



**Registered Office :** 1-10-60/3, "Suryodaya", 1st Floor, Begumpet, HYDERABAD - 500 016.  
**Phone :** 040-2776 0301, 2776 7794, Fax: 040-2776 7793  
**E-mail:** lakshmi\_lfic@yahoo.com, Website : [www.lakshmifinance.org.in](http://www.lakshmifinance.org.in)  
**CIN: L65920TG1923PLC000044**

LFIC/SEC/99<sup>th</sup>-AR-2022-23.

Dt:12.07.2023

**The Manager**  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, **Bandra (E)**  
**Mumbai - 400 051.**

Tel No: (022) 26598235/36

Fax No: (022) 26598237/38

Dear Sir

Sub: Submission of a copy of 99th copy Annual Report with Notice of AGM as require under Reg.34(1) of SEBI (LODR) Regulations,2015

Symbol: LFIC:

With reference to the above cited subject, we enclose herewith PDF cope of 99th Annual Report for the year 2022-23 of Lakshmi Finance and Industrial Corporation Limited.

This is for your information and necessary records,

Thanking you  
Yours faithfully

for **LAKSHMI FINANCE & INDUSTRIAL CORPN.LTD**

HARISHCHANDRA  
PRASAD KANURI

Digitally signed by HARESH CHANDRA PRASAD KANURI  
DN: c=IN, o=Personal, postalCode=500056,  
st=Telangana,  
serialNumber=80CC4007ACEA9AA97AD4C81  
F13694490BC/509521A8B00215C71A1A9EEC,  
cn=HARESH CHANDRA PRASAD KANURI  
Date: 2023.07.13 14:53:31 +05'30'

(K Harishchandra Prasad)  
MANAGING DIRECTOR

DIN:00012564

Encl: as above





*Lakshmi*

---

FINANCE & INDUSTRIAL CORPORATION LIMITED

---

## IMPORTANT MESSAGE TO THE SHAREHOLDERS OF THE COMPANY

- We wish to inform you that the trading of “**LAKSHMI FINANCE AND INDUSTRIAL CORPORATION LIMITED**” (**LFIC**) is **under compulsory demat mode**. Company Shares are traded on National Stock Exchange of (India) Limited (NSE) with effect from 15.04.2015 (Company Symbol /Stock Code: **LFIC**). **Company ISIN No in NSDL & CDSL : INE850E01012**. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form (electronic mode). Demat the shares to participate in trading through Stock Exchange.
- SEBI has amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed Companies from accepting request for transfer of securities which are held in physical form, with effect from 1<sup>st</sup> April 2019. The shareholders, who continue to hold shares in physical form even after this date, will not be able to lodge the shares with Company/its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission, transposition and Issue of Duplicate Share Certificates of securities in physical form, will be accepted by the RTA.
- Members holding shares in physical mode are requested to submit their (KYC-Form) permanent Account Number (PAN) and Bank account details (cancelled cheque of your bank account) and request registrar to update their e-mail address/ Telephone number and can nominate a person in respect of all the shares to the Prescribed Form (KYC) is annexed to this report which may be duly filled in and sent to the Company / RTA viz. M/s. Venture Capital & Corporate Investments Private Limited.
- Members holding **shares in dematerialized mode** are requested to intimate all changes pertaining to their Bank Account details. ECS mandates, nominations, power of attorney, change of address/ name etc. to their depository participant only and not to the Company or its Registrar and Transfer Agent. The said nominations will be automatically reflected in the Company's records.
- The Company proposed a dividend of Rs2.00 per each Equity Share for the F.Y.2022-23 for the Members approval at the ensuing 99th Annual General Meeting to be held on 09.08.2023. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. The Shareholders are requested to update their PAN with the Company/ RTA M/s. Venture Capital & Corporate Investments Private Limited. (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).
- No tax shall be deducted for resident individual Shareholders, if the aggregate amount of dividend to be paid for F.Y 2022-23 does not exceed Rs. 5,000/-. Tax shall be deducted at source in accordance with Section 194 of the Act @ 10%, if the amount of dividend payable exceeds Rs. 5,000/-, where PAN is available on record. Where PAN is either not available or is invalid, tax shall be deducted at source @ 20% as per Section 206 AA of the Income Tax Act, 1961.

### REGISTERED OFFICE OF THE COMPANY:

LAKSHMI FINANCE AND  
INDUSTRIAL CORPORATION LIMITED  
1st FLOOR, “SURYODAYA”  
1-10-60/3, BEGUMPET, HYDERABAD  
Fax.No.040-27767793,  
Tel Phone: 040-27760301/27767794  
E-mail: lakshmi\_lfic@yahoo.com  
Website: www.lakshmi finance.org.in

### REGISTRARS & SHARE TRANSFER AGENTS:

VENTURE CAPITAL & CORPORATE INVESTMENTS PVT.LTD  
“AURUM”, DOOR No.4-50/P-II/57/4F & 5F, PLOT No.57  
4th & 5th FLOORS, JAYABHERI ENCLAVE, PHASE – II  
GACHIBOWLI, HYDERABAD - 500 032.TELANGANA. INDIA.  
Phone No/s.: 040-23818475 / 35164940  
Email Id: investor.relations@vccipl.com Web: www.vccipl.com.



# Lakshmi

**FINANCE & INDUSTRIAL CORPORATION LIMITED**

99<sup>th</sup> Annual General Meeting



Day : WEDNESDAY  
Date : 09<sup>th</sup> August, 2023  
Time : 9.30 A.M.

VENUE : "**KINNERA**" Banquet Meeting Hall, 2<sup>nd</sup> Floor,  
HOTEL THE PLAZA (Tourism Plaza / Telangana Tourism), Greenlands,  
Begumpet, Hyderabad 500 016.

## COMPANY INFORMATION

### BOARD OF DIRECTORS

<b>Sri. R.Surender Reddy</b>	(DIN:00083972)
<b>Sri. Kapil Bhatia</b>	(DIN:00090776)
<b>Sri. Keshav Bhupal</b>	(DIN:00123184)
<b>Sri. K.Kapil Prasad</b>	(DIN:02940558)
<b>Smt. Madhurika Nalluri Venkat</b>	(DIN:07147974)
<b>Sri. K. Harishchandra Prasad,</b> Managing Director	(DIN:00012564)

Sri. U.Vijaya Kumar  
Chief Financial Officer

Smt Deepa Gusain  
Company Secretary & Compliance Officer

#### AUDITORS

M/s. Brahmayya & Co.,  
Chartered Accountants,  
Hyderabad

#### Internal Auditors

M/s. M. Bhaskara Rao & Co.,  
Chartered Accountants, Hyderabad

#### Secretarial Auditors

Smt.N. Madhavi,  
Company Secretary in Practice

#### BANKERS

- Indusind BankLtd
- Union Bank of India
- HDFC BankLtd

#### REGISTERED OFFICE

1st FLOOR,  
"SURYODAYA",  
1-10-60/3  
BEGUMPET,  
**HYDERABAD-500 016**  
Fax.No. 040-27767793  
E-mail: lakshmi\_ific@yahoo.com  
Tel Phone: 040-27760301 / 27767794,  
Website: [www.lakshmifinance.org.in](http://www.lakshmifinance.org.in)

#### Corporate Identity Number:

L65920TG1923PLC000044

**Demat ISIN No in NSDL & CDSL:** INE 850 E0 1012

#### REGISTRARS & SHARE TRANSFER AGENTS

**VENTURE CAPITAL & CORPORATE INVESTMENTS PVT.LTD**  
"AURUM", Door No. 4-50/P-II/57/4F & 5F, Plot No. 57  
4th & 5th Floor, JAYABHERI ENCLAVE Phase - II  
Gachibowli, Hyderabad - 500032  
Ph. No. 040-23818475 / 23818476 / 35164940  
E-mail: [investor.relations@vccipl.com](mailto:investor.relations@vccipl.com)  
web: [www.vccipl.com](http://www.vccipl.com)

**BOARD COMMITTEES****Audit Committee**

Sri. R.Surender Reddy	Chairman
Sri. Kapil Bhatia	Member
Sri. Keshav Bhupal	Member
Sri. K.Kapil Prasad	Member
Smt. Madhurika Nalluri Venkat	Member
Sri.K.Harishchandra Prasad	Member

**Stakeholders Relationship Committee**

Sri. Keshav Bhupal	Chairman
Sri. Kapil Bhatia	Member
Sri. R.Surender Reddy	Member
Sri. K.Kapil Prasad	Member
Sri. K.Harishchandra Prasad	Member
Smt. Madhurika Nalluri Venkat	Member

**Nomination and Remuneration Committee**

Sri. Keshav Bhupal	Chairman
Sri. Kapil Bhatia	Member
Sri. R.Surender Reddy	Member
Smt. Madhurika Nalluri Venkat	Member

**Corporate Social Responsibility Committee**

Sri.Keshav Bhupal	Chairman
Sri. Kapil Bhatia	Member
Sri. R.Surender Reddy	Member
Sri. K. Harishchandra Prasad	Member

**Independent Directors Committee**

Sri.R.Surender Reddy	Chairman
Sri.Kapil Bhatia	Member
Smt. Madhurika Nalluri Venkat	Member
Sri.Keshav Bhupal	Member

**Risk Management Committee**

Sri. Keshav Bhupal	Chairman
Sri. Kapil Bhatia	Member
Sri. R.Surender Reddy	Member
Sri. K. Harishchandra Prasad	Member

**CONTENTS**

<b>Sl.No.</b>		<b>Page No.</b>
<b>1</b>	<b>Notice</b>	<b>3-13</b>
<b>2</b>	<b>Directors Report</b>	<b>14-33</b>
<b>3</b>	<b>Management Discussion and Analysis Report</b>	<b>34</b>
<b>4</b>	<b>Report on Corporate Governance</b>	<b>35-50</b>
<b>5</b>	<b>Independent Auditors Report</b>	<b>51-57</b>
<b>6</b>	<b>Balance Sheet</b>	<b>58</b>
<b>7</b>	<b>Statement of Profit and Loss</b>	<b>59</b>
<b>8</b>	<b>Statement of Changes in Equity</b>	<b>60</b>
<b>9</b>	<b>Cash Flow Statement</b>	<b>61</b>
<b>10</b>	<b>Notes to financial statements 1-43</b>	<b>62-85</b>
<b>11</b>	<b>Schedule to the Balance Sheet</b>	<b>86-87</b>
<b>12</b>	<b>KYC Form ISR - 1</b>	<b>89-90</b>
<b>13</b>	<b>Nomination Form (SH - 13)</b>	<b>91-92</b>
<b>14</b>	<b>Prox Form</b>	<b>93</b>
<b>15</b>	<b>Attendance Slip</b>	<b>95</b>



## **NOTICE**

**Notice** is hereby given that the 99<sup>th</sup> Annual General Meeting of the Members of LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED will be held on Wednesday the 09<sup>th</sup> August, 2023 at 9.30 A.M. at "KINNERA" Banquet Meeting Hall, 2<sup>nd</sup> Floor, HOTEL THE PLAZA (Tourism Plaza / Telangana Tourism), Greenlands, Begumpet, Hyderabad-500 016 to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2023 and the Statement of Profit and Loss & Cash Flow Statement of the Company for the year ended on that date and the Reports of the Directors and Auditors for the financial year 2022-23.
2. To declare a Dividend of ₹. 2 /- i.e., (20%) per share on Equity Shares for the year ended 31<sup>st</sup> March, 2023
3. To appoint a Director in place of Sri. K.Kapil Prasad (DIN: 02940558), who retires by rotation and being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS:**

#### **4. Re-appointment of Sri. K.Harishchandra Prasad as Managing Director:**

To consider and if thought fit, to pass with or without modification(s), the following Resolution, as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013 and Articles of Association of the Company, on the recommendation of the Nomination and Remuneration Committee and Board of Directors, approval of the Members of the Company be and is hereby accorded to the re-appointment of Shri. K. Harishchandra Prasad (DIN:00012564) as Managing Director of the Company, who attained the age of 70 years, with effect from April 1, 2023 to March 31,2026 as well as the payment of salary, and perquisites (hereinafter referred to as "remuneration"), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or agreement in such manner as may be agreed to between the Board of Directors and Shri K. Harishchandra Prasad."

**"RESOLVED FURTHER THAT** that in the absence of or inadequacy of profits in any financial year during his tenure of office, the remuneration will be paid as a Minimum Remuneration to Shri. K.Harishchandra Prasad, subject to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

**For and on behalf of the Board  
Lakshmi Finance & Industrial Corporation Limited**

Sd/-

**K.Harishchandra Prasad**  
Managing Director  
DIN: 00012564

Place: Hyderabad  
Date: 30-05-2023

**NOTES:**

1. A member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote instead of himself. A proxy need not be a Member of the Company.
2. The Instrument of Proxy should however be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Annual General Meeting. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A Proxy form No.MGT-11 **Annexed** is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
3. Statement as required under Section 102 of the Company Act, 2013, in respect of special business is annexed hereto.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from 02<sup>nd</sup> August, 2023 to 09<sup>th</sup> August, 2023 (both days inclusive) for annual closing and determining the entitlement of the shareholders for the final dividend for 2022-23. The proposed dividend if approved will be paid to the Members, whose names appear in the register of Members as on 01<sup>st</sup> August, 2023.

5. A dividend of ₹ 2.00 ps per share (20% on the face value of equity share) has been recommended by the Board of Directors for the year ended 31<sup>st</sup> March, 2023 and subject to the approval of the shareholders at the ensuing Annual General Meeting, is proposed to be paid on or before 30 days from the date of Annual General Meeting.
6. In order to avoid fraudulent encashment of dividend warrants, Members holding shares in physical form are requested to send to the Registrar and Transfer Agents of the Company, on or before 01<sup>st</sup> August, 2023 a Bank Mandate (providing details of name and address of Banker, Branch, IFS Code, PIN code and particulars of Bank accounts) or changes thereon, if not provided earlier, under the signature of the sole / first holders along with the folio numbers. This information will be printed on the dividend warrants. You may avail of the Electronic Clearing Service (ECS/NEFT/RTGS) mandate facilities provided by the Company.

Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their Bank Account details. ECS/NEFT/RTGS mandates, nominations, power of attorney, change of address/ name etc. to their depository participant only and not to the Company or its Registrar and Transfer Agent. The said nominations will be automatically reflected in the Company's records.

7. (a) Shareholders who have not yet surrendered the old Share Certificates representing equity shares of ₹ 100/- each paid-up of your total shareholdings for exchange of new share certificates representing equity shares of ₹ 10/- each paid-up for any reason may please contact Shares Department of the Company.  
(b) Shareholders/Legal heirs of shareholders, who have not collected/ received the Bonus Shares issued by the Company in 1996 and in 2009, are requested to contact Shares Department of the Company for necessary action to obtain the unclaimed Bonus Shares.
8. Shareholders holding shares in identical order of names in more than one folio are requested to write to the Company, enclosing their share certificates to enable the Company to consolidate their holdings in one folio to facilitate better service.
9. a). As per provisions of the Section 124 read with Section 125 of the Companies Act, 2013 the Company is required to transfer unpaid dividends remaining unclaimed and unpaid for a period of 7 years from the due date to the Investor Education and Protection Fund (IEPF) established by the Central Government. Accordingly, the unclaimed dividend amounts in respect of period 2014-15 has been transferred to the said fund on 18.10.2022 upon expiry of 7 years period. The Company has uploaded the details of unpaid and unclaimed dividends lying with the Company on the website of the Company at [www.lakshminifinance.org.in](http://www.lakshminifinance.org.in). The said details have also been uploaded on the website of the IEPF Authority at [www.iepf.gov.in](http://www.iepf.gov.in)  
b). The unclaimed dividend for the year 2015-16 is due for transfer to IEPF on or before 17.10.2023. Those Members who have not en-cashed their dividends warrants(s) for the said year and for the years mentioned below are requested to make the claims to the Company without any further delay. It may be noted that once the unclaimed dividend is transferred to the IEPF as above, no claim shall lie against the Company in respect of any amounts which were unclaimed/unpaid for a period of 7 years from the dates they first became due for payment and no payment shall be made in respect of any such claims.





Given below are the proposed dates for transfer of the unclaimed dividend to IEPF by the Company:

Financial Year ended	Date of Declaration of Dividend	Last date for Claiming Unpaid Dividend amount (on or before)	Last date for Transfer to IEPF
31.03.2016	12.08.2016	17.09.2023	17.10.2023
31.03.2017	28.07.2017	02.09.2024	02.10.2024
31.03.2018	10.08.2018	15.09.2025	15.10.2025
31.03.2019	09.08.2019	14.09.2026	14.10.2026
31.03.2020	29.08.2020	03.09.2027	03.10.2027
31.03.2021	26.08.2021	01.10.2028	01.11.2028
31.03.2022	28.09.2022	02.11.2029	02.12.2029

Shareholders who have not yet claimed the dividends for the above periods are requested to contact the Secretarial Department at the Registered Office of the Company.

- c). Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and refund) Rules, 2016, as amended, the Company has, during financial year 2017-18, transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on the due date of transfer, i.e. October 31, 2017. Accordingly Company has transferred 2,67,938 equity shares to the IEPF Authority. Details of shares transferred to the IEPF Authority are available on the website of the Company and the same can be accessed on the website of the Company at [www.lakshminfinance.org.in](http://www.lakshminfinance.org.in). The said details have also been uploaded on the website of the IEPF Authority at [www.iepf.gov.in](http://www.iepf.gov.in).
  - d). Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from them. Concerned Members/investors/Nominee/Legal Heirs are advised to visit the website at [www.iepf.gov.in](http://www.iepf.gov.in) or contact Company/ Company Registrars and share Transfer agents i.e. M/s. Venture Capital & Corporate Investments Private Limited, for lodging claim for refund of shares and / or dividend from the IEPF Authority.
10. Members desiring any information as regards the accounts are requested to write to the Company at least seven days before the date of the Meeting to enable the management to keep the information ready at the Meeting.
  11. The Securities & Exchange Board of India (SEBI) has made it mandatory for all Companies to use the Form ISR-1 (KYC details) Bank account and PAN number details furnished by the Depositories for depositing dividend through Electronic Clearing Services (ECS) / NEFT / RTGS to investors where **ECS** and Bank details are available. Members may, therefore, give instructions regarding Bank Accounts in which they wish to receive dividend, directly to their Depository Participants. The Company will not entertain any direct request from such members for deletion of/change in such Bank details. Further instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to dividend paid on shares in electronic form. Prescribed Form **ISR-1 (KYC)** is **Annexed** to this report which may be duly filled in and sent to the Company/ RTA.
  12. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
  13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN, Aadhaar no, e-mail and Telephone No details to the Company.
  14. a). Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail the nomination facility Prescribed Form **No.SH-13** is **Annexed** to this report which may be duly filled in and sent to the Company / RTA. Members holding shares in dematerialized form may contact their respective depository participant(s) for recording nomination in respect of their shares.
  - b). SEBI has amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed Companies from accepting request for transfer of securities which are held in physical





form, with effect from 1<sup>st</sup> April 2019. The shareholders who continue to hold shares in physical form even after this date, will not be able to lodge the shares with Company/its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the RTA.

15. Ministry of Corporate Affairs has undertaken a "Green Initiative in Corporate Governance" and allowed companies to send documents such as Notice of the Annual General Meeting, Audited Financial Statements, Directors' Report, Auditors' Report, etc., to the shareholders in electronic form instead of the paper form. Members are requested to send/ update their email address with their Depository or Registrar and Transfer Agents of the Company.
16. Pursuant to the requirements on the Corporate Governance under the listing regulation, the information about the Directors proposed to be appointed /re- appointed is given in the **Annexure** to the notice.
17. All the documents referred to in the Notice will be available to the Members at the Registered Office of the Company between 10.30 A.M to 12.30 P.M on all working days from the date hereof up to the date of the Meeting.
18. The Notice of the 99<sup>th</sup> AGM along with Annual Report for FY 2022-23, is available on the website of the Company at [www.lakshmi-finance.org.in](http://www.lakshmi-finance.org.in), on the website of Stock Exchange i.e National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) respectively and on the website of CDSL at [www.evoting@cdslindia.com](mailto:evoting@cdslindia.com)
19. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/ RTA M/s. Venture Capital & Corporate Investments Private Limited. (in case of shares held in physical mode) and depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to [lakshmi\\_lfic@yahoo.com](mailto:lakshmi_lfic@yahoo.com). Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to [lakshmi\\_lfic@yahoo.com](mailto:lakshmi_lfic@yahoo.com). The aforesaid declarations and documents need to be submitted by the shareholders by 5.00 p.m. 1<sup>st</sup> August, 2023.

### **CDSL E - Voting System:**

#### **THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

- Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on 05.08.2023 at 9.00 A.M and ends on 08.08.2023 at 5.00p.m. 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**) 01<sup>st</sup> August, 2023 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 venue.
  - (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.



**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (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 above said SEBI Circular, Login method for e-Voting for Individual share holders holding securities in Demat mode CDSL/NSDL is given below:**

Type of Shareholders	Login Method
<b>Individual Shareholders holding securities in Demat mode with CDSL Depository</b>	<ol style="list-style-type: none"> <li>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 users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>1) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>2) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>3) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<b>Individual Shareholders holding securities in demat mode with NSDL Depository</b>	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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.</li> </ol>
<b>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</b>	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.



**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 <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800225533
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://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](http://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:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>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.</li> </ul>
Dividend Bank Details <b>OR</b> 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. <ul style="list-style-type: none"> <li>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.</li> </ul>

- (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 < **LAKSHMI FINANCE AND INDUSTRIAL CORPORATION LIMITED (EVSN 230620007)** > 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) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

**(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz: [lakshmi\\_ific@yahoo.com](mailto:lakshmi_ific@yahoo.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**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 email id: [lakshmi\\_ific@yahoo.com](mailto:lakshmi_ific@yahoo.com)**.
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.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33



**EXPLANATORY STATEMENT**

(Pursuant to Section 102 of the Companies Act, 2013)

**Item No. 4:**

The term of office of Shri K.Harishchandra Prasad, Managing Director expired on 31<sup>st</sup> March, 2023. Shri K.Harishchandra Prasad has been serving the Company as Managing Director since 11<sup>th</sup> May 1985 thus completing a period of 38 Years. During the tenure of Shri K. Harishchandra Prasad as Managing Director, the Company has made considerable progress in all the spheres and is optimistic on the future progress. He is also on the Board of Directors of several Listed Public / Private Limited Companies.

In the interest of the Company, the Board of Directors recommended re-appointment of Shri K.Harishchandra Prasad as Managing Director for a further period of 3 years w.e.f. 1<sup>st</sup> April 2023. The Nomination and Remuneration Committee and the Board of Directors of the Company recommended the re-appointment of Shri K.Harishchandra Prasad in accordance with the terms and conditions and guidelines specified in Schedule V of the Companies Act, 2013. Pursuant to the provisions of Section 197 read with Schedule V of the Companies Act, 2013 any such remuneration needs to be ratified by the Members in their General Meeting. The main terms of the agreement to be entered into by the Company with Shri K.Harishchandra Prasad are as follows:

**The main terms of agreement are: -**

**A. SALARY:** ₹. 6,00,000/- per month in the scale of ₹. 6,00,000/- ₹. 50,000/- ₹. 7,00,000/-

**B. HOUSING:**

The expenditure by the Company on providing accommodation (furnished or otherwise) or house rent allowance for Shri.K.Harishchandra Prasad in lieu thereof, will be subject to the ceiling of fifty percent of the salary.

**C. COMMISSION:**

Two percent of the net profit computed in accordance with Section 198 of the Companies Act, 2013, subject to a ceiling of fifty percent of the salary.

**D. PERQUISITES:**

In addition to salary and commission, he shall be entitled to the allowances and other perquisites provided that the value there of shall be restricted to an amount equal to the annual salary as set out below:

1. Medical Reimbursement for self and family: Reimbursement of expenses actually incurred for self and family, the total cost of which to the Company shall not exceed one month's salary in a year;

2. **Leave Travel Allowance:** For self and family, once in a year either in India or abroad travel shall not exceed one month's salary in a year;
3. **Club fees:** Fees of clubs, subject to a maximum of two clubs;
4. **Personal accident insurance:** Premium not to exceed ₹ 50,000/- per annum;
5. **Car:** Free use of Company's car with driver;
6. Contribution to Provident Fund, Superannuation Fund or Annuity Fund, as per the rules of the Company;
7. Gratuity payable, shall not exceed, half a month's salary, for each completed year of service;
8. **Communication Facilities:** Free communication facilities like Telephones / Internet / Mobiles at residence;
9. The expenditure incurred by the Company on gas, electricity, water will be subject to a ceiling of 10% of the salary.
10. Leave on full pay and allowances as applicable to other employees of the Company.
11. He shall also be entitled to reimbursement of expenses actually incurred for the business of the Company;

**Minimum Remuneration:**

Notwithstanding herein, in the event of absence or inadequacy of profits of the Company in any financial years, the Company may remunerate to Shri.K.Harishchandra Prasad by way of Salary and perquisites in accordance with the limits prescribed in Section II of Part II of Schedule V of the Companies Act, 2013 or any statutory modifications, substitutions, re-enactments or amendment thereof as may be agreed to by the Board of Directors and Shri.K. Harishchandra Prasad.

The draft agreement between the Company and Shri. K.Harishchandra Prasad is available for inspection by the Members of the Company at its Registered Office between 10.30 A.M to 12.30 P.M. on any working day prior to the date of the Annual General Meeting and will also be available at the Annual General Meeting. None of the Directors, Key Managerial Persons or their relatives, except Shri. K.Harishchandra Prasad and Shri K. Kapil Prasad are in any way concerned or interested in the Resolution set out in special Business Item No.4.

Your Directors recommend the resolution for approval.

**STATEMENT PURSUANT TO PART II of SECTION II OF SCHEDULE V, OF THE COMPANIES ACT, 2013****I GENERAL INFORMATION:****(1) Nature of Industry: Non-Banking Finance Company**

The Company's primary business activity is to invest in shares and mutual funds.

**(2) Date of commencement of commercial production / Business activity: 16.04.1980.****(3) Financial performance during last three years:**

Financial Parameter	2020-21 (As PER IND AS)	2021-22 (AS PER IND AS)	2022-23 (AS PER IND AS)
Total Income	1,549.49	796.91	360.03
Profit / (Loss) After Tax	915.35	570.69	55.05
Book Value in `.	140.65	156.85	155.54
EPS in `.	30.51	19.02	1.84

**(4) Foreign investments or collaborations, if any: NIL****II. INFORMATION ABOUT THE APPOINTEE:****1. Background of the Appointee:**

Shri Kanuri Harishchandra Prasad, was born on September 15, 1952. After his B.Tech., (Chemical Technology) from Madras University in 1973, Shri.K.Harishchandra Prasad did M.S., in Chemical Engineering at Washington University., St., Louis in USA(1975). He was a Research Assistant at the University. Later, he did his M.B.A., (special emphasis on Finance) from, St.Louis University, St.Louis, USA (1977).

Shri.K.Harishchandra Prasad worked in United States of America as Plant Manager, Senior Manufacturing Engineer and Manager (Plating Operations) Industrial Electro Plating Labs and later at Allied Corporation.

He is also Director in several other Public and Private Limited Companies like K.L.N Holding Private Limited, Kapil Motors Private Limited, Keerthi Industries Limited, B N Rathi Securities Limited, Andhra Printers Limited and Suryalata Spinning Mills Limited.

Shri K.Harishchandra Prasad is actively involved in social and philanthropic activities. He is an active Member of Vignana Jyothi Educational Society and served as General Secretary duties the period 2018-2021. He is the Past President of FTAPCCI (Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, now and past President for Hyderabad Management Association for the year 2017-18 known as FTCCCI).

**2. Past remuneration (including contribution to PF, Superannuation fund and Gratuity fund) for last 3 years:**

(Amt in `)

2020 - 21	2021 - 22	2022 - 23
80,09,618	84,70,128	93,01,567

**3. Recognition and award:**

He received "Outstanding performance Award" while working in Allied Corporation, USA in 1983.

**4. Job profile and his suitability:****(a) Job Profile**

- He will exercise the management control over the whole of the affairs of the Company.
- Providing leadership and strategic guidance to the Company
- Profitable operations of the Company through efficient and optimum utilization of Company's resource viz., man, material and money.





- Entering into strategic tie-ups and alliances for advancement of the business of the Company.
- Development of new businesses.
- Employee satisfaction.
- Customer satisfaction.

**(b) Suitability**

Shri. K. Harishchandra Prasad belongs to the promoter group of the Company. He has been at the helm of the affairs of the Company since 1985. Under his able leadership and guidance the Company has been making steady progress and has been maintaining continuous dividend payment track record. He has vast experience in the field of Finance. Given the profile of Shri. K. Harishchandra Prasad, it is imperative that he be shouldered with responsibility of Managing Director and draw the remuneration as proposed.

5. **Remuneration proposed:** As detailed in the Explanatory Statement.

6. **Comparative remuneration profile with respect to Industry, size of the Company, Profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)**

The proposed remuneration to the appointee is in line with the remuneration comparable to the size of the Company and also that of the industry and of the position and person.

7. **Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:**

Sri. K. Harishchandra Prasad has no pecuniary relationship directly or indirectly with the Company except to the extent of his remuneration in the Company. Sri. K. Kapil Prasad is the son of Sri. K. Harishchandra Prasad, who is the Non - Executive Director of the Company.

**III. OTHER INFORMATION:****(1) Reason of inadequate profits:**

The Company has achieved operating profits from its operations during the year and it is expected to earn profits in the future years also. The Company is seeking the permission of the shareholders for paying remuneration to Mr K. Harishchandra Prasad, Managing Director, in accordance with the provisions as laid down in Schedule V of the Companies Act, 2013, in the event the Company has no profit or inadequate profits in any such financial year.

(2) **Steps taken or proposed to be taken for improvement:** The Company is striving hard to get new business and the Directors of the Company have been working towards getting new business activities.

(3) **Expected increase in productivity and profits in measurable terms:** Not Applicable as the Company is not into production activities.

**IV. DISCLOSURES:**

The details of the remuneration package, benefits and details are provided in Corporate Governance Report.

For and on behalf of the Board  
**Lakshmi Finance & Industrial Corporation Limited**

Sd/-

**K. HARISHCHANDRA PRASAD**  
MANAGING DIRECTOR  
DIN:00012564

Place: Hyderabad  
Date: 30-05-2023



**DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING.**

Disclosure Required under Section 196(4) of the Companies Act, 2013 and Pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.

<b>Name of the Director</b>	<b>Sri. K Harishchandra Prasad</b>	<b>Sri. K.Kapil Prasad</b>
<b>Date of Birth</b>	15.09.1952	31.10.1983
<b>Date of Appointment</b>	Original date of appointment is on 11.05.1985 Re-appointed as an Managing Director w.e.f 01.04.2020 ( 96 <sup>th</sup> AGM) 29.08.2020	07.02.2014
<b>Qualification</b>	MS. MBA	M.S
<b>No of Shares held in the Company</b>	90,000	81,085
<b>Directorships held in other Companies(excluding Private Limited and Foreign Companies)</b>	KEERTHI INDUSTRIES LIMITED, B N RATHI SECURITIES LIMITED, SURYALATA SPINNING MILLS LIMITED, ANDHRA PRINTERS LIMITED AND GREENPARK HOTELS & RESORTS LIMITED.	
<b>Positions held in mandatory committees of other companies</b>	KEERTHI INDUSTRIES LIMITED- Audit Committee-Member, Nomination & Remuneration Committee-Chairman, Corporate Social Responsibility Committee (CSR)-Member.  B N RATHI SECURITIES LIMITED, Audit Committee-Member, Nomination & Remuneration Committee-Chairman, Stakeholders relationship Committee-Member  SURYALATA SPINNING MILLS LIMITED Audit Committee-Member, Nomination & Remuneration Committee-Member	No

**DIRECTORS' REPORT**

To  
The Members of  
Lakshmi Finance & Industrial Corporation Limited

The Board of Directors are pleased to present the Company's Ninety Ninth Annual Report and the Company's Audited Financial Statements for the financial year ended March 31, 2023.

**1). FINANCIAL PERFORMANCE**

The summarized financial results of the Company for the financial year ended March 31, 2023 are presented below:

(` in lakhs)

Particulars	2022-23	2021-22
Gross Income	360.03	796.91
Profit/(Loss) before Depreciation and Tax	31.97	640.28
Depreciation	14.24	14.78
<b>Profit/(Loss) for the year before taxation</b>	<b>17.73</b>	<b>625.50</b>
Provision for Taxation	39.00	58.00
<b>Profit/(Loss) after tax</b>	<b>(21.27)</b>	<b>567.50</b>
Prior year taxes	4.03	0.02
<b>Net Profit/(Loss) after Tax</b>	<b>(25.30)</b>	<b>567.48</b>
<b>Deferred tax</b>	<b>66.35</b>	<b>3.21</b>
<b>MAT Credit Entitlement</b>	<b>14.00</b>	<b>-</b>
<b>Profit/(Loss) for the year after Tax</b>	<b>55.05</b>	<b>570.69</b>
Profit brought Forward	<b>1,354.87</b>	<b>994.18</b>
Total Profit available for appropriation	1,409.92	1,564.87
Dividend pertaining to previous year paid during the year	90.00	90.00
Corporate Dividend Tax	-	-
Transfer to Reserve Fund (per RBI Guide Lines)	12.00	120.00
<b>Balance carried over to Balance Sheet</b>	<b>1,307.92</b>	<b>1,354.87</b>

**2). OPERATIONAL PERFORMANCE:**

The Indian economy appears to have moved on after its encounter with the pandemic, staging a full recovery in FY22 ahead of many nations and positioning itself to ascend to the pre-pandemic growth path in FY23. Yet in the current year, India has also faced the challenge of reining in inflation that the European strife accentuated. Measures taken by the Government and RBI, along with the easing of global commodity prices, have finally managed to bring retail inflation below the RBI upper tolerance target in November 2022. However, the challenge of the depreciating rupee, although better performing than most other currencies, persists with the likelihood of further increases in policy rates by the US Fed. The widening of the CAD may also continue as global commodity prices remain elevated and the growth

momentum of the Indian economy remains strong. The loss of export stimulus is further possible as the slowing world growth and trade shrinks the global market size in the second half of the current year. Despite these, agencies worldwide continue to project India as the fastest-growing major economy at 6.5-7.0 per cent in FY23.

Despite the various challenges during the period, the economy during the year, slowly started improving and with the stock market sentiment improving, the Sensex which was at 58,568 as on 31.03.2022 with a marginal increase (0.72%) in Sensex is settled at 58,992 as on 31.03.2023.

The Company recorded Gross Income reduced to `360.03 lakhs as compared to `796.91 lakhs in the previous year. Profit after tax stood at `55.05



lakhs after providing current year tax provision of ₹.39 lakhs as compared to Profit after tax of ₹.570.69 lakhs in the previous year. The performance during the year ended 31.03.2023 was lower mainly on account of sluggish Stock Market conditions and decrease in valuation of investments. The rental incomes have been on expected basis. The Company continues to actively and closely monitor its portfolio investments in mutual funds and equity shares cautiously and optimistic about the Indian economy outlook to generate optimum returns by way of capital appreciation and periodic dividend returns.

**3). DIVIDEND:**

Your Company has a dividend policy that, inter alia balances the objectives appropriately rewarding shareholders and retaining capital in order to fund future growth. It has a consistent track record of dividend distribution to Company Shareholders. In recognition of the overall performance during the year under review, your Directors are pleased to recommend a dividend at the rate of 20% (i.e., ₹. 2/- per Equity Share of ₹.10/- each) for the financial year 2022-23 as against 30% dividend rate in the previous year. The proposed dividend, if approved at the 99th Annual General Meeting by the Members, will be paid to all those Equity Shareholders whose names appear in the Register of Members as on 01.08.2023 and also to those whose names appear as beneficial owners as furnished by the National Securities Depository Limited and Central Depository Services (India) Limited. The Company has not appropriated proposed dividend from Statement of Profit and Loss for the year ended March 31, 2023. The outflow on account of the dividend payout would be ₹.60 lakhs.

**UNPAID/UNCLAIMED DIVIDEND:**

In terms of the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 and Rules, 2001, unpaid/unclaimed dividend amount of ₹.12,17,859/- was transferred to Investor Education and Protection Fund on 14.10.2022 pertaining to the financial year 2014-15.

**4). TRANSFER TO RESERVES:**

The Company proposed to transfer a sum of ₹.12 lakhs i.e 20% of its Net Profit for the year 2022-23 to Reserve Fund in terms of Sec 45-1c of the RBI Act, 1934.

**5). DETAILS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES:**

Your Company does not have any subsidiaries, associates and joint ventures.

**6). DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONAL WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR:**

Sri.K.Kapil Prasad, Director of the Company retires at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

As the term of appointment of Sri.K.Harishchandra Prasad, Managing Director expires on 31.03.2023, the Nomination & Remuneration Committee and the Board of Directors recommended the re-appointment of Sri K.Harishchandra Prasad for another 3 years w.e.f 01.04.2023 as per the terms / conditions mutually agreed upon. Special Resolution in this regard is included in the AGM Notice.

**7). DECLARATIONS GIVEN BY INDEPENDENT DIRECTORS:**

All Independent Directors have given declarations that they meet the criteria of Independence as laid down under Section 149 of the Companies Act, 2013 and Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which have been relied on by the Company and were placed at the Board Meeting held on May 30, 2023.

**8). EVALUATION OF THE BOARD'S PERFORMANCE:**

In compliance with the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the performance evaluation of the Board was carried out during the year under review.

The Board has a formal mechanism for evaluating Board's performance and as well as that of its Committees and Individual Directors, including the Chairman of the Board based on the criteria laid down by Nomination and Remuneration Committee which included attendance, contribution at the meetings and otherwise, Independent judgment, safeguarding of minority shareholders interest, adherence to Code of Conduct and Business ethics, monitoring of regulatory compliance, risk assessment and review of Internal Control Systems etc.

**9). POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION AND OTHER DETAILS:**

The Company follows a policy on remuneration of Directors and Senior Management Employees. The Policy is approved by the Nomination and Remuneration Committee and the Board. More details on the same are given in the Corporate Governance Report.

**10). NUMBER OF BOARD MEETINGS HELD:**

The Board of Directors duly met 4 times during the Financial Year from 1<sup>st</sup> April, 2022 to 31<sup>st</sup> March, 2023. The dates on which the meetings were held are as follows:



26<sup>th</sup> May, 2022, 4<sup>th</sup> August, 2022, 9<sup>th</sup> November, 2022 and 10<sup>th</sup> February, 2023.

#### **11). AUDIT COMMITTEE**

The details pertaining to composition and term of reference of the Audit Committee Members, dates of meeting held and attendance of the Directors are given separately in the Corporate Governance Report, which forms part of this report.

#### **12). LISTING OF COMPANY'S SHARES:**

The Company's shares are listed at The National Stock Exchange of India Limited (NSE) w.e.f. 15.04.2015 and the Annual Listing Fees for the year 2023-24 have been paid. The Company's shares are listed and traded at NSE with ISIN code '**INE 850E01012**' and Stock Code is '**LFIC**' with effect from 15.04.2015.

#### **13). DEMATERIALISATION OF SHARES:**

Your Company shares have been made available for dematerialization through the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). As on 31<sup>st</sup> March 2023, 80.55% of the shares in your Company have been dematerialized.

#### **14. UN PAID /UN CLAIMED DIVIDEND:**

In terms of the provisions of the Companies Act, the Company is obliged to transfer dividends which remain unpaid or unclaimed for a period of seven years from the declaration to the credit of the Investor Education and Protection Fund established by the Central Government. Accordingly, the Members are hereby informed that the 7 years period for payment of the dividend pertaining to financial year 2015-2016 will expire on September 17<sup>th</sup>, 2023 and thereafter the amount standing to the credit in the said account will be transferred to the "Investor Education and Protection Fund" of the Central Government.

#### **15). AUDITORS:**

##### **i). Statutory Auditors:**

At the Annual General Meeting held on 28.09.2022, M/s. Brahmayya & Co., Chartered Accountants, Hyderabad were appointed as Statutory Auditors of the Company to hold the office for a period of 5 years commencing from the conclusion of 98<sup>th</sup> Annual General Meeting till the conclusion of 103<sup>rd</sup> Annual General Meeting.

The Auditors' Report for F.Y. 2022-23 does not contain any qualifications. The Auditors' Report is enclosed with the Financial Statements in this Annual Report.

##### **ii). Internal Auditors:**

M/s M. Bhaskara Rao & Co., Chartered Accountants, Hyderabad perform the duties of Internal Auditors of the Company and their reports are reviewed by the Audit Committee from time to time.

##### **iii). Secretarial Auditors:**

According to the provisions of section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report submitted by Smt. N. Madhavi, Company Secretary in Practice is enclosed as a part of this report.

#### **16). DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:**

The Company has in place proper and adequate internal control systems commensurate with the nature of its business, and size and complexity of its operations. Internal control systems comprising of policies and procedures designed to ensure reliability of financial reporting timely feedback on achievement of operational and strategic goals, compliance with policies procedure, applicable laws and regulations, and that all assets and resources are acquired are used economically.

#### **17). DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134 (5) of the Companies Act, 2013, your Directors confirm that to the best of their knowledge and belief and according to the information and explanation obtained by them.

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii. Such accounting policies as mentioned in the notes to the financial statements have been selected and applied consistently and judgments and estimates that are reasonable and prudent made so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 2022-23 and of the statement of Profit or Loss of the Company for that period.
- iii. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.



- iv. The annual accounts for the year 2022-23 have been prepared on a going concern basis.
- v. That the proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- vi. That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and effectively mentioned under various heads of the departments which are in then reporting to the Managing Director.

**18). PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The Company has not given Loans, Guarantees and Investments covered under the provisions of section 186 of the Companies Act, 2013

**19). PUBLIC DEPOSITS:**

Your Company has not accepted any deposits from the public during the year under review and there are no outstanding deposits as on 31<sup>st</sup> March 2023. Further, the Company is registered with RBI as a "Non-Banking Financial Institution without accepting public Deposits".

**20). CHANGE IN NATURE OF BUSINESS:**

There is no change in the nature of business during the year under review.

**21). VIGIL MECHANISM :**

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for Directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at [www.lakshmifinance.org.in](http://www.lakshmifinance.org.in).

**22). RELATED PARTY TRANSACTIONS :**

Related party transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit Committee for its omnibus approval and the particulars of contracts entered during the year as per Form AOC-2 is enclosed as Annexure-I.

The policy on related party transactions as approved by the Board is uploaded on the website of the Company at [www.lakshmifinance.org.in](http://www.lakshmifinance.org.in).

**23). EXTRACT OF ANNUAL RETURN:**

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure-II" to this report,

**24). MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

In terms of the provisions of Regulation 34 of the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management's discussion and analysis is set out in this Annual Report.

**25). CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:**

Your Company has taken adequate steps to adhere to all the stipulations laid down in the Listing Regulations. A report on Corporate Governance is included as a part of this Annual Report. Certificate from the Statutory Auditors of the Company M/s. Brahmayya & Co., Chartered Accountants confirming the compliance with the conditions of Corporate Governance as stipulated under Listing Regulations is included as a part of this report.

**26). CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Information required under section 134(3)(m) read with Rule, 8 of the Companies (Accounts) Rules, 2014, of the Companies Act, was not given as the same is not applicable owing to the nature of activities in foreign Currency is Nil.

**27). CORPORATE SOCIAL RESPONSIBILITY (CSR) :**

In terms of section 135 and Schedule VII of the Companies Act, 2013, the Board of Directors of your Company has constituted a CSR Committee w.e.f 25.05.2015. The Committee Comprises of three Independent Directors and one Non-Independent Director, namely Sri.R.Surender Reddy, Sri.Keshav Bhupal, Sri.Kapil Bhatia and Sri.K.Harishchandra Prasad, Managing Director. CSR Committee of the Board developed a CSR Policy and the functions of Committee include review of CSR initiatives undertaken by the Company, formation and recommendation to the Board of a CSR policy indicating the activities to be undertaken by the Company and recommendation of the amount of the expenditure to be incurred for such activities. However, during the year under review Section 135 of the Companies Act, 2013, relating to the Corporate Social Responsibility is not applicable to the Company and hence the same is not adopted.

**28). REMUNERATION RATIO OF THE DIRECTORS / KEY MANAGERIAL PERSONNEL (KMP) / EMPLOYEES:**

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is given in Annexure-III

**29). MATERIAL CHANGES AND COMMITMENTS:**

Pursuant to the provisions Sec.134 (3) (I) of the Companies Act, 2013, there were no material changes and commitments which affects the financial statements of the Company during the year under review.

**30). RISK MANAGEMENT COMMITTEE:**

The Board of Directors of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. Major risks identified by the business and functions are systematically addressed through mitigating actions on a continuing basis. The details of Risk Management Committee and its composition is given in the Corporate Governance Report which form part of this report.

**31). SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:**

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

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

"The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during each Financial Year:

No. of complaints received:	Nil
No. of complaints disposed off:	Nil

**33). ACKNOWLEDGEMENTS:**

Directors take this opportunity to express their thanks to various departments of the Central and State Government, Banks and Shareholders for their continued support and guidance.

The Directors wish to place on record their appreciation for the dedicated efforts put in by the Employees of the Company at all levels.

**For and on behalf of the Board  
LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED**

**Sd/-**  
**R. SURENDER REDDY**  
Director  
(DIN: 00083972)

**Sd/-**  
**K. HARISHCHANDRA PRASAD**  
Managing Director  
(DIN: 00012564)

Place: Hyderabad  
Date: 30.05.2023





**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH 2023**

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

To,  
The Members,  
Lakshmi Finance & Industrial Corporation Limited  
1<sup>st</sup> Floor, Suryodaya, Begumpet,  
Hyderabad – 500 016, Telangana.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Lakshmi Finance & Industrial Corporation Limited (here in after called the company). Secretarial Audit was conducted in a manner that provided me / us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Lakshmi Finance & Industrial Corporation Limited 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 my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2023, 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 Lakshmi Finance & Industrial Corporation Limited for the financial year ended on 31<sup>st</sup> March 2023 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, 2009 **(Not applicable to the Company during the Audit Period);**
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not applicable to the Company during the Audit Period);**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period);**
  - (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;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period);** and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the Audit Period);**
- (vi) Other specifically applicable laws to the Company:
  - a) The EPF & Misc. Provisions Act, 1952;

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

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

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



**We further report that**

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

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

All the decisions at the Board Meetings and Committee Meetings have been carried out unanimously as recorded in the Minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that:

- there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- there were no such specific events/actions in pursuance of the above referred laws, rules, regulations, etc., having a major bearing on the Company's affairs.

**for M/s. A.S. Ramkumar & Associates  
Company Secretaries**

Sd/-  
**N. MADHAVI**  
Partner

M.NO.A16866; CP NO. 11732  
UDIN:A016866E000409434  
Peer Review Cert.No: 622/2019

Place: Hyderabad  
Date : 30.05.2023

**'Annexure A'**

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

To,  
The Members,  
Lakshmi Finance & Industrial Corporation Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**for M/s. A.S. Ramkumar & Associates  
Company Secretaries**

Sd/-  
**N. MADHAVI**  
Partner

M.NO.A16866; CP NO. 11732  
UDIN:A016866E000409434  
Peer Review Cert.No: 622/2019

Place: Hyderabad  
Date : 30.05.2023



**FORM AOC-2**

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

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

**1. Details of contracts or arrangements or transactions not at Arm's length basis :**

Sl.No	Particulars	Details
1.	Name (s) of the related party & nature of relationship	Nil
2.	Nature of contracts/arrangements/transaction	Nil
3.	Duration of the contracts/arrangements/ transaction	Nil
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
5.	Justification for entering into such contracts or arrangements or transactions	Nil
6.	Date of approval by the Board	Nil
7.	Amount paid as advances, if any	Nil
8.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Nil

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

Sl. No	Particulars	Details	
1.	Name (s) of the related party	WOOD STAR INDUSTRIES	KAPIL MOTORS PVT LTD
2.	Nature of Relation ship	DIRECTOR IS INTERESTED	DIRECTORS ARE INTERESTED
3.	Nature of contracts / arrangements /transaction	BY AGREEMENT	SERVICE AVAILED
4.	Duration of the contracts/ arrangements /transaction	FROM 01.04.2021 to 31.03.2024	ON SERVICE BASIS
5.	Salient terms of the contracts or arrangements / transaction	RENT AND SERVICE CHARGES	FOUR WHEELER SERVICES AVAILED
6.	Justification for entering into such contracts or arrangements or transaction	ON PAR WITH MARKET	ON PAR WITH MARKET
7.	Date of approval by the Board	29.06.2021	29.06.2021
8.	Amount incurred during the year (Rupees In lakhs)	14.41	0.66



#### ANNEXURE-II

#### FORM NO. MGT 9

#### EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2023

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

#### I. REGISTRATION & OTHER DETAILS:

1.	CIN	L65920TG1923PLC000044
2.	Registration Date	20/11/1923
3.	Name of the Company	<b>LAKSHMI FINANCE AND INDUSTRIAL CORPORATION LIMITED</b>
4.	Category/Sub-category of the Company	Company Having Share Capital
5.	Address of the Registered office & contact details	1 <sup>st</sup> Floor, "Suryodaya", 1-10-60/3, Begumpet, Hyderabad-500 016. Phone No:040-27760301, Fax: 040-27767793, e-mail:lakshmi_lfic@yahoo.com.
6.	Whether listed Company	Yes (Listed-In- NSE)
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Venture Capital & Corporate Investments Private Limited. "AURUM", DOOR No.4-50/P-II/57/4F & 5F, PLOT No.57 4 <sup>th</sup> & 5 <sup>th</sup> FLOORS, JAYABHERI ENCLAVE PHASE – II <u>GACHIBOWLI, HYDERABAD – 500 032, TELANGANA, INDIA.</u> Phone No/s. 040-23818475 / 23868257 / 35164940 Email Id: <a href="mailto:investor.relations@vccipl.com">investor.relations@vccipl.com</a> Web: <a href="http://www.vccipl.com">www.vccipl.com</a>

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

(All the business activities contributing 10 % or more of the total turnover of the Company shall be stated.)

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Investment In Equity Shares and Mutual Funds	65993	72.42%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES: NIL

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

##### A. Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	4,76,482	0	4,76,482	15.88	4,76,482	0	4,76,482	15.88	0
Central Govt	0	0	0	0	0	0	0	0	0
State Govt (s)	0	0	0	0	0	0	0	0	0
Bodies Corp.	6,19,680	0	6,19,680	20.66	6,19,680	0	6,19,680	20.66	0
Banks / FI	0	0	0	0	0	0	0	0	0
Any Other (Trust)	2,09,300	0	2,09,300	6.98	2,09,300	0	2,09,300	6.98	0
<b>Sub-total(A) (1) :-</b>	<b>13,05,462</b>	<b>0</b>	<b>13,05,462</b>	<b>43.52</b>	<b>13,05,462</b>	<b>0</b>	<b>13,05,462</b>	<b>43.52</b>	<b>0.00</b>



Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(2) Foreign</b>									
a) NRIs - Individuals	1,04,640	0	1,04,640	3.49	1,04,640	0	1,04,640	3.49	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
<b>Sub-total (A) (2):-</b>	<b>1,04,640</b>	<b>0</b>	<b>1,04,640</b>	<b>3.49</b>	<b>1,04,640</b>	<b>0</b>	<b>1,04,640</b>	<b>3.49</b>	<b>0</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>14,10,102</b>	<b>0</b>	<b>14,10,102</b>	<b>47.00</b>	<b>14,10,102</b>	<b>0</b>	<b>14,10,102</b>	<b>47.00</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	900	900	0.03	0	900	900	0.03	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub –total (B) (1)</b>	<b>0</b>	<b>900</b>	<b>900</b>	<b>0.03</b>	<b>0</b>	<b>900</b>	<b>900</b>	<b>0.03</b>	<b>0</b>
<b>2. Non Institutions</b>									
a) Bodies Corp.									
i) Indian	9,790	7,440	17,230	0.57	6,356	7,440	13,796	0.46	-0.11
ii) Overseas	0	0	0	0	0	0	0	0	0
b) <b>Individuals</b>									
i) Individual shareholders holding nominal share capital up to ` .1 lakh	6,08,141	6,22,739	12,30,880	41.02	6,75,192	5,74,499	12,49,691	41.63	0.61
ii) Individual shareholders holding nominal share capital in excess of ` .1 lakh	65,921	0	65,921	2.20	35,316	0	35,316	1.18	-1.02
c) Others									
1. NRI	2,973	740	3,713	0.12	10,487	555	11,042	0.37	0.25
2. Clearing Members	2,876	0	2,876	0.10	10,775	0	10,775	0.37	0.27
3. Trust	740	0	740	0.02	740	0	740	0.02	0
4. IEPF Authority*	2,67,638	0	2,67,638	8.92	2,67,638	0	2,67,638	8.92	0
<b>Sub – Total (B)(2)</b>	<b>9,58,079</b>	<b>6,30,919</b>	<b>15,88,998</b>	<b>52.97</b>	<b>10,06,504</b>	<b>5,82,494</b>	<b>15,88,998</b>	<b>52.97</b>	<b>0</b>
<b>Sub-Total (B)(2):- Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>9,58,079</b>	<b>6,31,819</b>	<b>15,89,898</b>	<b>53.00</b>	<b>10,06,504</b>	<b>5,83,394</b>	<b>15,89,898</b>	<b>53.00</b>	<b>0</b>
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>23,68,181</b>	<b>6,31,819</b>	<b>30,00,000</b>	<b>100</b>	<b>24,16,606</b>	<b>5,83,394</b>	<b>30,00,000</b>	<b>100</b>	<b>00.00</b>



**B. Shareholders of Promoters**

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			%Change during the year
		No. of shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
1.	UNIJOJLY INVESTMENTS Company LTD	2,96,060	9.87	0	2,96,060	9.87	0	0
2.	HEALTHY INVESTMENTS LTD	2,17,340	7.24	0	2,17,340	7.24	0	0
3.	KLN AND KP TRUST	2,09,300	6.98	0	2,09,300	6.98	0	0
4.	SHANTHA PRASAD CHALLA	45,000	1.50	0	45,000	1.50	0	0
5.	K.L.N.HOLDINGS PRIVATE LIMITED	1,06,280	3.54	0	1,06,280	3.54	0	0
6.	K.RAMA KRISHNA PRASAD	1,04,640	3.49	0	1,04,640	3.49	0	0
7.	K.HARISHCHANDRA PRASAD	90,000	3.00	0	90,000	3.00	0	0
8.	K.KAPIL PRASAD	81,085	2.70	0	81,085	2.70	0	0
9.	K.VIDYA DEVI	64,362	2.15	0	64,362	2.15	0	0
10.	MOMMANENI RADHA	45,000	1.50	0	45,000	1.50	0	0
11.	K.JYOTHI	37,061	1.24	0	37,061	1.24	0	0
12.	KANURI JAGADISH PRASAD	32,752	1.09	0	32,752	1.09	0	0
13.	K.SATYAVATHI	27,150	0.91	0	27,150	0.91	0	0
14.	K.L.N.ADITYA	26,666	0.89	0	26,666	0.89	0	0
15.	KANURI ARUN PRASAD	26,666	0.89	0	26,666	0.89	0	0
16.	M.RAM MOHAN	440	0.01	0	440	0.01	0	0
17.	CHALLA RAJENDRAPRASAD	300	0.01	0	300	0.01	0	0
	<b>TOTAL</b>	<b>14,10,102</b>	<b>47.00</b>	<b>0</b>	<b>14,10,102</b>	<b>47.00</b>	<b>0</b>	<b>0.0</b>

**C. Change in Promoters' Shareholding ( please specify, if there is no change)**

Sl. No.	Shareholder's Name	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the Company
1.	0				
	At the beginning of the year	0	0	0	0
	Date wise Increase /Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	0			
	At the end of the year	0	0	0	0

**D. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (other than Directors, Promoters and Holders of GDR and ADRs)**

Sl. No	Shareholder Name	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of The company	No. of shares	% of total shares of the company
1.	<b>MAHENDRA GIRDHARILAL</b>				
	At the beginning of the year	35,316	1.18	35,316	1.18
	Date wise Increase /Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	Nil			
	At the end of the year	35,316	1.18	35,316	1.18

Sl. No	Shareholder Name	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of The company	No. of shares	% of total shares of the company
2.	<b>MANJU GAGGAR,GAYATRI GAGGAR BHARTI TAPARIA</b>				
	At the beginning of the year	30,605	1.02	30,605	1.02
	Date wise Increase /Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	Nil			
	At the end of the year	30,605	1.02	30,605	1.02

Sl. No	Shareholder Name	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of The company	No. of shares	% of total shares of the company
3.	<b>ANKINEEDU PRASAD S.R.Y</b>				
	At the beginning of the year	25,130	0.84	25,130	0.84
	Date wise Increase /Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	Nil			
	At the end of the year	25,130	0.84	25,130	0.84



Sl. No	Shareholder Name	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of The company	No. of shares	% of total shares of the company
4.	<b>V.S.N.H.V.PRASAD BABU V.MAHA RANI SAMYUKTA</b>				
	At the beginning of the year	21,411	0.71	21,411	0.71
	Date wise Increase /Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	NIL			
	At the end of the year	21,411	0.71	21,411	0.71

Sl. No	Shareholder Name	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of The company	No. of shares	% of total shares of the company
5.	<b>R.RAGHURAM REDDY</b>				
	At the beginning of the year	18,440	0.61	18,440	0.61
	Date wise Increase /Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/sweat equity etc):	NIL			
	At the end of the year	18,440	0.61	18,440	0.61

Sl. No	Shareholder Name	Shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of The company	No. of shares	% of total shares of the company
6.	<b>VIDYASAGARAN UNNIPARAMBATH</b>				
	At the beginning of the year	16,600	0.55	16,600	0.55
	Date wise Increase /Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	Nil			
	At the end of the year	16,600	0.55	16,600	0.55

Sl. No	Shareholder Name	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of The company	No. of shares	% of total shares of the company
7.	<b>S.R.Y.PADMANABHA PRASAD</b>				
	At the beginning of the year	9440	0.31	9440	0.31
	Date wise Increase /Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	NIL			
	At the end of the year	9440	0.31	9440	0.31





Sl. No	Shareholder Name	Shareholding		Cumulative Shareholding during the year	
8.	RAJESWARI DEVI VADLAPATLA	No. of shares	% of total shares of The company	No. of shares	% of total shares of the company
	At the beginning of the year	9,440	0.31	9,440	0.31
	Date wise Increase /Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	Nil			
	At the end of the year	9,440	0.31	9,440	0.31

Sl. No	Shareholder Name	Shareholding		Cumulative Shareholding during the year	
9.	DEEPAK TANNIRU	No. of shares	% of total shares of The company	No. of shares	% of total shares of the company
	At the beginning of the year	8,460	0.28	8,460	0.28
	Date wise Increase /Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	Nil			
	At the end of the year	8,460	0.28	8,460	0.28

Sl. No	Shareholder Name	Shareholding		Cumulative Shareholding during the year	
10.	BHASKAR RAMAN BODDU	No. of shares	% of total shares of The company	No. of shares	% of total shares of the company
	At the beginning of the year	7,800	0.26	7,800	0.26
	Date wise Increase /Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/sweat equity etc):	Nil			
	At the end of the year	7,800	0.26	7,800	0.26

**E. Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	For Each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>K.HARISHCHANDRA PRASAD</b>				
	At the beginning of the year	90,000	3.00	90,000	3.00
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL			
	At the End of the year	90,000	3.00	90,000	3.00

Sl. No.	For Each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
2.	<b>R.SURENDER REDDY</b>				
	At the beginning of the year	6,140	0.20	6,140	0.20
	Date wise Increase / Decrease in Share Holding during the year Specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc):	NIL			
	At the End of the year	6,140	0.20	6,140	0.20

Sl. No.	For Each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
3.	<b>KAPIL BHATIA</b>				
	At the beginning of the year	740	0.02	740	0.02
	Date wise Increase / Decrease in Promoters Share Holding during the year Specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc):	NIL			
	At the End of the year	740	0.02	740	0.02

Sl. No.	For Each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
4.	<b>KESHAV BHUPAL</b>				
	At the beginning of the year	3,300	0.11	3,300	0.11
	Date wise Increase / Decrease in Share Holding during the year Specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc)	NIL			
	At the End of the year	3,300	0.11	3,300	0.11



Sl. No.	For Each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year	
5.	K. KAPIL PRASAD	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	81,085	2.70	81,085	2.70
	Date wise Increase / Decrease in Share Holding during the year Specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc)	NIL			
	At the End of the year	81,085	2.70	81,085	2.70

Sl. No.	For Each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year	
6.	MADHURIKA NALLURI VENKAT	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Share Holding during the year Specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc)	NIL			
	At the End of the year	0	0	0	0

Sl. No.	For Each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year	
7.	U.VIJAYA KUMAR –CFO (KMP)	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Share Holding during the year Specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc)	NIL			
	At the End of the year	0	0	0	0

Sl. No.	For Each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year	
8.	DEEPA GUSAIN COMPANY SECRETARY (KMP)	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Share Holding during the year Specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc)	NIL			
	At the End of the year	0	0	0	0



**VI. INDEBTEDNESS**

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

Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount				
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
Change in Indebtedness during the financial year Addition/ Reduction	NIL	NIL	NIL	NIL
<b>Net Change</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**VII. REMUNERATION OF DIRECTORS -**

**A. Remuneration to Managing Director.**

SN.	Particulars of Remuneration	Name of MD K.HARISHCHANDRA PRASAD (Managing Director)	Total Amount (In `)
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	72,00,000	72,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3,21,067	3,21,067
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission - as % of profit others, specify	NIL	NIL
5.	Others (Contribution to various fund)	17,80,500	17,80,500
	<b>Total (A)</b>	<b>93,01,567</b>	<b>93,01,567</b>
	Ceiling as per the Act		1,68,00,000

**B. Remuneration to other Directors:(Sitting fee for attending Board and Committee Meetings)**

SN.	Particulars of Remuneration	Name of Directors					Total Amount (In `)
	Independent Directors	R.Surender Reddy	Kapil Bhatia	Keshav Bhupal	Madhu rika Nalluri Venkat		
1.	Fee for attending Board and committee meetings	72,000	43,000	72,000	72,000		<b>2,59,000</b>
	Commission	NIL	NIL	NIL	NIL		NIL
	Others, please specify	NIL	NIL	NIL	NIL		NIL
	<b>Total (1)</b>	72,000	43,000	72,000	72,000		<b>2,59,000</b>
	Other Non-Executive Directors					K.Kapil Prasad	<b>Total Amount (In `)</b>
2.	Fee for attending board and committee meetings	NIL	NIL	NIL	NIL	59,000	59,000
	Commission	NIL	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total (2)</b>	NIL	NIL	NIL	NIL	59,000	59,000
	<b>Total (B)=(1+2)</b>	72,000	43,000	72,000	72,000	59,000	<b>3,18,000</b>
	<b>Total Managerial Remuneration</b>	72,000	43,000	72,000	72,000	59,000	<b>3,18,000</b>



#### VIII. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN.	Particulars of Remuneration	Key Managerial Personnel		Total Amount (In ₹)
		CS (Deepa Gusain)	CFO (Vijaya Kumar U)	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,70,600	9,32,040	10,93,020
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	2,56,686	2,56,686
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
2.	Stock Option	0	0	0
3.	Sweat Equity	0	0	0
4.	Commission			
	- as a % of profit	0	0	0
	- others, specify...			
5.	Others, please specify	0	0	0
	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0	0
		2,70,600	11,88,726	13,49,706

#### IX. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For and on behalf of the Board  
LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED

Place: Hyderabad  
Date: 30.05.2023

Sd/-  
R.Surender Reddy  
Director  
(DIN: 00083972)

Sd/-  
K.Harishchandra Prasad  
Managing Director  
(DIN: 00012564)

**Report on Managerial Remuneration**

As per Section 197 of the Companies Act 2013

Read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

**Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

- i). The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2022-23, ratio of the remuneration of each Director to the median remuneration of the employees of the company for the financial year 2022-23, and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No.	Name of Director/KMP and Designation	*Remuneration of Director/ KMP for the financial year 2022-23 (in Lacs)	% of increase in Remuneration in the Financial year 2022-23	Ratio of remuneration of each Director / to median remuneration of employees
1.	K.Harishchandra Prasad (Managing Director)	93.01	9.81	34.44
2.	U.Vijaya Kumar (Chief Financial Officer)	11.88	10.00	4.40
3.	Smt.Deepa Gusain (Company Secretary)	2.70	9.76	1.00

\* **The median remuneration of employees' of the Company during the financial year:**

The median remuneration of employees 'of the Company during the financial year was ` 2,70,000

- ii) **The percentage of increase in the median remuneration of the employees in the financial year:**

The percentage of increase in the median remuneration of the employees in the financial year ending March 31, 2023 was (10.%)

- iii) **The number of permanent employees on the rolls of the Company as on March 31, 2023:**

There were 9 permanent employees on the rolls of Company as on 31<sup>st</sup> March, 2023.

- iv) **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

The average annual increase across the organization was around 10.03%. The percentile increase in managerial remuneration is **Nil**.

There were no exceptional circumstances for increase in the managerial remuneration.



**Statement of particulars of employees pursuant to provisions of Rule 5 (2) of section 197(12) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

Sl No	Name of the employee	Designation	Remuneration Per annum 2022-23	Nature of employment	Qualification & Experience	Date of commencement of employment	Age	Last employment of such employment	% of equity shares held of the employee	Whether the employee is relative of any Director/ Manager
1.	Sri. K. Harishchandra Prasad	Managing Director	93,01,567	Whole time	MS,MBA 45 Years	11.05.1985	70	Amphenol,an Allied Co.,(USA)	3%	Father of Sri K. Kapil Prasad, Director
2.	U. Vijaya Kumar	Chief Financial Officer	11,88,726	Whole time	M.Com 37 Years	22.10.1997	60	Sri Chakra Financial Ser.Ltd.,	Nil	NA
3.	V.V.S.R. Murthy	Asst. Manager	3,93,815	Whole time	M.Com 34 Years	06.12.2004	59	Sidvin Financial Ser. Pvt.Ltd.,	Nil	NA
4.	D. Badarinarayana	Office Assistant	2,72,277	Whole time	B.Com 24 Years	15.05.2000	57	Madhuri Motors Pvt Ltd.,	Nil	NA
5	Deepa Gusain	Company Secretary	2,70,600	Whole time	Company Secretary	03.02.2021	34	Nil	Nil	NA
.6.	Mukiri Prasad	Driver	2,63,417	Whole time	7 <sup>th</sup> Class 24 Years	01.08.2016	54	Nil	Nil	NA
7.	P. Suvarna	Office Assistant	2,25,703	Whole time	B.Com, MBA 8 Years	06.01.2016	30	Atois Technology	Nil	NA
8.	D. PADMA	Office Assistant	2,25,579	Whole time	M.COM 11 years	20.04.2018	43	Gemini International	Nil	NA
9.	D. Narasaiah	Attender	1,98,774	Whole time	7 <sup>th</sup> Class 30 Years	24.10.2013	50	Nil	Nil	NA



**MANAGEMENT DISCUSSION AND ANALYSIS****REVIEW OF ECONOMY:**

In General, global economic shocks in the past were severe but spaced out in time. This changed in the third decade of this millennium. At least three shocks have hit the global economy since 2020. It all started with the pandemic – induced contraction of the global output, followed by the Russian-Ukraine conflict leading to a worldwide surge in inflation. Then, the central banks across economies led by the Federal Reserve responded with synchronized policy rate hikes to curb inflation. The rate hike by the US Fed drove capital into the US markets causing the US Dollar to appreciate against most currencies. This led to the widening of the Current Account Deficits (CAD) and increased inflationary pressures in net importing economies. The rate hike and persistent inflation also led to a lowering of the global growth forecasts for 2022 and 2023. The frailties of the Chinese economy further contributed to the weakening the growth forecasts. Slowing global growth apart from monetary tightening may also lead to a financial contagion emanating from the advanced economies where the debt of the non-financial sector has risen the most since the global financial crisis. With inflation persisting in the advanced economies and the central banks hinting a further rate hikes, downside risks to the global economic outlook appear elevated. The Indian economy, however, appears to have moved on after its encounter with the pandemic, staging a full recovery in FY22 ahead of many nations and positioning itself to ascend to the pre-pandemic growth path in FY23.

The overall performance of the Company is low comparing with previous year performance because of subdued Stock Market conditions and portfolio investments valuation during the Financial Year 2022-23. The Company will continue to focus its efforts to closely monitor portfolio Investment activity to generate optimum returns by way of capital appreciation and periodic dividend returns.

**INVESTMENTS:**

Total Investments as on March 31, 2023 is ` 4,026.47 lakhs excluding ` 250 lakhs of Fixed Deposits, ` 250 lakhs of Government Bonds and ` 50 lakhs of NCDs as against ` 3,586.65 lakhs of Investments and ` 200 lakhs of Fixed Deposits and ` 211.84 lakhs in Government Bonds as at March 31, 2022.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The CEO and CFO certification provided in the certification section of the Annual Report discusses the adequacy of our Internal Control systems and procedures.

**KEY FINANCIAL INDICATORS: LAST THREE YEARS:****( ` in Lakhs)**

	<b>F.Y 2022-23</b>	<b>F.Y.2021-22</b>	<b>F.Y.2020-21</b>
Equity Capital and Reserves	4668.08	4704.78	4223.37
Investments	4026.47	3586.65	3351.31
Gross Profit/(Loss) (before tax)	17.73	625.50	1399.38
Net Profit/(Loss) (after tax)	55.05	570.69	915.35
Dividend (%)	20%	30%	30%
Earnings per share	1.84	19.02	30.51

For and on behalf of the Board  
**Lakshmi Finance & Industrial Corporation Limited**

Sd/-  
**K.HARISHCHANDRA PRASAD**  
**MANAGING DIRECTOR**  
DIN:00012564

Place: Hyderabad  
Date : 30.05.2023



## REPORT ON CORPORATE GOVERNANCE

### 1. Brief Statement On Company's Philosophy on Code of Governance.

The Company believes that the Corporate Governance is integral to all the functions and divisions of the organization for creating value for all the stakeholders. In this competitive business environment, both the management and employees vigorously uphold the values of integrity, transparency, responsibility and accountability.

The Company's philosophy on code of governance in conducting all activities of the Company in a fair and transparent manner, enhancing stakeholders' value. Company will continue to focus on its resources, strengths and strategies for creation and safeguarding of shareholders' wealth and interest.

### 2. Board of Directors:

The Board has Six (6) Directors comprising of (2) Promoter Directors - Managing Director & a Non-Executive Director and Four (4) Independent Directors. The Composition of the Board as on 31.03.2023 is as under:

Name of the Director	Category	Attendance at Board Meetings	Whether attended AGM on 28.09.2022	Number of other Boards in which he/she is a Director Public Limited	Number of other Boards in which he/she is a Director Private Limited	Number of other Board Committees in which he/she is a Member	Number of other Board Committees in which he/she is a Chairman
Sri R. Surender Reddy	IndependentNon –Executive Director	4	Yes	4	NIL	3	5
Sri Kapil Bhatia	IndependentNon –Executive Director	2	Yes	0	6	0	0
Sri K. Harish chandra Prasad (Managing Director)	Executive Director & Promoter	4	Yes	5	2	5	2
Sri. Keshav Bhupal	IndependentNon –Executive Director	4	Yes	NIL	3	NIL	NIL
Sri.K.Kapil Prasad	Non –executive Director & Promoter	4	Yes	NIL	3	NIL	NIL
Smt. Madhurika Nalluri Venkat	IndependentNon –Executive Director	4	Yes	1	2	2	NIL

#### Details of Directorship in other Listed entities as on 31<sup>st</sup> March, 2023:

Name of the Director	Directorships in other listed entities (Category of Directorships)
Sri R. Surender Reddy	(1) Suryalata Spinning Mills Limited, IndependentNon –Executive Director (2) Bhagyanagar India Limited, IndependentNon –Executive Director (3) Suryalakshmi Cotton Mills Limited, IndependentNon –Executive Director (4) Surana Solar Limited. IndependentNon –Executive Director
Sri Kapil Bhatia	Nil
Sri. K. Harishchandra Prasad (Managing Director)	(1) B N Rathi Securities Limited, IndependentNon –Executive Director, (2) Keerthi Industries Limited., IndependentNon –Executive Director . (3) Suryalata Spinning Mills Limited, IndependentNon –Executive Director
Sri. Keshav Bhupal	Nil
Sri.K.Kapil Prasad	Nil
Smt. Madhurika Nalluri Venkat	(1) Moschip Technologies Limited , IndependentNon –Executive Director .



1. There are no pecuniary relationships or transactions with Independent Non-Executive Directors except for sitting fees paid for attending Board and other Committee Meetings.
2. Sri.K Kapil Prasad, Non-Executive Director of the Company is the son of Sri.K.Harishchandra Prasad, Managing Director of the Company.
3. During the Financial Year 2022-23, Four Board Meetings were held on 26.05.2022, 04.08.2022, 09.11.2022 and 10.02.2023.The gap between two Meetings did not exceed 120 days.
4. None of the Directors on the Board is a member in more than 10 Committees or Chairman in more than 5 Committees, across all the public companies in which he / she is a Director.
5. None of the Directors serves as an Independent Director in more than 7 Companies.
6. Details of equity shares of the Company held by the Directors as on March 31, 2023 are given below:

Sl. No.	Name of Director	No.of shares held
1	Sri. R. Surender Reddy	6,140
2	Sri. Kapil Bhatia	740
3	Sri. K. Harishchandra Prasad	90,000
4	Sri. Keshav Bhupal	3,300
5	Sri. K.Kapil Prasad	81,085
6	Smt. Madhurika Nalluri Venkat	Nil

7. The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Strategy and Planning	Appreciation of long term trends, strategic choices and expertise in guiding and leading management teams to make decision in uncertain environments.
Governance	Experiencing in developing governance practices, serving the best interests of all stakeholders, maintain board and management accountability, building long term effective stakeholder engagements and driving corporate ethics and values.

8. All Independent Directors have given declaration that they meet the criteria of Independence as laid down under section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations. In the opinion of the Board, the Independent Directors fulfill the conditions of independence specified in section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations.

### 3. Audit Committee:

The Company has a qualified and independent Audit Committee which consists of Independent Directors, who provides assistance to the Board of Directors in fulfilling its responsibilities. The Audit Committee is constituted in accordance with the provision of Regulation 18 of the Listing Regulations and Section 177 of the Companies Act, 2013 and Rule 6 and 7 of Companies (Meetings of Board and its Powers) Rules, 2014.

The Audit Committee is empowered with functions according to the powers, scope and role as defined and prescribed under the said Regulation 18 and Section 177 of the Companies Act, 2013 and Rule 6 and 7 of Companies (Meetings of Board and its Powers) Rules, 2014 and acts in terms of reference and Directors if any given by the Board from time to time.

#### a) Brief Description of terms of reference

The terms of reference of this Committee are wide enough to cover the matters specified for audit committees under Regulation 18 of the Securities and Exchange Board of India (LODR), as well as in Section 177 of the Companies Act, 2013, and are as follows:

- (1) oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- (3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;



- (4) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - (a) matters required to be included in the Director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - (b) Changes, if any, in accounting policies and practices and reasons for the same;
  - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
  - (d) Significant adjustments made in the financial statements arising out of audit findings;
  - (e) Compliance with listing and other legal requirements relating to financial statements;
  - (f) Disclosure of any related party transactions;
  - (g) Modified opinion(s) in the draft audit report;
- (5) reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- (7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (8) approval or any subsequent modification of transactions of the listed entity with related parties;
- (9) scrutiny of inter-corporate loans and investments;
- (10) valuation of undertakings or assets of the listed entity, wherever it is necessary;
- (11) evaluation of internal financial controls and risk management systems;
- (12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- (13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (14) discussion with internal auditors of any significant findings and follow up there on;
- (15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- (16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- (17) to look in to the reasons for substantial faults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (18) to review the functioning of the whistle blower mechanism;
- (19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- (20) Carrying out any other function as is mentioned in reference of the audit committee.

**b) Composition, Name of Members and Chairperson:**

S.No	Name	Designation in Committee	Category of Directorship	Number of Meetings held during the year	No. of the Meetings attended during the year
1.	Sri. R. Surender Reddy	Chairman	Non-Executive & Independent	4	4
2.	Sri. Keshav Bhupal	Member	Non-Executive & Independent	4	4
3.	Sri Kapil Bhatia	Member	Non-Executive & Independent	4	2
4.	Smt. Madhurika Nalluri Venkat	Member	Non-Executive & Independent	4	4
5.	Sri. K. Kapil Prasad	Member	Promoter, Non-Executive & Non- Independent	4	4
6.	Sri. K. Harishchandra Prasad	Member	Promoter, Executive & Non-Independent	4	4

**c) Meetings and attendance during the year:**

During the financial year ended 31<sup>st</sup> March, 2023, Four Audit Committee Meetings were held on 26.05.2022, 04.08.2022, 09.11.2022 and 10.02.2023 the attendance details of the Members are as above.

**4) Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee has been formed in compliance of Regulation 19 on SEBI (LODR) of the Listing Regulation 2015, and pursuant to Section 178 of the Companies Act, 2013 comprising of 4 Non Executive Independent Directors.

**a). Nomination and Remuneration Policy:****1. Introduction:**

Lakshmi Finance and Industrial Corporation Limited (LFIC), believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance.

Towards this, LFIC ensures constitution of a Board of Directors with an appropriate composition, size, diversified expertise and experience and commitment to discharge their responsibilities and duties effectively. LFIC recognizes the importance of Independent Directors in achieving the effectiveness of the Board. LFIC aims to have an optimum combination of Executive, Non-Executive and Independent Directors.

LFIC also recognizes the importance of aligning the business objectives with specific and measurable individual objectives and targets. The Company has therefore formulated the remuneration policy for its Directors, Key Managerial Personnel keeping in view the following objectives:

- Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate, to run the Company successfully.
- Ensuring that the relationship of remuneration to performance is clear and meets the performance benchmarks.

**2. Scope:**

This policy sets out the guiding principles for the Nomination and Remuneration Committee for identifying persons who are qualified to become Directors and to determine the Independence of Directors, in case of their appointment as Independent Directors of the Company and also for recommending to the Board the remuneration of the Directors, Key Managerial Personnel.

**3. Selection of Directors and determining Director's Independence****3.1 Qualifications and criteria**

3.1.1 The Nomination and Remuneration (NR) Committee, and the Board, shall review on an annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual Members. The objective is to have a Board with diverse background and experience that is relevant for the Company's operations.

3.1.2 In evaluating the suitability of individual Board Members, the NR Committee may take into account factors, such as:

- General understanding of the Company's business dynamics, business and social perspective;
- Educational and professional background standing in the profession;
- Personal and professional ethics, integrity and values;
- Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

3.1.3 The proposed appointee shall also fulfill the following requirements:

- Shall possess a Director Identification Number;
- Shall not be disqualified under the Companies Act, 2013;
- Shall give his written consent to act as a Director;
- Shall endeavor to attend all Board Meetings and wherever he is appointed as a Committee Member, the Committee Meetings;
- Shall abide by the Code of Conduct established by the Company for Directors and Senior Management Personnel;
- Shall disclose his/her concern or interest in any Company or companies or bodies corporate, firms or other association of Individuals including his/her shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as may be prescribed, from time to time, under the Companies Act, 2013, SEBI(LODR) Regulations, 2015 and other relevant laws.

3.1.4 The NR Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

**3.2 Criteria of Independence**

3.2.1. The NR Committee shall assess the independence of Directors at the time of appointment/ re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interests or relationships are disclosed by a Director.

**4. Other Directorships / Committee Memberships**

- 4.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited Companies in such a way that it does not interfere with their role as Directors of the Company. The NR Committee shall take into account the nature of, and the time involved in a Director's service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.
- 4.2 A Director shall not serve as Director in more than 20 companies of which not more than 10 shall be Public Limited Companies.
- 4.3 A Director shall not serve as an Independent Director in more than 7 Listed Companies and not more than 3 Listed Companies in case he is serving as a Whole-time Director in any Listed Company.



- 4.4 A Director shall not be a member in more than 10 committees or act as Chairman of more than 5 committees across all companies in which he holds Directorships. For the purpose of considering the limit of the committees, Audit Committee and Stakeholders' Relationship Committee of all Public Limited Companies, whether listed or not, shall be included and all other Companies including Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013 shall be excluded.

## **5. Remuneration to Executive Director, Key Managerial Personnel and Non Executive Director**

### **5.1 Remuneration to Executive Director, Key Managerial Personnel**

- 5.1.1 The Board, on the recommendation of the Nomination and Remuneration (NR) Committee, shall review and approve the remuneration payable to the Executive Director of the Company within the overall limits approved by the shareholders.
- 5.1.2 The Board on recommendation of NR Committee shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.
- 5.1.3 The remuneration structure to the Executive Director shall include the following components: (i) Basic Pay (ii) Perquisites and Allowances (iii) Commission (iv) Retiral benefits, (v) Annual Performance Bonus.

### **5.2 Remuneration to Non-Executive Directors**

- 5.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non-Executive Directors of the Company within the overall limits approved by the shareholders.
- 5.2.2 Non-Executive Directors shall be entitled to sitting fees for attending the meetings of the Board and the Committees thereof. The Non- Executive Directors shall also be entitled to profit related Commission in addition to the sitting fees.

## **6). a) Terms of Reference**

The terms of reference of the Nomination and Remuneration Committee are as under:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
- Formulation of criteria for evaluation of Independent Directors and the Board devising a policy on Board diversity.
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- To recommend/review remuneration of Key Managerial Personnel based on their performance and defined assessment criteria.
- To decide on the elements of remuneration package of all the Key Managerial Personnel i.e. salary, benefits, bonus, stock options, pensions, etc.
- Recommendation of fee/compensation if any, to be paid to Non-Executive Directors, including Independent Directors of the Board.
- Payment/revision of remuneration payable to Managerial Personnel.
- While approving the remuneration, the committee shall take into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee.
- The Committee shall be in a position to bring about objectivity in determining the remuneration package while striking the balance between the interest of the Company and shareholders.
- Any other functions/powers/duties as may be entrusted by the Board from time to time. The Company has adopted a Policy relating to the remuneration for Directors, Key Managerial Personnel and other employees of the Company which is disclosed on the website of the Company, [www.lakshmifinance.org.in](http://www.lakshmifinance.org.in).



**b). Composition, Name of Members and Chairperson of Remuneration Committee:**

S.No	Name	Designation in Committee	Category of Directorship	Number of Meetings held	No. of the Meetings attended
1.	Sri. Keshav Bhupal	Chairman	Non-Executive & Independent	2	2
2.	Sri.R.Surender Reddy	Member	Non-Executive & Independent	2	2
3.	Sri Kapil Bhatia	Member	Non-Executive & Independent	2	1
4.	Smt. Madhurika Nalluri Venkat	Member	Non-Executive & Independent	2	2

During the financial year ended 31<sup>st</sup> March, 2023, two Remuneration Committee Meetings were held on 26.05.2022 and 10.2.2023, the attendance details of the Members are as above.

**C). Performance evaluation criteria for Directors**

The Nomination and Remuneration Committee of the Board has laid down the criteria for performance evaluation of all the Directors of the Company. The performance evaluation has been done by the entire Board of Directors, except the Director concerned being evaluated. The criteria for performance evaluation are as follows:

**i) Role and Accountability**

- Understanding the nature and role of Independent Directors' position.
- Understanding of risks associated with the business.
- Application of knowledge for rendering advice to the management for resolution of business issues.
- Offer constructive challenge to management strategies and proposals.
- Active engagement with the management and attentiveness to progress of decisions taken.

**ii) Objectivity**

- Non-partisan appraisal issues.
- Own recommendations given professionally without tending to majority or popular views.

**iii) Leadership and Initiative**

- Heading Board sub-committees.
- Driving any function or identified initiative based on domain knowledge and experience.

**iv) Personal Attributes**

- Commitment to role and fiduciary responsibilities as a Board Member.
- Attendance and active participation.
- Proactive, strategic and lateral thinking.

**d) Remuneration of Directors:**

To recommend/review the remuneration package, periodically to the Managing Director/Directors. The remuneration policy is in consonance with the existing Industry Practice and also with the provisions of the Companies Act, 2013.

- a. Mr.K.Kapil Prasad, Non-Executive Director of the Company is the son of Mr.K.Harishchandra Prasad, Managing Director of the Company.
- b. There are no Non-Executive Director having any pecuniary relationship or transaction with the Company during the financial year under review.



- c. Company does not pay any remuneration to Non-Executive Directors except payment of the sitting fees.
- d. Details of remuneration paid during the financial year ended 31<sup>st</sup> March, 2023 to the Managing Director/ Directors are furnished hereunder:

Name	Designation	Salary ( <sup>₹</sup> )	Perquisites ( <sup>₹</sup> )	Contribution to Various Funds( <sup>₹</sup> )	Sitting Fees ( <sup>₹</sup> )	Total ( <sup>₹</sup> )
SriK.Harishchandra Prasad	Managing Director	72,00,000	3,21,067	17,80,500	-	93,01,567
Sri R.Surender Reddy	Director	-	-	-	72,000	72,000
Sri Kapil Bhatia	Director	-	-	-	43,000	43,000
Sri.Keshav Bhupal	Director	-	-	-	72,000	72,000
Sri.K.Kapil Prasad	Director	-	-	-	59,000	59,000
Smt.Madhurika NalluriVenkat	Director	-	-	-	72,000	72,000

### 5). Meeting of Independent Directors

During the year under review, the Independent Directors met on 10.02.2023, inter alia, to discuss:

Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole:

Evaluation of the performance of the Chairperson of the Company, taking into account the views of the Executive and Non-Executive Director;

Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties;

Majority of the Independent Directors were present at the Meeting.

#### Performance Evaluation

The performance evaluation of the Board as a whole as well as that of its Committees, Independent Directors and Non-Independent Directors and Chairman of the Board was done in accordance with the relevant provisions of the Companies Act, 2013, the relevant Rules made there under and the Listing Regulations relating to Corporate Governance. The NRC reviews and advises the criteria for such evaluation process and oversees the performance evaluation. Pursuant to the recommendation of the NRC, the Board has adopted a formal mechanism for evaluating the performance of its Committees, Individual Directors including the Independent Directors and Non-Independent Directors, the Chairman of the Board and the Board as a whole.

### 6) Stakeholders Relationship Committee:

The Stakeholders Relationship Committee has been formed in compliance of Regulation 20 of the SEBI (LODR) and pursuant to Section 178 of the Companies Act, 2013 comprising of 3 Non-Executive Independent Directors, 1. Non-Executive–Non- Independent Director and 1Executive- Non -Independent Director.

#### a). Purpose

A Stakeholders Relationship Committee of Directors was constituted to specifically look into the matters of investors' grievances such as transfer, transmission, split and consolidation of investors holding, Replacement of lost/mutilated/stolen share certificates, Dematerialization of shares, Non-receipt of dividends / notices / annual reports, change of addresses etc., The main object of the Committee is to strengthen the Investors' relations.

#### b). Composition, Name of Members and Chairperson:

S. No	Name	Designation in Committee	Category of Directorship	Number of Meetings held	No. of the Meetings attended
1.	Sri.Keshav Bhupal	Chairman	Non-Executive & Independent	4	4
2.	Sri.K.Kapil Prasad	Member	Promoter, Non-Executive & Non- Independent	4	4
3.	Sri.R.Surender Reddy	Member	Non-Executive & Independent	4	4
4.	Sri.K.Harishchandra Prasad	Member	Promoter, Executive & Non-Independent Director	4	4
5	Sri.Kapil Bhatia	Member	Non-Executive & Independent	4	2



During the financial year ended 31<sup>st</sup> March, 2023, Four Stakeholders Relationship Committee Meetings were held on 26.05.2022,04.08.2022,09.11.2022 and 10.02.2023 the attendance details of the Members are as above.

- c). **Details of status of the references / complaints received and replied / resolved during the year are given in the following statements:**

Sl. No.	Particulars	No. of complaints received	No. of complaints resolved	Pending complaints
1.	Non receipt of dividends	NIL	NIL	NIL
2.	Non receipt of annual reports	NIL	NIL	NIL
3.	Transmission & Duplicates	NIL	NIL	NIL
<b>Total</b>		NIL	NIL	NIL

- d) Smt.Deepa Gusain, Company Secretary of the Company, acts as the Compliance Officer (from 03.02.2021) and Sri.U.Vijaya Kumar, Chief Financial Officer of the Company is a Member of Share Transfer Sub-Committee of the Company.

## 7). **RISK MANAGEMENT COMMITTEE**

### a). **Purpose**

The Board of Directors of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the business and functions are systematically addressed through mitigating actions on a continuing basis. The details of risk management committee and its composition is given below:

### b). **Composition:**

The Details of composition of the Committee are given below:

Name	Designation	Category
Sri .Keshav Bhupal	Chairperson	Non -Executive Independent Director
Sri. R.Surender Reddy	Member	Non- Executive Independent Director
Sri. Kapil Bhatia	Member	Non -Executive Independent Director
Sri.K.Harishchandra Prasad	Member	Executive & Non Independent Director

### c). **Role and Responsibilities of the Committee includes the following:**

- Framing of Risk Management Plan and Policy
- Overseeing implementation of Risk Management Plan and Policy
- Monitoring of Risk Management Plan and Policy
- Validating the process of risk management
- Validating the procedure for Risk minimisation.
- Periodically reviewing and evaluating the Risk Management Policy and practices with respect to risk assessment and risk management processes.
- Continually obtaining reasonable assurance from management that all known and emerging risks have been identified and mitigated or managed.

## 8). **Corporate Social Responsibility Committee (CSR):**

### i) **Terms of reference:**

The Committee formulates and recommend to the Board, a CSR Policy and recommend the amount of expenditure to be incurred on CSR activities Committee framed a transparent monitoring mechanism for implementation of CSR projects or programs or activities undertaken by the Company and also monitor CSR policy from time to time. At present the Company does not fall under the CSR criteria.



The CSR Committee of the Company consists of following Directors

Name	Designation	Category
Sri. Keshav Bhupal	Chairperson	Non -Executive Independent Director
Sri. R.Surender Reddy	Member	Non- Executive Independent Director
Sri.Kapil Bhatia	Member	Non- Executive Independent Director
Sri.K.Harishchandra Prasad	Member	Executive & Non Independent Director

### 9). GENERAL BODY MEETINGS:

- a). The last three Annual General Meetings of the Company were held as under.

Year	Location	Date	Time
2020, 96 <sup>th</sup> AGM	VIDEO CONFERENCE	29.08.2020	10.30 A.M
2021, 97 <sup>th</sup> AGM	VIDEO CONFERENCE	26.08.2021	11.00A.M
2022, 98 <sup>th</sup> AGM	VIDEO CONFERENCE	28.09.2022	12.00 NOON

- b). Details of the Special Resolutions passed in the previous 3 AGMs:

Year	Details of Special Resolution
2019-20, 96 <sup>th</sup> AGM	Reappointment of Independent Director Reappointment of Managing Director
2020-21, 97 <sup>th</sup> AGM	NIL
2021-22, 98 <sup>th</sup> AGM	Continuation of Current term of Sri. K. Harishchandra Prasad M.D

### 10). MEANS OF COMMUNICATION.

The Quarterly and Half-yearly Results are intimated to the shareholders through the Press and Company's Website, i.e [www.lakshmi finance.org.in](http://www.lakshmi finance.org.in) and are normally published in Business Standard (English) and Navatelangana (Telugu).

### 11). GENERAL SHAREHOLDER INFORMATION:

AGM Date	09 <sup>th</sup> August, 2023
Time & Venue	9.30 A.M ,Hotel THE PLAZA
Financial Year	2022-2023.
Book Closure date	02.08.2023 to 09.08. 2023(Inclusive of both days)
Rate of Dividend recommended	20% ( ` 2/- per share)
Dividend Payment Date	Within 30 days from the date of declaration at the Annual General Meeting.
Listing on Stock Exchange	National Stock Exchange of (India) Limited (NSE) Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) - Mumbai - 400 051
Stock Code	LFIC
Mode of trade of Shares	Compulsory Dematerialization
Demat ISIN Numbers in ( NSDL & CDSL )	INE 850 E0 1012
Listing fee	Paid to the National Stock Exchange of (India) Limited for the Year 2023-24.
Registrar & Transfer Agents	<b>M/s.VENTURE CAPITAL AND CORPORATE INVESTMENTS PVT. LIMITED</b> "AURUM", DOOR No.4-50/P-II/57/4F & 5F, PLOT No.57 4 <sup>th</sup> & 5 <sup>th</sup> FLOORS, JAYABHERIENCLAVE PHASE – II GACHIBOWLI, HYDERABAD – 500 032, TELANGANA, INDIA. Phone No/s. 040-23818475/23868257/35164940 <b>Email Id: <a href="mailto:investor.relations@vccipl.com">investor.relations@vccipl.com</a></b> <b>Web: <a href="http://www.vccipl.com">www.vccipl.com</a>.</b>
Address for correspondence	1 <sup>st</sup> . Floor, "Suryodaya", 1-10-60/3, Begumpet, Hyderabad- 500016 Tel.Phone.040-27760301/27767794 Fax.040-27767793. <b>E-mail:<a href="mailto:lakshmi_lfic@yahoo.com">lakshmi_lfic@yahoo.com</a></b> Website: <a href="http://www.lakshmi finance.org.in">www.lakshmi finance.org.in</a>

**12). Share Transfer System:**

The Company has appointed **M/s. Venture Capital & Corporate Investments Private Limited**, Hyderabad as Registrars and Share Transfer Agents for Physical and Demat share transfer work. The Share Transfer Agents processes shares sent for Transmission, two times in a month. Transmissions, which are complete in all respects, will be processed within 15 days.

**13). Dematerialisation of Shares:**

The Trading in Company's Shares is permitted only on dematerialized form. In order to enable the shareholders to hold their shares in electronic form and to facilitate scrip-less trading, the Company has enlisted its shares with NSDL & CDSL.

**Share Dematerialisation Records:**

The Company received and confirmed demat request for 24,16,606 (81.55%) Shares (NSDL+ CDSL) during the period from 01<sup>st</sup> January 2002 to 31<sup>st</sup> March, 2023.

The total percentage of the Shares of the Company in Dematerialized form, as on 31<sup>st</sup> March, 2023 is 81.55%.

**14). Outstanding Global Depository Receipts or American Depository Receipts or Warrants or Any Convertible Instruments, Conversion: Nil****15). Commodity price risk or foreign exchange risk and hedging activities: NIL****16). Plant Location:**

The Company is a Non-Banking Finance Company with investment activity, thus it does not have any plant.

**17). Market Price Data:**

The Company's shares are traded on the National Stock Exchange of (India) Limited.

Monthly high and low quotations and volume of equity shares traded at National Stock Exchange of (India) Limited (NSE) during the F.Y. 2022-23 are set out in the following Table:

Month	High (₹)	Low (₹)	Volume
April 2022	119.55	94.55	44,994
May 2022	106.95	85.20	25,905
June 2022	104.20	80.25	24,888
July 2022	134.30	91.05	3,46,072
August 2022	117.95	97.40	79,118
September 2022	135.40	93.10	4,62,940
October 2022	119.75	101.20	53,620
November 2022	145.10	95.40	3,79,912
December 2022	158.00	106.20	4,54,005
January 2023	148.85	109.10	1,50,649
February 2023	124.75	117.95	80,548
March 2023	136.00	94.05	4,02,930

**18). Distribution of Shareholding as on 31<sup>st</sup> March, 2023:**

Shareholding (Range)	No. of Share holders	% of holders	No. of Shares	% of Shares
Upto-500	3883	87.30	4,44,639	14.82
501- 1000	327	7.35	2,33,000	7.77
1001- 2000	136	3.06	1,95,541	6.52
2001- 3000	41	0.92	1,08,164	3.61
3001- 4000	17	0.38	59,246	1.97
4001- 5000	9	0.20	41,178	1.37
5001 -10000	13	0.29	93,730	3.12
10001 and above	22	0.49	18,24,502	60.82
<b>Total</b>	<b>4448</b>	<b>100.00</b>	<b>30,00,000</b>	<b>100.00</b>
<b>Dematmode</b>	<b>2931</b>	<b>65.89</b>	<b>24,16,606</b>	<b>80.56</b>
<b>Physical mode</b>	<b>1517</b>	<b>34.11</b>	<b>5,83,394</b>	<b>19.44</b>

19). Shareholding Pattern as on 31<sup>st</sup> March, 2023.

S.No.	Category	No.of Cases	Total Shares	% Total Equity
1.	Promoters and Promoter Group. (including NRI's & Bodies Corporates)	17	14,10,102	47.00
2.	Banks & Insurance Companies	1	900	0.03
3.	Bodies Corporate	15	13,796	0.46
4.	Clearing Members	8	10,775	0.36
5.	Trust	1	740	0.02
6.	Non Resident Individuals (NRI)	24	11,042	0.37
7.	IEPF Authority	1	2,67,638	8.92
8.	Resident Individuals	4381	12,85,007	42.84
	<b>TOTAL</b>	<b>4448</b>	<b>30,00,000</b>	<b>100.00</b>

## 20). Other Disclosures:

- Besides the transactions mentioned elsewhere in the Annual Report and notes to account, there were no materially significant related party transactions with its promoters, the Directors or the Management, etc., having potential Conflict with the interest of the Company at large during the year.
- Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years : Nil.
- The Company has complied with all the mandatory requirements of Listing Obligation and Disclosure Regulations, 2015 and is in the process of implementation of Non-mandatory requirements.
- The Company has adopted a whistle blower policy and has established the necessary vigil mechanism as defined under regulation 22 of SEBI Listing Regulations for Directors and employees to report concerns about unethical behavior. No person has denied access to the Chairman of the Audit Committee. The said policy has been also put up on the website of the Company.
- A Certificate duly signed by the Managing Director & CEO and Chief Financial Officer (CFO) relating to financial statements and internal control systems for financial reporting as per the format provided in the Listing Regulations was placed before the Board, took the same on record.
- Compliance Certificate for Corporate Governance from Auditors of the Company is annexed hereto and forms part of this Report
- Share Capital Audit. (Secretarial Audit)**

A qualified practicing Company Secretary carried out Share Capital Audit (secretarial audit) to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The secretarial audit report confirms that the total Paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

h) **Related Party Transactions.**

Details of materially significant related party transactions with its promoters, the Directors or the management, etc. are presented in the Financial Statements. All details on the financial and commercial transactions, where Directors may have a potential interest, are provided to the Board. During the F.Y 2022-23, there were no related party transactions of material nature that may have a potential conflict with the interests of the Company.

i) **The Company Directors and their relationship:**

Sl. No	Name of the Director	Relationship with other Director
1.	Sri.K.Harishchandra Prasad	Related to Sri.K.Kapil Prasad (Father of Sri.K.Kapil Prasad)
2.	Sri.K.Kapil Prasad	Related to Sri.K.Harishchandra Prasad (son of Sri.K.Harishchandra Prasad)
3.	Sri.R.Surender Reddy	None
4.	Sri.Kapil Bhatia	None
5.	Sri.Keshav Bhupal	None
6.	Smt.Madhurika Nalluri Venkat	None

**21) Investor Relations:**

Enquiries, if any relating to shareholder accounting records, transmission of shares, change of address/Bank mandate/PAN details for physical shares, loss of share certificates etc., should be addressed to: **Registrars and Share Transfer Agents M/s. Venture Capital & Corporate Investments Private Limited**. "AURUM", DOOR No: 4-50/P-II/57/4F& 5F, PLOT No.57, 4<sup>th</sup> & 5<sup>th</sup> FLOORS, JAYABHERI ENCLAVE PHASE-II, GACHIBOWLI, HYDERABAD 500032, TELANGANA. INDIA (or) for any further information/ clarifications in connection of Dividend Warrant revalidation and issue of duplicate Dividend Warrants, directly contact to:

**Asst. Manager (Secretarial Dept.)**

Lakshmi Finance & Industrial Corporation Limited,  
1<sup>st</sup> Floor, 1-10-60/3 "Suryodaya", Begumpet, Hyderabad - 500 016.  
Ph.No.040-27760301, 27767794, Fax: 040-27767793,  
E-mail: lakshmi\_lficc@yahoo.com.

**22). Registration of Nominations:**

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 109A of the Companies Act, 2013, are requested to submit to the Company Share Transfer Agents M/s. Venture Capital & Corporate Investments Private Limited, "AURUM", DOOR No: 4-50/P-II/57/4F& 5F, PLOT No.57, 4<sup>th</sup> & 5<sup>th</sup> FLOORS, JAYABHERI ENCLAVE PHASE-II, GACHIBOWLI, HYDERABAD 500 032. Nomination facility in respect of shares held in Electronic form is also available with the Depository Participant (DP) as per the Byelaws and Business rules applicable to NSDL and CDSL.

**23). Policies of the Company****a). Vigil Mechanism / Whistle Blower Policy**

The Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management, concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of Conduct or policy and also provides for adequate safeguards against victimization of employees by giving them direct access to the Chairman of the Audit Committee in exceptional cases.

The Policy covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of Company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees. The Whistle Blower Policy of the Company is also available on the website of the Company i.e. [www.lakshmi finance.org.in](http://www.lakshmi finance.org.in)

**b). Related Party Transaction Policy**

The Company recognizes that Related Party Transactions can present potential or actual conflicts of interest and may raise questions about whether such transactions are consistent with the Company's and its stockholders' best interests.

Hence, keeping in view of transactions entered by the Company with the related parties, the Board has in accordance with the Companies Act, 2013 and Regulations of the Securities Exchanges Board of India (Listing Obligations and Disclosure Regulation) 2015 adopted a policy on related party transactions to ensure high level of transparency in all its business dealings, thereby promoting good corporate governance.

The Company also has a Code of Conduct for all employees, officers and directors of the Company, which emphasizes that all possible conflicts of interest should be avoided. Therefore, it is found appropriate to adopt a policy regarding the review and approval of Related Party Transactions in order to set forth the procedures under which certain transactions must be reviewed, approved or ratified. The Related Party Transaction Policy of the Company is also available on the website of the Company i.e. [www.lakshmi finance.org.in](http://www.lakshmi finance.org.in)

**c). Nomination and Remuneration Policy**

The Company believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance.

Towards this, the Company ensures constitution of a Board of Directors with an appropriate composition, size, diversified expertise and experience and commitment to discharge their responsibilities and duties effectively.





The Company recognizes the importance of Independent Directors in achieving the effectiveness of the Board. The Company aims to have an optimum combination of Executive, Non-Executive and Independent Directors. It also recognizes the importance of aligning the business objectives with specific and measurable individual objectives and targets. The Company has therefore formulated the remuneration policy for its Directors, Key Managerial Personnel and other employees keeping in view the following objectives:

- a) Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate, to run the Company successfully.
- b) Ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks.
- c) Ensuring that remuneration involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

The Nomination and Remuneration Policy of the company is also available on the website of the Company i.e. [www.lakshmifinance.org.in](http://www.lakshmifinance.org.in)

**d). Corporate Social Responsibility (CSR) Policy**

The Company has adopted Corporate Social Responsibility Policy containing the activities to be undertaken by the Company as part of its CSR programmes. The CSR Policy is disclosed on the website of the Company.

The other policies of the company such as Archival Policy, Policy on Preservation of Documents etc are also available on the website of the company i.e. [www.lakshmifinance.org.in](http://www.lakshmifinance.org.in)

**24). Familiarization Programme**

It is the general practice of the Company to notify the changes in all the applicable laws from time to time in every Board Meeting conducted and inform the Board members about the provisions and rules as applicable to the company from time to time.

- 25) A certificate has been received from Smt.N. Madhavi, Practicing Company Secretary, that none of the Directors on the Board of the Company has 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 statutory authority.
- 26) The particulars of payment of statutory auditor's fees is given below:

**K S Rao & Co., Hyderabad**

Particulars	Amount (in ₹.)
Certification Fees	15,340

**Brahmayya & Co., Hyderabad**

Particulars	Amount (in ₹.)
Certification Fees	17,700

- 27) Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2018  
The details have been disclosed in the Directors Report forming part of the Annual Report.

**For and on behalf of the Board  
LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED**

Place: Hyderabad  
Date:30.05.2023

**Sd/-  
R.Surender Reddy  
Director  
(DIN: 00083972)**

**Sd/-  
K.Harishchandra Prasad  
Managing Director  
(DIN: 00012564)**



To,  
The Members of  
Lakshmi Finance and Industrial Corporation Limited

**DECLARATION FOR COMPLIANCE WITH CODE OF CONDUCT**

Pursuant to Regulation 26 and Schedule V (D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all the Board Members and Senior Management Personnel are aware of the provisions of the Code of Conduct laid down by the Board and made effective from 01.04.2011. All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct.

for **LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED**

Sd/-

K. HARISHCHANDRA PRASAD  
**MANAGING DIRECTOR**  
**DIN No: 00012564**

Place: Hyderabad  
Date: 30.05.2023

**CERTIFICATE BY CEO/CFO UNDER REGULATION 17 (8)**

In relation to the Audited Financial Accounts of the Company as at March 31, 2023, we hereby certify that

- (a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- (i) these statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading.
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during year 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 and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee:
- there are no significant changes in internal control over financial reporting during the year and that the same have been disclosed in the notes to the financial statements.
  - there are no significant changes in accounting policies during the year .
  - there are no frauds of which we are aware, that involves management or other employees who have a significant role in the Company's internal control system.

Sd/-

K. Harishchandra Prasad  
**Managing Director**  
**DIN No: 00012564**

Sd/-

U. Vijaya Kumar  
**Chief Financial Officer**

Place: Hyderabad  
Date: 30.05.2023.



#### **CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members of  
Lakshmi Finance & Industrial Corporation Limited  
1st Floor, Suryodaya, Begumpet,  
Hyderabad – 500 016, Telangana.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Lakshmi Finance & Industrial Corporation Limited having CIN L65920TG1923PLC000044 and having registered office at 1st Floor, Suryodaya, Begumpet, Hyderabad – 500 016, Telangana (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 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
1	Mr. HARISHCHANDRA PRASAD KANURI	00012564	11/05/1985
2	Mr. SURENDER REDDY RAMASAHAYAM	00083972	27/11/1968
3	Mr. KAPIL BHATIA	00090776	22/05/1979
4	Mr. KESHAV BHUPAL	00123184	07/02/2014
5	Mr. KAPIL PRASAD KANURI	02940558	07/02/2014
6	Mrs. NALLURI MADHURIKA VENKAT	07147974	04/04/2015

Ensuring the eligibility of for 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 M/s. A.S. Ramkumar & Associates  
Company Secretaries**

(Sd/-) **N. MADHAVI**

Partner

Place: Hyderabad  
Date : 30.05.2023

M.NO.A16866; CP NO. 11732  
UDIN:A016866E000409401  
Peer Review Cert.No: 622/2019

#### **AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED, HYDERABAD.

We have examined the compliance of conditions of Corporate Governance by LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED, Hyderabad, (the Company) for the year ended on 31st March, 2023, as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as per the Listing Agreement entered into by the said Company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination has been limited to the review of the procedures and implementation thereof as adopted by the Company for ensuring compliance of the conditions of the Corporate Governance as stipulated in the said Clause. 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 the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement for the year ended March 31, 2023.

We further state that such compliance 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 Brahmayya & Co.,**  
Chartered Accountants  
Firm's Registration Number: 000513S.  
(Sd/-) **P.CHANDRAMOULI**  
Partner  
Membership Number: 025211  
UDIN:23025211BGXIPU3004

Place: Hyderabad  
Date: 30.05.2023



## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS OF

LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED, HYDERABAD.

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of **LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2023, the statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity, 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( herein after referred to as the "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 accounting principles generally accepted in India including the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (Ind AS), of the state of affairs of the Company as at March 31, 2023, its profit, the total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

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

#### Key Audit Matters

Key Audit Matters ('KAM') are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of 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

#### KAM Title

*Deferred Tax Assets*

#### KAM Description

As per Ind AS 12 on 'Income Taxes', the company has recognised deferred tax asset in respect of deductible temporary differences. However, the deferred tax asset has not been recognised for unused tax losses as the utilisation of deferred tax assets is dependent on the company's ability to generate future taxable profits sufficient to utilise tax losses before they expire. We determined this to be a key audit matter due to the inherent limitations in estimation and uncertainty in forecasting the amount and timing of future taxable profits and the utilisation of tax losses.

Management is of the opinion that utilisation of the deferred tax assets arising from unused tax losses mainly depends on future taxable income generated by the company. The future taxable income projections contain estimates and tax strategies which may be significantly impacted by changes in the Regulations, industrial scenario, the business, and market conditions. Hence, not recognised the deferred tax asset on unused tax losses.

#### Our Response

Our audit procedures included, among others, evaluating the future estimated business projections and projected tax computations prepared by the company to assess the recognition and measurement of the current tax and deferred tax assets and liabilities and evaluate the compliance with the tax legislation. We paid attention to the long-term forecasts and critically assessed the assumptions and judgments underlying these forecasts by considering the historical accuracy of forecasts and the sensitivities of the profit forecasts. We assessed the adequacy and the level of estimation involved.

#### KAM Title

*Unused MAT Credit*

#### KAM Description

The company is not recognizing such MAT Credit Entitlement in respect of Tax paid on book profits in earlier years as the utilisation of MAT Credit Entitlement is dependent on the company's ability to generate future normal taxable profits sufficient to utilise the available MAT Credit before they expire which depends on the country's fiscal policies to be announced in future years. We determined this to be a key audit matter due to the inherent limitations in estimation and uncertainty in forecasting the amount and timing of future taxable profits, changes in fiscal policies and utilisation of MAT credit.

Management is of the opinion that utilisation of the MAT credit mainly depends on future taxable income generated



by the company. The future taxable income projections contain estimates and tax strategies which may be significantly impacted by changes in the regulations, industrial scenario, the business, and its markets and therefore has not recognised the MAT credit entitlement.

### **Our Response**

Our audit procedures included, among others, evaluating the projected tax computations prepared by the company to assess the recognition and measurement of the current tax and evaluate the compliance with the tax legislation. We paid attention to the long-term forecasts and critically assessed the assumptions and judgments underlying these forecasts by considering the historical accuracy of forecasts and the sensitivities of the profit forecasts. We assessed the adequacy and the level of estimation involved.

### **Other Information**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the company's annual report but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such 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 report that fact. We have nothing to report in this regard.

### **Responsibilities of Management and Those Charged with Governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls,

that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in 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 Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal controls 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

#### **Other Matters:**

The comparative financial information of the Company for the year ended 31 March 2022 included in these financial statements, is based on the statutory financial statements audited by the predecessor auditors, whose audit report for the year ended 31 March 2022 dated 26th May 2022 expressed an unmodified opinion on those financial statements

Our opinion is not modified in respect of above matter.

#### **Report on Other Legal and Regulatory Requirements:**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
  - (c) The Balance Sheet, the Statement of Profit and Loss, the statement of Changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on 31st March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B."
  - (g) With respect to the other matters to be included in the auditor's report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its Managing Director 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 the 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 or entity, including foreign entity ("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 the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;
- 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(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.

**for BRAHMAYYA & CO;**

Chartered Accountants

Firm's Registration Number: 000513S

Sd/-

**P. CHANDRAMOULI**

Partner

Place: Hyderabad

Date : May 30, 2023

Membership Number: 025211

UDIN:23025211BGXIPU3004

## Annexure -A to the Auditor's Report:

The Annexure referred to in Para 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date, to the members of LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED, HYDERABAD, for the year ended March 31, 2023.

- 1. a. A. The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- B. The Company does not have any Intangible assets. Therefore, the provisions of paragraph 3 (i)(a)(B) of the Order are not applicable.
- b. As explained to us, the management has physically verified the Property, Plant and Equipment during the year and there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of the assets. According to the information and explanations given to us no discrepancies were noticed on such verification.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company except that Pattadar Pass books in respect of Land admeasuring 23.93 Acres situated at Adoni, Kurnool Dist., (A.P.) are yet to be obtained in the name of the company.
- d. The company did not revalue its Property, Plant and Equipment (including right of use assets) or intangible assets during the year. Therefore, the provisions of paragraph 3 (i)(d) of the Order are not applicable.
- e. According to the information and explanations given to us and on our verification of records of the Company, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988. (45 of 1988) and rules made thereunder.





2. a. The Company does not have any inventory during the year. Therefore, the provisions of paragraph 3(ii) of the Companies (Auditor's Report) Order 2020 are not applicable to the Company.  
b. The company did not obtain any working capital limits during the year. Therefore, the provisions of paragraph 3 (ii)(b) of the Order are not applicable.
3. During the year, the Company has not made investments in, provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties. Therefore, the provisions of paragraph 3 (iii) of the Order are not applicable.
4. The Company has not given any loans or made any investments or given any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Therefore, the provisions of paragraph 3 (iv) of the Order are not applicable.
5. The Company has not accepted any deposits and also there were no amounts which are deemed to be the deposits. Hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013, and the rules framed there under, do not apply to this Company.
6. The Central Government has not prescribed the maintenance of cost records under sub-section (1) of 148 section of the Companies Act, 2013 for the activities of the Company.
7. a. According to the records, the company is generally regular in depositing undisputed statutory dues including Goods and service tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and all other material statutory dues with the appropriate authorities and there were no arrears of statutory dues as at March 31, 2023 for a period of more than six months from the date they became payable.  
b. According to the records of the Company and the information and explanations given to us, there were no statutory dues referred to in subclause (a) and have not been deposited on account of any dispute.
8. According to the information and explanations given to us and based on our verification, there were no transactions which are not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Therefore, the provisions of paragraph 3 (ii)(b) of the Order are not applicable.
9. As the Company has no borrowings, the provisions of paragraph 3(ix) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
10. a. The Company did not raise any money by way of an initial public offer or further public offer (including debt instruments) during the year. Therefore, the provisions of paragraph 3 (x) (a) of the Order are not applicable.  
b. The Company has not made any Preferential allotment or Private placement of shares or convertible debentures during the year. Therefore, the provisions of paragraph 3 (x) (b) of the Order are not applicable.
11. a. According to the information and explanations given to us, we report that during the year, the management of the Company has not come across any fraud and consequently 3(xi)(a) are not applicable.  
b. No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and up to the date of this report;  
c. According to the information and explanations given to us and based on our verification, during the year, the Company has not received any Whistle-blower complaints. Therefore, the provisions of paragraph 3 (xi)(c) of the Order are not applicable.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of paragraph 3(xii) of the Order are not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. 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 reports of the Internal Auditors for the period under audit.;
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Therefore, the provisions of paragraph 3(xv) of the Order are not applicable.



16. a. According to the information and explanations given to us and based on our examination of the records of the Company, the Company is required to be registered under section 45-IA of the Reserve Bank of India Act 1934 and such registration has been obtained.
- b. The company has not conducted any Non-Banking Financial or Housing Finance activities during the year without a valid Certificate of Registration (CoR) from Reserve Bank of India as per Reserve Bank of India Act, 1934. Therefore, the provisions of paragraph 3(xvi) (b) of the Order are not applicable.
- c. The company is a not Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Therefore, the provisions of paragraph 3(xvi)(c) of the Order are not applicable.
- d. The Group has no Core Investment Company (CIC). Therefore, the provisions of paragraph 3(xvi)(d) of the Order are not applicable.
17. The company has not incurred any cash losses in the financial year and also in the immediately preceding financial year.
18. There is no resignation of statutory auditors during the year. Therefore, the provisions paragraph 3(xviii) of the Order are not applicable.
19. 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 Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We 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.

20. The Provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility are not applicable to the Company. Therefore, the provisions paragraph 3(xx) of the Order are not applicable.

**for BRAHMAYYA & CO;**

Chartered Accountants

Firm's Registration Number: 000513S

Sd/-

**P. CHANDRAMOULI**

Partner

Place: Hyderabad

Date : May 30, 2023

Membership Number: 025211

UDIN:23025211BGXIPU3004

## **Annexure – B to the Auditors' Report**

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

We have audited the internal financial controls with reference to financial statements of LAKSHMI FINANCE & INDUSTRIAL CORPORATION LIMITED, HYDERABAD ("the Company") as of 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

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

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require



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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls with reference to financial statements:**

A company's internal financial control with reference to financial statements 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 with reference to financial statements includes those policies and procedures that

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls with reference to financial statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls with reference to financial statements issued by the Institute of Chartered Accountants of India.

**for BRAHMAYYA & CO;**

Chartered Accountants

Firm's Registration Number: 000513S

Sd/-

**P. CHANDRAMOULI**

Partner

Place : Hyderabad  
Date : May 30, 2023

Membership Number: 025211  
UDIN:23025211BGXIPU3004



#### BALANCE SHEET AS AT MARCH 31, 2023

(Amount in lakhs)

PARTICULARS	NOTES	As at 31.03.2023	As at 31.03.2022
<b>ASSETS</b>			
<b>Financial Assets</b>			
Cash and Cash equivalents	04	128.80	543.83
Bank Balances other than above	05	72.60	330.59
Investments	06	4,576.47	3,998.49
Other Financial Assets	07	15.33	14.58
		4,793.20	4,887.49
<b>Non - Financial Assets</b>			
Current Tax Assets (net)		-	7.65
Deferred Tax Asset (net)	16	38.04	-
Investment Property	08	51.23	52.38
Property, Plant and Equipment	09	15.30	28.36
Other Intangible Assets	10	0.16	-
Other Non - Financial Assets	11	0.75	0.57
		105.48	88.96
<b>TOTAL ASSETS</b>		<b>4,898.68</b>	<b>4,976.45</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>Financial Liabilities</b>			
Payables			
Trade Payables	12		
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		0.39	0.33
Other Payables	13		
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of Creditors other than micro enterprises and small enterprises		1.73	1.30
Other Financial Liabilities	14	96.18	115.99
		98.30	117.62
<b>Non - Financial Liabilities</b>			
Current Tax Liability (net)		4.81	-
Provisions	15	116.99	102.81
Deferred Tax Liabilities (net)	16	-	42.98
Other Non - Financial Liabilities	17	10.51	8.26
		132.31	154.05
<b>EQUITY</b>			
Equity Share Capital	18	300.00	300.00
Other Equity	19	4,368.07	4,404.78
		4,668.07	4,704.78
Contingent Liabilities and Commitments	20		
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>4,898.68</b>	<b>4,976.45</b>
<b>NOTES FORMING PART OF FINANCIAL STATEMENTS</b>	<b>01 - 43</b>		

per our report of even date

**For Brahmayya & Co.,**

Chartered Accountants

Firm's Registration Number: 000513S

Sd/-

**P.CHANDRAMOULI**

Partner

Membership Number: 025211

for and on behalf of the Board

Sd/-

**K.HARISHCHANDRA PRASAD**

Managing Director

Sd/-

**R.SURENDER REDDY**

Director

Sd/-

**U.VIJAYA KUMAR**

Chief Financial Officer

Sd/-

**DEEPA GUSAIN**

Company Secretary

Place:Hyderabad

Date : 30.05.2023



#### STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023

(Amount ` in lakhs)

PARTICULARS	NOTES	For the Year ended 31.03.2023	For the Year ended 31.03.2022
<b>Revenue from operations</b>			
Interest Income	21	43.43	35.01
Dividend Income		143.33	142.30
Net Gain on Fair Value Changes		-	258.83
Net gain on sale of financial instruments		117.43	314.94
Rental Income from Investment Property		54.56	44.54
		358.75	795.62
Other Income	22	1.28	1.28
<b>TOTAL INCOME</b>		<b>360.03</b>	<b>796.90</b>
<b>EXPENSES</b>			
Finance Cost	23	2.59	3.60
Employee Benefits Expenses	24	138.39	124.91
Net Loss on Fair Value Changes		150.35	-
Depreciation	25	14.24	14.78
Other Expenses	26	36.73	28.12
<b>TOTAL EXPENSES</b>		<b>342.30</b>	<b>171.41</b>
<b>PROFIT / (LOSS) BEFORE TAX</b>		<b>17.73</b>	<b>625.49</b>
<b>TAX EXPENSE</b>			
Current Tax			
Relating to current year		39.00	58.00
Relating to earlier years		4.03	0.02
		43.03	58.02
Deferred tax liability /(Asset)			
On Temporary Differences		(66.35)	(3.21)
MAT Credit Entitlement		(14.00)	-
<b>Total Tax Expenses</b>		<b>(37.32)</b>	<b>54.81</b>
<b>PROFIT FOR THE YEAR AFTER TAX</b>		<b>55.05</b>	<b>570.68</b>
<b>OTHER COMPREHENSIVE INCOME</b>	27		
Items that will not be reclassified subsequently to profit or loss		(2.44)	1.01
Income tax relating to items that will not be reclassified to profit or loss		0.68	(0.28)
		<b>(1.76)</b>	<b>0.73</b>
Total Comprehensive Income for The Year		<b>53.29</b>	<b>571.41</b>
<b>EARNINGS PER EQUITY SHARE OF ` 10/- EACH</b>			
Basic and diluted	28	1.84	19.02
<b>NOTES FORMING PART OF FINANCIAL STATEMENTS</b>	1-43		

per our report of even date

**For Brahmayya & Co.,**

Chartered Accountants

Firm's Registration Number: 000513S

Sd/-

**P.CHANDRAMOULI**

Partner

Membership Number: 025211

for and on behalf of the Board

Sd/-

**K.HARISHCHANDRA PRASAD**

Managing Director

Sd/-

**R.SURENDER REDDY**

Director

Sd/-

**U.VIJAYA KUMAR**

Chief Financial Officer

Sd/-

**DEEPA GUSAIN**

Company Secretary

Place:Hyderabad

Date : 30.05.2023



# Lakshmi

## FINANCE & INDUSTRIAL CORPORATION LIMITED

### ANNUAL REPORT 2022 - 2023

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2023

### A. Equity Share Capital

PARTICULARS	(Amount ` in lakhs)	
	As at March 31, 2023	As at March 31, 2022
i. At the beginning of the year	300.00	300.00
ii. Changes in Equity Share Capital due to prior period errors	-	-
iii. Restated balance at the beginning of the year	300.00	300.00
iv. Changes in Equity Share Capital during the year	-	-
v. <b>Balance at the end of the year</b>	<b>300.00</b>	<b>300.00</b>

### B. Other Equity

Particulars	(Amount ` in lakhs)					OCI - Actuarial Gain(Loss)	Total
	Capital Reserve	Securities Premium	General Reserve	Reserve Fund as per RBI guidelines	Retained Earnings		
i. Balance as at April 01, 2021	503.52	6.48	1,225.00	1,222.10	994.18	(27.91)	3,923.37
Transfer to retained earnings	-	-	-	-	570.68	-	570.68
Other Comprehensive income for the year	-	-	-	-	-	0.73	0.73
Transfer to Reserve Fund as per RBI guidelines	-	-	-	-	(120.00)	-	(120.00)
Transfer from retained earnings	-	-	-	120.00	-	-	120.00
Dividends	-	-	-	-	(90.00)	-	(90.00)
II. <b>Balance as at April 01, 2022</b>	<b>503.52</b>	<b>6.48</b>	<b>1,225.00</b>	<b>1,342.10</b>	<b>1,354.86</b>	<b>(27.18)</b>	<b>4,404.78</b>
Transfer to retained earnings	-	-	-	-	55.05	-	55.05
Other Comprehensive income for the year	-	-	-	-	-	(1.76)	(1.76)
Transfer to Reserve Fund as per RBI guidelines	-	-	-	-	(12.00)	-	(12.00)
Transfer from retained earnings	-	-	-	12.00	-	-	12.00
Dividends	-	-	-	-	(90.00)	-	(90.00)
III. <b>Balance as at March 31, 2023</b>	<b>503.52</b>	<b>6.48</b>	<b>1,225.00</b>	<b>1,354.10</b>	<b>1,307.91</b>	<b>(28.94)</b>	<b>4,368.07</b>

per our report of even date

For **Brahmayya & Co.,**

Chartered Accountants

Firm's Registration Number:000513S

Sd/-

**P.CHANDRAMOULI**

Partner

Membership Number: 025211

for and on behalf of the Board

Sd/-

**K.HARISHCHANDRA PRASAD**

Managing Director

Sd/-

**R.SURENDER REDDY**

Director

Sd/-

**U.VIJAYA KUMAR**

Chief Financial Officer

Sd/-

**DEEPA GUSAIN**

Company Secretary

Place:Hyderabad

Date : 30.05.2023





#### STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2023 (Amount ` in lakhs)

PARTICULARS	For the Year ended 31.03.2023	For the Year ended 31.03.2022
<b>I. Cash flow from operating activities:</b>		
Profit before tax	17.73	625.50
Add: Other Comprehensive Income before Tax	(2.43)	1.01
	15.30	626.51
<b>Adjustment for non-cash transactions:</b>		
Depreciation and amortization expenses	14.24	14.78
Assets discarded	-	0.01
Deferred Rental Income	(0.69)	(0.69)
Fair Value gain/loss on Investments	150.35	(258.83)
	<b>179.20</b>	<b>381.78</b>
<b>Adjustment for investing and financing activities:</b>		
Interest Income:		
From bank deposits and others	(43.43)	(35.01)
On Financial Assets	(0.05)	(0.05)
Dividends Received	(143.34)	(142.30)
Profit/loss on Sale of Investments	(117.44)	(314.94)
Interest Expense on Rental Deposit	0.73	0.66
Interest Expense on Lease Liability	1.86	2.93
	<b>(301.67)</b>	<b>(488.71)</b>
<b>Adjustment for changes in working capital:</b>		
Decrease / (increase) in other financial assets	1.53	12.84
Decrease / (increase) in other non financial assets	(0.18)	72.58
Decrease / (increase) in Other Bank Balances	257.99	51.89
(Decrease) /Increase in trade payables	0.06	(0.07)
(Decrease) /Increase in Other payables	0.43	(0.03)
(Decrease) /Increase in other financial liabilities	-	(0.17)
(Decrease) /Increase in other non financial liabilities	2.94	0.26
(Decrease) /Increase in provisions	14.18	8.84
	<b>276.95</b>	<b>146.14</b>
Cash generated from operations	<b>154.48</b>	<b>39.21</b>
Less: Direct taxes paid (net of refunds)	(30.58)	(58.48)
<b>Net cash flow from operating activities (I)</b>	<b>123.90</b>	<b>(19.27)</b>
<b>II. Cash flows from investing activities</b>		
Purchase of fixed assets	(0.18)	(0.69)
Purchase of Investments	(1,858.80)	(2,871.30)
Sale of Investments	1,247.91	3,247.89
Dividend Received	141.99	152.38
Interest Income received	42.55	52.74
<b>Net cash flow from/ (used in) investing activities (II)</b>	<b>(426.53)</b>	<b>581.02</b>
<b>III. Cash flows from financing activities</b>		
Lease payments Debited to Lease Liabilities	(14.41)	(14.42)
Dividend Paid	(97.99)	(91.39)
	(112.40)	(105.81)
<b>IV. Net (decrease)/increase in cash and cash equivalents (I + II + III)</b>	<b>(415.03)</b>	<b>455.94</b>
Cash and cash equivalents at the beginning of the period	543.83	87.89
<b>V. Cash and cash equivalents at the end of the year</b>	<b>128.80</b>	<b>543.83</b>
<b>VI. Components of cash and cash equivalents:</b>		
Cash on hand	0.30	0.19
With banks:		
On Current Account	128.50	243.64
On Deposit Account	-	300.00
<b>Total cash and cash equivalents</b>	<b>128.80</b>	<b>543.83</b>

per our report of even date

**For Brahmayya & Co.,**

Chartered Accountants

Firm's Registration Number: 000513S

Sd/-

**P.CHANDRAMOULI**

Partner

Membership Number: 025211

for and on behalf of the Board

Sd/-

**K.HARISHCHANDRA PRASAD**

Managing Director

Sd/-

**R.SURENDER REDDY**

Director

Sd/-

**U.VIJAYA KUMAR**

Chief Financial Officer

Sd/-

**DEEPA GUSAIN**

Company Secretary

Place:Hyderabad

Date : 30.05.2023



**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2023****1. Corporate Information:**

The Company is a Public Limited Company listed on the National Stock Exchange of India (NSE) and is a Non - Deposit Accepting, Non - Banking Finance Company (NBFC) registered as an Investment Company with the Reserve Bank of India engaged in the business of investment in Equity Shares, Mutual Funds and Other Securities.

**2. Basis of Preparation and Presentation:**

The Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and relevant provisions of the Companies Act, 2013

Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as financial statements).

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Division III to Schedule III to the Act applicable for Non-Banking Finance Companies ("NBFC"). The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified accounting Standards.

The financial statements have been prepared on historical cost basis, except for financial instruments which have been measured at fair value at the end of each reporting period, as required by relevant Ind AS and as explained in the accounting policies mentioned below. The Company's functional and reporting currency is Indian National Rupee (INR).

The accounting Policies applied by the Company are consistent with those used in the prior periods, unless otherwise stated elsewhere in these financial statements.

These financial statements were approved by the Board of Directors and authorised for Issuance in their Meeting held on MAY 30, 2023.

**3. Significant Accounting policies:****a) Significant accounting estimates, assumptions, and judgements:**

The preparation of Company's financial statements requires management to make accounting estimates, assumptions and judgements that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures of contingencies at the end of the reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amounts of assets or liabilities in future periods.

**Estimates and Assumptions:**

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

**i. Business Model Assessment**

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how financial assets are managed together to achieve a particular business objective. This assessment includes judgement

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2023**

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. 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.

**ii Defined Benefit Plans:**

The present value of the gratuity obligation is determined using actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, rate of increment in salaries and mortality rates. Due to complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All the assumptions are reviewed at each reporting date.

**iii. Fair Value measurement:**

When the fair values of financial assets and financial liabilities on reporting date cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques i.e., the DCF model. The inputs to these models are taken from observable markets.

**iv. Contingencies:**

Management judgement is required for estimating the possible inflow/outflow of resources, if any, in respect of contingencies/claims/litigations against the company/by the company as it is not possible to predict the outcome of pending matters with accuracy.

**v. Property, Plant and Equipment:**

Based on internal technical assessment, the management has adopted the useful life and residual value of its Property, Plant and Equipment. Management believes that the assigned useful lives and residual value are reasonable.

**vi. Income Taxes:**

Management judgment is required for the calculation of provision for income taxes and deferred tax assets/liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets/liabilities. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

**vii. Lifetime Expected Credit Loss on Trade and Other Receivables:**

Trade and Other Receivables do not carry any interest and are stated at their transaction value as reduced by lifetime expected credit losses ("LTECL"). Management has evaluated LTECL for different class of its trade and other receivables as follows:

Particulars	Up to 1 Year	1-2 years	2-3 years	Beyond 3 years
Expected loss Rate (%)	0.00	50.00	100.00	Write off

**b) Property, Plant and Equipment:**

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of property, plant and equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

The company adopted cost model as its accounting policy in recognition of the property, Plant and Equipment and recognises the transaction value as the cost.

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

Capital work in progress includes cost of property, plant, and equipment under installation/under development as at the balance sheet date.

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2023**

An item of Property, Plant and Equipment is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising from derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in the Statement of Profit and Loss. Property, Plant and Equipment which are found to be not usable or retired from active use or when no further benefits are expected from their use are removed from the books of account and the carrying value if any is charged to Statement of Profit and Loss.

Assets costing five thousand rupees or less are fully depreciated in the year of purchase.

Depreciation on Property, Plant and Equipment is provided based on the useful lives of the assets as estimated by the Management, which are in line with Schedule II to the Companies Act, 2013

Estimated useful life of the assets are as follows:

Type of the Asset	Method of Depreciation	Useful life considered (Years)
Buildings	WDV	60
Office Equipment	WDV	5
Furniture and Fittings	WDV	10
Vehicles	WDV	8-10
Computers	WDV	3
Air Conditioners	WDV	5
Right of Use Asset	SLM	Lease Period

**c) Investment Property:**

Property that was held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When a part of investment property is replaced, the original carrying amount of the replaced part is derecognised.

Where applicable, Investment properties are depreciated using the written down value method over their estimated useful lives. The useful life of buildings, classified as investment property, is considered as 60 years as estimated by the Management.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their use. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit and loss in the period of derecognition.

**d) Impairment of non-financial assets:**

- i. The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.
- ii. Reversal of impairment losses recognised in prior years is recorded when there is an indication that the impairment losses recognised for the asset no longer exists or have decreased. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2023****e) Leases:**

The determination of whether an agreement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

**Classification on inception of lease:****a. Operating lease:**

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases.

**b. Finance Lease:**

A lease is classified as a financial lease where the lessor transfers substantially all the risks and rewards incidental to the ownership of the leased item.

**Accounting of Operating leases:****a. Where the Company is the lessee:**

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for Cancellable leases. For remaining leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the period of the lease. In case the escalation in operating lease payments is in line with the expected general inflation rate then the lease payments are charged to statement of profit and loss instead of straight-line method.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease period.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

**b. where the Company is the lessor:**

Lease income is recognised in the Statement of Profit and Loss on a straight-line basis over the lease term. Initial direct costs such as legal costs, brokerage costs, etc., are added to the carrying amount of the leased asset and recognised as an expense over the lease term.

**f) Revenue recognition:**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured and there exists reasonable certainty of its recovery. Revenue is measured at the fair value of the consideration received or receivable as reduced for estimated customer credits and other similar allowances.

Specifically, the following basis is adopted for various sources of income:

**i. Interest Income**

Interest Income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

**ii. Dividend Income**

Dividend income is recognized when the right to receive payment is established and no significant uncertainty as to collectability exists.

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2023****iii. Income from Investments**

Profit/loss earned on sale of investments is recognised on a settlement date basis. Profit or loss on sale of investments is determined on the basis of weighted average cost method. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

**g) 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.

**h) Retirement and other employee benefits:**

- i. Employer's contribution to Provident Fund, which is in the nature of defined contribution scheme, is expensed off when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the fund.
- ii. The company operates a gratuity plan which is in the nature of defined benefit obligation. The company's liability is provided based on independent actuarial valuation on projected unit credit method made at the end of each financial year as per the requirements of Ind AS 19 on "Employee Benefits".
- iii. Gratuity liability is considered as post-employment benefit expense as per Ind AS -19. Accordingly, 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 the retained earnings in the statement of changes in equity and in the balance sheet.
- iv. Accumulated leaves, which are expected to be utilised within the next twelve months, are treated as short-term employee benefits. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leaves expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

**i) Earnings Per Share:**

Basic earnings per share are calculated by dividing the profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**j) Provisions:**

Provisions are recognised when there is a present legal or constructive obligation that can be estimated reliably, as a result of a past event, when 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 of the amount of the obligation. Provisions are not recognised for future operating losses.

Any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provisions.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provisions are reversed. Where the effect of the time of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provisions due to the passage of time is recognised as a finance cost.

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2023****k) Contingencies:**

Where it is not probable that an inflow or an outflow of economic resources will be required, or the amount cannot be estimated reliably, the asset or the obligation is not recognised in the statement of balance sheet and is disclosed as a contingent asset or contingent liability. Possible outcomes on obligations/rights, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent assets or contingent liabilities.

**l) Taxes on Income:**

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Current tax includes taxes to be paid on the profit earned during the year and for the prior periods.

Deferred income taxes are provided based on the balance sheet approach considering the temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The company write-off the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-off is reversed to the extent that it becomes reasonably certain that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

**m) Prior period items:**

In case prior period adjustments are material in nature the company prepares the restated financial statement as required under Ind AS 8 - "Accounting Policies, Changes in Accounting Estimates and Errors". In case of immaterial items pertaining to prior periods shown under respective items in the Statement of Profit and Loss.

**n) Cash and cash equivalents:**

Cash and cash equivalents include cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investment with original maturities of three months or less that are readily convertible to a known amount of cash which are subject to an insignificant risk of changes in value and are held for meeting short-term cash commitments.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

**o) Financial instruments:**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial Assets:****a. Initial recognition and measurement:**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the statement of profit or loss. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the asset.

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2023****b. Subsequent measurement:**

For the purpose of subsequent measurement, financial assets are classified in to following categories

- a. Debt instruments at amortised cost
- b. Debt Instruments at fair value through profit and loss (FVTPL)
- c. Equity instruments at fair value through profit and loss (FVTPL)

**a. Debts Instruments at amortised cost:**

A 'Debt Instrument' is measured at the amortised cost if both the following conditions are met:

- i. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- ii. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortisation is included in other income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

**b. Debt Instruments at Fair value through profit and loss (FVTPL):**

As per the Ind AS 101 and Ind AS 109, the Company is permitted to designate the previously recognised financial asset at initial recognition irrevocably at fair value through profit and loss on the basis of fact and circumstances that exists on the date of transition to Ind AS. Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of Profit and Loss.

**c. Equity instruments at fair value through profit and loss (FVTPL):**

Equity instruments in the scope of Ind AS 109 are measured at fair value. The classification is made on initial recognition and is irrevocable. Subsequent changes in the fair values at each reporting date are recognised in the Statement of Profit and Loss.

**C. Derecognition:**

A financial asset or where applicable, a part of a financial asset is primarily derecognised when:

- a. The rights to receive cash flows from the asset have expired, or
- b. The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates, if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

**d. Impairment of financial assets:**

In accordance with Ind AS 109, the Company applies the expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial instruments.



**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2023**

Expected credit loss is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive.

The management uses a provision matrix to determine the impairment loss on the portfolio of trade and other receivables. Provision matrix is based on its historically observed expected credit loss rates over the expected life of the trade receivables and is adjusted for forward looking estimates.

The expected credit loss allowance or reversal recognised during the period is recognised as income or expense, as the case may be, in the statement of profit and loss. In case of balance sheet, it is shown as an adjustment from the specific financial asset.

**Financial liabilities:****a. Initial recognition and measurement:**

At initial recognition, all financial liabilities are recognised at fair value and in the case of loans, borrowings and payables, net of directly attributable transaction costs.

**b. Subsequent measurement:****i. Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Gains or losses on liabilities held for trading are recognised in the profit or loss. The company does not designate any financial liability at fair value through profit or loss.

**ii. Financial liabilities at amortised cost:**

Amortised cost, in the case of financial liabilities with maturity more than one year, is calculated by discounting the future cash flows with an effective interest rate. Effective interest rate amortisation is included as finance costs in the statement of profit and loss. Financial liability with maturity of less than one year is shown at transaction value.

**c. Derecognition:**

Financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. 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 income or finance costs.

**Reclassification:**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

**p) Fair Value Measurement:**

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either

- in the principal market for such asset or liability, or
- in the absence of a principal market, in the most advantageous market which is accessible to the company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2023**

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized 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:

- a. Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- b. Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurements is directly or indirectly observable.
- c. Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing the categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

**q) Standards Issued but not Effective:**

The Ministry of Corporate Affairs(MCA) vide a notification dated 31 March 2023 issued the Companies (Indian Accounting Standards) Amendment Rules, 2023 (2023 amendments). These Rules notify certain amendments to the Indian Accounting Standards (Ind As) which would be effective from 1 April 2023.

Application of above changes are not expected to have any significant impact on the company's financial statements and the Company will evaluate the same to give effect to them as required.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

(Amount in lakhs)

SI. NO	PARTICULARS	As at 31.03.2023	As at 31.03.2022
<b>04.</b>	<b>CASH AND CASH EQUIVALENTS:</b>		
	Cash on Hand	0.30	0.19
	Balances with Banks:		
	in Current accounts	128.50	243.64
	in Deposit accounts with maturity of less than 3 months	-	300.00
	<b>TOTAL</b>	<b>128.80</b>	<b>543.83</b>
<b>05.</b>	<b>BANK BALANCES:</b>		
	Other Bank Balances:		
	in un paid dividend accounts	72.60	80.59
	in Deposit accounts with maturity of more than 3 months and less than 12 months	-	250.00
	<b>TOTAL</b>	<b>72.60</b>	<b>330.59</b>
<b>06</b>	<b>INVESTMENTS:</b>		
	(in India)		
	<b>At Fair Value through Profit and Loss (FVTPL)</b>		
	Investments in Mutual Funds	3,250.64	2,758.21
	Investments in Equity Instruments	775.83	828.44
	<b>At amortised cost</b>		
	Investments in public Deposits with NBFCs	250.00	200.00
	Investments in Government Bonds	250.00	211.84
	Investments in NCDs	50.00	-
	<b>TOTAL</b>	<b>4,576.47</b>	<b>3,998.49</b>
<b>07</b>	<b>OTHER FINANCIAL ASSETS:</b>		
	Security Deposits		
	with Related Parties	0.79	0.74
	with Others	1.25	1.26
	Rent Receivable	8.11	5.74
	Less: Provision for doubtful recovery	(3.89)	-
	Interest Receivable	6.97	6.09
	Dividend Receivable	2.09	0.75
	<b>TOTAL</b>	<b>15.32</b>	<b>14.58</b>
<b>08</b>	<b>INVESTMENT PROPERTY:</b>		
	Land at cost	27.02	27.02
		27.02	27.02
	Cost of buildings given on operating leases	92.81	92.81
	Less: accumulated depreciation	68.60	67.44
		24.21	25.37
	<b>TOTAL</b>	<b>51.23</b>	<b>52.39</b>



## 9 PROPERTY, PLANT AND EQUIPMENT

(Amount ` in lakhs)

Sl. NO	PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		AS AT 01.04.2022	ADDITIONS	DEDUCTIONS	AS AT 31.03.2023	UP TO 31.03.2022	FOR THE YEAR	ON DEDUCTIONS	UP TO 31.03.2023	AS AT 31.03.2023	AS AT 31.03.2022
1	Furniture and Fixtures	0.47	-	-	0.47	0.41	0.01	-	0.42	0.05	0.06
2	Vehicles	32.43	-	-	32.43	30.81	-	-	30.81	1.62	1.62
3	Office Equipment:										
	Own use	2.13	-	-	2.13	2.03	0.01	-	2.04	0.09	0.10
	Given on Lease	8.53	-	-	8.53	7.92	-	-	7.92	0.61	0.61
4	Air conditioners	0.36	-	-	0.36	0.34	-	-	0.34	0.02	0.02
5	Computers	2.19	-	-	2.19	1.52	0.41	-	1.93	0.26	0.67
6	Right of Use Asset	37.93	-	-	37.93	12.65	12.63	-	25.28	12.65	25.28
	Total	84.04	-	-	84.04	55.68	13.06	-	68.74	15.30	28.36
	Previous year	45.46	38.62	0.05	84.04	42.17	13.55	0.05	55.68	28.36	3.29

## 10 OTHER INTANGIBLE ASSETS

(Amount ` in lakhs)

Sl. NO	PARTICULARS	GROSS BLOCK				AMORTISATION				NET BLOCK	
		AS AT 01.04.2022	ADDITIONS	DEDUCTIONS	AS AT 31.03.2023	UP TO 31.03.2022	FOR THE YEAR	ON DEDUCTIONS	UP TO 31.03.2023	AS AT 31.03.2023	AS AT 31.03.2022
1	Structured Digital										
	Database Software	-	0.18	-	0.18	-	0.02	-	0.02	0.16	-
	<b>Total</b>	-	<b>0.18</b>	-	<b>0.18</b>	-	<b>0.02</b>	-	<b>0.02</b>	<b>0.16</b>	-
	<b>Previous year</b>	-	-	-	-	-	-	-	-	-	-

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

(Amount ` in lakhs)

Sl. NO	PARTICULARS	As at 31.03.2023	As at 31.03.2022
<b>11</b>	<b>OTHER NON - FINANCIAL ASSETS:</b>		
	Advance for purchase of Investments	-	-
	GST paid in advance	0.06	0.06
	Salary Advance	0.20	-
	Prepaid Expenses	0.49	0.52
	<b>TOTAL</b>	<b>0.75</b>	<b>0.58</b>
<b>12</b>	<b>TRADE PAYABLES* (refer Note: 36)</b>		
	Related Parties	0.13	0.18
	Others	0.26	0.16
	<b>TOTAL</b>	<b>0.39</b>	<b>0.34</b>
	* represents undisputed dues outstanding for less than one year from due date of Payment		
<b>13</b>	<b>OTHER PAYABLES</b>		
	Due to Others	1.73	1.30
	<b>TOTAL</b>	<b>1.73</b>	<b>1.30</b>
<b>14</b>	<b>OTHER FINANCIAL LIABILITIES</b>		
	Security deposits	9.85	9.12
	Unclaimed Dividends	72.60	80.59
	Lease Liability	13.73	26.29
	<b>TOTAL</b>	<b>96.18</b>	<b>116.00</b>
<b>15</b>	<b>PROVISIONS</b>		
	Provision for employee benefits:		
	Provision for Gratuity (refer No:34)	105.05	92.00
	Provision for Compensated absences	11.94	10.81
	<b>TOTAL</b>	<b>116.99</b>	<b>102.81</b>
<b>16</b>	<b>DEFERRED TAX ASSETS/(LIABILITIES)(NET):</b>		
	Asset/Liability:		
	Fair value of financial assets/(liabilities)	(7.88)	(66.64)
	Difference in WDV of fixed assets	(2.12)	(5.34)
	Other disallowances	34.05	29.00
	MAT Credit Entitlement	14.00	-
	<b>TOTAL</b>	<b>38.05</b>	<b>(42.98)</b>
<b>17</b>	<b>OTHER NON - FINANCIAL LIABILITIES:</b>		
	Deferred Rental Income	2.46	3.14
	Withholding Taxes payable	5.56	2.83
	Statutory dues payable	2.50	2.29
	<b>TOTAL</b>	<b>10.52</b>	<b>8.26</b>



**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

(Amount ` in lakhs)

SI. NO	PARTICULARS	As at 31.03.2023	As at 31.03.2022
<b>18</b>	<b>EQUITY SHARE CAPITAL:</b>		
	<b>AUTHORISED:</b>		
	6,000,000 Equity Shares of ` 10/- each	600.00	600.00
	<b>TOTAL</b>	<b>600.00</b>	<b>600.00</b>
	<b>ISSUED, SUBSCRIBED AND PAID - UP:</b>		
	3,000,000 Equity Shares of ` 10/- each Fully paid up:	300.00	300.00
	<b>TOTAL</b>	<b>300.00</b>	<b>300.00</b>

**a Rights attached to equity Shares:**

The company has only one class of equity shares having a par value of ` 10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**b. Reconciliation of the shares outstanding at the beginning and at the end of year:**

In no. of Shares		
At the Beginning of the Year	30,00,000	30,00,000
Add: Issued During the Year	-	-
At the end of the Year	30,00,000	30,00,000
In value of Shares		
At the Beginning of the Year	300.00	300.00
Add: Issued During the Year	-	-
At the end of the Year	300.00	300.00

**c. Details of Shareholders holding more than 5% shares in the company:**

Unijolly Investments Company Limited - in Nos	2,96,060	2,96,060
- in %	9.87	9.87
Healthy Investments Limited - in Nos	2,17,340	2,17,340
- in %	7.24	7.24
KLN and KP Trust - in Nos	2,09,300	2,09,300
- in %	6.98	6.98

**d. Details of Shareholding of promoters:**

**Equity Shares:**

S.No	Promoter name	No. of Shares		% of Total Shares		% Change during the year
		31.03.2023	31.03.2022	31.03.2023	31.03.2022	
1	Unijolly Investments Company Limited	2,96,060	2,96,060	9.87	9.87	-
2	Healthy Investments Limited	2,17,340	2,17,340	7.24	7.24	-
3	Kln And Kp Trust	2,09,300	2,09,300	6.98	6.98	-
4	K.L.N. Holdings Private Limited	1,06,280	1,06,280	3.54	3.54	-
5	K. Rama Krishna Prasad	1,04,640	1,04,640	3.49	3.49	-
6	K.Harishchandra Prasad	90,000	90,000	3.00	3.00	-
7	K. Kapil Prasad	81,085	81,085	2.70	2.70	-
8	K. Vidya Devi	64,362	64,362	2.15	2.15	-
9	Challa Shantha Prasad	45,000	45,000	1.50	1.50	-
10	Mommaneni Radha	45,000	45,000	1.50	1.50	-
11	K. Jyothi	37,061	37,061	1.24	1.24	-
12	Kanuri Jagadish Prasad	32,752	32,752	1.09	1.09	-
13	K.Satyavathi	27,150	27,150	0.91	0.91	-
14	K.L.N. Aditya	26,666	26,666	0.89	0.89	-
15	Arun Prasad Kanuri	26,666	26,666	0.89	0.89	-
16	Ram Mohan Mummaneni	440	440	0.01	0.01	-
17	Rajendra Prasad Challa	300	300	0.01	0.01	-
		<b>14,10,102</b>	<b>14,10,102</b>	<b>47.01</b>	<b>47.01</b>	

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

(Amount ` in lakhs)

<b>Sl. NO</b>	<b>PARTICULARS</b>	<b>As at 31.03.2023</b>	<b>As at 31.03.2022</b>
<b>19</b>	<b>OTHER EQUITY</b>		
	Capital Reserves		
	Balance at the beginning and at the end of the year	503.52	503.52
	Securities Premium		
	Balance at the beginning and at the end of the year	6.48	6.48
	General Reserve		
	Balance at the beginning and at the end of the year	1,225.00	1,225.00
	Reserve Fund as per RBI guidelines:		
	Balance at the beginning of the year	1,342.10	1,222.10
	Add: Additions during the year	12.00	120.00
	Balance at the end of the year	1,354.10	1,342.10
	Surplus in Statement of Profit and Loss		
	Balance at the beginning of the year	1,354.86	994.18
	Add: Profit after tax transferred from Statement of Profit and Loss	55.05	570.68
	Amount available for appropriation	1,409.91	1,564.86
	Appropriations:		
	Reserve Fund as per RBI guidelines	(12.00)	(120.00)
	Dividend paid on Equity Capital	(90.00)	(90.00)
	Closing Balance	1,307.91	1,354.86
	Other Comprehensive Income		
	On actuarial Gain/(loss) on post employment benefits		
	At the beginning of the year	(27.18)	(27.91)
	Transferred from the statement of Profit and loss	(1.76)	0.73
	At the end of the year	(28.94)	(27.18)
	<b>TOTAL</b>	<b>4,368.07</b>	<b>4,404.78</b>
<b>20</b>	<b>CONTINGENT LIABILITIES AND COMMITMENTS</b>	<b>NIL</b>	<b>NIL</b>



**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

(Amount ` in lakhs)

Sl. NO	PARTICULARS	For the Year ended 31.03.2023	For the Year ended 31.03.2022
<b>21</b>	<b>INTEREST INCOME</b>		
	On financial assets measured at amortised Cost		
	Interest on: Debentures	0.05	0.04
	Interest on: UPPCL NCD'S/Bonds	20.73	12.05
	Interest on: Public Deposits with NBFCs	12.66	10.70
	Interest on deposits with Banks	9.99	12.22
	<b>TOTAL</b>	<b>43.43</b>	<b>35.01</b>
<b>22</b>	<b>OTHER INCOME:</b>		
	Interest Received - Income Tax	0.47	-
	Interest Income on Financial Assets	0.05	0.05
	Others		
	Deferred Rental Income	0.69	0.69
	Misc Receipts	0.07	0.54
	<b>TOTAL</b>	<b>1.28</b>	<b>1.28</b>
<b>23</b>	<b>FINANCE COSTS</b>		
	On financial liabilities measured at FVTPL		
	Interest on rental deposit	0.73	0.66
	Interest on Lease Liability	1.86	2.94
	<b>TOTAL</b>	<b>2.59</b>	<b>3.60</b>
<b>24</b>	<b>EMPLOYEE BENEFITS EXPENSE:</b>		
	Salaries, Wages and Bonus	102.62	92.63
	Contribution to Provident and Other Funds	21.00	19.22
	Staff Welfare Expenses	4.16	3.85
	Gratuity	10.61	9.21
	<b>TOTAL</b>	<b>138.39</b>	<b>124.91</b>
<b>25</b>	<b>DEPRECIATION AND AMORTISATION EXPENSE:</b>		
	Depreciation on Plant, Property and Equipment	13.06	13.55
	Amortisation of Intangible Assets	0.02	-
	Depreciation on Investment property	1.16	1.23
	<b>TOTAL</b>	<b>14.24</b>	<b>14.78</b>



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(Amount ` in lakhs)

Sl. No	PARTICULARS	For the Year ended 31.03.2023	For the Year ended 31.03.2022					
26	OTHER EXPENSES:							
	Rent, taxes and energy Charges	3.86	3.57					
	Transaction cost of Investments stated at Amortised cost	6.90	-					
	Communications	1.32	0.99					
	Printing and Stationery	2.22	1.48					
	Advertisement and Publicity	0.50	0.38					
	Insurance	0.32	0.45					
	Travelling and Conveyance	0.54	0.39					
	Vehicle Maintenance	2.15	2.59					
	Directors Sitting Fees	3.18	2.81					
	Legal and Professional Charges	4.14	3.98					
	Payments to Auditors							
	as auditors	1.18	0.89					
	for certification	0.33	0.31					
	for Tax matters	0.21	-					
	Repairs and Maintenance to:							
	Other Assets	0.18	0.20					
	Own Buildings	0.71	-					
	Assets discarded	-	0.01					
	Provision for Rent receivable	3.89	-					
	Rent receivable written off	-	4.70					
	General Charges	5.13	5.37					
	TOTAL	36.76	28.12					
27	OTHER COMPREHENSIVE INCOME:							
	Acturial Gain/(Losses) on Gratuity Expense for the year	(2.44)	1.01					
	Deferred Taxes on above	0.68	(0.28)					
	TOTAL	(1.76)	0.73					
28	EARNINGS PER SHARE:							
	Net Profit/ (loss) for the year attributable to Equity Shareholders	55.05	570.69					
	Weighted average number of equity Shares of ` 10/- each	30,00,000	30,00,000					
	Earnings per Share ( Basic and Diluted) in `	1.84	19.02					
29	ANALYTICAL RATIOS							
Sl. No	Ratio	Period	Numerator	Denominator	Current Period	Previous Period	% of Variance	Reason for Variance
1	Capital to risk - Weighted assets Ratio (CRAR)	2023	229.60	4,626.44	0.05	-	-	-
		2022	271.68	4,704.78	-	0.06	-14.06%	NA
2	Tier I CRAR	2023	4,626.44	4,339.58	1.07	-	-	-
		2022	4,704.78	4,003.82	-	1.18	-9.27%	NA

Note: Items included in numerator and denominator

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

S.No	Ratio	Numerator	Denominator
1	CRAR	Out Side Liabilities	Net owned Funds
2	Tier I CRAR	Capital Funds	Risk Adjusted Assets

30. Out of 70.85 acres of land costing ` 11.59 Lakhs situated at Adoni, Kurnool Dist., (A.P.), the Company is in the process of obtaining pattadar pass books in respect of 23.93 acres in its favour. As the land is not in the possession, the company has initiated proceedings before RDO/ Civil Court, Adoni, Kurnool Dist. to regain the possession from trespassers.
31. The Management has initiated steps to evaluate the quality of all its receivables as at the year end and found all of them to be standard and there are no Non-Performing Assets in accordance with the prudential norms issued by Reserve Bank of India.
32. In the absence of convincing evidence that the company will pay normal Income Tax within the specified period, the Minimum Alternative Tax (MAT) credit is not recognized as at the year- end in the books of account. The total amount of such credit is ` 224.28 Lakhs and the situation shall be reviewed at each Balance Sheet date.
33. The dividends declared by the company are based on the profits available for distribution as reported in the financial statements of the company. The Board of Directors of the company have proposed a final dividend of ` 2.00/- per share in respect of the year ended March 31, 2023, subject to the approval of shareholders at the Annual General Meeting. If approved, the dividend would result in a cash outflow of ` 60.00 Lakhs.

**34. Movements in Provisions:**

Amount ` in Lakhs

Sl. NO	PARTICULARS	For the year ended 31.03.2023	For the year ended 31.03.2022
	<b>Gratuity: (Refer Note: 35 also)</b>		
	At the beginning of the year	92.00	83.79
	Charge for the year	13.04	8.21
	<b>At the end of the year</b>	<b>105.04</b>	<b>92.00</b>
	<b>Compensated Absences:</b>		
	At the beginning of the year	10.81	10.20
	Charge for the year	1.13	0.61
	<b>At the end of the year</b>	<b>11.94</b>	<b>10.81</b>



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(Amount ` in lakhs)			
Sl. NO	PARTICULARS	For the Year ended 31 March 2023	For the Year ended 31 March 2022
35.	<b>Retirement and other Benefit Obligations:</b>		
	<b>A. Defined Contribution Plan (Expenses)</b>		
	Contribution to Provident Fund	10.64	9.73
	<b>B. Post – employment Defined Benefit Plan (Gratuity)</b>		
	<b>1. Movement in Obligation</b>		
	Present Value of Obligation at the beginning of year	127.03	116.61
	Current Service Cost	4.25	3.93
	Interest Cost	8.79	7.36
	Actuarial (Gain)/Loss on Obligation	2.32	(0.86)
	<b>Present Value of Obligation at the end of year</b>	<b>142.39</b>	<b>127.04</b>
	<b>2. Movement in Plan Assets</b>		
	Fair Value of Planned assets at the beginning of the year	35.03	32.81
	Return of Plan Assets	2.42	2.07
	Actuarial Gain/(Loss) on Plan Asset	(0.11)	0.15
	<b>Fair Value of Planned assets at the end of the year</b>	<b>37.34</b>	<b>35.03</b>
	<b>3. Expenses recognised in Profit and Loss Statement:</b>		
	Current Service Cost	4.25	3.93
	Net Interest Cost	8.79	7.36
	Return on Plan Assets	(2.42)	(2.07)
	<b>Expense for the year</b>	<b>10.62</b>	<b>9.22</b>
	<b>4. Recognised in Other Comprehensive Income:</b>		
	Actuarial (Gain) /loss for the year	2.44	(101.00)
	<b>Total Expenditure recognised</b>	<b>2.44</b>	<b>(101.00)</b>
	<b>5. Actuarial Assumptions for estimating Company's Defined Benefit Obligation</b>		
	a. Attrition Rate	PS: 0 to 40: 1 %	PS: 0 to 40: 1 %
	b. Discount Rate	7.44%	6.92%
	c. Expected Rate of Increase in Salary	8.00 – 10.00%	8.00 – 10.00%
	d. Retirement Age	58-71 years	58-70 years
	e. Mortality Rate	IALM (2012-14) Ult.	IALM (2012-14) Ult.
	f. Expected Average remaining working lives of employees (years)	8.48	7.99
	<b>6. Sensitivity Analysis</b>		(Amount in ` )
	<b>Sensitivity</b>	<b>Change</b>	<b>Effect on obligations</b>
	Discount Rate	+1%	(0.35)
		-1%	0.42
	Salary Escalation Rate	+1%	0.40
		-1%	(0.35)
	<b>7 Expected Payout - Gratuity</b>		
	Expected payments – 1st Year	142.87	125.37
	Expected payments – 2nd Year	0.08	2.10
	Expected payments – 3rd Year	0.09	0.07
	Expected payments – 4th Year	2.71	0.08
	Expected payments – 5th Year	0.04	2.48
	Expected payments – 6th year to 10th Year	1.06	0.88

**8. Other Information:**

**i. Plan Assets:**

The company has invested plan assets with Life Insurance Corporation of India (LIC). Expected Return on Assets is based on rate of return declared by fund managers.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023****ii. Present value of defined benefit obligation:**

Present value of the defined benefit obligation is calculated by using Projected Unit Credit method (PUC Method). Under the PUC method a "projected accrued benefit" is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the Plan. The "projected accrued benefit" is based on the Plan's accrual formula and upon service as of the beginning or end of the year but using a member's final compensation projected to the age at which the employee is assumed to leave active service. The Plan Liability is the actuarial present value of the "projected accrued benefits" as of the beginning of the year for active members.

**iii. Expected average remaining service Vs. Average Remaining Future Service:**

The average remaining service can be arithmetically arrived by deducting current age from normal retirement age whereas the expected average remaining future service is arrived actuarially by applying multiple decrements to the average remaining future service namely mortality and withdrawals. Thus, the expected average remaining service is always less than the average remaining future service.

**iv. The rate of escalation in compensation considered in the above valuation is estimated taking into account inflation, seniority, promotion and other relevant factors and the above information is as certified by an actuary.**

36. Disclosure of Trade Payables under financial liabilities is based on the information available with the Company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" and relied upon by the Auditors. There are no amounts due to them as at the end of the year and there is no interest paid/payable during the year by the Company in terms of section 16 of the said Act.

**37. Income tax expense and Deferred Taxes**

Amount ` in Lakhs

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Income Tax Expense: -</b>		
a. Current Tax	39.00	58.00
b. Deferred Tax (arising on temporary differences)	(66.35)	(3.21)
c. Income Tax relating to earlier years	4.03	0.02
d. MAT credit entitlement relating to earlier years	(14.00)	--
<b>Total Tax Expense/(Income) for the year</b>	<b>(37.32)</b>	<b>54.81</b>

**Effective Tax Reconciliation: -**

(Amount ` in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Net Profit/(Loss) before taxes including OCI	15.30	626.51
b. Tax rate applicable to the company as per normal provisions	27.82%	27.82%
c. Tax expense on net profit (c = a*b)	<b>4.26</b>	<b>174.30</b>
d. Increase/(decrease) in tax expenses on account of:		
i. Accelerated Depreciation	3.54	3.64
ii. Expenses not allowed under income tax	45.55	1.18
iii. Net Expenses allowed under payment basis	(4.01)	(4.01)
iv. Income not taxable under income tax	(0.21)	(72.21)
v. Income taxable under other heads of account	(87.72)	(139.60)
vi. Adjustment of brought forward losses	--	(44.49)
vii. Income taxable at special Rates	20.78	63.88
viii. Other adjustments	55.81	<b>50.74</b>
<b>Total Increase/(decrease) in tax expenses (d)</b>	<b>34.74</b>	<b>(140.87)</b>



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(Amount ` in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
e. <b>Tax as per normal provision under Income tax (c + d)</b>	<b>39.00</b>	<b>33.42</b>
f. Tax rate applicable to the company as per MAT provisions	16.692%	16.692%
g. MAT tax expense on net profit	<b>2.56</b>	<b>104.57</b>
h. Increase/ (decrease) in MAT tax expense on account of		
i. Fair Value Change/Diminution on Investments	(43.20)	(43.20)
ii. Other Adjustments	0.49	0.49
iii. 1/5th of the transition amount u/s 115JB (2C)	(3.86)	(3.86)
	<b>21.23</b>	<b>(46.57)</b>
<b>i. MAT Tax provision under section 115JB (g+h)</b>	<b>23.79</b>	<b>58.00</b>
<b>Deferred Taxes:-</b>		
<b>As on the reporting date:-</b>		
A. On OCI Component		
-Actuarial Gain/(Losses) on Defined Benefit Plans	0.68	(0.28)
B. Other than OCI component		
-Difference in WDV of fixed assets	(2.12)	(5.34)
-Fair Value of Financial Assets/liabilities	(7.88)	(66.64)
-Other disallowances	33.37	29.28
-MAT Credit Entitlement	14.00	--
<b>C. Total</b>	<b>38.05</b>	<b>(42.98)</b>
<b>Expense/(Income) Recognised for the year ended:</b>		
A. Deferred tax liability/(asset) recognised in statement of profit and loss:	(66.35)	(3.21)
B. Deferred tax recognised in Other Comprehensive Income	(0.68)	0.28
C. Deferred tax recognised in Total Comprehensive Income	<b>(67.03)</b>	<b>(2.93)</b>

38. Fair Value of financial instruments:

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Financial Assets: -</b>		
<b>At Amortised Cost</b>		
Security Deposits	2.05	2.00
Investments in Public Deposits with NBFCs	250.00	200.00
Investments in Government Bonds	250.00	211.84
Investments in NCDs	50.00	--
<b>At FVTPL</b>		
Investments in Mutual Funds	3,250.64	2758.21
Investments in Equity Instruments	775.83	828.44
<b>Carrying Value</b>		
Security Deposits	2.11	2.12
Investments in Mutual Funds	3310.53	2581.43
Investments in Equity Instruments	857.72	754.37
Investments in Public Deposits with NBFCs	250.00	200.00
Investments in Government Bonds	250.00	211.84
Investments in NCDs	50.00	--
<b>Financial Liabilities: -</b>		
<b>At Amortised Cost</b>		
Repayable Security Deposits	9.85	9.12
<b>Carrying Value</b>		
Repayable Security Deposits	13.43	13.43

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

The management assessed that cash and cash equivalents, trade receivables, trade payables and other assets/liabilities approximate their carrying amount largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is reported at the amount at which the instrument could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- The fair values of the quoted equity shares are based on price quotations at the reporting date. The fair value of unquoted instruments in Mutual funds are based on the Net Asset Value provided by the Fund Manager as on the date of reporting.
- Fair value of security deposits has been calculated by discounting future cashflows using rates currently available for debt on similar terms, credit risk and remaining maturities.

Description of significant observable inputs to valuation:

- Interest free Security Deposits (assets):

Interest Rate factor has been considered at a rate of 9% p.a. by the company for discounting the amount receivable at the time of maturity.

- Interest free Security Deposits (liabilities):

Interest Rate factor has been considered at a rate of 10% p.a. by the company for discounting the amount payable at the time of maturity.

**39. Fair Value hierarchy:**

The following table provide the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2023:

(Amount ` in lakhs)

Particulars	Total	Fair Value measurement using	
		Quoted prices in active markets	Significant observable inputs
Financial Assets measured at Amortised Cost:			
Security Deposits	2.05		2.05
Investments in Public Deposits with NBFCs	250.00		250.00
Investments in Government Bonds	250.00	250.00	
Investments in NCDs	50.00	50.00	
Financial Assets measured at FVTPL:			
Investments in Mutual Funds	3,250.64		3,250.64
Investments in Equity Instruments	775.83	775.83	--
Financial Liability measured at Amortised Cost:			
Repayable Security Deposits	9.85		9.85

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2022: (Amount ` in lakhs)

Particulars	Total	Fair Value measurement using	
		Quoted prices in active markets	Significant observable inputs
Financial Assets measured at Amortised Cost:			
Security Deposits	2.00		2.00
Investments in Public Deposits with NBFCs	200.00		200.00
Investments in Government Bonds	211.84	211.84	
Financial Assets measured at FVTPL:			
Investments in Mutual Funds	2758.21		2758.21
Investments in Equity Instruments	828.44	828.44	
Financial Liability measured at Amortised Cost:			
Repayable Security Deposits	9.12		9.12



**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023****40. Segment Information:**

The executive management of company monitors the operating results of its business as a single unit for the purpose of resource allocation and performance assessment which is "Investment Activities". Hence segment information is not applicable.

**Entity Wide Disclosures:**

(Amount ` in lakhs)

Revenue from external customers	For the year ended March 31, 2023	For the year ended March 31, 2022
India	358.75	795.63
Outside India	--	--
<b>Total</b>	<b>358.75</b>	<b>795.63</b>

**41. The details of the transactions with related parties to be disclosed as required by Indian Accounting Standard – 24 are as follows.****Names of the Related parties and description of relationship:**

- i) Key Management Personnel (KMP) : Sri K. Harishchandra Prasad : Managing Director
- ii) Relatives of KMP : Sri K. Kapil Prasad, : Son of Managing Director
- iii) Other Related Parties : M/s. Kapil Motors Private Limited
- : M/s. Wood Star Industries

**Transactions with Related Parties:**

(Amount ` in lakhs)

Particulars	31.03.2023	31.03.2022
<b>i) Key Management Personnel</b>		
<b>Sri. K. Harishchandra Prasad</b>		
Managerial Remuneration	93.01	84.70
<b>ii) Relatives of KMP</b>		
<b>Sri. K. Kapil Prasad</b>		
Sitting Fee Paid	0.59	0.52
Expenses reimbursed	--	--
<b>iii) Other Related Parties</b>		
<b>M/s. Kapil Motors Private Limited</b>		
Services Availed	0.66	1.40
<b>M/s. Wood Star Industries</b>		
Rent and Service Charges paid (Including GST)	14.41	14.41
<b>Year end Balances {due from/ (due to )}</b>		
Sri. K. Harishchandra Prasad	(0.13)	(0.18)

**42. Financial Risk Management objectives and policies:**

The company is exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include market risk, credit risk and liquidity risk. The company's risk management policies focus on the unpredictability of financial risks and seek guidelines, where appropriate, to minimize the potential adverse impact of such risks. There has been no change to the company's exposure to these financial risks or the manner in which it manages and measures the risks.

The following sections provide the details regarding the Company's exposure to the financial risks associated with financial instruments held in the ordinary course of business and the objectives policies and processes for the management of these risks.

The Company's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance and support the Company's operations. The Company's principal financial assets include Investments, trade and other receivables and cash and cash equivalents are derived from its operations.

The company is exposed to market risk, credit risk and liquidity risk. The Company's management oversees the mitigation of the risks. The Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured, and managed in accordance with the Company's policies and risk objectives. The management / board reviews and agrees policies for managing each of these risks, which are summarized below.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023****i. Market Risk:**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk interest rate risk and other price risks such as equity risk. Financial instruments affected by market risk include loans and advances and deposits.

**a. Interest rate risk:**

Interest rate risk is the risk that the fair value or future cash flows of the Company and the Company's financial instruments will fluctuate because of changes in market interest rates. The Company's exposure to interest rate risk arises primarily from the employee benefit plan, investment in debt mutual funds, fixed deposits and cash and cash equivalents.

As the company invests primarily in fixed rate interest bearing deposits, the company is not significantly exposed to interest rate risk. Further as there are no borrowings the company's policy to manage its interest cost does not arise.

**b. Foreign Currency Risk:**

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Currency risk arises when transactions are denominated in foreign currencies.

As there were no transactions denominated in foreign currencies in any of the reporting periods, the company is not exposed to any foreign currency risk as at the respective reporting dates.

**c. Other price risk:**

Other price risk is the risk that the fair value or future cash flows of the Company's financial instruments will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk) whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market.

The Company is exposed to equity price risks arising from equity investments held by the Company and classified in the balance sheet as FVTPL. Mutual fund investments are susceptible to market price risk mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments. However due to the long tenor of the underlying portfolio in the equity shares and growth funds they do not pose any significant price risk.

**ii. Credit risk:**

Credit risk is the risk of loss that may arise on outstanding financial instruments when a counterparty default on its obligations. The Company's exposure to credit risk arises primarily from trade and other receivables. For other financial assets (including cash and short-term deposit) the Company minimise credit risk by dealing exclusively with high credit rating counterparties. The Company's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. The Company trades only with recognised and creditworthy third parties. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures.

In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to bad debts is not significant.

**a. Exposure to credit risk:**

At the end of the reporting period the Company's maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statement of financial position. No other financial assets carry a significant exposure to credit risk.

**b. Credit risk concentration profile:**

At the end of the reporting period there were no significant concentrations of credit risk. The maximum exposures to credit risk in relation to each class of recognised financial assets is represented by the carrying amount of each financial assets as indicated in the balance sheet.

**c. Financial assets that are neither past due nor impaired:**

Trade and other receivables that are neither past due nor impaired are creditworthy debtors with good payment record with the Company. Cash and short-term deposits that are neither past due nor impaired are placed with or entered with reputable banks financial institutions or companies with high credit ratings and no history of default.



**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**iii. Liquidity risk:**

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

The company ensures that it has sufficient cash on demand to meet expected operational demands including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

(Amount ` in lakhs)

Particulars	On demand	< 12 months	> 12 months	Total
<b>Year ended 31 March, 2023</b>				
Trade Payable	0.39	--	--	<b>0.39</b>
Other Payable	1.72	--	--	<b>1.72</b>
Other financial liabilities	72.60	18.55	8.61	<b>99.76</b>
<b>Year ended 31 March, 2022</b>				
Trade Payable	0.33	--	--	<b>0.33</b>
Other Payable	1.30	--	--	<b>1.30</b>
Other financial liabilities	80.59	16.23	23.48	<b>120.30</b>

**Excessive Risk Concentration:**

Concentrations arise when a number of counterparties are engaged in similar business activities or activities in the same geographical region or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the company's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

**43. Capital Management:**

Capital includes equity attributable to the equity holders of the parent. The primary objective of the capital management is to ensure that it maintain an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder's value.

The company manages its capital structure and make adjustments to it in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

Currently the Company doesn't have loans and borrowings and maintains the entire capital in form of equity share capital.

per our report of even date  
**For Brahmayya & Co.,**  
Chartered Accountants  
Firm's Registration Number: 000513S  
Sd/-  
**P.CHANDRAMOULI**  
Partner  
Membership Number: 025211

for and on behalf of the Board  
Sd/-  
**K.HARISHCHANDRA PRASAD**  
Managing Director  
Sd/-  
**R.SURENDER REDDY**  
Director  
Sd/-  
**U.VIJAYA KUMAR**  
Chief Financial Officer  
Sd/-  
**DEEPA GUSAIN**  
Company Secretary

Place:Hyderabad  
Date : 30.05.2023

**SCHEDULE TO THE BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2023**      (₹ in lakhs)

Sl. No.	Particulars	Amount outstanding	Amount overdue
1	<b>LIABILITIES SIDE</b>		
	<b>LOANS AND ADVANCES AVAILED BY THE NBFCs INCLUSIVE OF INTEREST ACCRUED</b>		
	(a) Debentures: Secured	-	-
	: Unsecured	-	-
	(b) Deferred Credits	-	-
	(c) Term Loans	-	-
	(d) Inter-corporate loans and borrowings	-	-
	(e) Commercial paper	-	-
	(f) Public Deposits	-	-
	(g) Other Loans (specify nature)	-	-
2	<b>BREAK-UP OF (1) (f) ABOVE (OUTSTANDING PUBLIC DEPOSITS INCLUSIVE OF INTEREST ACCRUED THEREON BUT NOT PAID):</b>		
	(a) In the form of unsecured debentures	-	-
	(b) In the form of partly secured debentures i.e., debentures where there is a shortfall in the value of security	-	-
	(c) Other Public Deposits	-	-
	<b>ASSETS SIDE:</b>		
3	<b>BREAK-UP OF LOANS AND ADVANCES INCLUDING BILLS RECEIVABLES [OTHER THAN THOSE INCLUDING IN (4) BELOW]:</b>		
	(a) Secured	-	-
	(b) Unsecured	-	-
4	<b>BREAK-UP OF LEASED ASSETS AND STOCK ON HIRE AND HYPOTHECATION LOANS COUNTING TOWARDS EL/HP ACTIVITIES</b>		
	(i) Leased assets including lease rentals under sundry debtors		
	(a) Financial lease	-	
	(b) Operating lease	-	
	(ii) Stock on Hire including hire charges under sundry debtors:		
	(a) Assets on hire	-	
	(b) Repossessed Assets	-	
	(iii) Hypothecation loans counting towards EL/HP activities		
	(a) Loans where assets have been repossessed	-	
	(b) Loans other than above	-	
5	<b>BREAK-UP OF INVESTMENTS:</b>		
	<b>Current Investments:</b>		
	1. Quoted:		
	(i) Shares: (a) Equity	-	
	(b) Preference	-	
	(ii) Debentures and Bonds	-	
	(iii) Units of mutual funds	-	
	(iv) Government Securities	-	
	(v) Others (please specify)	-	
	<b>Non Current Investments:</b>		
	1. Quoted:		
	(i) Shares: (a) Equity	775.83	
	(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	50.00	
	(iii) Units of mutual funds	3250.64	
	(iv) Government Securities/Bonds	250.00	
	(v) Others - Public Deposits with NBFCs	250.00	



**6 BORROWER GROUP- WISE CLASSIFICATION OF ALL LEASED ASSETS, STOCK -ON-HIRE AND LOANS AND ADVANCES:** ( ` in lakhs )

CATEGORY	Amount net of provisions		Total
	Secured	Unsecured	
1. Related parties			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	-	-
(c) Other related parties	-	-	-
2. Other than related parties	-	-	-
<b>Total</b>	-	-	-

**7 INVESTOR GROUP - WISE CLASSIFICATION OF ALL INVESTMENTS (CURRENT, NON CURRENT AND LONG TERM) IN SHARES AND SECURITIES (BOTH QUOTED AND UNQUOTED)**

CATEGORY	Market Value Break up or fair value or NAV	Book Value (Net of provisions)
1. Related parties		
(a) Subsidiaries	-	-
(b) Companies in the same group	-	-
(c) Other related parties	-	-
2. Other than related parties	4576.47	4426.12
<b>Total</b>	4576.47	4426.12

**8 OTHER INFORMATION**

Particulars	Amount
(i) Gross Non-performing Assets	-
(a) Related parties	-
(b) Other than related parties	-
(ii) Net Non-performing Assets	-
(a) Related parties	-
(b) Other than related parties	-
(iii) Assets acquired in satisfaction of debts	-

For and on behalf of the Board

Sd/-

**R. SURENDER REDDY**

Director

Sd/-

**K.Harishchandra Prasad**

Managing Director

Place : Hyderabad

Date : 30.05.2023



*Lakshmi*

**FINANCE & INDUSTRIAL CORPORATION LIMITED**

**ANNUAL REPORT 2022 - 2023**

This page is intentionally left blank



(See SEBI circular No.SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

[For Securities (Shares / Debentures / Bonds, etc.) of listed companies held in physical form]

Date: \_\_\_\_ / \_\_\_\_ / \_\_\_\_

**A. I/We request you to Register / Change / Update the following (Tick ü relevant box)**

	PAN		Bank details		Signature		Mobile number		E-mail ID		Address
--	-----	--	--------------	--	-----------	--	---------------	--	-----------	--	---------

### B. Security Details:

Name of the Issuer Company	Lakshmi Finance & Industrial Corporation Limited	Folio No.:
Name(s) of the Security holder(s) as per the Certificate(s)	1. 2. 3.	
Number & Face value of securities		
Folio & Certificate Nos		
Distinctive number of securities (Optional)	From_____ To _____	

**C. I / We are submitting documents as per Table below** (tick as relevant, refer to the instructions):

	Document / Information / Details	Instruction / Remark									
1	PAN of (all) the (joint) holder(s)										
	PAN Whether it is Valid (linked to Aadhaar): Yes <input type="checkbox"/> No <input type="checkbox"/>										
		PAN shall be valid only if it is linked to Aadhaar by March 31, 2022* For Exemptions / Clarifications on PAN, please refer to Objection Memo in page 4									
2	Demat Account Number	Also provide Client Master List ( <b>CML</b> ) of your Demat Account, provided by the Depository Participant.									
3	Proof of Address of the first holder	Any one of the documents, only if there is change in the address; Client Master List ( <b>CML</b> ) of your Demat Account, provided by DP. Valid Passport/ Registered Lease or Sale Agreement of Residence / Driving License / Flat Maintenance bill. Utility bills like Telephone Bill (only land line), Electricity bill or Gas bill - Not more than 3 months old. Identity card / document with address, issued by any of the following: Central/State Government and its Departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions. For FII / sub account, Power of Attorney given by FII / sub-account to the Custodians (which are duly notarized and / or apostilled or consularised) that gives the registered address should be taken. The proof of address in the name of the spouse									





4	Bank details	Account Number: _____ Bank Name: _____ Branch Name: _____ IFS Code: _____ Provide the following: <u>original cancelled cheque</u> with name of security holder printed on it or <u>Bank Passbook</u> or <u>Bank Statement</u> attested by the Bank or self-attested latest CML copy
5	E-mail address	_____ #
6	Mobile	_____ #

\* or any date as may be specified by the CBDT

(DP: Depository Participant)

**Authorization:** I / We authorise you (RTA) to update the above PAN and KYC details in my / our folio(s) \_\_\_\_\_, \_\_\_\_\_, (use Separate Annexure if extra space is required) in which I / We are the holder(s) (strike off what is not applicable).

**Declaration:** All the above facts stated are true and correct.

	Holder 1	Holder 2	Holder 3
Signature			
Name			
Full address			
PIN			

#### Mode of submission of documents to the RTA

Please use any one of the following mode;

1. In Person Verification (IPV): by producing the originals to the authorized person of the RTA, who will retain copy(ies) of the document(s)
2. In hard copy: by furnishing self-attested photocopy(ies) of the relevant document, with date
3. Through e-mail address already registered with the RTA, with e-sign of scanned copies of documents
4. Service portal of the RTA with e-sign with scanned copies of documents, if the RTA is providing such facility

#### Note

•	It is mandatory for holders of physical securities in listed company to furnish PAN, full KYC details (address proof, bank details, e-mail address, mobile number) and Nomination (for all the eligible folios).
•	Upon receipt or up-dation of bank details, the RTA will automatically, pay electronically, all the moneys of / payments to the holder that were previous unclaimed / unsuccessful.
•	RTA shall update the folio with PAN, KYC details and Nominee, within seven working days of its receipt. However, cancellation of nomination, shall take effect from the date on which this intimation is received by the company / RTA.
•	RTA shall not insist on Affidavits or Attestation / Notarization or indemnity for registering / up-dating / changing PAN, KYC details and Nomination.
• Specimen Signature	• Provide banker's attestation of the signature of the holder(s) as per <u>Form ISR – 2</u> in <u>SEBI circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021</u> and • <u>original cancelled cheque</u> with name of security holder printed on it or <u>Bank Passbook</u> or <u>Bank Statement</u> attested by the Bank
• Nomination**	• Providing Nomination: Please submit the duly filled up Nomination Form (SH-13) or 'Declaration to Opt out of Nomination' as per <u>Form ISR-3</u> , in <u>SEBI circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 03, 2021</u> • Change in Existing Nomination: Please use <u>Form SH-14</u> in <u>SEBI circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655</u> • Cancellation of Existing Nomination: use <u>Form SH-14&amp;Form ISR – 3</u>

\*\* Nomination (**Form SH-13**) / 'Declaration to Opt-Out of nomination' (**Form ISR – 3**), has to be furnished by the holder(s) separately for each listed company.



# Lakshmi

## FINANCE & INDUSTRIAL CORPORATION LIMITED

### ANNUAL REPORT 2022 - 2023

#### Form No.SH-13 Nomination Form

{Pursuant to section 72 of the Companies Act,2013 and rule 19(1) of the Companies (Share Capital and Debentures Rules 2014)}

To,  
Lakshmi Finance and Industrial Corporation limited  
Hyderabad-500 016.

Date: \_\_\_\_\_

I/We \_\_\_\_\_ and \_\_\_\_\_ and \_\_\_\_\_ the holders of shares bearing Certificate Nos \_\_\_\_\_ of \_\_\_\_\_ Equity shares of \_\_\_\_\_ bearing distinctive number(s) from \_\_\_\_\_ to \_\_\_\_\_ registered under Folio no. \_\_\_\_\_ wish to make a nomination and do hereby nominate the following person in whom all rights of transfer and or amount payable in respect of said shares shall vest in the event of my/our death:

S. No.	Name of the Nominee	Father/Husband Name	Address of the Nominee	Signature of the Nominee
01.				

In case the nominee is a Minor then

a) Date of Birth of the Minor : \_\_\_\_\_

b) Specimen Signature of the Guardian : \_\_\_\_\_

c) Name and address of the Guardian : \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

Signature of Witness (1)

Signature of Shareholder(s)

Name : \_\_\_\_\_

Name : \_\_\_\_\_

Address : \_\_\_\_\_

Address : \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

Signature of Witness (2)

Date : \_\_\_\_\_

Place: \_\_\_\_\_

Name : \_\_\_\_\_

Address : \_\_\_\_\_

\_\_\_\_\_

**Instructions:**

1. The Nomination can be made by individuals only/applying/holding shares on their own behalf singly or jointly, Non-individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate. If the shares are held jointly, all joint holders will sign the nomination form. Space is provided as a specimen, if there are more joint holders, more sheets can be added for signatures of holders of shares and witness.
2. A minor can be nominated by a holder of shares and in that event the name and address of the Guardian shall be given by the holder.
3. The nominee shall not be a Trust, Society, Body Corporate, Partnership firm, Karta of Hindu Undivided Family or a Power of Attorney holder. A non-resident Indian can be a nominee on repatriable basis.
4. Nomination stands rescinded upon transfer of share.
5. Transfer of share in favour of a nominee shall be valid discharge by a Company against the legal heir.
6. The intimation regarding Nomination/Nomination Form shall be filed in duplicate with company/Registrar and Share Transfer Agent of the Company who will return one copy thereof to the shareholder.



# Lakshmi

## FINANCE & INDUSTRIAL CORPORATION LIMITED

### ANNUAL REPORT 2022 - 2023

#### Form No. MGT-11

#### Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L65920TG1923PLC000044

Name of the company: **LAKSHMI FINANCE AND INDUSTRIAL CORPORATION LIMITED**

Registered office: 1-10-60/3, 1<sup>st</sup> Floor, "Suryodaya", Begumpet, Hyderabad, Telangana, 500016.

Name of the Member(s): \_\_\_\_\_

Registered Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_ Folio No. /Client Id: \_\_\_\_\_ DP ID: \_\_\_\_\_

I/We, being the Member (s) holding of \_\_\_\_\_ shares of the above named Company, hereby appoint

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him

I/we, being the Member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him

I/we, being the Member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 99<sup>th</sup> Annual General Meeting of the Company, to be held on Wednesday, 09<sup>th</sup> day of August, 2023 at 9.30 a.m at **Hotel The PLAZA, KINNERA, Banquet Hall, 6-3-870, Tourism Plaza, Greenlands, Begumpet, Hyderabad-500 016** and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution	Vote For	Vote Against
1.	Adoption of statement of Profit & Loss, Balance sheet, report of Director's and Auditor's for the financial year 2022-23.		
2.	Declaration of Dividend for the Financial year 2022-23		
3.	Appointment of Sri.K.Kapil Prasad as Director who retires by rotation.		
4.	Re-Appointment of Sri. K. Harishchandra Prasad, Managing Director.		

Signed this ..... day of..... 2023

Signature of shareholder

Signature of Proxy holder(s)

**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Affix  
Revenue  
Stamp  
Rs.1/-



*Lakshmi*

**FINANCE & INDUSTRIAL CORPORATION LIMITED**

**ANNUAL REPORT 2022 - 2023**

This page is intentionally left blank



*Lakshmi*

**FINANCE & INDUSTRIAL CORPORATION LIMITED**

**ANNUAL REPORT 2022 - 2023**

**LAKSHMI FINANCE AND INDUSTRIAL CORPORATION LIMITED**

1-10-60/3, 1st Floor, "Suryodaya", Begumpet, Hyderabad - Telangana - 500016

**99th Annual General Meeting - Wednesday 09th August, 2023**

**ATTENDANCE SLIP**

(Please present this slip at the Meeting venue)

I hereby record my presence at the 99<sup>th</sup> Annual General Meeting of the Members of the Company to be held on Wednesday, 09<sup>th</sup> day of August, 2023 at 9.30 a.m at **Hotel The PLAZA, KINNERA, Banquet Hall, 2<sup>nd</sup> Floor** 6-3-870, Tourism Plaza / Telangana Tourism, Greenlands, Begumpet, Hyderabad-500 016 and at any adjournment thereof.

Shareholders/Proxy's Signature \_\_\_\_\_

Shareholders/Proxy's full name \_\_\_\_\_

(In block letters)

Folio No. / Client ID \_\_\_\_\_

No. of shares held \_\_\_\_\_

**Note:**

1. Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.
2. A Proxy need not be a member of the Company.
3. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
4. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.



*Lakshmi*

**FINANCE & INDUSTRIAL CORPORATION LIMITED**

**ANNUAL REPORT 2022 - 2023**

## **NOTES**



## IMPORTANT MESSAGE TO THE SHAREHOLDERS OF THE COMPANY

- We wish to inform you that the trading of “**LAKSHMI FINANCE AND INDUSTRIAL CORPORATION LIMITED**” (**LFIC**) is **under compulsory demat mode**. Company Shares are traded on National Stock Exchange of (India) Limited (NSE) with effect from 15.04.2015 (Company Symbol /Stock Code: **LFIC**). **Company ISIN No in NSDL & CDSL : INE850E01012**. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form (electronic mode). Demat the shares to participate in trading through Stock Exchange.
- SEBI has amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed Companies from accepting request for transfer of securities which are held in physical form, with effect from 1<sup>st</sup> April 2019. The shareholders, who continue to hold shares in physical form even after this date, will not be able to lodge the shares with Company/its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission, transposition and Issue of Duplicate Share Certificates of securities in physical form, will be accepted by the RTA.
- Members holding shares in physical mode are requested to submit their (KYC-Form) permanent Account Number (PAN) and Bank account details (cancelled cheque of your bank account) and request registrar to update their e-mail address/ Telephone number and can nominate a person in respect of all the shares to the Prescribed Form (KYC) is annexed to this report which may be duly filled in and sent to the Company / RTA viz. M/s. Venture Capital & Corporate Investments Private Limited.
- Members holding **shares in dematerialized mode** are requested to intimate all changes pertaining to their Bank Account details. ECS mandates, nominations, power of attorney, change of address/ name etc. to their depository participant only and not to the Company or its Registrar and Transfer Agent. The said nominations will be automatically reflected in the Company's records.
- The Company proposed a dividend of Rs2.00 per each Equity Share for the F.Y.2022-23 for the Members approval at the ensuing 99th Annual General Meeting to be held on 09.08.2023. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. The Shareholders are requested to update their PAN with the Company/ RTA M/s. Venture Capital & Corporate Investments Private Limited. (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).
- No tax shall be deducted for resident individual Shareholders, if the aggregate amount of dividend to be paid for F.Y 2022-23 does not exceed Rs. 5,000/-. Tax shall be deducted at source in accordance with Section 194 of the Act @ 10%, if the amount of dividend payable exceeds Rs. 5,000/-, where PAN is available on record. Where PAN is either not available or is invalid, tax shall be deducted at source @ 20% as per Section 206 AA of the Income Tax Act,1961.

### REGISTERED OFFICE OF THE COMPANY:

LAKSHMI FINANCE AND  
INDUSTRIAL CORPORATION LIMITED  
1st FLOOR, “SURYODAYA”  
1-10-60/3, BEGUMPET, HYDERABAD  
Fax.No.040-27767793,  
Tel Phone: 040-27760301/27767794  
E-mail: lakshmi\_lfic@yahoo.com  
Website: www.lakshmi finance.org.in

### REGISTRARS & SHARE TRANSFER AGENTS:

VENTURE CAPITAL & CORPORATE INVESTMENTS PVT.LTD  
“AURUM”, DOOR No.4-50/P-II/57/4F & 5F, PLOT No.57  
4th & 5th FLOORS, JAYABHERI ENCLAVE, PHASE – II  
GACHIBOWLI, HYDERABAD - 500 032.TELANGANA. INDIA.  
Phone No/s.: 040-23818475 / 35164940  
Email Id: investor.relations@vccipl.com Web: www.vccipl.com.

**BOOK - POST  
PRINTED MATTER**

**To.**



*If Undelivered Please return to:*

*Lakshmi*

---

FINANCE & INDUSTRIAL CORPORATION LIMITED

1st Floor, Suryodaya, 1-10-60/3,  
Begumpet, Hyderabad - 500 016  
Ph: 040-27760301 / 27767794  
Fax: 040-27767763  
E-mail: lakshmi\_ific@yahoo.com  
Website: [www.lakshmifinance.org.in](http://www.lakshmifinance.org.in)