2021 `
Financial Assets				
Cash and Cash Equivalents	174.60	150.37	174.60	150.37
Bank balances other than cash and cash Equivalents	57.18	57.98	57.18	57.98
Investments	21.46	25.45	54.34	49.93
Loans and advances	7,700.05	6,597.63	7,700.05	6,597.63
Other Financial Assets	5.81	8.68	5.81	8.68
Total	**7,959.10**	**6,840.11**	**7,991.98**	**6,864.59**
Financial Liabilities				
Borrowings	2,408.31	1,842.78	2,408.31	1,842.78
Trade Payable	102.64	65.89	102.64	65.89
Other Financial Liabilities	20.20	22.31	20.20	22.31
Total	**2,531.15**	**1,930.98**	**2,531.15**	**1,930.98**

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

(` In Lakhs)

Particulars	As at 31st March, 2022 `	As at 31st March, 2021 `
Net Debt (total borrowings, less cash and cash equivalents)	2,233.71	1,692.41
Total Equity (as shown in the balance sheet)	5,679.23	5,210.11
Net debt to equity ratio	**0.39**	**0.32**

(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 2022 is 70.14% against regulatory norms of 15%.

The total cash credit limit available to the Company is ` 1780 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 March 31, 2022 **(` In Lakhs)**

Particulars	< 1 year	1-5 years	Beyond 5 years	Total
Financial Liabilities				
Borrowings	2,408.31	-	-	2,408.31
Trade Payable	92.62	10.03	-	102.64
Other Financial Liabilities	20.20	-	-	20.20
Total Financial Liabilities	**2,521.13**	**10.03**	**-**	**2,531.15**

Exposure as at March 31, 2021 **(` In Lakhs)**

Particulars	< 1 year	1-5 years	Beyond 5 years	Total
Financial Liabilities				
Borrowings	1,842.78	-	-	1,842.78
Trade Payable	63.43	2.45	-	65.89
Other Financial Liabilities	22.31	-	-	22.31
Total Financial Liabilities	**1,928.52**	**2.45**	**-**	**1,930.98**

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

(` In Lakhs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
BSE Index 100 - Increase by 5%	2.22	1.80
BSE Index 100 - Decrease by 5%	(2.22)	(1.80)

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 to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

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

(` In Lakhs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
50 bp decrease would increase the profit before tax by	12.04	9.21
50 bp increase would decrease the profit before tax by	(12.04)	(9.21)

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.

(` In Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Gross carrying value of loans		
Stage 1 (0-30 Days)	6,596.29	5,351.17
Stage 2 (31-90 Days)	507.46	362.40
Stage 3 (More than 90 Days)*	838.46	1,118.07
Total	**7,942.21**	**6,831.64**

***Stage 3 includes the gross NPA amounting to ` 443.02 lakhs.**

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, 2022 is given below:

(` In Lakhs)

Particulars	As at March 31, 2022			
	Stage 1	Stage 2	Stage 3	Total
ECL allowance - opening balance	90.72	9.68	133.61	**234.01**
New assets originated or purchased	132.04	15.14	9.81	**156.99**
Assets derecognised or write offs	-	-	(148.84)	**(148.84)**
Transfers to Stage 1	2.30	(1.67)	(0.63)	**-**
Transfers to Stage 2	(18.92)	19.71	(0.79)	**(0.00)**
Transfers to Stage 3	(60.11)	(31.43)	91.54	**-**
ECL allowance - closing balance	**146.03**	**11.43**	**84.70**	**242.16**

Reconciliation of ECL balance as on March 31, 2021 is given below:

(` In Lakhs)

Particulars	As at March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total
ECL allowance - opening balance	52.83	133.28	124.80	**310.91**
New assets originated or purchased	87.41	5.18	6.54	**99.13**
Assets derecognised or write offs	-	-	(176.03)	**(176.03)**
Transfers to Stage 1	1.53	(1.11)	(0.42)	**-**
Transfers to Stage 2	(0.61)	1.14	(0.53)	**-**
Transfers to Stage 3	(50.44)	(128.81)	179.25	**-**
ECL allowance - closing balance	**90.72**	**9.68**	**133.61**	**234.01**

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, 2022. 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 ` 34.5 Lakhs (` 1 per share) on equity share capital of the Company, subject to approval of shareholders in the Annual General Meeting.

Note 38 Provision on loan assets created in earlier accounting periods which is in excess of the amount determined and adjusted against such assets as impairment loss on application of expected credit loss method as per Ind AS 109 ('Financial instruments') as at 31st March, 2022 has been retained in the books of account as a matter of prudence.

Note 39 There has been no significant impact on the operations/financial position of the company on account of the COVID-19 pandemic. Based on an assessment of the situation, the company considers that the impairment loss as stated in Note No.38 above are adequate to cover all future situations that may arise from the pandemic, which the company will continue to assess closely.

Note 40 In terms of the requirement as per RBI notification no. RBI/2019-20/170 DOR (NBFC).

CC.PD.No.109/22.10.106/2019-20 dated 13 March 2020 on Implementation of Indian Accounting Standards, Non-Banking Financial Companies (NBFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 and Income Recognition, Asset Classification and Provisioning (IRACP) norms (including provision on standard assets). The impairment allowances under Ind AS 109 made by the company exceeds the total provision required under IRACP (including standard asset provisioning), as at 31 March 2022 and accordingly, no amount is required to be transferred to impairment reserve.

Note 41 The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the Company towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020 and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company will assess the impact and its evaluation once the subject rules are notified and will give appropriate impact in its financial statements in the period in which, the said code becomes effective including the related rules framed thereunder to determine the financial impact are published.

Note 42 Ratios

Ratio	2021-22	2020-21	% Variance	Reason For Variance (If Above 25%)
Capital to risk-weighted assets ratio (CRAR)				
Tier I CRAR	70.14%	74.66%	6.06%	-
Tier II CRAR	-	-	-	-
Liquidity Coverage Ratio	283.29%	266%	6.54%	-

Note 43 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)

(` in Lakhs)

Sr No	Particulars	Amount outstanding as on March 31,2022	Amount Overdue as on March 31, 2022
	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	900.00	-
	(e) Commercial Paper	-	-
	(f) Other Loans :		
	Cash Credit from Banks	1,508.31	-
	Security Deposit from Customers	-	-
	Total	**2,408.31**	**-**

Sr No	Particulars	Amount outstanding as on March 31,2022	Amount Overdue as on March 31, 2022
	Assets side :		
2	**Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :**		
	Secured	6878.03	-
	Unsecured	822.02	-
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	67.15	-
	(b) Loans other than (a) above	6810.88	-
	Total	**6,878.03**	**-**

(` in Lakhs)

4	**Break-up of Investments :**	**Amount outstanding as on March 31,2022**	**Amount Overdue as on March 31, 2022**
Current Investments:			
1. Quoted :			
(i) Shares:	(a) Equity	44.36	-
	(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		9.98	-
(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		**54.34**	**-**

(` 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	496.79	500.00	996.79
(c) Other related parties	-	-	-
2. Other than related parties	6,381.24	322.02	6,703.26
Total	**6,878.03**	**822.02**	**7,700.05**

(` 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	54.34	54.34
Total	**54.34**	**54.34**

(` in Lakhs)

7 Other Information	Amount outstanding as on March 31,2022
(i) Gross Non-Performing assets	
(a) Related Parties	-
(b) Other than related parties	443.02
(ii) Net Non-Performing assets	
(a) Related Parties	-
(b) Other than related parties	200.86
(iii) Assets acquired in satisfaction of debt	-

Note 44 Other statutory information

(i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company do not have any transactions with companies struck off.

(iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

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

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by

or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vii) The quarterly returns or statements of current assets filed by the company with banks or financial institutions are in agreement with the books of accounts.

(viii) The Company have no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

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

Note 45 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 : May 30, 2022

For and on Behalf of the Board

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

Place : Nadiad
Date : May 30, 2022



If undelivered please return to:

CEEJAY FINANCE LIMITED

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