

The Investment Trust of India Limited

Regd Office: ITI House, 36 Dr. R. K. Shirodkar Marg,
Parel, Mumbai - 400012



To

The Manager
The BSE Limited
Listing department
P. J. Tower, Dalal Street,
Fort, Mumbai 400 001

The Manager
National Stock Exchange of India Limited
Listing department
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai 400 051

Dear Sir,

Ref.: BSE Scrip Code: 530023

NSE Symbol: THEINVEST

Ref: Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Sub: Submission of the Annual Report for the financial year 2021-22 and Notice of the 31st Annual General Meeting (AGM).

Dear Sir/Madam,

Pursuant to the requirements of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith 31st Annual Report of the Company for the financial year 2021-22 being sent today i.e. Tuesday, September 06, 2022 through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent/ Depositories.

Further, the aforesaid 31st Annual Report along with Notice of Annual General Meeting has also been uploaded on the website of the Company at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1662451441_Annual%20Report%202021-2022.pdf

We request you to take the aforesaid on records.

For **The Investment Trust of India Limited**

Satish Bhanushali
Company Secretary and Compliance Officer
ICSI Membership No. A40731
Date:- 06/09/2022
Place: Mumbai

Encl: As Above

2021-22

A N N U A L REPORT

www.itiorg.com

THE INVESTMENT TRUST OF INDIA LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS AND KMPs:

Board of Directors

Mr. Chintan Valia	Non Executive Chairman
Mrs. Khyati Valia	Non Executive Director
Mr. Asit Mehta	Non Executive Director
Mr. Pankaj Bhuta	Independent Director
Mr. Alok Kumar Misra	Independent Director
Mrs. Papia Sengupta	Independent Woman Director
Mr. George Heber Joseph	Non Executive Director (upto 04th August, 2021)

Key Managerial Personnel

Mr. Rajesh Kumar Acha	Manager
Mr. S. G. Muthu Kummar	Chief Financial Officer (upto 10th January, 2022)
Mr. Subbiah Manickam	Chief Financial Officer (w.e.f. 01st April, 2022)
Mr. Haroon Mansuri	Company Secretary (upto 31st March, 2022)
Mr. Satish Bhanushali	Company Secretary (w.e.f. 01st April, 2022)

COMMITTEES:

Audit Committee

Name of members	Designation
Mr. Pankaj Bhuta	Chairman
Mr. Chintan Valia	Member
Mr. Alok Kumar Misra	Member
Mrs. Papia Sengupta	Member

Stakeholders Relationship Committee

Name of members	Designation
Mr. Chintan Valia	Chairman
Mr. Pankaj Bhuta	Member
Mr. Alok Kumar Misra	Member
Mrs. Papia Sengupta	Member

Nomination & Remuneration Committee

Name of members	Designation
Mr. Alok Kumar Misra	Chairman
Mr. Chintan Valia	Member
Mr. Pankaj Bhuta	Member
Mrs. Papia Sengupta	Member

Risk Management Committee (Constituted w e f 30th June, 2021)

Name of members	Designation
Mr. Chintan Valia	Chairman
Mr. Pankaj Bhuta	Member
Mr. Alok Kumar Misra	Member
Mrs. Papia Sengupta	Member

Internal Finance Committee

Name of members	Designation
Mr. Chintan Valia	Chairman
Mr. Pankaj Bhuta	Member
Mr. Alok Kumar Misra	Member
Mrs. Papia Sengupta	Member

Management Committee

Name of members	Designation
Mr. Chintan Valia	Chairman
Mr. Pankaj Bhuta	Member
Mr. Alok Kumar Misra	Member
Mrs. Papia Sengupta	Member

BANKERS

Axis Bank Limited
HDFC Bank Limited
Kotak Mahindra Bank Limited
Yes Bank Limited

STATUTORY AUDITORS

M/s. Ramesh M. Sheth & Associates, Chartered Accountants

INTERNAL AUDITORS

M/s. SCM Associates, Chartered Accountants

CONTACT DETAILS:

The Investment Trust of India Limited
CIN : L65910MH1991PLC062067

Registered Office :

ITI House, 36 Dr. R. K. Shirodkar Marg, Parel, Mumbai 400 012
Telephone : 022-4027 3600
Fax : 022-4027 3700
e-mail : info@itiorg.com
Web site : www.itiorg.com

REGISTRAR AND SHARE TRANSFER AGENT :

Purva Sharegistry (India) Private Limited

(Unit : The Investment Trust of India Limited)
Shivshakti Industrial Estate, Unit No.9, 7/B, Sitaram Mill Compound,
J.R. Boricha Marg, Lower Parel, Mumbai – 400 011
Telephone : +91-22-2301 6761 / 8261
Fax : +91-22-2301 2517
e-mail : support@purvashare.com
Web site : www.purvashare.com

CONTENT

Corporate Information	1
Director's Report with Annexures	2
Management Discussion & Analysis	24
Report on Corporate Governance	32
Business Responsibility Report	51
Financial Statements	58
Notice of Annual General Meeting	146

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the Thirty-First (31st) Directors report and Audited Financial Statements of "The Investment Trust of India Limited" (the Company") for the year ended 31st March, 2022.

FINANCIAL /BUSINESS PERFORMANCE AND INFORMATION ON STATE OF COMPANY'S AFFAIRS

Financial summary and highlights:

(Rupees in lakhs)

Particulars	2021-2022	2020-2021	2021-2022	2020-2021
	Standalone		Consolidated	
Income from continuing operations	11,501	7,654	32,407	32,165
Other Income	930	991	1,527	1,765
Total Income	12,431	8,645	33,934	33,930
Total Expenses	11,931	8,507	31,998	30,963
Profit / (Loss) before depreciation, exceptional item and tax	500	138	1,936	2,967
Depreciation and amortization	474	490	1,121	965
Profit / (Loss) before exceptional item, share of profit from associate and tax	26	(353)	814	2,001
Add : Share of profit from associate	–	–	383	470
Profit / (Loss) before tax	26	(353)	1,197	2,471
Provision for tax				
- Current tax	–	–	1,237	930
- Deferred tax charged / (credit)	(63)	(85)	(173)	19
- Excess/(short) tax provision in respect of earlier years	(6)	16	(12)	5
- MAT credit Entitlement	–	–	–	(11)
Profit /(Loss) after tax but before minority interest	95	(284)	145	1,529
Add : Other Comprehensive Income	3	2	45	23
Total Comprehensive Income / (loss) for the year	99	(282)	191	1,552
Less : Total Comprehensive Income/(loss) attributable to non controlling interest	–	–	–	30
Total Comprehensive Income / (loss) for the year attributable to controlling interest	99	(282)	191	1,521
Nominal value per share (in rupees)	10	10	10	10
Basic and diluted earnings per equity share				
- Basic (in rupees)	0.19	(0.55)	0.31	2.95
- Diluted (in rupees)	0.18	(0.54)	0.30	2.86

STANDALONE

The standalone revenues in FY 2021-22 stood at ₹ 12,431 Lakhs vs ₹ 8,645 Lakhs in FY 2020-21. Total expenses for the year came in at ₹ 12,405 Lakhs which increased by 37.87% over previous year. Purchases of Stock-In-Trade expenses has increased by 54.88% YoY to ₹ 9,138 Lakhs. The profit for the year stood at ₹ 95 Lakhs as compare to loss in previous year of ₹ 284 Lakhs.

CONSOLIDATED FINANCIAL STATEMENTS:

The consolidated revenues for the year were ₹ 33,934 Lakhs vs ₹ 33,930 Lakhs in FY 2020-21. Total consolidated expenses for the year came in at ₹ 33,120 Lakhs which increased by 3.73% over previous year. The consolidated profit for the year stood at ₹ 145 Lakhs as compare to profit in previous year of ₹ 1,529 Lakhs.

As per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules made thereunder (as amended from time to time), the Consolidated Financial Statement of the Company for the FY 2021-22 have been prepared in compliance with applicable Indian Accounting Standards and on the basis of Audited Financial Statement of the Company and its subsidiaries, as approved by the respective Board of Directors ("Board"). The Consolidated Financial Statement together with the Auditors' Report is forming part of this Annual Report.

BOARD POLICIES

The details of the policies approved and adopted by the Board as required under the Companies Act, 2013 and Securities and Exchange Board of India (SEBI) regulations are provided in Annexure I to the Board's report

TRANSFERS TO GENERAL RESERVES:

The Board of your Company decided not to transfer any amount to the General Reserve and retain the entire amount of profit under Retained Earnings.

DIVIDEND:

With a view to conserve resources, your Directors have thought it prudent not to recommend any dividend for the financial year ended 31st March, 2022.

The Company's distribution of dividend Policy is available on our website, at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518194_ITI%20Dividend%20Distribution%20Policy.pdf

CHANGE IN NATURE OF BUSINESS:

There has been no change in the nature of business of your Company during FY 2021-22.

MATERIAL CHANGES AND COMMITMENTS, AFFECTING FINANCIAL STATEMENTS OF THE COMPANY, HAVING OCCURRED SINCE THE END OF THE YEAR AND TILL THE DATE OF THE REPORT:

Pursuant to the scheme of arrangement in the nature of demerger of 'Non-lending Business Undertaking' of The Investment Trust of India Limited ("TITIL" or "Demerged Company") into Distress Asset Specialist Limited, a wholly owned subsidiary company of TITIL ("DASL" or "Resulting Company") with effect from the Appointed Date viz. beginning of day on April 1, 2022 ("Scheme") under Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("Act"). The aforementioned scheme have been approved by the Audit Committee and Board at their respective Meeting held on 04th June, 2022.

Except as stated above, there have been no other material changes and commitments, affecting the financial position of the Company, which have occurred between the end of the financial year of the Company and the date of this Report.

INTERNAL FINANCIAL CONTROLS:

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. The Internal Financial Control procedure adopted by the Company are adequate for safeguarding 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. During the year under review, the Internal Financial Controls were operating effectively and no material or serious observation has been received from the Auditors of the Company for inefficiency or inadequacy of such controls.

ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2022 is available on the Company's website at <https://www.itiorg.com/investor-inner.php?id=17>

DETAILS OF LISTING / DELISTING AND SHARE CAPITAL:

During the year FY 2021-22 the Company has listed 4,96,500 equity shares issued pursuant to the scheme of demerger between the Company and its subsidiaries i.e United Petro Finance Limited (Demerged Company) and Fortune Credit Capital Limited (Resulting Company). The listing approval for said equity shares were received from the NSE and BSE on 08th March, 2021 and 12th May, 2021 respectively.

During the FY 2021-22 the Company has not delisted any of its equity shares on any exchange.

During the FY 2021-22 there was no change in the share capital of the company.

INTERNAL AUDIT:

The Board has appointed external agency i.e SCM Associates, Chartered Accountants as an internal auditors of the Company. The scope of the internal audit is commensurate with the size of the Company. The internal auditors provide internal audit reports on quarterly basis and the same is being discussed in the quarterly Audit Committee and Board of Directors meetings.

INDUCTION OF STRATEGIC AND FINANCIAL PARTNERS DURING THE YEAR:

During the year under review, the Company has not inducted any strategic and financial partners.

SUBSIDIARY, JOINT VENTURES OR ASSOCIATES:

The Company has 11 wholly owned subsidiaries, 3 subsidiaries, 3 step down subsidiaries and 1 Associate company as on March 31, 2022. There is no joint venture company within the meaning of Section 2(6) of the Act. There has been no material change in the nature of the business of the subsidiaries and associate company.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiaries and associate company in Form No. AOC-1 is appended as **Annexure II** to the Board's report.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiaries, are available on the Company's website at <https://www.itiorg.com/investor-inner.php?id=10>

Material Subsidiaries

As required under Regulation 16(1)(c) and 46 of the Listing Regulations, the Board of Directors has approved the Policy on Determination of Material Subsidiaries ("Policy"). The said policy is available on the website of the Company and can be accessed at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518026_ITI%20Policy%20for%20Determining%20Material%20Subsidiary.pdf accordingly, 1. Fortune Credit Capital Limited, 2. Antique Stock Broking Limited and 3. ITI Asset Management Limited.

DEPOSITS:

The Company has neither invited nor accepted any deposits from the public falling within the purview of provisions of Section 73 of the Act read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. There is no unclaimed or unpaid deposit lying with the Company. Hence, the requirement for furnishing of details relating to deposits covered under Rule 8(5)(v) of Companies (Accounts) Rules, 2014 and Rule 2(1)(c) of Companies (Acceptance of Deposits) Rules, 2014 is not applicable.

RELATED PARTY TRANSACTIONS:

All Related Party Transactions that were entered into during FY 2021-22 were on an arm's length basis and in the ordinary course of business in accordance with Section 188(1) of the Act.

The details of transactions/ contracts/ arrangements referred to in Section 188(1) of the Act entered into, by the Company with related party(ies) as defined under the provisions of Section 2(76) of the Act, during FY 2021-22, are furnished in Form AOC-2 and are attached as an **Annexure III** of this Report.

None of the Directors or KMPs had any pecuniary relationships or transactions with the Company during FY 2021-22.

All related party transactions are placed before the Audit Committee and Board meetings on quarterly basis for review.

The policy on related party transactions and dealing with related parties is available on the Company's website https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659519378_ITI%20RPT%20Policy.pdf

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

Conservation of energy: -

(i)	the steps taken or impact on conservation of energy	Nil
(ii)	the steps taken by the Company for utilizing alternate sources of energy	Nil
(iii)	the capital investment on energy conservation equipment's	Nil

Technology absorption:-

(i)	the effort made towards technology absorption	Nil
(ii)	the benefits derived like product improvement cost reduction product development or import substitution	Nil
(iii)	in case of imported technology (important during the last three years reckoned from the beginning of the financial year)	Nil
	(a) the details of technology imported	-
	(b) the year of import;	-
	(c) whether the technology been fully absorbed	-
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	-
(iv)	the expenditure incurred on Research and Development	Nil

Foreign Exchange Earnings or outgo in foreign exchange during the FY 2021-22:-

There was neither any foreign exchange earning nor foreign exchange outgo during the FY 2021-22.

PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS AND SECURITIES

Particulars of loans given, investments made or guarantees or securities provided and the purpose for which the loan or guarantee or security is proposed to be utilised by the recipient of loan or guarantee or security pursuant to Section 186 of the Act are given under Notes to Accounts annexed to Standalone Financial Statements for the year ended March 31, 2022 and the same forms part of this Annual Report.

MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

Composition of Board

The composition of the Board of Directors of the Company is in accordance with the provisions of Section 149 of the Act and Regulation 17 of the Listing Regulations, with an optimum combination of Executive, Non-Executive and Independent Directors

The Board of the Company has 6 (Six) Directors comprising of 1 (One) Non-Executive Chairman, 2 (Two) Non-Executive Directors and 3 (Three) Independent Directors. The complete list of Directors of the Company has been provided in the Report on Corporate Governance forming part of this Annual Report.

Change in composition of the Board.

During FY 2021-22 the following changes are occurred in the composition of the Board of Directors of the Company.

Sr. No	Name of the Director	Nature of Change	Date of appointment/ cessation
1	Mr. Asit Mehta	Appointed as the additional Non Executive Director	13th September,2021
2		Regularization of Directorship as Non Executive Director	27th September,2021
3	Mr. George Heber Joseph	Resigned from the position of Non Executive Director	04th August,2021

Justification for appointment

Mr. Asit Mehta is a Seasoned Capital Market Professional. He is a qualified Chartered Accountant (1984) and holds a Post Graduate Diploma in Securities Law from Government Law, (College, Mumbai (2004-05). He also completed The Securities Clearance Derivative Instruments Program conducted by New York Institute of Finance in 1993. His extensive experience in Portfolio Management, Investment Banking and Financial Services industry is beneficial for the Company and its Group Companies.

Director(s) liable to retire by rotation

Mr. Chintan Valia (DIN 05333936) retires by rotation and being eligible, offers himself for re-appointment. A resolution seeking shareholders' approval for his re-appointment along with other required details forms part of the Notice.

Composition and Meetings of Board of Directors & Committee(s)

The Composition of Board and Committee(s) as on March 31, 2022 and the details of the Meetings of the Board and Committee(s) of the Company held during FY2021-22 are disclosed in the Report on Corporate Governance forming part of this Annual Report.

During the year under review, all the recommendations/submissions made by the Audit Committee and other Committees of the Board were accepted by the Board.

Declaration by Independent Directors

Pursuant to Section 149(7) of the Act, Regulation 16(1)(b) and Regulation 25(8) of the Listing Regulations, the Independent Directors have provided a declaration to the Board of Directors that they meet the criteria of Independence as prescribed in the Act and the Listing Regulations, and are not aware of any situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge duties as an Independent Director with an objective independent judgement and without any external influence. Further, veracity of the above declarations has been assessed by the Board, in accordance with Regulation 25(9) of the Listing Regulations.

The Board is of the opinion that the Independent Directors of the Company hold highest standards of integrity and possess requisite expertise and experience (including the proficiency) required to fulfill their duties as Independent Directors.

Further, in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended by Ministry of Corporate Affairs ('MCA'), all the Independent Directors have confirmed that they have registered themselves with databank maintained by The Indian Institute of Corporate Affairs ('IICA'). These declarations/confirmations have been placed before the Board

Relationship between Directors:

Out of 6 Directors, 2 Directors are related Directors to each other's: Ms. Khyati Chintan Valia - Non-Executive Director is related to Mr. Chintan Valia -Non-Executive Director and Chairman. The remaining 4 Directors are not related with any of the directors.

Code of Conduct:

The Company has adopted the Code of Conduct for its Board Members and Senior Management of the Company.

All the Board members and Senior Management personnel have affirmed compliance with the applicable Code of Conduct.

A declaration to this effect duly signed by the Directors forms part of this report. The Code is available on the website of the Company at [https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518239 ITI%20Code%20of%20Conduct%20Board%20Members%20and%20Senior%20Management.pdf](https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518239_ITI%20Code%20of%20Conduct%20Board%20Members%20and%20Senior%20Management.pdf)

Familiarization Programmes

The Company has formulated a policy on 'familiarisation programme for independent directors'. Accordingly, upon appointment of an Independent Director, the appointee is given a formal Letter of Appointment, which inter alia, explains the role, function, duties and responsibilities expected as a Director of the Company.

Further, the Company also familiarize the Independent Directors with the Company, their roles, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company, various businesses in the group etc. The Director is also explained in detail the compliance required from him under the Act and the Listing Regulations. Further, on an ongoing basis as a part of Agenda of Board / Committee Meetings, presentations are regularly made to the Independent Directors on various matters inter-alia covering the business strategies, management structure, management development, quarterly and annual results, budgets, review of Internal Audit, risk management framework, operations of subsidiaries and associates.

The Policy on familiarisation programme for independent directors along with the details of the familiarization

Programmes conducted by the company during the FY 2021-22 are available on the website of the Company and can be accessed at

- 1) https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518160_ITI%20Familiarisation%20Programme%20for%20New%20Directors.pdf
- 2) https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659517721_ITI%20Familiarization%20Programmes%202021-22.pdf

Company's Policy on Director's Appointment and Remuneration

Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the Listing Regulations, as amended from time to time, requires the Nomination and Remuneration Committee ("NRC") to formulate a Policy relating to the remuneration for the Directors, Key Managerial Personnel ("KMP"), Senior Management and other employees of the Company and recommend the same for approval of the Board.

Accordingly, in compliance to the aforesaid provisions, the Nomination and Remuneration Policy of the Company is available on the website of the Company and can be accessed at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518050_ITI%20Nomination%20and%20Remuneration%20Policy.pdf

The salient features of the Policy are given below:-

Appointment criteria and qualifications:

- 1) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or Senior Management and recommend to the Board his / her appointment.
- 2) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient/ satisfactory for the concerned position.
- 3) The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/Manager who has attained the age of seventy years.

Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

Evaluation:

The performance evaluation shall be carried out as given below:-

Performance Evaluation by	Of Whom
Board of Directors	- Board as a whole and Committees of Board - All Directors excluding the Director being evaluated
Independent Directors	- Non - Independent Directors - Chairman of the Company - Board as a whole

The Committee shall carry out evaluation of performance of every Director at regular interval (yearly).

Removal:

Due to reasons for any disqualification mentioned in the Act, rules made there under or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations.

Retirement:

The Director, KMP and Senior Management shall retire as per the applicable provisions of the Act and the prevailing internal policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

PROVISIONS RELATING TO REMUNERATION OF MANAGERIAL PERSON, KMP AND SENIOR MANAGEMENT

General:

The remuneration / compensation / commission etc. to Managerial Person, KMP and Senior Management will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and such other approval, wherever required.

The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Act and Listing Regulations, and the rules made there under for the time being in force.

Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person.

The remuneration structure will have a right mix of guaranteed (fixed) pay, pay for performance and long term variable pay based on business growth and other factors such as growth in shareholder value to ensure that it is competitive and reasonable.

Where any insurance is taken by the Company on behalf of its Managerial Person, KMP and for Senior Management for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

Remuneration to Managerial Person, KMP and Senior Management:

1) Fixed pay:

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Act and the rules made there under for the time being in force. The break-up of the pay scale and quantum of perquisites including employer's contribution to Provident Fund(s), pension scheme(s), medical expenses, club fees, etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and such other approval, wherever required.

2) Variable Pay:

The Company may in its discretion structure any portion of remuneration to link rewards to corporate and individual performance, fulfillment of specified improvement targets or the attainment of certain financial or other objectives set by the Board. The amount payable shall be based on performance against pre- determined financial and non-financial metrics.

3) Provision for excess remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Act. If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without such approval, wherever required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company.

Remuneration to Non-Executive/Independent Director:

1) Remuneration/Commission:

The remuneration/commission, if any, shall be in accordance with the statutory provisions of the Act and the rules made there under for the time being in force.

2) Sitting Fees:

The Non-Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof.

Provided that the amount of such fees shall not exceed the maximum amount as provided in the Act, per meeting of the Board or Committee or such amount as may be prescribed from time to time.

3) Limit of Remuneration/Commission:

Remuneration/Commission may be paid to Non-Executive Directors within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Act.

Key Managerial Personnel (KMP)

Sr. No.	Name of the KMP	Designation
1	Mr. Rajesh Kumar Acha	Manager under the Companies Act, 2013
2	Mr. S G Muthu Kummar	Chief Financial Officer (upto 10th January, 2022)
3	Mr. Subbiah Manickam	Chief Financial Officer (w.e.f 01st April, 2022)
4	Mr. Haroon Mansuri	Company Secretary (upto 31st March, 2022)
5	Mr. Satish Bhanushali	Company Secretary (w.e.f 01st April, 2022)

The changes in the KMP'S are as follows;

- Mr. S G Muthu Kummar has resigned with effect from the closing hours of 10th January, 2022.
- Mr. Haroon Mansuri ceased to be company secretary of the company with effect from 31st March, 2022 due achieving age of retirement.
- The Board of Directors in their meeting held on 07th February, 2022 has appointed Mr. Satish Bhanushali and Mr. Subbiah Manickam as the Company Secretary and the Chief Financial Officer (CFO) of the Company respectively w. e. f. 01st April, 2022 under the Act.

Committees:

As on date the Company has Six committees of the Board of Directors. These committees are – Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Risk Management Committee, Management Committee and Internal Finance Committee.

The terms of reference, composition and the details of the meetings of the committees held during the year under review are provided in Corporate Governance Report.

Performance Evaluation

Pursuant to the provisions of Section 134(3)(p) and Schedule IV of the Act and in accordance to Regulation 17(10) and 25(4) of the Listing Regulations, the Board has carried out the annual performance evaluation of the Board as a whole, various Committees of the Board and of the individual Directors. The performance evaluation of the Independent Directors was carried out by the entire Board. The Directors expressed their satisfaction with the evaluation process.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual Directors on the basis of the criteria such as Transparency, Performance, etc.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of the non-executive directors. The same was discussed in the Board meeting that followed the meeting of independent directors, at which the performance of the Board, its committee and individual Directors was also discussed.

The outcome of the performance evaluation of the Board for the year under review was discussed by the NRC and the Board at their respective meetings. All Directors expressed satisfaction with the evaluation process.

Committees of Board

Constitution of committees:

Audit Committee	Designation	Stakeholder Relationship Committee	Designation
Name of members		Name of members	
Mr. Pankaj Bhuta	Chairman	Mr. Chintan Valia	Chairman
Mr. Alok Kumar Misra	Member	Mr. Pankaj Bhuta	Member
Mr. Chintan Valia	Member	Mr. Alok Kumar Misra	Member
Mrs. Papia Sengupta	Member	Mrs. Papia Sengupta	Member
Nomination & Remuneration Committee	Designation	Risk Management Committee #	Designation
Name of members		Name of members	
Mr. Alok Kumar Misra	Chairman	Mr. Chintan Valia	Chairman
Mr. Chintan Valia	Member	Mr. Pankaj Bhuta	Member
Mr. Pankaj Bhuta	Member	Mr. Alok Kumar Misra	Member
Mrs. Papia Sengupta	Member	Mrs. Papia Sengupta	Member
Internal Finance Committee	Designation	Management Committee	Designation
Name of members		Name of members	
Mr. Chintan Valia	Chairman	Mr. Chintan Valia	Chairman
Mr. Alok Kumar Misra	Member	Mr. Pankaj Bhuta	Member
Mr. Pankaj Bhuta	Member	Mr. Alok Kumar Misra	Member
Mrs. Papia Sengupta	Member	Mrs. Papia Sengupta	Member

constituted w e f 30th June, 2021

The details of the committees are provided in Corporate Governance Report, which is a part of this report.

PARTICULARS OF EMPLOYEES

The information under Section 197 of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- a) The ratio of the remuneration of each director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year:

1	Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year	Not applicable – as the Company has no executive Director on the Board.		
		The details of the sitting fees paid during the financial year 2021-2022 to the Directors of the Company are as under :		
		Sr. No	Name of the Directors	Amount paid (₹ in lakhs)
		1	Mr. Chintan Valia	2.20
		2	Mrs. Khyati Valia	1.40
		3	Mr. George Heber Joseph	0.35
		4	Mr. Pankaj Bhuta	2.20
		5	Mr. Alok Kumar Misra	2.20
		6	Mrs. Papia Sengupta	1.65
		7	Mr. Asit Mehta	0.70
			Total	10.70

2	The percentage increase in remuneration of each director, CFO, CEO, CS or manager if any, in the financial year 2021-2022.	Sr. No	Particulars	Percentage
		1	Directors	Not applicable
		2	CEO	Not applicable
		3	Mr. S. G. Muthu Kummar (CFO)	Nil
		4	Mr. Haroon Mansuri (CS)	9.86
		5	Mr. Rajesh Kumar Acha (Manager)	33
3	The percentage increase in the median remuneration of the employees of the Company for the financial year 2021-2022.	44.07		
4	The number of permanent employees on the roll of the Company as on 31st March, 2022	14		
5	Average percentile increase already made in the salaries of employees other than 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	Average percentage increment of the employees' salary is 24% and of the managerial personnel is 31%. There are no exceptional circumstances for the increment.		
6	The key parameters for any variable component of the remuneration availed by the directors	The Company has not paid any variable component to any Director.		
7	Affirmation that the remuneration is as per the remuneration policy of the Company	The Board of Directors affirms that the remuneration paid to the employees of the Company is as per the Policy on Directors' appointment and remuneration for Directors, KMPs and other employees and is in accordance with the requirements of the Act and SEBI Listing Regulations.		

- b) The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is as follows;

S. No	Name of the employee	Date of joining	Gross remuneration	Qualification	Age	Experience (Yrs)	Last employment	Designation
1	Rajesh Bhatia	10.07.17	1,02,28,144	CFA & ACMA	52	18	Simto Investment Company Ltd	President & CIO - AIF III
2	Ajay Pandey	01.11.13	81,17,976	MBA	44	14	Antique Stock Broking	CEO - AIF/PMS Equities
3	Rajesh Kumar Acha	06.05.15	71,11,828	PGDM & LLB	35	14	UV Asset Reconstruction Ltd	Assistant Vice President
4	Ajay Vaswani	30.01.20	57,39,583	PGDBM	41	18	Anand Rathi Financial Services Ltd	Business Development Head
5	Rajesh Aynor	13.10.17	45,07,316	MBA	44	23	PNB Metlife India Insurance Company Ltd	Fund Manager
6	Siddhartha Bhotika	8-Dec-17	43,16,312	MA Economics & CFA	39	16	Aviva India	Fund Manager
7	Haroon Mansuri	02.05.08	16,03,529	LLM & CS	63	30	WallStreet Finance	Company Secretary
8	Akash Jhaveri	01.09.17	13,02,348	CFA	30	9	Aditya Birla Finance Ltd	Equity Analyst
9	Bhaurao Desai	20.08.96	9,36,936	PGDM	49	26	First Employment	Senior Mgr - Corporate Accounts
10	Praveen Nair	01.09.21	7,00,587	MBA	31	11	Motilal Oswal Financial Services	Sr. Mgr-Marketing & Communication

Sr. No.	Particulars	Remarks
a)	Details of the employee(s) who were employed throughout the year and were in receipt of remuneration at a rate which was not less than ₹ 1,02,00,000/- per annum	Nil / Not applicable
b)	Details of the employee(s) who were employed for part of the year and were in receipt of remuneration for any part of the year, at a rate which, was not less than ₹ 8,50,000/- per month	Nil / Not applicable
c)	Details of the employee(s) who were employed throughout the year and were in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, was in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.	Nil / Not applicable

During the year under review, no commission has been paid by the Company to any Directors.

c) The nature of employment of all the above employees in permanent and neither of them hold any equity shares of the Company.

Employee Stock Option Scheme

The Company has formulated an Employee Stock Option Scheme known as FFSIL Employees Stock Option Plan 2017 ("ESOP – 2017") in accordance with the provisions of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014

Subject to the member's approval, the Board of Directors in its meeting held on 25th May, 2017 approved the Scheme ESOP-2017 and the shareholders approval was obtained in 26th Annual General Meeting held on 8th September, 2017. Nomination and Remuneration Committee ("Committee") was authorised to formulate, administer and implement the detailed and conditions of the Scheme.

The Company has received a certificate dated 24th October, 2017 from Bathiya & Associates LLP, Chartered Accountants, Statutory Auditors of the Company confirming that the FFSIL Employees Stock Option Plan 2017 has been implemented in accordance with Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

The Company has received in principle approvals from BSE Limited and The National Stock Exchange of India Limited for ESOP – 2017.

On 19th April, 2018 the Nomination and Remuneration Committee has granted (Grant I) 3,00,000 options. Each option when exercised will be converted in to one equity share of ₹ 10 each fully paid.

On 23rd November, 2018 the Nomination and Remuneration Committee has granted (Grant II) 3,00,000 options. Each option when exercised will be converted in to one equity share of ₹ 10 each fully paid.

Details of Employee Stock Options

Sr. No.	Particulars	Remarks	
1	Date of grant	19th April, 2018	23rd November, 2018
2	Options granted	300,000	300,000
3	Options vested	Nil	Nil
4	Options exercised	Nil	Nil
5	The total number of shares arising as a result of exercise of options	Nil	Nil
6	options lapsed during the year 2021-22	Nil	300,000
7	Vesting date	For 2,50,000 options - 19th April, 2019	For 3,00,000 options – 23rd November, 2020
		For 50,000 options - 1st June, 2020	
8	the exercise price	₹ 247.25	₹ 220.85
9	variation in terms of options	Not applicable	Not applicable
10	money realised by exercise of options	Nil	Nil
11	total number of options in force	300,000	Nil
12	employee wise details of options granted to:		
a)	Key Managerial Personnel	Nil	Nil
b)	any other employee who receives a grant of options in any one year of options amounting to five percent or more of total options granted during that year	Mr. Rajesh Bhatia was granted 3,00,000 options.	Mr. George Heber Joseph was granted 3,00,000 options.
c)	Identified employees who were granted options, during any one year, equal to or exceeding one percent of the issued capital, excluding outstanding warrants and conversions, of the company at the time of grant.	Not applicable	Not applicable
13	any material change to the scheme and whether such scheme is in compliance with the SEBI (Share Based Employee Benefits) Regulations, 2014	No	No

The fair value has been calculated using Black Scholes Options Pricing Model and significant assumptions made in this regard are as follows:

Particulars	Vest dated April 19, 2019	Vest dated June 01, 2020	Vest dated November 23, 2020
1 Stock Price (₹)	247.25	247.25	225.15
2 Strike/ Exercise Price	247.25	247.25	220.85
3 Expected Life of options (no. of years)	2	3	3
4 Risk free rate of interest (%)	7.48	7.48	7.7
5 Implied Volatility factor (%)	31.12	31.12	33.25
6 Fair value per Option at year end (₹)	59.5	78.52	67.01

In respect of options granted under ESOP, accounting is done as per requirements of Ind AS 102 Share based Payments. Expenses on account of Share based payments during the year amounts to NIL (Previous year ₹ 68.03 lakhs).

Summary of Employee Stock Option Schemes ('ESOS')

For the Period from 01/04/2021 to 31/03/2022

Sr. No.	Particulars of Options / Scheme	ESOP 2017
1	Outstanding as at beginning of the Period	600,000
2	Granted during the Period	---
3	Date of Grant	19th April, 2018 & 23rd November, 2018
4	Forfeited during the Period	---
5	Cancelled during the Period	---
6	Lapsed during the Period	300,000
7	Exercised during the Period	---
8	Allotted during the Period	---
9	Number of shares arising as a result of exercise of options	---
10	Money realized by exercise of options (INR), if scheme is implemented directly by the company	---
11	Number of options vested during the Period	Nil
12	Outstanding as at the end of the Period	3,00,000
13	Exercisable at the end of the Period	3,00,000
14	Weighted average remaining contractual life (in years)	2.14
15	Weighted average fair value of options granted	62.27

GOVERNANCE

Report on Corporate Governance

A detailed Report on Corporate Governance in terms of Schedule V of the Listing Regulations for FY 2021-22, is forming part of this Annual Report.

Further, a Certificate from M/s. DM & Associates Company Secretaries LLP, the Practicing Company Secretary and Secretarial auditor of the Company confirming compliance of conditions of Corporate Governance as stipulated in Regulation 34 read with Schedule V to the Listing Regulations is annexed to the Report on Corporate Governance.

Vigil Mechanism/Whistle Blower Policy

Pursuant to the provisions of Section 177(9) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the Listing Regulations (as amended from time to time), the Company has framed Vigil Mechanism/Whistle Blower Policy ("Policy") to enable directors and employees to report genuine concerns or grievances, significant deviations from key management policies and reports of any non-compliance and wrong practices, e.g., unethical behavior, fraud, violation of law, inappropriate behavior /conduct etc.

The functioning of the Vigil Mechanism is reviewed by the Audit Committee from time to time. None of the Directors or employees have been denied access to the Audit Committee of the Board.

The objective of this mechanism is to maintain a redressal system which can process all complaints concerning questionable accounting practices, internal controls, or fraudulent reporting of financial information.

The Policy framed by the Company is in compliance with the requirements of the Act and Listing Regulations. The same is available on the website of the Company and can be accessed at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659519397_ITI%20Whistle%20Blower%20Policy.pdf

Prevention of Sexual Harassment of Women at Workplace

The Company has in place a Policy for Prevention, Prohibition and Redressal of Sexual Harassment at Workplace. Appropriate reporting mechanisms are in place for ensuring protection against Sexual Harassment and the right to work with dignity.

Further, the Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to redress complaints received regarding sexual harassment.

During the year under review, no complaints in relation to sexual harassment at workplace have been reported.

Risk Management

The Company realizes the importance of Risk Management framework and had taken early initiatives towards its implementation. The Company has also formulated group risk management policy and can be accessed at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659517830_ITI%20Risk%20Management%20Policy.pdf

A systematic approach has been adopted that originates with the identification of risk, categorization and assessment of identified risk, evaluating effectiveness of existing controls and building additional controls to mitigate risk and monitoring the residual risk through effective Key Risk Area's ("KRA"). The implementation is being carried out in phased manner with the objective to encompass the entire line of businesses.

Further, pursuant to Regulation 21 of the Listing Regulations, the Board of Directors have also constituted the Risk Management Committee of the Board, details of which are mentioned in the Corporate Governance Report. The composition of the Committee is in conformity with the Listing Regulations, as amended, with all members being Directors of the Company. The Risk Management Committee is, inter alia, authorized to monitor and review the risk assessment, mitigation and risk management plans for the Company from time to time and report the existence, adequacy and effectiveness of the above process to the Audit Committee/Board on a periodic basis.

In the opinion of Board, there are no elements of risks threatening the existence of the Company.

The details of composition of the Risk Management Committee and its terms of reference, is provided in Corporate Governance Report which forms part of this Annual Report.

Business Responsibility Report

In terms of Regulation 34(2)(f) of the Listing Regulations, as amended from time to time, top 1000 listed entities based on their market capitalization as on March 31, are required to prepare a Business Responsibility Report ("BRR") forming part of this Annual Report.

Accordingly, the Company has prepared the BRR describing the initiatives taken by the Board from an Environmental, Social and Governance perspective.

The said BRR is forming part of this Annual Report and is also uploaded on the website of the Company at <https://www.itiorg.com/>

Statutory Auditors

At the 28th annual general meeting held on 24th September, 2019, M/s Ramesh M. Sheth & Associates, Chartered Accountants, having Firm Registration Number 111883W were appointed as statutory auditors of the Company for the term of five years to hold the office from the conclusion of 28th Annual General Meeting held in the calendar year 2019 till the conclusion of 33rd Annual General Meeting to be held in the year 2024 subject to ratification of their appointment by members at every AGM, if so required under the Act. The requirement to place the matter relating to appointment of auditors for ratification by members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the ensuing AGM.

Statutory Auditors' Report

The Statutory Auditors' Report issued by M/s Ramesh M. Sheth & Associates, Chartered Accountants for the year under review does not contain any qualification, reservations or adverse remarks. The Notes to the Accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further clarifications under Section 134(3)(f) of the Act. Further, pursuant to Section 143(12) of the Act, the Statutory Auditors of the Company have not reported any instances of frauds committed in the Company by its officers or employees.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended from time to time), the Company had appointed M/s. DM & Associates Company Secretaries LLP, to undertake the Secretarial Audit of the Company for the FY 2021-22.

Secretarial Audit & Annual Secretarial Compliance Report

Pursuant to the provisions of Regulation 24A of the Listing Regulations, Annual Secretarial Compliance Report for the Financial Year ended March 31, 2022 was obtained from M/s. DM & Associates Company Secretaries LLP the Secretarial Auditor of the Company.

The Secretarial Audit Report and Annual Secretarial Compliance Report issued by the Secretarial Auditor has been annexed to this Board's Report as "Annexure IV".

The report issued by the secretarial auditor contains one observation in the Secretarial Audit Report.

The Management's Response to same is as follows:

The Company was categorized under top 1000 entities based on Market Capitalization and accordingly, the conditions w.r.t. top 1000 entities as envisaged under Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015 became applicable from April 01, 2020. The regulation stipulates that the Board shall comprise of not less than six directors.

Mr. George Heber Joseph Non Executive Director of the Company has resigned w.e.f. August 04, 2021. Consequent to which, the composition of the Board fell below 6 directors. In order to ensure compliance with all applicable laws and regulatory requirements, the company immediately took cognizance of the said vacancy and w.e.f. September 13, 2021 the Board of Directors by passing circular resolution appointed Mr. Asit Mehta as an Additional Non-Executive Director on Board, liable to retire by rotation who held office upto the ensuing AGM.

The Company being committed to the highest ethical standards and sound corporate governance practice have always ensured that there is optimum combination of the directors and to maintain the same it was decided to regularize the appointment of Mr. Asit Mehta in the ensuing AGM itself.

The Company duly received notice of the intention to move such resolution from members holding not less than one per cent of total voting power and accordingly the same was added in the notice as an item of business, however, the same was circulated to Members on September 14, 2021.

Secretarial Audit of Material Subsidiaries

In terms of Regulation 24A of Listing Regulations, the Secretarial Audit Report of material subsidiaries i.e Fortune Credit Capital Limited ("FCCL"), ITI Asset Management Limited ("IAML") and Antique Stock Broking Limited ("ASBL") for the FY 2021-22 are made available at website of the Company at www.itiorg.com.

Maintenance of Cost Records & Cost Audit

The provisions related to maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act are not applicable.

Directors' Responsibility Statement

Pursuant to the provisions of Section 134(5) of the Act in relation to the Audited Financial Statements of the Company for the year ended March 31, 2022, the Board of Directors confirm that, to the best of its knowledge and belief:

1. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
2. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2022 and of the profit of the Company for that period;
3. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. the Directors have prepared the annual accounts on a going concern basis;
5. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively;
6. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Corporate Social Responsibility

The provisions relating to the Corporate Social Responsibility are not applicable to the Company

Compliance with Secretarial Standard

The Company has followed the applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively.

Significant and Material Orders Passed By the Regulators or Courts

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals that would impact the going concern status of the Company and its future operations.

Other Disclosures

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Manager of the Company does not received any remuneration or commission from any of its subsidiaries.
- There are no proceedings, either filed by the Company or filed against the Company, pending under the Insolvency and Bankruptcy Code, 2016 as amended, before National Company Law Tribunal or other courts during the year 2022.
- There was no instance of one-time settlement with any Bank or Financial Institution.

Acknowledgement

The Directors express their sincere gratitude to the Reserve Bank of India, Securities and Exchange Board of India, BSE Limited, National Stock Exchange of India Limited, Ministry of Finance, Ministry of Corporate Affairs, Regional Directors, Registrar of Companies, other government and regulatory authorities, lenders, financial institutions and the Company's Bankers for the ongoing support extended by them. The Directors also place on record their sincere appreciation for the continued support extended by the Company's stakeholders and trust reposed by them in your Company. The Directors sincerely appreciate the commitment displayed by the employees of the Company and its subsidiaries across all levels, resulting in successful performance during the year under review.

For and on behalf of
The Investment Trust of India Limited

Chintan V. Valia
Non-Executive Chairman
(DIN: 05333936)

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Mumbai, August 11, 2022

The Investment Trust of India Limited

CIN: L65910MH1991PLC062067

Registered Office:

ITI House, 36 Dr. R K Shirodkar Marg, Parel, Mumbai 400 012

Telephone : +91 022 4027 3600 | Fax : +91 022 4027 3700

e mail : info@itiorg.com | website : www.itiorg.com

ANNEXURE I – CORPORATE POLICIES

We seek to promote and follow the highest level of ethical standards in all our business transactions guided by our value system. The Companies Act, 2013 and The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, mandates the formulation of certain policies for all listed companies.

The policies are available on the Company's website, at <https://www.itiorg.com/investor-inner.php?id=21>

The policies are reviewed periodically by the Board and updated as needed.

KEY POLICIES OF THE COMPANY

Name of the policy	Brief description	Web link
Whistleblower Policy (Policy on vigil mechanism)	The Company has adopted a whistleblower mechanism to report concerns about unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct and Ethics.	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659519397 ITI%20Whistle%20Blower%20Policy.pdf
Dividend Distribution Policy	The Company has adopted the Dividend Distribution Policy to determine the distribution of dividends in accordance with the provisions of applicable laws	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518194 ITI%20Dividend%20Distribution%20Policy.pdf
Code on Fair Disclosures and Investor Relations	The policy is aimed at providing clear guidelines and procedures for disclosing material information outside the Company in order to provide accurate and timely communications to our shareholders and the financial markets	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518080 ITI%20Insider%20Trading%20Prohibition%20Code.pdf
Policy for Determining Materiality for Disclosures	This policy applies to disclosures of material events affecting Company and its subsidiaries.	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659517861 ITI%20Policy%20on%20Determination%20of%20Materiality%20for%20Disclosures.pdf
Nomination and Remuneration Policy	This policy formulates the criteria for determining qualifications, competencies, positive attributes and independence for the appointment of a director (executive / non-executive) and also the criteria for determining the remuneration of the directors, KMP, senior management and other employees	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518050 ITI%20Nomination%20and%20Remuneration%20Policy.pdf
Policy on Material Subsidiaries	The policy is used to determine the material subsidiaries and material unlisted Indian subsidiaries of the Company and to provide the governance framework for them.	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518026 ITI%20Policy%20for%20Determining%20Material%20Subsidiary.pdf
Related Party Transactions Policy	The policy regulates all transactions between the Company and its related parties.	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659519378 ITI%20RPT%20Policy.pdf
Document Retention and Archival Policy	The policy deals with the retention and archival of corporate records of The Company and all its subsidiaries.	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659519338 ITI%20Policy%20on%20Preservation%20of%20Documents%20and%20Archival.pdf
Board Diversity Policy	The policy sets out the approach to diversity on the Board of the Company.	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659517882 ITI%20Policy%20on%20Board%20Diversity.pdf
Risk Management Policy	This Policy is to institutionalize a formal risk management function and framework in the company. This policy is drafted in accordance with the guidelines provided under the Charter of the Risk Management Committee of the Board of Directors, and pursuant to Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659517830 ITI%20Risk%20Management%20Policy.pdf

Name of the policy	Brief description	Web link
Code of Conduct for the Board of Directors and senior employees	This Code of Conduct has been framed and adopted by the Company in compliance with Regulation 17(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and The Companies Act, 2013.	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518239_ITI%20Code%20of%20Conduct%20Board%20Members%20and%20Senior%20Management.pdf
Succession Planning for the Board and Senior Management	The succession planning is a process of ascertaining the need for filling positions at the Board, senior management and other key positions. It involves identification for the said roles, assessment of their potential and developing next generation of leaders as potential successors for key leadership roles in an organization.	https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659519359_ITI%20Policy%20on%20Succession%20Planning%20for%20the%20Board%20and%20Senior%20Management.pdf

For and on behalf of
The Investment Trust of India Limited

Chintan V. Valia
Non-Executive Chairman
(DIN: 05333936)

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Date:- 11th August, 2022
Place:- Mumbai

ANNEXURE II - FORM AOC 1

(Pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statements of Subsidiaries and associates as on 31st March, 2022

PART "A": SUBSIDIARIES

Sr. No.	(1)	(2)	(3)	(4)
Name of the subsidiary	ITI Securities Broking Limited	Fortune Credit Capital Limited	ITI Asset Management Limited#	Fortune Management Advisors Limited
Reporting period of subsidiary	31/03/2022	31/03/2022	31/03/2022	31/03/2022
Reporting currency	INR	INR	INR	INR
(Amount ₹ in lakhs)				
Share capital				
• Equity	1,665.00	5,000.00	152.00	200.00
• Preference	140.00	600.30	---	---
Reserves & Surplus	3,275.88	18,707.18	5,627.15	477.48
Total Assets	22,868.78	32,405.95	6,652.48	679.00
Total Liabilities	17,787.90	8,098.47	873.33	1.52
Investments	560.00	8,367.32	816.25	600.00
Turnover / Total income	2,820.37	3,326.60	1,057.04	186.26
Profit before tax	623.18	(2,570.81)	(3,303.74)	184.38
Provision for tax	93.92	(452.80)	1.85	5.00
Profit after tax	529.26	(2,118.01)	(3,305.59)	179.38
Proposed dividend	---	---	---	---
% of equity holding	100.00	100.00	100.00	100.00

Sr. No.	(5)	(6)	(7)	(8)
Name of the subsidiary	Antique Stock Broking Limited	ITI Capital Limited	Distress Asset Specialist Limited	United Petro Finance Limited##
Reporting period of subsidiary	31/03/2022	31/03/2022	31/03/2022	31/03/2022
Reporting currency	INR	INR	INR	INR
(Amount ₹ in lakhs)				
Share capital				
• Equity	3,500.00	699.18	10.00	5,460.00
• Preference	---	---	---	---
Reserves & Surplus	10,041.32	729.77	(138.07)	(3,886.29)
Total Assets	33,686.55	1,503.47	427.03	8,690.72
Total Liabilities	20,145.23	74.52	555.10	7,117.01
Investments	5,674.13	173.18	---	---
Turnover/Total income	11,852.46	612.50	402.69	1,153.77
Profit before tax	4,416.21	222.86	262.28	18.99
Provision for tax	1,125.82	(47.06)	1.33	(11.54)
Profit after tax	3,290.39	269.92	260.95	30.53
Proposed dividend	---	---	---	---
% of equity holding	100.00	100.00	100.00	97.81

ITI holds 100% along with its subsidiaries Fortune Credit Capital Limited (65.60), Antique Stock Broking Limited (9.60) and Fortune Management Advisors Limited (4.80).

ITI holds 97.81% along with its subsidiary Fortune Credit Capital Limited (35.90)

Sr. No.	(9)	(10)	(11)	(12)	(13)
Name of the subsidiary	ITI Gilts Limited	ITI Mutual Fund Trustee Private Limited	ITI Nirman Limited	IRC Credit Management Services Limited	ITI Alternate Funds Management Limited
Reporting period of subsidiary	31/03/2022	31/03/2022	31/03/2022	31/03/2022	31/03/2022
Reporting currency	INR	INR	INR	INR	INR
(Amount ₹ in lakhs)					
Share capital					
• Equity	1,500.00	50.00	5.00	1.00	550.00
• Preference	---	---	---	---	---
Reserves & Surplus	1,288.11	(26.95)	(6.56)	(18.28)	13.70
Total Assets	2,871.63	24.85	1.20	74.93	579.15
Total Liabilities	83.52	1.80	2.76	92.21	15.45
Investments	---	---	---	---	---
Turnover / Total income	623.43	28.53	0.25	103.77	132.76
Profit before tax	20.02	6.22	(1.97)	(53.87)	36.06
Provision for tax	5.09	(8.52)	---	(0.99)	6.14
Profit after tax	14.93	14.74	(1.97)	(52.88)	29.92
Proposed dividend	---	---	---	---	---
% of equity holding	100.00	100.00	100.00	100.00	100.00

Sr. No.	(14)
Name of subsidiary	ITI Growth Opportunities LLP
Reporting period of subsidiary	31/03/2022
Reporting currency	INR
(Amount ₹ in lakhs)	
Partners Capital Account	1.00
Partners Current Account	24.69
Total Assets	108.06
Total Liabilities	82.37
Investments	---
Turnover / Total income	84.16
Profit before tax	4.23
Provision for tax	2.21
Profit after tax	2.02

Notes:

- Names of subsidiaries which are yet to commence operations :- Nil
- Names of subsidiaries which have been liquidated or sold during the year. :- Nil

Step down subsidiaries:

Sr. No.	(1)	(2)	(3)
Name of the Step down subsidiaries	Intime Multi Commodity Company Limited	Neue Allianz Corporate Services Private Limited	Antique Stock Broking (IFSC) Limited
Reporting period of Step down subsidiary	31/03/2022	31/03/2022	31/03/2022
(Amount ₹ in lakhs)			
Share Capital	417.70	30.00	200.00
Reserves & Surplus	67.48	7.87	25.01
Total Assets	613.15	24.23	76.30
Total Liabilities	127.97	2.10	1.32
Investments	---	24.23	---

Sr. No.	(1)	(2)	(3)
Name of the Step down subsidiaries	Intime Multi Commodity Company Limited	Neue Allianz Corporate Services Private Limited	Antique Stock Broking (IFSC) Limited
Turnover / Total income	42.42	5.12	---
Profit before tax	(32.36)	4.88	(6.69)
Provision for tax	---	---	---
Profit after tax	(32.36)	4.88	(6.69)
Proposed dividend	---	---	---
% of equity holding	NA	NA	NA

PART "B": ASSOCIATE:

Sr. No.	(1)
Name of the Associate	Fortune Integrated Assets Finance Limited
Latest audited Balance Sheet date	31/03/2022
Shares of the associate held by the Company on the year end	
• No. of equity shares held	48,29,545
• Amount of investment in associate (₹ in lakhs)	4,765.62
Extent of holding in percentage	25.00
Description as to how there is significant influence	The Company is holding more than 20% in associate
Reason why the associate is not consolidated	Not required
	(₹ in lakhs)
Net worth attributable to shareholding as per latest audited balance sheet date	25,141
Profit / (Loss) after tax for the year	
Considered in consolidation	383
Not considered in consolidation	1,191

Notes:-

- Names of associates which are yet to commence operations : Not applicable
- Names of associates which have been liquidated or sold during the year : Not applicable

For and on behalf of

THE INVESTMENT TRUST OF INDIA LIMITED
Chintan V. Valia
Non-Executive Chairman
(DIN: 05333936)

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Subbiah Manickam
Chief Financial Officer

Satish Bhanushali
Company Secretary

Date:- 11th August,2022
Place:- Mumbai

ANNEXURE III - FORM AOC 2

[Pursuant to clause (h) of sub-section (3) of section 134 read with Rule 8 (2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts / arrangements entered in to by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis : Nil
2. Details of material contracts or arrangements or transactions at arm's length :

During the financial year April 2021 to March 2022 the Company has entered in to transactions with related parties. All such transactions are on arm's length basis and in the ordinary course of business. With respect to the investments and/or disinvestments made by the Company which are not in ordinary course of business but on arm's length basis and of strategic nature. The Board has obtained omnibus approval from the audit committee in their meeting held 06th February, 2021 for the related party transactions entered in to by the Company in the ordinary course of business. All transactions with related parties are as per Company's policy on related party transactions.

The Company has in its place the policy/process to ensure the compliance of applicable provisions of the Companies Act, 2013 and rules made there under relating to related party transactions.

Name of the related parties and nature of relationship	Nature of contracts or arrangements or transactions	Duration of contracts or arrangements or transactions	Amount (₹ In lakhs)	Date of approval by the Board	Amount paid as advances (₹ In lakhs)
Wholly Owned Subsidiaries					
ITI Securities Broking Limited	Rent charged	Annual	49.23	06/02/2021	Nil
Fortune Credit Capital Limited	Loan taken	Continuous basis	3,812.06	06/02/2021	Nil
	Loan repaid	Continuous basis	1,855.83	06/02/2021	Nil
	Interest paid	Annual	42.90	06/02/2021	Nil
	Rent charged	Annual	73.32	06/02/2021	Nil
Distress Asset Specialist Limited	Interest charged	Annual	60.70	06/02/2021	Nil
	Loan given	Continuous basis	80.00	06/02/2021	Nil
ITI Gilts Limited	Rent charged	Annual	7.52	06/02/2021	Nil
ITI Mutual Fund Trustee Private Limited	Rent charged	Annual	1.16	06/02/2021	Nil
Fortune Management Advisors Limited	Interest paid	Annual	5.06	06/02/2021	Nil
	Loan repaid	Continuous basis	57.00	06/02/2021	Nil
ITI Alternate Funds Management Limited	Interest paid	Annual	60.05	06/02/2021	Nil
	Rent charged	Annual	3.36	06/02/2021	
	Loan taken	Continuous basis	28.00	06/02/2021	Nil
Subsidiaries					
ITI Asset Management Limited	Rent charged	Annual	85.22	06/02/2021	Nil
United Petro Finance Limited	Interest charged	Annual	364.68	06/02/2021	Nil
	Rent charged	Annual	0.84	06/02/2021	Nil
	Redemption of debentures	One time	4,500.00	06/02/2021	Nil
Associate					
Fortune Integrated Assets Finance Limited	Assignment collection received	Continuous basis	31.46	06/02/2021	Nil

Name of the related parties and nature of relationship	Nature of contracts or arrangements or transactions	Duration of contracts or arrangements or transactions	Salient terms of contracts or arrangements or transactions including the value (₹ In lakhs)	Date of approval by the Board	Amount paid as advances
Key Managerial personnel					
Rajesh Kumar Acha	Remuneration	Annual	72.78	06/02/2021	Nil
S. G. Muthu Kummar	Remuneration	Annual	20.19	06/02/2021	Nil
Haroon Mansuri	Remuneration	Annual	16.71	06/02/2021	Nil

For and on behalf of
The Investment Trust of India Limited

Chintan V. Valia

Non-Executive Chairman
(DIN: 05333936)

Khyati C. Valia

Non-Executive Director
(DIN: 03445571)

Date:- 11th August, 2022

Place:- Mumbai

ANNEXURE IV - FORM NO. MR-3

FORM NO. MR-3

Secretarial Audit Report

[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]

For the Financial Year Ended March 31, 2022

To,
The Members,
The Investment Trust of India Limited
ITI House 36 Dr. R. K. Shirodkar Marg Parel
Mumbai 400012

Dear Members,

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

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

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

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;
4. The provisions of 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; **(Not applicable during the Audit period)**
5. 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 SEBI (Prohibition of Insider Trading) Regulations, 2015;
 - c. 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;
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
6. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI') **were not applicable** to the Company under the financial year under report:-
 - a. The Securities and Exchange Board of India (Issue of Capital and Disclosure requirements) Regulations, 2018;
 - b. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - c. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
 - d. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.

We have relied on the representations made by the Company and its Officers for systems and mechanisms formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. There are no major head / groups of Acts, Laws and Regulations as specifically applicable to the Company except for general laws.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Limited and The National Stock Exchange of India Limited pursuant to SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except for the addition of item in the notice of the 30th Annual General Meeting which wasn't in line with clause 1.2.9 of the Secretarial Standard-2.

We further report that

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

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

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

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.

For **DM & Associates Company Secretaries LLP**

Company Secretaries
ICSI Unique Code L2017MH003500

Tribhuwneshwar Kaushik

Partner
FCS NO 10607
C P NO 16207
UDIN: F010607D000365148

Place: Mumbai

Date: 23rd May, 2022

Note: This report is to be read with our letter of even date that is annexed as Annexure - I and forms an integral part of this report.

ANNEXURE – I

To
The Members,
The Investment Trust of India Limited
ITI House 36 Dr. R. K. Shirodkar Marg Parel
Mumbai 400012

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

1. Maintenance of secretarial records is the responsibility of 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 processes 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 processes 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 applicable laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures 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 **DM & Associates Company Secretaries LLP**

Company Secretaries
ICSI Unique Code L2017MH003500

Tribhuwneshwar Kaushik

Partner
FCS NO 10607
C P NO 16207
UDIN: F010607D000365148

Place: Mumbai

Date: 23rd May, 2022

ANNUAL COMPLIANCE REPORT

Pursuant to Regulation 24A of SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015

Secretarial Compliance report of THE INVESTMENT TRUST OF INDIA LIMITED for the year ended MARCH 31, 2022.

We have examined:

- all the documents and records made available to us and explanation provided by THE INVESTMENT TRUST OF INDIA LIMITED ("the listed entity")
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- other documents/ filings, as may be relevant, which has been relied upon to make this certification,

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

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

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

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – Not Applicable during the year under review;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – Not Applicable during the year under review;
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 – Not Applicable during the year under review;
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 – Not Applicable during the year under review;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

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

- The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ Circulars/ Guidelines including specific clause)	Deviations	Observations/ Remarks of the Practising Company Secretary
None			

- The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from our examination of those records;
- There was no instances of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder;
- The listed entity has complied with the observations made in the previous reports.

For **DM & Associates Company Secretaries LLP**
Company Secretaries

Tribhawneshwar Kaushik
Partner
FCS NO. 10607
C P NO. 16207
UDIN: F010607D000365126

Place : Mumbai
Date : 23rd May, 2022

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

India saw a robust recovery in later part of FY2021 following the breakout of Covid pandemic in the first half. We were on the path of economic recovery but the 2nd wave played spoilsport. India stepped into FY2022 with rising number of Covid cases and lockdown due to 2nd wave of the pandemic. The government announced measures to support sectors hit hard by the pandemic, including new credit guarantee schemes for healthcare, tourism and small borrowers, besides a ₹ 23,220 crores plan to strengthen the country's medical infrastructure. RBI, on its part, allowed lenders to carry out a fresh round of restructuring of loan accounts under "Resolution Framework 2.0" which provided a sigh of relief and much needed cushion to declining asset quality. The effect of 3rd Covid wave, which started in January 2022, had limited impact on health, thanks to government's successful vaccination drive, which in turn had limited negative effect on economy. During the year, RBI had decided to keep repo rate and reverse repo rate unchanged at 4% and 3.35% respectively which were last revised in May 2020 to support economic growth and recovery. On the global front, the year witnessed Taliban's swift return to power in Afghanistan after nearly two decades following the withdrawal of troops by United States. But the major event that impacted the stability of the global order was the Russia-Ukraine war. Russia being one of the largest exporters of crude oil globally and major global economies putting sanctions on Russia had led to oil prices shooting up and spread supply shock waves. The war gave rise to increase in prices of various food items and fuel which led to India's retail inflation rising 16 months high to 6.95% in the month of March 2022.

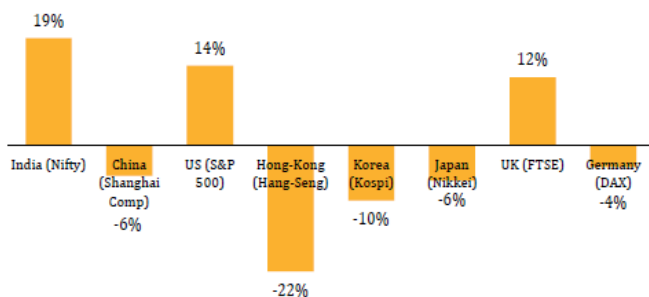
International Monetary Fund initially projected a 9% growth rate for India in FY2023 but it later revised its estimate to 8.2%, citing the negative impact of higher commodity prices led by the Ukraine war on domestic consumption and private investment. Despite downward revision in estimates, India will still retain its tag as the fastest growing major global economy. Global economy growth is expected to moderate from 6.1% in 2021 to 3.6% in 2022 and 2023. RBI had slashed its growth projections for FY2023 from 7.8% to 7.2%. IMF put the forecast for FY2024 GDP growth for India at 6.9% from earlier estimates of 7.1%. India is increasingly becoming an attractive destination for foreign investors given the low corporate tax rate, skilled population, relatively low wages and a large domestic market. Thus, going forward, India is expected to see relatively stronger growth.

EQUITY MARKETS-

Markets continued to have a bullish run since the beginning of FY2022. The 2nd wave of Covid did not have any substantial impact on the market run and the Sensex breached the 60,000 mark for the 1st time. Both Sensex and Nifty closed at an all-time high of 61,766 and 18,477 respectively in the month of October 2021. However, owing to tensions arising due to Russia Ukraine conflict, market witnessed a fall and Sensex went below 53,000. Subsequently, Sensex and Nifty regained most of the losses and closed at 58,569 and 17,465 levels respectively in March 2022. Indian stock markets outperformed most of the global peers and ended the financial year with the second best return in seven years.

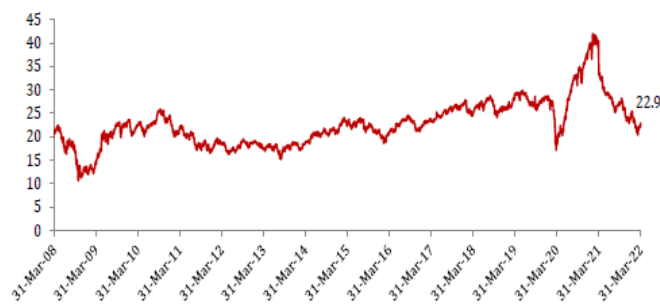
After witnessing highest ever FII inflows in FY2021, India recorded highest ever FII outflows of ₹ 1.4 lakh crores in FY2022, after 5 consecutive year of inflows. March 2022 recorded FY2022 highest monthly outflows of ₹ 41,123 crores. Domestic investments, however, have offset the FII selling pressure. DIIs recorded highest ever inflows of ₹ 2.2 lakh crores.

Benchmark Indices Performance in FY2022



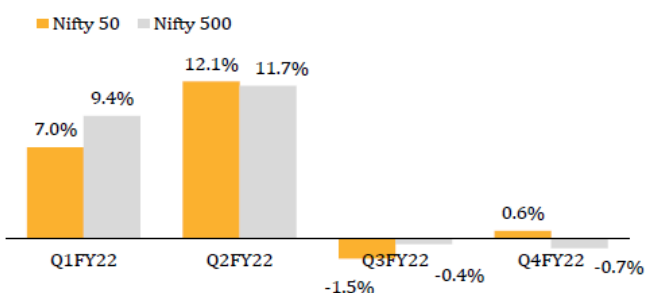
Source : Bloomberg

Historical P/E (x) Ratios of Nifty 50



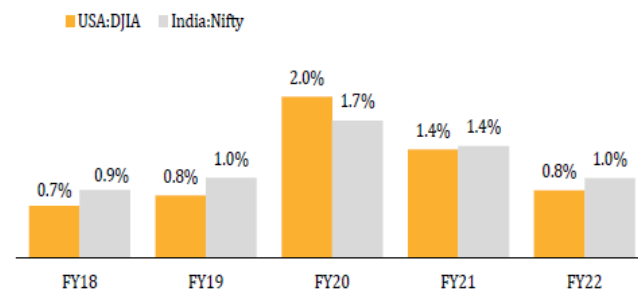
Source : NSE

Quarter-wise Returns of NSE Indices



Source : NSE

Volatility (Standard Deviation) of Benchmark Indices



Source : Bloomberg

BUSINESS STREAMS AND OUTLOOK:

The Company is engaged in advisory services and trading activities besides holding investment in subsidiaries. The Group business consists of equity and commodity broking, mutual fund, financial services, lending business, investment banking and third party distribution activities which are carried out by separate subsidiaries of the Company.

The details of the diversified business carried out by the subsidiaries and associate Company ("ITI Group") of the company is as follows, in each of the businesses, ITI Group offers unique value proposition to its customers and creates its niche in each of the business segment and commands premium position over peers.

Sr. No.	Name of the Company	Activities
Wholly Owned Subsidiaries :		
1	ITI Securities Broking Limited	Securities Broking and DP (CDSL)
2	Fortune Credit Capital Limited	NBFC:- MSME and SME loans
3	Fortune Management Advisors Limited	Advisory Services
4	Antique Stock Broking Limited	Securities Broking and DP (CDSL)
5	ITI Capital Limited	Category I Merchant Banker
6	Distress Asset Specialist Limited	Debt Recovery Agent
7	ITI Mutual Fund Trustee Private Limited	Trustee Company
8	IRC Credit Management Services Limited	Global Receivable Management Services
9	ITI Nirman Limited	Real Estate
10	ITI Gilts Limited	Debt market
11	ITI Alternate Funds Management Limited	Portfolio Management Services
Subsidiaries :		
1	ITI Asset Management Limited	Asset Management Company
2	United Petro Finance Limited	NBFC – Loans to MSME & Gold loans
3	ITI Growth Opportunity LLP	Investor Manager of ITI Alternate Fund Manager
Step-down Subsidiaries :		
1	Intime Multi Commodity Company Limited	Commodity Broking
2	Neue Allianz Corporate Services Private Limited	Corporate Services
3	Antique Stock Broking (IFSC) Limited	Securities Broking
Associate :		
1	Fortune Integrated Assets Finance Limited	NBFC - Vehicle finance
Subsidiaries of the Associate (Fortune Integrated Assets Finance Limited)		
1	Toplink Advisors LLP – subsidiary of Wind Construction Limited	Advisory Services
2	Ventana Power Generation LLP – subsidiary of Toplink Advisors LLP	Power generation

Financial Services Industry

The year 2021 tested the resiliency of the world's economy and enterprises, with organisations slowly recovering from the effects of the pandemic. The banking and financial services industry faced a number of difficulties during the course of the year. The pandemic did, however, drive the industry to reevaluate its technology plans and boost digital/branchless banking, rethink the meaning of financial inclusion, provide enhanced services to its consumers, and redefine customer relationships.

The true potential of the industry has been unlocked by digital transformation. Today, every Indian possesses a smartphone and can digitally apply for a loan, complete e-KYC, open a bank account, order food and other necessities, and more. Total digital payment transactions increased from 3,134 billion in FY 2019 to 5,554 billion in FY 2021. As of February 28, 2022, there have been 7,422 billion digital transactions in FY 2022. Current segments of the Indian financial sector include commercial banks, modern fintech startups, non-banking financial firms (NBFCs), co-ops, pension funds, mutual funds, small and medium financial entities, and newly founded payment banks. These diverse financial services offer solutions to a wide variety of customers based on their needs and access. Customers may be individuals, public entities, or businesses. According to Knight Frank's Wealth Report 2022, India's large and expanding customer base contributes to wealth creation. In India, the number of UHNWIs (Ultra High-Net-Worth Individuals) with wealth over US\$ 1 million in 2021 was 7.97 lakh, while the number with wealth over US\$ 30 million was 0.14 lakh. By 2026, the number of UHNWIs with wealth over US\$ 1 million in assets and over US\$ 30 million in assets has been projected to reach 14 lakh and 0.19 lakh, respectively.

Bank credit increased at a CAGR of 0.29% over FY 2016 and FY 2021. The total amount of credit extended by banks grew substantially to \$1,487.60 billion in FY 2021 and \$1,559.81 billion in FY 2022. Comparing March 2022 to March 2021, credit to agricultural and allied activities climbed by 9.9%, compared to a rise of 10.5% the year prior. As of March 2022, overall bank credit has increased to 123 lakh crore from 113 lakh crore in March 2021. In March 2022, credit growth to industry grew to 7.1%, compared to a decrease of 0.4% in March 2021. Credit growth to micro

and small industries accelerated to 21.5% from 3.9% and credit to large industries recorded a marginal growth of 0.9% against a contraction of 2.5% during the same period of March last year. Credit growth to the services sector accelerated to 8.9% in March 2022 from 3.0% a year earlier, primarily due to a strong improvement in loan growth to NBFCs and robust credit uptake in 'trade' and 'transport operators'. In March 2022, the amount of credit given to medium-sized firms climbed by 71.4% compared to the previous year's figure of 34.5%. The credit extended to large businesses increased by 0.9% compared to a fall of 2.5% the previous year. In fiscal year 2021-22, total bank deposits increased by 10%, compared to 10.3% in fiscal year 2020-21. Personal loans segment continued to expand at a robust rate and grew by 12.4% in March 2022 from 10.7% in March 2021.

According to a recent report by SBI Ecowrap, Credit growth in India rose by 9.6% YoY to ₹ 10.5 lakh crore in FY 2022. This was led by sharp acceleration in retail loans followed by credit in MSMEs and infrastructure, the report added. Going ahead, in FY 2023, credit growth has been expected to remain positive; however, the current inflation trends followed by rate hikes could dampen the credit demand. In terms of segments, credit growth jumped in MSMEs and Infrastructure sector to ₹ 2.3 lakh crore while for the housing and NBFC sector credit growth was close to ₹ 2 lakh crore. Retail loans expanded by a sharp ₹ 3.7 lakh crore, driven by a surge in personal loans apart from housing credit and credit to agriculture was at ₹ 1.3 lakh crore.

The proportion of gross non-performing assets (NPAs) recovered by public sector banks (PSBs) throughout the financial year has increased from 11.33% in FY 2018 to 13.52% in FY2019 to 14.69% in FY 2020 and despite disturbances related to Covid-19, it sustained at 12.28% in FY 2021. As per Crisil report, Gross nonperforming assets (NPAs) of banks would increase to 8-9% in FY 2022, well below the peak of 11.2% at the FY 2018.

Source: RBI

NBFC INDUSTRY

The Non-Banking Financial Companies (NBFCs) constitute a significant host of institutions that offer almost all banking services except for issuing self-drawn checks and demand drafts. As financial intermediaries, they are able to solicit funds from the public, whether directly or indirectly, and execute loans to parties having repayment capacity. This segment to which NBFCs provide services includes wholesale/retail merchants, small and medium-sized businesses, and sole proprietors. NBFCs are considered as an extension of banks, frequently offering financial help with a customer-centric focus. The pandemic has tested the resilience of NBFCs, but so far, the sector has emerged stronger with reasonable balance sheet growth, increased credit intermediation, higher capital, lower delinquency ratio and enlarged liquidity cushions. After the pandemic, initiatives such as a moratorium and asset categorization pause improved financial conditions and provided NBFCs time to weather the shock and channel loans to productive sectors to recover growth. Many NBFCs use strong credit risk assessment frameworks to assure credit quality. The Reserve Bank of India (RBI) has introduced scale-based regulation to enhance the regulatory oversight over the sector effective October 2022. To further strengthen the supervisory tools applicable to NBFCs, the Reserve Bank issued Prompt Corrective Action Framework for NBFCs effective October 2022. The PCA Framework's purpose is to allow Supervisory intervention at the appropriate time and to require the Supervised Entity to initiate and implement corrective measures in a timely manner in order to restore its financial health. This recent amendment of the Factoring Regulation Act can incentivise all NBFCs to boost the MSME sector. Many NBFCs have used the pandemic to reinvent their business models, realising the power of data analytics and big data in business applications. In this regard, many have tied up with FinTech firms to leverage on technological innovations. The recent action has been taken by the RBI to supersede the boards of NBFCs that have failed to repay their debts. This action demonstrates the vigilance with which RBI monitors the sector in order to safeguard the interests of stakeholders and prevent negative consequences on the financial system. As per RBI report NBFC's credit growth grew from 7.2% YoY in FY 2020 to 9.7% in FY 2021. Moreover, NBFCs credit to GDP ratio also improved from 50.6% in FY 2020 to 54.8% in FY 2021.

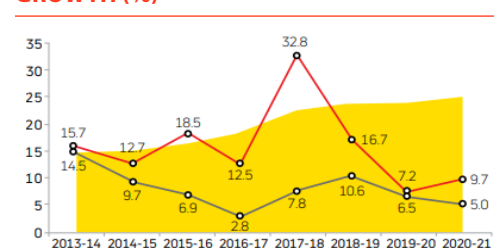
NBFC balance sheet growth remained healthy in FY 2022 (up to September) due to increased investments. NBFCs' income growth slowed as both NBFCs-ND-SI (Systemically important non-deposit taking non-banking financial company) and NBFCs-D (NBFCs accepting public deposit) reported decreased incomes in FY 2021. The sector has used technology to rationalise spending and mitigate pandemic concerns. Net profits of NBFCs-ND-SI improved after the first wave of COVID-19, and their cost-to-income ratios declined. NBFCs-D saw a moderation in income due to minor growth in fund-based income. Increasing interest payments, cost-to-income ratio, and other expenses led to a drop in profitability. Net profits of NBFCs during H1FY 2022 fell due to lower fund-based income.

The NBFC sector has been anticipated to stay healthy due to the accelerated rate of immunizations and the broader economic recovery. The financial system has been transitioning from a realm dominated by banks to one in which non-bank intermediaries are gaining significance. The sector's developments in FY 2022 indicate even higher potential in the years to come.

OUTLOOK

Strong development potential exist for NBFC-IFCs as demand for infrastructure loans is anticipated to increase in tandem with the government's determination to revitalise economic growth by focusing on the infrastructure and rural sector. In the first nine months of FY 2022, both non-banking financing firms (NBFCs) and banks experienced moderate annualised growth in infrastructure-focused loan books, according to ratings agency ICRA Ltd. It further anticipates that the asset under management (AUM) of non-banking financial companies (retail) would increase by 5% to 7% in FY 2022 and by 8% to 10% in FY 2023. Personal credit, microfinance, and gold loans are projected to be the key growth drivers within the NBFC-retail market, as other traditional asset segments, such as car finance and commercial credit, continue to face challenges due to supply shortages and asset quality concerns. While disbursement and AUM trends returned in Q2 and Q3 of FY 2022, the trend has been projected to continue in Q4 of FY 2022, as the third pandemic wave had little influence. In line with the trend observed over the past two years, the sector's liquidity has remained adequate, with most businesses retaining a three-month repayment buffer. ICRA further anticipates that the NBFC and HFC return on managed assets (RoMA) would approach the COVID-19 levels of 2.7% to 2.9% and 1.8% to 2% in FY 2023.

NBFC'S CREDIT TO SCB'S CREDIT RATIO AND GROWTH (%)



Source: RBI Publication dated 28 December 2021

India's Ratings and Research (Ind-Ra) anticipates an increase in systemic interest rates and asset quality difficulties in certain areas due to the lagging impact of the pandemic, which would have a negative influence on the operating performance of NBFCs. The secured asset business for NBFCs may experience resurgence in FY 2023, with loan growth of 14%, compared to 7-8% in FY 2022. In the meantime, it was stated that NBFCs would need to reassess their funding options in light of imminent interest rate hikes. Even if the headline asset quality numbers may appear to be excessive, it has been anticipated that credit costs would normalise in FY 2023

GOLD LOAN INDUSTRY

In the past few years, banks have become key players in the gold lending industry. During the same time period, the growth rate of new gold loans at banks has been higher than that of non-bank lenders. The assets under management (AUM) for gold loan industry has been organised, or serviced by banks, NBFCs, and cooperatives. However, the major share of gold loan stays with moneylenders and the informal sector. About just a third of India's US\$ 128 billion is under the organised sector.

Although private sector banks enjoy a cheaper cost of capital, structural restrictions such as restricted geographic distribution (gold loan enabled branches), gold assessment capabilities, and regulatory constraints make it difficult for them to compete with NBFCs.

Over the past two decades, NBFCs specialising in gold loans have developed extensive distribution networks and achieved great scale by offering consumers speed and convenience. NBFCs accounted for 26% of the industry and continue to expand at 1.5 times the market average in FY 2021. Gold Loan NBFCs showed AUM growth of 20.8% YoY as compared to 82% YoY growth in gold jewellery loans experienced by banks during FY 2021; such high outperformance by banks can be primarily attributable to relaxation in LTV limits for banks until March 2021 and increased attention on this sector by banks.

NBFCs experienced a decrease in revenue during the first quarter, which was caused by the implementation of lockdown procedures in response to the Covid-19 pandemic's new variants outbreak. However, demand for gold loans from micro enterprises and individuals – to fund working capital and personal requirements, respectively – has increased with the pick-up in economic activity and the onset of the festive season, which coincides with the easing of lockdown restrictions by several states. During FY2022, the assets managed by NBFCs, whose primary business is to issue loans against gold, is expected increase by 18%-20% to a total of ₹ 1.3 lakh crore, according to the CRISIL report.

Competitive Strategies of Specialised Gold Loan NBFCs: Banks have access to a substantial amount of low-cost funds, which keeps their cost of funds low. As a result, banks are able to offer gold loans at a cheaper rate of interest than NBFCs, which raises capital from a variety of different sources at a greater cost. Nevertheless, specialised gold loan NBFCs has implemented effective competitive strategies. Despite the higher interest rates that NBFCs demand on their products, customers have continued to patronise specialised gold loan NBFCs due to their competitive strategies as mentioned below.

1. **Turnaround time:** The turnaround time for NBFCs has been significantly faster than that of banks. This has been due to the smaller loan ticket size, the borrower's desire to obtain the loan amount as quickly as possible, and the availability of workers who are well-trained and experienced in the evaluation and valuation of the gold collateral being pledged.
2. **Convenience and geographic reach:** NBFCs have a broader geographic reach, particularly in the south, with extensive coverage in non-metro, semi-urban, and rural areas. Borrowers interested in gold loans are more likely to choose a specialised NBFC over a bank if the location has been convenient and reduces the risk of travelling with precious assets.
3. **Localised familiarity:** In NBFC branches, personnel transfers are less common than in banks, ensuring that staff remain in place for a longer period of time and become familiar with the local clientele. Typically, the personnel are locals who can talk with the borrowers in their native tongue, ensuring familiarity and comfort, especially when comprehending the financial terms and conditions.
4. **Availability:** Since gold loans are only a small portion of a bank's overall portfolio, they do not have full-time workers specialising in appraising and advancing gold loans. Since the appraisal has been performed by a professional appraiser, loans can only be advanced when he has been available. On the other hand, specialised NBFCs use a large number of qualified and specialised personnel to evaluate collateral and release loans rapidly. In addition, the business hours of gold loan NBFCs are longer than those of banks. Therefore, a customer can more readily obtain a gold loan from NBFCs.
5. **Greater use of technology:** Gold-loan NBFCs utilise technology in a more extensive manner. Technology-based solutions for gold loan distribution, such as Online Gold Loan and Doorstep gold loan, consist of online/mobile based customer acquisition, which has been entirely "branch free" and assaying gold at the borrower's home, which provides a discrete and convenient way to borrow. These NBFCs have expanded their online gold loan business in recent years. The customer only needs to visit the branch once for these operations, to deposit the gold. After that, all transactions, including loan repayment and renewal, can be completed online. Gold financiers also permit consumers to retain their gold in the financier's lockers after the loans have been repaid, with the option to borrow against the jewellery through the online manner at a later date.

OUTLOOK

On the demand side, a growing number of individuals, households, and enterprises in India are anticipated to apply for gold loans during a period of tighter credit and higher gold prices, as well as increased financial stress caused by income loss due to moderation in economic activity. Moreover, if credit standards for other financial instruments tighten, they may continue to borrow repeatedly (re-pledging their gold collateral to draw further new loans). On the supply side, banks intend to aggressively expand their gold loan assets by modernising their existing digital lending infrastructure to improve turnaround time.

It is expected that the global and domestic economy to enter a gradual recovery, supported by widespread COVID-19 vaccine regimes and the restoration of global and local economic activity, despite a gradual correction in gold prices as the credit environment improves and the financial health of households and small businesses improves. Thus, borrowers' motivation for utilising gold loans would shift from quickly resolving financial distress to the usual motivation of achieving financial goals or satisfying reasonable demands such as health, education, and marriage etc.

Gold loans possess high asset quality. The performance of NBFCs continues to improve, as seen by a small rise in GS3 (gold standard 3) levels in the first nine months of FY 2022. The gold standard is a monetary system in which the value of a currency is connected to the price of gold. The credit rating agency, "CARE" projects that the GS3 levels will reach 1.8% as of March 31, 2022, an increase from the 1.4% level as of March 31, 2021. On the other hand, it is anticipated that the cost of credit would not change. It also forecasts that the assets under management (AUM) of gold loan NBFCs would experience growth of 6% during FY 2022, and 11.4% during the FY 2023, as a result of the industry's continued emphasis on expansion. CARE's growth predictions are exposed to an upside risk due to the sustained surge in gold prices. The major growth drivers aiding in the growth of gold loan industry are as follows:

KEY GROWTH DRIVERS

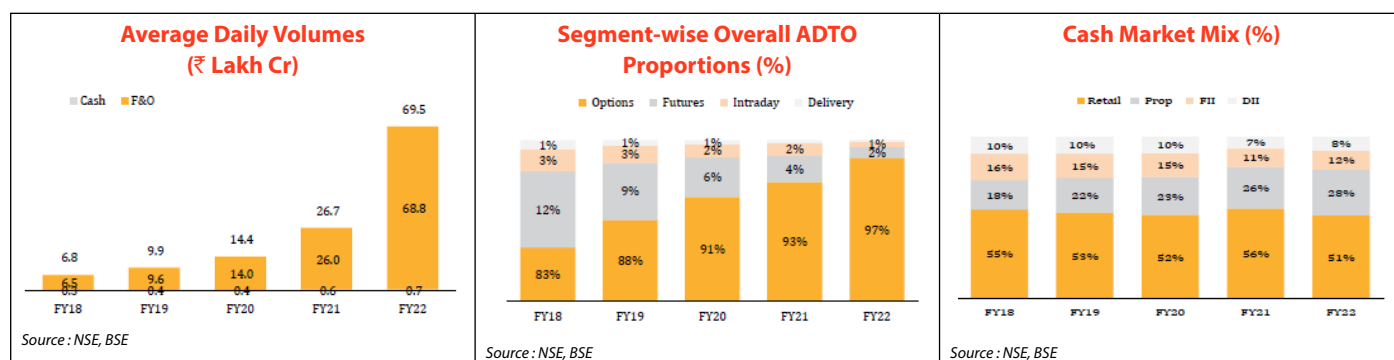
1. Demand for Gold Jewellery:- Indians' long-standing and sentimental attachment to gold and the motivation to accumulate gold has been seen as the bedrock and the mainspring for the gold loan industry
2. Digitalisation:- It has become essential for banks and NBFCs to step up digitalisation as customers become more and more technology-savvy
3. Stagflation concerns:- Investing in gold jewellery looks increasingly interesting as a hedge against inflation in India and abroad.
4. Post -Pandemic Effects:- Gold loan fulfills the requirement for liquidity at a time when alternative sources of funding are less freely available and that could last for months until economic activity recovers to pre-Covid levels.

Source: Gold-loan NBFCs set to clock 18-20% growth in current fiscal (crisil.com), 15032022123309_Gold_Loan_NBFCs_Snapshot.pdf (careratings.com)

BROKING BUSINESS

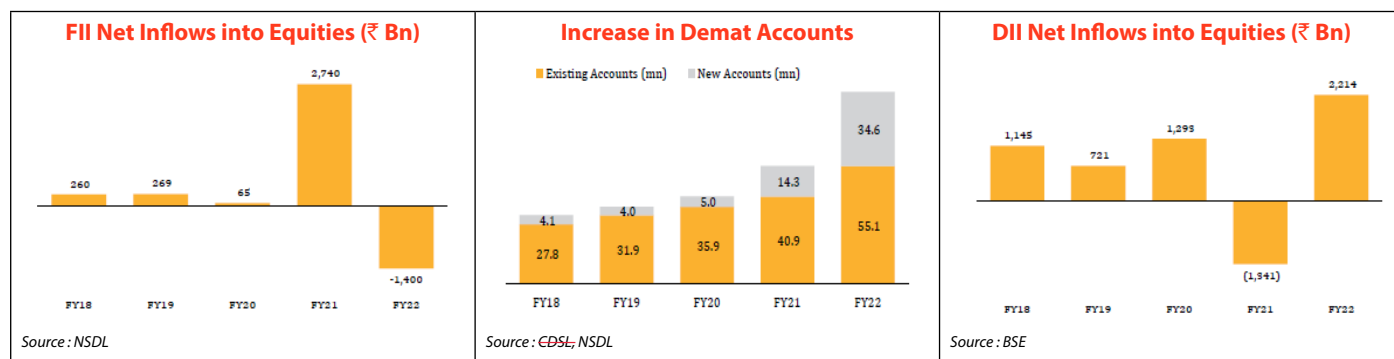
Industry Facts

The average daily traded volumes (ADTO) for the equity markets during FY2022 stood at ₹ 69.5 lakh crores, up 161% YoY from ₹ 26.7 lakh crores in FY2021. The overall Cash market ADTO reported growth of 12% YoY at ₹ 72,443 crores in FY2022. Within derivatives, futures volume increased 9% YoY to ₹ 1.2 lakh crores while options rose 171% YoY to ₹ 67.6 lakh crores. Amongst cash market participants, retail constituted 51% of total cash volume, institution 20% and prop 28%. The proportion of DII in the cash market was 8%.



In FY2022, a record of 3.5 crores new demat accounts were added as against 1.4 crores in FY2021. This spike is attributed to the disposable income and saved time due to work from home culture coupled with strong rally in equity markets. CDSL, the largest depository in India in terms of number of demat clients, crossed the 6 crore accounts mark in February 2022. The number of demat accounts stood at 8.97 crores in FY2022, a growth of 63% YoY.

Indian equities witnessed net outflows from FIIs for most of the part of the financial year. Highest ever FII outflows was recorded in FY2022, as compared to highest ever inflows in FY2021. On the contrary, DIIs have offset FIIs selling pressure and recorded highest ever inflows

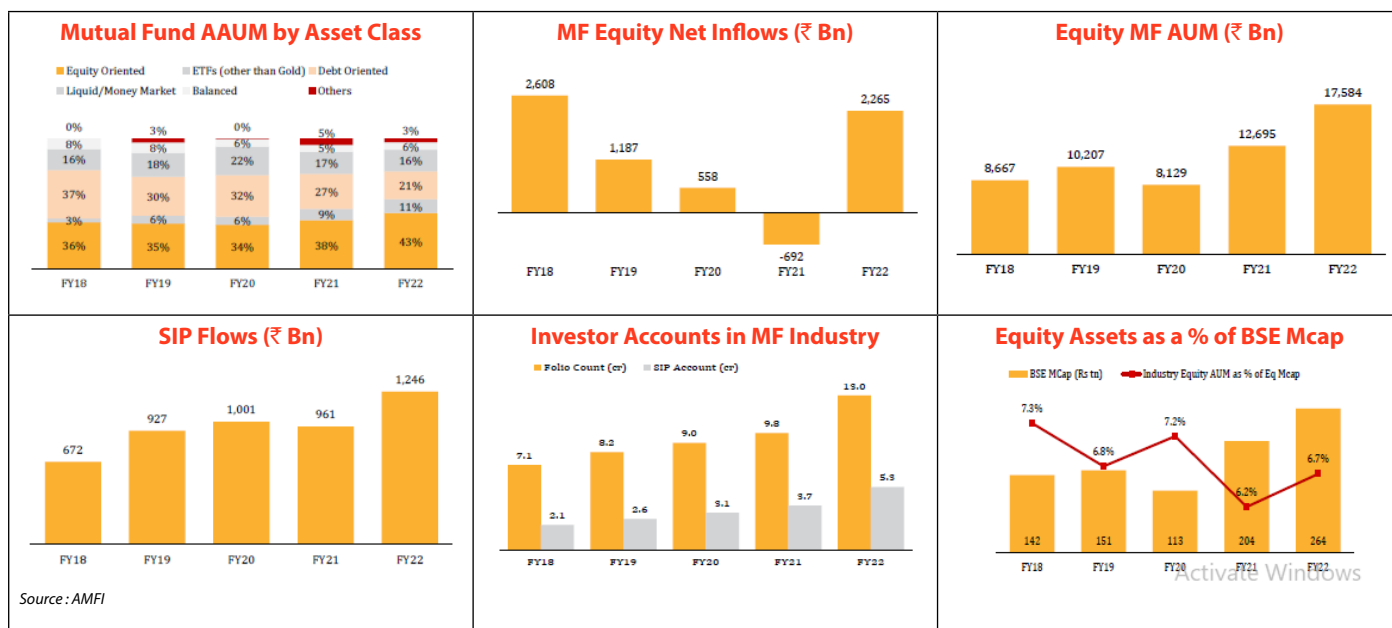


ASSET MANAGEMENT

Industry Facts

Overall mutual fund industry AUM was ₹ 37.6 lakh crores in FY2022, a jump of 20% YoY. On the front of equity mutual fund (excluding arbitrage), AUM stood at ₹ 17.6 lakh crores contributing 47% of the total AUM. Equity category witnessed net inflows in all of the 12 months in FY2022 with total net inflows of ₹ 2.3 lakh crores as compared to ₹ 0.7 lakh crores of outflows in FY2021. Around 2.7 crores of new SIPs were registered

in FY2022 as compared to 1.4 crores in FY2021. SIP monthly contribution touched an all-time high of ₹ 12,328 crores in March 2022. SIP flows for FY2022 stood at ₹ 1,24,566 crores vs ₹ 96,080 crores in FY2021. During the year, several new guidelines and regulations were issued by SEBI, the most prominent one being "Skin in the Game" rule that aims to align the interest of the 'Key employees' of the mutual fund house with the unitholders of its schemes. As per the rule, key employees of the asset management companies will have to mandatorily invest a minimum of 20% of the salary/ perks/ bonus/non-cash compensation (gross annual CTC) net of income tax and any statutory contributions i.e. PF and NPS, in the units of Mutual Fund schemes in which they have a role/ oversight. SEBI expects that getting the key employees to invest in the schemes they manage can lead to better accountability on the part of the fund management team, thus paving way for a better quality of securities and improved performance. The regulator also came up with a revised risk management framework for fund houses and has called for standardization of the benchmarks of mutual fund schemes which will bring in uniformity and facilitate easy comparison of returns. The rationale behind all the regulatory changes is to act in favor of investors which bodes well for the industry in the long run



• Group performance during the year 2021-2022

Particulars		For F.Y. 2021-22	For F.Y. 2020-21
1	Segment Revenue (Income)	Figures are in lakhs	
	(net sale/income from each segment should be disclosed)		
1	Broking and related services	16,261	13,264
2	Investment and Advisory services	4,035	2,639
3	Trading activities	9,526	6,489
4	Financing activities	5,847	11,431
5	Asset Management activities	1,387	2,009
	Total Segment Revenue	37,056	35,832
	Less: Inter segment revenue	3,122	(1,902)
	Revenue from operations	33,934	33,930

2 Segment Result		For F.Y. 2021-22	For F.Y. 2020-21
	Profit (+) / Loss (-) before tax and interest from each segment	Figures are in lakhs	
1	Broking and related services	5,641	4,998
2	Investment and Advisory services	984	(403)
3	Trading activities	392	603
4	Financing activities	(54)	2,298
5	Asset Management activities	(3,263)	(1,389)
	Total Profit before tax	3,700	6,107
	i. Finance cost	2,884	4,106
	Profit before tax	816	2,001

3	(Segment Asset - Segment Liabilities)	For F.Y. 2021-22	For F.Y. 2020-21
	Segment Asset	Figures are in lakhs	
1	Broking and related services	61,615	41,846
2	Investment and Advisory services	48,696	56,954
3	Trading activities	3,123	3101
4	Financing activities	39,357	52,179
5	Asset Management activities	8,133	13,539
6	Inter segment assets/liabilities	(60,234)	(53,542)
	Total Segment Asset	100,690	114,076

4	Segment Liabilities	For F.Y. 2021-22	For F.Y. 2020-21
	Segment Liabilities	Figures are in lakhs	
1	Broking and related services	38,594	23,444
2	Investment and Advisory services	7,274	16,221
3	Trading activities	142	21
4	Financing activities	12,749	25,502
5	Asset Management activities	1,771	5,957
6	Inter segment assets/liabilities	(19,969)	(17,370)
	Total Segment Liabilities	40,562	53,774

• Key Ratios

The ratios are given under note 46 of the consolidated financial results of the company.

• Opportunities and Threats Opportunities

- Positive long-term economic outlook will lead to opportunity for financial services
- Growing Financial Services industry's share of wallet for disposable income
- Regulatory reforms would aid greater participation by all class of investors
- Leveraging technology to enable best practices and processes
- Corporates looking at consolidation / acquisitions / restructuring opens out opportunities for the corporate advisory business

• Threats

- Execution risk
- Short term economic slowdown impacting investor sentiments and business activities
- Slowdown in global liquidity flows
- Increased intensity of competition from local and global players
- Market trends making other assets relatively attractive as investment avenues

• Strengths

• Emerging as Strong Brand name

The ITI group is emerging as strong brand name in the field of finance. ITI Groups believes that its brand is associated with high quality research and advice as well as corporate values like integrity and excellence in execution. The company has been able to leverage its brand awareness to grow its businesses, build relationships and attract and retain talented individuals.

• Experienced top management

The promoters, Mr. Chintan Valia is Commerce Graduate, Chartered Accountant from the Institute of Chartered Accountants of India (ICAI) and MBA from IIM Bangalore. Expertise in capital market, investment banking and FMCG industry with reach experience in NBFC and finance business. The top management team comprises qualified and experienced professionals, with a successful track record. The company believes that its management's entrepreneurial spirit, strong technical expertise, leadership skills, insight into the market and customer needs provide it with a competitive strength, which will help to implement its business strategies.

• Integrated financial services provider

The broad range of offerings under Broking and Distribution, Institutional Equities, Gold loan, SME Loan Vehicle Loan, Debt Recovery Agent, Trustee Company, Global Receivable Management Services, Real Estate, Debt market, Portfolio Management Services, Commodity Broking Corporate Services, Securities Broking Asset Management, and Merchant Banking helps to foresee client requirements and provide full-fledged services under single platform. The production and distribution of all financial products and services helps the company's advisors and clients to attain client's financial objectives with best in class services.

- **Independent and insightful research**

ITI Group believes that its understanding of equity as an asset class and business fundamentals drives the quality of its research and differentiates it from its competitors. The research team is focused on equities, derivatives and commodities.

- **Strong risk management**

Risk exposure is monitored and controlled through a variety of separate but complementary financial, credit, operational, compliance and legal reporting systems. Risk management department analyses this data in conjunction with the company's risk management policies and takes appropriate action where necessary to minimize risk.

- **Risks and concerns**

The company is primarily exposed to credit risk, interest rate risk, liquidity risk and operational risks. At subsidiary level, it has constituted the Asset Liability Committee to manage these risks. This team identifies, assesses and monitors all principal risks in accordance with defined policies and procedures.

The Board Level Committees viz. Audit Committee and Risk Management Committee oversee risk management policies and procedures. It reviews credit and operational risks while the Asset Liability Committee reviews policies in relation to investment strategy and other risks like interest rate risk and liquidity risk.

- **Internal control systems and their adequacy.**

The company's internal control systems are adequate and provide, among other things, reasonable assurance of recording transactions of operations in all material respects and of providing protection against significant misuse or loss of company assets. The statutory audit under his report on Internal Financial Controls has not give any unfavorable remarks.

Internal audit is conducted by SCM Associates, Chartered Accountants, to assess the adequacy of the internal controls procedures and processes, and their reports are reviewed by the Audit Committee of the Board. Policy and process corrections are undertaken based on inputs from the internal auditors.

- **Cautionary Statement**

Certain statements in the Management Discussion and Analysis describing the Company's objectives, predictions may be 'forward-looking statements' within the meaning of applicable laws and regulations. Actual results may vary significantly from the forward-looking statements contained in this document due to various risks and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India, volatility in interest rates, new regulations and Government policies that may impact the Company's business as well as its ability to implement the strategy. The Company does not undertake to update these statements.

REPORT ON CORPORATE GOVERNANCE

[As per Regulation 34(3) read along with Schedule V(C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

CORPORATE PHILOSOPHY

Our Company converge good Corporate Governance, focuses on enhancement of long term value creation for all stakeholders and conducts the business in accordance with the highest ethical standards and sound corporate governance practice.

The primary purpose of corporate leadership is to create wealth legally and ethically. This translates to bring a high level of satisfaction to five constituents - customers, employees, investors, vendors and the society-at-large.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

The details of Company's board structure and the various committees that constitute the governance structure of the organization are covered in detail under this report.

BOARD OF DIRECTORS

• Composition of the Board

Your Company has formulated Board Diversity Policy to have a competent and highly professional team of Board members. There are Six Directors on the Board of the Company having diverse experience and expertise in their respective areas. The composition of the Board meets the criteria as prescribed in SEBI (LODR) Regulations, 2015, and Companies Act, 2013. As on 31 March, 2022 out of the (6) Six Directors, (3) Three are Non-Independent Non-Executive Directors and (3) Three are Independent Directors. Out of (3) Three Independent Directors (1) One Independent Director is a woman director

There was no material, financial and/or commercial transactions entered into between the Senior Management and the Company which could have potential conflict of interest with the Company at large.

• Confirmation of the Board for Independent Directors:

Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and that they are independent of the management.

The Independent Directors have also registered their names in the Data Bank maintained by the Indian Institute of Corporate Affairs as mandated in the Companies (Appointment and Qualification of Directors), Rules, 2014 as amended. Further, none of the Independent Directors have any other material pecuniary relationship or transaction with the Company, its Promoters, or Directors, or Senior Management which, in their judgment, would affect their independence.

All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 read with Section 149(6) of the Companies Act, 2013. None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he/she is a Director as per disclosures regarding Committee positions in other public companies made by the Directors during the year under review.

None of the Independent Directors of the Company hold independent directorship in more than seven listed companies and none of them serving as a whole time Director in any listed company

As required under Regulation 46 of the Listing Regulations, the terms and conditions of appointment of IDs including their role, responsibility and duties are available on the website of the Company at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518262_ITI%20Appointment%20letter%20of%20Independent%20Director.pdf

• Disclosure of Relationship between directors inter se

Mr. Chintan V. Valia and Mrs. Khyati Valia are related to each other. Other Directors are not related to each others.

• Board Process:

The Board meets at regular intervals to discuss and decide on Company's business policy and strategy apart from other normal business. The Board Meetings (including Committee Meetings) of the Company are scheduled after getting confirmation on dates from Directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. However, in case of a special and urgent business need, the Board meeting is also called at Shorter Notice or approval of Board is taken by passing resolution(s) by circulation, as permitted by law, which is noted in the subsequent Board Meeting.

The detailed Agenda together with the relevant notes to agendas is circulated to the Directors in advance. All major agenda items are backed by comprehensive background information to enable the Board to take informed decisions.

Where it is not practicable to circulate any document in advance or if the agenda is of a confidential nature, the same is placed at the meeting. In special and exceptional circumstances, consideration of additional or supplementary items is taken up with the approval of the Chair and majority of the Independent Directors. Senior Management Personnel are invited to the Board / Committee meeting(s) to provide additional inputs on the items being discussed by the Board / Committees thereof as and when necessary. The Chairman apprises the Board at every meeting on the overall performance of the Company, followed by the detailed presentation.

The Company Secretary is responsible for preparation of the Agenda and convening of the Board and Committee meetings. The Company Secretary attends all the meetings of the Board and its Committees, advises / assures the Board on Compliance and Governance principles and ensures appropriate recording of minutes of the meetings.

For facilitating circulation of Board folders in electronic form and reducing consumption of papers, the Company has adopted electronic form to share Agenda, Minutes and other papers relating to Board/Committee Meeting(s). The Directors of the Company receive the Board papers in electronic form through links, which can be accessed through Mobile/iPad/MacBook/Laptops etc. The links meets the high standards of security and integrity that is required for storage and transmission of Board / Committee Agenda and Minutes in electronic form.

The Board provides the overall strategic direction and periodically reviews strategy and business plans, annual operating and capital expenditure budgets and oversees the actions and results of the management to ensure that the long term objectives of enhancing shareholders' values are met. The Board also, inter alia, considers and reviews investment and exposure limits, adoption of quarterly/half-yearly/annual results, transactions pertaining to purchase/disposal of property, major accounting provisions and write-offs, Minutes of Meetings of the Audit and other Committees of the Board, Minutes of the Meetings of the Subsidiary Companies and information on recruitment of officers at the Board level and the Key Managerial Personnel. The Board reviews compliance reports of all laws applicable to the Company on quarterly basis.

The draft Minutes of the proceedings of the meetings of the Board / Committee(s) are circulated to all the members of the Board or the Committee for their perusal, within fifteen days from the date of the conclusion of the Meeting. Comments, if any, received from the Directors are incorporated in the Minutes, in consultation with the Chairman. The Minutes are approved by the members of the Board / Committee(s), prior to the next meeting and confirmed thereat.

• Information to the Board:

The Board has complete access to the information within the Company, which inter alia includes–

- Annual revenue budgets and capital expenditure plans of the Company and its subsidiaries.
- Quarterly results and results of operations of subsidiaries.
- Financing plans of the Company.
- Minutes of the meetings of the Board of Directors and Committees of the Board.
- Minutes of the Board Meetings of subsidiaries.
- Details of potential acquisitions or collaboration agreement, if any.
- Material default, if any, in the financial obligations to and by the Company or substantial non-payment for services rendered, if any.
- Any issue, which involves possible public liability claims of substantial nature, including any judgment or order, if any, which may have strictures on the conduct of the Company.
- Developments in respect of human resources.
- Non-compliance of any regulatory, statutory nature or listing requirements and investor service such as non- payment of dividend, delay in share transfer, etc., if any.

• Board Meetings held during the year:

During the Financial Year ("FY") 2021-22, the Board met 4 (Four) times i.e. on 26th May, 2021, 04th August, 2021, 01st November, 2021 and 07th February, 2022. The maximum gap between any two meetings was not more than one hundred and twenty days. The required quorum was present at all the above meetings. The meetings of the Board are generally held at the Registered Office of the Company and through video conferencing.

• Attendance & Other details:

The attendance of the members of the Board at the meetings held during the FY 2021-22, at the previous Annual General Meeting ("AGM") held on 27th September, 2021 and also the number of other Directorships and Memberships / Chairpersonship of Committees held by them as on March 31, 2022 are as follows:

Name of the Director	Category	DIN	No. of meetings attended	No of shares held	Whether attended the last Annual General Meeting	Number of Director- ships and Committee Membership/ Chairpersonship (including in Company)			No. of Independent Directorships (including in Company) (3)
						Directorship (1)	Membership (2)	Chair- person (2)	
Mr. Chintan V. Valia	P, C & NED	05333936	4	1,80,000	Present	1	4	2	0
Mrs. Khyati Valia	PG & NED	03445571	4	8,84,556	Present	1	1	0	0
Mr. George Heber Joseph*	NED	09010779	1	Nil	NA	NA	NA	NA	NA
Mr. Asit Mehta **	NED	00169048	2	Nil	Present	2	0	0	0
Mr. Pankaj Bhuta	ID	00171570	4	7,729	Present	1	5	1	1
Mr. Alok Kumar Misra	ID	00163959	4	Nil	Present	3	4	0	3
Mrs. Papia Sengupta	ID	07701564	3	Nil	Present	2	2	0	2

P – Promoter C – Chairman ID – Independent Director NED – Non-Executive Director PG – Promoter Group

*Resigned from the position of Non Executive Director with effect from 04th August, 2021

** Appointed as the additional Non Executive Director with effect from 13th September, 2021

Notes:

- Section 8 companies are excluded and only Equity listed companies are considered.
 - Memberships include Chairpersonship. Only memberships of Audit Committee and Stakeholders Relationship Committee are considered. This includes memberships in deemed public company.
 - Only Equity listed companies are considered.
- None of the Directors on the Board are Member of more than 10 Committees and Chairperson of more than 5 Committees across all listed entities in which they hold Directorship.
 - None of the Independent Directors hold office as an Independent Director in more than seven equity listed companies.

Details of Directorship in Listed Entities as on March 31, 2022:

The details of directorship held by Directors of the Company in other listed entities as on March 31, 2022 are as follows:-

Sr. No.	Name of the Director	Name of the Listed Entity ⁽¹⁾	Category of Directorship
1	Mr. Asit Mehta	Asit C.Mehta Financial Services Ltd	Non-Executive - Non Independent Director, Chairperson
2	Mr. Alok Kumar Misra	Monte Carlo Fashions Ltd Mrs. Bectors Food Specialities Ltd	Non-Executive - Independent Director
3	Mrs. Papia Sengupta	Indian Bank	Non-Executive - Independent Director

⁽¹⁾ Only Equity listed entities are considered

Change in the Board of directors and KMP during FY 2021- 2022

Sr. No	Name of the Director	Nature of Change	Date of appointment/ cessation
1	Mr. Asit Mehta	Appointed as the additional Non Executive Director	13th September,2021
2		Regularization of Directorship as Non Executive Director	27th September,2021
3	Mr. George Heber Joseph	Resigned from the position of Non Executive Director	04th August,2021
4	Mr. S G Muthu Kummar	Resigned from the position of Chief Financial Officer	10th January, 2022.

Meeting of Independent Directors:

Section 149(8) read with Schedule IV of the Act requires the Independent Directors of the Company to hold at least one meeting in a Financial Year, without the attendance of non-independent directors and members of management. The Independent Directors of the Company met once i.e. on February 03, 2022 during the year under review, pursuant to the provisions of the Act and the Listing Regulations. The Chairman of aforesaid Meeting of Independent Directors was Mr. Pankaj Bhuta

Familiarisation programmes for Independent Directors:

The Company has familiarised the Independent Directors of the Company with Programmes which aims to provide them in depth insight and understanding of the businesses and operations of the Company and its subsidiaries, which enables and assists them in performing their role as Independent Directors of the Company. The Details of the familiarisation programmes imparted to the Independent Directors has been disclosed on the website of the Company at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659517721_ITI%20Familiarization%20Programmes%202021-22.pdf and policy on familiarisation programmes to the Independent Directors has been disclosed on the website of the Company at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518160_ITI%20Familiarisation%20Programme%20for%20New%20Directors.pdf

Directors and Officers Insurance ('D&O'):

In line with the requirements of Regulation 25 (10) of the Listing Regulations, the Company has taken D&O Insurance for all its Directors & Officers for such quantum and risk as determined by the Company.

Matrix setting out the Skills/expertise/competence of the Board of Directors:

The following is the list of core skills/expertise/competencies possessed by the Board of Directors of the Company, which are essential for the functioning of the Company in an effective manner:-

Sr. No.	Name of the Directors	Skills/Expertise/competences						
		Business & Industry	Leadership & Human Resource	Finance	Risk	Legal, Compliance & Governance	Marketing & Sales	Digital & Information Technology
1.	Mr. Chintan V. Valia	√	√	√	√	√	√	√
2.	Mrs. Khyati Valia	√	√			√		
3.	Mr. Asit Mehta	√	√	√	√			√
4.	Mr. Pankaj Bhuta	√	√	√		√		√
5.	Mr. Alok Kumar Misra	√		√			√	√
6.	Mrs. Papia Sengupta	√		√	√	√		√

• Committees of the Board:

With a view to have a more focused attention on the business and for better governance and accountability, the Board has constituted including but not limited to various below mentioned Committees under the Act and Listing Regulations for compliance and / or administrative purpose. All decisions pertaining to the constitution of the Committees, appointment of members and fixing of terms of reference for the Committee is taken by the Board of Directors. The Committees make specific recommendations to the Board on various matters whenever required. All observations, recommendations and decisions of the Committees are placed before the Board for information or for approval:-

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. Risk Management Committee
5. Internal Finance Committee
6. Management Committee

1. Audit Committee

I. The terms of reference of the Committee are as follows:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement are correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
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 Act.
 - 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. Qualifications 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 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 company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, 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 into the reasons for substantial defaults 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/Vigil Mechanism;

19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. To review the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding ₹ 100 crore or 10% of the asset size of the subsidiary;
21. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholder
22. To carry out such other responsibility as may be provided by the Act and the Listing Regulations.

II. Composition, Meetings and Attendance:

During the FY 2021-22, the Audit Committee met 4 (Four) times i.e. on 26th May, 2021, 04th August, 2021, 01st November, 2021, and 07th February, 2022. The maximum gap between any two meetings was not more than one hundred and twenty days. The details of the Composition of the Committee, number of meetings held and the attendance of the Members are given herein below:-

Name of the Member	Category	Designation in the Committee	No. of Meetings	
			Held	Attended
Mr. Pankaj Bhuta	ID	Chairman	4	4
Mr. Chintan Valia	P, C & NED	Member	4	4
Mr. Alok Kumar Misra	ID	Member	4	4
Mrs. Papia Sengupta	ID	Member	4	3

2. Nomination and Remuneration Committee

I. The terms of reference of the Committee are as follows:

1. Formulate criteria to qualify individuals who may become Director or who may be appointed in senior management level of the Company and recommend to the Board of such appointments and removal;
2. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. Formulate the criteria for determining qualifications, positive attributes and independence of a Director;
4. Recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees. The policy shall be referred as Nomination and Remuneration policy;
5. To decide on the commission payable to the Directors within the prescribed limit and as approved by the shareholders of the Company;
6. To devise the policy on Board's diversity;
7. To formulate, implement and administer Employee Stock Option Scheme(s) of the Company and grant stock options to the employees;
8. To recommend to the Board, all remuneration, in whatever form, payable to Senior Management;
9. To decide whether to extend or continue the term of appointment of the independent director on the basis of report of performance evaluation of independent director;
10. To evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director, in case of appointment of an Independent Director;
11. To carry out any other function as mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable and such other powers to be exercised by NRC pursuant to circulars, notifications issued by Statutory & Regulatory authorities from time to time.

II. Composition, Meetings and Attendance:

During the FY 2021-22, the Committee met once 03rd February, 2022. The details of the Composition of the Committee, number of meetings held and the attendance of the Members are given herein below:-

Name of the Member	Category	Designation in the Committee	No. of Meetings	
			Held	Attended
Mr. Alok Kumar Misra	ID	Chairman	1	1
Mr. Chintan Valia	P, C & NED	Member	1	1
Mr. Pankaj Bhuta	ID	Member	1	1
Mrs. Papia Sengupta	ID	Member	1	1

III. Nomination and Remuneration Policy:

The success of the organization in achieving good performance and good governing practice depends on its ability to attract and retain individuals with requisite knowledge and excellence as Executive and Non-Executive Directors. With this objective, the Board and the Nomination and Remuneration Committee decides on the appointment and remuneration to be paid to the Non-Executive Directors.

While deciding on the remuneration to the Directors, the Board and Nomination and Remuneration Committee considers the performance of the Company, the current trends in the industry, the qualifications of the appointee, his experience, level of responsibility, past performance and other relevant factors.

The Board and Nomination and Remuneration Committee carry the performance evaluation of the Directors. Accordingly, on the basis of the report of the performance evaluation of Directors including Independent Directors, the Company decides whether to extend or continue the term of appointment of the Independent Directors. The criteria of performance evaluation of Directors includes the effectiveness in decision making, effectively facilitates the Board Meeting, demonstrating knowledge, etc.

The Nomination and Remuneration Policy of the Company including the criteria for making payments to Directors including Non-executive Directors, Key Managerial Personnel ("KMP") and Senior Management is uploaded on the Website of the Company at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518050_ITI%20Nomination%20and%20Remuneration%20Policy.pdf

IV. The details of the remuneration paid to KMP is as follows.

Name of the KMP	Designation	Remuneration paid during F.Y. 2021-22 Amount is in lakhs
Rajesh Kumar Acha	Manager	72.78
S. G. Muthu Kummar	Chief Financial Officer	20.19
Haroon Mansuri	Company Secretary	16.71

V. Remuneration paid to Non-Executive Directors:

The Independent Directors are paid the sitting fees of ₹ 35,000/- for every Meeting of the Board and ₹ 20,000/- for Audit committee of the Board attended by them.

Details of the sitting fees paid to the Non-Executive Directors and Independent Directors for the FY 2021-22 are given herein below:-

(Amount in Lakhs)

Name of the Director	Category	Sitting Fees for Board Meeting	Sitting Fees for Committee Meeting	Total
Mr. Chintan V. Valia	P, C & NED	1.4	0.8	2.2
Mrs. Khyati Valia	PG & NED	1.4	0	1.4
Mr. George Heber Joseph*	NED	0.35	0	0.35
Mr. Asit Mehta**	NED	0.7	0	0.7
Mr. Pankaj Bhuta	ID	1.4	0.8	2.2
Mr. Alok Kumar Misra	ID	1.4	0.8	2.2
Mrs. Papia Sengupta	ID	1.05	0.6	1.65
Total		7.7	3	10.7

*Resigned from the position of Non Executive Director with effect from 04th August,2021

** Appointed as the additional Non Executive Director with effect from 13th September,2021

In accordance with the provisions of the Act and Listing Regulations, Independent Directors are not eligible for any employee stock options.

3. Stakeholders Relationship Committee

The Stakeholders Relationship Committee is in line with the provisions of Regulation 20 of SEBI (LODR) Regulations, 2015 and Section 178(5) of the Companies Act, 2013 to monitor the securities holders and investor complaints / grievances and also to ensure quick redressal of investor complaints associated with transfer/ transmission/ dematerialization of shares, non-receipt of Balance Sheet, Dividend warrants etc

I. The terms of reference of the Committee are as follows:

- To address requests/resolve grievances of security holders including complaints related to transfer/ transmission of securities, non-receipt of balance sheet, non-receipt of declared dividends/interests, etc;
- To monitor and transfer the amounts/shares transferable to Investor Education and Protection Fund ("IEPF");
- To approve transfer / transmissions of securities;
- Taking decision on waiver of requirement of obtaining the Succession Certificate/Probate of Will on case to case basis;
- To address the remat/demat requests of security holders for rematerialisation/dematerialisation of securities;
- To issue duplicate share/debenture certificate(s) reported lost, defaced or destroyed as per the laid down procedure and to resolve the grievances of security holders of the Company;
- Attending to complaints of security holders routed by SEBI (SCORES)/Stock Exchanges/RBI or any other Regulatory Authorities;
- Specifically look into the various aspects of interest of shareholders, debenture holders and other security holders;

9. Review of measures taken for effective exercise of voting rights by shareholders;
10. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
11. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;
12. Any other matters that can facilitate better investor services and relations.

II. Composition, Meetings and Attendance:

During the FY 2021-22, the Committee met four times on 26th May, 2021, 04th August, 2021, 01st November, 2021, and 03rd February, 2022.. The details of the Composition the Committee, number of meeting(s) held and the attendance of the Members are given herein below:-

Name of the Member	Category	Designation in the Committee	No. of Meetings	
			Held	Attended
Mr. Chintan Valia	P, C & NED	Chairman	4	4
Mr. Alok Kumar Misra	ID	Member	4	4
Mr. Pankaj Bhuta	ID	Member	4	4
Mrs. Papia Sengupta	ID	Member	4	4

III. Name, designation and address of Compliance Officer:

Mr. Satish Bhanushali, Company Secretary and Compliance Officer*
ITI House 36, Dr RK Shirodkar Marg, Parel, Mumbai, Maharashtra 400012

*Appointed with effect from 01st April, 2022

The Board has delegated the power of share transfer to the Registrar and Share Transfer Agent viz. Purva Sharegistry (India) Private Limited, Shivshakti Industrial Estate, Unit No.9, 7/B, Sitaram Mill Compound, J.R. Boricha Marg, Lower Parel, Mumbai – 400 011 who process the share transfer applications.

During the year under review, one complaint was received from a shareholder and the same was resolved. There were no pending complaints either at the beginning or at the end of the year.

* Mr. Haroon Mansuri Resigned from the post of Company Secretary with effect from the closing hours of 31st March, 2022.

4. Risk Management Committee

The Company has constituted a Risk Management Committee (RMC) in line with the provisions of Regulation 21 of SEBI (LODR) Regulations, 2015.

The committee reviews the Risk Management Policy, document and improve risk management practices, ensure appropriate / adequate reporting to the Board and Audit committee.

The Committee is involved in the process of identification, measurement, monitoring and mitigation of the various risks faced by the Company.

I. The terms of reference of the Committee are as follows:

1. To formulate a detailed risk management policy which shall include:
 - a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - b) Measures for risk mitigation including systems and processes for internal control of identified risks.
 - c) Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee. The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors."
7. Such other powers to be exercised by RMC pursuant to circulars, notifications issued by Statutory & Regulatory authorities from time to time.

II. Composition:

During the FY 2021-22, the Committee met 2 (Two) times i.e. on 01st November, 2021, and 03rd February, 2022. The details of the Composition of the Committee, number of meeting(s) held and the attendance of the Members are given herein below:-

Name of the Member	Category	Designation in the Committee	No. of Meetings	
			Held	Attended
Mr. Chintan Valia	P, C & NED	Chairman	2	2
Mr. Alok Kumar Misra	ID	Member	2	2
Mr. Pankaj Bhuta	ID	Member	2	2
Mrs. Papia Sengupta	ID	Member	2	2

5. Internal Finance Committee

I. The terms of reference of the Committee are as follows:

- Review of Company's financial policies and minimization procedures, strategies and capital structure, working capital and cash flow management and make such reports and recommendations to the Board with respect thereto as it may deem advisable.
- Review banking arrangements and cash management.
- Exercise all powers to borrow moneys (otherwise than by issue of debentures) and taking necessary actions connected therewith including refinancing for optimization of borrowing costs.
- Giving of guarantees, issuing of letter of comfort, providing securities, provide corporate guarantee, performance guarantee by the Company within the limits approved by the Board.
- Carry out any other functions as is mandated by the Board from time to time and/or enforced by any statutory notifications, amendments or modifications as may be applicable.
- Other transactions or financial issues that the Board may desire to have them reviewed by the Committee.
- Delegate authorities from time to time to the Executives/authorised persons to implement the decisions of the Committee.
- Regularly review and make recommendations about changes to the charter of the Committee.
- To decide, manage, approve and take on record any matter or clarification pertaining to the raising of funds through issue of shares by the Company
- To invest surplus funds of the Company for short term or long term in securities, debt market, debentures, mutual funds government securities, commercial papers, inter corporate deposits, fixed deposits in companies, banks financial institutions and to disinvest the investments at any time subject to the approval of members as may be required from time to time
- To decide, manage, approve and take on record any matter or clarification pertaining to the raising of funds through issue of shares by the Company.

II. Composition:

During the FY 2021-22, there was no meeting of Internal Finance Committee was held. The details of the Composition of the Committee is as follows

Name of the Member	Category	Designation in the Committee
Mr. Chintan Valia	P, C & NED	Chairman
Mr. Alok Kumar Misra	ID	Member
Mr. Pankaj Bhuta	ID	Member
Mrs. Papia Sengupta	ID	Member

6. Management Committee

Composition:

During the FY 2021-22, there was no meeting of Internal Finance Committee was held. The details of the Composition of the Committee is as follows

Name of the Member	Category	Designation in the Committee
Mr. Chintan Valia	P, C & NED	Chairman
Mr. Alok Kumar Misra	ID	Member
Mr. Pankaj Bhuta	ID	Member
Mrs. Papia Sengupta	ID	Member

Management Discussion and Analysis

The Annual Report has a detailed chapter on Management Discussion and Analysis.

• General Body Meetings

The details of the Annual General Meetings held during past three years are given herein below:-

Year	Date	Time	Venue	Details of the special resolutions passed	
2021	27th September, 2021	04:00 p.m.	Meeting was conducted through Video Conferencing ("VC")/Other Audio Video Means ("OAVM") pursuant to the MCA Circular	1	Re-appointment of Mr. Alok Kumar Misra as an Independent Director
2020	30th September, 2020	10.00 a m	Meeting was conducted through Video Conferencing ("VC")/Other Audio Video Means ("OAVM") pursuant to the MCA Circular	1	Appointment & payment of remuneration to Mr. Rajesh Kumar Acha as a Manager under the Companies Act, 2013
				2	Approval for the ITI Group Employee Stock Purchase Scheme (ESPS) 2020
				3	Approval for issue, allotment, assignment or transfer of equity shares to employees of holding (if any, in future) and subsidiary company(ies) under the Employee Stock Purchase Scheme (ESPS) 2020
				4	Approval of acquisition of equity shares from secondary market through Trust route for implementation of ITI Group Employee Stock Purchase Scheme (ESPS) 2020 to the employees of the Company and that of the employees of holding (if any, in future) and subsidiary companies.
2019	24th September, 2019	10.00 a m	Matunga Gujarati Club Limited, K. K. Shah Conference Hall, 2nd Floor Nathalal Parekh Marg Near Arora Cinema Matunga Mumbai 400 019	1	Re-appointment & payment of remuneration to Mr. Prateek Tayal as a Manager under the Companies Act, 2013
				2	Loans and Investments by Company under Section 186 of the Companies Act, 2013.
				3	Increase in limits of borrowing powers
				4	Creation of charge, mortgage and hypothecations on movable and immovable properties
				5	Ratification of corporate guarantee given for United Petro Finance Limited

• Postal Ballot

No Extraordinary General Meeting was held during the financial year 2021-22. No resolutions were passed vide Postal Ballot during the financial year 2021-22.

No Special Resolution requiring approval through Postal Ballot is being proposed on or before the ensuing Annual General Meeting of the Company.

• Means of Communication Modes of Communication:

The Company, from time to time and as may be required, communicates with its Shareholders and Investors through multiple channels of communications including the following:

- Dissemination of information on the website of the Stock Exchanges;
- Press releases;
- Annual reports and ;
- Uploading relevant information on the Company's website.

1. Financial Results:

The Company publishes quarterly, half-yearly and annual results generally in Free Press Journal and Navshakti newspapers. The Company's results and official news releases are displayed on the Company's website at www.itiorg.com.

2. Annual Report:

Pursuant to the MCA circulars and SEBI Circulars, the Annual Report for FY 2020-21 containing the Notice of AGM was sent through e-mails to all those Members whose e-mail IDs were registered with the Company/ Depository Participants.

3. Disclosures:

The Company informs BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") about all price sensitive matters or such other matters which in its opinion are material and of relevance to the members and the same are also displayed on the Company's website. Further, in compliance to the provisions of Regulation 30 of the Listing Regulations, the Company has disclosed on its website, a duly approved Policy on Determination of Materiality of Events.

NSE Electronic Application Processing System ("NEAPS"), NSE Digital Portal and BSE Corporate Compliance & Listing Centre ("Listing Centre") are a web-based application designed by NSE and BSE for corporates. All periodical compliance filings like shareholding pattern, corporate governance report among others are filed electronically on NEAPS and the Listing Centre.

4. Communication to Shareholders:

Conversion of physical shares in demat mode: Request letters are sent to those shareholders who are holding shares in Physical form requesting them to convert the same into the Demat form.

5. General Shareholders' Information

Annual General Meeting	Date	29/09/2022
	Time	11:00 a.m
	Venue	Meeting is being conducted through VC/OAVM pursuant to the MCA Circular dated May 5, 2020 read with general circulars dated April 8, 2020, April 13, 2020, January 13, 2021 and December 14, 2021 as such there is no requirement to have a venue for the AGM
Financial Year	The financial year of the Company comprises of period of 12 Months from April 1 to March 31.	
Dividend Payout Date	NA (No final dividend recommended by the Board).	
Listing on Stock Exchanges	Name of Stock Exchange	Address of Stock Exchange
	BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001
	National Stock Exchange of India Limited	Exchange Plaza Bldg., 5th Floor, Plot No. C- 1, 'G' Block, Bandra- Kurla Complex, Mumbai - 400 051
	The requisite Annual listing fees for financial year 2021-22 have been paid in full to BSE and NSE.	
Payment of Depository fees	Annual Custody/ Issuer fee for FY 2021-22 has been paid by the Company to NSDL and CDSL.	
Stock Code Equity:	BSE: 530023	
	NSE: THEINVEST	
ISIN:	INE924D01017	
Legal Entity Identification Number	33580052SJUU411Z20	
Registrar and Share Transfer Agent and address for correspondence	Purva Share Registry (India) Private Limited, Address:- Shivshakti Industrial Estate, Unit No.9, 7/B, Sitaram Mill Compound, J.R. Boricha Marg, Lower Parel, Mumbai – 400 011 Telephone : +91-22-2301 6761 / 8261 Fax No. : +91-22-2301 2517 e-mail : support@purvashare.com Web site : www.purvashare.com	
Share Transfer System;	The Shares of the Company are traded compulsorily in the demat mode on the stock exchange. All the transfers and demat/remat requests are processed within the stipulated time and are being handled by the Registrar and Share Transfer Agent. The Company periodically conducts audit of share transfers and security audit through competent professionals.	
Compliance Officer and address for the correspondence.	Mr. Satish Bhanushali Address:- ITI House 36, Dr RK Shirodkar Marg, Parel, Mumbai, Maharashtra 400012 Email:- Info@itiorg.com Phone:- 022 4027 3600	
Corporate Identity Number (CIN)	L65910MH1991PLC062067	
Company Address	The Investment Trust of India Limited ITI House 36, Dr RK Shirodkar Marg, Parel, Mumbai, Maharashtra 400012	

6. Market Price Data:

High, Low and Close Price during each month in the last financial year at BSE and NSE:-

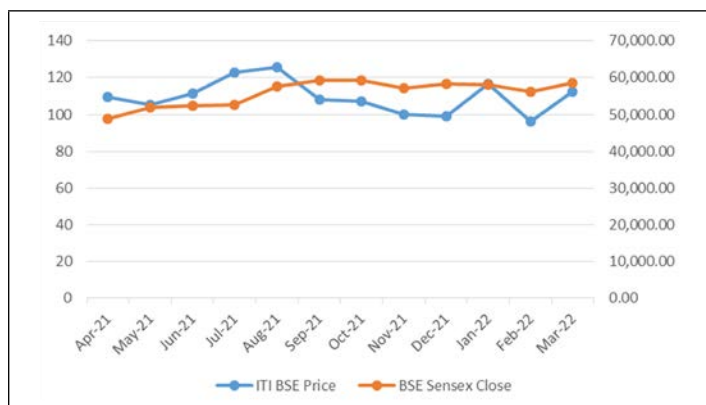
Months	The ITI share price (face value ₹ 10/-)		No. of shares traded	No. of Trades	The ITI share price (face value ₹ 10/-)		No. of shares traded	No. of Trades
	High	Low			High	Low		
	(Rupees)				(Rupees)			
	BSE				NSE			
April 2021	119.00	84.20	66,769	2,146	115.90	83.00	4,04,874	8,666
May 2021	130.00	92.30	1,50,528	3,197	130.95	91.25	7,68,492	15,315
June 2021	117.95	96.20	82,094	1,753	116.95	101.50	3,60,363	6,847
July 2021	127.80	95.00	1,60,175	5,739	127.90	94.30	6,68,523	15,413
August 2021	141.00	101.50	11,10,383	6,643	141.25	100.15	16,15,851	39,830

Months	The ITI share price (face value ₹ 10/-)		No. of shares traded	No. of Trades	The ITI share price (face value ₹ 10/-)		No. of shares traded	No. of Trades
	High	Low			High	Low		
	(Rupees)				(Rupees)			
	BSE				NSE			
September 2021	131.60	107.35	75,610	3,146	132.00	107.10	4,31,721	10,770
October 2021	131.10	103.10	73,850	3,650	129.65	103.50	7,45,728	18,214
November 2021	124.65	96.65	38,823	1,882	116.90	96.35	2,08,286	6,016
December 2021	117.00	95.95	83,846	2,928	117.65	95.55	4,87,770	11,276
January 2022	126.70	100.60	1,29,678	4,205	126.45	99.05	8,47,165	20,155
February 2022	121.90	87.15	58,547	2,706	122.85	86.95	2,23,445	7,728
March 2022	127.00	95.30	14,14,739	4,394	126.95	94.30	8,66,933	20,042

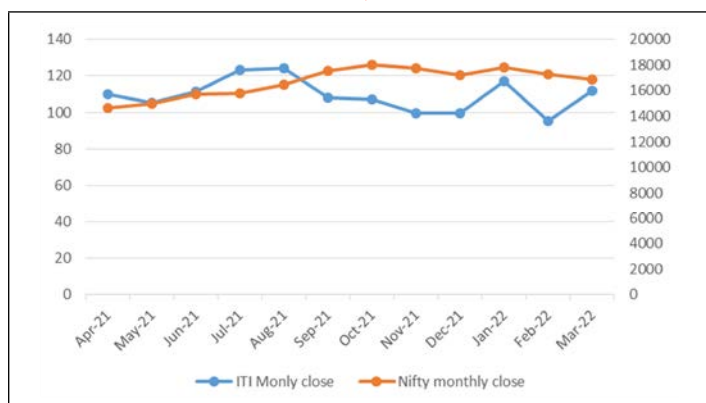
Comparison of Company's share price with BSE Sensex and NSE NIFTY during the financial year 2021-2022 (equity shares)

Months	The ITI closing price at BSE	BSE Sensex Monthly Close	The ITI closing price at NSE	NIFTY Monthly Close
	(Rupees)		(Rupees)	
April 2021	109.70	48,782.36	109.90	14613.85
May 2021	105.30	51,937.44	105.45	14983.53
June 2021	111.55	52,482.71	111.30	15733.68
July 2021	122.65	52,586.84	123.25	15783.10
August 2021	125.30	57,552.39	124.05	16470.46
September 2021	108.15	59,126.36	108.05	17508.61
October 2021	107.10	59,306.93	107.05	18020.22
November 2021	100.00	57,064.87	99.70	17718.89
December 2021	99.20	58,253.82	99.70	17174.27
January 2022	116.75	58,014.17	117.00	17770.62
February 2022	96.15	56,247.28	95.50	17225.94
March 2022	112.25	58,568.51	112.00	16864.67

ITI Share performance versus BSE Sensex



ITI Share performance versus Nifty



7. Distribution of Shareholding:

Distribution of the Shareholding of the Equity Shares of the Company by size and by ownership class as on March 31, 2022:

Category	No. of share holders	% to total	Share holding in Rupees	% to total	No. of share holders	% to total	Share holding in Rupees	% to total
	As on March 31, 2022				As on March 31, 2021			
Up to 5,000	4481	97.12	1,45,87,150	2.83	2,549	75.68	36,59,090	0.71
5,001 - 10,000	57	1.24	40,83,570	0.79	322	9.56	25,37,640	0.49
10,001 - 20,000	28	0.61	38,68,590	0.75	211	6.26	30,88,420	0.60
20,001 - 30,000	8	0.17	19,76,290	0.38	75	2.23	18,71,450	0.36
30,001 - 40,000	5	0.11	19,10,930	0.37	43	1.28	15,26,870	0.30
40,001 - 50,000	1	0.02	4,56,890	0.09	35	1.04	16,57,660	0.32
50,001 - 1,00,000	9	0.19	61,61,790	1.2	58	1.72	40,67,790	0.79
1,00,001 & above	25	0.54	48,21,57,460	93.59	75	2.23	49,67,93,750	96.43
Total	4614	100	51,52,02,670		3,368	100	51,52,02,670	100

8. Category wise Shareholding Pattern as on March 31, 2022

Category	No. of Shares	% of share holding	No. of shares	% of share holding
	As on March 31, 2022		As on March 31, 2021	
Promoters & Promoter Group				
Promoters & Promoter Group	376,77,446	73.13	376,77,446	73.13
Non Promoters				
NRIs (including FIIs & Foreign Corporate Bodies)	5333580	10.35	53,06,602	10.30
Corporate Bodies	2111536	4.10	20,79,289	4.04
Indian Public (others)	63,97,705	12.42	64,56,930	12.53
Total	5,15,20,267	100.00	5,15,20,267	100.00

Dematerialization of Shares and liquidity	As on March 31, 2022, 5,13,64,327 Equity Shares were held in dematerialized form with National Securities Depository Limited and Central Depository Services (India) Limited and 1,55,940 Equity shares were held in physical form
Outstanding GDRs/ADRs/ Warrants	As on March 31, 2022, the Company did not have any outstanding GDRs/ADRs/ Warrants.
Outstanding Convertible instruments, conversion date and likely impact on equity	As on March 31 2022, the company has 7,32,000 0% Optionally Convertible Preference Shares (OCPS) Conversion Term:- At the option of the preference shareholder, 1 (One) OCPS shall be convertible into 1 (One) Equity Share of ₹ 10 fully paid up
Commodity price risk or foreign exchange risk and hedging activities	The Company does not deal in commodities and has no foreign exchange or hedging exposures hence disclosures relating to risk management policy with respect to commodities, commodity price risks, foreign exchange risk and hedging thereof in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018 is not applicable.
Plant Locations	The Company is into the business of advisory services and trading activities besides holding investment in subsidiaries hence it does not have any manufacturing plants.

Disclosures:

- The Company has complied with all the requirements of regulatory authorities, There were no instances of non-compliance by the Company and no material penalties/strictures were imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority on any matter related to capital market during last three years.
- Whistle Blower Policy/Vigil Mechanism**

Pursuant to the provisions of Section 177 of the Act and Regulation 22 of the Listing Regulations, the Company formulated a Vigil Mechanism/ Whistle Blower Policy for Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy.

This mechanism provides for adequate safeguards against victimization of director(s) / employee(s) who avail the mechanism and makes provision for direct access to the Chairman of the Audit Committee. The policy has been uploaded on the website of the Company and we affirm that no director/employee of the Company was denied access to the Audit Committee.

3. The Company has complied with all the mandatory requirements of the Listing Regulations.

4. Compliance with Non-mandatory Requirements

The Company has complied with the following non-mandatory requirements as prescribed in Regulation 27 read with Schedule II Part E of the Listing Regulations: -

- Non-Executive Chairman's Office: Chairman's office is separate from that of the Manager.
- Modified Opinion in Auditors Report: The Company's financial statements for the financial year 2021-22 do not contain any modified audit opinion. Your Company continues to adopt best practices to ensure regime of financial statements with unmodified audit qualifications.
- Reporting of Internal Auditor: The Internal Auditor reports to the Audit Committee. The Internal Auditor also participates in the meetings of the Audit Committee and also presents internal audit observations to the Audit Committee.

5. Disclosures of compliance with Corporate Governance Requirements specified In Regulation 17 to 27 and Regulation 46(2)

The Company has complied with the Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations and paras (2) to (10) mentioned in part 'C' of Schedule V of the Listing Regulations during the year under review.

Compliance Certificate from DM & Associates Company Secretaries LLP, Practicing Company Secretary and Secretarial Auditors of the Company confirming compliance with the conditions of Corporate Governance for the financial year ended March 31, 2022 in terms of Schedule V(E) to the Listing Regulations is annexed to this Report as **"Annexure A"**.

6. Fees to Statutory Auditors

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis to the statutory auditors and all entities in the network firm / network entity of which the statutory auditor is a part, are as follows:

Type of Service	Amount Paid in lakhs
Statutory Audit, Certifications and Other services	18.48

7. Subsidiary Companies

The audit committee reviews the consolidated financial statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the board meetings along with a report on significant transactions and arrangements entered into by the unlisted subsidiary companies are quarterly reviewed by the Board of Directors of the Company.

According to the Regulation 16(1)(c) of the Listing Regulations, a "Material Subsidiary" shall mean a subsidiary, whose income or net worth (i.e. paid up capital and free reserves) exceeds 10% of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year. The Company has three material subsidiaries namely Fortune Credit Capital Limited ("FCCCL"), ITI Asset Management Limited ("IAML") & Antique Stock Broking Limited ("ASBL") as on March 31, 2022.

As required under the Listing Regulations, the Company has formulated policy for determining material subsidiaries which has been uploaded on the Company's website at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518026_ITI%20Policy%20for%20Determining%20Material%20Subsidiary.pdf

8. Related Party Transactions

During the year under review, the Company had not entered into any materially significant transactions with any of the Directors, Management, Subsidiaries or Related parties.

Further, the details of all Related Party Transactions entered during the year under review are presented in Notes forming part of standalone financial statement of the Company.

Additionally, the details of all material transactions with related parties are disclosed quarterly in the compliance report on corporate governance.

Further, as required under Regulation 23 of the Listing Regulations, the Company has formulated a Policy on Materiality and dealing with Related Party Transactions which has been uploaded on the Company's website at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659519378_ITI%20RPT%20Policy.pdf

9. Certifications

Certificate from Company Secretary in Practice

M/s. DM & Associates Company Secretaries LLP, Company Secretaries certified that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as director of the Company by SEBI or Ministry of Corporate Affairs or any such other Statutory Authority, is annexed to this Report as **"Annexure B"**.

10. Declaration on affirmation with the Code of Conduct

The Board has laid down the Code of Conduct for its Directors and for Senior Management of the Company. The Code has been posted on the Company's website at https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659518239_ITI%20Code%20of%20Conduct%20Board%20Members%20and%20Senior%20Management.pdf

A declaration signed by Mr. Chintan V. Valia Non Executive Director and Chairman stating that the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct, in accordance with Regulation 26(3) read with Para D of Schedule V of the Listing Regulations is annexed as **"Annexure C"**.

11. **Certification by CEO / CFO**

The Manager and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations. The Manager and Chief Financial Officer also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of the Listing Regulations. The annual certificate given by the Manager and the Chief Financial Officer is annexed to this Report as **"Annexure D"**.

12. **Disclosure of Accounting Treatment in Preparation of Financial Statements**

The Company has adopted Indian Accounting Standards (Ind AS) with effect from April 1, 2018. The financial statements have been prepared in accordance with the recognition and measurement principles laid down in Ind AS notified under Section 133 of Act read with relevant Rules issued thereunder and other accounting principles generally accepted in India.

13. **Details of utilization of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32(7A)**

During the period under review, the Company has not raised any funds through preferential allotment or qualified institutional placement.

14. **Recommendation of Committees**

All recommendations / submissions made by various Committees of the Board during the financial year 2021-22 were accepted by the Board.

15. **Independence of Independent Directors**

In the opinion of the Board, the independent Directors fulfill the conditions specified in these regulations and are independent of the management.

16. **Prevention of Sexual Harassment of Women at Workplace**

The Company has in place a Policy for Prevention, Prohibition and Redressal of Sexual Harassment at Workplace. Appropriate reporting mechanisms are in place for ensuring protection against Sexual Harassment and the right to work with dignity.

Further, the Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to redress complaints received regarding sexual harassment.

During the year under review, no complaints in relation to sexual harassment at workplace have been reported.

17. **Unclaimed dividend transfer to Investor Education & Protection Fund**

Pursuant to section 124 (5) of the Companies Act, 2013 all unclaimed/unpaid dividends up to the year ended 1995 - 1996 have been transferred to the General Revenue Account of the Central Government. Shareholders who have not encashed their dividend warrants for the said period(s) are requested to claim the amounts from the Registrar of Companies, Maharashtra, 100, Everest Building, Marine Lines, Mumbai - 400 020.

In terms of section 125 of the Companies Act, 2013, the unclaimed dividend for the financial years commencing from 1996 till 2012 which had remained unclaimed for a period of seven years from the date of its transfer to the Unpaid Dividend Account) have been transferred to Investor Education and Protection Fund ("the fund").

• **Details of unclaimed dividend – Nil / Not applicable**

18. **Equity shares in the suspense account:**

In accordance with the requirement of Regulation 34(3) and Part F of Schedule V to the SEBI Listing Regulations, details of equity shares in the suspense account are as follows:

Particulars	No. of shareholders	No. of equity shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2021	91	19,600
Shareholders who approached the Company for transfer of shares from suspense account during the year	---	---
Shareholders to whom shares were transferred from the suspense account during the year	---	---
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	---	---
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2022	91	19,600

The equity shares certificates issued by the Company as a bonus on 31st March, 2006 to the existing members of the company, which were returned undelivered to the Company has been transferred to the Fund account. The voting rights on the shares outstanding in the suspense account as on March 31, 2022 shall remain frozen till the rightful owner of such shares claims the shares.

19. Payment of dividend if any, through ECS mandate

Members who are holding the shares in physical form are requested to register their bank account details and/or intimate for the change if any, in the bank accounts details already registered, quoting their Folio Nos. and other details to the Registrar and Share Transfer Agent viz. Purva Sharegistry (India) Private Limited.

Members holding the shares in demat form are requested to register their bank account details and/or intimate for the change if any, in the bank accounts details already registered, quoting their with their depository participants.

This will enable the members to receive dividend if declared, in fast and secured mode.

20. Credit Rating:

During the F.Y. 2021-22 the Company has not obtain any credit rating and provisions of credit rating are also not applicable to the company.

21. Policy for Determination of Materiality and Disclosure of Material Events / Information –

https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659517861_ITI%20Policy%20on%20Determination%20of%20Materiality%20for%20Disclosures.pdf

22. Policy on Preservation of Documents and Archival of Documents in the Company Website –

https://iti-files.s3.ap-south-1.amazonaws.com/category-documents/1659519338_ITI%20Policy%20on%20Preservation%20of%20Documents%20and%20Archival.pdf

ANNEXURE-A

DM & ASSOCIATES COMPANY SECRETARIES LLP

(LLPIN NO. AAI-4743)

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]

REGD. OFFICE: # 205, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel No. 022-28443641 Email: dmassociatesllp@gmail.com

CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS

To,
The Members of
The Investment Trust of India Limited

We have examined the compliance of conditions of corporate governance by **The Investment Trust of India Limited** ("the Company") for the year ended 31st March, 2022, as specified in Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations").

Management's Responsibility:

The Compliance of the conditions of Corporate Governance is the responsibility of the Management.

Auditors' Responsibility:

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

We conducted our engagement in accordance with the "Guidance Note on Corporate Governance Certificate" issued by the Institute of Company Secretaries of India. Our responsibility is to certify based on the work done.

Conclusion:

In our opinion and to the best of our information and according to the examination of relevant records and the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as specified in Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Restrictions on use:

This certificate is issued solely for the purposes of complying with the aforesaid Regulations and may not be suitable for any other purpose.

FOR DM & ASSOCIATES COMPANY SECRETARIES LLP

COMPANY SECRETARIES

TRIBHUVNESHWAR KAUSHIK

PARTNER

Membership No.: FCS 10607 COP No 16207

UDIN: F010607D000365214

Place: Mumbai

Date: 23-05-2022

ANNEXURE-B

DM & ASSOCIATES COMPANY SECRETARIES LLP

(LLPIN NO. AAI-4743)

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]

REGD. OFFICE: # 205, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097

Tel No. 022-28443641 Email: dmassociatesllp@gmail.com

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
The Investment Trust of India Limited
ITI House, 36, Dr. R.K. Shirodkar Road,
Parel, Mumbai – 400 0012.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **The Investment Trust of India Limited** having CIN: L65910MH1991PLC062067 and having its Registered Office at ITI House 36 Dr. R. K. Shirodkar Marg Parel Mumbai - 400012 IN (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr No	Name of Director	DIN	Date of Appointment
1	ALOK KUMAR MISRA	00163959	16/09/2016
2	CHINTAN VIJAY VALIA	05333936	25/03/2013
3	KHYATI CHINTAN VALIA	03445571	25/03/2015
4	PANKAJ RASIKLAL BHUTA	00171570	31/07/2013
5	PAPIA SENGUPTA	07701564	19/12/2020
6	ASIT MEHTA	00169048	13/09/2021

Ensuring the eligibility 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.

Place: Mumbai
Date : 23-05-2022

Signature:
Name: **Tribhawneshwar Kaushik- Partner**
Firm Name : **DM & Associates Company Secretaries LLP**
Firm Registration Number: L2017MH003500
Membership No.: FCS 10607
CP No.: 16207
UDIN: F010607D000365016

ANNEXURE- C

As required by Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, declaration for Code of Conduct is given below:

To,
The Members of
The Investment Trust of India Limited

I, Chintan V. Valia, Non Executive Director and Chairman of the Company, declare that all Board Members and Senior Management of the Company have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management of the Company for the financial year 2021-22.

For **The Investment Trust of India Limited**

Chintan V. Valia
Non Executive Director and Chairman
(DIN : 05333936)

August 11, 2022
Mumbai,

ANNEXURE- D

CEO / CFO Certificate

To,
The Board of Directors
The Investment Trust of India Limited
Mumbai

Compliance Certificate as required under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We hereby certify that:

1. We have reviewed financial statements and the cash flow statement of The Investment Trust of India Limited ("the Company") for the year ended March 31, 2022 and to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee that:
 - i. there are no significant changes in internal controls over financial reporting during the year;
 - ii. there are no significant changes in accounting policies during the year; and
 - iii. there are no instances of significant fraud of which we have become aware.

For **The Investment Trust of India Limited**

Sd/-

Sd/-

Rajesh Kumar Acha
Manager

Subbiah Manickam
Chief Financial Officer

Place: Mumbai
Date: 19th May, 2022

BUSINESS RESPONSIBILITY REPORT

[As per Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

BACKGROUND

As per the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended from time to time), top 1000 listed entities (based on market capitalisation on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE")) are required to include a Business Responsibility Report ("BRR") in the Annual Report.

Our Business Responsibility ("BR") Report includes our responses to questions on our practice and performance on key principles defined by Regulation 34(2)(f) of Listing Regulations, covering topics across environment, governance and stakeholder relationships.

SECTION "A" GENERAL INFORMATION ABOUT THE COMPANY:

Sr. No.	Particulars	Remarks
1	Corporate Identity Number (CIN) of the Company	L65910MH1991PLC062067
2	Name of the Company	The Investment Trust of India Limited
3	Registered address	ITI House, 36, Dr. R. K. Shirodkar Marg Parel, Mumbai - 400 012.
4	Website	www.itiorg.com
5	E mail ID	info@itiorg.com
6	Financial year reported	01st April, 2021 to 31st March, 2022
7	Sector(s) that the Company is engaged in (industrial activity code-wise)	Financial Advisory & Consultancy Trading in goods
8	List three key products/services that the Company manufactures/provides (as in balance sheet)	Financial Advisory & Consultancy Trading in goods
9	Total number of locations where business activity is undertaken by the Company	One
a)	Number of International Locations	Nil
b)	Number of National Locations	One Registered Office : ITI House, 36, Dr. R. K. Shirodkar Marg Parel, Mumbai - 400 012
10	Markets served by the Company – Local/State/National/ International	Local, State and National

SECTION B: FINANCIAL DETAILS OF THE COMPANY:

Sr. No.	Particulars	Remarks
1	Paid up Capital *	(₹ in lakhs)
	5,15,20,267 equity shares of ₹ 10 each fully paid	5152.03
	2,25,000 1 % Redeemable Preference Shares of ₹ 100 each fully paid	225.00
	7,32,000 Optionally Convertible Preference Shares of ₹ 325 each fully paid	2379.00
	Total issued and paid up capital	7756.03
2	Total Turnover (Excluding Other Income)	11,500.95
3	Total profit / (Loss) after taxes	95.40
4	Total spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	Not applicable
5	List of activities in which expenditure in 4 above has been incurred	Not applicable

SECTION C: OTHER DETAILS:

Sr. No.	Particulars	Remarks
1	Does the Company have any Subsidiary Company/ Companies?	Yes, as on 31st March, 2022 the Company had 11 (eleven) wholly owned subsidiaries, 3 (three) subsidiaries, 3 (three) step-down subsidiaries and one Associate Company which has 1 (one) Wholly Owned Subsidiary and 1 (one) Step Down Subsidiary. The details of all the subsidiary companies is included in Annexure II to the Board's Report
2	Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)	No.

Sr. No.	Particulars	Remarks
3	Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]	No, other business partners of the Company do not directly participate in the Company's BR initiatives. The Company endeavors to encourage its franchisees / suppliers / distributors (wherever possible) to participate in the initiatives towards BR and to adopt practices which would help them to carry out business in a fair manner.

SECTION D: BUSINESS RESPONSIBILITY INFORMATION:

The Company has robust governance mechanisms to monitor the progress of the Company's Compass sustainability commitments.

Sr. No.	Particulars	Remarks
1	Details of Director responsible for BR	
a)	Details of the Director responsible for implementation of the BR policy/policies	
1)	DIN Number	05333936
2)	Name	Chintan Valia
3)	Designation	Non Executive Chairman
b)	Details of the BR head	
1)	DIN Number	05333936
2)	Name	Chintan Valia
3)	Designation	Non Executive Chairman
4)	Telephone number	022-4027 3600
5)	E mail ID	chintan.valia@itiorg.com

2. Principle-wise (as per NVGs) BR Policy/policies

a) Details of compliance

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Does the Company have a policy/ policies for....	Yes	NA#	Yes	Yes	Yes	Yes	Yes	Yes	Yes
2	Has the policy being formulated in consultation with the relevant stakeholders?	Yes	-	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Yes	-	Yes	Yes	Yes	Yes	Yes	Yes	Yes
		The policies adopted by the Company are in conformity with the applicable statutes/guidelines/ policies/rules and regulations etc. issued by the Government of India. These policies were formulated, keeping in view industry practices and standards								
4	Has the policy being approved by the Board ?									
	If yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Yes	-	Yes	Yes	Yes	Yes	Yes	Yes	Yes
5	Does the Company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Yes	-	Yes	Yes	Yes	Yes	Yes	Yes	Yes
6	Indicate the link for the policy to be viewed online?	The details of all the policies along with the weblink is included in Annexure I to the Board's Report								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes	-	Yes	Yes	Yes	Yes	Yes	Yes	Yes
8	Does the Company have in-house structure to implement the policy/ policies.	Yes	-	Yes	Yes	Yes	Yes	Yes	Yes	Yes

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
9	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Yes	-	Yes	Yes	Yes	Yes	Yes	Yes	Yes
10	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	The evaluation of policies are carried out by internal & statutory Auditors during audit process at an appropriate interval.								

Considering the business of the Company, Principle 2 is not applicable

b) If answer to Sr. No. 1 against any principal is "No", please explain why (tick up to two options).

Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The Company has not understood the principles.	-	-	-	-	-	-	-	-	-
2.	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specific principles.	-	-	-	-	-	-	-	-	-
3.	The Company does not have financial or manpower resources available for the task.	-	-	-	-	-	-	-	-	-
4.	It is planned to be done within the next six months.	-	-	-	-	-	-	-	-	-
5.	It is planned to be done within next one year.	-	-	-	-	-	-	-	-	-
6.	Any other reason (please Specify).	-	-	-	-	-	-	-	-	-

The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business ("NVGs") released by the Ministry of Corporate Affairs had adopted nine areas of Business Responsibility as given below briefly: -

P1 - Business should conduct and govern themselves with Ethics, Transparency and Accountability

P2 - Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

P3 - Businesses should promote the wellbeing of all employees

P4 - Businesses should respect the interest of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

P5 - Business should respect and promote human rights

P6 - Business should respect, protect and make efforts to restore the environment

P7 - Businesses, when engaged in influencing public and regulatory policy, should do so in responsible manner

P8 - Businesses should support inclusive growth and equitable development

P9 - Businesses should engage with and provide value to their customers and consumers in a responsible manner

3. Governance related to BR

a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.

The BR performance of the Company under various principles is assessed at least once a year by the Board of Directors.

b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

Yes, the Company publishes BR Report annually which forms part of Annual Report. It is available at <https://www.itorg.com/investor-inner.php?id=4>

4. Section E: Principle-wise performance

PRINCIPLE 1 BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

1. Does the policy relating to ethics, bribery and corruption cover only the Company? Yes / No. Does it extend to the Group /Joint Ventures / Suppliers / Contractors / NGOs / Others?

No. The Policies relating to ethics, bribery and corruption cover not only the Company, but also extends to subsidiaries, Vendors, Consultants, Suppliers, and other external stakeholders.

The Company accords utmost importance to ethical, transparent, and accountable conduct by its employees and stakeholders. The Compliance function of the Company ensures needed compliance with various regulatory and statutory requirements at all appropriate levels within the Organization. It also updates the Board and the Management on the status of compliances in the changing regulatory environment.

The Company commits timely disclosures and transparency at all levels so as to provide access to all relevant information about its business to stakeholders. The Corporate Governance practices apply across various businesses of the Company including Board Governance. The Board oversees the service of the Management towards protection of stakeholders' interest in the long run.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

The status of investor complaints are given below:-

Particulars	Number of Investor Complaints
Pending as on April 1, 2021	0
Received during the financial year 2021-22	1
Disposed off during the financial year 2021-22	1
Remaining unresolved as on March 31, 2022	0

Further, the Company has not received any whistle blower complaints during financial year 2021-22.

PRINCIPLE 2 – BUSINESS SHOULD PROVIDE GOODS AND SERVICES THAT ARE SAFE AND CONTRIBUTE TO SUSTAINABILITY THROUGHOUT THEIR LIFE CYCLE.

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and / or opportunities.

The Company is engaged in advisory services and trading activities besides holding investment in subsidiaries. The Group business consists of equity and commodity broking, mutual fund, financial services, lending business, investment banking and third party distribution activities which are carried out by separate subsidiaries of the Company. Customers of the Company are provided online trading facilities through internet and offline trading through Branches & Customer Care. All operations are carried out online through active support of branches & authorised persons i.e. franchisees, under regulatory environment. All operations are in compliance with relevant rules & regulations. The Company has digital platforms for client on-boarding, engagement and servicing, HR operations, accounting etc. These secured digital platforms ensure privacy of information and are environmentally sustainable.

Considering the nature of the business of the Company the said principle may not be strictly applicable. However, the Company endeavours to serve social and economic opportunities.

Further, the Company emphasizes on reducing dependence on paper communications and encourage use of electronic means of communication which serves towards environmental protection and sustainable growth.

The Company always focus on waste minimization which can be achieved in an efficient way by focusing primarily on the 3Rs, "reduce," followed by "reuse" and then "recycle."

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):

Since, the Company is not involved in any manufacturing activity, the reporting on use of energy, water, raw material etc. is not applicable.

However, the Company is equipped with rainwater harvesting system and recycles waste water to reuse as flush water and in watering plants. Further, sensors in water taps are used to reduce wastage of water.

Further, there is thermal insulator which help in reducing the heat transfer thereby improving cooling inside the building and hence reducing power consumption. Usage of LED light and motion sensors are installed in office premises to save electricity.

3. Does the Company have procedures in place for sustainable sourcing (including transportation)?

Since the Company is not involved in any manufacturing activity, the reporting on sustainable sourcing is not applicable. The Company's major material requirements are related to office infrastructure, administration and IT related equipments and services. Although, there is very limited procurement requirement, the Company takes various initiatives to have responsible sourcing.

4. Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?

The Company, wherever practically possible and feasible, has tried to improve the capacity and capability of local and small vendors by patronizing them to supply / provide different services required by the Company for its day to day administration / operations.

5. Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Since the Company is not involved in any manufacturing activity, the reporting on recycle mechanism is not applicable. However, there is segregation of dry and wet waste and the solid waste management is done by recycling paper, tissue, plastic bottles and cardboard waste.

Further, the IT wastes are outsourced to vendor which disposes off the wastes as per proper waste disposal mechanism. Also the old papers, documents, tissue and cardboard waste are scrapped in such a manner that they may be recycled. Further, food wastage awareness drive is conducted in Head Office.

The focus of the Company is to recycle waste/ scrap. The Company recycles materials wherever it is used within the Company and the scrap/ waste so generated cannot be recycled are sold to approved vendors for disposal as per the applicable guidelines.

The Company also follows waste management rules, as prescribed by the respective pollution control board where the Head Office of the Company is located.

PRINCIPLE 3 – BUSINESS SHOULD PROMOTE THE WELLBEING OF ALL EMPLOYEES

1. Please indicate the Total number of employees:

The total number of employees as on March 31, 2022 – 14

2. Please indicate the Total number of employees hired on temporary / contractual / casual basis:

Nil

3. Please indicate the Number of permanent women employees:

The total number of women employees as on March 31, 2022 – 1.

4. Please indicate the Number of permanent employees with disabilities:

Nil

5. Do you have an employee association that is recognized by Management:

There is no employee association. However, mechanisms are in place for employees to represent their issues, if any, and the same are resolved amicably.

6. What percentage of your permanent employees are members of this recognized employee association?

Not Applicable

7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year:

Sr. No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1	Child labour / forced labour/ involuntary labour	The Company does not hire child labour, forced labour or involuntary labour	Not Applicable
2	Sexual harassment	Nil	Not Applicable
3	Discriminatory employment	Nil	Not Applicable

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

Induction and skill up-gradation training programmes are routinely conducted, and it covers a substantial part of the workforce every year. The training programmes cover various aspects such as product training, soft skills, and behavioral training etc.

- Permanent Employees: 100%
- Permanent Women Employees: 100%
- Casual / Temporary / Contractual Employees: Company does not have this category of employees
- Employees with Disabilities: Company does not have this category of employees

The Company has conducted programmes on awareness of prevention of sexual harassment and health awareness for women employees.

PRINCIPLE 4 – BUSINESS SHOULD RESPECT THE INTERESTS OF, AND BE RESPONSIVE TOWARDS ALL STAKEHOLDERS ESPECIALLY THOSE WHO ARE DISADVANTAGED, VULNERABLE AND MARGINALIZED.

1. Has the Company mapped its internal and external stakeholders? Yes / No

Yes.

2. Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders:-

No

3. Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

Not applicable

PRINCIPLE 5 – BUSINESS SHOULD RESPECT AND PROMOTE HUMAN RIGHTS.

1. **Does the policy of the Company on human rights cover only the Company or extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?**

Yes. The Policy on human rights extend to Company and its Group Company. Further, the Company encourage others to follow to extend possible while having relation with Company.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

During the year under review, the Company has not received any complaint from any stakeholders pertaining to human rights.

PRINCIPLE 6 – BUSINESS SHOULD RESPECT, PROTECT AND MAKE EFFORTS TO RESTORE THE ENVIRONMENT.

1. **Does the policy related to Principle 6 cover only the Company or extends to the Group / Joint Ventures/ Suppliers / Contractors / NGOs / others.**

Presently, the Policy related to Principle 6 is applicable to the ITI Group.

2. **Does the company have strategies / initiatives to address global environmental issues such as climate change, global warming, etc.? Y / N. If yes, please give hyperlink for webpage etc.**

The Company is engaged in the industry of providing services and not manufacturing of any goods, hence is a non-pollutant Company. However, it has a deep concern for the protection and sustainability of environment owing to which it intends to be actively involved in activities for protection of environment.

The Company emphasizes on reducing dependency on paper communications and encourages use of electronic means of communication which serves towards environmental protection and sustainable growth.

Further, the Company has stopped the usage of plastic cups, bottles and straws for beverages and instead has distributed ceramic coffee mugs to all the employees and reusable cutlery is used in cafeteria.

3. **Does the Company identify and assess potential environmental risks? Y / N**

As the company in service industry, it has not identified or assessed the potential environmental risks.

4. **Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, whether any environmental compliance report is filed?**

The Company does not have any project related to Clean Development Mechanism.

5. **Has the Company undertaken any other initiatives on clean technology, energy efficiency, renewable energy, etc. Y / N. If yes, please give hyperlink for web page etc.**

The Company uses LED lights on all floors which consumes less power.

The Company has opted for efficient processes in order to minimize adverse impact on the environment. High priority is given towards energy efficiency for selecting or changing over to new system to have less carbon emission initiatives.

6. **Are the Emissions / Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

Not Applicable

7. **Number of show cause / legal notices received from CPCB / SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

The Company has not received any show cause/legal notice from CPCB /SPCB.

PRINCIPLE 7 – BUSINESSES, WHEN ENGAGED IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A RESPONSIBLE MANNER.

1. **Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

The Company is presently not a member of any trade and chamber or association.

2. **Have you advocated / lobbied through above associations for the advancement or improvement of public good? Yes / No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)**

Not applicable

PRINCIPLE 8 – BUSINESSES SHOULD SUPPORT INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT.

1. **Does the Company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8?**

The Company with its vision of equitable development and in adherence to social responsibility towards society as imposed under Section 135 of Companies Act, 2013, has been engaged into activities of providing education, trainings & other welfare programmes, etc.

The Company being in the business of providing financial services, conducts various investor programs from time to time.

2. **Are the programmes / projects undertaken through in-house team / own foundation / external NGO / government structures / any other organization?**

Yes. The projects, programmes are undertaken through in house teams and NGO.

3. **Have you done any impact assessment of your initiative?**

No

4. **What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?**

At group level company has done the Corporate Social Responsibility and total amount spent by different subsidiaries and associate company during the fy 2021-22 is as follows

Sr. No	Name of the subsidiary	Amount
1	United Petro Finance Limited	32,65,000
2	Antique Stock Broking Limited	36,28,000
3	Fortune Integrated Assets Finance Limited	91,49,571
	Total	1,60,42,571

PRINCIPLE 9 - BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CUSTOMERS AND CONSUMERS IN A RESPONSIBLE MANNER

1. **What percentage of customer complaints / consumer cases are pending as on the end of financial year?**

Nil

2. **Does the Company display product information on the product label, over and above what is mandated as per local laws?**

The company is in service and trading business hence this is Not Applicable.

3. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and / or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

The Company understands that consumers/clients are its most important stakeholders and in the ordinary course of business, some customer may have grievance / disputes against the Company/ its subsidiaries. The Company and its subsidiaries never indulges in any anti-competitive behaviour, and the remains committed to protecting the interest of all stakeholders in a legally compliant manner with high ethical standards.

The Company always endeavour to maintain cordial relationship with its customer and attach utmost importance to verify / investigate the matters and arrive at an amicable settlement, but in some cases where it is not possible, the Company pursues legal resolution for the same.

There is no anti-competitive, abuse of dominant position or unfair trade practices case pending against the Company.

4. **Did your Company carry out any consumer survey / consumer satisfaction trends?**

Feedback is a continuous process of our business. The Company basis inputs received from its customers/ clients regarding the service quality, it keeps on improving system on regular basis and identify scope and future opportunities to increase client value.

For and on behalf of
The Investment Trust of India Limited

Chintan V. Valia
Non-Executive Chairman
(DIN: 05333936)

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Date:- 11th August, 2022

Place:- Mumbai

INDEPENDENT AUDITOR'S REPORT

To the members of The Investment Trust of India Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of The Investment Trust of India Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, the Profit and total comprehensive Gain, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole and informing our opinion thereon, and we do not provide a separate opinion on these matters. We do not have any matters that are considered as Key audit matters during the year under consideration.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We will report any material misstatement, if any, on receiving the Other Information.

Responsibility of Management and Those charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive gain, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone 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 financial 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure A**" since, in our opinion and according to the information and explanation given to us, the said Order is applicable to the Company.
- 2) As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS 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 March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - 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 Company has not paid any remuneration to its directors during the current year.

- 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, as amended 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 derivatives contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.
 - 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) of Companies (Audit and Auditors) Rule, 2014, as provided under (a) and (b) above, contain any material misstatement.
 - V. The company did not declare or pay any dividend during the year.

For **Ramesh M. Sheth & Associates**
Chartered Accountant
(ICAI Firm's Registration No. 111883W)

(Mehul R. Sheth)
(Partner)
(Membership No. 101598)
UDIN: 22101598AJHQBM4671

Place of Signature: Mumbai
Date: 20.05.2022

ANNEXURE – A TO THE AUDITORS’ REPORT

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of The Investment Trust of India Limited of even date)

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

- (i) In respect of the Company’s Property, Plant and Equipment and Intangible Assets:
- A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
 - B.
 - a) The Company has maintained proper records showing full particulars of intangible assets held by them.
 - b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c) Based on our examination, we report that, the company does not own any immovable properties and thus para (i)(B)(c) of the order is not applicable.
 - d) Company has not revalued any of its Property, Plant and Equipment, tangible or intangible (including right-of-use assets) during the year.
 - e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The management has conducted physical verification of inventory at reasonable interval. In our opinion the coverage and procedure of such verification by the management is appropriate considering size and nature of its business. There were no material discrepancies noticed which needed adjustment in its books of accounts.
- (b) The Company has not availed or sanctioned any working capital loans, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) The Company has made investment in, provided guarantee or security and granted loans and advances in the nature of loans to companies and other parties, during the year, details of which are stated below:

- (a) (A) The Company has granted loans to certain parties the details of which are as below:

Particulars	(₹ In Lakhs)
Aggregate amount during the year	
- Related Parties*	82.00
Balance outstanding as at the balance sheet date	
- Related Parties*	2.00

* As per The Companies Act, 2013

The Company has provided guarantee or security to certain parties as below:

Particulars	(₹ In Lakhs)
Aggregate amount during the year	
- Related Parties*	7,500.00
Balance outstanding as at the balance sheet date	
- Related Parties*	35,600.00

* As per The Companies Act, 2013

- (B) The Company has not granted any loans or advances in the nature of loans and guarantees or securities to any parties other than subsidiaries, joint ventures and associates during the year.
- (b) The Investments made, guarantees provided, securities given and the terms and conditions of the grant of loans and advances in the nature of loans and guarantees provided are not prejudicial to the Company’s interest.
- (c) There is no stipulation of schedule of repayment of principal and payment of interest on loans for the loans which are classified as repayable on demand.
- (d) In absence of any terms and conditions we are unable to comment whether any amount towards recovery of principal and interest is overdue for more than 90 days.

- (e) In absence of any terms and conditions we are unable to comment whether any loans or advances in the nature of loans had fallen due and whether the same were renewed or extended fresh loans were granted to settle the overdues of existing loans given to the same parties.
- (f) The company has granted following loans and advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

Particulars	Amount (₹ In lakhs)
Aggregate amount of loans/advances in nature of loans	2.00
- Repayable on demand (Related parties**)	2.00
- Agreement does not specify any terms or period of repayment	–
Total (A+B)	2.00
Percentage of loans/advances in nature of loans to the total loans	100%

** As defined in clause (76) section 2 of The Companies Act, 2013.

- (iv) The Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans and advances granted, guarantees given and investments made. The Company has not given any security to any parties during the year.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- (vi) The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Act for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- (vii) In respect of statutory dues:
- (a) The Company does not have any liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into Goods and Services Tax ("GST").
- The amounts deducted / accrued in the books of account in respect of undisputed statutory dues including GST, Provident fund, Employees' State Insurance, Income-Tax, Cess and other statutory dues have been regularly deposited by the Company with the appropriate authorities;
- (b) There are no statutory dues relating to GST, Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Value Added Tax or Cess or other statutory dues which have not been deposited on account of any dispute.
- (viii) In our opinion and according to the information and explanations given by the management and based on the procedures carried out during the course of our audit, we have not come across any transactions not recorded in the books of accounts which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) The company has not taken any loan from Banks or Financial Institutions and hence, reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) We report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) The company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) (a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- (xi) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) No whistle-blower complaints were received during the year, by the company.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable.

- (xiii) All transactions with related parties are in compliance with section 177 & 188 of the Act. The details of transactions during the year have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and the nature of its business.
(b) We have considered, the internal audit reports for the company issued till date, for the period under audit.
- (xv) The Company has not entered into any non-cash transactions with its Directors or persons connected with its directors during the year and hence provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
(b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
(c) In our opinion and according to the information and explanations provided to us during the course of audit, the Group does not have any CICs.
- (xvii) The Company has not incurred any cash losses during the financial year ended on that date and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year and accordingly reporting under clause 3(xviii) of the Order is not applicable.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that 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, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company is not required to spend any amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **Ramesh M. Sheth & Associates**
Chartered Accountants
(ICAI Firm's Registration No. 111883W)

(Mehul R. Sheth)
(Partner)
(Membership No. 101598)
UDIN No.: 22101598AJHQBM4671

Place of Signature: Mumbai
Date: 20.05.2022

ANNEXURE – B TO THE AUDITOR'S REPORT

Referred to in paragraph 2 (f) 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the members of The Investment Trust of India Limited of even date for the year ended March 31, 2022.

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

We have audited the internal financial controls over financial reporting of The Investment Trust of India Limited ("the company") as of 31 March 2022 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishment and maintaining internal financial controls based in the internal control over financial reporting criteria establishment 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 Act.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For **Ramesh M. Sheth & Associates**
Chartered Accountants
(ICAI Firm's Registration No. 111883W)

(Mehul R. Sheth)
(Partner)
(Membership No. 101598)
UDIN No.: 22101598AJHQB4671

Place of Signature: Mumbai
Date: 20.05.2022

BALANCE SHEET AS AT MARCH 31, 2022

(₹ in Lakhs)

Particulars		Note No.	As at March 31, 2022	As at March 31, 2021
I	ASSETS			
1	Non-current assets			
	(a) Property, plant and equipment	3	18.08	12.55
	(b) Right-of-use assets	4	1,423.17	487.05
	(c) Intangible assets	5	1.59	4.42
	(d) Investments in subsidiaries and associates	6	40,872.04	48,296.05
	(e) Financial Assets			
	(i) Investments	7	1,820.34	1,655.07
	(ii) Loans	8	300.18	442.65
	(f) Deferred tax assets (net)	32	739.36	677.41
	(g) Other non-current assets	9	1,020.57	877.71
2	Current assets			
	(a) Inventories	10	–	63.58
	(b) Financial Assets			
	(i) Trade receivables	11	3,009.77	3,310.85
	(ii) Cash and cash equivalents	12	19.87	226.43
	(iii) Loans	13	2.00	555.95
	(iv) Other financial current assets	14	286.06	1,425.77
	(c) Other Current Assets	15	304.03	532.19
	TOTAL ASSETS		49,817.06	58,567.68
II	EQUITIES AND LIABILITIES			
1	Equity			
	(a) Equity Share Capital	16	5,152.03	5,152.03
	(b) Other Equity	17	37,970.90	37,872.31
2	Liabilities			
	Non-current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	18	1,879.59	1,715.45
	(ii) Lease liabilities	19	1,174.46	542.82
	(b) Provisions	20	22.42	29.11
	Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	21	2,748.75	10,728.52
	(ii) Lease liabilities	22	416.08	66.49
	(iii) Trade payables (Includes dues to micro and small enterprises: ₹ NIL (March 31, 2021 : ₹ NIL)	23	141.96	130.70
	(iv) Other Financial Liabilities	24	133.97	2,060.82
	(b) Other current liabilities	25	136.59	224.30
	(c) Provisions	26	40.31	45.13
	TOTAL EQUITY AND LIABILITIES		49,817.06	58,567.68
	Significant accounting policies	1 to 2		
	Notes forming part of the Financial Statements	3 to 47		

As per our Report of even date
For **RAMESH M. SHETH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 111883W

Mehul R. Sheth
Partner
Membership No. 101598

Mumbai, May 20, 2022

For and on behalf of
THE INVESTMENT TRUST OF INDIA LIMITED

Chintan V Valia
Non-Executive Chairman
(DIN: 05333936)

Subbiah Manickam
Chief Financial Officer
Mumbai, May 20, 2022

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Satish Bhanushali
Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Particulars		Note No.	Year ended March 31, 2022	Year ended March 31, 2021
I	Continuing Operations			
	Income			
	Revenue from operations	27	11,500.95	7,654.00
	Other Income	28	929.98	991.13
	Total Income		12,430.93	8,645.13
II	Expenses:			
	Purchases of Stock-In-Trade		9,138.32	5,900.14
	Changes in inventories of Stock-In-Trade		63.58	53.48
	Employee benefits expense	29	500.38	476.80
	Finance Costs	30	1,394.25	1,452.06
	Depreciation and amortisation expense		474.13	490.14
	Other expense	31	834.10	625.04
	Total Expense		12,404.76	8,997.66
III	Profit/ (loss) before exceptional items and tax		26.17	(352.53)
IV	Tax expense:	32		
	Current tax		–	–
	Deferred tax charge/(credit)		(63.01)	(84.86)
	Excess/(short) tax provision in respect of earlier years		(6.22)	16.27
	Total Tax Expenses		(69.23)	(68.59)
V	Profit/(Loss) for the year		95.40	(283.94)
VI	Other Comprehensive Income			
	Items that will not be reclassified to profit or loss			
	(i) Remeasurements of post employment benefit obligations		4.25	2.68
	(ii) Income Tax relating to these items		(1.06)	(0.67)
	Other Comprehensive Income for the year (net of tax)		3.19	2.01
VII	Total Comprehensive Income for the year (comprising Profit /(Loss) and other comprehensive income for the year)		98.59	(281.93)
VIII	Earnings per equity share of ₹ 10 each:	42		
	(1) Basic (₹)		0.19	(0.56)
	(2) Diluted (₹)		0.18	(0.56)
	Significant accounting policies	1 to 2		
	Notes forming part of the Financial Statements	3 to 47		

As per our Report of even date
For **RAMESH M. SHETH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 111883W

Mehul R. Sheth
Partner
Membership No. 101598

Mumbai, May 20, 2022

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Mumbai, May 20, 2022

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(DIN: 03445571)

Satish Bhanushali
Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Particulars		Year ended March 31, 2022	Year ended March 31, 2021
A	CASH FLOW FROM OPERATING ACTIVITIES	Audited	Audited
	Net Profit/(Loss) before tax as per statement of Profit and Loss	26.17	(352.53)
	Adjustments for :		
	Depreciation and amortisation	474.13	490.14
	Corporate guarantee charges	(106.65)	(102.50)
	Assignment receivables written off	19.45	56.13
	Profit on sale of property Plant and Equipment	-	(2.46)
	Provision for employee benefits (Net)	-	4.92
	Loss allowance on receivables	24.48	48.44
	Provision for expenses	-	24.49
	Amortisation of share issue expenses	9.00	9.21
	Bad debts / sundry balances written off (Net)	13.00	-
	Interest income	-	(6.31)
	Net (gain)/loss on fair valuation through profit and loss	(143.20)	(185.53)
	Share based payment	-	68.03
	Loss / (Gain) on Modification of Lease Liability	(11.99)	(99.62)
	Interest expense pertaining to lease liability	168.21	104.28
	Remeasurements of post employment benefit obligations	4.25	2.68
	Interest expense	1,225.86	1,347.73
	Dividend income	(32.15)	(17.01)
	Operating Profit before working capital change	1,670.56	1,390.09
	Adjustments for :		
	(Increase) / Decrease in trade and others receivables	2,261.52	1,261.33
	(Increase)/decrease in inventories	63.58	53.48
	Increase / (Decrease) in trade payables, other payables and provisions	(2,004.72)	519.74
		1,990.94	3,224.64
	Direct tax paid (net)	(136.64)	484.53
	NET CASH INFLOW /(OUTFLOW) FROM OPERATING ACTIVITIES	1,854.30	3,709.17
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Acquisition of property, plant and equipment and Intangible assets	(13.26)	(0.76)
	Sale of property, plant and equipment	-	3.13
	(Increase) / Decrease in investments in subsidiaries	7,530.66	(2,200.00)
	Interest income	-	6.31
	NET CASH INFLOW /(OUTFLOW) FROM INVESTING ACTIVITIES	7,517.40	(2,191.32)
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Net borrowings	(7,815.63)	463.51
	Payment of lease liabilities	(536.77)	(500.89)
	Interest expense	(1,225.86)	(1,347.73)
	NET CASH INFLOW / (OUTFLOW) FROM FINANCING ACTIVITIES	(9,578.26)	(1,385.11)
	NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(206.56)	132.74
	Cash and cash equivalents at the beginning of the period	226.43	93.69
	Cash and cash equivalents at the end of the period	19.87	226.43

Previous year's figures have been regrouped / reclassified wherever necessary, to confirm the current year's classification.

As per our Report of even date
For **RAMESH M. SHETH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 111883W

Mehul R. Sheth
Partner
Membership No. 101598

Mumbai, May 20, 2022

For and on behalf of
THE INVESTMENT TRUST OF INDIA LIMITED

Chintan V Valia
Non-Executive Chairman
(DIN: 05333936)

Subbiah Manickam
Chief Financial Officer
Mumbai, May 20, 2022

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Satish Bhanushali
Company Secretary

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

A EQUITY SHARE CAPITAL

(₹ in Lakhs)

As at March 31, 2020	5102.38
Changes in equity	49.65
As at March 31, 2021	5,152.03
Changes in equity	–
As at March 31, 2022	5,152.03

B OTHER EQUITY

	Share based payment	Capital reserve	Capital Redemption reserve	Securities premium	General reserve	Equity component of compound financial instruments suspense account	Equity component of compound financial instruments	Retained earnings	Total
Balance as at March 31, 2020	320.99	275.97	5,436.00	27,963.44	439.18	901.83	–	2,748.80	38,086.21
Profit for the year	–	–	–	–	–	–	–	(283.94)	(283.94)
Other comprehensive income for the year	–	–	–	–	–	–	–	2.01	2.01
Total comprehensive income for the year	–	–	–	–	–	–	–	(281.93)	(281.93)
Issued during the year	–	–	–	–	–	(901.83)	–	–	(901.83)
Addition during the year	68.03	–	–	–	–	–	901.83	–	969.86
Balance as at March 31, 2021	389.02	275.97	5,436.00	27,963.44	439.18	–	901.83	2,466.87	37,872.31
Profit for the year	–	–	–	–	–	–	–	95.40	95.40
Other comprehensive income for the year	–	–	–	–	–	–	–	3.19	3.19
Total comprehensive income for the year	–	–	–	–	–	–	–	98.59	98.59
Transfer within other equity	(201.01)	–	–	–	–	–	–	201.01	–
Balance as at March 31, 2022	188.01	275.97	5,436.00	27,963.44	439.18	–	901.83	2,766.47	37,970.90

As per our Report of even date
For **RAMESH M. SHETH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 111883W

Mehul R. Sheth
Partner
Membership No. 101598

Mumbai, May 20, 2022

For and on behalf of
THE INVESTMENT TRUST OF INDIA LIMITED

Chintan V Valia
Non-Executive Chairman
(DIN: 05333936)

Subbiah Manickam
Chief Financial Officer
Mumbai, May 20, 2022

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Satish Bhanushali
Company Secretary

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

1 COMPANY OVERVIEW

The Investment Trust of India Limited (the Company) was incorporated on June 14, 1991 as a private limited company. It was subsequently converted into a public limited company on October 20, 1994. The company had made an initial public offer in February, 1995. The Company is presently listed on BSE Limited and National Stock Exchange of India Limited. The Company is engaged in advisory services and trading activities besides holding investment in subsidiaries. The Group business consists of equity and commodity broking, mutual fund, financial services, lending business, investment banking and third party distribution activities which are carried out by separate subsidiaries and associate of the Company.

2 SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation

(i) Compliance with Ind AS

In accordance with the notification issued by the Ministry of Corporate Affairs, the company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2016. These financial statements have been prepared in accordance with the Ind AS as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

(ii) Application of new accounting pronouncement

Effective April 01, 2018, the Company has adopted Indian Accounting Standard 115 (Ind AS 115) -Revenue from contracts with customers. The effect on adoption of Ind-AS 115 was insignificant.

(iii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- 1) certain financial assets and liabilities that are measured at fair value;
- 2) defined benefit plans - plan assets measured at fair value;

(iv) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

(b) Use of estimates and judgments

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results may differ from these estimates. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investment, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

(c) Property, plant and equipment

The Company has applied for the one time transition exemption of considering the carrying cost on the transition date i.e. April 1, 2016 as the deemed cost under IND AS. Hence regarded thereafter as historical cost.

All items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation on all the fixed assets except leasehold improvements and goodwill are provided on a Written Down Value Method over the estimated useful lives of assets. Leasehold improvements are amortised over the period of lease on Straight line Method. Goodwill, on the other hand, is amortised on Straight line Method.

The Company depreciates its property, plant and equipment over the useful life in the manner prescribed in Schedule II to the Act, and management believe that useful life of assets are same as those prescribed in Schedule II to the Act.

The residual values are not more than 5% of the original cost of the asset.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(d) Lease

Operating Lease

As a lessee

With effect from 1 April 2019, the Company has applied Ind AS 116 'Leases' for all long term and material lease contracts covered by the Ind AS. The Company has adopted modified retrospective approach as stated in Ind AS 116 for all applicable leases on the date of adoption.

Measurement of Lease Liability

At the time of initial recognition, the Company measures lease liability as present value of all lease payments discounted using the Company's incremental cost of borrowing.

Subsequently, the lease liability is –

- (i) increased by interest on lease liability;
- (ii) reduced by lease payments made; and
- (iii) remeasured to reflect any reassessment or lease modifications specified in Ind AS 116 'Leases', or to reflect revised fixed lease payments.

Measurement of Right-of-use assets

At the time of initial recognition, the Company measures 'Right-of-use assets' as present value of all lease payments discounted using the Company's incremental cost of borrowing w.r.t said lease contract. Subsequently, 'Right-of-use assets' is measured using cost model i.e. at cost less any accumulated depreciation and any accumulated impairment losses adjusted for any remeasurement of the lease liability specified in Ind AS 116 'Leases'.

Depreciation on 'Right-of-use assets' is provided on straight line basis over the lease period.

The exception permitted in Ind AS 116 for low value assets and short term leases has been adopted by Company"

As a lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the excepted inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

(e) Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, balances with bank, deposits held with banks or highly liquid short term investments with maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(f) Inventories

Inventories of Stock-in-trade are stated 'at cost or net realisable value, whichever is lower'. Cost comprise all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae used are 'First-in-First-out'. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

(g) Investments in subsidiaries, joint ventures and associates

Investments in subsidiaries and associates are recognised at cost as per Ind AS 27.

(h) Financial Instruments

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- (1) those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- (2) those measured at amortised cost.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and Loss.

Debt instruments:

The Company initially recognizes debt instruments issued on the date that they originate. All other debt instruments that do not meet the criteria for amortised cost are measured at fair value through Profit and Loss. Financial liabilities are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method.

Equity instruments:

The Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

gains and losses on specific equity investments in other comprehensive income, there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of Profit and Loss.

(iii) Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

(iv) Income recognition

Interest income

Interest income from debt instruments is recognised using the effective interest rate method.

Dividends

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established.

(i) Segment Reporting

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

(j) Borrowings

Borrowings are initially recognised and measured at amortised cost. Subsequent to initial recognition, these borrowings are measured at amortized cost using the effective interest method, less any impairment losses.

Preference shares, which are mandatorily redeemable on a specific date are classified as liabilities. The dividend on these preference shares is recognised in Statement of Profit and Loss as finance costs.

(k) Borrowing costs

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to Statement of Profit and Loss using effective interest method.

(l) Provisions and contingent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

(m) Revenue recognition

The Company derives revenues primarily from sale of traded goods and related services. The Company is also engaged in offering advisory services in capacity of investment manager to 'Alternate Investment Fund', Loan processing services and other professional services.

Revenue is recognized on satisfaction of performance obligation upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services.

The Company recognises provision for sales return, based on the historical results, measured on net basis of the margin of the sale. Therefore, a refund liability, included in other current liabilities, are recognized for the products expected to be returned.

The Company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, it does not adjust any of the transaction prices for the time value of money.

The Company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

- 1 The customer simultaneously receives and consumes the benefits provided by the Company's performance.
- 2 The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- 3 The Company's performance does not create an asset with an alternative use to the Company and an entity has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

Revenue from sale of products and services are recognised at a time on which the performance obligation is satisfied. Amounts disclosed as revenue are exclusive of GST/Service Tax as applicable.

Revenue from sale of advisory services are recognised at a time on which the performance obligation is satisfied. Amounts disclosed as revenue are exclusive of GST as applicable.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(n) Employee benefits

(i) Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in full in the other comprehensive income for the period in which they occur. Past service cost both vested and unvested is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

(ii) Defined contribution plans

The Company's contribution towards Provident Fund and Family Pension Fund, which are defined contribution, are accounted for on an accrual basis and recognised in the Statement of Profit & Loss in the year in which they incur.

(iii) Compensated absences

Compensated absences are provided for on the basis of an actuarial valuation, using projected unit credit method, as at the date of the balance sheet, actuarial gains / losses, if any, are immediately recognized in the statement of profit and loss.

(iv) Employee Options

The fair value of options granted is recognised as an employee benefit expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- * including any market performance conditions
- * excluding the impact of any service and non-market performance vesting conditions, and
- * including the impact of any non-vesting conditions

(o) Foreign currency translation

(i) Functional and presentation currency

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

(ii) Transactions and balances

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

(p) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

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

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

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

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

Minimum Alternate Tax credit is recognised when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

(q) Earnings per share

The basic earnings per share is computed and disclosed by dividing the net profit after tax attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed and disclosed using the weighted average number of equity shares outstanding during the year, adjusted for the effects of all dilutive potential equity shares, if any.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(r) Impairment of financial assets

The Company applies expected credit loss (ECL) model for measurement and loss allowance on the following:

- 1 Trade receivables and Lease receivables
- 2 Financial assets measured as at amortised cost (other than trade receivables)

In case of Trade receivables and Lease receivables, the Company follows simplified approach wherein an amount equal to lifetime ECL is measured and recognised as loss allowance.

In case of other assets, the Company determines if there has been significant increase in credit risk of financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12 months ECL is measured and recognised as loss allowance.

Subsequently, if the credit quality of financial asset improves such that, there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognising impairment loss allowance based on 12 months ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with Contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are expected credit losses resulting from all possible default events over the expected life of financial assets. 12 months ECL are a portion of Lifetime ECL which result from default events that are possible within 12 months from the reporting date.

ECL are measured in a manner that, they reflect unbiased and probability weighted amounts determined by range of outcome, taking into account the time value of money and other reasonable information available as result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward looking estimates. At each reporting date, the historically observed default rates and change in forward looking estimates are updated.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income / expenses in Statement of Profit and Loss under the head 'Other expenses'.

3 PROPERTY, PLANT AND EQUIPMENT

(₹ in Lakhs)

	Computers	Office equipments	Furniture and fixtures	Leasehold improvements	Total
Gross Carrying Amount					
Balance at March 31, 2020	21.06	1.71	4.12	34.15	61.04
Additions	0.76	–	–	–	0.76
Disposals	–	–	–	13.35	13.35
Balance at March 31, 2021	21.82	1.71	4.12	20.80	48.45
Additions	11.19	2.07	–	–	13.26
Disposals	–	–	–	–	–
Balance at March 31, 2022	33.01	3.78	4.12	20.80	61.71
Accumulated Depreciation					
Balance at March 31, 2020	12.93	1.06	1.75	21.55	37.29
Additions	3.15	0.34	0.48	7.33	11.29
Disposals	–	–	–	12.68	12.68
Balance at March 31, 2021	16.08	1.40	2.23	16.20	35.90
Additions	3.66	0.32	0.22	3.53	7.72
Disposals	–	–	–	–	–
Balance at March 31, 2022	19.74	1.72	2.44	19.73	43.63
Net Carrying Amount					
Balance as at March 31, 2021	5.74	0.31	1.89	4.60	12.55
Balance as at March 31, 2022	13.27	2.06	1.68	1.07	18.08

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

4 RIGHT OF USE ASSET

(₹ in Lakhs)

Balance at March 31, 2020	1,373.80
Additions	–
Deduction / Adjustment	(412.74)
Depreciation during the year	474.01
Balance at March 31, 2021	487.05
Additions	1,378.80
Deduction / Adjustment	20.89
Depreciation during the year	463.57
Balance at March 31, 2022	1,423.17

5 INTANGIBLE ASSETS

(₹ in Lakhs)

	Computer Software
Gross Carrying Amount	
Balance at March 31, 2020	31.87
Additions	–
Disposals	–
Balance at March 31, 2021	31.87
Additions	–
Disposals	–
Balance at March 31, 2022	31.87
Accumulated Amortisation	
Balance at March 31, 2020	22.60
Additions	4.85
Disposals	–
Balance at March 31, 2021	27.45
Additions	2.83
Disposals	–
Balance at March 31, 2022	30.28
Net Carrying Amount	
Balance at March 31, 2021	4.42
Balance at March 31, 2022	1.59

6 INVESTMENTS IN SUBSIDIARIES, ASSOCIATES

	As at March 31, 2022		As at March 31, 2021	
	No. of instruments	Amount (₹ in Lakhs)	No. of instruments	Amount (₹ in Lakhs)
A. Investments in Subsidiaries				
Unquoted				
(i) Equity Instruments at cost				
ITI Securities Broking Limited	16,650,000	3,769.70	16,650,000	3,769.70
Fortune Credit Capital Limited	50,000,000	12,550.00	50,000,000	12,550.00
ITI Asset Management Limited	720,000	4,535.00	720,000	4,535.00
Fortune Management Advisors Limited	2,000,000	550.00	2,000,000	550.00
Antique Stock Broking Limited	35,000,000	3,700.00	35,000,000	3,700.00
ITI Capital Limited	6,991,810	1,006.30	6,991,810	1,006.30
Distress Asset Specialist Limited	100,000	16.13	100,000	16.13

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

	As at March 31, 2022		As at March 21, 2021	
	No. of instruments	Amount (₹ in Lakhs)	No. of instruments	Amount (₹ in Lakhs)
ITI Gilts Limited	15,000,000	1,958.35	15,000,000	1,958.35
ITI Mutual Fund Trustee Private Limited	500,000	50.00	500,000	50.00
IRC Credit Management Services Limited	10,000	1.00	10,000	1.00
ITI Nirman Limited	50,000	5.00	50,000	5.00
United Petro Finance Limited	33,801,179	4,173.54	23,120,000	3,804.20
ITI Alternate Fund Management Limited	5,500,000	550.00	5,500,000	550.00
Sub total (i)		32,865.02		32,495.68
(ii) Preference Shares				
ITI Securities Broking Limited				
10% Redeemable cumulative preference shares	500,000	50.00	500,000	50.00
12.50% Redeemable cumulative preference shares	900,000	90.00	900,000	90.00
Fortune Credit Capital Limited				
0.01% Redeemable cumulative preference shares		–	3,400	3,400.00
Sub total (ii)		140.00		3,540.00
(iii) Debentures at cost				
United Petro Finance Limited		–	4,500	4,500.00
Sub total (iii)		–		4,500.00
(iv) Other entity				
ITI Growth Opportunities LLP		84.02		84.02
Sub total (iv)		84.02		84.02
(v) Other Investments				
ITI Securities Broking Limited		150.43		134.93
Intime Multi Commodity Company Limited		8.81		8.56
Fortune Credit Capital Limited		134.76		112.50
Fortune Credit Capital Limited *		2,428.65		2,428.65
Antique Stock Broking Limited		110.89		87.50
ITI Gilts Limited		77.45		51.09
United Petro Finance Limited		106.39		87.50
Sub total (v)		3,017.38		2,910.73
Total (A) [(i)+(ii)+(iii)+(iv)+(v)]		36,106.42	33,089	43,530.43
B. Investments in Associates				
Unquoted				
(i) Equity Instruments at cost				
Fortune Integrated Assets Finance Limited	4,829,545	4,765.62	4,829,545	4,765.62
Total (B) (i)		4,765.62		4,765.62
Total (A+B)		40,872.04		48,296.05
Aggregate amount of quoted investments and Market value there of		–		–
Aggregate amount of unquoted investments		40,872.04		48,296.05
Aggregate amount of impairment in value of investments		–		–

* 496500 Equity Shares of ₹ 10/- each issued as fully paid-up pursuant to demerger of lending business of United Petro finance Limited in to Fortune Credit Capital Limited under the Scheme of Arrangement without payment being received in cash

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

7 INVESTMENTS

	As at March 31, 2022		As at March 31, 2021	
	No. of instruments	Amount (₹ in Lakhs)	No. of instruments	Amount (₹ in Lakhs)
Unquoted				
At Fair Value through Profit and Loss				
Other Investments				
ITI Long Short Equity Fund	998.23	1,478.27	998.23	1,334.14
ITI Growth Opportunities Fund	320	342.07	320	320.93
Total		1,820.34		1,655.07
Aggregate amount of unquoted investments at cost		1,320.00		1,320.00

8 NON-CURRENT LOANS

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good		
Security Deposit	300.18	442.65
Total	300.18	442.65

9 OTHER NON-CURRENT ASSETS

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Advance tax and tax deducted at source (Net)	1,020.57	877.71
Total	1,020.57	877.71

10 INVENTORIES

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Stock in trade (At lower of cost or net realisable value)	–	63.58
Total	–	63.58

11 TRADE RECEIVABLES

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Unsecured		
Considered Good	3,009.77	3,310.85
Considered doubtful	92.01	67.53
Less: Loss allowance on receivables	(92.01)	(67.53)
Total	3,009.77	3,310.85

As at March 31, 2022

Trade Receivables Ageing Schedule

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments					Total
	Less than 6m	6 m- 1yr	1-2 yrs	2-3 yrs	More than 3 yrs	
Undisputed trade receivables- considered good	2,982.78	26.98	–	–	–	3,009.77
Undisputed trade receivables- considered doubtful	–	91.46	0.55	–	–	92.01
Disputed trade receivables- considered good	–	–	–	–	–	–
Disputed trade receivables- considered doubtful	–	–	–	–	–	–

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

As at March 31, 2021

Trade Receivables Ageing Schedule

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments					Total
	Less than 6m	6 m- 1yr	1-2 yrs	2-3 yrs	More than 3 yrs	
Undisputed trade receivables- considered good	3,112.22	94.10	104.54	–	–	3,310.85
Undisputed trade receivables- considered doubtful	–	–	67.53	–	–	67.53
Disputed trade receivables- considered good	–	–	–	–	–	–
Disputed trade receivables- considered doubtful	–	–	–	–	–	–

12 CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Balances with bank- current account	19.35	226.42
Cash on hand	0.52	0.01
Total	19.87	226.43

13 CURRENT LOANS

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good	–	–
Loans to related parties	2.00	555.95
Total	2.00	555.95

14 OTHER CURRENT FINANCIAL ASSETS

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good		
Interest Accrued and due		
- Related party	3.79	60.75
- Other	–	745.19
Preference dividend receivable from related party	162.48	146.23
Other receivable	24.48	24.48
Assignment receivables	95.31	123.62
Advance for investments	–	325.50
Total	286.06	1,425.77

15 OTHER CURRENT ASSETS

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Prepaid expenses	1.81	1.67
Balances with authorities	168.62	362.78
Unamortised expenses	–	9.00
Other amount recoverable in cash or kind or for value to be received		
Related parties	95.66	66.05
Others	1.51	6.30
Advance to creditors	36.43	86.39
Total	304.03	532.19

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

16 EQUITY SHARE CAPITAL

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Authorised*		
35,10,10,000 equity shares of ₹ 10 each (March 31, 2021: 35,10,10,000)	35,101.00	35,101.00
Total	35,101.00	35,101.00
Issued, subscribed and fully paid-up		
5,15,20,267 equity shares of ₹ 10 each (March 31, 2021: 5,15,20,267)	5,152.03	5,152.03
Total	5,152.03	5,152.03

* Authorised capital of 2,25,000 1 % Redeemable Preference shares of ₹ 100 each (March 31, 2021: 2,25,000) is not considered above. Redeemable preference shares issued have been considered as borrowings in accordance with the requirement of Ind AS.

* Authorised capital of 7,32,000 0% Optionally Convertible Preference Shares of ₹ 325 each (March 31, 2021: 7,32,000) is not considered above. Redeemable preference shares issued have been considered as borrowings in accordance with the requirement of Ind AS.

(a) Reconciliation of number of shares

(₹ in Lakhs)

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
Equity Shares				
Opening Balance	51,520,267	5,152.03	51,023,767	5,102.38
Issued during the year	–	–	496,500	49.65
Closing Balance	51,520,267	5,152.03	51,520,267	5,152.03

(b) Shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% of holding	No. of shares	% of holding
Neostar Developers LLP	23,742,082	46.08	23,742,082	46.08
Aditya InfoTech Private Limited	12,154,262	23.59	12,154,262	23.59

(c) Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2022 is as follows:

Name of the Promoter	As at March 31, 2022		As at March 31, 2021		% change during the year
	No. of shares	% of holding	No. of shares	% of holding	
Neostar Developers LLP	23,742,082	46.08	23,742,082	46.08	–
Aditya InfoTech Private Limited	12,154,262	23.59	12,154,262	23.59	–
Khyati Chintan Valia	884,556	1.72	–	–	1.72
Raksha S.Valia	626,023	1.22	626,023	1.22	–
Chintan Vijay Valia	180,000	0.35	180,000	0.35	–
Sudhir V.Valia	90,523	0.18	90,523	0.18	–
Vijay Parekh	–	–	264,528	0.51	(0.51)
Paresh Parekh	–	–	620,028	1.21	(1.21)
Total	37,677,446	73.14	37,677,446	73.14	

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Disclosure of shareholding of promoters as at March 31, 2021 is as follows:

Name of the Promoter	As at March 31, 2021		As at March 31, 2020		% change during the year
	No. of shares	% of holding	No. of shares	% of holding	
Neostar Developers LLP	23,742,082	46.08	23,742,082	46.08	–
Aditya InfoTech Private Limited	12,154,262	23.59	12,154,262	23.59	–
Khyati Chintan Valia	–	–	–	–	–
Raksha S.Valia	626,023	1.22	626,023	1.22	–
Chintan Vijay Valia	180,000	0.35	180,000	0.35	–
Sudhir V.Valia	90,523	0.18	90,523	0.18	–
Vijay Parekh	264,528	0.51	264,528	0.51	–
Paresh Parekh	620,028	1.21	620,028	1.21	–
Total	37,677,446	73.14	37,677,446	73.14	

(d) Terms / 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 an equity share is entitled to one vote per share on every resolution placed before the Company on the right to receive dividend.

17 OTHER EQUITY

(₹ in Lakhs)

	Share based payment	Capital Reserve	Capital Redemption Reserve	Securities Premium Account	General Reserve	Equity component of compound financial instruments suspense account	Equity component of compound financial instruments	Retained Earnings	Total
Balance as at March 31, 2020	320.99	275.97	5,436.00	27,963.44	439.18	901.83		2,748.80	38,086.21
Profit for the year	–	–	–	–	–	–	–	(283.94)	(283.94)
Other Comprehensive Income for the year	–	–	–	–	–	–	–	2.01	2.01
Total Comprehensive Income for the year	–	–	–	–	–	–	–	(281.93)	(281.93)
Addition during the year	68.03	–	–	–	–	–	901.83	–	969.86
issued during the year	–	–	–	–	–	(901.83)	–	–	(901.83)
Balance as at March 31, 2021	389.02	275.97	5,436.00	27,963.44	439.18	–	901.83	2,466.87	37,872.31
Profit for the year	–	–	–	–	–	–	–	95.40	95.40
Other Comprehensive Income for the year	–	–	–	–	–	–	–	3.19	3.19
Total Comprehensive Income for the year	–	–	–	–	–	–	–	98.59	98.59
Transfer within other equity	(201.01)	–	–	–	–	–	–	201.01	–
Balance as at March 31, 2022	188.01	275.97	5,436.00	27,963.44	439.18	–	901.83	2,565.46	37,970.90

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. These reserve will be utilised in accordance with the provisions of the Act.

Capital reserve

Capital reserve will be utilised in accordance with provision of the Act.

Equity component of compound financial instruments suspense account

496500 Equity Shares of ₹ 10/- each to be issued as fully paid-up pursuant to demerger of lending business of United Petro finance Limited in to Fortune Credit Capital Limited

18 NON-CURRENT BORROWINGS

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Unsecured		
Redeemable cumulative preference shares #	214.30	201.85
Optionally convertible Preference Shares classified as Liability*	1,665.29	1,513.60
Total	1,879.59	1,715.45

Nature of Security and terms of repayment for non-current borrowings

Nature of Security

225,000 1% Redeemable cumulative preference shares of ₹ 100 each

Repayable on January 1, 2023. Rate of interest 1.00% p.a.

* Pursuant to demerger of lending business of United Petro finance Limited (UPFL) in to Fortune Credit Capital Limited under the Scheme of Arrangement without payment being received in cash, on the date of acquisition of control by the Company of UPFL, i.e. on 1st October 2018, consideration payable by the Company in form of 4,96,000 Equity shares of ₹ 100 each and 7,32,000 Optionally Convertible Preference Shares (OCPS) of ₹ 325/- each fully paid up recorded by splitting Equity and debt elements separately under Equity share capital suspense, OCPS Equity suspense and OCPS debt suspense respectively.

After receipt of Merger order, from 1st January 2021, Equity share capital, OCPS Equity and OCPS Debt were recorded in books, by reversing suspense account,

19 LEASE LIABILITIES

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Lease liabilities	1,174.46	542.82
Total	1,174.46	542.82

20 NON-CURRENT PROVISIONS

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Provision for employee benefit		
Gratuity	1.44	11.08
Unavailed leave	20.98	18.03
Total	22.42	29.11

21 CURRENT BORROWINGS

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Unsecured		
Loan from related parties	2,463.75	573.52
Loan repayable on demand	285.00	10,155.00
Total	2,748.75	10,728.52

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

22 LEASE LIABILITIES

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Lease liabilities	416.08	66.49
Total	416.08	66.49

23 TRADE PAYABLES

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Amount due to micro and small enterprises (Refer Note 45)	–	–
Others	141.96	130.70
Total	141.96	130.70

As at March 31, 2022

Trade Payables ageing report

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments				Total
	Less than 1 year	1-2 yrs	2-3 yrs	More than 3 years	
Undisputed dues with MSME	–	–	–	–	–
Undisputed dues with others	138.61	0.32	3.03	–	141.96
Disputed dues with MSME	–	–	–	–	–
Disputed dues with others	–	–	–	–	–

As at March 31, 2021

Trade Payables ageing report

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments				Total
	Less than 1 year	1-2 yrs	2-3 yrs	More than 3 years	
Undisputed dues with MSME	–	–	–	–	–
Undisputed dues with others	130.70	–	–	–	130.70
Disputed dues with MSME	–	–	–	–	–
Disputed dues with others	–	–	–	–	–

24 OTHER CURRENT FINANCIAL LIABILITIES

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Preference dividend payable	7.51	7.51
Dividend distribution tax on preference dividend	0.46	0.11
Other payables	46.50	53.21
Interest accrued and due		
Related parties	–	66.39
Others	79.50	1,933.60
Total	133.97	2,060.82

25 OTHER CURRENT LIABILITIES

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Statutory liabilities	136.59	224.30
Total	136.59	224.30

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

26 CURRENT PROVISIONS

(₹ in Lakhs)

	As at March 31, 2022	As at March 31, 2021
Provision for employee benefit		
Unavailed leave	2.23	2.29
Gratuity	4.50	4.79
Provision for expenses	33.58	38.05
Total	40.31	45.13

27 REVENUE FROM OPERATIONS

(₹ in Lakhs)

	Year ended March 31, 2022	Year ended March 31, 2021
Sale of Product		
Traded goods	9,525.54	6,488.56
Sale of Services		
Professional and processing fees	1,472.94	490.26
Other Operating Revenue		
Income from assignment receivables	9.05	1.70
Interest income	493.42	673.48
Total	11,500.95	7,654.00

28 OTHER INCOME

(₹ in Lakhs)

	Year ended March 31, 2022	Year ended March 31, 2021
Interest on income tax refund	–	22.68
Net gain on fair valuation through profit and loss	143.20	185.53
Corporate Guarantee charges	106.65	102.50
Interest Income	–	6.31
Finance income	9.46	20.20
Dividend income	32.15	17.01
Rent income	613.02	534.71
Gain on lease modifications	11.99	99.62
Miscellaneous income	13.51	0.11
Profit on sale of assets	–	2.46
Total	929.98	991.13

29 EMPLOYEE BENEFIT EXPENSE

(₹ in Lakhs)

	Year ended March 31, 2022	Year ended March 31, 2021
Salaries, bonus and allowances	487.66	394.72
Contributions to gratuity, provident and other funds	9.75	13.19
Share based payment (Refer note 40)	–	68.03
Staff welfare expenses	2.97	0.86
Total	500.38	476.80

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

30 FINANCE COST

(₹ in Lakhs)

	Year ended March 31, 2022	Year ended March 31, 2021
Interest expense on borrowings	1,229.92	1,402.86
Interest expense on preference shares	164.15	49.15
Bank charges	0.18	0.05
Total	1,394.25	1,452.06

31 OTHER EXPENSE

(₹ in Lakhs)

	Year ended March 31, 2022	Year ended March 31, 2021
Commission expenses	1.80	96.92
Other operational expenses	8.27	1.93
Rent (Refer note 41)	161.24	128.36
Rates and taxes	128.42	7.12
Printing and stationery	3.46	1.37
Travelling and conveyance expenses	4.82	2.79
Motor vehicle expenses	–	0.80
Electricity charges	5.32	13.32
Communication expenses	1.26	3.51
Advertisement expenses	1.00	0.74
Legal and professional fees	360.48	143.01
Auditors' remuneration		–
- Statutory audit	10.93	9.35
- Tax audit	–	1.15
- Others	–	0.61
Repairs and maintenance		
- Building	–	23.27
- Others	22.66	2.47
Membership and subscription	1.68	0.53
Business promotion expenses	11.30	4.44
Insurance	0.25	–
Assignment receivables written off	19.45	56.13
Directors' sitting fees	10.70	11.80
Amortisation of share issue expenses	9.00	9.21
Loss allowance on receivables	24.48	48.44
Computer Software Charges	34.55	24.73
Bad debts /sundry balances written off	13.00	–
Miscellaneous expenses	0.03	33.04
Total	834.10	625.04

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

32 INCOME TAXES

(A) Tax expense recognised in the Statement of Profit and Loss

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Current tax		
Current tax on taxable income for the year	–	–
	–	–
Deferred Tax		
Deferred tax charge/(credit)	(63.01)	(84.86)
MAT Credit (taken)/utilised	–	–
	(63.01)	(84.86)
Excess/(short) tax provision in respect of earlier years	(6.22)	16.27
	(6.22)	16.27
Total Income Tax expense/(credit)	(69.23)	(68.59)

(B) A reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Enacted income tax rate in India applicable to the Company	25.17%	25.17%
Profit before tax	26.17	(352.53)
Corporate Tax on Profit before tax using rate enacted in India	6.59	(88.72)
Tax effect of the amounts which are not deductible/(taxable) in calculating taxable income		
Effect of (recognition) / non recognition of deferred tax asset on losses and provision	(61.95)	(84.19)
Tax on other comprehensive income	(1.06)	(0.67)
Others	(6.59)	88.72
Total income tax expense/(credit)	(69.23)	(68.59)

(C) The movement in deferred tax assets and liabilities during the year ended March 31, 2022

(i) Components of deferred tax assets and liabilities as at March 31, 2022

(₹ in Lakhs)

Particulars	Balance as at April 1, 2021	Credit/(charge) in statement of profit or loss (including OCI)	Balance as at March 31, 2022
Property, plant and equipment and intangible assets	10.86	(363.05)	(352.19)
Provision for Employee benefits	9.11	(1.77)	7.34
Business loss	640.44	20.30	660.74
Others	17.00	406.47	423.47
Total	677.41	61.95	739.36

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(ii) Components of deferred tax assets and liabilities as at March 31, 2021

(₹ in Lakhs)

Particulars	Balance as at April 1, 2020	Credit/(charge) in statement of profit or loss (including OCI)	Balance as at March 31, 2021
Property, plant and equipment and intangible assets	(3.26)	14.12	10.86
Provision for Employee benefits	4.28	4.83	9.11
Business loss	592.20	48.24	640.44
Others	–	17.00	17.00
Total	593.22	84.19	677.41

Details of Deferred Tax Asset

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Property, plant and equipment	(352.19)	10.86
Provision for Employee benefits	7.34	9.11
Business Loss	660.74	640.44
Others	423.47	17.00
Net Deferred Tax Asset	739.36	677.41

33 FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and investments. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of counterparty to which the Company grants credit terms in the normal course of business.

Trade receivables

The Company has used expected credit loss (ECL) model for assessing the impairment loss. For the purpose, the Company uses a provision matrix to compute the expected credit loss amount. The provision matrix takes into account external and internal risk factors and historical data of credit losses from various customers.

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Financial assets for which loss allowances is measured using the expected credit loss		
Trade receivables		
less than 180 days	2,982.78	3,112.22
180 - 365 days	26.98	94.10
beyond 365 days	–	104.54
Total	3,009.77	3,310.85

Financial Assets are considered to be of good quality and there is no significant increase in credit risk.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

The table below provides details regarding the contractual maturities of significant financial liabilities :

(₹ in Lakhs)

Particulars	Less than 1 year	1-3 years
As at March 31, 2022		
Borrowings	2,748.75	1,879.59
Trade and other payables	272.58	3.35
	3,021.33	1,882.94
As at March 31, 2021		
Borrowings	10,728.52	1,715.45
Trade and other payables	2,191.52	–
	12,920.04	1,715.45

Market Risk

Exposure to interest rate risk

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Total Borrowings	4,628.34	12,443.97
% of Borrowings out of above bearing variable rate of interest	–	–

The Company's interest bearing financial assets are primarily fixed in nature. Hence, the Company is not significantly exposed to interest rate risk.

34 CAPITAL RISK MANAGEMENT

The Company aim to manages its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders.

The Company monitors capital on the basis of the carrying amount of debt less cash and cash equivalents as presented on the face of the financial statements.

The Company's objective for capital management is to maintain an optimum overall financial structure.

(₹ in Lakhs)

Debt equity ratio	As at March 31, 2022	As at March 31, 2021
Debt (includes non-current, current borrowings and current maturities of long term debt)	4,628.34	12,443.97
Less: Cash and cash equivalents	19.87	226.43
Less: Other balances with bank	–	–
Net debt	4,608.47	12,217.54
Total equity	43,122.93	43,024.34
Net debt to total equity ratio	0.11	0.28

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

35 RATIOS AS PER SCHEDULE III REQUIREMENT

Particulars	Numerator	Denominator	March 31, 2022	March 31, 2021	% change from previous year	Reason for change more than 25%
Current ratio (in times)	Current assets	Current liabilities	1.00	0.46	117%	The change in ratio is due to decrease in current liabilities as compared to Previous year
Debt-equity ratio (in times)	Borrowings	Equity	0.11	0.29	-63%	The change in ratio is due to decrease in borrowings as compared to Previous year
Debt service coverage ratio (in times)	Earnings available for debt services	Total interest and principal repayments	0.21	1.77	-88%	The change in ratio is due to increase in repayment of borrowings as compared to Previous year
Return on equity ratio (%)	Profit after tax	Average shareholders fund	0.2%	-1.3%	-117%	The change in ratio is due to increase in current year profit as compared to Previous year
Trade receivable turnover ratio (in times)	Revenue from operations	Average trade receivable	3.64	2.01	81%	The change in ratio is due to increase in current year revenue from operations as compared to Previous year
Trade payable turnover ratio (in times)	Purchases	Average trade payable	67.03	18.21	268%	The change in ratio is due to increase in current year purchase as compared to Previous year
Net capital turnover ratio (in times)	Revenue from operations	Average working capital	(0.31)	(0.46)	-33%	The change in ratio is due to increase in current year Revenue from operations as compared to previous year.
Net profit ratio (%)	Profit after tax	Revenue from operations	0.8%	-3.7%	-122%	The change in ratio is due to improvement in current year net profit as compared to previous year
Return on capital employed (%)	Earnings before interest and tax	Capital employed	3.0%	2.0%	50%	The change in ratio is due to improvement in current year earning before interest and tax as compared to previous year
Return on investment	Income generated from invested funds	Average investments	13.6%	14.1%	-3%	Not Applicable

36 FAIR VALUE MEASUREMENT

Financial Instrument by category and hierarchy

The fair values of the financial assets and liabilities are included 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:

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.

The fair values for loans, security deposits and investment in preference shares were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

(₹ in Lakhs)

Financial Assets and Liabilities as at March 31, 2022	Fair value through Profit and Loss			Fair value through OCI			Carried at amortised cost				Total Amount	
	Non Current	Current	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3		Total
Financial Assets												
Investments												
Others	1,820.34	-	1,820.34	1,478.27	-	342.07	1,820.34	-	-	-	-	1,820.34
Other assets												
Cash and cash equivalents	-	19.87	19.87	-	-	-	-	-	-	19.87	19.87	19.87
Trade receivables	-	3,009.77	3,009.77	-	-	-	-	-	-	3,009.77	3,009.77	3,009.77
Other balances with bank	-	-	-	-	-	-	-	-	-	-	-	-
Loans to related parties	-	2.00	2.00	-	-	-	-	-	-	2.00	2.00	2.00
Interest receivables	-	3.79	3.79	-	-	-	-	-	-	3.79	3.79	3.79
Other financial assets	-	282.27	282.27	-	-	-	-	-	-	282.27	282.27	282.27
Security deposits	300.18	-	300.18	-	-	-	-	-	-	300.18	300.18	300.18
Total	2,120.52	3,317.70	5,438.22	1,478.27	-	342.07	1,820.34	-	-	3,617.88	3,617.88	5,438.22
Financial Liabilities												
Borrowings	1,879.59	2,748.75	4,628.34	-	-	-	-	-	214.30	4,414.04	4,628.34	4,628.34
Lease Liabilities	1,174.46	416.08	1,590.54	-	-	-	-	-	-	1,590.54	1,590.54	1,590.54
Trade Payables	-	141.96	141.96	-	-	-	-	-	-	141.96	141.96	141.96
Other Financial Liabilities	-	133.97	133.97	-	-	-	-	-	-	133.97	133.97	133.97
Total	3,054.05	3,440.76	6,494.81	-	-	-	-	-	214.30	6,280.51	6,494.81	6,494.81

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Financial Assets and Liabilities as at March 31, 2021	Fair value through Profit and Loss			Fair value through OCI			Carried at amortised cost				Total Amount
	Non Current	Current	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial Assets											
Investments											
Others	1655.07	-	1,655.07	1,334.14	-	320.93	1,655.07	-	-	-	-
Other Assets											
Cash and cash equivalents	-	226.43	226.43	-	-	-	-	-	-	226.43	226.43
Trade receivables	-	3,310.85	3,310.85	-	-	-	-	-	-	3,310.85	3,310.85
Other balances with bank	-	-	-	-	-	-	-	-	-	-	-
Loans to related parties	-	555.95	555.95	-	-	-	-	-	-	555.95	555.95
Interest	-	805.94	805.94	-	-	-	-	-	-	805.94	805.94
Other financial assets	-	619.83	619.83	-	-	-	-	-	-	619.83	619.83
Security deposits	442.65	-	442.65	-	-	-	-	-	-	442.65	442.65
Total	2,097.72	5,519.00	7,616.72	1,334.14	-	320.93	1,655.07	-	-	5,961.65	7,616.72
Financial Liabilities											
Borrowings	1,715.45	10,728.52	12,443.97	-	-	-	-	-	201.85	12,242.12	12,443.97
Lease Liabilities	542.82	66.49	609.31	-	-	-	-	-	-	609.31	609.31
Trade Payables	-	130.70	130.70	-	-	-	-	-	-	130.70	130.70
Other Financial Liabilities	-	2,060.82	2,060.82	-	-	-	-	-	-	2,060.82	2,060.82
Total	2,258.27	12,986.53	15,244.80	-	-	-	-	-	201.85	15,042.95	15,244.80

37 SEGMENT REPORTING

Operating Segments:

- Advisory services and investment activities
- Trading Activities

Identification of Segments:

The chief operational decision maker monitors the operating results of its Business segment separately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. Operating segment have been identified on the basis of nature of products and other quantitative criteria specified in the Ind AS 108.

Segment revenue and results:

The expenses and income which are not directly attributable to any business segment are shown as unallocable expenditure (net of allocable income).

Segment assets and Liabilities:

Segment assets include all operating assets used by the operating segment and mainly consist of property, plant and equipments, trade receivables, inventory and other operating assets. Segment liabilities primarily includes trade payable and other liabilities. Common assets and liabilities which can not be allocated to any of the business segment are shown as unallocable assets / liabilities.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Disclosure pursuant to Ind AS 108 "Operating Segment"

(₹ in Lakhs)

Particulars	Advisory services and investment activities		Trading Activities		Total	
	2021-2022	2020-2021	2021-2022	2020-2021	2021-2022	2020-2021
Segment revenue						
External revenue	2,905.39	2,156.57	9,525.54	6,488.56	12,430.93	8,645.13
Inter segment revenue	–	–	–	–	–	–
Total revenue	2,905.39	2,156.57	9,525.54	6,488.56	12,430.93	8,645.13
Segment Result	1,028.88	496.79	391.54	602.74	1,420.42	1,099.53
Interest expense	–	–	–	–	1,394.25	1,452.06
Profit before tax	1,028.88	496.79	391.54	602.74	26.17	(352.53)
Provision for tax						
Current tax	–	–	–	–	–	–
Deferred tax	(63.01)	(84.86)	–	–	(63.01)	(84.86)
Excess/(short) tax provision in respect of earlier years	(6.22)	16.27	–	–	(6.22)	16.27
Profit after tax (before exceptional items)	1,098.11	565.38	391.54	602.74	95.40	(283.94)
Exceptional items	–	–	–	–	–	–
Profit after tax (after exceptional items)	1,098.11	565.38	391.54	602.74	95.40	(283.94)
Segment assets	46,694.44	55,467.14	3,122.62	3,100.54	49,817.06	58,567.68
Segment liabilities	6,552.17	15,522.05	141.96	21.29	6,694.13	15,543.34
Net Segment Assets	40,142.27	39,945.09	2,980.66	3,079.25	43,122.93	43,024.34
Other Information						
a) Capital expenditure	13.26	0.76	–	–	13.26	0.76
b) Depreciation	10.55	16.14	–	–	10.55	16.14

38 RELATED PARTY TRANSACTIONS

a) Names of related parties and nature of relationship

i) Related parties where control exists	
ITI Securities Broking Limited	Wholly owned subsidiary
Fortune Credit Capital Limited	Wholly owned subsidiary
Antique Stock Broking Limited	Wholly owned subsidiary
ITI Capital Limited	Wholly owned subsidiary
Distress Asset Specialist Limited	Wholly owned subsidiary
Fortune Management Advisors Limited	Wholly owned subsidiary
ITI Mutual Fund Trustee Private Limited	Wholly owned subsidiary
ITI Gilts Limited	Wholly owned subsidiary
ITI Nirman Limited	Wholly owned subsidiary
IRC Credit Management Services Limited	Wholly owned subsidiary
ITI Alternate Funds Management Limited	Wholly owned subsidiary
ITI Growth Opportunities LLP	Subsidiary
ITI Asset Management Limited	Subsidiary
United Petro Finance Limited	Subsidiary
Intime Multi Commodity Company Limited	Step down subsidiary
Neue Allianz Corporate Services Private Limited	Step down subsidiary
Antique Stock Broking (IFSC) Limited	Step down subsidiary

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

ii) Enterprises having significant influence	
Fortune Integrated Assets Finance Limited	Associate
iii) Key managerial personnel and their relatives	
Mr.Prateek Tayal	Manager (upto 31.05.2020)
Mr.Rajesh Kumar Acha	Manager (from 01.07.2020)
Mr. S.G.Muthu Kummar	Chief Financial Officer (upto 10.01.2022)
Mr. Subbiah Manickam	Chief Financial Officer (from 01.04.2022)
Mr. Haroon Mansuri	Company Secretary(upto 31.03.2022)
Mr. Satish Bhanushali	Company Secretary(from 01.04.2022)

b) Details of transactions with related parties referred to above

(₹ in Lakhs)

Nature of Transactions	Transaction amount	
	2021-22	2020-21
1. Remuneration		
Mr.Prateek Tayal	–	9.55
Mr.Rajesh Kumar Acha	71.27	25.27
Mr. S.G.Muthu Kummar	19.89	24.30
Mr. Haroon Mansuri	16.04	14.60
2. Contribution to Provident fund		
Mr.Prateek Tayal	–	0.45
Mr.Rajesh Kumar Acha	1.51	0.97
Mr. S.G.Muthu Kummar	0.30	0.36
Mr. Haroon Mansuri	0.67	0.62
3. Interest charged		
Distress Asset Specialist Limited	60.70	65.68
United Petro Finance Limited	364.68	540.00
ITI Nirman Limited	0.13	–
4. Interest paid		
Fortune Credit Capital Limited	42.90	203.71
Fortune Managment Advisors Limited	5.06	4.08
ITI Alternate Funds Management Limited	60.05	31.15
5. Processing fees		
Fortune Credit Capital Limited	–	95.41
6. Rent charged		
ITI Gilts Limited	7.52	4.80
ITI Asset Management Limited	85.22	14.40
Fortune Integrated Assets Finance Limited	220.71	282.39
ITI Mutual Fund Trustee Private Limited	1.16	0.60
United Petro Finance Limited	0.84	67.07
ITI Securities Broking Limited	49.23	22.53
Fortune Credit Capital Limited	73.32	169.54
Antique Stock Broking Limited	100.80	–
ITI Alternate Fund Management Limited	3.36	–
ITI Capital Limited	3.14	–
IRC Credit Management Services Limited	5.04	–

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Nature of Transactions	Transaction amount	
	2021-22	2020-21
ITI Growth Opportunities LLP	3.36	–
Intime Multi Commodity Company Limited	0.56	–
7. Subscription of equity shares/ Capital contribution of subsidiaries		
ITI Asset Management Limited	–	900.00
ITI Gilts Limited	–	1,000.00
ITI Alternate Fund Management Limited	–	300.00
8. Investment in subsidiaries		
Fortune Credit Capital Limited	–	2,428.65
9. Assignment collection received		
Fortune Integrated Assets Finance Limited	14.12	22.28

Nature of Transactions	Maximum balance outstanding at any time during the year		Transaction amount	
	2021-22	2020-21	2021-22	2020-21
10. Loan taken from				
Fortune Credit Capital Limited	2,559.58	1983.76	3,807.30	1,991.01
ITI Alternate Fund Management Limited	520.75	502.75	28.00	300.00
Fortune Managment Advisors Limited	57.00	57.00	–	34.00
11. Loan repaid to				
Fortune Credit Capital Limited			1,851.08	2,773.00
ITI Alternate Fund Management Limited			37.00	–
Fortune Managment Advisors Limited			57.00	3.50
12. Loan given to				
Distress Asset Specialist Limited	563.95	555.95	80.00	52.00
ITI Nirman Limited	2.00	–	2.00	–
13. Loan received back				
Distress Asset Specialist Limited			635.95	–
14. Redemption of debentures				
United Petro Finance Limited			4,500.00	–
15. Redemption of preference shares				
Fortune Credit Capital Limited			3,400.00	–

c. Amount due to/from related parties

(₹ in Lakhs)

Nature of Transactions	As at	
	March 31, 2022	March 31, 2021
1. Loan payable to		
ITI Alternate Fund Management Limited	493.75	502.75
Fortune Managment Advisors Limited	–	57.00
Fortune Credit Capital Limited	1,970.00	13.77
2. Loan receivable from		
Distress Asset Specialist Limited	–	555.95
ITI Nirman Limited	2.00	–

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Nature of Transactions	As at March 31, 2022	As at March 31, 2021
3. Other receivables		
ITI Growth Opportunities LLP	53.61	50.10
Fortune Credit Capital Limited	3.18	245.08
ITI Securities Broking Limited	6.06	9.37
Antique Stock Broking Limited	14.02	–
ITI Capital Limited	0.38	–
ITI Asset Management Limited	13.48	–
ITI Alternate Fund Management Limited	0.38	–
Fortune Integrated Assets Finance Limited	4.55	–
4. Interest accrued and due on loan given		
Distress Asset Specialist Limited	–	60.75
United Petro Finance Limited	–	499.50
5. Interest accrued and due on loan taken		
Fortune Credit Capital Limited	–	188.43
Fortune Managment Advisors Limited	–	3.78
ITI Alternate Fund Management Limited	–	28.82
6. Assignment collection receivables		
Fortune Integrated Assets Finance Limited	3.79	–
7. Remuneration		
Mr.Rajesh Kumar Acha	3.47	2.73
Mr. S.G.Muthu Kummar	–	3.36
Mr. Haroon Mansuri	2.29	1.45
8. Guarantees given		
ITI Securities Broking Limited	6,200.00	8,500.00
Antique Stock Broking Limited	12,500.00	5,000.00
Intime Multi Commodity Company Limited	100.00	100.00
ITI Gilts Ltd	11,900.00	9,900.00
United Petro Finance Limited	1,400.00	17,500.00
Fortune Credit Capital Limited	3,500.00	–

Related parties are identified by management and relied upon by auditors.

39 DISCLOSURE PURSUANT TO INDIAN ACCOUNTING STANDARD (IND AS) 19 “EMPLOYEE BENEFITS”

A) Defined Benefit Plans

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India.

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
I Changes in defined benefit obligations		
Present value of obligation as at the beginning of the year	32.49	28.51
Current service cost	4.79	4.88
Past service cost	–	–

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Interest cost	2.09	1.84
Benefit Paid	(11.40)	–
Components of actuarial gain/losses on obligations		
Due to Change in financial assumptions	(0.72)	0.11
Due to change in demographic assumption	–	–
Due to experience adjustments	(3.47)	(2.84)
Present value of obligation as at the end of the year	23.78	32.49
II Change in Fair Value of Plan Assets		
Fair value of plan assets at the beginning of the year	16.62	15.56
Interest Income	1.16	1.11
Contributions		
Fund Transfer in		
Contributions by employer	–	–
Remeasurement Gain/(Loss)		
Return on plan assets excluding amounts included in interest income	0.06	(0.05)
Fair value of plan assets at the end of the year	17.84	16.62
III Net employee benefit expenses for the year		
Current service cost	4.79	4.88
Past service cost and loss/(gain) on curtailments and settlement	–	–
Net interest cost	–	–
Expected return on plan assets	–	–
Actuarial gain / (loss)	–	–
Net employee benefit expenses for the year	4.79	4.88
Other Comprehensive Income for the current period		
Components of actuarial gain/losses on obligations:		
Due to Change in financial assumptions	0.72	(0.11)
Due to change in demographic assumption	–	–
Due to experience adjustments	3.47	2.84
Return on plan assets excluding amounts included in interest income	0.06	(0.05)
Other Comprehensive Income for the current period	4.25	2.68
IV Category of fair value of plan asset		
Policy of insurance	100%	100%
V Assumptions		
With the objective of presenting the plan assets and plan liabilities of the defined benefits plans and post retirement medical benefits at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.		
The significant actuarial assumptions were as follows:		
i) Financial Assumptions:		
Discount rate (per annum)	7.15%	6.85%
Salary escalation (per annum)	5.00%	5.00%
ii) Demographic Assumptions:		
Published rates under the Indian Assured Lives Mortality (2012-14) table.		

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
VI Sensitivity Analysis		
Impact on defined benefit obligation due to change in assumptions		
Discount rate Sensitivity		
Increase by 0.5%	22.64	31.45
(% change)	-4.78%	-3.20%
Decrease by 0.5%	25.00	33.60
(% change)	5.14%	3.43%
Salary growth rate Sensitivity		
Increase by 0.5%	24.51	32.97
(% change)	3.10%	1.49%
Decrease by 0.5%	23.35	31.78
(% change)	-1.80%	-2.17%
Withdrawal rate (W.R.) Sensitivity		
Increase by 0.5%	24.01	32.65
(% change)	0.98%	0.50%
Decrease by 0.5%	23.54	32.32
(% change)	-1.01%	-0.52%
VII Maturity profile of defined benefit obligation is as follows:		
Within the next 12 months	0.70	4.04
Later than 1 year and not later than 5 years	5.03	15.53
Later than 5 year	13.37	10.37
The future accrual is not considered in arriving at the above cash-flows.		

VIII Risk Exposure	
Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below :	
i) Actuarial Risk	It is the risk that benefits will cost more than expected. This can arise due to Adverse Salary Growth Experience, Variability in mortality rates and Variability in withdrawal rates.
ii) Investment Risk	For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.
iii) Liquidity Risk	Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cash flows.
iv) Market Risk	Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.
v) Legislative Risk	Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

B) Details of Defined Contribution Plan

The Company also has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the year towards defined contribution plan is ₹ 8.20 lakhs (Previous year ₹ 7.58 lakhs) in the Statement of Profit and Loss for the year ended March 31, 2022 under defined contribution plan.

C) Compensated absences

Compensated absences are provided for on the basis of an actuarial valuation, using projected unit credit method, as at the date of the balance sheet, actuarial gains / losses, if any, are immediately recognized in the statement of profit and loss.

40 EMPLOYEE STOCK OPTION SCHEME

The Company has formulated an Employee Stock Option Scheme known as FFSIL Employees Stock Option Plan 2017 ("ESOP – 2017") in accordance with the provisions of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

Details of Employee Stock Options

Sr. No.	Particulars	Remarks	
1	Date of grant	19th April, 2018	23rd November, 2018
2	Options granted	300,000	300,000
3	Options vested	Nil	Nil
4	Options exercised	Nil	Nil
5	The total number of shares arising as a result of exercise of options	Nil	Nil
6	options lapsed during the year 2021-22	Nil	300,000
7	Vesting date	For 2,50,000 options - 19th April, 2019 For 50,000 options - 1st June, 2020	For 3,00,000 options - 23rd November, 2020
8	the exercise price	₹ 247.25	₹ 220.85
9	variation in terms of options	Not applicable	Not applicable
10	money realised by exercise of options	Nil	Nil
11	total number of options in force	300,000	Nil
12	employee wise details of options granted to:		
a)	Key Managerial Personnel	Nil	Nil
b)	any other employee who receives a grant of options in any one year of options amounting to five percent or more of total options granted during that year	Mr. Rajesh Bhatia was granted 3,00,000 options.	Mr. George Heber Joseph was granted 3,00,000 options.
c)	Identified employees who were granted options, during any one year, equal to or exceeding one percent of the issued capital, excluding outstanding warrants and conversions, of the company at the time of grant.	Not applicable	Not applicable
14	any material change to the scheme and whether such scheme is in compliance with the SEBI (Share Based Employee Benefits) Regulations, 2014	No	No

The fair value has been calculated using Black Sholes Options Pricing Model and significant assumptions made in this regard are as follows:

	Particulars	Vest dated April 19, 2019	Vest dated June 01, 2020	Vest dated November 23, 2020
1	Stock Price (₹)	247.25	247.25	225.15
2	Strike/ Exercise Price	247.25	247.25	220.85
3	Expected Life of options (no. of years)	2	3	3
4	Risk free rate of interest (%)	7.48	7.48	7.7
5	Implied Volatility factor (%)	31.12	31.12	33.25
6	Fair value per Option at year end (₹)	59.5	78.52	67.01

In respect of options granted under ESOP, accounting is done as per requirements of Ind AS 102 Share based Payments. Expenses on account of Share based payments during the year amounts to NIL (Previous year ₹ 68.03 lakhs).

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Summary of Employee Stock Option Schemes ('ESOS')

For the Period from 01/04/2021 to 31/03/2022

Sr. No.	Particulars of Options / Scheme	ESOP 2017
1	Outstanding as at beginning of the Period	600,000
2	Granted during the Period	---
3	Date of Grant	19th April, 2018 & 23rd November, 2018
4	Forfeited during the Period	---
5	Cancelled during the Period	---
6	Lapsed during the Period	300,000
7	Exercised during the Period	---
8	Allotted during the Period	---
9	Number of shares arising as a result of exercise of options	---
10	Money realized by exercise of options (INR), if scheme is implemented directly by the company	---
11	Number of options vested during the Period	Nil
12	Outstanding as at the end of the Period	3,00,000
13	Exercisable at the end of the Period	3,00,000
14	Weighted average remaining contractual life (in years)	2.14
15	Weighted average fair value of options granted	62.27

41 LEASES

(i) As a lessee

(A) Following are the changes in the carrying value of right of use assets

Particulars	(₹ in Lakhs)
Opening Balance as at April 01, 2021	487.05
Movement during the year	1,399.69
Depreciation during the year	463.57
Closing Balance as at March 31, 2022	1,423.17

Particulars	(₹ in Lakhs)
Opening Balance as at April 01, 2020	1,373.80
Movement during the year	(412.74)
Depreciation during the year	474.01
Closing Balance as at March 31, 2021	487.05

(B) Movement in Lease liabilities

Particulars	(₹ in Lakhs)
Opening Balance as at April 01, 2021	609.31
Movement during the year	1,349.79
Add: Finance cost accrued during the period	168.21
Less: Payment of lease liabilities	536.77
Closing Balance as at 31 March 2022	1,590.54

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Particulars	(₹ in Lakhs)
Opening Balance as at April 01, 2020	1,491.47
Movement during the year	(485.55)
Add: Finance cost accrued during the period	104.28
Less: Payment of lease liabilities	500.89
Closing Balance as at 31 March 2021	609.31

(C) Break up value of the Current and Non - Current Lease Liabilities (₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Current Lease Liabilities	416.08	66.49
Non-Current Lease Liabilities	1,174.46	542.82
Total	1,590.54	609.31

(D) Amount recognised in statement of profit & loss (₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Finance cost on lease liabilities	168.21	104.28
Depreciation on right of use assets	463.57	474.01
Rental Expenses recorded for short-term lease payments and payments for leases of low-value assets not included in the measurement of the lease liability	161.24	128.36

(E) Amount recognised in statement of cash flows (₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Total cash outflow for leases	536.77	500.89

Further there are no short term or low value leases, for which Company carries any material commitments.

Maturity analysis - Cashflows of Contractual maturities of lease liabilities

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Not later than one year	534.88	294.82
Later than one year but not later than five years	1,352.18	355.49
Later than five years	29.46	65.16

(F) The Company has also sub-leased part of leased office premises which are renewable on a periodic basis at the option of both the lessor and lessee. The initial tenure of the lease is generally upto 12 months.

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Rent Income on sub-leased office premises	613.02	534.71

42 EARNINGS PER SHARE

Particulars	As at March 31, 2022	As at March 31, 2021
Basic Earnings Per Share		
Number of equity shares at the beginning of the year	51,520,267	51,023,767
Addition during the year	–	496,500
Number of equity shares at the end of the year	51,520,267	51,520,267
Weighted average number of equity shares	51,520,267	51,146,192

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Particulars	As at March 31, 2022	As at March 31, 2021
Net profit/(loss) after tax (₹ in lakhs)	95.40	(283.94)
Basic earning /(loss) per equity share of ₹ 10 each (in ₹)	0.19	(0.56)
Diluted Earnings Per Share		
Number of equity shares at the beginning of the year	51,520,267	51,023,767
Dilutive effect of outstanding equity shares	732,000	1,332,000
Addition during the year	–	496,500
Number of equity shares at the end of the year	52,252,267	52,852,267
Weighted average number of equity shares	52,252,267	52,852,267
Net profit/(loss) after tax (₹ in lakhs)	95.40	(283.94)
Diluted earning /(loss) per equity share of ₹ 10 each (in ₹)	0.18	(0.56)*

*Since the earnings / (loss) per share computation based on diluted weighted average number of shares is anti-dilutive, the basic and diluted earnings / (loss) per share is the same.

43 CONTINGENT LIABILITIES AND CAPITAL COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

- Corporate guarantee issued in favour of banks to secure credit facilities sanctioned by the banks to subsidiary companies ₹ 35,600 lakhs (Previous year ₹ 41,000 lakhs)
- Claims not acknowledged by the Company relating to income tax ₹ 10.78 lakhs (Previous year ₹ 10.26 lakhs)
- There are no outstanding capital commitments as on March 31, 2022 (Previous year Nil).

44 DISCLOSURE REQUIRED UNDER REGULATION 34(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Loan and advances in the nature of loans given to subsidiary companies

(₹ in Lakhs)

Name of subsidiary company	Outstanding as at March 31, 2022	Maximum outstanding during the year
Distress Asset Specialist Limited	–	563.95
ITI Nirman Limited	2.00	2.00

45 The company has requested its creditors to confirm the applicability to them under the Micro Small and Medium Enterprises Development Act, 2006. Based on the responses received by the Company, the details of dues to micro enterprises and small enterprises are as under:

(₹ in Lakhs)

Particulars	2021-22	2020-21
i. The principal amount and the interest due thereon (to be shown separately remaining unpaid to any supplier as at the end of accounting year).	–	–
ii. The amount of interest paid by the buyer in terms of section 16 of the Micro Small and Medium Enterprises Development act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during accounting year.	–	–
iii. The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under Micro Small and Medium Enterprises Development Act, 2006.	–	–
iv. The amount of interest accrued and remaining unpaid at the end of accounting year.	–	–
v. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Micro small and Medium enterprises Development act, 2006.	–	–

Note: The information as required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

46 ADDITIONAL DISCLOSURE REQUIRE WHICH ARE AS UNDER:

There is no Immovable property whose title deed is not held in the name of the company.

The company has not traded or invested in cryptocurrency or virtual currency during the reporting period.

There are no proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

The company has not been declared as a wilful defaulter by any bank or Financial Institutions or consortium thereof in accordance with the guidelines on wilful defaulters issued by RBI.

The company has not entered into any transactions with companies which are Struck-off under section 248 of the companies Act, 2013.

The company has neither advanced, loaned or invested funds nor received any fund to/from any person or entity for lending or investing or providing guarantee to/on behalf of the ultimate beneficiary during the reporting periods

47 Previous year's figures are reworked, regrouped, rearranged and reclassified wherever necessary, to conform to the current year's classification.

As per our Report of even date

For **RAMESH M. SHETH & ASSOCIATES**

Chartered Accountants

Firm Registration No. 111883W

For and on behalf of

THE INVESTMENT TRUST OF INDIA LIMITED

Mehul R. Sheth

Partner

Membership No. 101598

Chintan V Valia

Non-Executive Chairman

(DIN: 05333936)

Subbiah Manickam

Chief Financial Officer

Mumbai, May 20, 2022

Khyati C. Valia

Non-Executive Director

(DIN: 03445571)

Satish Bhanushali

Company Secretary

Mumbai, May 20, 2022

INDEPENDENT AUDITOR'S REPORT

To the members of The Investment Trust of India Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of The Investment Trust of India Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates, which comprise the consolidated Balance Sheet as at March 31, 2022, and the consolidated statement of Profit and Loss (including Other Comprehensive Income), the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associate as at March 31, 2022, of consolidated profit and total comprehensive profit, consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and informing our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How our Audit addressed the Key Audit matter
<p>Estimated credit loss on Loans</p> <p>The Group has two subsidiaries, which are RBI registered Non-Banking Finance Companies. The Group has recognized loss allowance on loans amounting to Rs. 409.05 lakhs for the year ended 31 March 2022.</p> <p>The determination of loss allowance on loans is inherently judgmental and relies on managements' best estimate due to the following:</p> <ul style="list-style-type: none"> Increased level of data inputs for capturing the historical data to calculate the Probability of Default ("PDs") and Loss Given Default ("LGD"), wherever applicable, and the completeness and accuracy of that data. Use of management considerations for the probability weighted scenarios, the forward looking macro-economic factors and the timing of cash flows. Criteria selected to identify significant increase in credit risk. <p>Estimates, by their nature, give rise to a higher risk of material misstatement due to error or fraud. Given the size of loan portfolio relative to the balance sheet and the impact of Loan loss allowance on the Consolidated financial statements, we have considered this as a key audit matter.</p>	<p>We have considered following in addressing the Key Audit Matter:</p> <ul style="list-style-type: none"> Performed process walkthrough to identify the key systems, applications and controls used in the impairment allowance processes. Assessed the design and implementation of controls in respect of the Group's loss allowance process such as the timely recognition of impairment loss, the completeness and accuracy of reports used in the impairment allowance process and management review processes over the calculation of impairment allowance and the related disclosures on credit risk management. Tested the relevant general IT and applications controls over key systems used in the impairment allowance processes. Evaluated whether the methodology applied by the Group's and its associate is compliant with the requirements of the relevant accounting standards and confirmed that the calculations are performed in accordance with the approved methodology, including checking mathematical accuracy of the workings. Tested the periods considered for capturing underlying data as base to PD and LGD calculations are in line with Group's and its associate's recent experience of past observed periods. Tested the accuracy of the key inputs used in the calculation and independently evaluated the reasonableness of the assumptions made. Challenged completeness and validity of management considerations with assistance of our financial risk modeling experts by critically evaluating the risks that have been addressed by management through overlays.

Emphasis of Matter

- 1) We draw attention to Note No. 49 of the accompanying consolidated financial statements, which describes the management evaluation of impact of uncertainties related to COVID-19 and its consequential effect on the operations of the Group and its associate. Our opinion is not modified in respect of this matter.

Other Matter

- 1) We did not audit the financial statements of eleven subsidiaries, three step-down subsidiaries and one associate, whose financial statements reflect total assets (before consolidation adjustment) of Rs. 58,580.44 Lakhs as at 31st March, 2022, total revenues (before consolidation adjustment) of Rs. 17,002.86 lakhs and groups share of net cash inflows amounting to Rs. 2,242.89 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit after tax (before consolidation adjustment) of Rs. 2,237.56 lakhs for the year ended 31st March 2022, as considered in the consolidated financial statements, in respect of one Associate, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associate, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We will report any material misstatement, if any, on receiving the Other Information.

Responsibility of Management and Those charged with Governance for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates are responsible for overseeing the financial reporting process of the Group and of its associates.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated 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 financial 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 ability of the Group and its associates 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 consolidated 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 Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

- 1) As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS 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 of the Holding Company as on 31st March, 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, associate companies incorporated in India, none of the directors of the Group companies, its associate companies incorporated in India is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Group's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and according to the information and explanations given to us, none of the group Companies have paid any remuneration to its directors during the current year.
 - 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclose the impact of pending litigations on the financial position of the group, its associate in Note no. 42 of the consolidated financial statements.
 - ii. The Group and its Associates do not have any long-term contracts including derivative contracts for which there were any material forceable losses.

- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Fund by the Group and its associate in accordance with the provisions of the Act, and rules made thereunder.
- 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) of Companies (Audit and Auditors) Rule, 2014, as provided under (a) and (b) above, contain any material misstatement.
- v. The group companies did not declare or pay any dividend during the year.
- vi. On the basis of Audit Report including CARO report issued by the statutory auditors of the subsidiary company there have been no qualifications or adverse remarks by the respective auditors and thus clause 3(xxi) of the Order is not applicable.

For **Ramesh M. Sheth & Associates**
Chartered Accountants
(ICAI Firm's Registration No. 111883W)

Place of Signature: Mumbai
Date: 20/05/2022
UDIN No.: 22101598AJHPWT7965

(Mehul R. Sheth)
(Partner)
(Membership No. 101598)

ANNEXURE – A TO THE INDEPENDENT AUDITOR’S REPORT

Referred to in paragraph 1 (f) ‘Report on Other Legal and Regulatory Requirements’ in our Independent Auditor’s Report to the members of The Investment Trust of India Limited of even date for the year ended March 31, 2022.

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2022, we have audited the internal financial controls over financial reporting of The Investment Trust of India Limited (“the Holding Company”) and its subsidiary companies, which are companies incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Company, subsidiaries and associate company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the ‘Guidance Note’) issued by the Institute of Chartered Accountants of India (“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 respective Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s, its subsidiary companies’ and its associate company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was establishment and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedure selected depends 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 and the audit evidence obtained by the other auditors of the subsidiary companies and associate company, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company, its subsidiary companies, its associate companies, which are companies incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company, its subsidiaries and associate company have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to Thirteen subsidiary companies, three step-down subsidiaries and one associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For **Ramesh M. Sheth & Associates**
Chartered Accountants
(ICAI Firm's Registration No. 111883W)

Place of Signature: Mumbai
Date: 20/05/2022
UDIN No.: 22101598AJHPWT7965

(Mehul R. Sheth)
(Partner)
(Membership No. 101598)

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2022

(₹ in Lakhs)

	Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
I	ASSETS			
1	Non-current assets			
	(a) Property, plant and equipment	3	788.02	492.64
	(b) Right-of-use assets	3(a)	2,071.84	516.50
	(c) Capital work-in-progress	3(b)	3.78	19.12
	(d) Intangible assets	4	274.26	501.61
	(e) Intangible assets under development	4(a)	8.45	-
	(f) Goodwill on consolidation		803.28	803.28
	(g) Investments in associates	5	9,791.96	9,409.17
	(h) Financial Assets			
	(i) Investments	6	9,073.61	8,841.97
	(ii) Loans	7	3,904.04	813.74
	(iii) Other financial assets	8	1,050.42	4,266.57
	(i) Deferred tax assets (Net)	33	4,020.32	3,863.77
	(j) Other Non-current assets	9	2,113.09	2,550.62
	Total non-current assets		33,903.07	32,078.99
2	Current assets			
	(a) Inventories	10	736.95	2,915.89
	(b) Financial Assets			
	(i) Investments	11	4,483.77	0.18
	(ii) Trade receivables	12	7,971.49	5,413.44
	(iii) Cash and cash equivalents	13	18,802.53	12,367.57
	(iv) Other balances with bank	14	10,525.61	11,307.84
	(v) Loans	15	19,494.59	42,597.35
	(vi) Other financial current assets	16	3,174.27	5,175.01
	(c) Other Current Assets	17	1,597.61	2,219.44
	Total current assets		66,786.82	81,996.72
	TOTAL ASSETS		100,689.89	114,075.71
II	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share Capital	18	5,152.03	5,152.03
	(b) Other Equity	19	54,930.88	54,947.87
	Equity attributable to shareholders of the Company		60,082.91	60,099.90
	(c) Non Controlling Interest		45.33	201.56
	Total equity		60,128.24	60,301.46
2	Liabilities			
	Non-current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	20	2,415.57	2,194.01
	(ii) Lease liabilities	21	1,888.89	573.72
	(b) Provisions	22	404.25	338.04
	Total non-current liabilities		4,708.71	3,105.77
	Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	23	10,426.76	25,608.41
	(ii) Lease liabilities		416.08	66.49
	(iii) Trade payables (Includes dues to micro and small enterprises: ₹ 1.78 Lakhs (March 31, 2021 : 1.55 Lakhs))	24	19,694.31	17,123.49
	(iv) Other Financial Liabilities	25	3,943.69	6,423.16
	(b) Other current liabilities	26	1,207.58	1,177.94
	(c) Provisions	27	164.52	268.99
	Total current liabilities		35,852.94	50,668.48
	TOTAL EQUITY AND LIABILITIES		100,689.89	114,075.71
	Significant accounting policies	1 to 2		
	Notes forming part of the Financial Statements	3 to 50		

As per our Report of even date
For **RAMESH M. SHETH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 111883W

For and on behalf of
THE INVESTMENT TRUST OF INDIA LIMITED

Mehul R. Sheth
Partner
Membership No. 101598

Chintan V Valia
Non-Executive Chairman
(DIN: 05333936)

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Subbiah Manickam
Chief Financial Officer
Mumbai, May 20, 2022

Satish Bhanushali
Company Secretary

Mumbai, May 20, 2022

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

	Particulars	Note No.	Year ended March 31, 2022	Year ended March 31, 2021
I	Income			
	Revenue from operations	28	32,406.73	32,164.64
	Other Income	29	1,527.33	1,765.31
	Total Income		33,934.06	33,929.95
II	Expenses:			
	Purchases of Stock-In-Trade		9,138.32	5,900.14
	Changes in inventories of Stock-In-Trade		63.58	53.48
	Employee Benefit Expense	30	10,502.91	10,025.47
	Finance Costs	31	2,884.50	4,105.78
	Depreciation and amortisation expense		1,121.28	965.34
	Other expense	32	9,409.23	10,878.56
	Total Expense		33,119.82	31,928.77
III	Profit before share of profit of associates and tax (I-II)		814.24	2,001.18
IV	Share of profit of associates		382.77	470.24
V	Profit before tax (III + IV)		1,197.01	2,471.42
VI	Tax expense:	33		
	Current tax		1,236.62	929.75
	- MAT Credit Entitlement		-	(10.72)
	Deferred tax		(172.56)	19.04
	Tax in respect of earlier years		(12.14)	4.60
	Total Tax Expenses		1,051.92	942.67
VII	Profit for the year (V - VI)		145.09	1,528.75
VIII	Other Comprehensive Income			
	Items that will not be reclassified to profit or loss			
	(i) Remeasurements of post employment benefit obligations		61.48	29.99
	(ii) Income Tax relating to these items		(16.02)	(7.03)
	Other Comprehensive Income for the year		45.46	22.96
IX	Total Comprehensive Income for the year (comprising Profit /(Loss) and other comprehensive income for the year)		190.55	1,551.71
	Profit attributable to:			
	Owners		157.99	1,506.78
	Non Controlling Interest		(12.90)	21.97
	Other Comprehensive Income/(Loss) attributable to:			
	Owners		45.44	14.54
	Non Controlling Interest		0.02	8.42
	Total Comprehensive Income/(Loss) attributable to:			
	Owners		203.43	1,521.32
	Non Controlling Interest		(12.88)	30.39
X	Earnings per equity share of ₹ 10 each:	42		
	(1) Basic (₹)		0.31	2.92
	(2) Diluted (₹)		0.30	2.89
	Significant accounting policies	1 to 2		
	Notes forming part of the Financial Statements	3 to 50		

As per our Report of even date
For **RAMESH M. SHETH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 111883W

Mehul R. Sheth
Partner
Membership No. 101598

Mumbai, May 20, 2022

For and on behalf of
THE INVESTMENT TRUST OF INDIA LIMITED

Chintan V Valia
Non-Executive Chairman
(DIN: 05333936)

Subbiah Manickam
Chief Financial Officer
Mumbai, May 20, 2022

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Satish Bhanushali
Company Secretary

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

	Particulars	As at March 31, 2022	As at March 31, 2021
(A)	CASH FLOW FROM OPERATING ACTIVITIES		
	Net profit before tax and extraordinary items	1,197.01	2,471.42
	Adjustments for :		
	Depreciation and amortisation expense	1,121.28	965.34
	Amortisation of share issue expenses	9.00	9.21
	(Gain)/Loss on sale of property, plant and equipment (net)	-	(6.13)
	Net (gain)/ loss on fair valuation of investments through profit and loss	(783.16)	(1,185.86)
	Share based payment	-	68.03
	Net (gain)/ loss on sale of investments	(81.85)	(3.77)
	Interest pertaining to lease liability	168.55	107.98
	Net (gain)/ loss on Lease Modification	(11.99)	(99.62)
	Loss allowances on receivables	76.00	223.02
	Provision for non performing assets written back	(413.95)	(2,085.00)
	Provision for standard assets written back	(51.37)	(77.05)
	Assignment receivables written off	19.45	56.13
	Bad Debts / Sundry balances written off (net)	857.06	2,968.72
	Remeasurements of post employment benefit obligations	61.48	22.96
	Gains and losses arising from translating the financial statements of foreign operation	4.58	(3.76)
	Loss allowances on loans	409.05	1,353.40
	Share of profit of associates	(382.77)	(470.24)
	Provisions for employee benefits	(35.62)	152.82
	Interest expense	2,562.36	3,975.28
	Operating Profit before Working Capital Change	4,725.11	8,442.88
	Adjustments for :		
	(Increase)/ Decrease in Trade and other receivables	22,371.04	7,718.85
	(Increase)/Decrease in margin money deposit, fixed deposit and other bank balances	1,565.39	(531.75)
	(Increase)/decrease in inventories	2,178.94	4,522.68
	Increase/ (Decrease) in trade and other payables	124.23	5,182.78
		30,964.71	25,335.44
	Direct taxes paid (net of refunds)	(775.00)	(440.34)
	NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES	30,189.71	24,895.10
(B)	CASH FLOW FROM INVESTING ACTIVITIES		
	Acquisition of property, plant and equipment and Intangible assets	(559.85)	(150.06)
	Sale of property, plant and equipment and Intangible assets	-	2.80
	Capital work in progress	15.34	0.87
	(Increase)/ Decrease in non current investments	(4,633.40)	(1,072.44)
	NET CASH INFLOW/(OUTFLOW) FROM INVESTING ACTIVITIES	(5,177.91)	(1,218.83)
(C)	CASH FLOW FROM FINANCING ACTIVITIES		
	Net proceeds from borrowings	(14,960.09)	(10,052.89)
	Acquisition of minority Interest	(369.34)	
	Interest expense	(2,562.36)	(3,975.28)
	Payment of lease liabilities and interest	(685.05)	(519.12)
	NET CASH INFLOW/(OUTFLOW) FROM FINANCING ACTIVITIES	(18,576.84)	(14,547.29)
	NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	6,434.96	9,128.98
	Cash and cash equivalents at the beginning of the year	12,367.57	3,238.59
	Cash and cash equivalents at the end of the year	18,802.53	12,367.57

The cash flow statement has been prepared as per indirect method as set out in Indian Accounting Standard (Ind AS 7) Statement of Cash Flows. Previous year's figures have been regrouped / reclassified wherever necessary, to confirm the current year's classification.

Significant accounting policies

Notes forming part of the Financial Statements

1 to 2

3 to 50

As per our Report of even date
For **RAMESH M. SHETH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 111883W

Mehul R. Sheth
Partner
Membership No. 101598

For and on behalf of
THE INVESTMENT TRUST OF INDIA LIMITED

Chintan V Valia
Non-Executive Chairman
(DIN: 05333936)

Subbiah Manickam
Chief Financial Officer
Mumbai, May 20, 2022

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Satish Bhanushali
Company Secretary

Mumbai, May 20, 2022

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

A. EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	Year ended March 31, 2022
As at March 31, 2020	5,102.38
Changes in equity	49.65
As at March 31, 2021	5,152.03
Changes in equity	-
As at March 31, 2022	5,152.03

B. OTHER EQUITY

(₹ in Lakhs)

	Share based payment	Capital Reserve on amalgamation	Capital Redemption Reserve	Statutory Reserve	Foreign Currency Translation Reserve	Capital Reserve	Securities Premium	General Reserve	Equity component of compound financial instruments suspense account	Equity component of compound financial instruments	Retained Earnings	Total
Balance as at March 31, 2020	320.99	6,803.52	-	1,348.41	11.09	1,318.45	28,155.55	724.21	901.83	-	13,777.35	53,361.40
Profit for the year	-	-	-	-	-	-	-	-	-	-	1,506.78	1,506.78
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	14.54	14.54
Total comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	1,521.32	1,521.32
Addition during the year	68.03	-	-	-	(2.88)	-	-	-	-	901.83	-	966.98
share issued during year	-	-	-	-	-	-	-	-	(901.83)	-	-	(901.83)
Balance as at March 31, 2021	389.02	6,803.52	-	1,348.41	8.21	1,318.45	28,155.55	724.21	-	901.83	15,298.67	54,947.87
Profit for the year	-	-	-	-	-	-	-	-	-	-	157.99	157.99
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	45.44	45.44
Total comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	203.43	203.43
Addition during the year	-	-	-	20.45	4.58	-	-	-	-	-	201.01	226.04
Transferred to Capital Redemption reserve from Retained Earnings	-	-	3,400.00	-	-	-	-	-	-	-	(3,400.00)	-
Adjustment on account of investments in subsidiary/ associates	-	-	-	-	-	-	-	-	-	-	(226.01)	(226.01)
Less: Transferred to Retained earnings	(201.01)	-	-	-	-	-	-	-	-	-	-	(201.01)
Proposed final dividend	-	-	-	-	-	-	-	-	-	-	1.01	1.01
Less: Transferred to Statutory reserves	-	-	-	-	-	-	-	-	-	-	(20.45)	(20.45)
Balance as at March 31, 2022	188.01	6,803.52	3,400.00	1,368.86	12.79	1,318.45	28,155.55	724.21	-	901.83	12,057.66	54,930.88

As per our Report of even date
For **RAMESH M. SHETH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 111883W

Mehul R. Sheth
Partner
Membership No. 101598

Mumbai, May 20, 2022

For and on behalf of
THE INVESTMENT TRUST OF INDIA LIMITED

Chintan V Valia
Non-Executive Chairman
(DIN: 05333936)

Subbiah Manickam
Chief Financial Officer
Mumbai, May 20, 2022

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Satish Bhanushali
Company Secretary

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

1 COMPANY OVERVIEW

The Investment Trust of India Limited (the 'Company') and its Indian subsidiaries (collectively referred to as the "Group") is one of the hybrid players in the business that are present both in corporate finance as well as entire broking spectrum. The 'Group's full service portfolio consists of investment banking and corporate finance activities on the capital market side as well as advisory services, broking services in the cash and derivatives segments along with depository services, currency derivatives, commodities, Mutual fund business, lending businesses and other wealth and distribution related services.

2 SIGNIFICANT ACCOUNTING POLICIES

a) Basis of preparation

(i) Compliance with Ind AS

In accordance with the notification issued by the Ministry of Corporate Affairs, the company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2016. These financial statements have been prepared in accordance with the Ind AS as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

(ii) Basis of consolidation

The Company consolidates all entities which are controlled by it.

The Company establishes control when; it has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect the entity's returns by using its power over relevant activities of the entity. Entities controlled by the Company are consolidated from the date control commences until the date control ceases. All inter-company transactions, balances and income and expenses are eliminated in full on consolidation. Changes in the Company's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Company's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to shareholders of the Company.

The financial statements have been prepared on a historical cost basis, except for the following:

- 1) certain financial assets that are measured at fair value;
- 2) defined benefit plans - plan assets measured at fair value;

(iii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- 1) certain financial assets that are measured at fair value;
- 2) defined benefit plans - plan assets measured at fair value;

(iv) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

(b) Use of estimates and judgments

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results may differ from these estimates. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investment, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

(c) Property, plant and equipment

All items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Depreciation and Amortisation methods estimated useful lives and residual value

Depreciation on all the fixed assets except leasehold improvements and goodwill are provided on a Straight line Method over the estimated useful lives of assets. Leasehold improvements are amortised over the period of lease on Straight line Method. Goodwill, on the other hand, is amortised on Straight line Method.

The Company depreciates its property, plant and equipment over the useful life in the manner prescribed in Schedule II to the Act, and management believe that useful life of assets are same as those prescribed in Schedule II to the Act.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

(d) Lease

As a lessee

With effect from 1 April 2019, the Group has applied Ind AS 116 'Leases' for all long term and material lease contracts covered by the Ind AS. The Group has adopted modified retrospective approach as stated in Ind AS 116 for all applicable leases on the date of adoption.

Measurement of Lease Liability

At the time of initial recognition, the Group measures lease liability as present value of all lease payments discounted using the Company's incremental cost of borrowing.

Subsequently, the lease liability is –

- (i) increased by interest on lease liability;
- (ii) reduced by lease payments made; and
- (iii) remeasured to reflect any reassessment or lease modifications specified in Ind AS 116 'Leases', or to reflect revised fixed lease payments.

Measurement of Right-of-use assets

At the time of initial recognition, the Company measures 'Right-of-use assets' as present value of all lease payments discounted using the Company's incremental cost of borrowing w.r.t said lease contract. Subsequently, 'Right-of-use assets' is measured using cost model i.e. at cost less any accumulated depreciation and any accumulated impairment losses adjusted for any remeasurement of the lease liability specified in Ind AS 116 'Leases'.

Depreciation on 'Right-of-use assets' is provided on straight line basis over the lease period.

The exception permitted in Ind AS 116 for low value assets and short term leases has been adopted by Group.

As a lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

(e) Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, balances with bank, deposits held with banks or highly liquid short term investments with maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(f) Inventories

Inventories of Stock-in-trade are stated 'at cost or net realisable value, whichever is lower'. Cost comprise all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae used are 'First-in-First-out'. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

(g) Financial Instruments

(i) Classification

The Group classifies its financial assets in the following measurement categories:

- (1) those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- (2) those measured at amortised cost.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and Loss.

Debt instruments:

The Company initially recognizes debt instruments issued on the date that they originate. All other debt instruments that do not meet the criteria for amortised cost are measured at fair value through Profit and Loss. Financial liabilities are recognized

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method.

Equity instruments:

The Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income, there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of Profit and Loss.

(iii) Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

(iv) Income recognition

Interest income

Interest income from debt instruments is recognised using the effective interest rate method.

Dividends

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established.

(h) Segment Reporting

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

(i) Borrowings

Borrowings are initially recognised and measured at amortised cost. Subsequent to initial recognition, these borrowings are measured at amortized cost using the effective interest method, less any impairment losses.

Preference shares, which are mandatorily redeemable on a specific date are classified as liabilities. The dividend on these preference shares is recognised in Statement of Profit and Loss as finance costs.

(j) Borrowing costs

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to Statement of Profit and Loss using effective interest method.

(k) Provisions and contingent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

(l) Revenue recognition

Revenue is recognized on satisfaction of performance obligation upon transfer of control of promised products or services to customers in an amount that reflects the consideration, which is expected to receive in exchange for those products or services.

Provision for sales return, based on the historical results, measured on net basis of the margin of the sale. Therefore, a refund liability, included in other current liabilities, are recognized for the products expected to be returned.

The contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year are not expected. As a consequence, it does not adjust any of the transaction prices for the time value of money.

If one of the following criteria is met, condition of a performance obligation and recognition of revenue over time is satisfied.

- 1 The customer simultaneously receives and consumes the benefits provided by the performance.
- 2 The performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- 3 The performance does not create an asset with an alternative use and an entity has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Revenue from sale of products and services are recognised at a time on which the performance obligation is satisfied.

Revenue from sale of advisory services are recognised at a time on which the performance obligation is satisfied.

(m) Employee benefits

(i) Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in full in the other comprehensive income for the period in which they occur. Past service cost both vested and unvested is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

(ii) Defined contribution plans

The Company's contribution towards Provident Fund and Family Pension Fund, which are defined contribution, are accounted for on an accrual basis and recognised in the Statement of Profit & Loss in the year in which they incur.

(iii) Compensated absences

Compensated absences are provided for on the basis of an actuarial valuation, using projected unit credit method, as at the date of the balance sheet, actuarial gains / losses, if any, are immediately recognized in the statement of profit and loss.

(iv) Employee Options

The fair value of options granted is recognised as an employee benefit expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- * including any market performance conditions
- * excluding the impact of any service and non-market performance vesting conditions, and
- * including the impact of any non-vesting conditions

(n) Foreign currency translation

(i) Functional and presentation currency

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

(ii) Transactions and balances

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

(o) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

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

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

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

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

Minimum Alternate Tax credit is recognised when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

(p) Earnings per share

The basic earnings per share is computed and disclosed by dividing the net profit after tax attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year.

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Diluted earnings per share is computed and disclosed using the weighted average number of equity shares outstanding during the year, adjusted for the effects of all dilutive potential equity shares, if any.

(q) Impairment of financial Assets:

Expected credit loss (ECL) model for measurement and loss allowance of loss allowance is applied on following:

- 1 Trade receivables and Lease receivables
- 2 Financial assets measured as at amortised cost (other than trade receivables)

In case of Trade receivables and Lease receivables, simplified approach is followed, wherein an amount equal to lifetime ECL is measured and recognised as loss allowance.

In case of other assets, it is determined, if there has been significant increase in credit risk of financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12 months ECL is measured and recognised as loss allowance.

Subsequently, if the credit quality of financial asset improves such that, there is no longer a significant increase in credit risk since initial recognition, impairment loss allowance is recognised again, based on 12 months ECL.

ECL is the difference between all contractual cash flows that are due in accordance with Contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are expected credit losses resulting from all possible default events over the expected life of financial assets. 12 months ECL are a portion of Lifetime ECL which result from default events that are possible within 12 months from the reporting date.

ECL are measured in a manner that, they reflect unbiased and probability weighted amounts determined by range of outcome, taking into account the time value of money and other reasonable information available as result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, provision matrix is used to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward looking estimates. At each reporting date, the historically observed default rates and change in forward looking estimates are updated.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income / expenses in Statement of Profit and Loss under the head 'Other expenses'.

(r) The details of subsidiaries and the interest of the Company therein, included in the Consolidated Financial Statements are as under :

Name of the company	Relationship	Proportion of ownership of interest	
		As at March 31, 2022	As at March 31, 2021
ITI Securities Broking Limited (ITISBL)	Subsidiary	100%	100%
Fortune Credit Capital Limited (FCCL)	Subsidiary	100%	100%
ITI Asset Management Limited	Subsidiary	*100%	*100%
Fortune Management Advisors Limited	Subsidiary	100%	100%
Antique Stock Broking Limited (ASBL)	Subsidiary	100%	100%
ITI Capital Limited (ITI CL)	Subsidiary	100%	100%
Distress Asset Specialist Limited	Subsidiary	100%	100%
ITI Mutual Fund Trustee Private Limited	Subsidiary	100%	100%
Antique Stock Broking (IFSC) Limited	Subsidiary of ASBL	100%	100%
Neue Allianz Corporate Services Private Limited	Subsidiary of ITI CL	66.67%	66.67%
Intime Multi Commodity Company Limited	Subsidiary of ITISBL	100%	100%
ITI Gilts Limited	Subsidiary	100%	100%
ITI Growth Opportunities LLP	Subsidiary	80.00%	80.00%
ITI Nirman Limited	Subsidiary	100%	100%
IRC Credit Management Services Limited	Subsidiary	100%	100%
ITI Alternate Funds Management Limited	Subsidiary	100%	100%
United Petro Finance Limited	Subsidiary	*97.8%	*78.24%

* Includes shares held through wholly owned subsidiary "FCCL"

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

- (s) The details of associates and the interest of the Company therein, included in the Consolidated Financial Statements are as under :

Name of the company	Relationship	Proportion of ownership of interest	
		As at March 31, 2022	As at March 31, 2021
Fortune Integrated Assets Finance Limited (FIAFL)	Associate	25.00%	25.00%
Toplink Advisors LLP (TAL)	Subsidiary of FIAFL	25.00%	25.00%
Ventana Power Generation LLP	Subsidiary of TAL	# 25.00%	# 25.00%

Indirect holding through associate "FIAFL"

- (t) Disclosure required by schedule III of Companies Act, 2013 by way of additional information.

Name of the Company	2021-2022							
	Net Assets (Total Assets - Total Liabilities)		Share in Profit/(Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount (₹ in Lakhs)	As % of consolidated profit or loss	Amount (₹ in Lakhs)	As % of consolidated profit or loss	Amount (₹ in Lakhs)	As % of consolidated profit or loss	Amount (₹ in Lakhs)
Parent								
The Investment Trust of India Limited	71.77	43,122.93	(40.13)	95.40	7.02	3.19	(51.29)	98.59
Subsidiaries								-
ITI Securities Broking Limited	8.00	4,807.94	(254.66)	605.32	(0.62)	(0.28)	(314.73)	605.04
Intime Multi Commodity Company Limited	0.56	339.23	16.35	(38.87)	(1.78)	(0.81)	20.64	(39.68)
Fortune Credit Capital Limited	40.54	24,357.78	379.34	(901.69)	79.43	36.11	450.26	(865.58)
ITI Asset Management Limited	9.71	5,833.39	2,221.85	(5,281.37)	12.01	5.46	2,744.47	(5,275.91)
Fortune Integrated Home Finance Limited	1.13	677.48	(75.47)	179.38	-	-	(93.31)	179.38
Antique Stock Broking Limited*	25.11	15,084.04	(1,684.88)	4,004.99	4.91	2.23	(2,084.51)	4,007.22
ITI Capital Limited*	2.37	1,422.10	(119.88)	284.96	(2.84)	(1.29)	(147.56)	283.67
Distress Asset Specialist Limited	(0.21)	(128.06)	(109.78)	260.96	-	-	(135.75)	260.96
ITI Gilts Limited	4.64	2,789.37	10.15	(24.12)	(0.42)	(0.19)	12.65	(24.31)
ITI Mutual Fund Trustee Private Limited	0.04	23.05	(6.20)	14.74	-	-	(7.67)	14.74
ITI Growth Opportunities LLP	(0.09)	(55.57)	(0.85)	2.02	-	-	(1.05)	2.02
ITI Nirman Limited	(0.00)	(1.56)	0.83	(1.97)	-	-	1.02	(1.97)
IRC Credit Management Service Limited	(0.03)	(17.27)	22.25	(52.88)	-	-	27.51	(52.88)
ITI Alternate Funds Management Limited	0.94	563.70	(12.59)	29.92	0.46	0.21	(15.68)	30.13
United Petro Finance Limited#	2.59	1,554.31	(246.33)	585.52	1.83	0.83	(305.02)	586.36
Inter company elimination and consolidation adjustments	(67.06)	(40,289.97)	0.01	(0.01)	-	-	0.02	(0.01)
Total	100.00	60,082.89	100.00	(237.68)	100.00	45.46	100.00	(192.22)
Non controlling interest	-	45.33	-	(12.90)	-	0.02	-	(12.88)
Associates (Investment as per Equity Method)								
Fortune Integrated Assets Finance Limited*	-	-	-	382.77				

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Name of the Company	2020-2021							
	Net Assets (Total Assets - Total Liabilities)		Share in Profit/(Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount (₹ in Lakhs)	As % of consolidated profit or loss	Amount (₹ in Lakhs)	As % of consolidated profit or loss	Amount (₹ in Lakhs)	As % of consolidated profit or loss	Amount (₹ in Lakhs)
Parent								
The Investment Trust of India Limited	71.59	43,024.34	(26.82)	(283.94)	8.75	2.01	(26.07)	(281.93)
Subsidiaries								
ITI Securities Broking Limited	6.97	4,187.39	31.92	337.91	(23.43)	(5.38)	30.75	332.53
Intime Multi Commodity Company Limited	0.63	378.66	(4.07)	(43.05)	2.61	0.60	(3.93)	(42.45)
Fortune Credit Capital Limited	41.93	25,200.08	(22.94)	(242.77)	(83.41)	(19.15)	(24.22)	(261.92)
ITI Asset Management Limited	11.83	7,109.30	(169.89)	(1,798.28)	9.67	2.22	(166.08)	(1,796.06)
Fortune Integrated Home Finance Limited	0.83	498.10	3.91	41.36	-	-	3.82	41.36
Antique Stock Broking Limited*	18.39	11,049.73	291.87	3,089.49	9.71	2.23	285.88	3,091.72
ITI Capital Limited*	1.89	1,138.52	(0.11)	(1.16)	5.62	1.29	0.01	0.13
Distress Asset Specialist Limited	(0.65)	(389.02)	(19.98)	(211.50)	-	-	(19.56)	(211.50)
ITI Gilts Limited	4.64	2,787.34	10.72	113.45	2.00	0.46	10.53	113.91
ITI Mutual Fund Trustee Private Limited	0.01	8.31	0.48	5.04	-	-	0.47	5.04
ITI Growth Opportunities LLP	(0.10)	(57.19)	(1.11)	(11.78)	-	-	(1.09)	(11.78)
ITI Nirman Limited	0.00	0.41	(0.15)	(1.64)	-	-	(0.15)	(1.64)
IRC Credit Management Service Limited	0.06	35.60	(3.25)	(34.45)	-	-	(3.19)	(34.45)
ITI Alternate Funds Management Limited	0.89	533.57	(1.11)	(11.80)	-	-	(1.09)	(11.80)
United Petro Finance Limited#	1.56	935.70	10.55	111.62	168.47	38.68	13.90	150.30
Inter company elimination and consolidation adjustments	(60.47)	(36,340.94)	0.00	0.01	-	-	0.00	0.01
Total	100.00	60,099.90	100.00	1,058.51	100.00	22.96	100.00	1,081.47
Non controlling interest	-	201.56	-	21.97	-	8.42	-	30.39
Associates (Investment as per Equity Method)	-	-	-	470.24				

* Figures for Antique Stock Broking Limited and ITI Capital Limited are after consolidating with their subsidiaries Antique Stock Broking (IFSC) Limited and Neue Allianz Corporate Services Private Limited respectively.

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

3 PROPERTY, PLANT AND EQUIPMENT

(₹ in Lakhs)

Particulars	Electrical installations	Computers	Office equipments	Furniture and fixtures	Leasehold improvements	Vehicles	Total
Gross Carrying Amount							
Balance at March 31, 2020	3.83	566.24	267.48	126.65	792.78	149.84	1,906.82
Additions	-	94.18	48.71	21.57	6.91	-	171.37
Disposals	-	4.78	8.96	3.17	13.35	29.78	60.04
Balance at March 31, 2021	3.83	655.64	307.23	145.05	786.34	120.06	2,018.15
Additions	0.91	187.93	73.91	121.37	101.53	26.57	512.22
Disposals	-	30.08	0.27	0.87	2.05	-	33.27
Balance at March 31, 2022	4.74	813.49	380.87	265.55	885.82	146.63	2,497.10
Accumulated Depreciation							
Balance at March 31, 2020	3.30	401.21	149.92	44.55	690.67	72.10	1,361.75
Additions	0.53	98.23	51.89	22.63	21.48	23.71	218.47
Disposals	-	0.80	11.23	3.10	12.68	26.90	54.71
Balance at March 31, 2021	3.83	498.64	190.58	64.08	699.47	68.91	1,525.51
Additions	0.04	103.67	47.43	26.68	19.43	18.31	215.56
Disposals	-	29.08	0.25	0.71	1.95	-	31.99
Balance at March 31, 2022	3.87	573.23	237.76	90.05	716.95	87.22	1,709.08
Net Carrying Amount							
Balance at March 31, 2021	-	157.00	116.65	80.97	86.87	51.15	492.64
Balance at March 31, 2022	0.87	240.26	143.11	175.50	168.87	59.41	788.02

3(a) Right of use assets	(₹ in Lakhs)
Balance at March 31, 2020	1,425.66
Additions	-
Deduction/Adjustment	418.29
Depreciation during the year	490.87
Balance at March 31, 2021	516.50
Additions	2,169.55
Deduction/Adjustment	20.89
Depreciation during the year	635.10
Balance at March 31, 2022	2,071.84

3(b) Capital Work In Progress	(₹ in Lakhs)
Balance at March 31, 2021	19.12
Balance at March 31, 2022	3.78

Capital work-in-progress ageing

Ageing for capital work-in-progress as at March 31, 2022 is as follows:

Capital work-in-progress	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
Projects in progress	3.78	-	-	-	3.78

Ageing for capital work-in-progress as at March 31, 2021 is as follows:

Capital work-in-progress	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
Projects in progress	19.12	-	-	-	19.12

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

4 INTANGIBLE ASSETS

(₹ in Lakhs)

Particulars	Computer Software	Goodwill	Total
Gross Carrying Amount			
Balance at March 31, 2020	130.12	2,439.84	2,569.96
Additions	17.84	-	17.84
Disposals	-	3.78	3.78
Balance at March 31, 2021	147.96	2,436.06	2,584.02
Additions	43.27	-	43.27
Disposals	0.10	-	0.10
Balance at March 31, 2022	191.13	2,436.06	2,627.19
Accumulated Amortisation			
Balance at March 31, 2020	93.10	1,733.31	1,826.41
Additions	11.93	244.07	256.00
Balance at March 31, 2021	105.03	1,977.38	2,082.41
Additions	26.56	244.06	270.62
Disposals	0.10	-	0.10
Balance at March 31, 2022	131.49	2,221.44	2,352.93
Net Carrying Amount			
Balance at March 31, 2021	42.93	458.68	501.61
Balance at March 31, 2022	59.64	214.62	274.26

4(a) Intangible assets under development	(₹ in Lakhs)
Balance at March 31, 2021	-
Balance at March 31, 2022	8.45

5 INVESTMENTS IN ASSOCIATES

(₹ in Lakhs)

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of units	Amount	No. of units	Amount
Unquoted				
(i) Equity Instruments at cost				
Fortune Integrated Assets Finance Limited	4,829,545	9,791.96	4,829,545	9,409.17
Total		9,791.96		9,409.17
Aggregate amount of quoted investments and Market value there of		-		-
Aggregate amount of unquoted investments		9,791.96		9,409.17
Aggregate amount of impairment in value of investments		-		-

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

6 NON-CURRENT INVESTMENTS

(₹ in Lakhs)

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of units	Amount	No. of units	Amount
Quoted				
At Fair Value through Profit and Loss				
(i) Investment in Equity Shares				
Cords Cable Limited	51,677	50.15	51,677	39.55
(ii) Investment in Mutual fund Units				
ITI Arbitrage Fund	500,000	54.84	500,000	53.14
ITI Balanced Advantage Fund	500,000	55.86	500,000	48.40
ITI Banking and PSU debt fund	499,975	53.28	499,975	50.84
ITI Long Term Equity Fund	523,766	73.03	523,766	69.07
ITI Large cap Fund	499,975	60.25	499,975	54.32
ITI Liquid Fund	4,999	55.74	4,999	53.99
ITI Multicap Fund	485,190	67.07	485,190	64.57
ITI Mid cap Fund	499,975	54.81	499,975	49.99
ITI Overnight Fund	5,000	70.93	5,000	52.53
ITI Small Cap Fund	500,000	51.63	500,000	63.78
ITI Ultra short duration fund	5,000	54.21	-	-
ITI Value Fund	499,975	48.23	-	-
ITI Banking and Financial Services Fund	499,975	48.43	-	-
ITI Pharma and Healthcare Fund	499,975	48.01	-	-
ITI Conservative Bond Fund	499,975	51.49	-	-
ITI Dynamic Bond Fund Direct Plan	499,975	50.14	-	-
		897.95		560.63
Unquoted				
At Fair Value through Profit and Loss				
(i) Investment in Equity Shares				
MF Utilities India Private Limited	500,000	29.30	500,000	14.75
AMC Repo clearing Limited	15,000	1.50	-	-
		30.80		14.75
(ii) Investment in Alternate Investment Fund (AIF)				
ITI Long Short Equity Fund	5,048	6,613.35	5,048	6,712.86
ITI Growth Opportunities Fund	1,280	1,368.27	1,280	1,301.40
		7,981.62		8,014.26
At Amortised cost				
(i) Investment in Preference Shares				
N2N Technologies Limited	3,000,000	113.09	3,000,000	212.78
		113.09		212.78
Total		9,073.61		8,841.97
Aggregate amount of quoted investments and Market value there of		948.10		600.18
Aggregate amount of unquoted investments		8,125.51		8,241.79
Aggregate amount of impairment in value of investments		250.00		150.00

7 NON-CURRENT LOANS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Secured, considered good		
Other Loans	2,499.89	-
Unsecured, considered good		
Loan Portfolio	1,404.15	813.74
Total	3,904.04	813.74

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

8 OTHER NON-CURRENT FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good		
Security Deposit		
Deposit with exchanges	591.09	3,606.11
Others	459.33	660.46
Total	1,050.42	4,266.57

9 OTHER NON-CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good		
Advance tax and tax deducted at source (Net)	2,068.70	2,490.51
MAT credit entitlement	25.97	53.64
Gratuity Assets	6.27	-
Prepaid expenses	12.15	6.47
Total	2,113.09	2,550.62

10 INVENTORIES

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Stock-in-trade		
Quoted securities (At fair value)	736.95	2,852.31
Traded goods (At lower of cost or net realisable value)	-	63.58
Total	736.95	2,915.89

11 CURRENT INVESTMENTS

(₹ in Lakhs)

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of units	Amount	No. of units	Amount
Quoted				
At Fair Value through Profit and Loss				
(a) Investment in Equity Shares				
HDFC bank Limited	10	0.12	10	0.08
GOL Offshore Limited	333,500	-	333,500	-
Titan Company Limited	10	0.13	-	0.10
Sub-total (a)		0.25		0.18
Unquoted				
At Fair Value through Profit and Loss				
(b) Investment in other instruments (Fully paid up)				
ITI Banking and PSU debt fund	9,413,155	1,003.06	-	-
ITI Ultra short duration fund	2,63,618	2,722.39	-	-
ITI Dynamic Bond Fund Direct Plan	73,60,438	758.07	-	-
Sub-total (b)		4,483.52		-
Total		4,483.77		0.18
Aggregate amount of quoted investments and Market value there of		0.25		0.18
Aggregate amount of unquoted investments		4,483.52		-
Aggregate amount of impairment in value of investments		261.12		261.12

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

12 TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Secured		
Considered Good	564.59	653.29
Considered doubtful	-	-
Unsecured		
Considered Good	7,411.80	4,760.15
Considered doubtful	165.14	134.99
	8,141.53	5,548.43
Less: Loss allowance on receivables	(170.04)	(134.99)
Total	7,971.49	5,413.44

In determining the allowance for doubtful trade receivables the Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix.

As at March 31, 2022

Trade Receivables Ageing Schedule

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments					
	Less than 6m	6 m- 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables- considered good	7,853.67	44.68	17.70	10.66	49.67	7,976.39
Undisputed trade receivables- considered doubtful	-	92.92	13.45	0.05	58.72	165.14
Disputed trade receivables- considered good	-	-	-	-	-	-
Disputed trade receivables- considered doubtful	-	-	-	-	-	-
	7,853.67	137.61	31.15	10.71	108.39	8,141.53
Less :- Allowance for doubtful trade receivables	-	-	-	-	-	(170.04)
Total	-	-	-	-	-	7,971.49

As at March 31, 2021

Trade Receivables Ageing Schedule

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments					
	Less than 6m	6 m- 1yr	1-2 yrs	2-3 yrs	More than 3 yrs	Total
Undisputed trade receivables- considered good	4,998.95	166.92	126.00	25.70	95.88	5,413.44
Undisputed trade receivables- considered doubtful	-	11.05	67.81	0.08	56.05	134.99
Disputed trade receivables- considered good	-	-	-	-	-	-
Disputed trade receivables- considered good	-	-	-	-	-	-
	4,998.95	177.96	193.81	25.77	151.93	5,548.43
Less :- Allowance for doubtful trade receivables	-	-	-	-	-	(134.99)
Total	-	-	-	-	-	5,413.44

13 CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Cash on hand	157.00	94.09
Balance with banks	5,079.90	5,612.35
Fixed Deposit having original maturity of less than 3 months	13,565.63	6,661.13
Total	18,802.53	12,367.57

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

14 OTHER BALANCES WITH BANK

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Fixed Deposits With Banks (lien towards Bank Guarantee)	5,591.38	6,762.69
Deposits with original maturity for more than 3 months but less than 12 months	4,934.23	4,537.65
Fixed deposits with more than 12 months maturity, (held as margin money or security against borrowings, guarantees)	-	7.50
Total	10,525.61	11,307.84

15 CURRENT LOANS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Considered good		
Secured	9,397.29	15,756.97
Unsecured		
Related party	1,400.00	11,073.50
Others	3,258.23	11,656.82
Loss allowances on financial assets	(1,961.16)	(2,155.43)
Loan to employees	14.48	12.78
	12,108.84	36,344.64
Sub-Standard assets	7,385.75	6,252.71
Doubtful assets	7,303.93	7,303.93
Less: Loss allowances on financial assets	7,303.93	7,303.93
	7,385.75	6,252.71
Total	19,494.59	42,597.35

16 OTHER CURRENT FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good		
Interest accrued but not due		
- Related party	7.24	1,580.94
- Other	384.21	1,103.43
Other receivable	427.48	60.65
Assignment receivables	414.27	174.06
Advance for investments	-	325.50
Collection receivable	-	932.27
Sale of NPA receivable	868.10	868.00
Exgratia receivables	-	116.87
Security deposits	1,072.96	0.39
Receivables from related party	-	12.89
Total	3,174.27	5,175.01

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

17 OTHER CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good		
Prepaid expenses	174.85	228.65
Balances with authorities	1,159.98	1,327.16
Gratuity assets	6.32	-
Advance to creditors	69.83	137.98
Advance for investment in properties	-	237.69
Other amount recoverable in cash or kind or for value to be received		
Related Party	4.55	-
Others	182.08	287.96
Total	1,597.61	2,219.44

18 SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised*		
35,10,10,000 equity shares of ₹ 10 each (March 31, 2021: 35,10,10,000)	35,101.00	35,101.00
Total	35,101.00	35,101.00
Issued, subscribed and fully paid-up		
5,15,20,267 equity shares of ₹ 10 each (March 31, 2021: 5,15,20,267)	5,152.03	5,152.03
Total	5,152.03	5,152.03

* Authorised capital of 2,25,000 1% Redeemable Preference shares of ₹ 100 each (March 31, 2021: 2,25,000) is not considered above. Redeemable preference shares issued have been considered as borrowings in accordance with the requirement of Ind AS.

* Authorised capital of 7,32,000 0% Optionally Convertible Preference Shares of ₹ 325 each (March 31, 2021: 7,32,000) is not considered above. Redeemable preference shares issued have been considered as borrowings in accordance with requirement of Ind AS.

(a) Reconciliation of number of shares

(₹ in Lakhs)

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of units	Amount	No. of units	Amount
Equity Shares				
Opening Balance	51,520,267	5,152.03	51,023,767	5,102.38
Issued during the year	-	-	496,500	49.65
Closing Balance	51,520,267	5,152.03	51,520,267	5,152.03

(b) Shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% of holding	No. of shares	% of holding
Neostar Developers LLP	23,742,082	46.08	23,742,082	46.08
Aditya InfoTech Private Limited	12,154,262	23.59	12,154,262	23.59

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(c) Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2022 is as follows:

Name of the Promoter	As at March 31, 2022		As at March 31, 2021		% change during the year
	No. of shares	% of holding	No. of shares	% of holding	
Neostar Developers LLP	23,742,082	46.08	23,742,082	46.08	-
Aditya InfoTech Private Limited	12,154,262	23.59	12,154,262	23.59	-
Khyati Chintan Valia	884,556	1.72	-	-	1.72
Raksha S.Valia	626,023	1.22	626,023	1.22	-
Chintan Vijay Valia	180,000	0.35	180,000	0.35	-
Sudhir V.Valia	90,523	0.18	90,523	0.18	-
Vijay Parekh	-	-	264,528	0.51	(0.51)
Paresh Parekh	-	-	620,028	1.21	(1.21)
	37,677,446	73.14	37,677,446	73.14	-

Disclosure of shareholding of promoters as at March 31, 2021 is as follows:

Name of the Promoter	As at March 31, 2021		As at March 31, 2020		% change during the year
	No. of shares	% of holding	No. of shares	% of holding	
Neostar Developers LLP	23,742,082	46.08	23,742,082	46.08	-
Aditya InfoTech Private Limited	12,154,262	23.59	12,154,262	23.59	-
Khyati Chintan Valia	-	-	-	-	-
Raksha S.Valia	626,023	1.22	626,023	1.22	-
Chintan Vijay Valia	180,000	0.35	180,000	0.35	-
Sudhir V.Valia	90,523	0.18	90,523	0.18	-
Vijay Parekh	264,528	0.51	264,528	0.51	-
Paresh Parekh	620,028	1.21	620,028	1.21	-
	37,677,446	73.14	37,677,446	73.14	-

(d) Terms / 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 an equity share is entitled to one vote per share on every resolution placed before the Company on the right to receive dividend.

19 OTHER EQUITY

(₹ in Lakhs)

OTHER EQUITY	Share based payment	Capital Reserve on amalgamation	Capital Redemption Reserve	Statutory Reserve	Foreign Currency Translation Reserve	Capital Reserve	Securities Premium	General Reserve	Equity component of compound financial instruments suspense account	Equity component of compound financial instruments	Retained Earnings	Total
Balance as at March 31, 2020	320.99	6,803.52	-	1,348.41	11.09	1,318.45	28,155.55	724.21	901.83	-	13,777.35	53,361.40
Profit for the year	-	-	-	-	-	-	-	-	-	-	1,506.78	1,506.78
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	14.54	14.54
Total comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	1,521.32	1,521.32
Addition during the year	68.03	-	-	-	(2.88)	-	-	-	-	901.83	-	966.98
share issued during year	-	-	-	-	-	-	-	-	(901.83)	-	-	(901.83)
Balance as at March 31, 2021	389.02	6,803.52	-	1,348.41	8.21	1,318.45	28,155.55	724.21	-	901.83	15,298.67	54,947.87
Profit for the year	-	-	-	-	-	-	-	-	-	-	157.99	157.99
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	45.44	45.44

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

OTHER EQUITY	Share based payment	Capital Reserve on amalgamation	Capital Redemption Reserve	Statutory Reserve	Foreign Currency Translation Reserve	Capital Reserve	Securities Premium	General Reserve	Equity component of compound financial instruments suspense account	Equity component of compound financial instruments	Retained Earnings	Total
Total comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	203.43	203.43
Addition during the year		-	-	20.45	4.58	-	-	-	-	-	201.01	226.04
Transferred to Capital Redemption reserve from Retained Earnings	-	-	3,400.00	-	-	-	-	-	-	-	(3,400.00)	-
Less: Transferred to Retained earnings	(201.01)	-	-	-	-	-	-	-	-	-	-	(201.01)
Adjustment on account of investments in subsidiary/ associates	-	-	-	-	-	-	-	-	-	-	(226.01)	(226.01)
Proposed final dividend	-	-	-	-	-	-	-	-	-	-	1.01	1.01
Less: Transferred to Statutory reserves	-	-	-	-	-	-	-	-	-	-	(20.45)	(20.45)
Balance as at March 31, 2022	188.01	6,803.52	3,400.00	1,368.86	12.79	1,318.45	28,155.55	724.21	-	901.83	12,057.66	,930.88

Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. These reserve will be utilised in accordance with the provisions of the Act.

Capital reserve

Capital reserve will be utilised in accordance with provision of the Act.

20 NON-CURRENT BORROWINGS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Unsecured		
Redeemable cumulative preference shares #	214.30	201.85
0.01% Non-redeemable, non-cumulative compulsorily convertible preference shares of ₹ 1 each @	535.98	478.56
Optionally convertible Preference Shares classified as Liability*	1,665.29	1,513.60
Total	2,415.57	2,194.01

Nature of Security and terms of repayment for non-current borrowings

	Nature of Security	Terms of Conversion and/or Repayment
#	225,000 1% Redeemable cumulative preference shares of ₹ 100 each	Repayable on January 1, 2023. Rate of interest 1.00% p.a.
@	6,00,30,100 0.01% Non-redeemable, non-cumulative compulsorily convertible preference shares of ₹ 1 each	Repayable in August 2023. Rate of interest 0.01% p.a.
*	Pursuant to demerger of lending business of United Petro finance Limited (UPFL) in to Fortune Credit Capital Limited under the Scheme of Arrangement without payment being received in cash, on the date of acquisition of control by the Company of UPFL, i.e. on 1st October 2018, consideration payable by the Company in form of 4,96,500 Equity shares of ₹ 100 each and 7,32,000 Optionally Convertible Preference Shares (OCPS) of ₹ 325/- each fully paid up recorded by splitting Equity and debt elements separately under Equity share capital suspense, OCPS Equity suspense and OCPS debt suspense respectively. After receipt of Merger order, from 1st January 2021, Equity share capital, OCPS Equity and OCPS Debt were recorded in books, by reversing suspense account.	

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

21 LEASE LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Lease liabilities	1,888.89	573.72
Total	1,888.89	573.72

22 NON-CURRENT PROVISIONS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
For employee benefit		
Unavailed leave	270.64	219.19
Gratuity	133.61	118.85
Total	404.25	338.04

23 CURRENT BORROWINGS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Secured		
Term loan (Secured against pledge of fixed deposit, receivables and corporate guarantee of holding Company)	1,119.98	2,619.52
Vehicle loan (Secured by hypothecation of vehicle)	-	0.58
Bank overdraft (Secured by Government securities and bonds issued by PSUs, Banks and Corporates Non-convertible Debentures)	-	7,241.64
Cash Credit (First Exclusive charge on the performing loan receivables by way of Hypothecation)	-	0.32
Unsecured		
Loans repayable on demand	9,306.78	15,746.35
Total	10,426.76	25,608.41

24 TRADE PAYABLES

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Amount due to micro and small enterprises	1.78	1.55
Others	19,692.53	17,121.94
Total	19,694.31	17,123.49

As at March 31, 2022

Trade Payables ageing report

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues with MSME	1.78	-	-	-	1.78
Undisputed dues with others	19,489.62	138.03	23.30	41.59	19,692.54
disputed dues with MSME	-	-	-	-	-
disputed dues with others	-	-	-	-	-

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

As at March 31, 2021

Trade Payables ageing report

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payments				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues with MSME	1.55	-	-	-	1.55
Undisputed dues with others	17,067.04	43.98	10.73	0.19	17,121.94
disputed dues with MSME	-	-	-	-	-
disputed dues with others	-	-	-	-	-

25 OTHER CURRENT FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good		
Preference dividend payable	7.52	7.52
Dividend distribution tax on preference dividend	0.46	0.16
Other payables	3,492.25	2,996.36
Interest accrued but not due	443.46	3,419.12
Total	3,943.69	6,423.16

26 OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Statutory liabilities	1,207.58	1,177.94
Total	1,207.58	1,177.94

27 CURRENT PROVISIONS

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Provision for employee benefit		
Unavailed leave	30.70	90.65
Gratuity	56.19	98.07
Loss allowances on financial assets	5.60	26.62
Provision for expenses	70.80	53.65
Provision for tax	1.23	-
Total	164.52	268.99

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

28 REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Sale of Product		
Traded goods	9,525.54	6,488.56
Profit on trading in debt securities	212.70	460.70
Sale of Services		
Advisory / Consultancy income	3,014.81	667.60
Brokerage and related operational income	13,477.00	9,541.85
Distribution and professional income	115.03	437.40
Trusteeship fees	28.41	18.65
Other Operation Revenue		
Interest on loans	4,399.82	10,514.93
Income from assignment receivables	10.93	4.95
Interest on fixed deposits	779.14	337.59
Interest on debt securities	235.65	529.54
Gain/(Loss) in Dealing in Shares / Securities	-	741.82
Handling Charges on Loan	141.84	8.54
Provision for non performing assets written back	413.95	2,085.00
Provision for standard assets written back	51.37	77.05
Other Operating Income	0.54	250.46
Total	32,406.73	32,164.64

29 OTHER INCOME

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Interest income on others	25.77	142.37
Net gain on fair valuation through profit and loss	783.16	1,185.86
Net gain on sale of investments	81.85	3.77
Finance income	13.67	20.80
Dividend income	45.03	3.75
Gain/(loss) on lease modifications	11.99	99.62
Profit on sale of assets	-	6.13
Rent income	286.52	276.33
Miscellaneous income	34.23	18.74
Bad debts recovered	243.82	-
Sundry balances written back	1.29	7.94
Total	1,527.33	1,765.31

30 EMPLOYEE BENEFIT EXPENSE

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Salaries, bonus and allowances	9,978.17	9,440.25
Contributions to gratuity, provident and other funds	389.82	439.02
Share based payment (Refer note 40)	-	68.03
Staff welfare expenses	134.92	78.17
Total	10,502.91	10,025.47

31 FINANCE COST

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Interest expense on borrowings	2,562.36	3,975.28
Interest expense on preference shares	187.46	49.15
Bank charges	133.86	79.90
Exchange rate difference	0.82	1.45
Total	2,884.50	4,105.78

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

32 OTHER EXPENSE

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Stamp duty and stamp charges	50.05	54.08
Turnover/Transaction charges	1,272.22	916.32
SEBI turnover fees	58.81	25.06
Brokerage/Sub-brokerage	671.65	894.74
Loss from dealing error	353.95	149.80
Depository charges	56.19	30.82
Commission expenses	6.85	13.36
Loss in Dealing in Shares / Securities	14.95	-
Net loss on fair valuation of investments through profit and loss	100.00	60.00
Loss on trading in derivatives	24.34	-
Loss on sale of Investments	-	83.19
Other operational expenses	61.99	38.91
Exchange and regulator expenses	52.31	39.20
Rent Expenses (Refer Note No. 41)	356.70	422.22
Rates and taxes	360.65	127.71
Printing and stationery	21.64	49.98
Postage and courier charges	25.09	23.25
Travelling and conveyance expenses	321.02	230.26
Motor vehicle expenses	5.04	56.41
Electricity charges	146.61	123.39
Communication expenses	174.38	174.71
Advertisement expenses	488.00	164.97
Legal and professional fees	1,487.60	983.93
Auditors' remuneration		
- Statutory audit	43.22	36.92
- Tax audit	11.47	13.15
- Other Services	2.28	3.47
Repairs and maintenance		
- Machinery and equipments	28.54	22.50
- Building	1.47	24.50
- Others	233.56	202.70
Membership and subscription	27.33	29.61
Business promotion expenses	436.75	320.16
Insurance expenses	97.54	141.93
Donation	23.30	25.75
Corporate social responsibility expenses	73.63	52.72
Assignment receivables written off	19.45	56.13
Directors' sitting fees	32.80	31.40
Security expenses	44.70	-
Bad debts/Sundry balances written off	857.06	2,968.72
Loss allowances on loans	409.05	1,353.40
Loss allowances on receivables	76.00	198.53
Computer and computer software expenses	805.38	670.64
Amortisation of share issue expenses	9.00	9.21
Loss on sale of property	44.19	-
Miscellaneous expenses	22.47	54.81
Total	9,409.23	10,878.56

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Details of CSR Expenditure

(₹ in Lakhs)

32(a) Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Gross amount required to be spent by Company	68.84	70.13
Amount paid by the Company	73.63	52.72
Amount remains unspent	-	19.00
Purpose of amount paid by Company		
(i) Construction / Acquisition of any assets	-	-
(ii) on purpose other than (i) above	73.63	52.72

33 INCOME TAXES

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Income tax expense recorded in Profit and Loss		
Current tax		
Current tax on taxable income for the year	1,236.62	929.75
	1,236.62	929.75
Deferred Tax		
Deferred tax charge/(credit)	(172.56)	19.04
MAT Credit (taken)/utilised	-	(10.72)
	(172.56)	8.32
Tax in respect of earlier years	(12.14)	4.60
	(12.14)	4.60
Total Income Tax expense/(credit)	1,051.92	942.67

(A) Reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Enacted income tax rate in India applicable to the Company	25.17%	27.55%
Profit before tax	1,197.01	2,471.42
Current tax expenses on Profit before tax expenses at the enacted income tax rate in India	301.26	680.88
Tax effect of the amounts which are not deductible/(taxable) in calculating taxable income		
Profit of share in associate not taxable	(96.33)	(129.55)
Permanent Disallowances	2.14	18.82
Effect of (recognition)/non recognition of deferred tax asset on losses/provision	(172.56)	127.67
MAT Credit	(9.82)	(10.72)
Allowances under Income Tax Act 1961	(59.14)	(0.42)
Business Loss carried forward	1,328.46	690.54
Tax in respect of earlier years	(9.44)	4.87
Tax on other comprehensive income	0.05	1.96
Change in tax rates	0.26	3.14
Others	(232.96)	(444.51)
Total income tax expense/(credit)	1,051.92	942.67

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(B) The movement in deferred tax assets and liabilities during the year ended March 31, 2021 and March 31, 2022

(i) Components of deferred tax assets and liabilities as at March 31, 2022

(₹ in Lakhs)

Particulars	Year Ended March 31, 2021	Credit/(charge) in statement of profit or loss (including OCI)	Deferred tax on basis adjustment	Year Ended March 31, 2022
Depreciation	309.84	(488.24)	-	(178.40)
Provision for Employee benefits	47.06	24.31	-	71.37
Business Loss	640.44	28.82	-	669.26
Loss allowances on loans	2,857.27	108.95	-	2,966.22
Others	9.16	482.71	-	491.87
Total	3,863.77	156.55	-	4,020.32

(ii) Components of deferred tax assets and liabilities as at March 31, 2021

(₹ in Lakhs)

Particulars	Year Ended March 31, 2021	Credit/(charge) in statement of profit or loss (including OCI)	Deferred tax on basis adjustment	Year Ended March 31, 2022
Depreciation	225.33	84.51	-	309.84
Provision for Employee benefits	176.77	(129.71)	-	47.06
Business Loss	592.20	48.24	-	640.44
Loss allowances on loans	2,784.00	73.27	-	2,857.27
Others	111.33	(102.17)	-	9.16
Total	3,889.63	(25.86)	-	3,863.77

(₹ in Lakhs)

Deferred Tax Asset	As at March 31, 2022	As at March 31, 2021
Difference between book and tax depreciation	(178.40)	309.84
Provision for Employee benefits	71.37	47.06
Business Loss	669.26	640.44
Loss allowances on loans	2,966.22	2,857.27
Others	491.87	9.16
Net Deferred Tax Assets	4,020.32	3,863.77

34 FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Group's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Group's activities.

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers, loans and investments. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of counterparty to which the Group grants credit terms in the normal course of business.

Trade receivables

The Group has used expected credit loss (ECL) model for assessing the impairment loss. For the purpose, the Group uses a provision matrix to compute the expected credit loss amount. The provision matrix takes into account external and internal risk factors and historical data of credit losses from various customers.

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Financial assets for which loss allowances is measured using the expected credit loss		
Trade receivables		
less than 180 days	7,683.63	4,994.90
180 - 365 days	137.61	222.47
beyond 365 days	150.25	196.06
Total	7,971.49	5,413.44

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Group's reputation.

The table below provides details regarding the contractual maturities of significant financial liabilities :

(₹ in Lakhs)

Particulars	Less than 1 year	1-3 years
As at March 31, 2022		
Borrowings (includes current maturities of long term debt)	10,426.76	2,415.57
Trade and other payables	24,054.08	1,888.89
	34,480.84	4,304.46
As at March 31, 2021		
Borrowings (includes current maturities of long term debt)	25,608.41	2,194.01
Trade and other payables	23,613.14	573.72
	49,221.55	2,767.73

Market Risk

Exposure to interest rate risk

(₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Total Borrowings (includes current maturities of long term debt)	12,842.33	27,802.42
% of Borrowings out of above bearing variable rate of interest	8.72	26.05

Sensitivity (impact of change in interest rates)

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

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
50 bp increase would decrease the profit before tax by	5.60	36.21
50 bp decrease would increase the profit before tax by	5.60	36.21

35 CAPITAL RISK MANAGEMENT

The Group aim to manages its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders.

The Group monitors capital on the basis of the carrying amount of debt less cash and cash equivalents as presented on the face of the financial statements.

The Group's objective for capital management is to maintain an optimum overall financial structure.

(₹ in Lakhs)

(i) Debt equity ratio	As at March 31, 2022	As at March 31, 2021
Debt (includes non-current, current borrowings and current maturities of long term debt)	12,842	27,802
Less: Current Investments	4,483.77	0.18
Less: Cash and cash equivalents	18,803	12,368
Less: Other balances with bank	10,526	11,308
Net debt	(20,970)	4,127
Total equity	60,128	60,301
Net debt to total equity ratio	-	0.07

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

36 FAIR VALUE MEASUREMENT

Financial Instrument by category and hierarchy

The fair values of the financial assets and liabilities are included 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:

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.

The fair values for loans, security deposits and investment in preference shares were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

(₹ in Lakhs)

Financial Assets and Liabilities as at March 31, 2022	Non Current	Current	Total	Fair value through Profit and Loss				Fair value through OCI				Carried at amortised cost				Total Amount
				Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total	
Financial Assets																
Investments																
Equity instruments	80.95	0.25	81.20	50.40	-	30.80	81.20	-	-	-	-	-	-	-	-	81.20
Mutual Funds	897.95	4,483.52	5,381.47	5,381.47	-	-	5,381.47	-	-	-	-	-	-	-	-	5,381.47
Preference shares	113.09	-	113.09	-	-	-	-	-	-	-	-	-	-	113.09	113.09	113.09
Others	7,981.62	-	7,981.62	6,613.35	-	1,368.27	7,981.62	-	-	-	-	-	-	-	-	7,981.62
Other assets																
Cash and cash equivalents	-	18,802.53	18,802.53	-	-	-	-	-	-	-	-	18,802.53	-	-	18,802.53	18,802.53
Trade receivables	-	7,971.49	7,971.49	-	-	-	-	-	-	-	-	-	-	7,971.49	7,971.49	7,971.49
Other balances with bank	-	10,525.61	10,525.61	-	-	-	-	-	-	-	-	10,525.61	-	-	10,525.61	10,525.61
Loans to related parties	-	1,400.00	1,400.00	-	-	-	-	-	-	-	-	-	-	1,400.00	1,400.00	1,400.00
Loans to employees	-	14.48	14.48	-	-	-	-	-	-	-	-	-	-	14.48	14.48	14.48
Loans to others	-	18,080.11	18,080.11	-	-	-	-	-	-	-	-	-	-	18,080.11	18,080.11	18,080.11
Other financial assets	1,050.42	3,174.27	4,224.69	-	-	-	-	-	-	-	-	-	-	4,224.69	4,224.69	4,224.69
Security deposits	3,904.04	-	3,904.04	-	-	-	-	-	-	-	-	-	-	3,904.04	3,904.04	3,904.04
Total	14,028.07	64,452.26	78,480.33	12,045.22	-	1,399.07	13,444.29	-	-	-	-	29,328.14	-	35,707.90	65,036.04	78,480.33
Financial Liabilities																
Borrowings	2,415.57	10,426.76	12,842.33	-	-	-	-	-	-	-	-	-	-	12,842.33	12,842.33	12,842.33
Trade Payables	-	19,694.31	19,694.31	-	-	-	-	-	-	-	-	-	-	19,694.31	19,694.31	19,694.31
Other Financial Liabilities	-	3,943.69	3,943.69	-	-	-	-	-	-	-	-	-	-	3,943.69	3,943.69	3,943.69
Total	2,415.57	34,064.76	36,480.33	-	-	-	-	-	-	-	-	-	-	36,480.33	36,480.33	36,480.33

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

Financial Assets and Liabilities as at March 31, 2021	Non Current	Current	Total	Fair value through Profit and Loss				Fair value through OCI				Carried at amortised cost				Total Amount
				Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total	
Financial Assets																
Investments																
Equity instruments	54.30	0.18	54.48	54.48	-	-	54.48	-	-	-	-	-	-	-	-	54.48
Mutual Funds	560.63	-	560.63	560.63	-	-	560.63	-	-	-	-	-	-	-	-	560.63
Preference shares	212.78	-	212.78	-	-	212.78	212.78	-	-	-	-	-	-	-	-	212.78
Others	8,014.26	-	8,014.26	6,712.86	-	1,301.40	8,014.26	-	-	-	-	-	-	-	-	8,014.26
Other assets																
Cash and cash equivalents	-	12,367.57	12,367.57	-	-	-	-	-	-	-	-	12,367.57	-	-	12,367.57	12,367.57
Trade receivables	-	5,413.44	5,413.44	-	-	-	-	-	-	-	-	-	-	5,413.44	5,413.44	5,413.44
Other balances with bank	-	11,307.84	11,307.84	-	-	-	-	-	-	-	-	11,307.84	-	-	11,307.84	11,307.84
Loans to employees	-	12.78	12.78	-	-	-	-	-	-	-	-	-	-	12.78	12.78	12.78
Loans to others	813.74	42,597.35	43,411.09	-	-	-	-	-	-	-	-	-	-	43,411.09	43,411.09	43,411.09
Other financial assets	4,266.57	5,162.23	9,428.80	-	-	-	-	-	-	-	-	-	-	9,428.80	9,428.80	9,428.80
Security deposits	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total	13,922.28	76,861.39	90,783.67	7,327.97	-	1,514.18	8,842.15	-	-	-	-	23,675.41	-	58,266.11	81,941.52	90,783.67
Financial Liabilities																
Borrowings	2,194.01	25,608.41	27,802.42	-	-	-	-	-	-	-	-	-	-	27,802.42	27,802.42	27,802.42
Trade Payables	-	17,123.49	17,123.49	-	-	-	-	-	-	-	-	-	-	17,123.49	17,123.49	17,123.49
Other Financial Liabilities	-	6,423.16	6,423.16	-	-	-	-	-	-	-	-	-	-	6,423.16	6,423.16	6,423.16
Total	2,194.01	49,155.06	51,349.07	-	-	-	-	-	-	-	-	-	-	51,349.07	51,349.07	51,349.07

37 SEGMENT REPORTING

Operating Segments:

- Broking and related services
- Investment and Advisory services
- Trading Activities
- Financing activities

Identification of Segments:

The chief operational decision maker monitors the operating results of its Business segment separately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements, Operating segment have been identified on the basis of nature of products and other quantitative criteria specified in the Ind AS 108.

Segment revenue and results:

The expenses and income which are not directly attributable to any business segment are shown as unallocable expenditure (net of allocable income).

Segment assets and Liabilities:

Segment assets include all operating assets used by the operating segment and mainly consist of property, plant and equipments, trade receivables, Inventory and other operating assets. Segment liabilities primarily includes trade payable and other liabilities. Common assets and liabilities which can not be allocated to any of the business segment are shown as unallocable assets / liabilities.

Inter Segment transfer:

Inter Segment revenues are recognised at sales price. The same is based on market price and business risks. Profit or loss on inter segment transfer are eliminated at the group level.

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Disclosure pursuant to Ind AS 108 "Operating Segment"

Particulars	Broking and related services		Investment and Advisory services		Trading Activities		Financing activities		Asset Management activities		Elimination		Total	
	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
Segment revenue														
External revenue	15,545.44	13,100.01	3,152.70	1,555.34	9,525.53	6,488.56	4,383.76	10,808.48	1,326.63	1,977.56	-	-	33,934.06	33,929.94
Inter segment revenue	715.25	164.47	882.56	1,083.24	-	-	1,463.77	622.78	60.05	31.15	(3,121.63)	(1,901.65)	(0.00)	0.00
Total revenue	16,260.69	13,264.48	4,035.26	2,638.58	9,525.53	6,488.56	5,847.53	11,431.26	1,386.68	2,008.71	(3,121.63)	(1,901.65)	33,934.06	33,929.94
Segment Result	5,640.92	4,997.63	983.79	(402.57)	391.54	602.74	(54.24)	2,298.03	3,263.27	(1,388.86)	-	-	3,698.75	6,106.96
Interest expense	415.35	674.40	1,460.66	1,214.43	-	-	1,007.39	2,216.45	1.10	0.51	-	-	2,884.50	4,105.78
Profit before tax	5,225.57	4,323.23	(476.87)	(1,617.00)	391.54	602.74	(1,061.63)	81.58	(3,264.37)	(1,389.37)	-	-	814.25	2,001.18
Provision for tax														
Current tax	-	-	-	-	-	-	-	-	-	-	-	-	1,236.62	919.03
Deferred tax	-	-	-	-	-	-	-	-	-	-	-	-	(172.56)	19.04
Current tax relating to prior years	-	-	-	-	-	-	-	-	-	-	-	-	(12.14)	4.60
Profit after tax (after exceptional items)	-	-	-	-	-	-	-	-	-	-	-	-	(237.67)	1,058.51
Share of Profit in Associates	-	-	-	-	-	-	-	-	-	-	-	-	382.77	470.24
Net Profit	-	-	-	-	-	-	-	-	-	-	-	-	145.10	1,528.75
Other Information														
Segment assets	61,614.98	41,845.85	48,695.94	56,953.55	3,122.62	3,100.54	39,356.78	52,179.11	8,133.22	13,538.62	(60,233.65)	(53,541.96)	100,689.89	114,075.71
Segment liabilities	38,594.38	23,443.62	7,274.09	16,220.62	141.96	21.29	12,749.40	25,501.65	1,770.60	5,957.45	(19,968.78)	(17,370.38)	40,561.65	53,774.25
Net Segment Assets	23,020.60	18,402.23	41,421.85	40,732.93	2,980.66	3,079.25	26,607.38	26,677.46			(40,264.87)	(36,171.58)	60,128.24	60,301.46
Capital expenditure	280.67	50.81	14.80	2.12	-	-	99.65	38.38	160.37	97.90	-	-	555.49	189.21
Depreciation	90.71	79.44	481.97	499.63	-	-	305.27	324.94	243.34	61.33	-	-	1,121.28	965.34

Revenue contributed by any single customer in any of the operating segments, whether reportable or otherwise, does not exceed ten percent of the group's total revenue.

38 RELATED PARTY TRANSACTIONS

a) Names of related parties and nature of relationship

i) Enterprises having significant influence

Fortune Integrated Assets Finance Limited Associate

ii) Key managerial personnel and their relatives

Mr. Prateek Tayal	Manager (upto 31.05.2020)
Mr. Rajesh Kumar Acha	Manager (from 01.07.2020)
Mr. S.G.Muthu Kummar	Chief Financial Officer (upto 10.01.2022)
Mr. Haroon Mansuri	Company Secretary (upto 31.03.2022)

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

b) Details of transactions with related parties referred to above

(₹ in Lakhs)

Nature of Transactions	Transaction amount	
	2021-22	2020-21
1. Remuneration		
Mr. Prateek Tayal	-	9.55
Mr. Rajesh Kumar Acha	71.27	25.27
Mr. S.G.Muthu Kummar	19.89	24.30
Mr. Haroon Mansuri	16.04	14.60
2. Contribution to Provident fund		
Mr. Prateek Tayal	-	0.45
Mr. Rajesh Kumar Acha	1.51	0.97
Mr. S.G.Muthu Kummar	0.30	0.36
Mr. Haroon Mansuri	0.67	0.62
3. Interest received		
Fortune Integrated Assets Finance Limited	825.94	1,709.13
4. Rent Received		
Fortune Integrated Assets Finance Limited	220.71	282.39
5. Assignment collection received		
Fortune Integrated Assets Finance Limited	30.88	31.46
6. Loan given to		
Fortune Integrated Assets Finance Limited	31,540.00	11,641.25
7. Loan received back		
Fortune Integrated Assets Finance Limited	41,213.50	10,754.75
8. Loan repaid to		
Fortune Integrated Assets Finance Limited	-	5,716.67

c) Amount due to/from related parties

(₹ in Lakhs)

Nature of Transactions	As at March 31, 2022	As at March 31, 2021
1. Interest Receivable		
Fortune Integrated Assets Finance Limited	7.24	1,580.94
2. Loan receivable		
Fortune Integrated Assets Finance Limited	1,400.00	11,073.50
3. Assignment collection receivables		
Fortune Integrated Assets Finance Limited	5.56	13.76
4. Other receivables		
Fortune Integrated Assets Finance Limited	4.55	74.55
5. Remuneration Payable		
Mr. Rajesh Kumar Acha	3.47	2.73
Mr. S.G.Muthu Kummar	-	3.36
Mr. Haroon Mansuri	2.29	1.45

Related parties are identified by management and relied upon by auditors.

39 DISCLOSURE PURSUANT TO INDIAN ACCOUNTING STANDARD (IND AS) 19 "EMPLOYEE BENEFITS"

a) Defined Benefit Plans

The Group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Group makes contributions to recognised funds in India.

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

	Particulars	As at March 31, 2022	As at March 31, 2021
I	Changes in defined benefit obligations		
	Present value of obligation as at the beginning of the year	549.21	485.03
	Current service cost	98.76	110.05
	Interest cost	36.49	32.37
	Benefit Paid from fund	(20.41)	(9.98)
	Benefit paid by company	(26.48)	(8.01)
	Due to Change in financial assumptions	(17.25)	2.89
	Due to change in demographic assumption	-	-
	Due to experience adjustments	(59.40)	(63.16)
	Present value of obligation as at the end of the year	560.92	549.21
II	Change in Fair Value of Plan Assets		
	Fair value of plan assets at the beginning of the year	331.21	309.53
	Interest Income	25.17	23.16
	Benefit Paid	(20.41)	(9.98)
	Adjustment to the Opening fund		-
	Contributions by employer	38.44	23.06
	Return on plan assets excluding amounts included in interest income	29.44	(14.57)
	Fair value of plan assets at the end of the year	403.85	331.21
III	Net employee benefit expenses for the year		
	Current service cost	98.76	110.05
	Net interest cost	11.31	9.21
	Adjustment to the Opening fund	-	-
	Net employee benefit expenses for the year	110.08	119.26
	Other Comprehensive Income for the current period		
	Components of actuarial gain/losses on obligations:		
	Due to Change in financial assumptions	(17.25)	2.89
	Due to change in demographic assumption	-	-
	Due to experience adjustments	(59.40)	(63.16)
	Return on plan assets excluding amounts included in interest income	(7.76)	14.57
	Other Comprehensive Income for the current period	(84.40)	(45.70)
IV	Category of fair value of plan asset		
	Policy of insurance	100%	100%
V	Assumptions		
	With the objective of presenting the plan assets and plan liabilities of the defined benefits plans and post retirement medical benefits at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.		
	The significant actuarial assumptions were as follows:		
	i) Financial Assumptions:		
	Discount rate (per annum)	7.15%	6.85%
	Salary escalation (per annum)	5.00%	5.00%
	ii) Demographic Assumptions:		
	Published rates under the Indian Assured Lives Mortality (2006-08) Ult table.		

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(₹ in Lakhs)

	Particulars	As at March 31, 2022	As at March 31, 2021
VI	Sensitivity Analysis		
	Impact on defined benefit obligation due to change in assumptions		
	Discount rate Sensitivity		
	Increase by 0.5%	533.87	521.23
	(% change)	-4.81%	-5.08%
	Decrease by 0.5%	590.12	579.54
	(% change)	5.22%	5.54%
	Salary growth rate Sensitivity		
	Increase by 0.5%	588.83	577.65
	(% change)	4.99%	5.20%
	Decrease by 0.5%	535.29	522.24
	(% change)	-4.56%	-4.90%
	Withdrawal rate (W.R.) Sensitivity		
	W.R. x 110%	562.88	550.85
	(% change)	0.35%	0.30%
	W.R. x 90%	558.87	547.48
	(% change)	-0.36%	-0.31%
VII	Maturity profile of defined benefit obligation is as follows:		
	Within the next 12 months	21.12	38.21
	Later than 1 year and not later than 5 years	168.66	99.05
	Later than 5 year	123.38	256.69
	The future accrual is not considered in arriving at the above cash-flows.		

VIII Risk Exposure

Through its defined benefit plans, the Group is exposed to a number of risks, the most significant of which are detailed below :

i) Actuarial Risk	It is the risk that benefits will cost more than expected. This can arise due to Adverse Salary Growth Experience, Variability in mortality rates and Variability in withdrawal rates.
ii) Investment Risk	For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.
iii) Liquidity Risk	Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cashflows.
iv) Market Risk	Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/ government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.
v) Legislative Risk	Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

b) Details of Defined Contribution Plan

The Group also has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government.

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

The obligation of the Group is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the year towards defined contribution plan is ₹ 243.92 lakhs (Previous year ₹ 340.71 lakhs) in the Statement of Profit and Loss for the year ended March 31, 2021 under defined contribution plan.

c) Compensated absences

Compensated absences are provided for on the basis of an actuarial valuation, using projected unit credit method, as at the date of the balance sheet, actuarial gains / losses, if any, are immediately recognized in the statement of profit and loss.

40 EMPLOYEE STOCK OPTION SCHEME

The Company has formulated an Employee Stock Option Scheme known as FFSIL Employees Stock Option Plan 2017 ("ESOP – 2017") in accordance with the provisions of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

Details of Employee Stock Options

Sr. No.	Particulars	Remarks	
1	Date of grant	19th April, 2018	23rd November, 2018
2	Options granted	300,000	300,000
3	Options vested	Nil	Nil
4	Options exercised	Nil	Nil
5	The total number of shares arising as a result of exercise of options	Nil	Nil
6	options lapsed during the year 2021-22	Nil	300,000
7	Vesting date	For 2,50,000 options - 19th April, 2019	For 3,00,000 options – 23rd November, 2020
		For 50,000 options - 1st June, 2020	
8	the exercise price	₹ 247.25	₹ 220.85
9	variation in terms of options	Not applicable	Not applicable
10	money realised by exercise of options	Nil	Nil
11	total number of options in force	300,000	Nil
12	employee wise details of options granted to:		
	a) Key Managerial Personnel	Nil	Nil
	b) any other employee who receives a grant of options in any one year of options amounting to five percent or more of total options granted during that year	Mr. Rajesh Bhatia was granted 3,00,000 options.	Mr. George Heber Joseph was granted 3,00,000 options.
	c) Identified employees who were granted options, during any one year, equal to or exceeding one percent of the issued capital, excluding outstanding warrants and conversions, of the company at the time of grant.	Not applicable	Not applicable
14	any material change to the scheme and whether such scheme is in compliance with the SEBI (Share Based Employee Benefits) Regulations, 2014	No	No

The fair value has been calculated using Black Sholes Options Pricing Model and significant assumptions made in this regard are as follows:

	Particulars	Vest dated April 19, 2019	Vest dated June 01, 2020	Vest dated November 23, 2020
1	Stock Price (₹)	247.25	247.25	225.15
2	Strike/ Exercise Price	247.25	247.25	220.85
3	Expected Life of options (no. of years)	2	3	3
4	Risk free rate of interest (%)	7.48	7.48	7.7
5	Implied Volatility factor (%)	31.12	31.12	33.25
6	Fair value per Option at year end (₹)	59.5	78.52	67.01

In respect of options granted under ESOP, accounting is done as per requirements of Ind AS 102 Share based Payments. Expenses on account of Share based payments during the year amounts to NIL (Previous year ₹ 68.03 lakhs).

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

Summary of Employee Stock Option Schemes ('ESOS')

For the Period from 01/04/2021 to 31/03/2022

Sr. No.	Particulars of Options / Scheme	ESOP 2017
1	Outstanding as at beginning of the Period	600,000
2	Granted during the Period	---
3	Date of Grant	19th April, 2018 & 23rd November, 2018
4	Forfeited during the Period	---
5	Cancelled during the Period	---
6	Lapsed during the Period	300,000
7	Exercised during the Period	---
8	Allotted during the Period	---
9	Number of shares arising as a result of exercise of options	---
10	Money realized by exercise of options (INR), if scheme is implemented directly by the company	---
11	Number of options vested during the Period	Nil
12	Outstanding as at the end of the Period	3,00,000
13	Exercisable at the end of the Period	3,00,000
14	Weighted average remaining contractual life (in years)	2.14
15	Weighted average fair value of options granted	62.27

41 LEASES

(i) As a lessee

(A) Following are the changes in the carrying value of right of use assets

Particulars	(₹ in Lakhs)
Opening Balance as at April 01, 2021	516.50
Movement during the year	2,190.44
Depreciation during the year	635.10
Closing Balance as at March 31, 2022	2,071.84

Particulars	(₹ in Lakhs)
Opening Balance as at April 01, 2020	1,425.66
Movement during the year	(418.29)
Depreciation during the year	490.87
Closing Balance as at March 31, 2021	516.50

(B) Movement in Lease liabilities

Particulars	(₹ in Lakhs)
Opening Balance as at April 01, 2021	640.21
Movement during the year	2,117.34
Add: Finance cost accrued during the period	232.46
Less: Payment of lease liabilities	685.05
Balance as at 31 March 2022	2,304.97

Particulars	(₹ in Lakhs)
Opening Balance as at April 01, 2020	1,543.42
Movement during the year	(492.06)
Add: Finance cost accrued during the period	107.98
Less: Payment of lease liabilities	519.12
Balance as at 31 March 2021	640.21

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

(C) Break up value of the Current and Non - Current Lease Liabilities

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Current Lease Liabilities	416.08	66.49
Non-Current Lease Liabilities	1,888.89	573.72
Total	2304.97	640.21

(D) Amount recognised in statement of profit & loss

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Finance cost on lease liabilities	232.46	107.98
Depreciation on right of use assets	635.10	490.87
Rental Expenses recorded for short-term lease payments and payments for leases of low-value assets not included in the measurement of the lease liability	356.70	422.22

(E) Amount recognised in statement of cash flows

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Total cash outflow for leases	685.05	519.12

Further there are no short term or low value leases, for which Company carries any material commitments.

(F) Maturity analysis - Cashflows of Contractual maturities of lease liabilities

(₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Not later than one year	697.66	324.41
Later than one year but not later than five years	1,986.85	399.01
Later than five years	267.62	65.16

42 EARNINGS PER SHARE

Basic and diluted earnings per share computed in accordance with Indian Accounting Standard 33 (IAS-33) "Earning Per Share"

Particulars	As at March 31, 2022	As at March 31, 2021
Basic		
Net profit after tax (₹ in lakhs)	157.99	1,506.78
Weighted average number of outstanding equity shares	51,520,267	51,520,267
Basic earning per equity share (in ₹)	0.31	2.92
Face Value per equity share (in ₹)	10	10
Diluted		
Net profit after tax (₹ in lakhs)	157.99	1,506.78
Weighted average number of outstanding equity shares	52,252,267	52,252,267
Diluted earning per equity share (in ₹)	0.30	2.89
Face Value per equity share (in ₹)	10	10

43 CONTINGENT LIABILITIES AND COMMITMENTS (to the extent not provided for)

a) Contingent liabilities

- Corporate guarantee issued in favour of banks to secure credit facilities sanctioned by the banks to subsidiary companies ₹ 35,600 lakhs (Previous year ₹ 41,000 lakhs)
- Guarantees given by banks on behalf of the Group In respect of capital adequacy, daily margin and other contractual commitments for capital market operations of the Group is ₹ 18,832.75 lakhs (Previous year ₹ 10,148.75 lakhs)
- Claims against the Group not acknowledged as debts
 - Related to income tax ₹ 14.41 lakhs (Previous year ₹ 10.26 lakhs)

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

- Related to stamp duty ₹ 20.14 lakhs (Previous year ₹ 20.14 lakhs)
- Related to tax deducted at source ₹ 34.74 lakhs (Previous year ₹ 34.75 lakhs)
- Others ₹ 408.41 lakhs (Previous year ₹ 108.41 lakhs)

- b) In respect of litigations filed by the Group for recovery amount of ₹ 4,890.16 lakhs (Previous year ₹ 175.75 lakhs), no provision has been made as the management is of the opinion that entire amount is fully recoverable.
- c) Estimated amount of contracts remaining to be executed on capital account Nil (Previous year Nil)

44 PARTICULARS OF UNHEDGED FOREIGN CURRENCY EXPOSURE AS AT THE REPORTING DATE: (₹ in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Creditors for Expenses	-	30.76
Trade Receivable	24.93	14.58
Total	24.93	45.34

45 INCOME & EXPENDITURE IN FOREIGN CURRENCY (₹ in Lakhs)

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
a) Income in Foreign Currency:		
Sale of services	47.26	41.71
b) Expenditure in Foreign Currency		
Brokerage / Sub-Brokerage	0.61	9.55
Computer and Computer Software Charges	3.49	60.75
Business Promotion Expenses	-	0.43

46 RATIOS AS PER SCHEDULE III REQUIREMENT

Particulars	Numerator	Denominator	March 31, 2022	March 31, 2021	% change from previous year	Reason for change more than 25%
Current ratio (in times)	Current assets	Current liabilities	1.86	1.62	15%	The change in ratio is due to decrease in current liabilities as compared to Previous year
Debt-equity ratio (in times)	Borrowings	Equity	0.21	0.46	-54%	The change in ratio is due to decrease in borrowings as compared to Previous year
Debt service coverage ratio (in times)	Earnings available for debt services	Total interest and principal repayments	0.23	0.47	-50%	The change in ratio is due to increase in repayment of borrowings as compared to Previous year
Return on equity ratio (%)	Profit after tax	Average shareholders fund	0.2%	2.6%	-91%	The change in ratio is due to decrease in current year profit as compared to Previous year
Trade receivable turnover ratio (in times)	Revenue from operations	Average trade receivable	4.84	4.78	1%	The change in ratio is due to increase in current year revenue from operations as compared to Previous year
Trade payable turnover ratio (in times)	Purchases	Average trade payable	67.03	18.21	268%	The change in ratio is due to increase in current year purchase as compared to Previous year
Net capital turnover ratio (in times)	Revenue from operations	Average working capital	0.96	0.49	97%	The change in ratio is due to increase in current year Revenue from operations as compared to previous year.
Net profit ratio (%)	Profit after tax	Revenue from operations	0.4%	4.8%	-91%	The change in ratio is due to decrease in current year net profit as compared to previous year
Return on capital employed (%)	Earnings before interest and tax	Capital employed	5.6%	7.5%	-25%	The change in ratio is due to improvemnt in current year earning before interest and tax as compared to previous year
Return on investment	Income generated from invested funds	Average investments	1.9%	13.6%	-86%	Income generated from Invested funds has been increased as compared to previous year

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2022

- 47** The Scheme of Arrangement ("Scheme") between United Petro Finance Limited ('UPFL' or the 'Demerged Company') and Fortune Credit Capital Limited ('FCCL' or the 'Resulting Company') and their respective shareholders providing for the demerger of lending business ('Lending Business') of UPFL to FCCL (Wholly Owned Subsidiary of the Company), and issue of equity shares and optionally convertible preference shares ("OCPs") of the Company to the shareholders of UPFL with effect from March 31, 2017 (appointed date) was approved by the Board of Directors of the respective Companies on March 31, 2017.

The Company had filed application with National Company Law Tribunal (NCLT), Mumbai bench and the Scheme has been approved by NCLT vide order dated 3rd December, 2020.

The Company acquired control over UPFL on 14th October 2018, since when all three Companies are under common control. In view of the same, this Scheme is accounted in accordance with Ind AS 103 - Business Combinations as common control business combination by following pooling of interest method with effect from the date of acquisition of control and accordingly the figures of previous year are restated, as applicable.

As per the Scheme of Arrangement, the Company issued 4,96,500 fully paid Equity shares of face value ₹ 10 each and 7,32,000 Optionally Convertible Preference shares of face value ₹ 325/- each, convertible into equal number of equity shares of face value ₹ 10/- each. to the shareholders of UPFL.

- 48** The Group has requested its creditors to confirm the applicability to them under the Micro Small and Medium Enterprises Development Act, 2006. Based on the responses received by the Company, the details of dues to micro enterprises and small enterprises are as under:

(₹ in Lakhs)

Particulars	2021-22	2020-21
i. The principal amount and the interest due thereon (to be shown separately remaining unpaid to any supplier as at the end of accounting year.	1.78	1.55
ii. The amount of interest paid by the buyer in terms of section 16 of the Micro Small and Medium Enterprises Development act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during accounting year.	-	-
iii. The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under Micro Small and Medium Enterprises Development Act, 2006.	-	-
iv. The amount of interest accrued and remaining unpaid at the end of accounting year.	-	-
v. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Micro small and Medium enterprises Development act, 2006.	-	-

Note: The information as required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

- 49** The outbreak of Corona virus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. The impact of the same is uncertain and will depend on the spread of Covid-19, the effectiveness of current and future steps taken by the governments to mitigate the economic impact and other variables. The capital markets, Mutual Fund and banking services being declared as essential services, the Group has been in operation consistently during lock down and no impact on the business. Necessary precautions to ensure hygiene, safety, and wellbeing of all our employees at all offices have been implemented. The Group has considered the possible effects COVID-19 may have on the recoverability and carrying value of its assets. Based on current indicators of future economic conditions, the Group expects to recover the carrying amount of these assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 which may be different from that estimated as at the date of approval of these results. The Group will continue to closely monitor any material changes arising of future economic conditions and impact on its business
- 50** Previous year's figures are reworked, regrouped, rearranged and reclassified wherever necessary, to confirm to the current year's classification.

As per our Report of even date
For **RAMESH M. SHETH & ASSOCIATES**
Chartered Accountants
Firm Registration No. 111883W

Mehul R. Sheth
Partner
Membership No. 101598

Mumbai, May 20, 2022

For and on behalf of
THE INVESTMENT TRUST OF INDIA LIMITED

Chintan V Valia
Non-Executive Chairman
(DIN: 05333936)

Subbiah Manickam
Chief Financial Officer
Mumbai, May 20, 2022

Khyati C. Valia
Non-Executive Director
(DIN: 03445571)

Satish Bhanushali
Company Secretary

NOTICE OF ANNUAL GENERAL MEETING (AGM)

Notice is hereby given that the **Thirty First Annual General Meeting (AGM)** of the members of **The Investment Trust of India Limited** will be held on **Thursday, 29th September, 2022 at 11.00 a.m.** through Video Conferencing (VC) or Other Audio Video Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements (standalone and consolidated) of the Company together with the Report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2022.
2. To appoint a Director in place of Mr. Chintan Valia, (DIN: 05333936) who retires by rotation at this AGM and being eligible, offers himself for re-appointment.

By Order of the Board
For **The Investment Trust of India Limited**

Satish Bhanushali

Company Secretary & Compliance Officer
Membership Number:- A40731
Mumbai, August 11, 2022

The Investment Trust of India Limited

CIN: L65910MH1991PLC062067
Registered Office:
ITI House 36, Dr. R. K. Shirodkar Marg,
Parel, Mumbai - 400 012
E mail: info@itiorg.com
Website: www.itiorg.com

NOTES

1. In view of the COVID-19 pandemic and social distancing norms, the Ministry of Corporate Affairs ("MCA") vide its circular dated April 8, 2020, April 13, 2020, May 05, 2020, January 13, 2021, May 05, 2022 and such other related circulars issued from time to time (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide circular dated May 12, 2020, January 15, 2021 and May 13, 2022 (collectively referred to as "SEBI Circulars") permitted the holding of the Annual General Meeting ("the AGM") through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members (also referred to as "Shareholders") at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), MCA Circulars and SEBI Circulars (amended from time to time), the AGM of the Company is being held through VC / OAVM and Members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations and MCA Circulars, the Company is providing facility of Remote e-Voting (e-Voting from a place other than venue of the Meeting) and e-Voting during AGM, to its Members in respect of the businesses to be transacted at the AGM. For this purpose, necessary arrangements have been made by the Company with CDSL to facilitate Remote e-Voting and e-Voting during AGM. The instructions for the process to be followed for Remote e-Voting and e-Voting during AGM is forming part of this Notice.
3. Pursuant to Section 105 of the Act and Rule 19 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), a member entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote on a poll instead of himself/herself and the proxy need not be a Member of the Company. However, pursuant to MCA Circulars and SEBI Circulars, since the AGM will be held through VC/OAVM, the physical attendance of Members in any case has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Pursuant to Section 113 of the Act, representatives of Corporate Members may be appointed for the purpose of voting through Remote e-Voting or for participation and voting in the AGM to be conducted through VC / OAVM. Corporate Members intending to attend the AGM through their authorised representatives are requested to send a Certified True Copy of the Board Resolution (PDF / JPG Format), authorizing its representative to attend and vote on their behalf at the AGM. The said Resolution/Authorisation shall be sent to the Company by e-mail through its registered e-mail address at info@itiorg.com with a copy marked to helpdesk.evoting@cdslindia.com.
5. In compliance with the aforesaid MCA and SEBI Circulars, this Notice of the AGM along with the Annual Report for FY 2021-22 is being sent only through electronic mode to those Members whose name appear in the Register of Members / Beneficial Owners maintained by the Depositories as on benpos date i.e. Friday, September, 02, 2022 and whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report for FY 2021-22 will also be available on website of the Company, i.e. www.itiorg.com, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of the CDSL at www.evotingindia.com.
6. The Company has appointed M/s. DM & Associates Company Secretaries LLP, Practicing Company Secretary, as the Scrutinizer for scrutinizing the e-Voting process to ensure that the process is carried out in a fair and transparent manner.
7. Voting rights shall be reckoned on the paid-up value of shares registered in the name of Members / Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Thursday, 22 September 2022.
8. The Remote e-Voting period commences on Sunday, September, 25, 2022 at IST 9.00 a.m. and ends on Wednesday, September 28, 2022 at IST 5.00 p.m. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Thursday, September 22, 2022 may cast their vote electronically. The Remote e-Voting module shall be disabled by CDSL for voting thereafter.
9. The Members attending the AGM should note that those who are entitled to vote but have not exercised their right to vote by Remote e-Voting, may vote during the AGM through e-Voting for all businesses specified in the accompanying Notice. The Members who have exercised their right to vote by Remote e-Voting may attend the AGM but shall not vote at the AGM.
10. A person who is not a Member as on the cut-off date i.e. Thursday, September 22, 2022 should treat this Notice for information purpose only. However, the Members who are holding shares in physical form or who have not registered their e-mail address with the Company / Depositories or any person who acquires shares of the Company and becomes a Member of the Company after the Notice has been sent electronically by the Company, and holds shares as of the cut-off date, i.e. Thursday, September 22, 2022 may obtain the User ID and password by following the instructions as mentioned in the Notice of the AGM.
11. The Company has made arrangements through its Registrar & Transfer Agent (RTA), Purva Shareregistry (India) Private Limited ("Purva"), to provide Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility for the AGM and for conducting of the e-AGM. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
12. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
13. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
14. Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Companies Act, 2013. Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled-in to the RTA of the Company. Members holding shares in electronic mode may contact their respective DPs for availing this facility.

15. Members are requested to register or intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc to their Depository Participants with whom they are maintaining their demat accounts in case the shares are held by them in electronic form/demat form and to Purva in case the shares are held by them in physical form.
16. The Members who still hold share certificate(s) in physical form are advised to dematerialise their shareholding to avail the benefits of dematerialization, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries. Further, effective from April 01, 2019, requests for effecting transfer of securities shall not be processed unless the securities are held in a dematerialized form with a depository except in case of transmission or transposition of securities as per the Listing Regulations. Therefore, the Members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding at the earliest.
17. SEBI has mandated submission of Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to provide their PAN details to their respective DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the RTA.
18. The Relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same up to the date of AGM, by sending an e-mail to the Company at info@itiorg.com.

Voting Results:

1. The Scrutinizer shall, after the conclusion of the AGM, electronically submit the Consolidated Scrutinizer's Report (i.e. votes cast through Remote e-Voting and e-Voting during AGM) of the total votes cast in favour or against the resolution and invalid votes, to the Chairman of the AGM or to any other person authorised by the Chairman of the Company.
2. Based on the Scrutinizer's Report, the Company will submit within two working days of the conclusion of the AGM, to the Stock Exchanges, details of the voting results as required under Regulation 44(3) of the Listing Regulations.
3. The result declared along with Scrutinizer's Report will be placed on the website of the Company at www.itiorg.com and on the website of CDSL at www.evotingindia.com.

CDSL e-Voting System – For Remote e-voting and e-voting during AGM

1. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
2. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

The Instructions for shareholders for Remote E-Voting are as under:

- (i) 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.

- (ii) 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 and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.

Type of shareholders	Login Method
	<p>2) 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 & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>

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

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

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

(iii) Login method for e-Voting and joining virtual meeting for shareholders other than individual **shareholders holding in Demat form & physical shareholders.**

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

6. If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form other than Individuals and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (iv) After entering these details appropriately, click on "SUBMIT" tab.
- (v) 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.
- (vi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vii) Click on the EVSN for the relevant **The Investment Trust of India Limited** on which you choose to vote.
- (viii) 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.
- (ix) **Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.**
- 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.
 - Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
 - 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.
 - Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- (x) **Facility for Non – Individual Shareholders and Custodians – Remote voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@itiorg.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & EVOTING DURING MEETING ARE AS UNDER:

- The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. The Members who would like to express their views / ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail Id mentioning their name, demat account number / folio number, email id, mobile number at info@itiorg.com up to Monday, September 19, 2022 (IST 5.00 p.m.). Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM.
8. The Members who do not wish to speak during the AGM but have queries may send their queries from their registered e-mail Id mentioning their name, demat account number / folio number, email id, mobile number at info@itiorg.com up to Monday, September 19, 2022 (IST 5.00 p.m.). These queries will be replied by the Company appropriately during the AGM.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

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 or call on 022-23058542/43.

By Order of the Board

For **The Investment Trust of India Limited**

Satish Bhanushali

Company Secretary & Compliance Officer

Membership Number:- A40731

Mumbai, August 11, 2022

The Investment Trust of India Limited

CIN: L65910MH1991PLC062067

Registered Office:

ITI House 36, Dr. R. K. Shirodkar Marg,

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E mail: info@itiorg.com

Website: www.itiorg.com



Lending | Mutual Funds | Investments | Broking | Investment Banking | AIF | PMS

If undelivered, please return to :

The Investment Trust of India Limited

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Parel, Mumbai 400 012

Phone: 022 4027 3600 | Fax: 022 4027 3700
E mail: info@itiorg.com | URL: www.itiorg.com