

MANJARI FOUNDATION



Manjari Foundation (Company or Issuer) was registered and incorporated in Delhi on May 13, 2015, as a private limited company under Section 8 of the Companies Act, 2013, pursuant to a certificate of incorporation issued by the Registrar of Companies, Delhi (ROC). For more information about the company, please refer *General Information and History and Main Objects* on pages 11 and 36, respectively of this Draft Prospectus.

Registered Office: Plot No 19, Block B Pocket-4, Sector-23 Dwarka, New Delhi, Delhi- 110075 India

Corporate Office: 1/364, Anand Nagar Colony Saipau Road, Dholpur, Rajasthan- 328001, India,

Tel.: 0564 223671, +919950507097

CIN: U74999DL2015NPL280096; **PAN:** AAJCM7347J

Website: www.manjarifoundation.in; **Email:** dholpur@manjarifoundation.in

Authorized Person Name: Mr. Sanjay Kumar, **Mobile No.:** +919950507097, **E-mail:** sanjay@manjarifoundation.in

PUBLIC ISSUE BY OUR COMPANY OF ZERO COUPON ZERO PRINCIPAL INSTRUMENTS OF FACE VALUE 10-EACH (ZCZP INSTRUMENTS"), AGGREGATING UP TO 7 CRORE (ISSUE SIZE" AND SUCH PUBLIC ISSUE HEREINAFTER REFERRED TO AS THE ISSUE) THROUGH THIS DRAFT PROSPECTUS AND THE PROSPECTUS. THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS"), READ WITH THE SEBI CIRCULAR DATED SEPTEMBER 19, 2023 BEARING REFERENCE NO. SEBI/HO/CFD/POD-1/P/CIR/2022/120 ("SSE FRAMEWORK CIRCULAR"), THE CIRCULAR ISSUED BY THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE") NOTIFYING THE NORMS FOR REGISTRATION, ISSUE AND LISTING OF ZCZP INSTRUMENTS BY NPOS ON NSE SOCIAL STOCK EXCHANGE AND CONTENTS OF THE DRAFT FUND RAISING DOCUMENT/FUND RAISING DOCUMENT (COLLECTIVELY, "NSE NORMS), EACH AS AMENDED TO THE EXTENT NOTIFIED AND APPLICABLE AS PER THE SEBI REGULATIONS. OUR COMPANY IS IN AND SHALL BE IN COMPLIANCE WITH THE AFOREMENTIONED MENTIONED REGULATIONS.

OUR PROMOTERS

Our Promoters are Vijay Sharma, Shashi Lata, Radha and Kamlesh; Email: sanjay@manjarifoundation.in, Tel: +919950507097. For details of our Promoters, see "Our Promoters" on page 66 of this Draft Prospectus.

GENERAL RISKS

Investment in zero coupon zero principal instrument is risky, and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this Issue. For taking an investment decision, investors must rely on their examination of the Issue, including the risks involved in it. Specific attention of investors is invited to the chapters "Risk Facto and Material Developments" on pages 7 and 154, respectively of this Draft Prospectus. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the ZCZP Instruments

COUPON RATE, COUPON PAYMENT FREQUENCY, REDEMPTION DATE, REDEMPTION AMOUNT & ELIGIBLE INVESTORS

The Issue, being an issue of zero coupon zero principal instrument in terms of Chapter X-A of the SEBI ICDR Regulations, there is no coupon rate, or redemption amount applicable, and consequently the coupon payment frequency, and redemption amount is not applicable. For further details relating to the ZCZP Instruments, including in relation to Eligible Investors of the ZCZP Instruments, please see Issue Related Information on page 164 of this Draft Prospectus. The Issue is not underwritten.

CREDIT RATING

The Issue, being an issue of zero coupon zero principal instrument in terms of Chapter X-A of the SEBI ICDR Regulations, there is no credit rating applicable.

LISTING

The ZCZP Instruments offered through this Draft Prospectus and Prospectus are proposed to be listed on the social stock exchange segments of NSE Limited, being NSE Social Stock Exchange (Stock Exchange) and NSE Social Stock Exchange shall be the Designated Stock Exchange. Out company has received "in principle" approval from NSE vide letter bearing number [•] dated [•].

PUBLIC COMMENTS

The Draft Prospectus dated April 16, 2024, has been filed with the Stock Exchanges, pursuant to the provisions of the SEBI ICDR Regulations and is open for public comments for a period of 21 days (i.e., until 5:00 p.m. on [•]) from the date of filing of this Draft Prospectus with the Stock Exchanges. All comments on this Draft Prospectus are to be forwarded to the attention of the Company Secretary and Compliance Officer of our Company. All comments received on this Draft Prospectus will be suitably addressed prior to filing of the Prospectus with the Stock Exchanges and RoC.

REGISTRAR TO THE ISSUE

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED
SEBI Registered Category-1, Registrar and Share Transfer Agent
Regd & Corp Office: D-153A, Okhla Industrial Area Phase I, New Delhi 110020
Phone No-011-40450193-197, 26812682,
Website: www.skylinerta.com
Email: ipo@skylinerta.com
Investor Grievance Email: grievances@skylinerta.com
Contact Person: Mr. Anuj Rana
SEBI Registration No: INR000003241
CIN: U74899DL1995PTC071324

ADVISOR TO THE ISSUE**LAWFIN SERVICES PRIVATE LIMITED**

Plot No 19, Pocket 4, Block B Sector 23 Dwarka Delhi 110075, India
Tel: +91 9650437170
Email: cs@lawfin.in
Contact Person: CS Mehak Bisht
CIN: U74999DL2016PTC298162

STATUTORY AUDITOR**N S B & ASSOCIATES**
Chartered Accountants**NSB & ASSOCIATES, Chartered Accountants**

Plot No. 19, Block-B, Pocket-4, Sector-23 Dwarka, New Delhi- 110075 India
Tel: +91 9899407675, +91 7827911560
Email: nsb@icai.org
Contact Person: Nandan Singh Bisht
Firm Registration No: 023043N

ISSUE PROGRAMME**

Issue opens on: [•]

Issue close on: [•]

** The Issue shall remain open for subscription on Working Days from 10 a.m. to 5 p.m. (Indian Standard Time) during the period indicated in the Prospectus, except that the Issue may close on such earlier date or extended date as may be decided by the Board of Directors of our Company, subject to relevant approvals. In the event of an early closure or extension of the Issue, our Company may issue the notice to the prospective investors through an advertisement in an English national daily with wide circulation and a regional daily with wide circulation where the Registered Office of our Company is located on or before such earlier or initial date of Issue closure. On the Issue Closing Date, the Application Forms will be accepted only between 10 a.m. and 3 p.m. (Indian Standard Time). For further details please refer to section titled General Information on page 11 of this Draft Prospectus.
A copy of the Prospectus shall be filed with the Registrar of Companies RoC in terms of Section 26 of Companies Act, 2013, along with the endorsed/certified copies of all requisite documents. For further details, please see "Material Contracts and Documents" for Inspection on page 191 of this Draft Prospectus.

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**SECTION I-GENERAL
DEFINITIONS AND ABBREVIATIONS**

This Draft Prospectus uses certain definitions and abbreviations which, unless the context otherwise indicates or implies, shall have the meaning ascribed to such definitions and abbreviations set forth herein. References to any legislation, act, regulation, rules, guidelines, clarifications or policies shall be to such legislation, act, regulation, rules, guidelines, clarifications or policies as amended, supplemented or re-enacted from time to time until the date of this Draft Prospectus, and any reference to a statutory provision shall include any subordinate legislation notified from time to time pursuant to such provision.

The words and expressions used in this Draft Prospectus but not defined herein shall have, to the extent applicable, the same meaning ascribed to such words and expressions under the SEBI ICDR Regulations, the Companies Act, 2013, the SCRA, the Depositories Act, NSE Norms and the rules and regulations notified thereunder

General Terms

Term	Description
“Company” or “the Issuer”	Manjari Foundation, a company incorporated under Section 8 of the Companies Act, 2013 and having its Registered Office at Plot No 19, Block B Pocket-4, Sector-23 Dwarka, New Delhi, Delhi, India, 110075 India and Corporate Office at 1/364, Anand Nagar Colony Saipau Road, Dholpur, Rajasthan- 328001, India
Articles or Articles of Association or AOA	Articles of association of our Company
Audited Financial Statements	The audited financial statements of our Company for the financial years ended March 31, 2023, March 31, 2022 and March 31, 2021, along with the audit reports issued by M/s. NSB & Associates, Chartered Accountants.
Board or Board of Directors or our Board or our Board of Directors	Board of Directors of our Company
Company Secretary and Compliance Officer	The authorized person of the company is Mr. Sanjay Kumar. For further details, see “Our Management” page 38 of this Draft Prospectus.
Equity Shares	The company is having Share Capital.
Group Companies	Includes such companies with which there were related party transactions, during the period for which financial information is disclosed in this Draft Prospectus, as covered under the applicable accounting standards and also other companies as considered material by our Board.
MoA or Memorandum or Memorandum of Association	Memorandum of Association of our Company
Promoters	The promoters of our Company being Mrs. Vijay Sharma, Mrs. Shashi Lata, Mrs. Radha and Mrs. Kamlesh.
Promoter Group Includes such persons and entities constituting the promoter group of our Company pursuant to	Promoter Group Includes such persons and entities constituting the promoter group of our Company pursuant to Regulation 2(1)(pp) of the SEBI ICDR Regulations.
Registered Office	Registrar of Companies, Delhi
Shareholders	Vijay Sharma having 2500 Equity Shares of Rs. 10 each Shashi Lata having 2500 Equity Shares of Rs. 10 each Radha having 2500 Equity Shares of Rs. 10 each Kamlesh having 2500 Equity of Rs. 10 each

Issue related Terms

Term	Description
Allotment Advice	The communication sent to the Allottees conveying the details of ZCZP Instruments allotted to the Allottees in accordance with the Basis of Allotment.
Allotment, Allot or Allotted	Unless the context otherwise requires, the allotment of ZCZP Instruments to the successful Applicants pursuant to the Issue.
Allottee(s)	The successful Applicant to whom the ZCZP Instruments are Allotted either in full or part, pursuant to the Issue.
Applicant or Investor	Institutional Investors and Non-institutional Investors, who apply for issuance and Allotment of ZCZP Instruments pursuant to the terms of this Draft Prospectus, the Prospectus, and the

Term	Description
	Application Form. For details of ineligible investors, please see “Issue Procedure” on page 172 of this Draft Prospectus
Application	A physical application to subscribe to the ZCZP Instruments offered pursuant to the Issue by Submission of a valid Application Form submitted to the Registrar.
Application Amount	The aggregate value of the ZCZP Instruments applied for, as indicated in the Application Form for the Issue, which shall not be lesser than ₹2,00,000.
Application Form	Form in terms of which an Applicant shall make an offer to subscribe to ZCZP Instruments through the physical process which will be considered as the Application for Allotment of ZCZP Instruments in terms of this Draft Prospectus.
Basis of Allotment	The basis on which ZCZP Instruments will be allotted to the applicant as described in “Issue Procedure” on page 172 of this Draft Prospectus.
Client ID	Client identification number maintained with one of the Depositories in relation to the demat account.
Corporate Office of the Registrar	Skyline Financial Services Private Limited SEBI Registered Category-1, Registrar and Share Transfer Agent Regd & Corp Office: D-153A, Okhla Industrial Area Phase I, New Delhi 110020 Phone No-011-40450193-197, 26812682, Website: www.skylinerta.com Email: ipo@skylinerta.com Investor Grievance Email: grievances@skylinerta.com Contact Person: Mr. Anuj Rana SEBI Registration No: INR000003241 CIN: U74899DL1995PTC071324
Deemed Date of Allotment	The date on which the Board of Directors, approves the Allotment of the ZCZP Instruments for the Issue or such date as may be determined by the Board of Director. The actual Allotment of ZCZP Instruments may take place on a date other than the Deemed Date of Allotment.
Demographic Details	The demographic details of the Applicants such as their respective addresses, email, PAN, Investor status, MICR Code and bank account detail.
Draft Prospectus	This Draft Prospectus dated March 28, 2024 issued in accordance with the SEBI ICDR Regulations, the Companies Act, 2013, the NSE Norms, the SEBI NCS Regulations, and filed with the Stock Exchanges for receiving public comments in accordance with the provisions of the SEBI ICDR Regulations.
Escrow Account	Account to be opened with the Escrow Collection Bank
Escrow Agreement	Agreement date [●] to be entered into between the Issuer, the Registrar and the Escrow Collection Bank.
Escrow Collection Bank	The bank which is a clearing member and registered with SEBI as a banker to an issue under the Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994, and with whom the Escrow Account, in relation to the Issue, will be opened. in this case being [●].
Institutional Investors	Shall mean any of the following eligible investors: <ul style="list-style-type: none"> • a mutual fund, venture capital fund and alternative investment fund registered with SEBI;a public financial institution; • a scheduled commercial bank; • a state industrial development corporation; • an insurance company registered with the Insurance Regulatory and Development Authority of India; • a provident fund with minimum corpus of twenty five crore rupees; • a pension fund with minimum corpus of twenty five crore rupees registered with the Pension Fund Regulatory and Development Authority established under sub-section (1) of section 3 of the Pension Fund Regulatory and Development Authority Act, 2013; • National Investment Fund set up by resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India; • insurance funds set up and managed by army, navy or air force of the Union of

	<p>India;</p> <ul style="list-style-type: none"> insurance funds set up and managed by the Department of Posts, India; or Systemically important non-banking financial companies.
Issue	Public Issue by our Company of zero coupon zero principal instrument of face value ₹10/- each, aggregating upto 7.00 crores.
Issue Closing Date	As specified in the Prospectus.
Issue Opening Date	As specified in the Prospectus.
Issue Period	The period between the Issue Opening Date and the Issue Closing Date inclusive of both days, during which prospective Applicants can submit their Application Forms.
Issue Size	Up to Rs. 7.00 crores.
Non-Institutional Investors	Any investor other than a retail individual investor and Institutional Investors, except for investors who are not eligible to invest in ZCZP Instruments. For Further details, see “ <i>Issue Procedure</i> ” on page 172 of this Draft Prospectus.
Not for Profit Organization or NPO	Not for Profit Organization shall have the same meaning as prescribed under Regulation 292A(e) of the SEBI ICDR Regulations
Objects	Objects of this Issue as set out in the Section titled “ <i>Objects of the Issue</i> ” on page 17 of this Draft Prospectus.
Offer Document	This Draft Prospectus, the Prospectus, and Application Form.
Register of ZCZP Instrument holders	The register of ZCZP Instrument holders maintained by the Issuer in accordance with the provisions of the Companies Act, 2013 and by the Depositories in case of ZCZP Instrument held in dematerialized form, and/or the register of ZCZP Instrument Holders maintained by the Registrar.
Registered Post	Registered post with acknowledgement due.
Registrar Agreement	Agreement [●] to be entered into between the Issuer and the Registrar under the terms of which the Registrar has agreed to act as the Registrar to the Issue.
Registrar to the Issue or Registrar	<p>Skyline Financial Services Private Limited. SEBI Registered Category-1, Registrar and Share Transfer Agent Regd & Corp Office: D-153A, Okhla Industrial Area Phase I, New Delhi 110020 Phone No-011-40450193-197, 26812682, Website: www.skylinerta.com Email: ipo@skylinerta.com Investor Grievance Email: grievances@skylinerta.com Contact Person: Mr. Anuj Rana SEBI Registration No: INR000003241 CIN: U74899DL1995PTC071324</p>
SSE Framework Circular	Sebi circular dated September 19, 2022, bearing reference no. SEBI/HO/CFD/PoD-1/P/CIR/2022/120 on framework on social stock exchange.
Stock Exchanges	The social stock exchange segments of NSE and BSE, being NSE Social Stock Exchange and BSE Social Stock Exchange.
Transaction Documents	Transaction documents shall mean this Draft Prospectus, and the Prospectus, read with any notices, corrigenda, addenda thereto, Registrar Agreement, Escrow Agreement, Tripartite Agreements executed or to be executed by our Company, as the case may be. For further details please see the section titled “ <i>Material Contracts and Document for Inspection</i> ” on page 191 of this Draft Prospectus
Tripartite Agreements	Tripartite Agreement dated [●] to be entered into between our Company, the Registrar to the Issue and NSDL and Tripartite Agreement dated [●] to be entered into between our Company, the Registrar to the Issue and CDSL for offering demat option to the ZCZP Instrument Holders.
Under-subscription	Subscription of the ZCZP Instruments less than 75% of the Issue Size.
Wilful Defaulter(s)	Wilful defaulter shall have the same meaning as under regulation (2)(1)(III) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
Working Days	Working days means all days on which commercial banks in Mumbai are open for business. In respect of announcement or issue period, working day shall mean all days, excluding Saturdays, Sundays and public holidays, on which commercial banks in Mumbai are open for business. Further, in respect of the time period between the issue closing date and the listing of the ZCZP Instruments on the Stock Exchanges, working day shall mean all trading days of the Stock Exchanges for ZCZP Instruments, excluding Saturdays, Sundays and bank holidays, as specified by SEBI.

ZCZP Instruments	Zero coupon zero principal instruments as notified in terms of the notification dated July 15, 2022 issued by the Ministry of Finance.
ZCZP Instrument Holder(s)	The holders of the ZCZP Instruments whose name appears in the database of the Depository and/or the register of ZCZP Instrument Holders (if any) maintained by our Company if required under applicable law.

Conventional and General Terms or Abbreviations

Term/ Abbreviation	Description/Full Form
“₹”, “Rupees”, “INR” or “Indian Rupees”	Indian Rupees.
AGM	Annual General Meeting.
AIF	An alternative investment fund as defined in and registered with SEBI under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 as amended from time to time.
BSE	BSE Limited.
BSE Social Stock Exchange	Social stock exchange segment of BSE.
CDSL	Central Depository Services (India) Limited.
CIN	Corporate Identification Number.
Companies Act/ Companies Act, 2013	Companies Act, 2013, as applicable, along with the relevant rules, regulations, clarifications and modifications made thereunder.
Companies Act, 1956	Companies Act, 1956, along with the relevant rules framed thereunder.
Depositories	CDSL and NSDL.
Depositories Act	Depositories Act, 1996, read with the rules, regulations, amendments and modifications notified thereunder.
DIN	Director Identification Number
DP ID	Depository Participant’s Identification.
DP or Depository Participant	Depository Participant as defined under the Depositories Act, 1996.
Financial Year, Fiscal or FY or for the Fiscal Year ended	Unless stated otherwise, the period of 12 months commencing on April 1 of the immediately preceding calendar year and ending March 31 of that particular calendar year.
GoI or Government or Central Government	Government of India.
HUF	Hindu Undivided Family.
ITI	Industrial Training Institute
India	Republic of India.
Indian GAAP or IGAAP	Generally Accepted Accounting Principles in India notified under Section 133 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014.
NACH	National Automated Clearing House.
N/A or N.A.	Not applicable.
NEFT	National Electronic Fund Transfer.
NSDL	National Securities Depository Limited.
NSTI	National Skill Training Institute
NSE	National Stock Exchange of India Limited.
NSE Norms	Norms for issue and listing of ZCZP Instruments by NPOs on NSE Social Stock Exchange and contents of the draft fund-raising document/fund raising document.
NSE Social Stock Exchange	Social stock exchange segment of NSE.
PAN	Permanent Account Number.
RTGS	Real Time Gross Settlement.
SCRA	Securities Contracts Regulation Act, 1956, as amended.
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended.
SEBI	Securities and Exchange Board of India.
SEBI Act	Securities and Exchange Board of India Act, 1992, as amended.
SEBI ICDR Regulations	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time.
SEBI Listing Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
SEBI NCS Regulations	Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and circulars issued thereunder, as amended from time to time.
State Government	The government of a state in India.
Stock Exchanges	NSE Social Stock Exchange and BSE Social Stock Exchange.
Year or Calendar Year	Unless the context otherwise requires, shall mean the 12 month period commencing from January 1 and ending on December 31.

Notwithstanding the foregoing, the terms defined as part of “General Information”, “Risk Factors”, “Key Provisions of Articles of Association”, “Financial Information” and “Other Regulatory and Statutory Disclosures” on pages 11, 7, 186, 70, and 158, respectively of this Draft Prospectus shall have the meaning ascribed to them as part of the aforementioned sections.

CERTAIN CONVENTIONS, USE OF FINANCIAL, INDUSTRY AND MARKET DATA AND CURRENCY OF PRESENTATION

Certain Conventions

All references to “India” contained in this Draft Prospectus are to the Republic of India and its territories and possessions and all references herein to the “Government”, “Indian Government”, “GoI”, “Central Government” or the “State Government” are to the Government of India, central or state, as applicable.

Unless otherwise specified, any time mentioned in this Draft Prospectus is in Indian Standard Time (“IST”). Unless indicated otherwise, all references to a ‘year’ in this Draft Prospectus are to a calendar year.

Unless stated otherwise, all references to page numbers are to the page numbers of this Draft Prospectus.

Presentation of Financial Information

Our Company’s financial year commences on April 1 of the immediately preceding calendar year and ends on March 31 of that particular calendar year, so all references to a particular financial year or fiscal are to the 12 -month period commencing on April 1 of the immediately preceding calendar year and ending on March 31 of that particular calendar year. Unless the context requires otherwise, all references to a year in this Draft Prospectus are to a calendar year and references to a Fiscal/Fiscal Year are to the fiscal year ended on March 31 of that calendar year.

Our Company’s Audited Financial Results for the Fiscal Years ended March 31, 2023, March 31, 2022, and March 31, 2021, have been prepared in accordance with Indian GAAP and have been audited by M/s. NSB & Associates, Chartered Accountants and are included in the section titled “*Financial Information*” on page 70 of this Draft Prospectus.

Currency and Unit of Presentation

All references to “Rupees” or “₹” or “INR” or “Rs.” Are to Indian Rupee, the official currency of the Republic of India.

Except where stated otherwise in this Draft Prospectus, all figures have been expressed in crore. The word ‘lakhs/lacs/lac ’ means ‘one hundred thousand’ and ‘crore/crs’ means ‘ten million’ and ‘billion/bn.’ means ‘one hundred crore.

Certain figures contained in this Draft Prospectus, including financial information, have been subject to rounding adjustments. Unless set out otherwise, all figures in decimals, including percentage figures, have been rounded off to two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Further, any figures sourced from third party industry sources may be rounded off to other than two decimal points to conform to their respective sources.

General Risk

Investment in zero coupon zero principal instruments is risky, and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an subscription decision, investors must rely on their examination of the issue including the risks involved in it.

Specific attention of investors is invited to statement of risk factors contained under section “*Risk Factors*” on page 7 of this Draft Prospectus. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the ZCZP Instruments or investor’s decision to purchase such securities.

FORWARD LOOKING STATEMENTS

Certain statements contained in this Draft Prospectus that are not statements of historical fact constitute “forward-looking statements”. Investors can generally identify forward-looking statements by terminology such as “aim”, “anticipate”, “believe”, “continue”, “could”, “estimate”, “expect”, “intend”, “may”, “objective”, “plan”, “potential”, “project”, “pursue”, “shall”, “seek”, “should”, “will”, “would”, or other words or phrases of similar import. Similarly, statements that describe our strategies, objectives, plans or goals are also forward-looking statements. All statements regarding our expected financial conditions, results of operations and prospects are forward-looking statements. These forward-looking statements include statements as to matters discussed in this Draft Prospectus that are not historical facts. All forward-looking statements are subject to risks, uncertainties and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement. Important factors that could cause actual results, including our financial conditions and results of operations to differ from our expectations include, but are not limited to, the following:

- Reduction or discontinuation in the donations or grants received by us;
- Changes in applicable law governing corporate social responsibility policies;
- Termination or delay in implementation of our arrangements with State Governments;
- Failure to retain and attract professionals; and
- Impact of the COVID-19 pandemic or the outbreak of any new pandemic on our business and operations. For further discussion of factors that could cause our actual results to differ, see “*Risk Factors*” on page 7 of this Draft Prospectus.

All forward-looking statements are subject to risks, uncertainties and assumptions about our Company that could cause actual results and valuations to differ materially from those contemplated by the relevant statement. Additional factors that could cause actual results, performance or achievements to differ materially include, but are not limited to, those discussed under the sections titled “*Our Business*” and “*Legal and Other Information*” on pages 25 and 157, respectively of this Draft Prospectus. The forward-looking statements contained in this Draft Prospectus are based on the beliefs of management, as well as the assumptions made by and information currently available to management. Although our Company believes that the expectations reflected in such forward-looking statements are reasonable at this time, it cannot assure investors that such expectations will prove to be correct or will hold good at all times. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements. If any of these risks and uncertainties materialize, or if any of our Company’s underlying assumptions prove to be incorrect, our Company’s actual results of operations or financial condition could differ materially from that described herein as anticipated, believed, estimated or expected. All subsequent forward-looking statements attributable to our Company are expressly qualified in their entirety by reference to these cautionary statements. Neither our Company, its Directors, its key managerial staff, and officers, nor any of their respective affiliates have any obligation to update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition.

SECTION II – RISK FACTORS

The following are the risks envisaged by the management of our Company which relate to our Company, the ZCZP Instruments. Potential investors should carefully consider all the risk factors stated in this Draft Prospectus in relation to the ZCZP Instruments for evaluating our Company and the ZCZP Instruments before making any investment decision. Our Company believes that the factors described below represent the principal risks inherent in investing in the ZCZP Instruments, but such risks are not exhaustive. Potential investors should also read the detailed information set out elsewhere in this Draft Prospectus and reach their own views prior to making any investment decision. If any one of the following stated risks actually occurs, our Company's business, financial conditions and results of operations could suffer. These risks and uncertainties are not the only issues that our Company faces. Additional risks and uncertainties not presently known to our Company or that our Company currently believes to be immaterial may also have a material adverse effect on its financial condition or business. Unless specified or quantified in the relevant risk factors, our Company is not in a position to quantify the financial or other implications of any risk mentioned herein below.

A. Internal Risk Factors

1. **As a non-profit organization, a reduction or discontinuation in the donations or grants we receive may have an adverse impact on the operations of our Company.**

We are a non-profit organization registered under Section 8 of the Companies Act, 2013. Accordingly, the operations of our Company are highly dependent on the receipt of donations and grants. The donations and grants received by our Company for the Financial Years ended March 31, 2023, 2022 and 2021 were ₹ 1949.23 lakhs, ₹ 1889.66 lakhs and ₹ 1022.57 lakhs, respectively. In the event that donations and grants we receive reduce or are discontinued including on account of such donations and grants being focused on projects of other companies, it may have an impact on the business, operations and financial condition of our Company.

2. **Changes in the financial position of our donors could result in a reduction or discontinuation of donations and grants received by our Company.**

Our income is dependent on donations and grants being made to our Company. By their nature donations and grants are discretionary in nature and in the event of a deterioration in the financial position of our donors, the donations and grants we receive may reduce or may not continue at all. As a consequence, our Company's financial position and operations may be adversely impacted.

3. **Changes in applicable law governing corporate social responsibility policies could have an adverse impact on our operations.**

In terms of the Companies Act, 2013, companies which meet specific criteria are required to spend a portion of their profits towards activities which relate to their corporate social responsibility policies. Donations and grants made to our Company typically are made by companies as part of such policies. In the event of any change which reduces the amount required by companies to be spent on activities which relate to corporate social responsibility, the donations made to our Company may reduce, which in turn could have an adverse impact on our Company's operations.

4. **Changing Political Landscape:**

With the changing political landscape in the country, there could be decrease in interest of the national and state government in integrating additionally agenda through NRLM/SRLM which may reduce the overall support for this idea. To mitigate this, advocacy with relevant departments and sharing promising results on a regular basis will be undertaken regularly.

5. **Linkage with Line-Ministry:**

One of the critical challenges for this project will be to establish linkages with all the state level departments and central ministries. As a part of the mitigation efforts the TA leadership will use this existing space in policy space to bring this alignment. Also the TA will use its existing relationship with the key line ministries to drive the alignment of efforts.

6. **Failure to retain and attract professionals could have an impact on our operations.**

Under the programmes of our Company, we engage professionals who work with us and assist us with training, a significant portion of whom work with us on a pro bono basis or for nominal remuneration. This could lead to some delays in hiring and execution. We have kept additional time to complete the programme and we should be able to manage.

7. **We are exposed to various operational risks including the risk of fraud and other misconduct by employees or outsiders.**

8. **Like any other non-profit organizations we are also exposed to various operational risks which include the risk of fraud or misconduct by our employees or even an outsider, unauthorized transactions by employees or third parties, misreporting and non-compliance of various statutory and legal requirements and operational errors.**

It may not be always possible to deter employees from the misconduct or the precautions we take to detect and prevent these activities may not be effective in all cases. Any such instances of employee misconduct or fraud, the improper use or disclosure of confidential information, could result in regulatory and legal proceedings and may harm our reputation and also our operations.

9. The objects of the Issue have not been appraised by any bank or financial institution. Our funding requirements and proposed deployment of the Net Proceeds are based on management estimates and may be subject to change based on various factors, some of which are beyond our control. Any variation in the utilization of the Net Proceeds or in the terms of the conditions as disclosed in this Draft Fund Raising Document would be subject to certain compliance requirements, including prior shareholders' approval.
10. We intend to use the Net Proceeds of the Issue for the purpose of training youth, as described in "Objects of the Issue" on page 17 of this Draft Fund Raising Document. At this stage, we cannot determine with any certainty if we would require the Net Proceeds to fund other expenditure or any exigencies arising out of changes in our competitive environment, business conditions, economic conditions or other factors beyond our control. Our funding requirements and deployment of the Net Proceeds are based on internal management estimates and current market conditions, and have not been appraised by any bank or financial institution or other independent agency. It is subject to amendment due to changes in external circumstances, costs, other financial condition or strategies. We operate in an industry which is dependent on donors and grants, and may need to revise our estimates from time to time based on changes in external circumstances or costs, or changes in other financial conditions, business or strategy. This may entail rescheduling, revising or cancelling planned expenditure and funding requirements at our discretion. For details, see "Objects of the Issue" on page 17 of this Draft Fund Raising Document. Additionally, various risks and uncertainties, including those set forth in this "Risk Factors" section, may limit or delay our efforts to use the Net Proceeds to achieve growth.

11. There could be unintended consequences of our operations under our programmes.

Our programmes could have unintended negative outcomes. For details in relation to such potential unintended negative outcomes, please refer to the section titled "Our Business" on page 25 of this Draft Fund Raising Document. Significant differences exist between Indian GAAP and other accounting principles, such as Ind AS, which Applicants may be more familiar with and may consider material to their assessment of our financial condition.

Prospective Applicants should review the accounting policies applied in the preparation of our financial statements, and consult their own professional advisers for an understanding of the differences between these accounting principles and those with which they may be more familiar.

12. We believe that our skill development and vocational training courses have helped our target segment become employable, benefit from opportunities and attain financial independence. However, there are also numerous challenges that our target segment routinely faces while undertaking our programmes due to several socio-economic and geographic factors. A significant part of our primary target segment have grown up in disadvantaged circumstances, are based in rural areas of the country, and thus frequently come from marginalized backgrounds. Below mentioned are some key challenges:

- *Women Mobility and Access to Resources:* Women in rural areas often face significant mobility constraints due to cultural norms and safety concerns, which can limit their access to training facilities and markets. Moreover, women may have less access to the capital and resources needed to build their livelihoods, further inhibiting their ability to participate in entrepreneurial activities.
- *Market Related Challenges:* The proposal recognizes that rural youth entrepreneurs encounter difficulties accessing capital to start or grow their businesses. This includes challenges like very small ticket sizes, which are too insubstantial for banks and sometimes even for microfinance institutions, the absence of collateral, inability to fulfill know-your-customer (KYC) requirements, lack of a borrowing history, and a general reluctance to incur debt.

13. Operational Risk:

The program aims to catalyse a local enterprise support ecosystem that creates access to knowledge, business ideas, grant and financing products, services and market linkages for youth to start or grow businesses. There might be challenges in effectively managing and implementing multi-stakeholder coordination which includes risks related to coordination, logistics, and quality control across different stakeholders.

14. Market Risk:

The success of the project is closely tied to the economic and job market conditions. Economic downturns could negatively impact both the entrepreneurial initiatives and employment opportunities for youth.

15. Dependency on Top 5 Donors

S.no	Contributions Received	Financial Year		
		2022-23	2021-22	2020-21
1	Hindustan Zinc Limited	983.40	839.42	419.93
2	Azim Premji Philanthropy	383.82	505.33	78.67
3	HDFC Bank Limited	115.00	232.86	231.56
4	Peel Foundation	161.92	49.94	0.00
5	Kindernorthlife	41.92	40.74	25.38
6	Lic Housing Finance Limited	100.29	0.00	0.00
7	PRADAN	4.60	54.30	128.29

These top five donors have been regularly donating us from past more than three financial years and are substantially dependent on their donations. Any withdrawal or substantial reduction may have serious effect on our ongoing programs. No assurance or undertaking is available from our donors that they will continue to support us year after year.

16. Deficiency in Programs

Youth Aspiration Mismatch: The training provided by the partner organizations might not align with the rural youth aspirations, leading to a gap between the skills aspired by the youth and the needs of employers. Learning over the years from our approach will be incorporated to reduce this mismatch.

Quality Variability: There could be inconsistencies in the quality of training and support provided across different partners, affecting the overall effectiveness of the program. Manjari will work with the partners to standardize quality of training across partners and also include feedback mechanisms to improve the training programs.

17. Risks to NPO's Work and Mitigation Strategies

Performance Risk: Failure to deliver promised outcomes can damage the organization's reputation. The proposed project is part of the mission of bringing prosperity in rural areas and our approach of creating locality compact (with community, Panchayat and administration) and multi-stakeholder collaboration addresses the performance risk. Mitigation includes transparent reporting, continuous program evaluation, and adapting strategies as needed.

Compliance Risk: Non-compliance with regulatory requirements could lead to legal issues. Mitigation involves regular audits and adherence to all applicable laws and guidelines

18. Unintended Consequences and Mitigation

- *Economic Displacement:* New businesses supported by the program might inadvertently harm existing local businesses. Mitigation includes market research and community consultations to understand the local economic landscape.
- *Overdependence:* Beneficiaries might become overly reliant on the support provided, hindering long-term self-sufficiency. Mitigation involves focusing on sustainable models and exit strategies for beneficiaries.
- *Societal Tensions:* Standardized programs in these districts will bring more women in the workforce and male dominated enterprises. This might overlook local cultural nuances and lead to intra-family and gender-based conflicts. Mitigation includes tailoring programs to local contexts and involving Women SHG collectives in the planning and implementation process. These risks and unintended consequences require careful consideration and proactive management to ensure the success and sustainability of the project.

B. External Risk Factors

1. *We are subject to regulatory and legal risk which may adversely affect our business.*

As a non-profit organization registered under Section 8 of the Companies Act, 2013 our operations are subject to applicable law in India. There can be no assurance that the laws governing us will not change in the future or that such changes or the interpretation or enforcement of existing and future laws and rules by governmental and regulatory authorities will not affect our business and future financial performance.

Manjari Foundation is currently not involved in any litigation, including any tax-related litigation, there can be no assurance that we will not be involved in any litigations in the future, including any statutory compliances related proceedings. Any involvement in such scrutiny proceedings could have an adverse impact on our operations and financial condition, and the social impact of our programs.

2. *Civil unrest, terrorist attacks and war could affect our business.*

Terrorist attacks and other acts of violence, war, or conflicts, particularly those involving India, may adversely affect Indian and global financial markets. Such acts may negatively impact business sentiment, which could adversely affect our operations, including the donations and grants that are made to our Company. India has from time to time experienced, and continues to experience, social and civil unrest, terrorist attacks and hostilities with neighboring countries. The consequences of any armed conflicts are unpredictable, and we may not be able to foresee events that could have an adverse effect on our business and operations.

3. *Risk of fraud and other misconduct by employees or outsiders.*

Misconduct, lack of integrity and fraudulent activities indulged into by employees may seriously affect our operations. Any such instances of employee misconduct or fraud, improper use or disclosure of confidential information, could result in regulatory and legal proceedings and may harm our reputation and our operations. While our NGO has in place appropriate fraud risk mitigation measures and we take strict action against such employees, including filing of criminal complaint before the relevant forum, etc., there can be no assurance that we will not face any such instances in the future. We are also exposed to various operational risks, such as fraud, pandemics, lockdowns, strikes, and social unrest.

Like any other organization, our company is exposed to financial frauds, unauthorized transactions, unethical financial commitments made by the employees. These may seriously affect our business, and may result in unnecessary legal complications.

C. Further, our Statutory Auditors have not been subjected to a peer review process, and do not hold a peer review certificate from the Institute of Chartered Accountants of India, as of the date of this Prospectus. Any reliance by Applicants on the Audited

Financial Statements should accordingly consider the foregoing factors.

Risks related to ZCZP Instruments

- 1. The tenure of the ZCZP Instruments will be the 1 Years from the deemed date of allotment or completion of the Project whichever is earlier, being the timeline for completion of the Objects of the Issue. No amount is repayable on expiry of such tenure of the ZCZP Instruments.**

The tenure of the ZCZP Instruments will be the 1 Years from the deemed date of allotment or completion of the Project whichever is earlier, being the timeline for completion of the Objects of the Issue. ZCZP Instruments are instruments which by their nature do not carry any interest and no amount is repayable to investors even at the expiry of the tenure of the instruments. Potential investors should be aware that even at maturity, the principal amount on investments in ZCZP Instruments are not repayable. Such non-redemption feature of the ZCZP Instruments is likely to limit their market value.

- 2. There is no secondary market for ZCZP Instruments as ZCZP Instruments listed on the Stock Exchanges issued by non-profit organizations are not tradable.**

ZCZP Instruments issued by non-profit organizations and listed on the Stock Exchanges are not available for trading in the secondary market. Accordingly, an investor will not be able to trade such ZCZP Instruments or redeem their investments in such instruments issued by our Company.

GENERAL INFORMATION

Our Company is registered and incorporated in Delhi on May 13, 2015, as a private limited company under Section 8 of the Companies Act, 2013 pursuant to a certificate of incorporation issued by the Registrar of Companies, Delhi (“RoC”). For more information about our Company, please refer “*History and Main Objects*” on page 36 of this Draft Prospectus.

For details of the business of our Company, see “*Our Business*” beginning on page 25 of this Draft Prospectus.

Registration:

CIN: U74999DL2015NPL280096

Permanent Account Number: AAJCM7347J

Registered Office: Plot No 19, Block B Pocket-4, Sector-23 Dwarka, New Delhi, Delhi- 110075 India

Corporate Office: 1/364, Anand Nagar Colony Saipau Road, Dholpur, Rajasthan- 328001, India

Tel: 05642-223671

Website: www.manjarifoundation.in

Email: dholpur@manjarifoundation.in

For further details regarding changes to our Registered Office, see “History and Main Objects” on page 36 of this Draft Prospectus.

Liability of the members of our Company: Limited by Shares

Registrar of Companies, Delhi

Registrar of Companies, 4th Floor,

IFCI Tower, 61, Nehru Place, New Delhi – 110019

Authorized Person:

Sanjay Kumar

House No E 365 Gali No 4 Jagjeet Nagar

Shastri Park North East Delhi 110053

Tel.: +91 9950507097

Email: sanjay@manjarifoundation.in

Registrar to the Issue

Skyline Financial Services Private Limited

SEBI Registered Category-1, Registrar and Share Transfer Agent

Regd & Corp Office: D-153A, Okhla Industrial Area Phase I, New Delhi 110020

Phone No-011-40450193-197, 26812682,

Website: www.skylinerta.com

Email: ipo@skylinerta.com

Investor Grievance Email: grievances@skylinerta.com

Contact Person: Mr. Anuj Rana

SEBI Registration No: INR000003241

CIN: U74899DL1995PTC071324

Skyline Financial Services Private Limited, has by its letter dated 20th March 2024, given its consent for its appointment as Registrar to the Issue and for its name to be included in this Draft Prospectus, the Prospectus, and in all the subsequent periodical communications sent to the holders of the ZCZP Instruments issued pursuant to the Issue.

Investors may contact the Registrar to the Issue or our Authorized person in case of any pre-Issue or post-Issue related issues such as non-receipt of Allotment Advice, demat credit of a history allotted ZCZP Instruments, refunds transfers, etc. as the case may be.

All grievances relating to the Issue may be addressed to the Registrar to the Issue, giving full details such as name, Application Form number, address of the Applicant, Permanent Account Number, number of ZCZP Instruments applied for, amount paid on Application, Depository Participant name and client identification number.

Escrow Collection Bank

As specified in the Prospectus

Statutory Auditors

M/s NSB & Associates, Chartered Accountants

Plot No. 19, Block-B, Pocket-4, Sector-23 Dwarka, New Delhi- 110075 India

Tel: +91 9899407675, +91 7827911560

Email: nsb@icai.org

Contact Person: CA Nandan Singh Bisht

Firm Registration No: 023043N

M/s. NSB & Associates, Chartered Accountants, have been the statutory auditors of our Company since 13th May, 2015.

Advisor to the Issue

M/s Lawfin Services Private Limited

Plot No 19, Pocket 4, Block B Sector 23 Dwarka Delhi 110075, India

Tel: +91 9650437170

Email: cs@lawfin.in

Contact Person: CS Mehak Bisht

CIN: U74999DL2016PTC298162

Stock Exchanges

The ZCZP Instruments offered through this Draft Prospectus and Prospectus are proposed to be listed on NSE Social Stock Exchange and NSE Social Stock Exchange shall be the Designated Stock Exchange. Our Company has received 'in-principle' approvals from NSE vide their letters bearing number [●] dated [●].

Legal Counsel to the Issue

M/s Lawfin Services Private Limited

Plot No 19, Pocket 4, Block B Sector 23 Dwarka Delhi 110075, India

Tel: +91 9650437170

Email: cs@lawfin.in

Contact Person: CS Mehak Bisht

CIN: U74999DL2016PTC298162

Impersonation

As a matter of abundant precaution, attention of the investors is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013, relating to punishment for fictitious applications. Section 38(1) of the Companies Act, 2013 provides that:

“Any person who —

- (a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or
- (b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
- (c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,

shall be liable for action under Section 447.”

The liability prescribed under Section 447 of the Companies Act 2013 for fraud involving an amount of at least ₹ 10 lakhs million or 1.00% of the turnover of our Company, whichever is lower, includes imprisonment for a term which shall not be less than six months extending up to 10 years (provided that where the fraud involves public interest, such term shall not be less than three years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount. In case the fraud involves (i) an amount which is less than ₹ 10 lakhs or 1.00% of the turnover of our Company, whichever is lower; and (ii) does not involve public interest, then such fraud is punishable with an imprisonment for a term extending up to five years or a fine of an amount extending up to ₹5 lakhs or with both.

Operations

Our Company has a physical existence, is operational and is accessible for visits at our Corporate Office.

Underwriting

The Issue is not underwritten.

Arrangers to the Issue

There are no arrangers to the Issue.

Guarantor to the Issue

There are no guarantors to the Issue.

Minimum subscription

In terms of the SEBI ICDR Regulations, for an issuer undertaking a public issue of zero coupon zero principal instruments the minimum subscription for such public issue of zero coupon zero principal instruments shall be 75% of the Issue Size.

If our Company does not receive the minimum subscription of 75% of Issue Size, prior to the Issue Closing Date, the entire Application Amount shall be refunded to the Applicants.

Further, no separate arrangements have been made in case of subscription above 75% of the Issue Size but below 100% of the Issue Size.

In case the subscription above 75% of the Issue Size but below 100% of the Issue Size is not arranged, the impact on achieving ~~our~~ objectives is as follows:

The goal of this project is to enable women youth to avail Skill enhancement and capacity building, and create local entrepreneurship and self-employment opportunities that are locally viable, sustainable, and dignified.

-2060 youth selected in 14 districts reached in total through mobilization efforts on the ground

- Skill enhancement and capacity building of 2060 number of women and youth on entrepreneurship, business development, financial management, costing and pricing, legal requirements and related subjects

- Increased income and economic opportunities for individuals and communities involved and generate additional sources of income for them. 2060 micro nano entrepreneurs will be developed over 1 year. Where their income generated will be Rs. 7500 per month after one-quarter of their enterprise establishment.

- These enterprises will hire local residents, thereby contributing to local employment generation. Each of these 5630 nano entrepreneurs will employ at least 2 employees in their enterprises, who will be earning Rs 4500 per month after one-quarter of their enterprise establishment.

If the case of subscription above 75% of the Issue Size but below 100% of the Issue Size, the number of youth trained will get reduced on a pro rata basis.

Under Section 39(3) of the Companies Act, 2013 and Rule 11(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, if the stated minimum subscription amount is not received within the specified period, the application money received is to be credited only to the bank account from which the subscription was remitted. To the extent possible, where the required information for making such refunds is available with our Company and/or the Registrar, refunds will be made to the account prescribed. However, where our Company and/or the Registrar does not have the necessary information for making such refunds, our Company and/or the Registrar will follow the guidelines prescribed by SEBI in this regard.

Utilisation of Issue proceeds

For details on utilisation of Issue proceeds see, "Objects of the Issue" beginning on page 17 of this Draft Prospectus.

Issue Programme*

ISSUE OPENS ON	As specified in the Prospectus
ISSUE CLOSES ON	As specified in the Prospectus
PAY IN DATE	Application Date. The entire Application Amount is payable on Application

DEEMED DATE OF ALLOTMENT	The date on which the Board of Directors approves the Allotment of the ZCZP Instruments for the Issue or such date as may be determined by the Board of Directors and notified to the Designated Stock Exchange. The actual Allotment of ZCZP Instruments may take place on a date other than the Deemed Date of Allotment.
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**The Issue shall remain open for subscription on Working Days from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) during the period indicated above, except that the Issue may close on such earlier date or extended date as may be decided by the Board of Directors of our Company and receipt of relevant approvals. In the event of an early closure or extension of the Issue, our Company may issue notice of the same to the prospective investors through an advertisement in all the newspapers in which pre-issue advertisement and advertisement for opening or closure of this Issue may have been given on or before such earlier or initial date of Issue closure. On the Issue Closing Date, the Application Forms will be accepted only between 10 a.m. and 3 p.m. (Indian Standard Time) and uploaded until 5 p.m. or such extended time as may be permitted by the Stock Exchanges. Further, pending mandate requests for applications placed on the Issue Closing Date will be validated by 5 p.m. (Indian Standard Time) on one Working Day after the Issue Closing Date. For further details please see "Issue Related Information" on page 164 of this Draft Prospectus.*

Applications Forms for the Issue will be accepted only from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchanges, during the Issue Period as mentioned above on all days between Monday and Friday (both inclusive barring public holiday) by the Registrar. On the Issue Closing Date, Application Forms will be accepted only between 10:00 a.m. to 3:00 p.m. (Indian Standard Time).

For details in relation the Basis of Allotment, please see "Issue Related Information" on page 164 of this Draft Prospectus.

CAPITAL STRUCTURE

Details of share capital and securities premium account

The share capital of our Company as on March 31, 2024 is as set forth below:

	Particulars	Amount (in ₹)
A	AUTHORISED SHARE CAPITAL	
	10,000 Equity Shares of Rs. 10 each	1,00,000.00
	Total Authorized Share Capital	1,00,000.00
B	ISSUED, SUBSCRIBED AND PAID-UP CAPITAL	
	10,000 Equity Shares of Rs. 10 each	1,00,000.00
	Total Issued Subscribed and Paid-Up Capital	1,00,000.00
C	SECURITIES PREMIUM AMOUNT	
	Securities Premium Reserve	Nil

Details of change in authorized share capital of our Company for the last three financials years and as at the quarter ended March 31, 2024:

There have been no changes to the authorised share capital of our Company in the last three financial years and as at the quarter ended March 31, 2024.

Details of Equity Share Capital History of our Company for the financial years ended March 31, 2023, March 31, 2022, March 31, 2021, and till the date of this Draft Prospectus:

There has been no issuance of Equity by our Company in the last three financial years, and till the date of this Draft Prospectus.

Details of Preference Share Capital History of our Company for the last three years as on March 31, 2024:

Our Company has not allotted any preference shares for the last three years, as on March 31, 2024.

Shareholding pattern of our Company as on March 31, 2024

The following table sets forth the details regarding the equity shareholding pattern of our Company as on March 31, 2024

Category (I)	Category of shareholder (II)	Number of shareholders (III)	Number of fully paid up equity shares held (IV)	Number of Partly paid-up equity shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of shares held = (IV)+(V)+(VI) (VII)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			Number of shares Underlying Outstanding (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								Class e.g.: Equity Shares	Class e.g.: Others	Total			Total as a % of (A+B+C)	Number (a)	As a % of total Shares held (b)	Number (a)	
(A)	Promoter and Promoter Group	4	10,000	-	-	10,000	100	-	-	-	-	-	-	-	-	-	-
(B)	Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C)	Non-Promoter-Non Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C1)	Shares underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C2)	Shares held by Employee Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	4	10,000	-	-	10,000	100	-	-	-	-	-	-	-	-	-	-

List of top 10 holders of Equity Shares of our Company as on March 21, 2024:

Sr. No.	Name of the Shareholders	Total Number of Equity Shares	Number of Equity Shares held in dematerialized form	Total Shareholding as % of total number of Equity shares
1.	VIJAY SHARMA	2500	-	25%
2.	SHASHI LATA	2500	-	25%

3.	RADHA	2500	-	25%
4.	KAMLESH	2500	-	25%
		10,000		100%

Statement of the aggregate number of securities of our Company purchased or sold by our Promoters, Promoter Group, our Directors, and/or their relatives within six months immediately preceding the date of filing of this Draft Prospectus.

No securities of our Company have been purchased or sold by our Promoters, Promoter Group, our Directors, and/or their relatives within six months immediately preceding the date of filing of this Draft Prospectus.

Statement of capitalization (Debt/ Equity Ratio) of our Company, as on September 30, 2023

Particulars		
	Prior to the Issue (₹)	Post Issue (₹)
Borrowing / Debt		
Debt Securities	Nil	Nil
Borrowings (other than debt securities)	Nil	Nil
Total Borrowing / Total Debt (A)	Nil	Nil
Equity		
Equity Share Capital	1,00,000.00	1,00,000.00
Other Equity	Nil	Nil
Total Equity (B)	1,00,000.00	1,00,000.00
Debt / Equity (A/B)	Not applicable*	Not applicable*

* The securities to be issued under the Issue are zero coupon zero principal instruments of Face Value Rs. 10/-

Shareholding of Directors in our Company

Except as disclosed above, none of our Directors, hold any equity shares in our Company, as on the date of this Draft Fund Raising Document.

Details of Stock Option Plans of our Company

Our Company does not have any employee stock option scheme.

OBJECTS OF THE ISSUE

Issue Proceeds

Our Company has filed this Draft Prospectus for a public issue of zero coupon zero principal instruments of face value of Rs.10 each aggregating up to ₹7.00 crore. The details of the proceeds of the Issue are summarized below.

The Issue is being made pursuant to the provisions of the SEBI ICDR Regulations read with the SSE Framework Circular, NSE Norms and the Companies Act and the rules made thereunder, as applicable. Our Company proposes to utilize the proceeds raised through the Issue, after deducting the Issue related expenses to the extent payable by our Company (“Net Proceeds”) towards funding the objects listed under this section.

The details of the proceeds of the Issue are summarized below:

S. No.	Particulars of the Issue	Estimated amount (in ₹ crore)
1.	Gross Proceeds of the Issue	up to 7.00
2.	Less: Issue related expenses*	●
3.	Net Proceeds*	●

* To be finalised and updated, prior to filing of the Prospectus with the RoC.

Requirement of Funds and Utilization of Net Proceeds

The following table details the Objects of the Issue and the amount proposed to be financed from Net Proceeds:

S. No.	Objects of the Issue	Percentage of amount proposed to be financed from Net Proceeds
1.	Skilling cost for Vocational & Entrepreneurial activities	23%
2.	Capital Subsidy to Mini Businesses by Youth	55%
3.	Setup and eco-system building for women and youth entrepreneurship hubs at districts and Setup of innovation centre at region level	22%

(hereinafter referred to as “Objects”)

The main objects clause of the Memorandum of Association of our Company permits our Company to undertake its existing activities as well as the activities for which the funds are being raised through the Issue.

Purpose for which there is a requirement of funds, project details and target segment:

India is ranked 105th among 128 countries in education, with a growth in literacy rates from 64% in 2001 to 74.04% in 2011. However, women lag behind in most indicators of education and employment across the country. In Rajasthan, the female literacy rate is the lowest in the country, standing at 52.12% compared to 79.19% for males, resulting in a 27.67% gap between genders. According to the Center for Monitoring Indian Economy (CMIE), over 122 million people in India lost their jobs in April 2020, with significant impacts on various sectors. This has led to a 5% increment in dependency on agriculture as many have returned to villages from cities to earn a living.

As per the latest statistics, women constitute only 14% of the total entrepreneurs - 8.05 million out of total 58.5 million. The large number of women in unorganized or informal sector, who run small businesses or Nano-entrepreneurship for finding extra income to their families is never accounted in this data. It is suggested that the promotion of these category of small businesses and Nano-entrepreneurship will be the answer to the economic empowerment of women in urban and rural areas. But they are the women who are in the age group of 25 to 50 but asset-less or landless with low family income, barely literate, limited mobility, socio-cultural and gender constraints, and lack of access to institutional credit. Domestic duties, with patriarchal family attitude and societal norms being the primary hurdle for women to enter into entrepreneurship.

At the same time, In India, the potential of online sales for small enterprises is immense, evident from the exponential growth of e-commerce platforms. According to Statista, the e-commerce market in India is projected to reach \$99 billion by 2024, up from \$30 billion in 2019. This growth presents a significant opportunity for small businesses to

tap into this lucrative market. However, challenges persist, including digital infrastructure limitations, internet penetration, and logistical constraints. Despite these challenges, the number of small businesses leveraging online sales is increasing steadily, with a report by RedSeer Consulting suggesting that the number of online sellers in India could reach 10 million by 2025, highlighting the growing interest and potential in this sector.

India's nano enterprises, encompassing Kirana shops, tailoring setups, and more, thrive in urban/semi-urban settings, serving hyperlocal needs with agility. Despite their small scale, they collectively contribute around 30% to the GDP and employ over 20 million people. The government's support, technological advancements, and emphasis on skill development fuel their growth. Initiatives such as the MSMED Act, Startup India, and PMMY offer financial aid, tax benefits, and simplified regulations. Nano enterprises are increasingly adopting technology for enhanced productivity and market reach, leveraging e-commerce platforms for domestic and international markets. Financial inclusion initiatives further empower them by providing collateral-free loans. The emergence of e-commerce platforms and online marketplaces has provided nano enterprises with greater access to domestic and international markets. To address this issue, the government, along with financial institutions, has been promoting financial inclusion through initiatives like the Pradhan Mantri Mudra Yojana (PMMY), which provides collateral-free loans to micro and small enterprises.

Women-led enterprises encounter difficulties in accessing working capital due to socio-economic barriers, hindering their participation in the economy. Providing project support in working capital can bridge this gender gap in entrepreneurship and empower women economically. Access to working capital enables women entrepreneurs to invest in their businesses, expand operations, and create employment opportunities within their communities, contributing to broader economic growth and poverty reduction.

Market linkage support is essential for women-led enterprises to access larger markets, establish sustainable business relationships, and increase competitiveness. Tailored market linkage support can help women overcome unique challenges such as limited mobility, time constraints, and gender-based discrimination, enabling them to succeed in competitive markets.

Supporting women-led enterprises aligns with the United Nations Sustainable Development Goals (SDGs), particularly Goal 5 (Gender Equality) and Goal 8 (Decent Work and Economic Growth). Empowering women economically not only contributes to achieving these global development objectives but also yields significant social returns by driving positive impact across multiple dimensions, including poverty alleviation, education, healthcare, and environmental conservation.

Manjari Foundation's solution for addressing these challenges requires a holistic approach involving targeted skill development, mentorship support, infrastructure development, access to finance, technology adoption support, capacity-building programs, and market linkages. Overall, with the objectives of fostering entrepreneurship, promoting economic growth, creating employment opportunities, enhancing livelihoods, promoting inclusive growth, facilitating access to finance, fostering innovation, and promoting sustainable development, they are devising the project with the following specific objectives:

- i. **Promoting Economic Growth:** Nano enterprises will play a pivotal role in driving economic growth by contributing to employment generation, and income generation, in the rural economy. Promoting the development of nano enterprises will help stimulate economic activity at the grassroots level and contribute to overall economic development at the Bottom of the Pyramid
- ii. **Employment Generation:** Create employment opportunities, particularly in rural and semi-urban areas where these enterprises will be located, especially among marginalized communities.
- iii. **Encouraging Entrepreneurship:** The Nano enterprise development initiative will foster an entrepreneurial culture and create a conducive environment for aspiring entrepreneurs to start and grow their businesses. Providing access to finance, business development services, and skill-building programs, will encourage individuals to venture into entrepreneurship and create their livelihoods.
- iv. **Enhancing Livelihoods:** Supporting the growth of nano enterprises will help to improve the livelihoods of entrepreneurs and their families by providing opportunities for income generation and poverty alleviation.
- iv. **Promoting Inclusive Growth:** The Nano enterprise development initiative will promote inclusive growth by providing opportunities for participation in economic activities to marginalized and disadvantaged groups such as women, youth, and minorities. Empowering these groups through entrepreneurship and skill development programs will help to reduce economic disparities and promote social inclusion.

Implementation Strategy:

For fostering economies of scale through nano enterprises development at the Bottom of the Pyramid (BoP), we are proposing to support 5630 youths as nano entrepreneurs in 25 blocks of 14 districts of Rajasthan, Madhya Pradesh, Uttar Pradesh, and Uttarakhand over 5 years. These enterprises will create an additional 11260 employment opportunities. This approach will aim at empowering communities economically, enhance their livelihoods, and promote inclusive growth. Here's how nano enterprise development with a focus on BoP communities will be achieved:

- ***Baseline Survey and selection of entrepreneurs:*** Begin by conducting thorough research and engaging with Bottom of the Pyramid (BoP) communities through a baseline survey to understand the specific needs, preferences, and socio-economic context. Identify key challenges such as lack of access to basic goods and services, unemployment, or limited income opportunities. Utilize the survey results to pinpoint potential entrepreneurs, focusing on individuals, particularly youth and women, who exhibit a strong work ethic, openness to learning new skills, and a desire to initiate their own businesses.
- ***Skill development:*** Skill enhancement and capacity building of women and youth on entrepreneurship, business development, financial management, costing and pricing, legal requirements, and related subjects will be conducted. Provide training, capacity-building programs, and skill development initiatives tailored to the needs of BoP communities. Equip community members with the necessary entrepreneurial, technical, and managerial skills to establish and run nano enterprises successfully. Focus on building local capabilities and empowering community entrepreneurs to become self-reliant. This will include training in financial management, digital financial inclusion, marketing, business planning, market linkages, and linkages between the entrepreneurs within the region to prosper. Training of entrepreneurs will be organized on the following modules:

Module 1

- Concept of business establishment- what and why enterprises development
- Ice-breaking session, knowing each other
- Strength of an entrepreneur
- SWOT analysis of their enterprises or business ideas

Module 2

- Perspective building of entrepreneurs -learning the field/ sector
- Analysis of business ideas and giving final shape to business ideas
- Communication, problem solving and customer engagement skills
- Introduction to the concept of Business Planning
- Journey from business ideas to business planning

Module 3

- Introduction to Marketing mix
- Planning for marketing products and services
- Marketing strategy and landscaping mapping

Module 4

- Investment and financial management
- Investment and benefit analysis (Breakeven analysis)
- Investment analysis of their business
- Maintenance of book of records

Module 5

- Training in handling online crime, and fraud calls (do's and don't's)
- Training on access and handling banking and financial services
- Usages of e-commerce platforms and registration as a seller.
- Usages of digital payments during purchases and receiving payments during sales
- Facilitating correction of their and other's govt documents (Aadhar Card, PAN card, Jan aadhar card, Sharmik Card, ration card, etc)
- Training of business registration like udyog aadhar, MUDRA schemes
- Accessing insurance and investment schemes
- Online promotion of their products and business
- Information and process of accessing government schemes
- Handling and maintaining bank accounts of the institution they are associated with.
- Processing bank loans of their institutions
- **Exposure Visit:** “Seeing is believing”, Exposure visits and interaction of entrepreneurs with domain experts, business schools, and well-established enterprises for the selected candidates. An exposure visit for nano entrepreneurs will involve organizing a structured trip or visit to various locations, businesses, or institutions to provide entrepreneurs with firsthand exposure, learning opportunities, and networking experiences. These visits will be designed to help entrepreneurs gain new insights, ideas, and inspiration that can contribute to the growth and development of their businesses. We will arrange visits to relevant businesses, factories, production units, or innovation centers where nano entrepreneurs can observe operations, interact with business owners or managers, and learn about their business models, processes, technologies, and success stories.
- **Stakeholders meeting:** At the district level for awareness and learning dissemination in each district we will organize stakeholder meeting. To foster networking and collaboration among BoP entrepreneurs we will organize stakeholder meetings at the district level amongst, local Companies, NGOs, government agencies, and other stakeholders. It will facilitate knowledge sharing, exchange of best practices, and collaborative initiatives to address common challenges and leverage collective resources.
- **Financial Support:** Providing Financial assistance for critical support of the enterprises to the entrepreneurs will be done. We will facilitate access to finance for BoP entrepreneurs by connecting them to financial institutions, community savings groups, or access to credit through partnerships with financial institutions and 25% support from the project. The project will also offer financial literacy training and support in developing business plans to increase the likelihood of securing financing. We will connect them to Government flagship programs for enterprise development such as Lakhpati Didi Yojana, Pradhan Mantri Mudra Yojana (PMMY).
- **Setup and eco-system building for women and youth entrepreneurship hubs at districts and setup of a regional innovation center at Dholpur, Rajasthan:** Under the project, we will establish 14 District-level Entrepreneurship Hubs (DEHs) and 1 Regional Innovation Centre (RIC) in Dholpur district in Spoke and Hub Model. District Entrepreneurship Hub for nano enterprises will be setup in 14 districts of Dholpur, Baran, Udaipur, Chittorgarh, Ajmer, Jodhpur, Karauli, Chattarpur, Banda, Lalitpur, Datia, Mandla, Tikamgarh and Sardar Udham Singh Nagar across 4 states of Rajasthan, Uttar Pradesh, Madhya Pradesh and Uttarakhand. It will involve creating a centralized facility or platform within a district that provides comprehensive support services, resources, and networking opportunities to foster the growth and development of nano enterprises.

The role of District-level Entrepreneurship Hubs (DEH) will be the following:

- Selection of entrepreneurs: Through baseline survey and screening of potential entrepreneurs' selection of entrepreneurs will be done.

- Identification of activities: Identification of activities and entrepreneurs will be conducted amongst selected enterprises.
- Business development support: Business planning, market research, feasibility studies, and mentoring.
- Access to finance: Facilitate access to microfinance, venture capital, grants, and other funding opportunities.
- Training and capacity building: Entrepreneurship training, skill development workshops, and technical assistance.
- Technology and innovation support: Access to technology infrastructure, incubation support, and technology transfer services.
- Market access and networking: Networking events, business matchmaking, and market linkages.
- Mentoring and handholding support: The district innovation center will provide mentorship and handholding support mechanisms to nano entrepreneurs. Through a pool of mentors including industry experts, entrepreneurs, financial management experts, also through peer mentorship who are already working in the sector and willing to support rural women and youth entrepreneurs of the district.

Under the Spoke and Hub Model, the Regional Innovation Centre (RIC) will be established in Dholpur District. The main role of this RIC would be to create & nurture an ecosystem in Dholpur with the objective of building an entrepreneurial ecosystem that serves the youths and women in rural areas. It would be set up mainly with the following roles:

- Fostering entrepreneurial mindset among rural women and youths by providing guidance, resources, and mentorship to nurture ideas and build prototypes.
- Validating startup ideas, identifying market needs, and discovering consumer segments through expert mentorship and hand-holding.
- Lab-to-market program offering market exposure, networking opportunities with peers and mentors, and access to funding opportunities.
- Market and investment-focused program to rapidly scale ventures with market access, and manufacturing facilities for rural women and youth entrepreneurs.
- Provide District-level Entrepreneurship Hubs (DEHs) and nano entrepreneurs with access to essential resources and support services, including workspace, technology infrastructure, business development support, mentoring, training programs, and networking opportunities.
- Offer entrepreneurship training programs, workshops, and capacity-building initiatives to enhance the skills and capabilities of nano entrepreneurs.
- Facilitate access to technology infrastructure, innovation labs, and technical expertise to help nano enterprises adopt innovative solutions and improve their productivity, efficiency, and competitiveness which are largely not available at the district level.
- Offer incubation and acceleration programs tailored to the needs of nano enterprises, providing them with mentorship, coaching, access to resources, and opportunities to scale their businesses rapidly.
- Provide mentorship support to rural women and youth entrepreneurs by industry experts in the fields of finance, legal compliances, risk management, inventory management, marketing and packaging etc.

The project timeline will be 1 years from the Deemed Date of Allotment or completion of the project whichever is earlier. The tracking of the youth business/employment will be showcased at the end of 1 years.

Project Outcomes:



- ❖ Increased income and economic opportunities for individuals and communities involved and generate additional sources of income for them. 2060 micro nano entrepreneurs will be developed over a span of 1 years. Where their income generated will be Rs. 7500 per month after one-quarter of their enterprise establishment. Over 1 years, the cumulative income generated will be Rs. 13.9 crores
- ❖ These enterprises will hire local residents, thereby contributing to local employment generation. Each of these 2060 nano entrepreneurs will employ at least 2 employees in their enterprises, who will be earning Rs 4500 per month after one-quarter of their enterprise establishment. Over 1 years, the cumulative income generated will be Rs. 16.68 crores.
- ❖ They will acquire new skills and knowledge related to entrepreneurship, business management, marketing, finance, and production techniques.
- ❖ By providing training, resources, and support to women-owned businesses, the project will contribute to women's economic empowerment, gender equality, and social inclusion.
- ❖ diversifying local economies and creating multiple sources of income, it will contribute to community resilience against economic shocks and external challenges

Project Sustainability

We believe in building ecosystems that promote sustainability across social, financial, political, and environmental domains. Our initiative focuses on empowering women's collectives through digital enablement and livelihood support, with the aim of fostering entrepreneurship and self-reliance. These collectives will receive mentorship from established women-led collectives, ensuring the sustainability of the project beyond its initial phase.

The project also aims to establish regional hubs that serve as centers for providing backward and forward linkages support. These hubs will help harness local opportunities and make them economically viable in the long term. By

investing in the capacity building of women entrepreneurs, we aim to create an environment where they can thrive independently even after the project concludes.

The self-help group (SHG) federations involved in the initiative are designed to be financially sustainable, capable of sustaining their operations without external support. The investment made under this initiative will empower women to run their enterprises efficiently and independently. Additionally, peer-group learning processes will ensure ongoing capacity building, even after the project ends.

The cohesive nature of the community further strengthens the project's sustainability. As members of women's institutions, these women are deeply embedded in their local societies, ensuring continuity and resilience. Moreover, by aligning with existing government schemes, the initiative reduces dependence on personal investments and informal banking institutions, fostering economic independence at the grassroots level.

In nutshell, our initiative adopts a holistic approach to empowerment, focusing on building resilient ecosystems where women can thrive as entrepreneurs and community leaders. By leveraging digital technologies, mentorship networks, and regional hubs, we aim to create lasting impact and contribute to the sustainable development of rural economies.

Funding Plan

Our Company confirms that for the purpose of this Issue, funding plan will not be applicable, as the objects are proposed to be funded through the Net Proceeds.

Schedule of implementation of the project and deployment of funds

The project timeline will be 1 years from the Deemed Date of Allotment or completion of the project whichever is earlier. The tracking of the youth business/employment will be showcased at the end of 1 years from the Deemed Date of Allotment.

Monitoring of utilization of funds

There is no requirement for appointment of a monitoring agency in terms of the SEBI ICDR Regulations. The Board of Directors our Company shall monitor the utilization of the proceeds of the Issue. Our Company shall submit to the Stock Exchanges a statement in respect of utilization of the Net Proceeds, on a quarterly basis, containing (a) category-wise amount of monies raised, (b) category-wise amount of monies utilized, (c) balance amount remaining unutilized, until the utilization of the Net Proceeds in accordance with this Draft Prospectus.

Interim use of proceeds

Our Company confirms that the unutilized amounts from the Net Proceeds shall be kept in a separate bank account and shall not be co-mingled with other funds.

Issue related expenses break-up

The expenses for this Issue include, inter alia, advisor fees, fees payable to the Registrar to the Issue, printing and distribution expenses, legal fees, advertisement expenses, listing fees and any other expense directly related to the Issue.

The Issue expenses and listing fees will be paid by our Company. The estimated breakdown of the total expenses for this Issue is as follows*:

Particulars	Amount	As percentage of Issue proceeds (in%)	As percentage of Total expenses of the Issue (in %)
Fee payable to intermediaries (Registrar to the Issue, legal and other advisors, etc.)		[●]	[●]
Fees payable to the regulators including stockexchanges		[●]	[●]
Advertising and marketing, printing and stationery Costs		[●]	[●]
Other miscellaneous expenses		[●]	[●]
Grand Total		[●]	[●]

**To be finalised and updated, prior to filing of the Prospectus with the RoC. The expenses are indicative and are subject to change depending on the actual level of subscription to the Issue and the number of Allottees, market conditions and other relevant factors.*

Variation in terms of contract or objects in this Draft Prospectus

Our Company shall not, at any time, vary the terms of the objects for which this Draft Prospectus is issued, except as may be prescribed under the applicable laws and specifically under Section 27 of the Companies Act, 2013. Further, in accordance with the SEBI Listing Regulations, in case of any material deviation in the use of proceeds as compared to the Objects of the Issue, the same shall be indicated in the format as specified by SEBI from time to time.

Benefit / interest accruing to Promoter/Directors out of the object of the Issue

Neither our Promoters nor the Directors of our Company are interested in the Objects of the Issue.

OUR BUSINESS

Some of the information contained herein, including information with respect to our vision, our target segment, strategy and operations contain forward-looking statements that involve risks and uncertainties. This section should be read in conjunction with the sections “Forward Looking Statements”, Risk Factors and “Financial Information” on the pages 6, 7 and 70 of this Draft Prospectus.

In this section any reference to “we”, “us” or “our” refers to Manjari Foundation (the Company). Unless otherwise indicated, or unless the context otherwise requires, the financial information included herein is based on our Audited Financial Statements, see “Financial Information” on page 70 of this Draft Prospectus.

Overview and Vision

We are a not-for-profit organization registered under Section 8 of the Companies Act, 2013 and were incorporated on May 13, 2015. Our key objects are aimed at enabling less educated underprivileged, unemployed youth to seek gainful employment. For further information on the objects of our Company, please refer *History and Main Objects* on page 36 of this Draft Prospectus.

Our vision “is to empower women from marginalized communities both socially and economically, so that they become catalysts of change, not only in their own lives but also for their families and the entire community. We visualize the shaping of efficient and resilient collectives as a means to bring people together and empower them to lead lasting positive change in society.”

Manjari Foundation is working exclusively with women through Self Help Groups. Financial literacy is a very powerful tool that helps women to save, invest and earn as well. Our Financial literacy programme covers the entire spectrum from awareness-building to access to financial products and services. At the core of our programme, are Financial Literacy Sakhis - rural women, who are trained in Financial Literacy and imparting training to Self Help Groups on savings, financial planning & household budgeting. Through our Sakhi's, women receive support to access several financial services starting from opening bank accounts, getting loans, insurance, remittances from government schemes and investments as well.

Unleash potential of youth so that they can contribute as active citizens of the society:

In India, Rajasthan ranks third in the prevalence of child marriage. This practice drives early childbearing, dropping out of school, sexual exploitation, and domestic violence. Furthermore, the State also has the third highest adolescent fertility rate in the country. Besides the taboo & patriarchy which persists in society, Illiteracy, unawareness, and un-employability are the major causes of this problem.

Considering this, Manjari Foundation's Udaan Project in partnership with CIFF (Children Investment Fund Foundation), IPE Global and The YP Foundation, is working on designing an intervention, using the Human-Centred design approach, which will enable unmarried adolescents in Rajasthan to identify sexual and reproductive health issues, prevent risky behaviours, and seek help to improve their sexual and reproductive health.

Accessible Health Services:

Manjari Foundation trained active SHG women as 'Jan Sakhis' in 100 villages to survey/ collect information on the health status of women and the community. Jan Sakhis also organise health camps to create awareness, and connect professional doctors with patients in dire need of medical services with the help of cloud based tele-medicine tablets.

Jan Sakhi's are equipped with a basic kit containing equipment for BP testing, oximeter, thermometer etc. They using smart tablets loaded with health software to carry out tests and update data. Jan Sakhi's served communities by checking for symptoms in villages, testing oxygen levels and helping them to isolate in their homes or in local quarantine centres, as well as assisting in hospitalisation when required.

Striving to provide authentic learning for all:

We have devised multi-pronged strategies to address the critical components of education, so that learning outcomes, access to education and an enabling environment can be built in among learners and the community.

Our interventions are focusing on :

- a) Reintegration of drop out girls in schools through open schooling

b) Settling up of Scholl infrastructure and learning labs where students are able to read literature and access resources beyond school set ups and

c) Up gradation of school infrastructure.

Our programs and their target segment

SECOND CHANCE EDUCATION is a second chance for the drop out girls and women who could not access education due to patriarchy, gender based discriminations and structured barriers. The programme is helping women to enrol for higher education and ensure access to quality scholastic support so that drop outs can get quality education. We have leveraged the NIOS and RSOS platforms for this. SCE programs also facilitate life skilling, career counselling and vocational training.

Our LEARNING LAB INITIATIVE is closely aligned with #SDG 4 quality education. Learning labs brings together all stakeholders - students, teachers, parents, the village administration and the community at large. It helps to develop an eco-system and enabling environment for building young lives.

Learning labs serve children in the community setting and helps them access quality education and life skilling. The main objective of the learning lab is to improve learning outcomes of children.

Manjari Foundation works with rural underprivileged families to promote and support independent livelihood programmes for women. The objective is to help small land holders earn about INR 1.25 lac to INR 1.5 lac per annum. A number of studies show that the poor rural farmer is unable to earn enough, leading to poverty, hunger, malnutrition and many more issues. India's rural economy has been primarily based on agriculture and animal husbandry, but due to many factors like population growth, small land holdings, lack of infrastructure and knowledge, their livelihood has been affected. Across our project locations, distress migration is a growing problem. Youth are also forced to migrate to cities for the lack of opportunities closer to their homes.

To achieve the inclusive growth, we identified the various livelihood options and interventions through which we can facilitate better earnings for our farmers. We zeroed in on agriculture, goat rearing, dairy farming, poultry, mushroom cultivation and micro enterprises as we felt that these activities have tremendous potential to supplement income of rural families in the region.

Besides technical knowledge and infrastructure support, poor rural families suffer due to lack of information about the market and poor access. Without addressing forward and backward support systems, one can't visualise a growth that is sustainable.

Manjari has been working closely with farmers and livestock rearers to bring in new and improved technologies and processes to improve efficiency and productivity while also simultaneously supporting farmers to link up directly with markets to gain better returns.

TARGET SEGMENT OF MANJARI FOUNDATION AND ITS APPROACH TO IMPROVE INCLUSION IN COMMUNITY

Manjari Foundation (MF) is a non-profit social development organization registered under section 8 of the Companies Act 2013 in India. The foundation is dedicated to assisting women from marginalized communities in overcoming social injustice, poverty, and exclusion. MF vision is to empower women to lead change, and mission involves enhancing the quality of life in communities through various initiatives.

The foundation focuses on three main areas:

1. **Promoting Women Institutions for Development Initiative:** MF works towards establishing and supporting women-focused institutions that promote development and empowerment. This includes setting up Self Help Groups (SHGs) and federations to provide a platform for women to come together, share resources, and improve their socio-economic conditions.
2. **Promoting Sustainable Livelihoods:** MF aims to create sustainable livelihood opportunities for communities by leveraging local resources. They support initiatives that enable people to generate income through various means such as agriculture, livestock, NTFPs, handicrafts, and other locally viable enterprises.
3. **Addressing Development Issues:** MF addresses key development issues like governance, gender equality, health, nutrition, and education. Organisation uses a combination of technology and personal engagement to tackle these challenges and bring about positive change in the lives of marginalized communities.

The foundation envisions a just and equitable society where transformational changes improve the human

condition. To achieve this, MF believes in empowering collectives of poor individuals, especially women, to take an active role in society as equals and responsible citizens.

Manjari Foundation's work has made a significant impact on over one lakh families by promoting 6,877 Self Help Groups and establishing 22 federations and 8 Farmer Producer Organizations (FPOs) across 1,050 villages in 20 districts. Currently, organisation operations are focused in the states of Rajasthan, Madhya Pradesh, Uttarakhand, and Uttar Pradesh.

As a recognition of efforts, Manjari Foundation is a member of Niti Aayog's Sub-Group on Women Empowerment and Security under Sustainable Development Goal 5 (SDG 5), demonstrating their commitment to advancing women's empowerment and contributing to national development goals.

Women institutions

We are committed to empower women from marginalized communities, so they live their life with dignity & respect. We have promoted the SHGs, Village organization, Federations, and producers' organizations as well. Our self-help group model is comprising with three tier Institutional architecture (SHGs, Village Organization and Federations). These institutions are starting point and building blocks for our interventions around financial literacy, inclusion, livelihoods, governance, education, nutrition, health, governance etc.

Our initiatives focus on improving the knowledge, skills, self-esteem, and leadership of women from marginalized communities, for their social, communal & economic empowerment. We envision collectives and groups as the driver of change can address the issues of injustice and inequalities widespread in the society. We believe that when women from marginalized communities are organized into collectives, these could bring changes in shared values, beliefs, norms, and behavior. Therefore, we want to equip resource-poor women with knowledge and skills to form collectives which would help them occupy their position as equals in the society and enable them to enjoy full citizenship.

Owned, Govern and Managed by Women

Self-reliance is one of the core values of Manjari Foundation. Building strong and vibrant women community owned and managed institutions that meet the diverse development needs of a village has always been at the core of all our efforts. We encourage women to take greater responsibilities and to be leader of own; therefore, Self-help groups are the prime approach of social mobilization at the grassroots. Manjari Foundation's women owned institution initiative entails women empowerment through a holistic process of mobilization from marginalized communities enabling them to come together, express themselves and access to credit including financial inclusion, build a sustainable livelihood for themselves and their families, gradually help them function and thrive on their own & work as a forum to voice the problems exist in the village and raise resources required to take up the appropriate development interventions. We facilitated the women institutions where all institutions are Owned, Govern and Managed by Women members which have multiple impacts on life and livelihoods.

Making Headway

We at "Manjari" always believe in working as a catalyst to channelize and fine tune the local skills and potentials available in the rural area. By adopting an empowerment approach, we strive to transform women lives from isolation, deprivation, and oppression to participation, development, and empowerment. For developing new & rejuvenated spirit of independence, periodical training and capacity building programs are organized for the women & groups. Increasing knowledge, changing attitudes, and developing skills through instructions, demonstrations and by other techniques is an integral part of these training programs, which not only enhance the competencies but also develop confidence among the participants.

Digitalization of women's institutions

The digitalization of women's institutions, such as Self-Help Groups (SHGs), can have significant positive impacts on economic development and empowerment. By leveraging information and communication technologies (ICTs), these institutions can improve efficiency, productivity, and connectivity among their members. The digitalization process can bring about several benefits:

- ❖ ***Increased efficiency and productivity:*** Digitizing accounting and microfinance aspects through software like the "Saral Software" streamlines processes, reduces paperwork, and minimizes errors. This automation saves time and effort for the members, enabling them to focus on other productive activities.
- ❖ ***Enhanced financial inclusion:*** The digitalization of SHG programs facilitates better access to financial services and information for women members. The software enables them to track their financial transactions, access credit facilities, and understand their socio-economic profiles. This empowers them to make informed financial decisions and actively participate in economic activities.

- ❖ **Improved interface with financial institutions:** The software acts as a bridge between women members and financial institutions. By digitizing their financial data, it becomes easier for SHGs to engage with banks, microfinance institutions, and other financial service providers. This strengthens the relationship between the institutions and enables better support and resources for the women members.
- ❖ **Offline functionality for remote areas:** The ability of the software to work in both online and offline modes is crucial for members located in remote geographies with limited internet connectivity. This ensures that they can still access and input data even without a stable internet connection. The offline functionality enables real-time data collection and synchronization once an internet connection is available.
- ❖ **Digital literacy and empowerment:** Providing tablets and printers to SHG Sakhis (Community Resource Persons) enables them to collect data and input relevant details during live meetings in the villages. This hands-on experience with technology fosters digital literacy among rural women and builds their confidence in using digital tools. Through digitalization, women in these institutions can gain skills and knowledge that contribute to their personal and professional growth.

Overall, the digitalization of women's institutions brings flexibility, accessibility, accuracy, and transparency to the lives of rural women. It empowers them to take control of their financial affairs, make informed decisions, and contribute actively to their communities' economic development.

Micro Enterprises: Producer Organization's for strengthening livelihood

We are working with marginal women farmers to strengthen their livelihoods through producer organizations and enterprises. By mobilizing and analyzing local resources and skill sets, enhancing them, and developing products, pricing, packaging, and market access, we are addressing the challenges faced by small and marginal farmers and artisans.

Promoting entrepreneurship among rural youth and women is crucial in the modern era, and your support in the form of training, mentoring, networking, seed funding, financial linkages, and other needs-based support is playing a significant role in their holistic development.

Our interventions align with several Sustainable Development Goals (SDGs), including No Poverty (Goal 1), Gender Equality (Goal 5), Decent Work and Economic Growth (Goal 8), Industry, Innovation and Infrastructure (Goal 9), and Responsible Consumption and Production (Goal 12). This is aligned to achieving sustainable development and creating a positive impact on local economies.

Improving market linkages and infrastructure support, such as storage and transportation, is essential for enhancing the local economy. By organizing farmer-producer groups and providing information symmetry on markets that enable better coordination and improved returns for their produce.

Building the skills of people and helping them become entrepreneurs is another crucial aspect of our work. By facilitating marketing linkages, transport, and the establishment of local village enterprises, we create employment opportunities and contribute to the growth of small towns and villages. Agro-processing units, in particular medium-level entrepreneurs, and collectivization, which support through the promotion of producer organizations.

To ensure the sustainability of these initiatives, it is necessary to secure investments from philanthropic organizations and garner support from the government. By mobilizing and leveraging bigger processing units to establish smaller units in towns and villages, this contributes to urbanization and prevent distress migration. This approach has the potential to transform small towns into growth centres and make villages better places to live.

Currently, we are focusing on unleashing the potential of women by promoting enterprises in various sectors. The producer organizations you have established are supporting more than 10,000 farmers. These initiatives range from apparel production by women artisans to the production, processing, and packaging of food products such as spices, pickles, lentils, dairy products, honey, and mustard oils. The marketing of these products is carried out under the Upaya and Katori brands, which are associated with the women farmers.

Agriculture Based Livelihood Development

The strategic approach outlined aims to address the challenges faced by small and marginal farmers, particularly women farmers, in the Indian agricultural sector. The approach includes various interventions and initiatives to uplift the status of these farmers and improve their livelihoods. Here are the key points of the approach:

1. Promoting Community Cadres (Krishi Sakhi's): This involves establishing community-based support systems, where trained individuals called Krishi Sakhi's provide capacity building and assistance to farmers at the

grassroots level. They act as a resource for knowledge sharing and provide guidance on agricultural practices.

2. Promoting Krishi Pathshala (Farmers Field Learning Schools): This initiative focuses on facilitating knowledge and skill transfer among farmers through the establishment of learning schools. Experts and professionals work with farmers to introduce them to new technologies and farming techniques. The emphasis is on community-to-community learning.
3. Training Women Farmers on POP (Package of Practices): Women farmers are provided training on scientific cultivation methods and modern agricultural practices to enhance productivity. This includes teaching them about improved crop varieties, appropriate use of fertilizers and pesticides, crop rotation, and other sustainable farming techniques.
4. Facilitating Organic Farming: The approach encourages the adoption of organic farming practices, which promote the mingling of cattle, humans, and nature. Organic farming methods reduce the use of chemical inputs, minimize harm to the soil and environment, and produce quality crops.
5. Introducing "Machan" Science: For farmers with marginal land holdings and space limitations, the approach promotes the concept of "machan." Machan involves the use of elevated structures to grow crops vertically, optimizing space and reducing the risk of crop diseases. This approach increases productivity on limited land.
6. Guiding Women Farmers on Post-Harvest Management: Women farmers are provided training and guidance on post-harvest management techniques. This helps them reduce post-harvest losses, improve the quality, and shelf life of their produce, and ultimately enhance their profitability.
7. Linking Women Farmers to Markets: Efforts are made to connect women farmers with Mandis (markets) and institutional buyers. This helps them access better market opportunities, obtain fair prices for their crops, and improve their returns on investment.

By implementing these interventions, the strategic approach aims to empower women farmers, improve their control over resources and production systems, and create dignified livelihoods. It also focuses on sustainable and climate-resilient agriculture, value addition, market linkages, and the promotion of producer organizations to enhance the overall conditions of small and marginal farmers in India.

Livestock based Livelihood Development

The livestock sector indeed plays a crucial role in the socio-economic development of rural households, particularly in India. Livestock rearing provides various benefits, including income generation, employment opportunities, poverty reduction, and improved equity. Compared to land ownership, the distribution of livestock is relatively more egalitarian, making livestock rearing a potential tool for empowering communities in rural areas. In India, a majority of rural households' own livestock, with small and marginal farmers being the predominant owners. In the context of income, men typically control agricultural activities, while women play a pivotal role in generating income through small livestock-based livelihoods.

However, the livestock sector also faces several challenges that hinder its full potential. Marginal and small farmers often struggle to access markets and advanced technologies. High mortality and morbidity rates in livestock production pose additional difficulties. Moreover, small, and marginal farmers lack sufficient institutional support in terms of investment and capacity building.

To address these challenges, a strategic approach is being implemented through a livestock-based program. The program focuses on specific areas such as dairy, goat rearing, honey production, and poultry. It involves the development of a village-based cadre called Pashu Sakhi, who acts as facilitators within the community. They provide information on better-quality breeds, offer training to women in feeding and husbandry practices, promote veterinary care and immunization, and ensure fair prices for rural families, reducing dependency on middlemen.

Under the goat rearing program, activities such as organizing goat vaccine camps and conducting regular awareness sessions on goat keeping are being carried out. In the dairy program, farmers are being trained in rearing and management practices, with a focus on improved production and disease reduction. The promotion of Dairy Producer Companies and the establishment of milk procurement and processing facilities help create value-added products. These products are marketed under the "Katori" brand, which is a social enterprise promoted and nurtured by the Manjari Foundation.

The backyard poultry program involves the providing of Chicks, building poultry sheds, and other necessary accessories to women farmers. Finally, beekeeping and honey production are supported, particularly for women farmers engaged

in these activities. Premium quality honey produced by these women is marketed under the "Katori" brand as well.

Overall, this strategic approach aims to enhance the income and livelihoods of rural families by addressing specific challenges in the livestock sector, providing necessary support, and creating market opportunities for their products.

Youth Development

Our comprehensive approach to youth development focuses on empowering young people with knowledge, skills, and support to navigate various aspects of their lives and make informed decisions for their well-being. We are focusing on youth development and addressing important issues that affect adolescents and young people. Here's a breakdown of the different areas you mentioned:

- a) **Nutrition:** Providing knowledge about the importance of nutrition and a balanced diet is crucial for the growth and well-being of young people, especially during adolescence and pregnancy. By promoting a healthy lifestyle and educating them about the food pyramid and healthy practices, we help them make informed choices for better physical and mental health.
- b) **Gender-Based Violence:** Orienting youth about sex and sexuality, gender equality, and stereotypes is essential for addressing gender-based violence. By raising awareness about different forms of gender-based violence and its impact on adolescents, we empower young people to reduce the risk of violence and promote a culture of respect and equality.
- c) **Non-Communicable Diseases (NCDs):** Educating youth about NCDs such as cardiovascular diseases, chronic respiratory diseases, diabetes, and cancer, helps them understand the importance of a healthy lifestyle in preventing these diseases. By providing information about the causes, misconceptions, diagnostic tests, and available support, we empower them to make informed decisions about their health.
- d) **Sexual & Reproductive Health:** This area covers a range of topics related to sexual and reproductive health, including puberty, menstrual hygiene, contraception, safe sexual practices, and maternal health care. By providing accurate information and addressing taboos and misconceptions, we enable young people to make informed choices, take care of their sexual health, and seek appropriate services.
- e) **Masculinity and Impact on Adolescents:** Exploring masculinity and its impact on adolescents is important to challenge harmful gender norms and promote healthy expressions of masculinity. By encouraging boys to share their feelings and addressing societal pressures, we contribute to their emotional well-being and help them navigate personal and professional relationships.
- f) **Effective Communication:** Teaching young people about effective communication skills is crucial for building healthy relationships and expressing their thoughts and grievances. By providing guidance on communication with parents, partners, friends, and teachers, we empower them to articulate their needs and concerns effectively.
- g) **Mental Health:** Promoting mental health awareness among adolescents is essential, considering the challenges they face during this stage of life. By identifying mental health issues and providing strategies for coping, such as exercise, reading, helpline services, and counseling support, we help them prioritize their mental well-being.
- h) **Substance Misuse:** Addressing the reasons behind substance misuse, debunking misconceptions, and providing information about laws, helpline services, and counseling support can help prevent young people from getting addicted to toxic substances. By promoting healthier coping mechanisms and addressing underlying issues, we contribute to their overall well-being.

Integrated Natural Resource Management

The strategic approach implemented by Manjari focuses on Integrated Natural Resource Management (INRM) to address the challenges faced by farmers in the rainfed areas of the Semi-arid region of Rajasthan and Bundelkhand where climate change and water scarcity affects farmers. The key components of the program are as follows:

- a) **Water Smart:** This component aims to augment water resources through the construction of water harvesting structures. By collecting and harvesting rainwater, farmers can increase their water availability for agricultural and other purposes. Water budgeting techniques are also implemented to ensure efficient water productivity.
- b) **Energy Smart:** The program promotes the use of solar pumps as an alternative to traditional electric or diesel-powered pumps. Solar pumps not only save energy but also reduce greenhouse gas emissions. This shift to renewable energy sources helps farmers become more sustainable and less reliant on unreliable electricity supply.

- c) **Crop Smart:** To mitigate the impact of climate variability on agriculture, the program focuses on integrated livelihood promotion through crop diversification. By encouraging farmers to cultivate a variety of crops suitable for the region, they become less vulnerable to crop failures caused by erratic monsoon rainfall and other climate-related factors. Additionally, the program promotes improved animal husbandry practices and small ruminant farming.
- d) **Knowledge Smart:** This component emphasizes the integration of local knowledge with technical and scientific innovations. Farmers are provided with information and training on weather patterns, digital tools, crop selection, water productivity, livestock management, and other relevant areas. By combining traditional wisdom with modern techniques, farmers can make informed decisions and adapt to changing climatic conditions.
- e) **Smart Institution:** The program establishes and strengthens vibrant community institutions called Pani Panchayat (Water Councils) and Farmer Producer Organizations (FPOs). These institutions actively participate in the planning, implementation, monitoring, and supervision of the watershed program. They serve as platforms for collective decision-making, knowledge sharing, and resource mobilization, empowering farmers to take charge of their own development.

Through this comprehensive approach, Manjari aims to empower farmers in the targeted regions, enabling them to become self-reliant throughout the year. By enhancing water availability, promoting renewable energy use, diversifying crops, integrating local and scientific knowledge, and fostering community participation, the program strives to improve agricultural productivity, food security, and poverty alleviation in the face of climate change and water scarcity.

Education Program

Unlocking the transformative power of education is a priority for us. We have developed comprehensive strategies to address critical components such as learning outcomes, access to education, and creating an enabling environment for learners and the community.

- a) **Reintegrating dropout girls into schools through open schooling:** This intervention recognizes the importance of providing educational opportunities to girls who may have dropped out of school. Open schooling offers flexible learning options, allowing them to catch up on missed education and continue their academic journey. By reintegrating dropout girls, we contribute to gender equality and empower young women through education.
- b) **Establishing school infrastructure and learning labs:** By investing in school infrastructure and learning labs, we create an environment that goes beyond traditional setups. This enables students to access a wider range of literature and resources, fostering a culture of independent learning, research, and exploration. Such initiatives promote critical thinking, creativity, and innovation, preparing students for the challenges of the modern world.
- c) **Upgrading school infrastructure for improved learning environments:** Upgrading school infrastructure is crucial for providing students with a conducive and supportive learning environment. This includes renovating classrooms, improving facilities such as libraries, computer labs, and science laboratories, and ensuring the availability of necessary teaching aids and equipment. Enhanced learning environments positively impact student engagement, motivation, and overall learning outcomes.

By implementing these interventions, we are addressing key components of education, such as access, quality, and supportive environments. This comprehensive approach recognizes the multi-faceted nature of education and aims to create an enabling environment for learners and the community. It aligns with the goal of unlocking the transformative power of education and can contribute to broader societal development and progress.

Community Drinking Water Program

Manjari Foundation drinking water program is a complete solution for rural community where we are focusing on ensuring access to clean water to each house hold. We promoted women led Pani Panchayat who leads the planning, monitoring, supervision and post installation things as well. The solution has full packaged intervention- creating infrastructure- Water Tank (ensuring next 30 years demand), Pipe line, Solar System for clean energy, RO for clean water, and Tap connection to each household at door step. The behaviour change activities menstruation hygiene, hand washing, use of toilets and safe handling of water practices through community led processes.

The programme has brought about significant positive changes in the communities. Some of these changes include:

- a) **Improved Access to Clean Water:** The construction of water tanks and tube wells has provided the villagers with a reliable source of clean and safe drinking water. This has eliminated the need for community members, especially women and children, to travel long distances to fetch water from distant sources. Now, they have

access to clean water right at their doorstep.

- b) **Time and Effort Savings:** With the availability of tap water connections, the daily task of fetching water, which used to consume 2-3 hours of the villagers' time, has been eliminated. This has resulted in time and effort savings, allowing community members, especially women, to engage in other productive activities or earn wages for their livelihoods.
- c) **Enhanced Dignity and Well-being:** The provision of clean drinking water has had a positive impact on the dignity and well-being of the villagers. They no longer have to worry about the availability or quality of water for their basic needs. This has reduced psychological pressure and conflicts within the community, contributing to an overall improvement in their quality of life.
- d) **Economic Benefits:** The availability of clean water has had economic benefits for the community. By saving time previously spent on water collection, individuals can now utilize that time to engage in income-generating activities. This has helped them regain the wages they had lost due to the time-consuming task of fetching water, thereby improving their economic situation.
- e) **Environmental Sustainability:** The installation of solar plants for powering the water supply system demonstrates a commitment to environmentally sustainable practices. Solar energy is renewable and reduces dependence on conventional energy sources, leading to a lower carbon footprint and reduced electricity costs for the community in the long run.

It is important to note that the positive changes resulting from the drinking water initiative extend beyond traditional measurement tools. The program has not only provided physical infrastructure but has also brought about intangible improvements in the lives of the villagers, such as increased dignity, reduced burden, and enhanced overall well-being.

Digital Literacy Program

The importance of digital literacy in today's world cannot be overstated. In India, various initiatives such as Make in India, Digital India, and Skill India have been launched to promote digital awareness and skills. However, there is still a significant section of society, especially in rural areas, that lacks even the basic knowledge of technology.

Gender disparity in digital access is a significant issue in rural India. Only three out of ten internet users in rural areas are women, and the National Family Health Survey highlighted a big digital divide in the country, with rural women having limited access to the internet. During the COVID-19 crisis, this gap has further widened, as a large section of women lack access to mobile phones or computers. Digital literacy is crucial for personal and professional growth in today's internet-driven era. Digital knowledge is essential for various job sectors, including traditional agriculture and artisan work. It empowers individuals and communities by providing access to information, opportunities, and resources. Bridging the digital divide and providing digital training programs, especially to rural women, is a vital step toward reducing these gaps and vulnerabilities. These programs aim to empower individuals, promote inclusivity, and ensure that everyone can access and control digital devices effectively.

We are implementing several initiatives for digital inclusion. One of such programs we have implemented was the Internet Saathi program launched in collaboration with Tata Trust and Google India. The program aims to improve digital awareness and penetration in rural areas by leveraging the power of the internet and smartphones. Internet Sakhi, the community cadre from Self-Help Groups (SHGs), plays a vital role in taking the internet to rural communities. These Internet Sakhis are provided with tablets, smartphones, power banks, and bicycle-based internet kiosks to facilitate their work. The Internet Sakhis have been trained to use smartphones, internet services, and various applications. They have successfully trained over 240,000 community members in using smart devices, applications, and the internet. This program not only enhances digital literacy but also provides women with digitally-enabled employment opportunities, empowering them in the process.

Impact and Making Change in the lives of Rural Communities

Women Institution and Financial Inclusion

Our programmes have empowered over one lac women till date through 6877 SHGs, 1050 Village Organisations and 23 Federations. We also successfully replicated our model for women's empowerment in two West African countries, Mali and Senegal. Our women's institutions have disbursed a cumulative credit of INR 80 crore (USD 8 million). Our work has resulted in the inclusion of more than 80,000 women into the banking system, through which they have gained a sense of dignity, confidence and increased sense of agency. Additionally, community institutions are also serving as a collective voice and powerful vehicles of good governance and change in their villages.

Livelihood and Economic Prosperity

Manjari Foundation has supported over 18000 families in enhancing their incomes through sustainable livelihood programmes. Our livelihood programs are both farm and non-farm based, and also include entrepreneurship development initiatives that engage women in production, processing and marketing of a range of dairy, agri-based and textile products. Our 5 women-owned social enterprises/ producer organisations have made a combined business of INR 2.8 crore in 2022.

Our agriculture initiatives have helped families to double their incomes from their farm land.

- 3000 Micro and Nano Entrepreneurs developed
- 08 Group Enterprises employing 300 women full time
- 92611 small and marginal farmers enhanced incomes and livelihoods
- 50000+ youth empowered
- 20535 women in leadership roles
- 2.8 crore revenue generated through 8 microenterprise unit.

Digital Inclusion

- Trained 125000 rural members in 5 aspirational districts
- Linked 30000 women with digital platforms manging 50 Cr. annually
- Developed 5 digital platforms for unleashing economic empowerment with digital solution
- 5 Social Enterprises (5000 women farmers) running business on digital platforms

Rural Infrastructure Development

- To assure and adequate water at the doorstep 8 villages, 2000 HH, 10000 people and 15000 Cattles accessed clean water.
- 8 School infrastructure developed -impacting 2000 students
- 89 Water harvesting structure to store 3BCM water annually
- 20 Aanganwari and ICDS centres developed to support 1000 kids annually

Education and Youth Development

- We have trained and built capacities of 1466 school - teachers and over 50,000 students. The impact of this has translated in education policy advocacy wherein the district administration of Dholpur rolled out the programme in all government and private schools.
- 1000 drop-out women accessed higher education 10th and 12th. Now these women are pursuing job oriented vocational training.
- Educated mothers are well equipped to cater to their children's scholastic needs. Our Learning Labs initiative are offering a favourable learning environment in remote villages while also serving as a meeting place for other members of the community.

Impact Scorecard

At Manjari Foundation, we have an organizational management information system, where we capture meta data of all our practices. Key indicators we capture for the youth employability and entrepreneurship are:

- 25000 women have been trained in digital literacy, out of them 3500 women have been promoted and supported as entrepreneurs and they are creating livelihood opportunities for themselves.
- We have developed 7 product verticals in 6 districts of Rajasthan and Uttarakhand. We have promoted 4 FPOs & AoPs by engaging 5000 SHG women in the production, processing, and packaging and enhanced their capacities. We have promoted 14 women-led enterprises reaching out to over 35,000 families in Rajasthan and Uttarakhand.
- 750 youths are being promoted as entrepreneurs creating employment and livelihood opportunities for them.
- Under Institution development, 6500 Self Help Groups, 741 village organizations, and 23 Federations have been formed.
- Facilitated the selection and creation of about 400 Samuh Sakhi in different districts over the years. 101 Poshan Sakhis have conducted training of 1978 SHGs reaching out to 21,695 women on health and nutrition. We have

promoted about 250 Krishi Sakhi in villages to support farmers of their villages in the promotion of sustainable agriculture practices. 270 digital sakhis working in different villages

For further details in relation to the number of jobs secured by the youth trained under our programme, please refer to the section titled “Our Business” on page 25 of this Draft Prospectus.

Key challenges

Some of the key challenges they encounter include:

- **Access to Finance:** One of the primary challenges for nano and micro enterprises is accessing formal sources of finance. Most of these rural women and youth entrepreneurs lack collateral or credit history, making it difficult for them to secure loans from traditional financial institutions. Despite government initiatives like the Pradhan Mantri Mudra Yojana (PMMY), which provides collateral-free loans, access to finance remains a significant hurdle.
- **Limited infrastructure:** Rural women and youth involved in micro and nano enterprises, particularly those located in rural and remote areas, face inadequate infrastructure such as power supply, transportation, and connectivity. Poor infrastructure hampers production, distribution, and market access, limiting the growth potential of these enterprises.
- **Technology Adoption:** While technology presents opportunities for nano enterprises to enhance productivity and competitiveness, these entrepreneurs lack the knowledge and resources to adopt and integrate technology into their operations. Limited access to affordable technology solutions and digital literacy among entrepreneurs pose significant barriers to technology adoption hindering their production processes, business scaling, etc.
- **Skill development:** Nano entrepreneurs particularly rural women and youth often lack the necessary entrepreneurial and technical skills required to run successful enterprises. Limited access to skill development and training programs tailored to the needs of nano enterprises hinders their ability to innovate, scale up, and compete effectively in the market.
- **Market Access:** Nano enterprises face stiff competition from the market due to the smaller scale of their business, fluctuating access to raw materials, quality of products, higher product prices due to lack of economies of scale, etc.

For details in relation to achievements, please refer to the section titled “History and Main Objects - Major events and Milestones” on page 36 of this Draft Prospectus

Feedback mechanism:

14 District-level entrepreneurship hubs will periodically take feedback from youths about the project’s implementation and strategy, and the Regional Entrepreneurship hub will accumulate those strategies. Based upon the feedback received, District level entrepreneurship hubs will work on their infrastructure, and services to match them with youths’ convenience and requirements. There will be indicators both qualitative and quantitative for feedback. These indicators include.

- Quality of the services received at the hub
- Need for changes in the quality of services received
- Opportunities for improvement in services of the center
- Expectations of youths from the center and ways to accumulate those.

Our Strategy

For fostering economies of scale through nano enterprises development at the Bottom of the Pyramid (BoP), we are proposing to support 2060 youths as nano entrepreneurs in 25 blocks of 14 districts of Rajasthan, Madhya Pradesh, Uttar Pradesh, and Uttarakhand over 1 years. These enterprises will create an additional 4120 employment opportunities. This approach will aim at empowering communities economically, enhance their livelihoods, and promote inclusive growth.

Skill enhancement and capacity building of women and youth on entrepreneurship, business development, financial management, costing and pricing, legal requirements, and related subjects will be conducted. Provide training, capacity-building programs, and skill development initiatives tailored to the needs of BoP communities. Equip community members with the necessary entrepreneurial, technical, and managerial skills to establish and run nano enterprises successfully. Focus on building local capabilities and empowering community entrepreneurs to become self-reliant. This will include training in financial management, digital financial inclusion, marketing, business planning, market linkages, and linkages between the entrepreneurs within the region to prosper.

At the district level for awareness and learning dissemination in each district we will organize stakeholders meeting. To foster networking and collaboration among BoP entrepreneurs we will organize stakeholder meetings at the district level amongst, local Companies, NGOs, government agencies, and other stakeholders. It will facilitate knowledge sharing, exchange of best practices, and collaborative initiatives to address common challenges and leverage collective resources.

Under the project, we will establish 14 District-level Entrepreneurship Hubs (DEHs) and 1 Regional Innovation Centre (RIC) in Dholpur district in Spoke and Hub Model. District Entrepreneurship Hub for nano enterprises will be setup in 14 districts of

Dholpur, Baran, Udaipur, Chittorgarh, Ajmer, Jodhpur, Karauli, Chattarpur, Banda, Lalitpur, Datia, Mandla, Tikamgarh and Sardar Udham Singh Nagar across 4 states of Rajasthan, Uttar Pradesh, Madhya Pradesh and Uttarakhand. It will involve creating a centralized facility or platform within a district that provides comprehensive support services, resources, and networking opportunities to foster the growth and development of nano enterprises.

Under the Spoke and Hub Model, the Regional Innovation Centre (RIC) will be established in Dholpur District. The main role of this RIC would be to create & nurture an ecosystem in Dholpur with the objective of building an entrepreneurial ecosystem that serves the youths and women in rural areas

HISTORY AND MAIN OBJECTS

Corporate profile

Our Company was registered and incorporated in Dwarka, New Delhi on May 13, 2015, as a private limited company under Section 8 of the Companies Act, 2013 pursuant to a certificate of incorporation issued by the Registrar of Companies, Delhi (“RoC”).

Registered Office of our Company

The Registered Office of our Company is located at Plot No-19, Block B, Pocket-4, Sector 23 Dwarka 110075, Delhi and Corporate Office at 1/364, Anand Nagar Colony Saipau Road Dholpur Rajasthan-328001 India There have been no changes to our Registered Office since incorporation.

Main objects of our Company

The main objects of our Company as contained in the Memorandum of Association are:

1. To improve the capability of individuals and groups (particularly those who are poor and disadvantaged) by promoting literacy and imparting education, vocational education, awareness about socio-economic rights and duties, skills and know-how, knowledge,; and to influence policies of the government and others towards this end by means of Extending literacy, education (including vocational education), information related to socio-economic policies, programs, rights and duties; skills, know-how and personality development training to the underprivileged sections of the society.
2. Undertaking and sponsoring studies and research, including action research for developing new and improved ways for promotion of literacy, education including vocational education, health, hygiene and cleanliness, information dissemination, skill development, entrepreneurship development, personality development and other related areas for the benefit of children, youth, women, differently-abled and elderly.
3. To initiate, collaborate, consolidate and promote efforts to spread awareness about traditional, cultural heritage and practices of people and communities in remote and yet unexplored areas; thus establishing a sense of self-belief and identity among the people and communities living in these areas, enabling them to see themselves as equal participants in development and advancement of society in their own ways.
4. Establishing and supporting scholarship to poor, needy and deserving students of schools, colleges, universities and other educational (including vocational education) or technical institutions and children under non-formal education system & Providing necessary facilities or contributing to or collaborating with other agencies, for educational, scientific and social research and development; and setting-up, running and helping study centers, training centers, boarding houses, hostels, playgrounds, libraries and educational institutions, with a special focus on vulnerable children, marginalized youth, differently-abled, women and elderly.
5. Undertaking consultancies for government and other organizations and advising them in related areas. To promote sustainable livelihoods, especially for the poor and the weaker sections of the society through skill development, entrepreneurship development, building agriculture and related knowledge (with focus on documenting and disseminating traditional practices, in addition to modern practices and innovations), creating employment opportunities, career counseling, ensuring supply of inputs, providing various extension services, providing necessary equipment, facilitating market linkages, facilitating linkages with finance providers, facilitating technology transfer/upgrade, promoting support organizations, taking-up social business incubation, protection of legal rights and advocacy & To work in areas having long term relation to sustainable living e.g. environmental protection, natural resource management and wasteland management on non-commercial benefits & To encourage voluntary action among the poor for socio-economic development. To form self-help groups, build financial linkages, encourage them to save, and train them/facilitate to aggregate and deploy the savings to further common benefits & to deliver various services/supply with provisions and basic amenities using the created team of field volunteers, youth, students and community tutors to better serve the poor and needy.
6. To arrange or provide medical aid/relief to the public mainly with the assistance of ICT tools and to manage, administer, own and run medical camps, health awareness camps, ,maternity homes, child and family welfare centers, diagnostic centers for the welfare of the society on a not-for profit basis & To promote and contribute in the development of sports, tourism, Indian traditional performing arts, fine arts and other arts, and other extra-

curricular activities for all round development s of the individual.

- 1) **No objects of the co. will be carried out without obtaining prior approval from the concerned authorities and none of the objects will be carried out on commercial basis.**

Major events and milestones

The table below sets forth some of the major events and milestones of our Company:

Financial year	Milestone
2021	Non Financial Partnership With Rajasthan Grameen Aajeevika Vikas Parishad

Key awards, accreditations, or recognitions

Calendar year	Award
2018	<ul style="list-style-type: none"> • CSR Excellence Award 2018 under Women Empowerment Category • Dainik Jagran CSR award 2018 • CSR leadership award 2018
2019	<ul style="list-style-type: none"> • The Grant Thornton SABERA 2019 award
2020	<ul style="list-style-type: none"> • Best CSR initiative for women at @ ASSOCHAM4India
2021	<ul style="list-style-type: none"> • Social Impact leadership award 2021
2022	<ul style="list-style-type: none"> • 8th CSR Box Impact award 2021-22 for Wash Project • CSR Journals Excellence in Business and Society award 2022 under the category of Women Empowerment and Child Development • The CSR Universe Social Impact Award 2022 • Social Impact leadership award 2021 • Award on Water Conservation, adolescent Health Programme and to promote Women Livelihood. • India Award Government of Rajasthan • NSE AWARD
2024	<ul style="list-style-type: none"> • HDFC CSR Award

Details of any acquisition or amalgamation in the last one year

Our Company has not entered into any acquisitions or amalgamation with any entity in the one year preceding the date of this Draft Prospectus.

Details of any reorganization or reconstruction in the last one year

Our Company has not undergone any reorganization or reconstruction in the one year preceding the date of this Draft Prospectus.

Key terms of material agreements and material contracts

Other than the below mentioned agreements, our Company has not entered into any other material agreements and material contracts which are not in the ordinary course of business, in the two years preceding the date of this Draft Prospectus

Holding Company

As on the date of this Draft Prospectus, our Company does not have a holding company.

Subsidiaries, Associates and Joint Ventures

As on the date of this Draft Prospectus, our Company does not have any subsidiaries, associates or joint ventures.

OUR MANAGEMENT

Board of Directors or Governing Body

As of the date of this Draft Prospectus, we have three Directors on the Board.

Sr. No.	Name, Age, DIN, Designation, Date of Appointment and Address	Other directorships
1.	<p>Mr. Yatesh Yadav</p> <p>Age: 54</p> <p>DIN: 07099711</p> <p>Designation: Director</p> <p>Date of Appointment: 13/05/2015</p> <p>Address: A-3, Indra Nagar Somnath Nagar Road Dausa Rajasthan 303303</p>	<p>Indian Companies</p> <p>•</p> <p>Foreign Companies</p> <p>NIL</p>
2.	<p>Mrs. Poonam Gondia</p> <p>Age: 48</p> <p>DIN: 09676864</p> <p>Designation: Director</p> <p>Date of Appointment: 18/07/2022</p> <p>Address: Flat No. 2, Khasra N.660/1, Chattarpur, South Delhi-110074</p>	<p>Indian Companies</p> <p>NIL</p> <p>Foreign Companies</p> <p>NIL</p>
3.	<p>Mr. Sanjeev Kumar</p> <p>Age: 53</p> <p>DIN: 06857980</p> <p>Designation: Director</p> <p>Date of Appointment: 28/08/2018</p> <p>Address: 529 Ka/54 A Khurram Nagar Vikas Nagar Lucknow 226022.</p>	<p>Indian Companies</p> <p>1. NANDINANDAN BREEDS & SEEDS INDIA PRIVATE LIMITED</p> <p>2. TGT GLOBAL DEVELOPMENT SERVICES PRIVATE LIMITED</p> <p>3. FOUNDATION FOR INCUBATION IN LIVESTOCK ENTERPRENEURSHIP RESEARCH</p> <p>Foreign Companies</p> <p>NIL</p>

Brief Profile of the Directors of Our Company

MR. YATESH YADAV, DIRECTOR

Mr. Yatesh Yadav is a founding Director of Manjari Foundation, he is a rural development professional, having an extensive experience of more than 27 years in India and abroad largely in Afghanistan and Kenya on the strengthening livelihoods of the poor communities that includes community led microfinance (Self Help Groups), community institutions (Federations, Producers Organisation), agriculture and livestock based livelihoods, integrated natural resource management, and watershed development, rural enterprises among others. He has been a Pool of National Resource Persons of National Rural Livelihood Mission (NRLM), and in a pool of National Resource Persons for IPPE 2 (Intensive Participatory Planning Exercise), MG NAREGA, Ministry of Rural Development (MoRD), New Delhi. He has worked with teams comprised nationals and internationals, on the

projects funded by the World Bank, UNDP, and Government, and other donors at various difficult locations hit with strife.

He holds a degree in Agricultural Engineering from G.B. Pant University of Agriculture and Technology, Pantnagar, Utrakhnad (1992) and Post Graduate Diploma (Project Management) and Master in Business Administration in Project Management (2016). Currently, he is working as **Head of Financial Inclusion, Aga Khan Foundation Afghanistan** (AKF (Afg)) (An International NGO) being based at Kabul since April 2018 and also leading a projects on Women Economic Empowerment of AKF (Afg) from the World Bank (funded by Japanese Social Development Fund-JSDF) and from Ministry of Women Affairs, Afghanistan (funded by the World Bank). Before moving to Afghanistan (second inning), he worked with **Techno Serve** since November 16, 2016 to March 2018. He led a pilot being based at Nairobi, Kenya for initial period to augment fodder availability and improve cattle rearing practices (using 5 % model for harvesting rainwater), for enhancing milk yield to improve Dairy Enterprise of Maasai Women Dairy in Kajiado county. After completion of a pilot in Kenya, he moved to India with Techno Serve and led Sustainable Guar Initiative in rain fed conditions in Bikaner Rajasthan (Arid region) till March, 2018.

He headed **Centre for microFinance (CmF)**, Jaipur, a NGO works for community led micro finance & livelihoods; as **Executive Director** during 2013-15. Before CmF, He has worked for 3 and half years with **AKF (Afg) as Advisor** (Micro Finance and SHGs) during 2008 to mid of 2011, and about two years as an **International Advisor** (middle of 2011 to beginning of 2013), with Afghanistan Rural Enterprise Development Programme (AREDP) of **Ministry of Rural Rehabilitation (MRRD)**, Government of Afghanistan; a World Bank Project. Before moving to Afghanistan. He has worked at various positions for 14 years in Rajasthan, during 1994 to 2007 with **PRADAN (Professional Assistance for Development Action)**, a premier NGO works on strengthening livelihoods in India.

He worked/visited various counties in his professional carrier includes Afghanistan, Bangladesh, Canada, Germany, Tajikistan, UAE, Kenya, Uganda, Tanzania, Nepal and Uzbekistan.

He is also a **Board member in Ibtada**, Alwar, Rajasthan and associated with Ibtada since its inception.

He has worked with Aga khan Foundation Kabul and Government of Afghanistan to support the community-led microfinance program across Afghanistan. He was the key person who have formulated, design and streamline the community institutions and microfinance work in **Afghanistan**.

He has also worked as an Executive Director of Centre for Micro Finance based in Jaipur. His area of expertise is integrated natural resource management-based livelihood promotion and development of community led micro finance. Mr. Yadav has also actively work with many bilateral funding agencies that include Tata Trust, World Bank, Government of India, **NABARD** and many other well-known organizations.

Currently, Mr.Yadav is based in Kabul Afghanistan and supporting community led microfinance program with **Aga khan Foundation**.

MR. SANJEEV KUMAR, DIRECTOR

Mr. Kumar is one of the Board of Directors of Manjari Foundation. He is an Ashoka Fellow and finalist Social entrepreneur of The Year 2019. Academically he is an Agriculture graduate from BHU and done Masters in Livestock Production & Management from National Dairy Research Institute (NDRI) , Karnal, Haryana.

He is the founder of "The Goat Trust" a leading organisation in the country supporting small ruminants farmers across India. He is mentoring an E- commerce for livestock named www.pashubazaar.com.

He has established International Institute of Goat Management (IIGMA) with a professional goal to establish a field university for less formally educated development workers in small livestock based livelihoods.He has over 24 years of experience on grass root development action work and guiding and mentoring professionals in the sector.

MRS.POONAM GONDIA, DIRECTOR

Punam Gondia has domain expertise in microfinance, capacity building and skill development, policy and regulation, module development, program implementation, monitoring, evaluation and impact

assessment.

Punam has worked with various national and international agencies like world bank (IFC), German Development Corporation (GIZ), Aga Khan Development Network, Sadhan, School of Planning and Architecture, PRADAN to name a few. She has also provided technical, operational and training assistance to MFIs, NGOs, Business correspondents (BCs), SHG federations and banks to strengthen their systems, policies and human resources.

She holds a degree of post-graduation in Geography, Delhi School of Economics and masters in town planning, urban and regional planning from School of Planning and Architecture. She has more than 19 years of experience in the development sector.

Remuneration of Directors

Set forth below are the details of the remuneration which has been paid or was payable to the Directors by our Company.

Name of Director	From April 1, 2023 up to Feb, 2024	Fiscal 2023	Fiscal 2022	Fiscal 2021
Mr. Sanjeev Kumar				-
Mr. Yatesh Yadav		-	-	-
Mrs. Poonam Gondia		-	-	-

Shareholding of Directors in our Company

None of the Directors of our Company hold any equity shares in our Company.

Interest of the Directors

- None of the directors are interested in the promotion of our Company.
- None of our Directors are interested in their capacity as a member of any firm or company and no sums have been paid or are proposed to be paid to any Director or to such firm or company in which he is interested, by any person, in cash or shares or otherwise, either to induce them to become, or to help them qualify as a director, or otherwise for services rendered by him or by such firm or company, in connection with the promotion or formation of our Company.
- No contribution has been made by the Directors as part of the Issue or separately in furtherance of the objects of the Issue
- None of the Director's relatives has been appointed to an office or place of profit.
- Our Directors have no interest in any property acquired or proposed to be acquired by our Company in the preceding two years of filing this Draft Prospectus. No benefit/interest will accrue to our Promoter/Directors out of the objects of the Issue.
- None of our Directors have any financial or material interest in the Issue.

Other understanding and confirmations

Our Company confirms that the permanent account number of our Directors has been submitted to the Stock Exchanges at the time of filing this Draft Prospectus.

Details of change in Directors of our Company for the financial years ended March 31, 2023, March 31, 2022, March 31, 2021, and till the date of this Draft Prospectus:

S.no	Name	Designation	Change	Date of Change
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1	MR. SANJAY KUMAR	DIRECTOR	CESSTATION	14/08/2023
2	MRS. POONAM GONDIA	DIRECTOR	APPOINTMENT	18/07/2022

Meetings of our Board of Director:

Set forth below are the details of the meeting held of our Governing Body:

Sr. No.	Date of the meeting	Key items covered in the meeting
1.	21/05/2022	Confirmation of minutes, Progress Report, Adoption for Financials 2021-22
2.	25/06/2022	Confirmation of minutes, Calling for EGM for director appointments.
3.	28/07/2022	Confirmation of minutes, Progress Report, Presentation on the revised salary structure by HR, New Initiatives & proposals, Fixed Date of AGM, Auditor Remuneration
4.	29/12/2022	Confirmation of minutes, Progress Report, Revised HR Policy Approval, Approval for Revised Budget 2022-23, Expansion Plan and new initiative
5.	26/03/2023	Confirmation of minutes, Progress Report, Adoption of amended maternity leave policy, Approval of Annual Budget FY 2023-24, Expansion Plan and new initiative

Key managerial staff of our Company

1. Sanjay Kumar - Executive Director
2. Naresh Nain - Program Officer
3. Shiv Om - Program Officer
4. Ajay Kumar Tank - Program Officer
5. Amit Kumar Singh - Program Officer
6. Harendra Kumar - Program Officer

Performance appraisal process:

We have a quarterly process of performance appraisal that evaluates employee performance through sociometry. The purpose is to assess strengths, identify areas for improvement, provide feedback, and determine training and development needs.

7. Roles and Responsibilities of Staff and Volunteers:

S.no	Name	Designation	No. of years of experience working with MANJARI	Qualification	Roles & Responsibilities
1	Sanjay Kumar	Executive Director	9 Yrs	Master in Sustainable International Development	<ol style="list-style-type: none"> 1. Strategic Leadership and Planning <ul style="list-style-type: none"> • Develop and execute a strategic vision in line with the Manjari Foundation's mission. • Provide clear direction and leadership to ensure all activities align with strategic goals. 2. Program Development and Management

					<ul style="list-style-type: none"> • Oversee the design, implementation, and evaluation of impactful programs. • Ensure programs are delivered efficiently, on time, and within budget. <p>3. Financial and Resource Management</p> <ul style="list-style-type: none"> • Develop and manage budgets to ensure financial sustainability. • Identify and secure funding opportunities through effective resource mobilization, including grants and partnerships. <p>4. Stakeholder Engagement and Partnerships</p> <ul style="list-style-type: none"> • Cultivate and maintain relationships with donors, partners, and stakeholders. • Represent the Manjari Foundation in relevant forums and build strategic partnerships. <p>5. Organizational Development and Compliance</p> <ul style="list-style-type: none"> • Establish and implement policies and procedures to enhance organizational effectiveness. • Ensure compliance with legal and regulatory requirements. <p>6. Monitoring, Evaluation, and Learning</p> <ul style="list-style-type: none"> • Develop and oversee monitoring and evaluation systems to measure impact. • Use data and feedback for continuous improvement and informed decision-making. <p>7. Communication and Advocacy</p> <ul style="list-style-type: none"> • Develop and implement communication strategies to raise awareness and visibility. • Advocate for policies and practices that align with the Manjari Foundation's mission.
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2	Harendra Kumar	Program Officer	4 yrs	Post Graduate	<ul style="list-style-type: none"> • Responsible for planning, monitoring, and integrating organization-wide functions • Anchor and responsible for orchestrating Manjari Foundation's mission in terms of the development tasks, operations and development of Manjari Foundation in the State • Spearhead and responsible for achieving the development tasks • Plan, review, and monitor the functioning of work units in the State • Mentor and groom teams and Team Leaders • Raise adequate and agreed upon Program financial resources and development support costs • Responsible for all relevant statutory compliances (related to all delegated powers) • Support State units for achieving development tasks and adherence to enabling and normative linkages • Bring in new knowledge, innovations and ideas related to the function • Building/contributing/facilitating a vibrant organization • Integrating systems and processes across the organization • Articulating and disseminating policies • Synergizing support and operational functions • Being the repository of relevant information and knowledge
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3	Naresh Kumar	Program Officer	7 yrs	MA	<ul style="list-style-type: none"> • Responsible for planning, monitoring, and integrating organization-wide functions • Anchor and responsible for orchestrating Manjari Foundation's mission in terms of the development tasks, operations and development of Manjari Foundation in the State • Spearhead and responsible for achieving the development tasks • Plan, review, and monitor the functioning of work units in the State • Mentor and groom teams and Team Leaders • Raise adequate and agreed upon Program financial resources and development support costs • Responsible for all relevant statutory compliances (related to all delegated powers) • Support State units for achieving development tasks and adherence to enabling and normative linkages • Bring in new knowledge, innovations and ideas related to the function • Building/contributing/facilitating a vibrant organization • Integrating systems and processes across the organization • Articulating and disseminating policies

					<ul style="list-style-type: none"> • Synergizing support and operational functions • Being the repository of relevant information and knowledge
4	Shiv Om	Program Officer	7Yrs	Masters in Agriculture	<ul style="list-style-type: none"> • Responsible for planning, monitoring, and integrating organization-wide functions • Anchor and responsible for orchestrating Manjari Foundation's mission in terms of the development tasks, operations and development of Manjari Foundation in the State • Spearhead and responsible for achieving the development tasks • Plan, review, and monitor the functioning of work units in the State • Mentor and groom teams and Team Leaders • Raise adequate and agreed upon Program financial resources and development support costs • Responsible for all relevant statutory compliances (related to all delegated powers) • Support State units for achieving development tasks and adherence to enabling and normative linkages • Bring in new knowledge, innovations and ideas related to the function • Building/contributing/facilitating a vibrant organization • Integrating systems and processes across the organization

					<ul style="list-style-type: none"> • Articulating and disseminating policies • Synergizing support and operational functions • Being the repository of relevant information and knowledge
5	Ajay Kumar Tank	Program Officer	6 yrs	MBA	<ul style="list-style-type: none"> • Responsible for planning, monitoring, and integrating organization-wide functions • Anchor and responsible for orchestrating Manjari Foundation's mission in terms of the development tasks, operations and development of Manjari Foundation in the State • Spearhead and responsible for achieving the development tasks • Plan, review, and monitor the functioning of work units in the State • Mentor and groom teams and Team Leaders • Raise adequate and agreed upon Program financial resources and development support costs • Responsible for all relevant statutory compliances (related to all delegated powers) • Support State units for achieving development tasks and adherence to enabling and normative linkages • Bring in new knowledge, innovations and ideas related to the function • Building/contributing/facilitating a vibrant organization

					<ul style="list-style-type: none"> • Integrating systems and processes across the organization • Articulating and disseminating policies • Synergizing support and operational functions • Being the repository of relevant information and knowledge
6	Amit Kumar Singh	Program Officer	5 yrs	M.A. (Defense Studies & History)	<ul style="list-style-type: none"> • Responsible for planning, monitoring, and integrating organization-wide functions • Anchor and responsible for orchestrating Manjari Foundation's mission in terms of the development tasks, operations and development of Manjari Foundation in the State • Spearhead and responsible for achieving the development tasks • Plan, review, and monitor the functioning of work units in the State • Mentor and groom teams and Team Leaders • Raise adequate and agreed upon Program financial resources and development support costs • Responsible for all relevant statutory compliances (related to all delegated powers) • Support State units for achieving development tasks and adherence to enabling and normative linkages • Bring in new knowledge, innovations and ideas related to the function

					<ul style="list-style-type: none"> • Building/contributing/facilitating a vibrant organization • Integrating systems and processes across the organization • Articulating and disseminating policies • Synergizing support and operational functions • Being the repository of relevant information and knowledge
7	Amaresh Tyagi	Team Leader	5 yrs	MSW	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best

					<p>practices, and giving feedback to peers through sociometry or else</p> <ul style="list-style-type: none"> • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
8	Nagendra Giri Goswami	Team Leader	7 yrs	MSW	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same

					<ul style="list-style-type: none"> • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
9	Satyanarayan Tailor	Team Leader (Public Relations)	3 yrs	MA	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district

					<ul style="list-style-type: none"> • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
10	Rajendra Sharma	Team Leader (Accounts)	7 yrs	M.COM	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned

					<p>activities/deliverables to the donors/stakeholders</p> <ul style="list-style-type: none"> • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
11	Ramesh Yadawar	Team Leader	2 yrs	Masters in Sustainable development goals	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation

					<ul style="list-style-type: none"> • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
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12	Kherul Nisa	Team Leader	6 yrs	B.Sc.,M .A.(Sociology) B.Ed.	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and
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					building a good rapport among the community members
13	Anil Kumar	Team Leader (Project)	1 yrs	Post Graduate Diploma in Rural Development Management from NIRD-PR	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame

					<ul style="list-style-type: none"> • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
14	Rampal Meena	Team Leader	4 yrs	MSW	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies

					<ul style="list-style-type: none"> • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
15	Shyam Sundar Jindal	Team Leader	7 yrs	MBA – Distance	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best

					<p>practices, and giving feedback to peers through sociometry or else</p> <ul style="list-style-type: none"> • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
16	Anmol Goswami	Team Leader	3 yrs	PGDRDM	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same

					<ul style="list-style-type: none"> • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
17	Satyendra Singh Sengar	Team Leader (Project)	5 yrs	MSW	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district

					<ul style="list-style-type: none"> • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
18	Amit Sharma	Team Leader (Accounts)	7 yrs	"M.COM DIT from CEDTI "	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned

					<p>activities/deliverables to the donors/stakeholders</p> <ul style="list-style-type: none"> • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
19	Deepak kumar Singhal	Team Leader (Accounts)	8 yrs	MBA	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation

					<ul style="list-style-type: none"> • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and building a good rapport among the community members
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20	Vinod Kumar Singh	Team Leader	4 yrs	BSC	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame • Represent the organization and project at the appropriate level • Motivate the team to take up developmental challenges and
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					building a good rapport among the community members
21	Subhodh Kumar Gupta	Team Leader (Public Relations)	1 yrs	MA	<ul style="list-style-type: none"> • Team development • General administration • Networking with regional and local resource institutions • Managing innovation • Grounding the vision and mission of the organization at the grass-root level • Ensuring the timely execution and reporting of planned activities/deliverables to the donors/stakeholders • Spearheading action in the district • Coordinating and monitoring the functioning of the teams • Formulating and implementing the Perspective Plan and timely review of the same • Reinforcing operational systems and processes • To act as a peering learning platform, helping the members learn from each other, best practices, and giving feedback to peers through sociometry or else • Developing and implementing resource mobilization strategies • In charge of the project and lead the whole team to achieve the project objective within the time frame

					<ul style="list-style-type: none">• Represent the organization and project at the appropriate level• Motivate the team to take up developmental challenges and building a good rapport among the community members
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OUR PROMOTERS



The Promoters of our Company are Mrs. Viajy Sharma, Mrs. Radha, Mrs. Kamlesh and Mrs. Shashi Lata. The profiles of our Promoters are given below:



Kamlesh Bahenji, a resident of Aari village of Dholpur district was educated till class 8. She belongs to the Rajput community, where venturing out for women is restricted and has to be in the veil always. She has been part of Saraswati SHG since 2005 and started with a savings of Rs.10. Her husband is a farmer, income from which was not enough to meet the expenses of the family. So, she started a dairy unit at her home, for which she took a loan from Village Organization to purchase 2 buffaloes in 2022, which led to an income of Rs.8000 to Rs.10000 per month. She started a milk collection center at her home with a loan of Rs.50,000 from Rangde and her own investment of Rs.50000, where around 120 farmers used to pour their milk daily. Initially, her milk collection center was connected to Mother Dairy and later connected to Apni Saheli Producer Company Limited. Which increased her monthly income upto Rs. 15000 to Rs. 20000. Today, she is so empowered that she goes out of home alone, does bank transactions alone, came out of the veil. She is also the President of Saheli Samity Dholpur, a federation of 4000 women. She has also traveled to Mali, and Senegal to train women there on women's institution building.



Sashilata Bahenji, a resident of Ranpura village of Dholpur district was educated till class 8. She belongs to the Rajput community, where venturing out for women is restricted and has to be in the veil always. She has been part of Bhairo Baba SHG since 2005 and started with a savings of Rs.10, she used to take loans of Rs.500 to 1000 from SHG to meet any need of urgent money. Her husband is a laborer and has some farmland, income from which was not enough to meet the expenses of the family. She is also the President of Sakhi Saheli Samity Dholpur, a federation of 3500 women, and Director of Apni Saheli Producer Company Limited. She has also travelled to Mali, and Senegal to train women there on women's institution building. She also travels to other districts, to train women of SHG. She started a milk collection center at her home with a loan of Rs.50,000 from Rangde and her own investment of Rs.50000, where around 100 farmers used to pour their milk daily. Her milk collection center was connected to Apni Saheli Producer Company Limited. Which increased her monthly income upto Rs. 8000 to Rs.10000. Today, she is so empowered that she goes out of home alone, comes out of the veil, does digital transactions etc.

	<p>Radha Bahenji, a resident of Kaharpura village, Sarmathura block of Dholpur district was only educated and she belongs to a backward community. She has been part of Kaila Maiya SHG since 2002 and started with a savings of Rs.10, she took her first loan of Rs.200 from SHG to meet any need of urgent money. Her husband is a labourer in stone quarries. She is also the President of Saheli Samity Sarmathura, a federation of 3800 women. She strengthened SHGs of her village and also travelled to other districts, to train women of SHG. Through Rajeevika and Manjari Foundation, she travelled to other districts for the formation of Shelf Help Groups and Village organizations. She took a loan of Rs. 20000 from her SHG and started a kirana shop at her village, to start an income of Rs 4000 to 6000 per month. Then she took another loan of Rs. 21000 and invested in her business, which increased her monthly income upto Rs. 8000 to Rs.10000 per month. She also purchased goats for her livelihoods, and her husband is now into goat farming rather than working in hazardous stone quarries, and now they own 20 goats.</p>
	<p>Vijay Sharma Bahenji, a resident of Jagariyapura village of Dholpur district was educated till class 8. She has been part of Babu Maharaj SHG for 11 years as secretary and started with a savings of Rs.10. She is an executive member of Saheli Samity Dholpur, a federation of 4000 women, and one of the Director of Apni Saheli Producer Company Limited. She travelled to other districts, to train women on SHG formation and it's management. Through Rajeevika and Manjari Foundation, she travelled to other districts for the formation of Self Help Groups and Village organizations. She maintains books of records of her Self-Help Group and Village Organization. She is an entrepreneur, having enterprises of flour mill, dona pattal making, and sewing works. She is also working as a Digital Sakhi in her villages, training 120 plus women of her village on digital literacy, usage of mobile phones, calling, usage of cameras, digital payment, averting digital forgery, digital marketing platforms, usage of social media, etc. Also facilitating other women of her village to start micro enterprises.</p>

For additional details on the background, educational qualifications, experience in the business of our Company, positions / posts held in the past, term of appointment and other directorships of our Promoters, see “Our Management” on page 38 of this draft Prospectus.

Other understanding and confirmations:

Neither of our Promoters was promoter or person in control of any company which was compulsorily delisted within a period of ten years preceding the date of this Draft Prospectus, in accordance with Regulation 24 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended, or the Regulation 34 Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as applicable.

Common Pursuits of our Promoters

Our Promoters are not engaged in a business or other ventures similar to ours.

Interest of our Promoters in our Company

Our Promoters do not have any interest in our Company other than as shareholders of our Company, to the extent of shares held by it and as stated in “Related Party Transactions” on page 69 of this Draft Prospectus. For further details on the shareholding, see “Capital Structure” on Page 15 of this Draft Prospectus.

Our Promoters do not have any interest in any property acquired by our Company within two years preceding the date of filing of this Draft Prospectus or any property proposed to be acquired by our Company or in any transaction with respect to the acquisition of land, construction of building or supply of machinery.

Our Promoters have no financial or other material interest in the Issue and no benefit / interest will accrue to our Promoters out of the objects of the Issue.

Our Promoters do not intend to subscribe to this Issue.

Shareholding of our Promoters in our Company as on September 30, 2023: NA

RELATED PARTY TRANSACTIONS

For details of the related party transactions for the Fiscals 2023, 2022 and 2021 in accordance with the requirements under the Companies Act, 2013, and the rules framed thereunder, as amended from time to time, see “Financial Information” on page 70 of this Draft Prospectus.

SECTION V

FINANCIAL STATEMENTS FINANCIAL INFORMATION

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UDIN Ref. No.:- 23530567BGVWRX3857

INDEPENDENT AUDITORS' REPORT

To the Members of
Manjari Foundation

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of M/s **Manjari Foundation** ("the Company"), which comprises the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and the Cash Flow Statement for the year April 01, 2022 to March 31, 2023, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the 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 state of affairs of the Company as at March 31, 2023, and profit and loss and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



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. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. 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 have nothing to report in this regard.

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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 of India in terms of sub-section (11) of section 143 of the Act, a statement on the matters specified in paragraphs 3 and 4 of the Order, is not applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on March 31, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls.
 - g) Other matter Paragraph (OMP) – Scope Limitation due to COVID 19.

The opinion expressed in the present report is based on the limited information, facts and inputs made available to us through electronic means by the organization's management. We wish to highlight that due to the COVID 19 induced restrictions on physical movement and strict timelines, undertaking the required audit procedures as prescribed under ICAI issued Standards on Auditing, including but not limited to:

- Inspection, observation, examination and verification of the original documents/ files
 - Physical verification of cash, stationery items including adequate internal controls thereof
 - Verification of the valuation and legal reports of the Immovable properties charged to the bank branch
 - Examination of the FA registers physical verification process / Stationery movement records
 - Physical verification of title documents, investments records.
 - Physical verification of minute's books, meeting registers.
 - Physical verification of project activities on sample basis.
- h) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:



- 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;

For N S B & ASSOCIATES
Chartered Accountants
ICAI Firm's Registration Number : 023043N

Place: New Delhi
Date: June 27, 2023



A handwritten signature in blue ink, appearing to read "Jiwan Singh Mehta".

Jiwan Singh Mehta
Partner
M. No. 5305467

BALANCE SHEET
MANJARI FOUNDATION
Balance Sheet as at 31st March, 2023

	Note No.	As at 31-03-2023 Rs.	As at 31-03-2022 Rs.
(I) EQUITY & LIABILITIES			
(1) Shareholders' Funds			
a) Share Capital	1	1,00,000	1,00,000
b) Reserves & Surplus	2	42,88,159	47,81,871
c) Corpus Fund	3	3,25,000	1,50,000
c) Money received against share warrants		-	-
		47,13,159	50,31,871
(2) Share Application Money Pending Allotment			
		-	-
(3) Non Current Liabilities			
a) Long Term Borrowings	4	-	-
b) Deferred tax liabilities (Net)	5	-	-
c) Other Long Term Liabilities	6	-	-
d) Long-term provisions	7	-	-
(4) Current Liabilities			
a) Short Term Borrowings	8	-	-
b) Trade Payables	9	-	-
i) Total outstanding dues of MSME		22,46,648	-
ii) Total outstanding dues of creditors and other than MSME		42,18,260	50,45,849
c) Other Current Liabilities	10	91,44,739	82,75,550
d) Short Term Provisions	11	-	-
e) Capital Assets Fund	12	1,45,07,416	2,38,61,746
f) Restricted Project Fund	25	55,66,543	2,66,34,466
g) Community Projects fund (WIP)	13	-	-
		TOTAL	TOTAL
		4,03,96,765	6,68,49,482
(II) ASSETS			
(1) Non Current Assets			
(a) Property Plant & Equipment and Intangible Assets			
(i) Property, Plant and Equipment	12	1,44,53,916	1,47,00,086
(ii) Intangible Assets		-	-
(iii) Community Property, Plant and Equipment	12	53,500	71,61,660
(iv) Capital work-in-progress	13	-	-
(v) Intangible assets under Development	14	-	-
(b) Non Current Investments	15	-	-
(c) Deferred Tax Assets (Net)	16	-	-
(d) Long Term Loans & Advances	17	-	-
(e) Other Non-Current Assets	18	-	-
(2) Current Assets			
(a) Current Investments	19	33,340	33,340
(b) Inventories	20	21,527	18,900
(c) Trade Receivables	21	1,35,18,267	1,10,46,017
(d) Cash and Cash Equivalents	22	1,12,56,140	3,29,87,033
(e) Short Term Loans & Advances	23	10,04,148	8,44,598
(f) Other current assets	24	55,927	57,848
		TOTAL	TOTAL
		4,03,96,765	6,68,49,482

Summary of significant accounting Policies. The accompanying notes are an integral part of the financial statement.
In terms of our Report of even date

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Place : New Delhi
Date: June 27, 2023



For NSB & Associates
Chartered Accountants
ERN: 023043N

Jiwan Singh Mehta
Partner
M. No.: 530567

for and on behalf of Manjari Foundation

Punam Gondia
Director
DIN: 09676864

Sanjay Kumar
Director
DIN: 07842683

Financial Statements for the Year Ended March 31, 2023

STATEMENT OF PROFIT AND LOSS MANJARI FOUNDATION as at 31st March, 2023			
Particulars	Note No.	As on 31st March 2023	As on 31st March 2022
A Revenue			
I. Revenue from Operations	26	19,49,22,837	18,89,65,980
II. Other Income	27	16,55,646	17,11,420
III. Total Income (I + II)		19,65,78,483	19,06,77,399
B Expenses:			
Direct Program Expenditure			
Cash Subsidies for Activities		2,11,38,644	1,20,34,500
Capital Assets/ Raw Material for Beneficiaries		2,15,58,525	1,47,13,563
Raw Material/ Inputs/ Consumables		1,85,03,400	1,58,35,817
Transportation		9,26,338	10,57,568
Program Wages		1,46,118	2,54,456
Honorarium to SP and CRP		1,19,64,685	1,09,44,313
Remuneration of Works Contract		58,46,798	1,31,39,608
Training & Capacity Building of Beneficiaries		4,93,56,434	2,44,60,206
Community Centre Cost		44,96,753	39,48,516
Salary & Benefits		4,96,80,940	3,68,23,578
Consultancy & Contract Service		1,93,72,468	1,66,65,695
Travel & Conveyance		1,40,87,657	1,21,84,446
Other Operative Expenses			
Printing and Stationary		15,38,446	11,18,632
Postage, Telegram and Telephones		3,04,851	3,51,544
Rent Water and Electricity		30,36,853	21,94,945
Repair and Maintenance Equipment		12,41,779	13,15,160
Bank Expenses		11,986	18,340
Auditors Remuneration		2,65,500	2,36,000
Miscellaneous Expenditure		16,28,220	10,06,167
Duties & Taxes		-	-
		22,51,06,394	16,83,03,054
Non - Cash Charges			
Depreciation for the year		27,79,474	24,49,572
Less -> Met Out of Capital Assets Fund		-27,79,474	-24,49,572
Unrecoverable Advance / Unusable Stock		22,51,06,394	16,83,03,054
		-2,85,27,911	2,23,74,345
Excess of Income over Expenditure for the year		19,65,78,483	19,06,77,399
Total Expenses (B)		19,65,78,483	19,06,77,399
Profit/(Loss) for the year ended		-2,85,27,911	2,23,74,345
Appropriation to/(from) of Fund			
Capital Assets Fund		-45,74,858	1,23,89,360
Community Projects Fund (WIP)			-22,83,898
Assets Written Off		80,830	-
Restricted Fund Note-5			
Less - Unspent/Overspent Grant		(2,35,40,171)	1,13,30,301
Less : Opening unspent/(overspent)	1,55,88,448		
Add : Current Year unspent/(overspent)	(79,51,724)		
Profit/(Loss) for the year ended (XII + XV)		-4,93,712	9,38,582

Summary of significant accounting Policies. The accompanying notes are an integral part of the financial statement.

In terms of our Report of even date

For N S B & Associates

Chartered Accountants

FRN: 023043N

Place : New Delhi

Date: June 27



Jiwan Singh Mehta

Partner

M. No.: 530567

35

for and on behalf of Manjari Foundation



Punam Gondia

Director

DIN: 09676864



Sanjay Kumar

Director

DIN: 07842683

Financial Statements for the Year Ended March 31, 2023

STATEMENT OF PROFIT AND LOSS
MANJARI FOUNDATION
as at 31st March, 2023

Particulars	Note No.	As on 31st March 2023	As on 31st March 2022
A Revenue			
I. Revenue from Operations	26	19,49,22,837	18,89,65,980
II. Other Income	27	16,55,646	17,11,420
* Total Revenue (A)		19,65,78,483	19,06,77,399
B Expenses:			
I. Rural Livelihood Promotion Program	28	19,24,53,496	11,66,74,195
II. Rural Health Care Program	29	7,99,446	7,93,145
III. Rural Education Program	30	83,67,952	86,20,734
IV. Human Resource Development	31	24,86,601	24,34,176
VI. Research, Documentation and Advocacy	32	15,26,700	6,44,880
V. Administration	33	1,78,84,355	1,30,68,177
VI. National Epidemic COVID-19	34	15,87,844	2,60,67,747
		22,51,06,394	16,83,03,054
Non - Cash Charges			
Depreciation for the year		27,79,474	24,49,572
Less :- Met Out of Capital Assets Fund		(27,79,474)	(24,49,572)
		22,51,06,394	16,83,03,054
 Excess of Income over Expenditure for the year		-2,85,27,911	2,23,74,345
Total		19,65,78,483	19,06,77,399
Profit/(Loss) for the year ended		-2,85,27,911	2,23,74,345
Appropriation to/(from) of Fund			
Capital Assets Fund		-45,74,858	1,23,89,360
Community Projects Fund (WIP)		-	(22,83,898)
Assets Written Off		80,830	-
Restricted Fund Note-5			
Less - Unspent/Overspent Grant		(2,35,40,171)	1,13,30,301
Less : Opening unspent/(overspent)	1,55,88,448		
Add : Current Year unspent/(overspent)	(79,51,724)		
Profit/(Loss) for the year ended (XII + XV)		-4,93,712	9,38,582

Summary of significant accounting Policies. The accompanying notes are an integral part of the financial statement.

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In terms of our Report of even date

for **N S B & ASSOCIATES**

Chartered Accountants

FRN: 023043N

Place : New Delhi

Date: June 27, 2023



(Signature)
Jiwan Singh Mehta

Partner

M. No.: 530567

for and on behalf of Manjari Foundation



(Signature)
Punam Gondia

Director

DIN: 09676864



(Signature)
Sanjay Kumar

Director

DIN: 07842683

Financial Statements for the Year Ended March 31, 2023

CASH FLOW STATEMENT

(Currency: Indian Rupees)

PARTICULARS	Year ended	Year ended
	March 31, 2023	March 31, 2022
Cash Flow from Operating Activities		
Net Profit Before Taxation	(4,93,712)	9,38,582
Adjustments For:		
Depreciation on Fixed Assets	-	-
Operating Profit before Working Capital Changes	(4,93,712)	9,38,582
Adjustments For :		
(Increase) /Decrease in Other Current Assets	(26,32,506)	8,49,223
Increase/(Decrease) in Other Current Liabilities	(2,83,80,654)	2,42,38,966
Cash Generated from Operations	(3,15,06,871)	2,60,26,771
Net Cash Inflow from/(Outflow) from Operating Activities (A)	(3,15,06,871)	2,60,26,771
Cash Flow from Investing Activities		
Purchase of Fixed Assets/Work in progress	73,54,331	(76,55,888)
Net Cash Inflow From/(Outflow) From Investing Activities (B)	73,54,331	(76,55,888)
Cash Flow from Financing Activities		
Inflow of Share Application Money	-	-
Inflow of Corpus Fund	1,75,000	1,50,000
Interest Paid	-	-
Net Cash Inflow from/(Outflow) from Financing Activities (C)	1,75,000	1,50,000
Net Increase /(Decrease) in Cash and Cash Equivalents (A+B+C)	-2,39,77,541	1,85,20,883
Cash and Cash Equivalents at the Beginning of the Year	3,29,87,033	1,44,66,150
Cash and Cash Equivalents at the Closing of the Year	90,09,492	3,29,87,033

Significant Accounting Policies and Notes to Accounts

As per our report of even date attached
for **N S B & ASSOCIATES**

Chartered Accountants

Firm No. 023043N

Jiwan Singh Mehta

Partner

M. No. 530567

Place : Delhi

Date: June 27, 2023



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For and on behalf of the Board of Directors of
Manjari Foundation

Punam Gondia

Director

DIN: 09676864



Sanjay Kumar

Director

DIN: 07842683

Financial Statements for the Year Ended March 31, 2023

MANJARI FOUNDATION
Notes forming part of the Financial Statements
Note 1 Share Capital

1. Share Capital

(Amount in Rs.)

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No of Shares	Amount	No of Shares	Amount
Authorised				
10000 Equity Shares of 10 each	10,000	1,00,000	10,000	1,00,000
	10,000	1,00,000	10,000	1,00,000
Issued, Subscribed & fully paid up				
10000 Equity Shares of 10 each	10,000	1,00,000	10,000	1,00,000
	10,000	1,00,000	10,000	1,00,000
Subscribed but not fully Paid up				
Equity Shares of 10 each	-	-	-	-
	-	-	-	-
Total	10,000	1,00,000	10,000	1,00,000

1.1 Reconciliation of Shares Outstanding

Particulars	31-Mar-23		31-Mar-22	
	Number	Amount	Number	Amount
Equity Shares outstanding at the beginning of the year	10000	1,00,000	10,000	1,00,000
Add: Equity Shares issued during the year	-	-	-	-
Less: Equity Shares Cancelled on buy back of Equity Shares	-	-	-	-
Equity Shares Outstanding at the End of the Year	10,000	1,00,000	10,000	1,00,000

1.2 Details of Shares Held by the Holding Company, Ultimate Holding Company, their Subsidiaries and Associates

Particulars	Equity Shares	
	31-Mar-23	31-Mar-22
Total		-

1.3 Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	31-Mar-23		31-Mar-22	
	% of Shareholdings	No. of Equity Shares held	% of Shareholdings	No. of Equity Shares held
Vijay Sharma	25%	2,500	0%	2,500
Shashi Lata	25%	2,500	0%	2,500
Radha	25%	2,500	0%	2,500
Kamlesh	25%	2,500	0%	2,500
Total	100%	10,000	0%	10,000

1.4 The Details of shares allotted without cash consideration, bonus shares issued and bought back

Particulars	2022-23	2021-22	2020-21	2019-20	2018-19
A) Equity Shares					
i) Fully paid for consideration other than cash					
ii) Bonus shares issued					
iii) shares bought back					
	Not Applicable				
A) Preference Shares					
i) Fully paid for consideration other than cash					
ii) Bonus shares issued					
iii) shares bought back					



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MANJARI FOUNDATION

Notes forming part of the Financial Statements

1.5 The Details of Shares held by promoters

Particulars	Change during the year	As at 31st March, 2023		As at 31st March, 2022	
		Number	% held	Number	% held
Vijay Sharma	-	2,500	25.00%	2,500	25.00%
Shushi Lata	-	2,500	25.00%	2,500	25.00%
Radha	-	2,500	25.00%	2,500	25.00%
Kamlesh	-	2,500	25.00%	2,500	25.00%

Note 2 Reserves and Surplus

Particulars	31-Mar-23	31-Mar-22
a. General Reserves		
Opening Balance	-	-
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	-	-
b. Special Statutory Reserve		
Opening Balance	-	-
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	-	-
c. Surplus		
Opening balance	-	-
(+) Net Profit/(Net Loss) For the current year	47,81,871	38,43,289
(+) Transfer from Reserves	4,93,712	9,38,582
(-) Proposed Dividends	-	-
(-) Tax on Dividend	-	-
(-) Interim Dividends	-	-
(-) Transfer to Reserves	-	-
Closing Balance	42,88,159	47,81,871

Note 3 Corpus Fund

Name	Pin No	31-Mar-23	31-Mar-22
Sanjay Kumar	AUYPS5835M	3,25,000	1,50,000
Total		3,25,000	1,50,000

Non-Current Liabilities

Note 4 Long Term Borrowings

Particulars	31-Mar-23	31-Mar-22
Secured Borrowings		
a) Bond/Debentures	-	-
b) Term Loans	-	-
A) from banks	-	-
B) from other parties	-	-
c) Long term maturities of finance lease obligations	-	-
d) Other loans and advances (specify nature)	-	-
Unsecured Borrowings		
a) Term Loans	-	-
i) from banks	-	-
ii) from other parties	-	-
b) Deferred payment liabilities	-	-
c) Deposits	-	-
d) Loans and advances from related parties	-	-
e) Other loans and advances (specify nature)	-	-
Total	-	-



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Pragya



MANJARI FOUNDATION
Notes forming part of the Financial Statements
Note 5. Deferred Tax Liabilities (Net)

Particulars	31-03-2023	31-03-2022
Opening	-	-
Add: Deferred Tax Liabilities	-	-
Less: Deferred Tax Assets (if any)	-	-
Total	-	-

Note 6 Other Long Term Liabilities

Particulars	31-Mar-23	31-Mar-22
a) Other Long Term Liabilities	-	-
Total	-	-

Note 7 Long-Term Provisions

Particulars	31-Mar-23	31-Mar-22
a) Provision for employee benefits	-	-
b) Others	-	-
Total	-	-

Current Liabilities

Note 8 Short Term Borrowings

Particulars	31-Mar-23	31-Mar-22
Secured Borrowings		
a) Loans repayable on demand,		
i) from Banks	-	-
ii) from other parties	-	-
c) Current maturity of long term borrowings	-	-
b) Other loans and advances (specify nature)	-	-
Unsecured Borrowings		
a) Loans repayable on demand,		
i) from Banks	-	-
ii) from other parties	-	-
b) Loans and advances from related parties	-	-
c) Deposits	-	-
d) Current maturity of long term borrowings	-	-
e) Other loans and advances (specify nature)	-	-
Total	-	-

Note 9 Trade Payables

Particulars	31-Mar-23	31-Mar-22
(i) Total outstanding dues of MSME		
-Principal Amount	22,46,648	-
-Interest Amount	-	-
(ii) Total outstanding dues of others	-	-
(iii) Disputed dues - MSME	-	-
(iv) Disputed dues - Others	-	-
Sub-Total-A	22,46,648	-
B) Total outstanding dues of creditors and other than MSME		
a) Vendor	28,43,719	24,15,916
b) Payable to SP/CRP	13,74,540	26,29,933
Sub-Total-B	42,18,259	50,45,849
Total (A+B)	64,64,907	50,45,849



Swamigadhi



Swamigadhi



Financial Statements for the Year Ended March-31, 2023

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Trade Payables ageing schedule-31-03-2023

Particulars	Outstanding for periods from due date of payment				Total
	< 1 year	1-2 years	2-3 Years	>3 years	
a) MSME	22,46,648	-	-	-	22,46,648
b) Other Than MSME	42,18,259	-	-	-	42,18,259
c) Disputed dues-MSME	-	-	-	-	-
d) Disputed dues-Others	-	-	-	-	-
Total	64,64,907	-	-	-	64,64,907

Trade Payables ageing schedule-31-03-2022

Particulars	Outstanding for periods from due date of payment				Total
	< 1 year	1-2 years	2-3 Years	>3 years	
a) MSME	-	-	-	-	-
b) Other Than MSME	50,45,849	-	-	-	50,45,849
c) Disputed dues-MSME	-	-	-	-	-
d) Disputed dues-Others	-	-	-	-	-
Total	50,45,849	-	-	-	50,45,849

Note 10 Other Current Liabilities

Particulars	31-03-2023	31-03-2022
a) Expenses Payable	2,90,840	18,74,919
b) Consultant	3,79,511	3,96,883
c) Staff Welfare Fund- Medical	17,38,860	17,73,316
d) Staff Security Fund-	21,00,173	13,13,218
e) Audit Fees Payable	2,43,000	2,16,000
f) Statutory Dues	-	-
g) TDS Payable	4,41,989	5,93,193
h) PF/ESI Payable	8,99,324	3,87,745
i) Travel & Work Advance	4,40,535	9,95,035
j) SHG Group & Federation	16,95,000	3,95,000
k) Other Development Organization	9,15,507	3,30,241
Total	91,44,739	82,75,550

Note 11 Short Term Provisions

Particulars	31-03-2023	31-03-2022
a) Provision for employee benefits	-	-
b) Provision for Income Tax	-	-
Total	-	-

13. Capital-Work-in Progress (CWIP)

Particulars	Amount in CWIP for a period of				Total
	<1 Year	1-2 Year	2-3 Year	>3 Year	
a) Projects in progress	-	-	-	-	-
b) Projects temporarily suspended	-	-Nil-		-	-
Total	-	-	-	-	-

CWIP completion schedule

Particulars	To be completed in				Total
	<1 Year	1-2 Year	2-3 Year	>3 Year	
a) Project 1	-	-	-	-	-
b) Project 2	-Nil-		-	-	-
Total	-	-	-	-	-



Swan Gandhi



Swan Gandhi



MANJARI FOUNDATION
Notes forming part of the Financial Statements

14. Intangible Assets under Development

Particulars	Amount in CWIP for a period of				Total
	<1 Year	1-2 Year	2-3 Year	>3 Year	
a) Projects in progress	-	-	-	-	-
b) Projects temporarily suspended		---Nil---		-	-
Total	-	-	-	-	-

Intangible assets under development completionschedule

Particulars	To be completed in				Total
	<1 Year	1-2 Year	2-3 Year	>3 Year	
a) Project 1			-	-	-
b) Project 2		---Nil---		-	-
Total	-	-	-	-	-

Note 15. Non Current Investments

Particulars	31-03-2023	31-03-2022
a) Investment property	-	-
b) Investments in Equity Instruments	-	-
c) Investments in preference shares	-	-
d) Investments in Government or trust securities	-	-
e) Investments in debentures or bonds	-	-
f) Investments in Mutual Funds	-	-
g) Investments in partnership firms	-	-
h) Other non-current investments (specify nature)	-	-
Total	-	-

Note 16 Deferred Tax Assets (Net)

Particulars	31-03-2023	31-03-2022
Opening	-	-
Add: Deferred Tax Assets	-	-
Less: Deferred Tax Liabilities (if any)	-	-
Total	-	-

Note 17 Long Term Loans & Advances

Particulars	31-03-2023	31-03-2022
a) Capital Advances	-	-
b) Loans and advances to related parties (giving details thereof)	-	-
c) Other loans and advances (specify nature)	-	-
The above shall also be separately sub-classified as:		
Secured, considered good	-	-
Unsecured, considered good	-	-
Doubtful	-	-
Total	-	-

Note 18 Other Non-Current Assets

Particulars	31-03-2023	31-03-2022
Secured, considered good	-	-
Unsecured, considered good	-	-
Doubtful	-	-
a) Long-Term Trade Receivables	-	-
b) Security Deposits	-	-
c) Debts due by Directors or other officers of the company	-	-
d) Others (specify nature)	-	-
Total	-	-



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Financial Statements for the Year Ended March 31, 2023

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Trade Receivable ageing schedule

Particulars	a) Undisputed- Considered good	b) Undisputed- Considered doubtful	c) Disputed- Considered good	e) Disputed- Considered doubtful	Total
Outstanding for periods from due date of payment					
< 6 Months	-	-	-	-	-
>6 M to 1 year	-	-	-	-	-
>1-2 years	-	-	-	-	-
>2-3 years	-	-	-	-	-
>3 years	-	-	-	-	-
Total	-	-	-	-	-

Note 19 Current Investments

Particulars	31-03-2023	31-03-2022
a) Investments in Equity Instruments	33,340	33,340
b) Investments in Preference Shares	-	-
c) Investments in Government or trust securities	-	-
d) Investments in debentures or bonds	-	-
e) Investments in Mutual Funds	-	-
f) Investments in partnership firms	-	-
g) Other investments (specify nature)	-	-
Total	33,340	33,340

Note 20 Inventories

Particulars	31-03-2023	31-03-2022
(i) Inventories		
a) Raw Materials	-	-
b) Work-in-progress	-	-
c) Finished Goods	-	-
d) Stock-in-Trade (in respect of goods acquired for trading)	-	-
e) Stores and Spares	-	-
f) Loose Tools	-	-
g) Others (Training Material)	21,527	18,900
(ii) Goods-in-transit shall be disclosed under the relevant sub-head of inventories	-	-
Total	21,527	18,900

Note 21 Trade Receivables

Particulars	31-03-2023	31-03-2022
Secured, considered good		
Unsecured, considered good		
i) Aggregate amount of Trade Receivables		
- Grants awaited from funding agencies	1,35,18,267	1,10,46,017
ii) Debts due by directors or other officers of the company	-	-
Trade receivables shall be sub-classified as:		
Doubtful	-	-
Total	1,35,18,267	1,10,46,017

Trade Receivable ageing schedule-31.03.2023

Particulars	a) Undisputed- Considered good	b) Undisputed- Considered doubtful	c) Disputed- Considered good	e) Disputed- Considered doubtful	Total
Outstanding for periods from due date of payment					
< 6 Months	-	-	-	-	-
>6 M to 1 year	1,35,18,267	-	-	-	-
>1-2 years	-	-	-	-	-
>2-3 years	-	-	-	-	-
>3 years	-	-	-	-	-
Total	1,35,18,267	-	-	-	-



Financial Statements for the Year Ended March 31, 2023

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Trade Receivable ageing schedule-31.03.2022

Particulars	a) Undisputed- Considered good	b) Undisputed- Considered doubtful	c) Disputed- Considered good	c) Disputed- Considered doubtful	Total
Outstanding for periods from due date of payment					
< 6 Months	-	-	-	-	-
>6 M to 1 year	1,10,46,017	-	-	-	-
>1-2 years	-	-	-	-	-
>2-3years	-	-	-	-	-
>3 years	-	-	-	-	-
Total	1,10,46,017	-	-	-	-

Note 22 Cash and Cash Equivalents

Particulars	31-Mar-23	31-Mar-22
(i) Cash and Cash equivalents		
a) Balances with banks	1,09,56,140	3,29,87,033
b) Cheques, drafts on hand	-	-
c) Cash on hand	-	-
d) Others (specify nature)	-	-
(ii) Earmarked balances with banks	-	-
(iii) Margin money or security against the borrowings	-	-
(iv) Repatriation restrictions	-	-
(v) Bank deposits with more than twelve months maturity	3,00,000	-
Total	1,12,56,140	3,29,87,033

Note 23 Short Term Loan and Advances

Particulars	31-Mar-23	31-Mar-22
a) Loans and advances to related parties		
Secured, considered good	-	-
Unsecured, considered good	-	-
b) Others Receivable	10,04,148	8,44,598
c) Loans and advances due by directors or other officers of the company	-	-
The above shall also be sub-classified as:		
Doubtful	-	-
Total	10,04,148	8,44,598

Note 24 Other Current Assets

Particulars	31-Mar-23	31-Mar-22
a) Accrued Interest	9,860	-
b) Tax Recoverable	4,280	17,830
c) Security Deposits	14,770	35,053
d) Prepaid Expenses	27,017	4,965
e) Advance paid to Vendor	-	-
Total	55,927	57,848

Contingent liabilities and commitments (to the extent not provided for)

Particulars	31-03-2023	31-03-2022
i) Contingent liabilities shall be classified as:		
a) Claims against the company not acknowledged as debt	-	-
b) Guarantees	-	-
c) Other money for which the company is contingently liable	-	-
ii) Commitments shall be classified as:		
a) Estimated amount of contracts remaining to be executed on capital account and not	-	-
b) Uncalled liability on shares and other investments partly paid	-	-
c) Other commitments (specify nature)	-	-
Total	-	-



Sanjay Paudyal



Sanjay



Financial Statements for the Year Ended March 31, 2023

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Title deeds of Immovable Property not held in name of the Company

Relevant line item in the Balance sheet	Description of item of property	Gross Carrying value	Designation of title deed holder	Property held since which date	Reason for not being held in the name of the company**
PPE	Land	-	-	-	**also indicate if in dispute
-	Building				
Investment property	Land				No such instances have been found.
-	Building				
Non-current asset held for sale	Land				
-	Building				
Others					

Loans or Advances granted to Promoters, Directors, KMPs and the Related Parties

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
i) Repayable on demand		
ii) Without specifying any terms or period of repayment		
a) Promoter	Nil	Nil
b) Directors	-do-	-do-
c) KMPs	-do-	-do-
d) Related Parties	-do-	-do-

Willful Defaulter

Details of declared willful defaulter by any bank or financial institution or other lender.

Name of Bank, FI, Other lender declared willful defaulter	Date of declaration as willful defaulter	Amount of Defaults	Nature of Defaults
Nil			

Relationship with Struck off Companies

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding	Relationship with the Struck off company, if any, to be disclosed
	Investments in securities		
	Receivables		
Not Applicable	Payables		
	Shares held by struck off company		
	Other outstanding balances (to be		

Registration of charges or satisfaction with Registrar of Companies

Where any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period, details and reasons thereof shall be disclosed.
No pending for charge creation

Following Ratios to be disclosed:-

Ratios	Numerator	Denominator	Numerator Amount	Denominator Amount	Current Year Ratios
(a) Current Ratio,	Current Assets	Current Liabilities	N.A.	N.A.	N.A.
(b) Debt-Equity Ratio,	Total Debt	Total Equity	N.A.	N.A.	N.A.
(c) Debt Service Coverage Ratio,	EBIDT	Installments for the year	N.A.	N.A.	N.A.
(d) Return on Equity Ratio,	Net Income	Equity	N.A.	N.A.	N.A.
(e) Inventory Turnover Ratio,	COGS	Avg. Inventory	N.A.	N.A.	N.A.
(f) Trade Receivables Turnover Ratio,	Net Annual Credit Sales	Average Trade Receivables	N.A.	N.A.	N.A.
(g) Trade Payables Turnover Ratio,	Net Credit Purchase	Average A/c Payable	N.A.	N.A.	N.A.
(h) Net Capital Turnover Ratio,	ST+LT Debt	Equity+ST+LT Debt	N.A.	N.A.	N.A.
(i) Net Profit Ratio,	Net Profit	Sale (Revenue)	N.A.	N.A.	N.A.
(j) Return on Capital Employed,	EBIT	Equity+LT Debt	N.A.	N.A.	N.A.
(k) Return on Investment	Return	Investment	N.A.	N.A.	N.A.



Sanjay



Sanjay

Financial Statements for the Year Ended March 31, 2022

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Utilisation of Borrowed funds and share premium:

Intermediaries Name	Date	Nature	Amount
Name of Intermediaries	N/A	-	-
Name of Ultimate Beneficiaries	N/A	-	-

Corporate Social Responsibility (CSR)

Particulars	31-03-2023	31-03-2022
(i) amount required to be spent by the company during the year, (ii) amount of expenditure incurred, (iii) shortfall at the end of the year, (iv) total of previous years shortfall, (v) reason for shortfall, (vi) nature of CSR activities,	Not Applicable	Not Applicable
Total		

Undisclosed Income

Particulars	31-03-2023	31-03-2022
Details of any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961	-	-
Total	-	-



Notes forming part of the Financial Statements

NOTE 26 Grant and Contribution

Particulars	31-Mar-23	31-Mar-22
a) Contribution and Grants	19,43,60,536	18,84,57,217
b) Donation	5,62,301	5,08,763
Total	19,49,22,837	18,89,65,980

NOTE 27 Other Income

Particulars	31-Mar-23	31-Mar-22
a) Interest on Fixed Deposits	9,860	-
b) Interest on Saving Bank	8,74,326	8,12,420
c) Other Income	7,71,460	8,99,000
Total	16,55,646	17,11,420

NOTE 28 Rural Livelihood Promotion

Particulars	31-Mar-23	31-Mar-22
a) Self Help Group		
Direct Benefits to beneficiaries	1,01,76,935	1,26,53,265
Honorarium to SP and CRP	89,67,180	1,02,70,091
Training & Capacity Building	73,04,205	1,10,72,257
Community Centre	1,100	1,32,990
Salary & Benefits	2,55,05,484	1,91,38,023
Consultancy & Onward Grant	75,81,938	72,00,969
Travel & Conveyance	43,25,684	38,39,620
Other Administrative Expenses	1,97,774	3,14,368
b) Natural Resource Management		
Direct Benefits to beneficiaries	1,29,65,539	1,31,22,795
Honorarium to SP and CRP	39,10,049	5,14,040
Training & Capacity Building	3,37,14,306	22,02,673
Community Centre	11,792	25,060
Salary & Benefits	20,90,133	18,81,576
Consultancy & Onward Grant	12,75,497	9,97,386
Travel & Conveyance	22,86,918	5,14,623
Other Administrative Expenses	4,65,982	21,500
c) Livestock Development		
Direct Benefits to beneficiaries	44,09,846	18,04,841
Honorarium to SP and CRP	5,36,553	4,72,621
Training & Capacity Building	9,43,057	12,12,454
Community Centre	63,457	3,62,082
Salary & Benefits	16,00,817	7,26,211
Consultancy & Onward Grant	-	1,27,050
Travel & Conveyance	1,72,793	3,43,200
Other Administrative Expenses	40,046	3,11,575



Financial Statements for the Year Ended March 31, 2023

Notes forming part of the Financial Statements

d) Rural Micro Development		
Direct Benefits to beneficiaries	3,28,40,769	88,58,341
Honorarium to SP and CRP	27,54,237	26,26,647
Training & Capacity Building	18,12,389	5,98,665
Community Centre	42,25,280	28,36,873
Salary & Benefits	1,14,52,111	67,84,717
Consultancy & Onward Grant	62,61,259	25,83,591
Travel & Conveyance	40,98,070	27,89,903
Other Administrative Expenses	4,62,297	3,34,189
Total	19,24,53,496	11,66,74,195

NOTE 29 Rural Health Care Program

Particulars	31-Mar-23	31-Mar-22
a) Honorarium to SP and CRP	-	12,625
b) Training & Capacity Building	7,15,895	24,311
c) Salary & Benefits	-60,760	5,40,141
d) Consultancy & Onward Grant	1,28,701	1,82,500
e) Travel & Conveyance	15,610	33,568
Total	7,99,446	7,93,145

NOTE 30 Rural Education Program

Particulars	31-Mar-23	31-Mar-22
a) Direct Benefits to beneficiaries	17,18,714	6,02,622
b) Honorarium to SP and CRP	4,40,435	6,90,570
c) Training & Capacity Building	38,62,648	39,63,788
d) Community Centre	88,834	6,05,303
e) Salary & Benefits	6,51,783	14,93,001
f) Consultancy & Onward Grant	11,75,048	7,67,234
g) Travel & Conveyance	4,19,111	4,26,065
h) Other Administrative Expenses	11,379	72,151
Total	83,67,952	86,20,734

NOTE 31 Human Resource Development

Particulars	31-Mar-23	31-Mar-22
a) Direct Benefits to beneficiaries	160	-
b) Training & Capacity Building	5,49,819	5,35,843
c) Salary & Benefits	9,13,226	10,80,043
d) Consultancy & Onward Grant	2,62,600	-
e) Travel & Conveyance	7,52,698	8,05,714
f) Other Administrative Expenses	8,098	12,576
Total	24,86,601	24,34,176



Notes forming part of the Financial Statements

NOTE 32 Research Documentation and Advocacy

Particulars	31-Mar-23	31-Mar-22
a) Training & Capacity Building	-	6,738
b) Salary & Benefits	-	14,142
c) Consultancy & Onward Grant	15,26,700	6,22,800
d) Travel & Conveyance	-	1,200
Total	15,26,700	6,44,880

NOTE 33 Administration

Particulars	31-Mar-23	31-Mar-22
a) Direct Benefits to beneficiaries	95,064	50,626
b) Honorarium on works contract	4,67,671	13,81,567
c) Training & Capacity Building	3,33,601	31,053
d) Community Centre	1,06,290	-
e) Salary & Benefits	74,48,141	47,03,310
g) Consultancy & Onward Grant	7,52,350	6,92,658
g) Travel & Conveyance	18,53,577	15,46,294
h) Other Administrative Expenses	65,62,161	44,26,670
Sub-Total-A	1,76,18,855	1,28,32,177

Payment to Auditors

Particulars	31-Mar-23	31-Mar-22
a) Audit fees	2,65,500	2,36,000
b) for Taxation Matters	-	-
c) for Company law matters	-	-
d) for management services	-	-
e) for Other Services	-	-
f) for Reimbursement of Expenses	-	-
Sub-Total-B	2,65,500	2,36,000
Total (A+B)	1,78,84,355	1,30,68,177

NOTE 34 National Epidemic COVID-19

Particulars	31-Mar-23	31-Mar-22
a) Direct Benefits to beneficiaries	65,998	68,03,413
b) Honorarium to SP and CRP	7,35,358	81,15,760
c) Training & Capacity Building	1,20,514	48,12,424
d) Community Centre	-	120
e) Salary & Benefits	80,005	4,55,206
f) Consultancy & Onward Grant	4,08,375	37,27,507
g) Travel & Conveyance	1,63,196	18,84,261
h) Other Administrative Expenses	14,398	2,69,056
Total	15,87,844	2,60,67,747



Suman Pandey



NOTE 12 : Depreciation on Property, Plants & Equipment for the year Ended March 31, 2022

ASSETS	Gross Block as on					Depreciation			Net Block as on		
	01-Apr-22	Addition	Transfer to Community	(Deletions)	31-Mar-23	01-Apr-22	For the Year	(Deletion)	31-Mar-23	31-Mar-22	31-Mar-22
i) Property, Plant and Equipment											
a) Furniture and Fixtures	25,31,582	1,35,250	0	80,830	25,86,002	11,96,908	3,61,300	17,861	15,40,407	10,45,595	13,34,614
b) Computers and Peripherals	42,28,361	16,99,064	-	-	59,27,425	27,73,104	13,85,434	-	41,58,538	17,68,887	14,55,257
c) Office Equipments	6,400	6,000	-	-	12,400	126	3,554	-	3,680	8,720	6,274
d) Electrical Fittings	13,13,793	1,02,100	-	-	14,75,893	4,92,864	2,32,949	-	7,25,813	7,50,080	8,20,929
e) Professional Equipments	8,60,882	86,599	-	-	9,47,481	6,62,289	1,40,236	-	8,02,525	1,44,956	1,98,593
g) Plant and Machinery	8,99,785	6,300	2,24,200	-	6,81,885	2,55,525	1,96,032	76,948	2,84,609	3,97,276	6,44,260
h) Software	7,63,100	7,43,020	-	-	15,06,120	74,464	21,456	-	95,920	14,10,200	6,88,036
i) Land	17,29,357	-	-	-	17,29,357	1,60,937	3,46,655	-	5,07,582	17,29,357	17,29,357
j) Building	72,79,194	-	-	-	72,79,194	1,60,937	3,46,655	-	5,07,582	67,71,522	71,18,177
k) Vehicle	9,83,610	-	-	-	9,83,610	2,79,619	2,76,668	-	5,56,288	4,27,322	7,03,993
Sub-Total (A)	2,05,95,974	28,38,333	2,24,200	80,830	2,31,29,277	58,95,887	28,74,283	94,810	86,75,361	1,44,53,916	1,47,00,088
ii) Intangible assets											
a) Goodwill	-	-	-	-	-	-	-	-	-	-	-
b) Brand/Trademarks	-	-	-	-	-	-	-	-	-	-	-
TOTAL (A+B)	2,05,95,974	28,38,333	2,24,200	80,830	2,31,29,277	58,95,887	28,74,283	94,810	86,75,361	1,44,53,916	1,47,00,088

NOTE 12A : Community Property, Plant & Equipment held By Manjari

ASSETS	Gross Block as on					Depreciation			Net Block as on		
	01-Apr-21	Addition	Transfer to Community	(Deletions/Transfer)	31-Mar-22	01-Apr-21	For the Year	Adjustment	31-Mar-22	31-Mar-21	31-Mar-21
i) Property, Plant and Equipment											
a) Furniture and Fixtures	21,90,521	2,74,254	34,51,975	-	12,800	-	-	-	-	12,800	21,90,521
b) Computers and Peripherals	2,29,488	-	2,29,488	-	-	-	-	-	-	-	2,29,488
c) Office Equipments	-	2,04,106	2,04,106	-	-	-	-	-	-	-	-
d) Electrical Fittings	2,17,331	2,40,520	4,17,131	-	40,700	-	-	-	-	40,700	2,17,331
e) Professional Equipments	-	2,73,375	2,73,375	-	-	-	-	-	-	-	-
f) Plant and Machinery	45,24,221	32,66,243	77,90,564	-	-	-	-	-	-	-	45,24,221
TOTAL (C)	71,61,661	42,58,498	1,13,66,659	-	53,500	-	-	-	-	53,500	71,61,661
Grand TOTAL (A+B+C)	2,77,57,634	70,96,831	1,15,90,859	80,830	2,31,82,777	58,95,887	28,74,283	94,810	86,75,361	1,45,07,416	2,18,61,749

In terms of our Report of even date for N S B & ASSOCIATES Chartered Accountants FRN: 0230AIN

Jiwan Singh Mehta Partner M. No. 530567



For and on behalf of the Board of Directors of Manjari Foundation
 Poojan Goindia Director DIN: 09676864
 Sanjay Kumar Director DIN: 07842683

Place : Delhi Date: June 27, 2023

Financial Statements for the Year Ended March 31, 2023

Manjari Foundation
Note 25 - Restricted Grants - Fund Based Income & Expenditure Accounts for the Year Ended March 2023

S. No.	Sources	Bal. as on 01.04.2022	Income			Expenses				CL. Bal as on 31.03.2023					
			Contributions and grants received	Other Income	Grants Received	Total	Recurring	Capital Expenditure	Appropriated / Adjusted	Total Expenses	Inshort	Overshort			
(i)	Retrieved Funds Indian Philanthropies														
1	Jamnaji Tata Trust	89,19,277				89,19,277									89,19,277
2	Healthcare	9,19,277				9,19,277									9,19,277
3	Subah Samiti (BZL)	(17,796)				(17,796)									(17,796)
4	Women Lead Micro Enterprises - Fevra (Block - Debra)	(17,796)				(17,796)									(17,796)
5	Sahel Samiti	(1,01,656)				(1,01,656)									(1,01,656)
6	Chau Energy Sule Sahi	(1,01,656)				(1,01,656)									(1,01,656)
7	HHFC Bank Ltd.	1,15,00,463		540		1,15,00,463	540		17,09,892	4,83,198		1,06,18,369			1,06,18,369
8	Partnership - P0287- J2	(897)				(897)				(897)					(897)
9	Partnership - P0287- H3	25,33,784		469		25,33,784	469		1,05,274	1,32,783		26,55,416			26,55,416
10	Partnership - P0287- H4	89,66,679		71		89,66,679	71		16,04,718	3,53,211		89,66,759			89,66,759
11	Improving the Socio-economic conditions of Rural families through Village Chain centre	(1)				(1)									(1)
12	Balram Kir Distribution for Covid Relief	(3,100)				(3,100)									(3,100)
13	Pratishtha Activities	(76,31,243)		16,100		9,07,23,658	16,100		44,79,323	23,26,694		10,28,59,843			1,21,45,284
14	Sahs - Women Empowerment -Madhapur (2016-2020)	(298)				(298)				(298)					(298)
15	Tailoring Centre Sanyasulkhed	(2,86,208)				(2,86,208)				(2,86,208)					(2,86,208)
16	Sahs Mask Project	(200)				(200)				(200)					(200)
17	Empower Women through Skill Training - Choudharys	(30,364)				(30,364)				(30,364)					(30,364)
18	Sahs Mask to Prevent epidemic under Covid 19-Parangar	(105)				(105)				(105)					(105)
19	Strengthening women collective Microenterprises for skill enhancement and Sustainable livelihoods 20-21	(31,64,296)		4,02,74,047		3,81,09,651	4,02,74,047		41,60,631	16,70,244		4,43,23,847			62,23,106
20	Women Empowerment (Sahs 2)	(51,40,370)		3,80,96,152		5,29,32,882	3,80,96,152		3,10,300	12,81,017		5,83,99,252			56,26,389
21	Professional Auditor for Development Action (PFI/ADAN)	70,656		2,430		5,34,692	2,430		6,31,402			6,31,402			92,310
22	Second Chance Education	70,656		2,430		5,34,692	2,430		6,31,402			6,31,402			92,310
23	BCL Foundation	937				937				937		937			937
24	Potential development of MT & Creation building of Shri	937				937				937		937			937
25	Right Gandhi Foundation	22,977				22,977			18,000	937		22,977			22,977
26	Right Gandhi Foundation (RASA) for Rural India	22,977				22,977			18,000	937		22,977			22,977
27	Asian Premij Foundation	2,40,23,721		3,83,82,801		6,29,65,822	3,83,82,801		5,93,40,776	47,542		5,30,45,686			47,28,136
28	APP- Roll Out Strategy to Support Vulnerable Community	(124)				(124)				(124)					(124)
29	APP-Adapting to Climate Change to Enhance Livelihood And Income of Rural-urban-AC	4,87,483				4,87,483									4,87,483
30	APP-Adapting to Climate Change to Enhance Livelihood And Income of Rural-urban-AC	1,25,85,112		2,30,812		1,25,85,112	2,30,812		1,03,40,826	17,51,648		1,21,40,140			4,44,972
31	APP-Adapting to Climate Change to Enhance Livelihood And Income of Rural-urban-AC	31,41,973		1,692		31,41,973	1,692		31,41,973			31,41,973			3,97,847
32	APP-Adapting to Climate Change to Enhance Livelihood And Income of Rural-urban-AC	17,89,499				17,89,499			17,89,499			17,89,499			4,27,314
33	APP-Adapting to Climate Change to Enhance Livelihood And Income of Rural-urban-AC	2,15,85,137		3,15,389		4,45,54,032	3,15,389		4,15,17,592	83,920		4,15,01,512			29,62,520
34	APP-Adapting to Climate Change to Enhance Livelihood And Income of Rural-urban-AC	(11,78,296)		3,796		28,79,268	3,796		23,99,169	2,43,843		26,43,011			1,63,443
35	APP-Adapting to Climate Change to Enhance Livelihood And Income of Rural-urban-AC	(1)		56		10,07,012	56		10,59,998	1,11,357		11,70,455			1,63,443
36	Digital Resource Centre-IT	(3,40,071)				(3,40,071)				1,32,483		14,72,556			1,63,443

Sumit Singh



S. No.	Sources	Dad as on (01.04.2022)	Income			Expenses			CT. Bal as on 31.03.2023		
			Contributions and grants received	Other Income	Grants Received	Total	Recurring	Capital Expenditure	Appropriated / Adjusted	Total Expenses	Unspent
13	Paid Foundation To stop of two women toward Spise based organization unit	1,620	1,61,92,150	-	1,61,93,820	85,76,840	61,67,040	14,40,940	1,41,91,870	-	-
a	Drinking Water Project	1,620	91,85,650	-	91,85,320	70,37,670	11,56,210	9,91,440	91,85,320	-	-
b	Entrepreneur Development Program-EDP	3,19,400	70,08,500	-	73,27,900	15,39,170	50,10,850	4,58,500	70,08,500	-	-
a	Entrepreneur Development Program-EDP	7,19,400	10,00,000	-	17,19,400	13,63,385	3,55,965	169,950	17,19,400	-	-
b	EDP	-	10,00,000	-	3,19,400	6,91,588	2,27,965	1,647	7,19,400	-	-
14	Small Industries Development (SIDDI)	(1,030)	-	-	10,00,000	16,71,797	-	(71,797)	10,00,000	-	-
a	Sensitization in response to coronavirus from covid 19	(1,030)	-	-	(1,030)	-	-	(1,030)	(1,030)	-	-
15	Self Reliant Initiatives Through Joint Action (SRIJAN)	7,979	-	-	7,979	-	-	7,979	7,979	-	-
a	Rapid Rural Community Response to Covid 19, Phase-2	(16,346)	-	-	(16,346)	-	-	(16,346)	(16,346)	-	-
b	Rapid Rural Community Response to Covid 19, Phase-3	42,156	-	-	42,156	-	-	42,156	42,156	-	-
c	Rapid Rural Community Response to Covid 19, Phase-4	5,75,128	-	-	5,75,128	-	-	5,75,128	5,75,128	-	-
d	Rapid Rural Community Response to Covid 19, Phase-1	(5,72,234)	-	-	(5,72,234)	-	-	(5,72,234)	(5,72,234)	-	-
16	Education for Employability Foundation (EIEF)	(725)	-	-	(725)	-	-	(725)	(725)	-	-
a	House Hold Survey	48,268	-	-	48,268	46,080	-	1,388	48,268	-	-
b	Neelsoot Bank For Agriculture and Rural Development	48,268	-	-	48,268	46,080	-	1,388	48,268	-	-
17	Car Expenses Unit Microenterprises Development Program(AEIDP)	-	10,13,623	-	10,13,623	10,80,334	3,65,716	-	10,80,334	6,190	72,901
a	One Livelihood & Empowerment Development Program	-	3,33,230	-	3,33,230	3,65,716	-	-	3,65,716	-	12,510
b	One Livelihood & Empowerment Development Program	-	2,67,974	-	2,67,974	2,98,626	-	-	2,98,626	-	30,651
c	One Livelihood & Empowerment Development Program	-	3,88,126	-	3,88,126	3,81,576	-	-	3,81,576	6,190	-
d	Programs	-	2,34,292	-	2,34,292	2,54,042	-	-	2,54,042	-	29,750
18	Expert Group/Expert Limited	-	46,17,800	-	46,17,800	40,83,540	1,14,460	4,19,800	46,17,800	-	-
a	Strengthen the Women Enterprises and Microenterprises	-	46,17,800	-	46,17,800	40,83,540	1,14,460	4,19,800	46,17,800	-	-
19	Microenterprises Development Program(AEIDP)	-	1,00,29,800	-	1,00,29,800	88,10,876	2,55,627	3,33,586	94,99,089	5,50,382	-
a	Microenterprises Development Program(AEIDP)	-	1,00,29,800	-	1,00,29,800	88,10,876	2,55,627	3,33,586	94,99,089	5,50,382	-
20	ICT Training Institute Limited	-	20,531	-	20,531	18,10,876	3,55,527	3,33,586	94,99,089	5,50,382	-
a	ICT Training Institute Limited	-	20,531	-	20,531	18,10,876	3,55,527	3,33,586	94,99,089	5,50,382	-



Suman Gosh
MANJARI FOUNDATION



S. No.	Sources	Bal. at on 01.04.2022	Income			Expenses			Cl. Bal as on 31.03.2023			
			Contributions and grants received	Other Income	Grants Returned	Total	Recurring	Capital Expenditure / Adjusted	Total Expenses	Unspent	Overspent	
I Mangalaj Forens- Foreign Contribution	Kandemoribik	3,31,221	41,92,278	13,146	-	45,20,345	40,83,119	1,73,302	-	42,58,319	2,80,835	-
	Saks- Establishing sustainable women institutions-S2	3,31,321.00	7,76,668.00	2,080.00	-	11,15,069	11,03,384	-	-	11,03,384	11,085	-
	Saks- Establishing sustainable women institutions-S7	-	34,12,609.02	8,666.00	-	34,34,276	29,81,826	1,73,200	-	31,55,126	2,69,130	-
	Track the Frontline Support	6,25,648	37,65,500	38,670	-	44,87,818	44,87,817	-	-	44,87,818	-	0
II Mangalaj Foundation	Financial assistance for the Public and increase livelihood related prajny and Vegetable	13,87,200	11,80,542	-	-	5,93,347	5,93,347	-	-	5,93,347	-	0
		5,87,200.00	11,80,542.00	-	-	5,93,347	5,93,347	-	-	5,93,347	-	-
Grand Total Restricted Fund		1,55,88,448	19,43,60,538	6,88,750	-	21,49,87,733	19,81,04,558	1,80,97,973	52,36,977	21,85,39,487	55,66,543	1,35,18,267
Unrestricted Fund/Reserve and Surplus												
III Mangalaj Foundation		47,81,872	5,62,301	10,16,876	-	63,61,049	2,69,83,667	11,96,72,839	-	20,72,911	42,88,159	-
	Down Fund	47,81,872	3,63,101	10,16,876	-	61,61,049	2,69,83,667	11,96,72,839	-	20,72,911	42,88,159	-
	Grand Total	2,48,70,320	19,49,23,837	16,55,646	-	21,49,48,803	22,51,87,225	145,74,857	-	22,06,12,368	98,54,701	1,35,18,267

As per our report of even date attached for S B & ASSOCIATES Chartered Accountants Firm No. 023/03N



Jawan Singh
Partner
M. No. 530597

For and on behalf of the Board of Directors of Mangalaj Foundation
Punam Gaudia
Director
DIN: 09676864



Sanjay Kumar
Director
DIN: 07842683

NOTE NO 35: NOTES TO ACCOUNTS FOR THE YEAR ENDED AS ON MARCH 31, 2023

Notes forming part of the financial statements for the year ended 31st March 2023:

(All amounts are in Indian Rupees)

1. Corporate information:

Manjari Foundation (the 'Company'), which was initially incorporated on Thirteenth day of May 2015, is an Unlisted Private Limited & Section 8 Company limited by shares. The Company is having a registration no. 280096 and U74999DL2015NPL280096.

The Company is Registered with the Income tax Authorities under section 12A (a) of the Income tax Act, 1961 vide letter no- DEL-MR25098 – 10052016 - 5873 Dated 10th May 2016 which Renewed on 28th May 2021 with provisional Registration No. AAJCM7347JE20214 and As well as company is eligible for tax relief in the hands of donor under section 80G of the Income tax Act, 1961 vide letter no- DEL – ME26756 – 10052016 - 6977 dated 10th May 2016 which Renewed on 28th May 2021 with provisional Registration No. AAJCM7347JE20214 Issued by the commissioner of Income tax Delhi.

The Company is registered under the Foreign Contribution (Regulation) Act, 2010. Vide Registration no-231661836 Dated April 10, 2019.

The Company is into the business of providing all kind of social support and the main objects as:-

- a) To improve the capability of individuals and groups (particularly those who are poor and disadvantaged) by promoting literacy and imparting education, vocational education, awareness about socio-economic rights and duties, skills and know-how, knowledge,; and to influence policies of the government and others towards this end by means of Extending literacy, education (including vocational education), information related to socio-economic policies, programs, rights and duties; skills, know-how and personality development training to the underprivileged sections of the society.
- b) Undertaking and sponsoring studies and research, including action research for developing new and improved ways for promotion of literacy, education including vocational education, health, hygiene and cleanliness, information dissemination, skill development, entrepreneurship development, personality development and other related areas for the benefit of children, youth, women, differently-abled and elderly.

2. Significant Accounting Policies:

a) Basis of preparation of financial statements:

The financial statements have been prepared under historical cost conventions and on accrual system unless stated otherwise elsewhere, assuming the principle of going concern and applying all the accounting standards notified under Companies Act, 2013 and also complying with mandatory accounting standards issued by Institute of Chartered Accountants of India. Various accounting standards and accounting policies are consistently followed by the company unless stated otherwise.

b) Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.



Sanjay Gaudai



- c) **Revenue Recognition:**
Revenue is recognized to the extent that terms of performances or service delivery have been completed and it is probable that the economic benefits will follow to the Company and revenue can be reliably measured.
- d) **Cash Flow Statement:**
Cash Flow Statement is prepared in accordance with the indirect method prescribed in Accounting Standard -3.
- e) **Property, Plant and Equipment, intangible and related depreciation / amortization:**
Properties, Plant & Equipment are stated at cost less accumulated depreciation. Cost includes original cost of acquisition, including incidental expenses related to such acquisition and installation. All assets are owned by the company. Depreciation on Property, Plant & Equipment has been provided on written down value method on useful life of the assets which is estimated by the management and in the manner prescribed in Schedule II, Part-C to the Companies Act, 2013.

Name of assets	Useful life of asset
Furniture and Fixtures	10 Years
Computers& Printer	3 Years
Electrical Fittings	10 Years
Software	6 Years
Office Equipment	5 Years
Plant& Machinery	15 years
Building	60 Years
Vehicle	6 Years

Depreciation on fixed assets has been provided on Written down Value Method using the rates prescribed as per useful life of assets prescribed under Schedule II of the Companies Act, 2013. Assets individually costing less than ₹5,000 are depreciated fully in the year of purchase.

- f) **Employee benefits:**
The information required under section 134 of the Companies Act 2013 read with rules framed there under is Nil.
- g) **Taxation:**
Income tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the Income-tax Act, 1961), and deferred tax charge. The current charge for income tax is based on estimated tax liability as computed after taking credit for allowances and exemptions in accordance with the Income-tax Act, 1961 applicable for the year ended. In accordance with the Accounting Standard-22, Accounting for Taxes on Income, the Company provides for deferred tax liability for all temporary differences that arise in one accounting year and are capable of reversal in subsequent accounting year.



Swarn Gaudh



Swarn Gaudh



h) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

i) Cash and cash equivalents:

Cash and cash equivalents comprise cash at bank and in hand and short-term fixed deposits/ investments.

j) Employee Benefits : The Company provides following benefits to its employees as per the term of employments with them namely ;

1. **Provident Fund:** The Company is registered with Employee Provident Fund Organization (Reg no-DLCPM1542010000). Liability towards the fund is paid or provided on monthly basis.
2. **Gratuity:** The Company has taken Gratuity Policy from LIC
3. **Medical Benefits:** The Company provides monthly medical allowance to the contractual employees at the rate of Rs.1,000/- for regular employee of company provides support as per the policy of Manjari Contributory Medical Welfare Fund. Balance as on 31st March 2023- Rs. 17,38,360/- (31st March 2022 – Rs. 17,73,316/-)
4. **Staff Security:** The Company deducts the one-month basic salary in 4 installments. And deposit into the bank account of the company. Balance as on 31st March 2023 – Rs. 21,00,173/- (March 31, 2022: Rs.13,13,218/-)

3. Notes to Accounts:

a. Investments:

The Company has investment in Equity instrument as on 31st March 2023 of Rs. 33,340/-

b. Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account not provided for: Rs. Nil (Previous year: Nil)

e. Contingent Liability for the year ended - Nil.

d. Derivatives:

The Company has not entered into any forward rate agreements, interest rate swaps, and exchange traded interest rate derivatives. Hence, no disclosure has been made for the same. The Company has no unhedged foreign currency exposure as on March 31, 2023 (March 31, 2022: Nil).

e. Disclosures relating to Securitization:

The Company has not entered into any securitization transactions during the current and previous year and had no outstanding securitization transaction for earlier years. Hence, no disclosure has been made for the same.

f. Related party Disclosures:



Manjari



As required under the Accounting Standard 'Related Party Disclosure (AS 18)' following are the details of transactions during the year with the related parties as defined in AS 18.

(a) **Names of related parties and nature of relationship**

Name of the related party	Nature of relationship
Sanjay Kumar - Director	Key management personnel (KMP)
Sanjeev Kumar - Director	Key management personnel (KMP)
Yatesh Yadav- Director	Key management personnel (KMP)
Punam Gondia- Director	Key management personnel (KMP)
Manjari Rural Livelihood Services Private Limited	Entity in which director are interested
Manjari Hub for Social innovation and entrepreneurship Foundation	Investment in Equity Instruments (33.34%)

(b) **Nature of Transactions:**

Nature of transaction	31-Mar-23	31-Mar-22
Salaries Paid to Sanjay Kumar	23,58,900/-	19,03,302/-
Travel & Reimbursement paid to Sanjeev Kumar – Director	Nil	Nil
Travel & Reimbursement paid to Yatesh Yadav- Director	16,592/-	66,660/-
Travel & Reimbursement paid to Punam Gondia- Director	3041/-	Nil

- k) There are no micro and small enterprises to whom the Company owes dues, which are outstanding for more than 45 days on the date of Balance Sheet. The above information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.
- l) Previous year figures have been regrouped/ reclassified wherever necessary to correspond with the current year classification/ disclosure.

As per our report of even date attached
for **NSB & ASSOCIATES**
Chartered Accountants
Firm No.: 023043N

Jiwan Singh Mehta
Partner
M. No. 530567

Place: New Delhi
Date 27/06/2023



**For and on behalf of the Board of
Directors of Manjari Foundation**

Punam Gondia

Punam Gondia
Director
DIN: 09676864

Sanjay Kumar

Sanjay Kumar
Director
DIN: 0784268.



INDEPENDENT AUDITORS' REPORT

To the Members of
Manjari Foundation

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of M/s **Manjari Foundation** ("the Company"), which comprises the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and the Cash Flow Statement for the year April 01, 2021 to March 31, 2022, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the 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 state of affairs of the Company as at March 31, 2022, and profit and loss and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



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. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. 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 have nothing to report in this regard.

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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 of India in terms of sub-section (11) of section 143 of the Act, a statement on the matters specified in paragraphs 3 and 4 of the Order, is not applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of 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.
 - g) Other matter Paragraph (OMP) – Scope Limitation due to COVID 19.

The opinion expressed in the present report is based on the limited information, facts and inputs made available to us through electronic means by the organization's management. We wish to highlight that due to the COVID 19 induced restrictions on physical movement and strict timelines, undertaking the required audit procedures as prescribed under ICAI issued Standards on Auditing, including but not limited to:

- Inspection, observation, examination and verification of the original documents/ files
 - Physical verification of cash, stationery items including adequate internal controls thereof
 - Verification of the valuation and legal reports of the Immovable properties charged to the bank branch
 - Examination of the FA registers physical verification process / Stationery movement records
 - Physical verification of title documents, investments records.
 - Physical verification of minute's books, meeting registers.
 - Physical verification of project activities on sample basis.
- h) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:



- 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;

For N S B & ASSOCIATES
Chartered Accountants
ICAI Firm's Registration Number : 023043N

Place: New Delhi
Date: May 21, 2022




Nandan S. Bisht
Partner
M. No. 099805

BALANCE SHEET
MANJARI FOUNDATION
Balance Sheet as at 31st March, 2022

(Amount in Rs.)

(I) EQUITY & LIABILITIES	Note No.	As at 31-03-2022 Rs.	As at 31-03-2021 Rs.
(1) Shareholders' Funds			
a) Share Capital	1	1,00,000	1,00,000
b) Reserves & Surplus	2	47,81,871	38,43,289
c) Corpus Fund	3	1,50,000	-
c) Money received against share warrants		-	-
		50,31,871	39,43,289
(2) Share Application Money Pending Allotment			
		-	-
(3) Non Current Liabilities			
a) Long Term Borrowings	4	-	-
b) Deferred tax liabilities (Net)	5	-	-
c) Other Long Term Liabilities	6	-	-
d) Long-term provisions	7	-	-
(4) Current Liabilities			
a) Short Term Borrowings	8	-	-
b) Trade Payables	9	-	-
i) Total outstanding dues of MSME		-	-
ii) Total outstanding dues of creditors and other than MSME		1,33,21,399	68,47,164
c) Other Current Liabilities	10	-	-
d) Short Term Provisions	11	-	-
e) Capital Assets Fund	12	2,18,61,746	1,19,21,960
f) Restricted Project Fund	25	2,66,34,466	1,65,25,622
g) Community Projects fund (WIP)	13	-	22,83,898
TOTAL		6,68,49,482	4,15,21,934
(II) ASSETS			
(1) Non Current Assets			
(a) Property Plant & Equipment and Intangible Assets			
(i) Property, Plant and Equipment	12	1,47,00,086	84,00,637
(ii) Intangible Assets		-	-
(iii) Community Property, Plant and Equipment	12	71,61,660	35,21,323
(iv) Capital work-in-progress	13	-	22,83,898
(v) Intangible assets under Development	14	-	-
(b) Non Current Investments			
(c) Deferred Tax Assets (Net)	15	-	-
(d) Long Term Loans & Advances	16	-	-
(e) Other Non-Current Assets	17	-	-
	18	-	-
(2) Current Assets			
(a) Current Investments	19	33,340	-
(b) Inventories	20	18,900	4,691
(c) Trade Receivables	21	1,10,46,017	1,22,67,474
(d) Cash and Cash Equivalents	22	3,29,87,033	1,44,66,150
(e) Short Term Loans & Advances	23	8,44,598	4,34,909
(f) Other current assets	24	57,848	1,42,853
TOTAL		6,68,49,482	4,15,21,934

Summary of significant accounting Policies. The accompanying notes are an integral part of the financial statement.

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In terms of our Report of even date
for **NSB & ASSOCIATES**
Chartered Accountants
FRN: 023043N

For and on behalf of the Board of Directors of Manjari
Foundation

Place : New Delhi
Date :



Nandan S. Bisht
Partner
M. No. 099805



Yatesh Yadav
Director
DIN: 07099711



Sanjay Kumar
Director
DIN: 07842683

STATEMENT OF PROFIT AND LOSS
MANJARI FOUNDATION
as at 31st March, 2022

Particulars	Note No.	As on 31st March 2022	As on 31st March 2021
A Revenue			
I. Revenue from Operations	26	18,89,65,980	10,22,56,880
II. Other Income	27	17,11,420	2,66,845
III. Total Income (I + II)		<u>19,06,77,399</u>	<u>10,25,23,725</u>
B Expenses:			
Direct Program Expenditure			
Grants for Revolving Funds			-
Cash Subsidies for Activities		1,20,34,500	31,90,000
Capital Assets/ Raw Material for Beneficiaries		1,47,13,563	51,57,194
Raw Material/ Inputs/ Consumables		1,58,35,817	1,05,05,496
Transportation		10,57,568	5,01,289
Program Wages		2,54,456	1,72,684
Honorarium to SP and CRP		1,09,44,313	1,16,47,764
Remuneration of Works Contract		1,31,39,608	-
Training & Capacity Building of Beneficiaries		2,44,60,206	80,32,593
Community Centre Cost		39,48,516	29,31,232
Salary & Benefits		3,68,23,578	2,67,20,712
Consultancy & Contract Service		1,66,65,695	71,60,337
Travel & Conveyance		1,21,84,446	48,15,053
Other Operative Expenses			
Printing and Stationary		11,18,632	6,16,500
Postage, Telegram and Telephones		3,51,544	1,41,404
Rent Water and Electricity		21,94,945	14,08,618
Repair and Maintenance Equipment		13,15,160	5,78,271
Bank Expenses		18,340	-
Auditors Remuneration		2,36,000	2,05,500
Miscellaneous Expenditure		10,06,167	7,39,423
Duties & Taxes		-	-
		<u>16,83,03,054</u>	<u>8,45,24,069</u>
Non - Cash Charges			
Depreciation for the year		24,49,572	9,52,576
Less :- Met Out of Capital Assets Fund		(24,49,572)	(9,52,576)
Unrecoverable Advance / Unusable Stock		<u>16,83,03,054</u>	<u>8,45,24,069</u>
Excess of Income over Expenditure for the year		<u>2,23,74,345</u>	<u>1,79,99,655</u>
Total Expenses (B)		<u>19,06,77,399</u>	<u>10,25,23,725</u>
Profit/(Loss) for the year ended		2,23,74,345	1,79,99,655
Appropriation to/(from) of Fund			
Capital Assets Fund		1,23,89,360	54,15,746
Community Projects Fund (WIP)		(22,83,898)	22,83,898
Assets Written Off		-	78,935
Restricted Fund Note-5			
Less - Unspent/Overspent Grant		1,13,30,301	72,96,999
Less : Opening unspent/(overspent)	42,58,148		
Add : Current Year unspent/(overspent)	1,55,88,449		
Profit/(Loss) for the year ended (XII + XV)		9,38,582	29,24,077

Summary of significant accounting Policies. The accompanying notes are an integral part of the financial statement.

In terms of our Report of even date
for **N S B & ASSOCIATES**
(Chartered Accountants)

FRN: 023043N

Place : New Delhi
Date:



Nandan S. Bisht
Nandan S. Bisht
(Partner)
M. No.: 099805

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for and on behalf of Manjari Foundation



Yatesh Yadav
Yatesh Yadav
Director
DIN: 07099711



Sanjay Kumar
Sanjay Kumar
Director
DIN: 07842683

Financial Statements for the Year Ended March 31, 2022

STATEMENT OF PROFIT AND LOSS
MANJARI FOUNDATION
as at 31st March, 2022

Particulars	Note No.	As on 31st March 2022	As on 31st March 2021
A Revenue			
I. Revenue from Operations	26	18,89,65,980	10,22,56,880
II. Other Income	27	17,11,420	2,66,845
Total Revenue (A)		19,06,77,399	10,25,23,725
B Expenses:			
I. Rural Livelihood Promotion Program	28	11,66,74,195	5,89,45,972
II. Rural Health Care Program	29	7,93,145	11,86,876
III. Rural Education Program	30	86,20,734	84,90,743
IV. Human Resource Development	31	24,34,176	7,46,038
VI. Research, Documentation and Advocacy	32	6,44,880	11,48,504
V. Administration	33	1,30,68,177	72,01,192
VI. National Epidemic COVID-19	34	2,60,67,747	68,04,745
		16,83,03,054	8,45,24,069
Non - Cash Charges			
Depreciation for the year		24,49,572	9,52,576
Less :- Met Out of Capital Assets Fund		(24,49,572)	(9,52,576)
		16,83,03,054	8,45,24,069
 Excess of Income over Expenditure for the year		2,23,74,345	1,79,99,655
Total		19,06,77,399	10,25,23,725
 Profit/(Loss) for the year ended		2,23,74,345	1,79,99,655
Appropriation to/(from) of Fund			
Capital Assets Fund		1,23,89,360	54,15,746
Community Projects Fund (WIP)		(22,83,898)	22,83,898
Assets Written Off		-	78,935
Restricted Fund Note-5			
Less - Unspent/Overspent Grant		1,13,30,301	72,96,999
Less : Opening unspent/(overspent)	42,58,148		
Add : Current Year unspent/(overspent)	1,55,88,449		
Profit/(Loss) for the year ended (XII + XV)		9,38,582	29,24,077

Summary of significant accounting Policies. The accompanying notes are an integral part of the financial statement.


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In terms of our Report of even date
for **N S B & ASSOCIATES**

Chartered Accountants
FRN: 023043N

For and on behalf of the Board of Directors of
Manjari Foundation

Place : New Delhi
Date:


Nandan S. Bisht
Partner
M. No.: 099805




Yatesh Yadav
Director
DIN: 07099711




Sanjay Kumar
Director
DIN: 07842683



Financial Statements for the Year Ended March 31, 2022

CASH FLOW STATEMENT

(Currency: Indian Rupees)

PARTICULARS	Year ended March 31, 2022	Year ended March 31, 2021
Cash Flow from Operating Activities		
Net Profit Before Taxation	9,38,582	29,24,077
<u>Adjustments For:</u>		
Depreciation on Fixed Assets	-	-
Operating Profit before Working Capital Changes	9,38,582	29,24,077
<u>Adjustments For:</u>		
(Increase) /Decrease in Other Current Assets	8,49,223	(54,95,340)
Increase/(Decrease) in Other Current Liabilities	2,42,38,967	1,66,77,111
Cash Generated from Operations	2,60,26,772	1,41,05,848
Net Cash Inflow from/(Outflow) from Operating Activities (A)	2,60,26,772	1,41,05,848
Cash Flow from Investing Activities		
Purchase of Fixed Assets/Work in progress	(76,55,888)	(44,63,170)
Net Cash Inflow From/(Outflow) From Investing Activities (B)	(76,55,888)	(44,63,170)
Cash Flow from Financing Activities		
Inflow of Share Application Money	-	-
Inflow of Corpus Fund	1,50,000	-
Interest Paid	-	-
Net Cash Inflow from/(Outflow) from Financing Activities (C)	1,50,000	-
Net Increase /(Decrease) in Cash and Cash Equivalents (A+B+C)	1,85,20,883	96,42,679
Cash and Cash Equivalents at the Beginning of the Year	1,44,66,150	48,23,471
Cash and Cash Equivalents at the Closing of the Year	3,29,87,033	1,44,66,150

Significant Accounting Policies and Notes to Accounts

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As per our report of even date attached
for **N S B & ASSOCIATES**

Chartered Accountants

Firm No.: 023043N


Nandan S. Bisht
Partner
M. No. 099805

Place : Delhi
Date:For and on behalf of the Board of Directors of Manjari
Foundation


Yatish Yadav
Director
DIN: 07099711


Sanjay Kumar
Director
DIN: 07842683

Financial Statements for the Year Ended March 31, 2022

MANJARI FOUNDATION
Notes forming part of the Financial Statements
Note 1 Share Capital

1. Share Capital

(Amount in Rs.)

Particulars	As at 31st March, 2022		As at 31st March, 2021	
	No of Shares	Amount	No of Shares	Amount
Authorised				
10000 Equity Shares of 10 each	10,000	1,00,000	10,000	1,00,000
	10,000	1,00,000	10,000	1,00,000
Issued, Subscribed & fully paid up				
10000 Equity Shares of 10 each	10,000	1,00,000	10,000	1,00,000
	10,000	1,00,000	10,000	1,00,000
Subscribed but not fully Paid up				
Equity Shares of 10 each	-	-	-	-
	-	-	-	-
Total	10,000	1,00,000	10,000	1,00,000

1.1 Reconciliation of Shares Outstanding

Particulars	31-Mar-22		31-Mar-21	
	Number	Amount	Number	Amount
Equity Shares outstanding at the beginning of the year	10,000	1,00,000	10,000	1,00,000
Add: Equity Shares issued during the year	-	-	-	-
Less: Equity Shares Cancelled on buy back of Equity Shares	-	-	-	-
Equity Shares Outstanding at the End of the Year	10,000	1,00,000	10,000	1,00,000

1.2 Details of Shares Held by the Holding Company, Ultimate Holding Company, their Subsidiaries and Associates

Particulars	Equity Shares	
	31-Mar-22	31-Mar-21
	-	-
Total		

1.3 Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	31-Mar-22		31-Mar-21	
	% of Shareholdings	No. of Equity Shares held	% of Shareholdings	No. of Equity Shares held
Vijay Sharma	25%	2,500	25%	2,500
Shashi Lata	25%	2,500	25%	2,500
Radhika	25%	2,500	25%	2,500
Kamlesh	25%	2,500	25%	2,500
Total	100%	10,000	100%	10,000

1.4 The Details of shares allotted without cash consideration, bonus shares issued and bought back

Particulars	2021-22	2020-21	2019-20	2018-19	2017-19
A) Equity Shares					
i) Fully paid for consideration other than cash					
ii) Bonus shares issued					
iii) shares bought back					
	Not Applicable				
A) Preference Shares					
i) Fully paid for consideration other than cash					
ii) Bonus shares issued					
iii) shares bought back					

1.5 The Details of Shares held by promoters

Particulars	Change during the year	As at 31st March, 2022		As at 31st March, 2021	
		Number	% held	Number	% held
Vijay Sharma	-	2,500	25.00%	2,500	25.00%
Shashi Lata	-	2,500	25.00%	2,500	25.00%
Radhika	-	2,500	25.00%	2,500	25.00%
Kamlesh	-	2,500	25.00%	2,500	25.00%



Financial Statements for the Year Ended March 31, 2022

MANJARI FOUNDATION
Notes forming part of the Financial Statements
Note 1 Share Capital

(Amount in Rs.)

Particulars	As at 31st March, 2022		As at 31st March, 2021	
	No of Shares	Amount	No of Shares	Amount
Authorized				
10000 Equity Shares of 10 each	10,000	1,00,000	10,000	1,00,000
	10,000	1,00,000	10,000	1,00,000
Issued, Subscribed & fully paid up				
10000 Equity Shares of 10 each	10,000	1,00,000	10,000	1,00,000
	10,000	1,00,000	10,000	1,00,000
Subscribed but not fully Paid up				
Equity Shares of 10 each	-	-	-	-
	-	-	-	-
Total	10,000	1,00,000	10,000	1,00,000

1.1 Reconciliation of Shares Outstanding

Particulars	31-Mar-22		31-Mar-21	
	Number	Amount	Number	Amount
Equity Shares outstanding at the beginning of the year	10,000	1,00,000	10,000	1,00,000
Add: Equity Shares issued during the year	-	-	-	-
Less: Equity Shares Cancelled on buy back of Equity Shares	-	-	-	-
Equity Shares Outstanding at the End of the Year	10,000	1,00,000	10,000	1,00,000

1.2 Details of Shares Held by the Holding Company, Ultimate Holding Company, their Subsidiaries and Associates

Particulars	Equity Shares	
	31-Mar-22	31-Mar-21
	-	-
Total		

1.3 Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	31-Mar-22		31-Mar-21	
	% of Shareholdings	No. of Equity Shares held	% of Shareholdings	No. of Equity Shares held
Vijay Sharma	25%	2,500	25%	2,500
Shashi Lata	25%	2,500	25%	2,500
Radha	25%	2,500	25%	2,500
Kamlesh	25%	2,500	25%	2,500
Total	100%	10,000	100%	10,000

1.4 The Details of shares allotted without cash consideration, bonus shares issued and bought back

Particulars	2021-22	2020-21	2019-20	2018-19	2017-19
A) Equity Shares					
i) Fully paid for consideration other than cash					
ii) Bonus shares issued					
iii) shares bought back					
A) Preference Shares					
i) Fully paid for consideration other than cash					
ii) Bonus shares issued					
iii) shares bought back					

1.5 The Details of Shares held by promoters

Particulars	Change during the year	As at 31st March, 2022		As at 31st March, 2021	
		Number	% held	Number	% held
Vijay Sharma	-	2,500	25.00%	2,500	25.00%
Shashi Lata	-	2,500	25.00%	2,500	25.00%
Radha	-	2,500	25.00%	2,500	25.00%
Kamlesh	-	2,500	25.00%	2,500	25.00%



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Financial Statements for the Year Ended March 31, 2022

MANJARI FOUNDATION
Notes forming part of the Financial Statements
Note 2 Reserves and Surplus

Particulars	31-Mar-22	31-Mar-21
a. General Reserves		
Opening Balance	-	-
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	-	-
b. Special Statutory Reserve		
Opening Balance	-	-
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	-	-
c. Surplus		
Opening balance	38,43,289	9,19,212
(+) Net Profit/(Net Loss) For the current year	9,38,582	29,24,077
(-) Transfer from Reserves	-	-
(-) Proposed Dividends	-	-
(-) Tax on Dividend	-	-
(-) Interim Dividends	-	-
(-) Transfer to Reserves	-	-
Closing Balance	47,81,871	38,43,289

Note 3 Corpus Fund

Name	Pan No	31-Mar-22	31-Mar-21
Sanjay Kumar	AUYP5835M	1,50,000	-
Total		1,50,000	-

Non-Current Liabilities

Note 4 Long Term Borrowings

Particulars	31-Mar-22	31-Mar-21
Secured Borrowings		
a) Bond/Debentures	-	-
b) Term Loans	-	-
A) from banks	-	-
B) from other parties	-	-
c) Long term maturities of finance lease obligations	-	-
d) Other loans and advances (specify nature)	-	-
Unsecured Borrowings		
a) Term Loans	-	-
i) from banks	-	-
ii) from other parties	-	-
b) Deferred payment liabilities	-	-
c) Deposits	-	-
d) Loans and advances from related parties	-	-
e) Other loans and advances (specify nature)	-	-
Total	-	-

Note 5. Deferred Tax Liabilities (Net)

Particulars	31-03-2022	31-03-2021
Opening	-	-
Add: Deferred Tax Liabilities	-	-
Less: Deferred Tax Assets (if any)	-	-
Total	-	-

Note 6. Other Long Term Liabilities

Particulars	31-Mar-22	31-Mar-21
a) Other Long Term Liabilities	-	-
Total	-	-



Financial Statements for the Year Ended March 31, 2022

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Note 7 Long-Term Provisions

Particulars	31-Mar-22	31-Mar-21
a) Provision for employee benefits	-	-
b) Others	-	-
Total	-	-

Current Liabilities

Note 8 Short Term Borrowings

Particulars	31-Mar-22	31-Mar-21
Secured Borrowings		
a) Loans repayable on demand:		
i) from Banks	-	-
ii) from other parties	-	-
c) Current maturity of long term borrowings	-	-
b) Other loans and advances (specify nature)	-	-
Unsecured Borrowings		
a) Loans repayable on demand:		
i) from Banks	-	-
ii) from other parties	-	-
b) Loans and advances from related parties	-	-
c) Deposits	-	-
d) Current maturity of long term borrowings	-	-
e) Other loans and advances (specify nature)	-	-
Total	-	-

Note 9 Trade Payables

Particulars	31-Mar-22	31-Mar-21
(i) Total outstanding dues of MSME		
-Principal Amount	-	-
-Interest Amount	-	-
(ii) Total outstanding dues of others	-	-
(iii) Disputed dues - MSME	-	-
(iv) Disputed dues - Others	-	-
Sub-Total-A	-	-
B) Total outstanding dues of creditors and other than MSME		
a) Expenses Payable	18,74,919	42,012
a) Vendor	24,15,916	-
b) Payable to SP/CRP	26,29,933	3,29,744
c) Consultant	3,96,883	3,92,803
d) Staff Welfare Fund- Medical	17,73,316	16,35,513
e) Staff Security Fund-	13,13,218	10,03,882
f) Audit Fees Payable	2,16,000	1,93,375
g) Statutory Dues		
i) TDS Payable	5,93,193	1,96,598
ii) PF/ESI Payable	3,87,745	2,85,783
h) MD Salary Payable		
i) Travel & Work Advance	9,95,035	5,11,834
j) SHG Group & Federation	3,95,000	4,40,000
k) Other Development Organization	3,30,241	18,15,621
Sub-Total-B	1,33,21,399	68,47,164
Total (A+B)	1,33,21,399	68,47,164

Trade Payables ageing schedule

Particulars	Outstanding for periods from due date of payment				Total
	< 1 year	1-2 years	2-3 Years	>3 years	
a) MSME	-	-	-	-	-
b) Other Than MSME	1,33,21,399	-	-	-	1,33,21,399
c) Disputed dues-MSME	-	-	-	-	-
d) Disputed dues-Others	-	-	-	-	-
Total	1,33,21,399	-	-	-	1,33,21,399



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Financial Statements for the Year Ended March 31, 2022

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Note 10 Other Current Liabilities			
Particulars	31-03-2022	31-03-2021	
a) Current maturities of finance lease obligations	-	-	
b) Interest accrued but not due on borrowings	-	-	
c) Interest accrued and due on borrowings	-	-	
d) Income received in advance	-	-	
e) Unpaid dividends	-	-	
f) Application money due for refund with interest	-	-	
g) Unpaid matured deposits and interest accrued thereon	-	-	
h) Unpaid matured debentures and interest accrued thereon	-	-	
i) Other payables (specify nature)	-	-	
Total	-	-	

Note 11 Short Term Provisions			
Particulars	31-03-2022	31-03-2021	
a) Provision for employee benefits	-	-	
b) Provision for Income Tax	-	-	
Total	-	-	

Particulars	Amount in CWIP for a period of				Total
	<1 Year	1-2 Year	2-3 Year	>3 Year	
a) Projects in progress	-	-	-	-	-
b) Projects temporarily suspended	-	-	---Nil---	-	-
Total	-	-	-	-	-

Particulars	To be completed in			
	<1 Year	1-2 Year	2-3 Year	>3 Year
a) Project 1	-	-	-	-
b) Project 2	-	---Nil---	-	-
Total	-	-	-	-

Particulars	Amount in CWIP for a period of				Total
	<1 Year	1-2 Year	2-3 Year	>3 Year	
a) Projects in progress	-	-	-	-	-
b) Projects temporarily suspended	-	-	---Nil---	-	-
Total	-	-	-	-	-

Particulars	To be completed in			
	<1 Year	1-2 Year	2-3 Year	>3 Year
a) Project 1	-	-	-	-
b) Project 2	-	---Nil---	-	-
Total	-	-	-	-

Note 15 Non Current Investments			
Particulars	31-03-2022	31-03-2021	
a) Investment property	-	-	
b) Investments in Equity Instruments	-	-	
c) Investments in preference shares	-	-	
d) Investments in Government or trust securities	-	-	
e) Investments in debentures or bonds	-	-	
f) Investments in Mutual Funds	-	-	
g) Investments in partnership firms	-	-	
h) Other non-current investments (specify nature)	-	-	
Total	-	-	



MANJARI FOUNDATION
Notes forming part of the Financial Statements

Note 16 Deferred Tax Assets (Net)		31-03-2022	31-03-2021
Particulars			
Opening		-	-
Add: Deferred Tax Assets		-	-
Less: Deferred Tax Liabilities (if any)		-	-
Total		-	-

Note 17 Long Term Loans & Advances		31-03-2022	31-03-2021
Particulars			
a) Capital Advances		-	-
b) Loans and advances in related parties (giving details thereof)		-	-
c) Other loans and advances (specify nature)		-	-
The above shall also be separately sub-classified as		-	-
Secured, considered good		-	-
Unsecured, considered good		-	-
Doubtful		-	-
Total		-	-

Note 18 Other Non-Current Assets		31-03-2022	31-03-2021
Particulars			
Secured, considered good		-	-
Unsecured, considered good		-	-
Doubtful		-	-
a) Long-Term Trade Receivables		-	-
b) Security Deposits		-	-
c) Debts due by Directors or other officers of the company		-	-
d) Others (specify nature)		-	-
Total		-	-

Particulars	Trade Receivable ageing schedule				
	Outstanding for periods from due date of payment				
	< 6 Months	6 M to 1 year	1-2 years	2-3 years	>3 years
a) Undisputed-Considered good	-	-	-	-	-
b) Undisputed-Considered doubtful	-	-	-	-	-
c) Disputed-Considered good	-	-	-	-	-
d) Disputed-Considered doubtful	-	-	-	-	-
Total	-	-	-	-	-

Note 19 Current Investments		31-03-2022	31-03-2021
Particulars			
a) Investments in Equity Instruments		33,340	-
b) Investments in Preference Shares		-	-
c) Investments in Government or trust securities		-	-
d) Investments in debentures or bonds		-	-
e) Investments in Mutual Funds		-	-
f) Investments in partnership firms		-	-
g) Other investments (specify nature)		-	-
Total		33,340	-

Note 20 Inventories		44,651	44,286
Particulars			
(i) Inventories			
a) Raw Materials		-	-
b) Work-in-progress		-	-
c) Finished Goods		-	-
d) Stock-in-Trade (in respect of goods acquired for trading)		-	-
e) Stores and Spares		-	-
f) Loose Tools		18,900	4,691
g) Others (Training Material)		-	-
ii) Goods-in-transit shall be disclosed under the relevant sub-head of inventories		18,900	4,691
Total		44,651	44,286



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Financial Statements for the Year Ended March 31, 20

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Note 21 Trade Receivables

Particulars	44,651	44,286
Secured, considered good		
Unsecured, considered good		
(i) Aggregate amount of Trade Receivables	1,10,46,017	1,22,67,474
- Grants awaited from funding agencies	-	-
(ii) Debts due by directors or other officers of the company	-	-
Trade receivables shall be sub-classified as:		
Doubtful		
Total	1,10,46,017	1,22,67,474

Trade Receivable ageing schedule

Particulars	Outstanding for periods from due date of payment				
	< 6 Months	6 M to 1 year	1-2 years	2-3 years	>3 years
a) Undisputed-Considered good	-	-	-	-	-
b) Undisputed-Considered doubtful	-	-	-	-	-
c) Disputed-Considered good	-	-	-	-	-
e) Disputed-Considered doubtful	-	-	-	-	-
Total	-	-	-	-	-

Note 22 Cash and Cash Equivalents

Particulars	31-Mar-22	31-Mar-21
(i) Cash and Cash equivalents		
a) Balances with banks	3,29,87,033	1,44,66,150
b) Cheques, drafts on hand,		
c) Cash on hand		
d) Others (specify nature)		
(ii) Earmarked balances with banks		
(iii) Margin money or security against the borrowings		
(iv) Repatriation restrictions		
(v) Bank deposits with more than twelve months maturity		
Total	3,29,87,033	1,44,66,150

Note 23 Short Term Loan and Advances

Particulars	31-Mar-22	31-Mar-21
a) Loans and advances to related parties		
Secured, considered good		
Unsecured, considered good	8,44,598	4,34,909
b) Others Receivable		
c) Loans and advances due by directors or other officers of the company		
The above shall also be sub-classified as:		
Doubtful		
Total	8,44,598	4,34,909

Note 24 Other Current Assets

Particulars	31-Mar-22	31-Mar-21
a) Accrued Interest	17,830	11,684
b) Tax Recoverable	35,053	33,654
c) Security Deposits	4,965	10,860
d) Prepaid Expenses		81,251
e) Advance paid to Vendor		
Total	57,848	1,42,852

Contingent liabilities and commitments (to the extent not provided for)

Particulars	31-03-2022	31-03-2021
(i) Contingent liabilities shall be classified as:		
a) Claims against the company not acknowledged as debt	-	-
b) Guarantees	-	-
c) Other money for which the company is contingently liable	-	-
(ii) Commitments shall be classified as:		
a) Estimated amount of contracts remaining to be executed on capital account and not provided	-	-
b) Uncalled liability on shares and other investments partly paid	-	-
c) Other commitments (specify nature)	-	-
Total	-	-



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Financial Statements for the Year Ended March 31, 2022

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Title deeds of Immovable Property not held in name of the Company

Relevant line item in the Balance sheet	Description of item of property	Gross Carrying value	Designation of title deed holder	Property held since which date
PPE	Land	-	-	-
-	Building			
Investment property	Land			
-	Building			
Non-current asset held for sale	Land			
-	Building			
Others				

Loans or Advances granted to Promoters, Directors, KMPs and the Related Parties

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
i) Repayable on demand		
ii) Without specifying any terms or period of repayment		
a) Promoter	Nil	Nil
b) Directors	-do-	-do-
c) KMPs	-do-	-do-
d) Related Parties	-do-	-do-

Willful Defaulter

Details of declared willful defaulter by any bank or financial institution or other lender

Name of Bank, FI, Other lender declared willful defaulter	Date of declaration as willful defaulter	Amount of Defaults	Nature of Defaults
Nil			

Relationship with Struck off Companies

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding	Relationship with the Struck off company, if any, to be
	Investments in securities		
	Receivables		
	Payables		
Not Applicable	Shares held by struck off company		
	Other outstanding balances (to be specified)		

Registration of charges or satisfaction with Registrar of Companies

Where any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period, details and reasons thereof shall be disclosed

No pending for charge creation

Following Ratios to be disclosed:-

Ratios	Numerator	Denominator	Numerator Amount	Denominator Amount
(a) Current Ratio,	Current Assets	Current Liabilities	N.A.	N.A.
(b) Debt-Equity Ratio,	Total Debt	Total Equity	N.A.	N.A.
(c) Debt Service Coverage Ratio,	EBIDT	Installments for the year	N.A.	N.A.
(d) Return on Equity Ratio,	Net Income	Equity	N.A.	N.A.
(e) Inventory Turnover Ratio,	COGS	Avg. Inventory	N.A.	N.A.
(f) Trade Receivables Turnover Ratio,	Net Annual Credit Sales	Average Trade Receivables	N.A.	N.A.
(g) Trade Payables Turnover Ratio,	Net Credit Purchase	Average A/c Payable	N.A.	N.A.
(h) Net Capital Turnover Ratio,	ST+LT Debt	Equity+ST+LT Debt	N.A.	N.A.
(i) Net Profit Ratio,	Net Profit	Sale (Revenue)	N.A.	N.A.
(j) Return on Capital Employed,	EBIT	Equity+LT Debt	N.A.	N.A.
(k) Return on Investment	Return	Investment	N.A.	N.A.



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Financial Statements for the Year Ended March 31, 2022

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Utilisation of Borrowed funds and share premium:

Intermediaries Name	Date	Nature	Amount
Name of Intermediaries	N/A	-	-
Name of Ultimate Beneficiaries	N/A	-	-

Corporate Social Responsibility (CSR)

Particulars	31-03-2022	31-03-2021
(i) amount required to be spent by the company during the year, (ii) amount of expenditure incurred, (iii) shortfall at the end of the year, (iv) total of previous years shortfall, (v) reason for shortfall, (vi) nature of CSR activities,	Not Applicable	Not Applicable
Total		

Undisclosed Income

Particulars	31-03-2022	31-03-2021
Details of any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961	-	-
Total	-	-



Notes forming part of the Financial Statements

NOTE 26 Grant and Contribution

Particulars	31-Mar-22	31-Mar-21
a) Contribution and Grants	18,84,57,217	10,13,69,138
b) Donation	5,08,763	8,87,742
Total	18,89,65,980	10,22,56,880

NOTE 27 Other Income

Particulars	31-Mar-22	31-Mar-21
a) Interest on Fixed Deposits	-	-
b) Interest on Saving Bank	8,12,420	2,08,605
c) Other Income	8,99,000	58,240
Total	17,11,420	2,66,845

NOTE 28 Rural Livelihood Promotion

Particulars	31-Mar-22	31-Mar-21
a) Self Help Group		
Direct Benefits to beneficiaries	1,26,53,265	26,32,347
Honorarium to SP and CRP	1,02,70,091	77,90,431
Training & Capacity Building	1,10,72,257	32,41,159
Community Centre	1,32,990	2,01,669
Salary & Benefits	1,91,38,023	1,68,78,358
Consultancy & Onward Grant	72,00,969	39,53,805
Travel & Conveyance	38,39,620	19,92,680
Other Administrative Expenses	3,14,368	3,48,079
b) Natural Resource Management		
Direct Benefits to beneficiaries	1,31,22,795	37,14,123
Honorarium to SP and CRP	5,14,040	2,66,750
Training & Capacity Building	22,02,673	14,88,089
Community Centre	25,060	39,308
Salary & Benefits	18,81,576	2,89,380
Consultancy & Onward Grant	9,97,386	7,89,500
Travel & Conveyance	5,14,623	3,22,025
Other Administrative Expenses	21,500	1,770
c) Livestock Development		
Direct Benefits to beneficiaries	18,04,841	22,09,158
Honorarium to SP and CRP	4,72,621	2,18,280
Training & Capacity Building	12,12,454	1,23,172
Community Centre	3,62,082	2,51,068
Salary & Benefits	7,26,211	2,65,969
Consultancy & Onward Grant	1,27,050	1,85,400
Travel & Conveyance	3,43,200	2,32,592
Other Administrative Expenses	3,11,575	450
d) Rural Micro Development		
Direct Benefits to beneficiaries	88,58,341	36,69,412
Honorarium to SP and CRP	26,26,647	7,66,076
Training & Capacity Building	5,98,665	10,71,999
Community Centre	28,36,873	16,10,576
Salary & Benefits	67,84,717	23,46,407
Consultancy & Onward Grant	25,83,591	12,23,963
Travel & Conveyance	27,89,903	6,92,869
Other Administrative Expenses	3,34,389	1,29,109
Total	11,66,74,195	5,89,45,972



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Financial Statements for the Year Ended March 31, 2022

Notes forming part of the Financial Statements

NOTE 29 Rural Health Care Program

Particulars	31-Mar-22	31-Mar-21
a) Direct Benefits to beneficiaries	-	2,74,478
b) Honorarium to SP and CRP	12,625	60,000
c) Training & Capacity Building	24,311	3,482
d) Community Centre	-	-
e) Salary & Benefits	5,40,141	8,46,288
f) Consultancy & Onward Grant	1,82,500	-
g) Travel & Conveyance	33,568	2,628
h) Other Administrative Expenses	-	-
Total	7,93,145	11,86,876

NOTE 30 Rural Education Program

Particulars	31-Mar-22	31-Mar-21
a) Direct Benefits to beneficiaries	6,02,622	6,01,752
b) Honorarium to SP and CRP	6,90,570	15,75,569
c) Training & Capacity Building	39,63,788	11,92,209
d) Community Centre	6,05,303	7,55,750
e) Salary & Benefits	14,93,001	30,46,865
f) Consultancy & Onward Grant	7,67,234	6,82,040
g) Travel & Conveyance	4,26,065	5,31,040
h) Other Administrative Expenses	72,151	1,05,518
Total	86,20,734	84,90,743

NOTE 31 Human Resource Development

Particulars	31-Mar-22	31-Mar-21
a) Direct Benefits to beneficiaries	-	-
b) Honorarium to SP and CRP	-	42,000
c) Training & Capacity Building	5,35,843	1,45,365
d) Community Centre	-	-
e) Salary & Benefits	10,80,043	-
f) Consultancy & Onward Grant	-	43,619
g) Travel & Conveyance	8,05,714	5,12,304
h) Other Administrative Expenses	12,576	2,750
Total	24,34,176	7,46,038

NOTE 32 Research Documentation and Advocacy

Particulars	31-Mar-22	31-Mar-21
a) Direct Benefits to beneficiaries	-	6,38,441
b) Honorarium to SP and CRP	-	90,150
c) Training & Capacity Building	6,738	1,43,629
d) Community Centre	-	-
e) Salary & Benefits	14,142	53,580
f) Consultancy & Onward Grant	6,22,800	1,72,300
g) Travel & Conveyance	1,200	50,404
h) Other Administrative Expenses	-	-
Total	6,44,880	11,48,504



Notes forming part of the Financial Statements

NOTE 33 Administration

Particulars	31-Mar-22	31-Mar-21
a) Direct Benefits to beneficiaries	50,626	2,900
b) Honorarium on works contract	13,81,567	5,30,891
c) Training & Capacity Building	31,053	28,749
d) Community Centre	-	59,051
e) Salary & Benefits	47,03,310	29,93,865
g) Consultancy & Onward Grant	6,92,658	65,010
g) Travel & Conveyance	15,46,294	4,56,966
h) Other Administrative Expenses	44,26,670	28,58,261
Sub-Total-A	1,28,32,177	69,95,692

Payment to Auditors

Particulars	31-Mar-22	31-Mar-21
a) Audit fees	2,36,000	2,05,500
b) for Taxation Matters	-	-
c) for Company law matters	-	-
d) for management services	-	-
e) for Other Services	-	-
f) for Reimbursement of Expenses	-	-
Sub-Total-B	2,36,000	2,05,500
Total (A+B)	1,30,68,177	72,01,192

NOTE 34 National Epidemic COVID-19

Particulars	31-Mar-22	31-Mar-21
a) Direct Benefits to beneficiaries	64,03,413	57,84,053
b) Honorarium to SP and CRP	81,15,760	3,07,617
c) Training & Capacity Building	48,12,424	5,94,740
d) Community Centre	120	13,810
e) Salary & Benefits	4,55,206	-
f) Consultancy & Onward Grant	37,27,507	79,700
g) Travel & Conveyance	18,84,261	21,546
h) Other Administrative Expenses	2,69,056	3,279
Total	2,60,67,747	68,04,745



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17	Self Reliant Initiatives Through Joint Action (SRELIANS)	7,579	-	-	-	7,079	-	-	-	-	-	-	-	-	-	-	-	-	-	0,17,264	6,09,395
a	Rapid Rural Community Response to Covid-19, Phase-2	(16,246)	-	-	-	(26,396)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	36,146
b	Rapid Rural Community Response to Covid-19, Phase-3	42,156	-	-	-	42,156	-	-	-	-	-	-	-	-	-	-	-	-	-	42,156	-
c	Rapid Rural Community Response to Covid-19, Phase-4	5,75,128	-	-	-	5,75,128	-	-	-	-	-	-	-	-	-	-	-	-	-	5,75,128	-
d	Rapid Rural Community Response to Kharif Intervention	(3,72,234)	-	-	-	(5,72,234)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	5,72,234
e	Rapid Rural Community Response to Covid-19, Phase-1	(725)	-	-	-	(725)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	725
18	Education for Employability Foundation (EEF)	-	50,000	-	-	50,000	1,732	-	-	-	-	-	-	-	-	-	-	-	-	1,732	48,268
a	House hold Survey	-	50,000	-	-	50,000	1,732	-	-	-	-	-	-	-	-	-	-	-	-	1,732	48,268
19	Restricted Funds- Foreign Contribution	52,594	40,74,960	12,724	-	41,40,278	37,99,517	9,440	-	-	-	-	-	-	-	-	-	-	-	38,08,957	3,31,321
1	Kinderartefide	52,594	40,74,960	12,724	-	41,40,278	37,99,517	9,440	-	-	-	-	-	-	-	-	-	-	-	38,08,957	3,31,321
a	Sakhi- Empowering unskilled women institution	52,594	40,74,960	12,724	-	41,40,278	37,99,517	9,440	-	-	-	-	-	-	-	-	-	-	-	38,08,957	3,31,321
2	Dusra Foundation	-	37,49,750	-	-	37,49,750	30,84,102	-	-	-	-	-	-	-	-	-	-	-	-	30,84,102	6,52,648
a	Back the Frontline Support	-	37,49,750	-	-	37,49,750	30,84,102	-	-	-	-	-	-	-	-	-	-	-	-	30,84,102	6,52,648
3	Ashoka Innovations for the Public	-	11,32,266	-	-	11,32,266	17,19,466	-	-	-	-	-	-	-	-	-	-	-	-	17,19,466	-
a	Financial assistance to the Community and increase livelihood related quarry and Vegetable	-	11,32,266	-	-	11,32,266	17,19,466	-	-	-	-	-	-	-	-	-	-	-	-	17,19,466	5,87,200
	Grand Total Restricted Funds	42,50,148	18,64,83,116	5,59,297	25,899	19,32,74,662	15,76,32,182	1,43,80,894	54,67,137	-	-	-	-	-	-	-	-	-	-	17,76,86,213	2,46,34,464
	Unrestricted Fund/Reserve and Surplus	28,43,289	12,80,663	4,60,223	-	45,64,175	1,04,70,873	(42,81,433)	(54,67,137)	7,23,203	-	-	-	-	-	-	-	-	-	7,23,203	47,81,872
III	Manjari Foundation	38,43,289	12,80,663	4,60,223	-	55,64,175	1,04,70,873	(42,81,433)	(54,67,137)	7,23,203	-	-	-	-	-	-	-	-	-	7,23,203	47,81,872
a	Open fund	81,01,437	18,56,83,779.00	10,19,520	25,899	19,87,78,837	16,83,03,855	1,07,05,461	-	-	-	-	-	-	-	-	-	-	-	17,84,08,516	3,14,16,338
	Grand Total																				

As per our report of even date attached
 for N S R & ASSOCIATES
 Chartered Accountants
 Firm No. 023042N



Nandan S. Bishi
 Partner
 M. No. 069805

For and on behalf of the Board of Directors of
 Manjari Foundation



Yashvir Yadav
 Director
 DIN: 02099711



Sanjay Kumar
 Director
 DIN: 07643583

NOTE NO 35: NOTES TO ACCOUNTS FOR THE YEAR ENDED AS ON MARCH 31, 2022

Notes forming part of the financial statements for the year ended 31st March 2022:

(All amounts are in Indian Rupees)

1. Corporate information:

Manjari Foundation (the 'Company'), which was initially incorporated on Thirteenth day of May 2015, is an Unlisted Private Limited & Section 8 Company limited by shares. The Company is having a registration no. 280096 and U74999DL2015NPL280096.

The Company is Registered with the Income tax Authorities under section 12A (a) of the Income tax Act, 1961 vide letter no- DEL-MR25098 - 10052016 - 5873 Dated 10th May 2016 which Renewed on 28th May 2021 with provisional Registration No. AAJCM7347JE20214 and As well as company is eligible for tax relief in the hands of donor under section 80G of the Income tax Act, 1961 vide letter no- DEL - ME26756 - 10052016 - 6977 dated 10th May 2016 which Renewed on 28th May 2021 with provisional Registration No. AAJCM7347JE20214 Issued by the commissioner of Income tax Delhi.

The Company is registered under the Foreign Contribution (Regulation) Act, 2010. Vide Registration no-231661836 Dated April 10, 2019.

The Company is into the business of providing all kind of social support and the main objects as:-

- a) To improve the capability of individuals and groups (particularly those who are poor and disadvantaged) by promoting literacy and imparting education, vocational education, awareness about socio-economic rights and duties, skills and know-how, knowledge, and to influence policies of the government and others towards this end by means of Extending literacy, education (including vocational education), information related to socio-economic policies, programs, rights and duties; skills, know-how and personality development training to the underprivileged sections of the society.
- b) Undertaking and sponsoring studies and research, including action research for developing new and improved ways for promotion of literacy, education including vocational education, health, hygiene and cleanliness, information dissemination, skill development, entrepreneurship development, personality development and other related areas for the benefit of children, youth, women, differently-abled and elderly.

2. Significant Accounting Policies:

a) Basis of preparation of financial statements:

The financial statements have been prepared under historical cost conventions and on accrual system unless stated otherwise elsewhere, assuming the principle of going concern and applying all the accounting standards notified under Companies Act, 2013 and also complying with mandatory accounting standards issued by Institute of Chartered Accountants of India. Various accounting standards and accounting policies are consistently followed by the company unless stated otherwise.

b) Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.



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NOTE 12 : Depreciation on Property, Plants & Equipment for the year Ended March 31, 2022

ASSETS	Gross Block as on				Depreciation			Net Block as on	
	01-Apr-21	Addition	Transfer to Community	(Deletion)	31-Mar-22	For the Year	(Deletion)	31-Mar-22	31-Mar-21
b) Property, Plant and Equipment	14,20,066	7,15,524	-	4,008	25,31,582	3,32,142	2,654	11,06,969	13,34,613
a) Furniture and Fixtures	27,46,560	14,77,794	-	4,008	42,28,361	11,06,277	-2,954	27,73,104	14,35,257
b) Computers and Peripherals	-	6,400	-	-	6,400	126	-	126	6,274
c) Office Equipments	8,26,185	9,87,608	-	-	13,13,793	2,40,993	-	4,92,864	8,20,979
d) Electrical Fittings	7,24,832	1,36,050	-	-	8,60,882	1,76,209	-	6,62,200	1,98,592
e) Professional Equipments	3,36,502	63,284	-	-	3,99,786	1,34,151	-	2,55,523	6,44,261
f) Plant and Machinery	56,000	7,04,100	-	-	7,63,100	19,038	-	74,464	6,88,636
h) Software	17,26,357	-	-	-	17,29,357	1,60,927	-	1,80,927	17,29,357
i) Land	33,04,451	39,74,653	-	-	72,79,104	2,79,619	-	2,79,619	71,18,177
j) Building	-	9,83,610	-	-	9,83,610	-	-	-	7,03,991
k) Vehicle	-	-	-	-	-	-	-	-	-
h) Intangible assets	1,18,46,952	87,49,023	-	-	2,05,95,975	24,49,572	-	58,95,888	1,47,00,086
a) Goodwill	-	-	-	-	-	-	-	-	-
b) Brand/Trademarks	-	-	-	-	-	-	-	-	-
Sub-Total	-	-	-	-	-	-	-	-	-
TOTAL	1,18,46,952	87,49,023	-	-	2,05,95,975	24,49,572	-	58,95,888	1,47,00,086

NOTE 13 : Community Property, Plant & Equipment held By Manjari

ASSETS	Gross Block as on				Depreciation			Net Block as on	
	01-Apr-21	Addition	Transfer to Community	(Deletion/Transfer)	31-Mar-22	For the Year	Adjustment	31-Mar-22	31-Mar-21
b) Property, Plant and Equipment	2,50,923	19,54,597	-	18,000	21,90,520	-	-	21,90,520	2,53,923
a) Furniture and Fixtures	2,76,950	1,40,190	1,85,852	-	2,29,488	-	-	2,29,488	2,74,950
b) Computers and Peripherals	-	-	-	-	-	-	-	-	-
c) Office Equipments	66,331	1,54,100	-	3,100	2,17,331	-	-	2,17,331	66,331
d) Electrical Fittings	6,53,139	7,18,560	13,71,699	-	45,24,321	-	-	45,24,321	6,53,139
e) Professional Equipments	22,70,980	22,51,341	-	-	45,24,321	-	-	45,24,321	22,72,980
f) Plant and Machinery	35,21,323	52,18,988	15,57,553	21,100	71,61,660	-	-	71,61,660	35,21,323
TOTAL	1,53,68,275	1,39,68,011	15,57,553	21,100	2,77,57,635	24,49,572	-	2,18,61,746	1,19,21,959

In terms of our Report of even date for N B & ASSOCIATES Chartered Accountants FRN 302043N



Nandini S. Bhat Partner M No 060805

For and on behalf of the Board of Directors of Manjari Foundation
 Yash Yadav Director DIN: 07099711
 Sanjay Kumar Director DIN: 07842683



Financial Statements for the Year Ended March 31, 2022

NOTE 14: Work In Progress Property plant & Equipment

ASSETS	Gross Block as on					Depreciation			Net Block as on	
	01-Apr-21	Addition	Transfer to Community	(Deletion/Transfer)	31-Mar-22	01-Apr-21	For the Year	Adjustment	31-Mar-22	31-Mar-21
I) Property, Plant and Equipment										
a) Motor Plant CWIP	4,62,989	1,66,218	-	6,29,207	-	-	-	-	-	4,62,989
b) Water House CWIP	18,20,909	-	-	18,20,909	-	-	-	-	-	18,20,909
c) CRC Material CWIP	-	4,68,243	-	4,68,243	-	-	-	-	-	-
d) Bury Plant CWIP	-	10,56,294	-	10,56,294	-	-	-	-	-	-
e) Machine CWIP	-	32,21,932	32,21,932	-	-	-	-	-	-	-
	22,83,898	49,12,687	32,21,932	39,74,653	-	-	-	-	-	22,83,898
II) Intangible assets										
a) Goodwill	-	-	-	-	-	-	-	-	-	-
b) Brand/Trademarks	-	-	-	-	-	-	-	-	-	-
Sub-Total	-	-	-	-	-	-	-	-	-	-
TOTAL	22,83,898	49,12,687	32,21,932	39,74,653	-	-	-	-	-	22,83,898

In terms of our Report of even date

for N.S.B & ASSOCIATES

Chartered Accountants

FIRM 023043N

Nandini S. Bhatt

Partner

M. No. 19928/25

Place : Delhi

Date:



For and on behalf of the Board of Directors of Manjari Foundation



Atish Yadav
Director
DIN: 07009711

Sanjay Kumar
Director
DIN: 07842683



Masjidi Foundation
 Note 25 - Restricted Grants - Fund Based of Income & Expenditure Accounts for the Year Ended March 2022

S. No	Sources	Bal. as on 01.04.2021	Income		Total	Expenses		Total Expenses	CL Bal as on 31.03.2022	
			Contributions and grants received	Other Income		Capital Expenditure	Appropriated / Adjusted		Unspent	Overspent
(1)	Restricted Funds - Indian Philanthropies	(7,99,685)	-	175	(7,99,510)	-	-	1,19,857	-	9,19,377
1	Janseti Tara Trust	(7,99,685)	-	175	(7,99,510)	-	-	1,19,857	-	9,19,377
2	Mobile Technology to Improve Healthcare	(11,472)	-	-	(11,472)	-	-	6,324	-	13,796
3	Saheli Samiti (WZL)	6,324	-	-	6,324	-	-	6,324	-	-
4	Women Empowerment Skill Development Training - Gulabgarh Block - Delhi	(17,796)	-	-	(17,796)	-	-	-	-	17,796
5	Women Lead Micro Enterprises - New Block - Delhi	(1,01,656)	-	-	(1,01,656)	-	-	-	-	1,01,656
6	Saheli Samiti	(1,01,656)	-	-	(1,01,656)	-	-	-	-	1,01,656
7	Clean Energy - Soja Saheli	23,68,059	2,32,86,782	65,073	2,57,19,115	1,02,60,325	46,49,066	16,93,159	1,20,465	3,100
8	HDFC Bank Ltd.	(2,34,707)	1,94,70,553	59,666	1,93,02,514	1,43,80,855	35,07,661	12,95,537	1,20,465	-
9	Parvati - POC27	25,92,766	30,68,643	14,107	56,75,216	41,34,185	11,41,005	3,09,626	56,75,216	-
10	Improving the Socio-economic conditions of Rural Families through Value Chain venture	-	7,21,200	-	7,21,200	7,24,369	-	-	7,24,369	3,100
11	Parvati - POC27	-	20,965	-	20,965	20,965	-	-	20,965	-
12	Promotional Activities	(1,04,42,498)	8,29,42,324	53,562	7,31,53,388	7,56,59,298	44,77,236	16,48,115	8,11,84,629	76,31,241
13	Hindustan Zee Limited	(3,87,531)	-	-	(3,87,531)	-	-	-	-	-
14	Rudhyar (2019-20)	(41,25,683)	41,33,713	-	8,030	8,030	-	8,040	-	598
15	Saheli - Women Empowerment - Ladang (2020-21)	(598)	-	-	(598)	-	-	-	-	-
16	Saheli - Women Empowerment - Ladang (2019-2020)	(1,98,617)	1,98,617	-	-	-	-	-	-	-
17	Empower Women through (Sensitization/Embroidery) Vocational Training - Gohlpura	(2,30,496)	2,30,498	-	2	-	-	-	-	-
18	Empower Women through Skill Training (Advance Training) - Huda	(3,10,441)	3,10,441	-	-	-	-	-	-	-
19	Project Huda	(5,06,367)	5,06,584	-	217	-	-	-	-	-
20	Establishment of Production Centre - Agaria	(1,10,953)	1,25,394	-	14,641	2,92,088	-	8,761	3,00,849	3,86,208
21	Training Centre Saranyalohak	(200)	-	-	(200)	-	-	-	-	200
22	Saheli Mask Project	(8,59,145)	8,99,815	-	40,670	-	-	-	-	-
23	Spice unit	(7,92,187)	7,92,187	-	-	-	-	-	-	-
24	Establishment of Production Centre - Chitr	(5,20,000)	5,20,000	-	-	-	-	-	-	-
25	Stocking of Supply Mask thru Saheli Project	(67,531)	57,107	-	(10,424)	-	-	-	-	10,424
26	Empower Women through Skill Training - Chandriya	-	-	-	-	-	-	-	-	-

[Signature]

[Signature]



- c) **Revenue Recognition:**
Revenue is recognized to the extent that terms of performances or service delivery have been completed and it is probable that the economic benefits will follow to the Company and revenue can be reliably measured.
- d) **Cash Flow Statement:**
Cash Flow Statement is prepared in accordance with the indirect method prescribed in Accounting Standard -3.
- e) **Property, Plant and Equipment, intangible and related depreciation / amortization:**
Properties, Plant & Equipment are stated at cost less accumulated depreciation. Cost includes original cost of acquisition, including incidental expenses related to such acquisition and installation. All assets are owned by the company. Depreciation on Property, Plant & Equipment has been provided on written down value method on useful life of the assets which is estimated by the management and in the manner prescribed in Schedule II, Part-C to the Companies Act, 2013.

Name of assets	Useful life of asset
Furniture and Fixtures	10 Years
Computers& Printer	3 Years
Electrical Fittings	10 Years
Software	6 Years
Office Equipment	5 Years
Plant& Machinery	15 years
Building	60 Years
Vehicle	6 Years

Depreciation on fixed assets has been provided on Written down Value Method using the rates prescribed as per useful life of assets prescribed under Schedule II of the Companies Act, 2013. Assets individually costing less than ₹5,000 are depreciated fully in the year of purchase.

- f) **Employee benefits:**
The information required under section 134 of the Companies Act 2013 read with rules framed there under is Nil.
- g) **Taxation:**
Income tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the Income-tax Act, 1961), and deferred tax charge. The current charge for income tax is based on estimated tax liability as computed after taking credit for allowances and exemptions in accordance with the Income-tax Act, 1961 applicable for the year ended. In accordance with the Accounting Standard-22, Accounting for Taxes on Income, the Company provided for deferred tax liability for all temporary differences that arise in one accounting year and are capable of reversal in subsequent accounting year.



h) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

i) Cash and cash equivalents:

Cash and cash equivalents comprise cash at bank and in hand and short-term fixed deposits/ investments.

j) Employee Benefits : The Company provides following benefits to its employees as per the term of employments with them namely ;

1. **Provident Fund:** The Company is registered with Employee Provident Fund Organization (Reg no-DLCPM1542010000). Liability towards the fund is paid or provided on monthly basis.
2. **Gratuity:** The Company has taken Gratuity Policy from LIC
3. **Medical Benefits:** The Company provides monthly medical allowance to the contractual employees at the rate of Rs.1,000/- for regular employee of company provides support as per the policy of Manjari Contributory Medical Welfare Fund. Balance as on 31st March 2022 – Rs. 17,73,316/- (March 31, 2021: Rs.16,35,513/-)
4. **Staff Security:** The Company deducts the one-month basic salary in 4 installments. And deposit into the bank account of the company. Balance as on 31st March 2022 – Rs.13,13,218/- (March 31, 2021: Rs.10,03,882/-)

3. Notes to Accounts:

a. Investments:

The Company has investment in Equity instrument as on 31st March 2022 of Rs. 33,340/-

b. Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account not provided for: Rs. Nil (Previous year: Nil)

c. Contingent Liability for the year ended - Nil.

d. Derivatives:

The Company has not entered into any forward rate agreements, interest rate swaps, and exchange traded interest rate derivatives. Hence, no disclosure has been made for the same. The Company has no unhedged foreign currency exposure as on March 31, 2022 (March 31, 2021: Nil).

e. Disclosures relating to Securitization:

The Company has not entered into any securitization transactions during the current and previous year and had no outstanding securitization transaction for earlier years. Hence, no disclosure has been made for the same.



f. Related party Disclosure :

As required under the Accounting Standard 'Related Party Disclosure (AS 18)' following are the details of transactions during the year with the related parties as defined in AS 18.

(a) Names of related parties and nature of relationship

Name of the related party	Nature of relationship
Sanjay Kumar - Director	Key management personnel (KMP)
Sanjeev Kumar - Director	Key management personnel (KMP)
Yatesh Yadav- Director	Key management personnel (KMP)
Manjari Rural Livelihood Services Private Limited	Entity in which director are interested
Manjari Hub for Social innovation and entrepreneurship Foundation	Investment in Equity Instruments (33.34%)

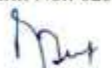
(b) Nature of Transactions:

Nature of transaction	31-Mar-22	31-Mar-21
Salaries Paid to Sanjay Kumar	19,03,302	17,59,842/-
Travel & Reimbursement paid to Sanjeev Kumar - Director	Nil	21,146/-
Travel & Reimbursement paid to Yatesh Yadav- Director	66,660/-	NIL

k) There are no micro and small enterprises to whom the Company owes dues, which are outstanding for more than 45 days on the date of Balance Sheet. The above information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.

l) Previous year figures have been regrouped/ reclassified wherever necessary to correspond with the current year classification/ disclosure.

As per our report of even date attached
for **N S B & ASSOCIATES**
Chartered Accountants
Firm No.: 023043N


Nandan S. Bisht
Partner
M. No. 099805



Place: New Delhi
Date

**For and on behalf of the Board of
Directors of Manjari Foundation**


Yatesh Yadav
Director
DIN: 07099711


Sanjay Kumar
Director
DIN: 0784268



INDEPENDENT AUDITORS' REPORT

To the Members of
Manjari Foundation

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of M/s **Manjari Foundation** ("the Company"), which comprises the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and the Cash Flow Statement for the year April 01, 2020 to March 31, 2021, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the 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 state of affairs of the Company as at March 31, 2021, and profit and loss and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



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. The other information comprises the information included in the Management Discussion and Analysis, Board's Report, including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. 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 have nothing to report in this regard.

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, a statement on the matters specified in paragraphs 3 and 4 of the Order, is not applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on March 31, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021, from being appointed as a director in terms of Section 164(7) 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.
 - g) Other matter Paragraph (OMP) – Scope Limitation due to COVID 19.

The opinion expressed in the present report is based on the limited information, facts and inputs made available to us through electronic means by the organization's management. We wish to highlight that due to the COVID 19 induced restrictions on physical movement and strict timelines, undertaking the required audit procedures as prescribed under ICAI issued Standards on Auditing, including but not limited to:

- Inspection, observation, examination and verification of the original documents/ files
 - Physical verification of cash, stationery items including adequate internal controls thereof
 - Verification of the valuation and legal reports of the Immovable properties charged to the bank branch
 - Examination of the FA registers physical verification process / Stationery movement records
 - Physical verification of title documents, investments records.
 - Physical verification of minute's books, meeting registers
 - Physical verification of project activities on sample basis.
- h) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:



- 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,

For N S B & ASSOCIATES
Chartered Accountants
ICAI Firm's Registration Number : 023043N

Place: New Delhi
Date: September 01, 2021




Nandan S. Bisht
Partner
M. No. 099805

MANJARI FOUNDATION

BALANCE SHEET AS AT MARCH 31,	Notes	2021	2020
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds			
(a) Share Capital	1	1,00,000	1,00,000
(b) Reserves and Surplus	2	38,43,289	9,19,211
2 Current Liabilities			
(a) Current Liabilities	3	68,47,164	74,98,426
(b) Capital Assets Fund	4	1,19,21,960	74,58,790
(c) Restricted Project Fund	5	1,65,25,622	36,60,419
(e) Community Projects fund (WIP)		22,83,898	-
TOTAL		4,15,21,934	1,96,36,846
II. ASSETS			
1 Non Current Assets			
(a) Fixed Assets	4	84,00,637	33,00,027
(b) Community Assets		35,21,323	41,58,763
2 Current Assets			
(a) Cash and Cash Equivalents	6	1,44,66,150	48,23,470
(b) Stock in hand		4,691	1,77,585
(c) Short-term Loans and Advances	7	4,34,909	2,58,715
(d) Expenditure against Grant awaiting reimbursement	5	1,22,67,474	66,99,269
(e) Other Current Assets	8	1,42,852	2,19,017
(f) Work in progress on community projects to be transferred to beneficiaries		22,83,898	-
TOTAL		4,15,21,934	1,96,36,846

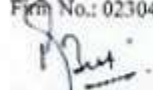
Significant Accounting Policies and Notes to Accounts

17

As per our report of even date attached
for N S B & ASSOCIATES

Chartered Accountants

Firm No.: 023043N


Nandan S. Bisht

Partner

M. No. 099805


Place :

Date:



For and on behalf of the Board of Directors of Manjar




Yatesh Yadav
Director


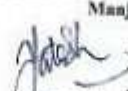

DIN: 07099711




Sanjay Kumar
Director

DIN: 07842683

Financial Statements for the Year Ended March 31, 2021

MANJARI FOUNDATION			
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31,			
	Note No.	2021	2020
A Revenue			
I. Grants and Donations	9	10,22,56,880	8,34,59,123
II. Other Income	10	2,66,845	9,17,587
Total Revenue (A)		10,25,23,725	8,43,76,710
B Expenses:			
Direct Program Expenditure			
Grants for Revolving Funds		-	-
Cash Subsidies for Activities		31,90,000	57,45,000
Capital Assets/ Raw Material for Beneficiaries		51,57,194	30,72,490
Raw Material/ Inputs/ Consumables		1,05,05,496	1,36,57,931
Transportation		5,01,289	2,45,426
Program Wages		1,72,681	-
Honorarium to SP and CKP		1,16,47,764	60,03,661
Training & Capacity Building of Beneficiaries		80,32,593	92,02,794
Community Centre Cost		29,31,232	-
Salary & Benefits		2,67,20,712	2,17,32,271
Consultancy & Contract Service		71,60,337	51,99,606
Travel & Conveyance		48,15,053	49,38,865
Other Operative Expenses			
Printing and Stationary		6,16,500	5,00,088
Postage, Telegram and Telephones		1,41,404	1,66,813
Rent Water and Electricity		14,08,618	21,91,683
Repair and Maintenance Equipment		5,78,271	9,18,477
Bank Expenses		-	-
Auditors Remuneration		2,05,500	2,01,550
Miscellaneous Expenditure		7,39,423	9,35,485
Duties & Taxes		-	-
		8,45,24,069	7,47,12,139
Non - Cash Charges			
Depreciation for the year		9,52,576	9,14,061
Less - Met Out of Capital Assets Fund		(9,52,576)	(9,14,061)
Unrecoverable Advance / Unusable Stock		8,45,24,069	7,47,12,139
Excess of Income over Expenditure for the year		1,79,99,655	96,64,571
Total Expenses (B)		10,25,23,725	8,43,76,710
Profit/(Loss) for the year ended		1,79,99,655	96,64,571
Appropriation to/(from) of Fund			
Capital Assets Fund		54,15,746	71,25,701
Community Projects Fund (WIP)		22,83,898	-
Assets Written Off		78,935	-
Restricted Fund Note-5			
Less - Unspent/Overspent Grant		72,96,999	36,05,502
Less - Opening unspent/(overspent)	(30,38,851)		
Add - Current Year unspent/(overspent)	42,58,148		
Profit/(Loss) for the year ended (XII + XV)		29,24,077	(10,66,633)
Significant Accounting Policies and Notes to Accounts			
17			
For and on behalf of the Board of Directors of Manjari Foundation			
As per our report of even date attached for N S B & ASSOCIATES Chartered Accountants Firm No.: 023043N		 Yash Yadav Director DIN: 07099711	 Sanjay Kumar Director DIN: 07842683
Nandan S. Bhatt Partner M. No. 099805 Place: Date:			



MANJARI FOUNDATION

INCOME AND EXPENDITURE ACCOUNT FOR THE YEAR ENDED MARCH 31,	Note No.	2021	2020
A Revenue			
I. Grants and Donations	9	10,22,56,880	8,34,59,123
II. Other Income	10	2,66,845	9,17,587
Total Revenue (A)		10,25,23,725	8,43,76,710
B Expenses:			
I. Rural Livelihood Promotion Program	11	5,89,45,972	6,03,38,332
II. Rural Health Care Program	12	11,86,876	21,60,373
III. Rural Education Program	13	84,90,743	50,08,247
IV. Human Resource Development	14	7,46,038	9,13,683
VI. Research, Documentation and Advocacy	15	11,48,504	10,55,352
V. Administration	16	72,01,192	52,18,178
VI. National Epidemic COVID-19	17	68,04,745	17,975
		8,45,24,069	7,47,12,139
Non - Cash Charges			
Depreciation for the year		9,52,576	9,14,061
Less :- Met Out of Capital Assets Fund		(9,52,576)	(9,14,061)
		8,45,24,069	7,47,12,139
Less :- Met Out of and Deducted from Restricted Grant Schedule 17			
Excess of Income over Expenditure for the year		1,79,99,655	96,64,571
Total		10,25,23,725	8,43,76,710
Profit/(Loss) for the year ended		1,79,99,655	96,64,571
Appropriation to/(from) of Fund			
Capital Assets Fund		54,15,746	71,25,701
Community Projects Fund (WIP)		22,83,898	-
Assets Written Off		78,935	-
Restricted Fund Note-5			
Less - Unspent/Overspent Grant		72,96,999	36,05,502
Less : Opening unspent/(overspent)	(30,38,851)		
Add : Current Year unspent/(overspent)	42,58,148		
Profit/(Loss) for the year ended (XII + XV)		29,24,077	(10,66,632)

Significant Accounting Policies and Notes to Accounts

17

As per our report of even date attached

for N S B & ASSOCIATES

Chartered Accountants

Firm No.: 023043N

Nandan S. Bisht

Partner

M. No. 099805

Place :

Date:



For and on behalf of the Board of Directors of Manjari Foundation



Yatesh Yadav
Yatesh Yadav
Director

DIN: 07099711

Sanjay Kumar
Sanjay Kumar
Director

DIN: 07842683

Place :

Date:



Financial Statements for the Year Ended March 31, 202

CASH FLOW STATEMENT

PARTICULARS	Year ended	Year ended
	March 31, 2021	March 31, 2020
	(Currency: Indian Rupees)	
Cash Flow from Operating Activities		
Net Profit Before Taxation	29,24,077	(10,66,633)
Adjustments For:		
Depreciation on Fixed Assets	-	-
Operating Profit before Working Capital Changes	29,24,077	(10,66,633)
Adjustments For:		
(Increase) /Decrease in Other Current Assets	(54,95,340)	15,02,803
Increase/(Decrease) in Other Current Liabilities	1,66,77,111	69,02,244
Cash Generated from Operations	1,41,05,848	73,38,414
Net Cash Inflow from/(Outflow) from Operating Activities (A)	1,41,05,848	73,38,414
Cash Flow from Investing Activities		
Purchase of Fixed Assets/Work in progress	(44,63,170)	(61,91,041)
Net Cash Inflow From/(Outflow) From Investing Activities (B)	(44,63,170)	(61,91,041)
Cash Flow from Financing Activities		
Inflow of Share Application Money		
Interest Paid		
Net Cash Inflow from/(Outflow) from Financing Activities (C)	-	-
Net Increase /(Decrease) in Cash and Cash Equivalents (A+B+C)	96,42,679	11,47,373
Cash and Cash Equivalents at the Beginning of the Year	48,23,471	36,76,098
Cash and Cash Equivalents at the Closing of the Year	1,44,66,150	48,23,471

Significant Accounting Policies and Notes to Accounts

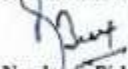
17

As per our report of even date attached

for **N S B & ASSOCIATES**

Chartered Accountants

Firm No.: 023043N


Nandan S. Bisht

Partner

M. No. 099805


Place :

Date:




For and on behalf of the Board of Directors




Yash Yadav
Director
DIN: 07099711




Sanjay Kumar
Director
DIN: 07842683

Place :

Date:

Financial Statements for the Year Ended March 31, 2021

MANJARI FOUNDATION

Notes forming part of the Financial Statements

Note 1 Share Capital

Particulars	31-Mar-21	31-Mar-20
(a) Authorised 10,000 Equity shares of Rs 10 each	1,00,000	1,00,000
(b) Issued 10,000 Equity shares of Rs 10 each	1,00,000	1,00,000
(c) Subscribed and Fully paid up 10,000 Equity shares of Rs 10 each	1,00,000	1,00,000
Total	1,00,000	1,00,000

a. Details of Shares Held by the Holding Company, Ultimate Holding Company, their Subsidiaries and Associates

Particulars	Equity Shares with Voting Rights	
	31-Mar-21	31-Mar-20
	-	-

b. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company .

Name of Shareholder	31-Mar-21		31-Mar-20	
	% of Shareholdings	No. of Equity Shares held	% of Shareholdings	No. of Equity Shares held
Vijay Sharma	25	2,500	25	2,500
Shashi Lata	25	2,500	25	2,500
Radha	25	2,500	25	2,500
Kamlesh	25	2,500	25	2,500
Total	100		100	10,000

c. Reconciliation of Shares Outstanding

Particulars	31-Mar-21		31-Mar-20	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	10,000	1,00,000	10,000	1,00,000
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares Outstanding at the End of the Year	10,000	1,00,000	10,000	1,00,000

Note 2 Reserves and Surplus

Particulars	31-Mar-21	31-Mar-20
(a) Surplus / (Deficit) in Statement of Profit and		
Opening balance	9,19,212	19,85,844
Add: Profit / (Loss) for the Current Period	29,24,077	-10,66,633
Total	38,43,289	9,19,212



Financial Statements for the Year Ended March 31, 2021

MANJARI FOUNDATION
Notes forming part of the Financial Statements

Note 3 Other Current Liabilities

Particulars	31-Mar-21	31-Mar-20
Vendors	-	3,83,076
Payable to SP/CRP	3,29,744	15,70,028
Consultant	3,92,803	2,68,391
Staff Welfare Fund- Medical	16,35,513	13,12,378
Staff Security Fund-	10,03,882	9,35,473
Audit Fees Payable	1,93,375	1,78,200
PI Payable	2,85,783	2,77,743
TDS Payable	1,96,598	1,36,718
Expenses Payable	42,012	15,23,599
Travel & Work Advance	5,11,834	2,39,045
SHG Group & Federation	4,40,000	50,000
Other Development Organization	18,15,621	6,23,776
Total	68,47,164	74,98,426

Note 6 Cash and Cash Equivalents

Particulars	31-Mar-21	31-Mar-20
Bank Balance with Bank	1,44,66,150	48,14,297
Fixed Deposits	-	-
Cash in Hand	-	9,173
Total	1,44,66,150	48,23,470

Note 7 Short Term Loan and Advances

Particulars	31-Mar-21	31-Mar-20
Other Development Organisation	-	-3,850
Travel Advance to Staff/ Staff Salary Advance	4,34,909	2,62,565
Total	4,34,909	2,58,715

Note 8 Other Current Assets

Particulars	31-Mar-21	31-Mar-20
Accrued Interest	-	-
Tax Recoverable	11,084	1,78,126
Security Deposits	33,654	27,500
Prepaid Expenses	16,863	13,391
Advance paid to Vendor	81,251	-
Total	1,42,852	2,19,017



Financial Statements for the Year Ended March 31, 2021

NOTE 4 : Depreciation on Fixed Assets for the year Ended March 31, 2021

ASSETS	Gross Block as on			Depreciation			Net Block as on				
	01-Apr-20	Addition	(Deletion)	01-Apr-20	For the Year	31-Mar-21	01-Apr-20	For the Year	31-Mar-21	01-Apr-20	For the Year
Furniture and Fixtures	16,42,829	1,90,433	13,196	5,91,861	2,85,233	8,67,781	9,313	9,313	9,52,285	10,50,668	10,50,668
Computers and Peripherals	17,04,629	10,76,119	34,189	13,90,079	3,05,648	16,63,875	31,852	31,852	10,82,685	3,14,550	3,14,550
Office Equipments	10,203	-	-	7,145	1,377	8,522	-	-	1,678	3,055	3,055
Electrical Fittings	4,84,335	1,44,202	12,550	1,49,348	1,02,810	2,43,347	8,811	8,811	3,72,638	3,34,985	3,34,985
Professional Equipments	5,55,833	1,87,999	19,000	2,83,857	2,20,820	4,85,991	18,685	18,685	2,38,841	2,71,976	2,71,976
Plant and Machinery	5,44,542	2,91,900	-	22,150	99,323	1,21,373	-	-	7,15,129	5,22,392	5,22,392
Software	59,000	-	-	49,300	6,127	55,427	-	-	3,573	9,700	9,700
Land	7,92,400	9,36,957	-	-	-	-	-	-	17,29,357	17,29,357	17,29,357
Building	-	33,04,451	-	-	-	-	-	-	33,04,451	33,04,451	33,04,451
TOTAL	57,93,766	61,52,121	78,935	24,93,739	10,21,238	34,46,315	68,681	68,681	84,00,637	33,00,027	33,00,027

NOTE 4A : Community Assets Held By Manjari

ASSETS	Gross Block as on			Depreciation			Net Block as on					
	01-Apr-20	Addition	(Deletion/Transfer)	01-Apr-20	For the Year	31-Mar-21	01-Apr-20	For the Year	31-Mar-21	01-Apr-20	For the Year	31-Mar-21
Furniture and Fixtures	64,606	2,28,609	39,292	-	-	2,53,923	-	-	2,53,923	64,606	-	64,606
Computers and Peripherals	5,28,752	1,50,333	4,04,135	-	-	2,74,950	-	-	2,74,950	5,28,752	-	5,28,752
Office Equipments	-	-	-	-	-	-	-	-	-	-	-	-
Electrical Fittings	31,650	34,681	-	-	-	66,331	-	-	66,331	31,650	-	31,650
Professional Equipments	7,51,490	5,12,946	6,11,297	-	-	6,53,139	-	-	6,53,139	7,51,490	-	7,51,490
Plant and Machinery	27,82,265	5,87,596	10,96,871	-	-	22,72,960	-	-	22,72,960	27,82,265	-	27,82,265
TOTAL	41,58,763	15,14,155	21,51,595	-	-	35,21,323	-	-	35,21,323	41,58,763	-	41,58,763
Grand TOTAL	99,52,529	76,46,276	22,30,530	24,93,739	10,21,238	34,46,315	68,681	68,681	1,19,11,960	74,58,790	-	74,58,790

[Signature]
 Nandan S. Bhatt
 Partner
 M. No. 099805

Place :
 Date :



[Signature]
 Yateesh Yadav
 Director
 DIN: 07099711

Place :
 Date :



[Signature]
 Sanjay Kumar
 Director
 DIN: 07842683

MANJARI FOUNDATION

Notes forming part of the Financial Statements

NOTE 9 Grant and Contribution

Particulars	31-Mar-21	31-Mar-20
Contribution and Grants	10,13,69,148	8,51,92,369
Donation	8,87,732	2,66,754
Net Contribution Awaited (Restricted Fund)	-	-
Total	10,22,56,880	8,34,59,123

NOTE 10 Other Income

Particulars	31-Mar-21	31-Mar-20
Interest on Fixed Deposits	-	24,295
Interest on Saving Bank	2,08,605	3,84,783
Other Income	58,240	5,08,510
Total	2,66,845	9,17,587

NOTE 11 Rural Livelihood Promotion

Particulars	31-Mar-21	31-Mar-20
a) Self Help Group		
Direct Benefits to beneficiaries	26,32,347	38,68,351
Honorarium to SP and CRP	77,90,431	32,90,222
Training & Capacity Building	32,41,159	65,93,592
Community Centre	2,01,669	-
Salary & Benefits	1,68,78,358	1,56,00,069
Consultancy & Onward Grant	39,53,805	22,72,483
Travel & Conveyance	19,92,680	26,74,846
Other Administrative Expenses	3,48,079	1,65,705
b) Natural Resource Management		
Direct Benefits to beneficiaries	37,14,123	12,34,533
Honorarium to SP and CRP	2,66,750	1,79,020
Training & Capacity Building	14,88,089	71,789
Community Centre	39,308	-
Salary & Benefits	2,89,380	89,316
Consultancy & Onward Grant	7,89,500	8,52,500
Travel & Conveyance	3,22,025	1,79,836
Other Administrative Expenses	1,770	714
c) Livestock Development		
Direct Benefits to beneficiaries	22,09,158	41,03,141
Honorarium to SP and CRP	2,18,280	1,78,710
Training & Capacity Building	1,23,172	2,09,931
Community Centre	2,51,068	-
Salary & Benefits	2,65,969	2,36,565
Consultancy & Onward Grant	1,85,400	25,000
Travel & Conveyance	2,32,592	1,40,332
Other Administrative Expenses	450	1,62,261
d) Rural Micro Development		
Direct Benefits to beneficiaries	36,69,412	1,27,32,703
Honorarium to SP and CRP	7,66,076	4,98,355
Training & Capacity Building	10,71,999	15,21,650
Community Centre	16,10,576	-
Salary & Benefits	23,46,407	10,14,849
Consultancy & Onward Grant	12,23,963	7,84,623








 Financial Statements for the year Ended March 31, 2021

MANJARI FOUNDATION

Notes forming part of the Financial Statements

Travel & Conveyance	6,92,869	3,89,324
Other Administrative Expenses	1,29,109	12,67,912
Total	5,89,45,972	6,03,38,332



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MANJARI FOUNDATION

Notes forming part of the Financial Statements

NOTE 12 Rural Health Care Program

Particulars	31-Mar-21	31-Mar-20
Direct Benefits to beneficiaries	2,74,478	2,35,805
Honorarium to SP and CRP	60,000	4,90,295
Training & Capacity Building	3,482	2,28,030
Community Centre	-	-
Salary & Benefits	8,46,288	11,00,877
Consultancy & Onward Grant	-	-
Travel & Conveyance	2,628	88,960
Other Administrative Expenses	-	16,406
Total	11,86,876	21,60,373

NOTE 13 Rural Education Program

Particulars	31-Mar-21	31-Mar-20
Direct Benefits to beneficiaries	6,01,752	5,23,439
Honorarium to SP and CRP	15,75,569	11,67,109
Training & Capacity Building	11,92,209	4,61,771
Community Centre	7,55,750	-
Salary & Benefits	30,46,865	15,37,569
Consultancy & Onward Grant	6,82,040	4,70,000
Travel & Conveyance	5,31,040	4,82,631
Other Administrative Expenses	1,05,518	3,65,728
Total	84,90,743	50,08,247

NOTE 14 Human Resource Development

Particulars	31-Mar-21	31-Mar-20
Direct Benefits to beneficiaries	-	-
Honorarium to SP and CRP	42,000	-
Training & Capacity Building	1,45,365	1,00,808
Community Centre	-	-
Salary & Benefits	-	3,19,168
Consultancy & Onward Grant	43,619	-
Travel & Conveyance	5,12,304	4,84,942
Other Administrative Expenses	2,750	8,765
Total	7,46,038	9,13,683



Diya



Yash



MANJARI FOUNDATION

Notes forming part of the Financial Statements

NOTE 15 Research Documentation and Advocacy

Particulars	31-Mar-21	31-Mar-20
Direct Benefits to beneficiaries	6,38,441	-
Honorarium to SP and CRP	90,150	-
Training & Capacity Building	1,43,629	2,02,726
Community Centre	-	-
Salary & Benefits	53,580	-
Consultancy & Onward Grant	1,72,300	7,80,000
Travel & Conveyance	50,404	68,418
Other Administrative Expenses	-	4,208
Total	11,48,504	10,55,352

NOTE 16 Administration

Particulars	31-Mar-21	31-Mar-20
Direct Benefits to beneficiaries	2,900	-
Honorarium to SP and CRP	5,30,891	1,99,950
Training & Capacity Building	28,749	-
Community Centre	59,051	-
Salary & Benefits	29,93,865	16,45,844
Consultancy & Onward Grant	65,010	2,09,700
Travel & Conveyance	4,56,966	4,30,087
Other Administrative Expenses	30,63,761	27,32,597
Total	72,01,192	52,18,178

NOTE 17 National Epidemic COVID-19

Particulars	31-Mar-21	31-Mar-20
Direct Benefits to beneficiaries	57,84,053	17,975
Honorarium to SP and CRP	3,07,617	-
Training & Capacity Building	5,94,740	-
Community Centre	13,810	-
Salary & Benefits	-	-
Consultancy & Onward Grant	79,700	-
Travel & Conveyance	21,546	-
Other Administrative Expenses	3,279	-
Total	68,04,745	17,975



Singh
MANJARI FOUNDATION

Jatish
MANJARI FOUNDATION

Masque Foundation
 Note 8 - Restricted Grants - Fund Board of Income & Expenditure Accounts for the Year Ended March 2021

S. No.	Schemes	Bal. in cm 01/04/2020	Income			Total	Expenditure			Total Expenditure	Over/short	Cl. Bal. as on 31.03.2021
			Contributions and grants received	Other Income	Grants Received		Reversing	Capital Expenditure	Appropriated/ Adjusted			
	Restricted Funds - Indian											
1	Pranathi Yash Tripathi	53,299	-	2,714	-	60,437	1,83,437	-	5,20,733	7,14,200	-	7,95,662.43
	Mobile Technology in Income	601,890	-	3,214	-	605,104	1,49,487	-	3,60,773	1,10,200	-	7,99,693
	Seelabhai	64,939	28,100	-	-	1,22,439	3,34,210	-	-	1,94,110	6,334	17,786
2	Subodh Kamthi (IIT JEE)	6,124	-	-	-	6,124	-	-	-	-	6,134	-
	Women's Leadership Entrepreneurship - Prave	88,815	28,820	-	-	1,16,573	1,34,210	-	-	1,34,110	-	17,996
	Bank - Debits	17,67,650	-	-	-	17,67,650	-	-	-	-	-	1,01,636
3	Food Bank	4,27,890	-	31,113	-	4,59,003	1,37,630	-	17,84,112	3,38,143	21,03,266	2,34,203
	Chauhan (K. S. S. S. S.)	15,15,642	2,31,35,139	31,113	-	2,31,51,994	1,37,630	-	17,84,112	3,38,143	21,03,266	2,34,203
4	BOPEC Bank Ltd.	11,15,652	1,31,31,039	31,113	-	1,32,57,804	1,17,44,649	-	30,31,297	1,61,46,051	-	2,34,203
	Support for Socio-economic conditions of Rural families through	-	92,20,432	-	-	92,20,432	38,07,614	-	34,72,091	60,37,614	-	27,55,106
	Local Charities	60,56,540	6,16,91,261	38,060	-	67,73,761	4,43,25,255	-	22,82,642	4,80,17,899	-	1,24,42,898
5	Pranathi Yash Tripathi	79,479.11	45,01,837	-	-	46,21,316	63,24,112	-	3,26,716	3,65,145	64,17,995	33,42,551
	Seelabhai (2018-20)	-	1,14,07,347	30,141	-	1,14,51,538	1,53,17,441	-	26,455	3,35,877	1,56,35,271	41,29,683
	Subodh Kamthi (IIT JEE)	16,42,900	1,71,00,081	17,453	-	1,88,50,434	1,94,28,745	-	6,36,624	1,56,920	1,27,36,413	598
	Seelabhai (2018-20)	17,230	3,57,318	-	-	3,74,548	3,31,419	-	4,225	29,213	3,14,962	-
	Seelabhai (2018-20)	-	1,09,580	-	-	1,09,580	1,17,214	-	10,162	3,76,256	-	1,68,577
	Empower Women through Skill Training (Aashu Training) - Block	1,11,258.64	1,60,412	-	-	2,71,670	2,27,010	-	4,400	11,815	2,45,345	2,30,698
	Prabhu Bhai Micro-entrepreneurship - Agri	65,078	9,99,211	-	-	10,64,289	9,54,837	-	90,820	10,17,111	1,24,346	-
	Prabhu Bhai Micro-entrepreneurship - Agri	1,41,223	91,865	-	-	2,33,088	3,73,546	-	1,07,211	2,65,812	7,78,658	-
	Subodh Kamthi (IIT JEE)	60,351.6	3,73,178	-	-	4,33,529	2,93,378	-	-	2,73,178	-	3,10,641
	Prabhu Bhai Micro-entrepreneurship - Agri	-	4,12,624	-	-	4,12,624	7,78,076	-	3,894	5,83,149	-	1,66,543
	Prabhu Bhai Micro-entrepreneurship - Agri	-	1,11,803	-	-	1,11,803	6,57,570	-	33,932	614,200	5,14,258	-
	Subodh Kamthi (IIT JEE)	17,36,692.8	3,16,613	-	-	20,53,305	45,200	-	45,200	1,88,813	45,000	1,53,313
	Prabhu Bhai Micro-entrepreneurship - Agri	-	2,77,812	-	-	2,77,812	3,66,158	-	16,110	1,61,110	5,46,148	100
	Prabhu Bhai Micro-entrepreneurship - Agri	-	3,45,974	-	-	3,45,974	5,46,148	-	-	1,33,020	-	1,33,020
	Prabhu Bhai Micro-entrepreneurship - Agri	-	1,14,000	-	-	1,14,000	1,14,000	-	-	-	-	-



	Handbook Community Response 2011																					
	Gifts / Donations																					
13	Thamara Fund Action (BRIJANI)		4,00,000												5,70,314					5,70,314		5,70,314
	Agri Bank Corporate Response		2,95,000												3,20,715					3,20,715		3,20,715
	Book B. Pooze-1		2,95,000												3,20,715					3,20,715		3,20,715
	Handover Fund- Foreign																					
	Contribution																					
14	Children's Welfare		14,10,000												14,10,000					14,10,000		14,10,000
	1424- supporting malnutrition victims		14,10,000												14,10,000					14,10,000		14,10,000
	Grand Total Restricted Fund		17,53,100												19,51,114					19,51,114		19,51,114
	Unrestricted Fund Income and		10,13,95,128												2,08,24,835					2,08,24,835		2,08,24,835
	Surplus																					
5	Income Reserve Fund		5,15,211												5,15,211					5,15,211		5,15,211
	Income Reserve Fund-Donor Fund		5,15,211												5,15,211					5,15,211		5,15,211
	Income Total		10,13,95,128												10,13,95,128					10,13,95,128		10,13,95,128
	Total		21,17,80,911												21,17,80,911					21,17,80,911		21,17,80,911

As per our report of 23/03/2012 attached

RSB & ASSOCIATES
Chartered Accountants

NEW DELHI
Name: A. K. Jaiswal
Partner
M. No. 12038/01



For and on behalf of the Board of Directors of Mangari Foundation

Name: Yash Yadav
Director
PIN: 01263121



Name: Manoj Kumar
Director
PIN: 01263121



NOTE NO 18: NOTES TO ACCOUNTS FOR THE YEAR ENDED AS ON MARCH 31, 2021

Notes forming part of the financial statements for the year ended 31st March 2021:

(All amounts are in Indian Rupees)

1. Corporate information:

Manjari Foundation (the 'Company'), which was initially incorporated on Thirteenth day of May 2015, is an Unlisted Private Limited & Section 8 Company limited by shares. The Company is having a registration no. 280096 and U74999DL2015NPL280096.

The Company is Registered with the Income tax Authorities under section 12A (a) of the Income tax Act, 1961 vide letter no- DEL-MR25098 - 10052016 - 5873 Dated 10th May 2016 and as well as company is eligible for tax relief in the hands of donor under section 80G of the Income tax Act, 1961 vide letter no- DEL - ME26756 - 10052016 - 6977 dated 10th May 2016 Issued by the commissioner of Income tax Delhi.

The Company is registered under the Foreign Contribution (Regulation) Act, 2010. Vide Registration no-231661836 Dated April 10, 2019.

The Company is into the business of providing all kind of social support and the main objects as:-

- a) To improve the capability of individuals and groups (particularly those who are poor and disadvantaged) by promoting literacy and imparting education, vocational education, awareness about socio-economic rights and duties, skills and know-how, knowledge; and to influence policies of the government and others towards this end by means of Extending literacy, education (including vocational education), information related to socio-economic policies, programs, rights and duties; skills, know-how and personality development training to the underprivileged sections of the society.
- b) Undertaking and sponsoring studies and research, including action research for developing new and improved ways for promotion of literacy, education including vocational education, health, hygiene and cleanliness, information dissemination, skill development, entrepreneurship development, personality development and other related areas for the benefit of children, youth, women, differently-abled and elderly.

2. Significant Accounting Policies:

a) Basis of preparation of financial statements:

The financial statements have been prepared under historical cost conventions and on accrual system unless stated otherwise elsewhere, assuming the principle of going concern and applying all the accounting standards notified under Companies Act, 2013 and also complying with mandatory accounting standards issued by Institute of Chartered Accountants of India. Various accounting standards and accounting policies are consistently followed by the company unless stated otherwise.

b) Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.



c) Revenue Recognition:

Revenue is recognized to the extent that terms of performances or service delivery have been completed and it is probable that the economic benefits will follow to the Company and revenue can be reliably measured.

d) Cash Flow Statement:

Cash Flow Statement is prepared in accordance with the indirect method prescribed in Accounting Standard -3.

e) Property, Plant and Equipment, intangible and related depreciation / amortization:

Properties, Plant & Equipment are stated at cost less accumulated depreciation. Cost includes original cost of acquisition, including incidental expenses related to such acquisition and installation. All assets are owned by the company. Depreciation on Property, Plant & Equipment has been provided on written down value method on useful life of the assets which is estimated by the management and in the manner prescribed in Schedule II, Part-C to the Companies Act, 2013.

Name of assets	Useful life of asset
Furniture and Fixtures	10 Years
Computers & Printer	3 Years
Electrical Fittings	10 Years
Software	3 Years
Office Equipment	5 Years
Plant & Machinery	15 years

Depreciation on fixed assets has been provided on Written down Value Method using the rates prescribed as per useful life of assets prescribed under Schedule II of the Companies Act, 2013. Assets individually costing less than ₹5,000 are depreciated fully in the year of purchase.

Community Assets purchased for the specified project which will be handover to the community after the project period.

f) Employee benefits:

The information required under section 134 of the Companies Act 2013 read with rules framed there under is Nil.

g) Taxation:

Income tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the Income-tax Act, 1961), and deferred tax charge. The current charge for income tax is based on estimated tax liability as computed after taking credit for allowances and exemptions in accordance with the Income-tax Act, 1961 applicable for the year ended. In accordance with the Accounting Standard-22, Accounting for Taxes on Income, the Company provided for deferred tax liability for all temporary differences that arise in one accounting year and are capable of reversal in subsequent accounting year.



h) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

i) Cash and cash equivalents:

Cash and cash equivalents comprise cash at bank and in hand and short-term fixed deposits/ investments.

j) Employee Benefits : The Company provides following benefits to its employees as per the term of employments with them namely ;

1. **Provident Fund:** The Company is registered with Employee Provident Fund Organization (Reg no-DL.CPM1542010000). Liability towards the fund is paid or provided on monthly basis.
2. **Medical Benefits:** The Company provides monthly medical allowance to the contractual employees at the rate of Rs.1,000/- for regular employee of company provides support as per the policy of Manjari Contributory Medical Welfare Fund.
3. **Staff Security:** The Company deducts the one-month basic salary in 4 installments. And deposit into the bank account of the company.

3. Notes to Accounts:

a. Investments:

The Company has NIL investment as on 31st March 2021

b. Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account not provided for: Rs. Nil (Previous year: Nil)

c. Contingent Liability for the year ended - Nil.

d. Derivatives:

The Company has not entered into any forward rate agreements, interest rate swaps, and exchange traded interest rate derivatives. Hence, no disclosure has been made for the same. The Company has no unhedged foreign currency exposure as on March 31, 2021 (March 31, 2020: Nil).

e. Disclosures relating to Securitization:

The Company has not entered into any securitization transactions during the current and previous year and had no outstanding securitization transaction for earlier years. Hence, no disclosure has been made for the same.

f. Related party Disclosure :

As required under the Accounting Standard 'Related Party Disclosure (AS 18)' following are the details of transactions during the year with the related parties as defined in AS 18.



(a) Names of related parties and nature of relationship

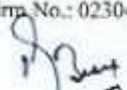
Name of the related party	Nature of relationship
Sanjay Kumar – Director	Key management personnel (KMP)
Sanjeev Kumar – Director	Key management personnel (KMP)
Yatesh Yadav- Director	Key management personnel (KMP)
Manjari Rural Livelihood Services Private Limited	Entity in which director are interested

(b) Nature of Transactions:

Nature of transaction	31-Mar-21	31-Mar-20
Transaction with Manjari Rural Livelihood Services Private Limited	Nil	NIL
Salaries Paid to Sanjay Kumar	17,59,842/-	11,69,878/-
Travel & Reimbursement paid to Sanjeev Kumar - Director	Nil	8,909/-
Travel & Reimbursement paid to Yatesh Yadav- Director	21,146/-	11,980/-

- k) There are no micro and small enterprises to whom the Company owes dues, which are outstanding for more than 45 days on the date of Balance Sheet. The above information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.
- l) Previous year figures have been regrouped/ reclassified wherever necessary to correspond with the current year classification/ disclosure.

As per our report of even date attached
for N S B & ASSOCIATES
Chartered Accountants
Firm No.: 023043N



Nandan S. Bisht
Partner
M. No. 099805

Place: New Delhi
Date:




For and on behalf of the Board of
Directors of Manjari Foundation




Yatesh Yadav
Director
DIN: 07099711




Sanjay Kumar
Director
DIN: 07842683

COMPLIANCE

For the audited Financial Statements, see “financial Information” on Page 70 of the Draft Prospectus. Further we confirm that there are no material qualifications or material irregularities reported by the Statutory Auditors in the Audited Financial Statements nor any notices received etc.

MATERIAL DEVELOPMENTS

Since March 31, 2023 till the date of filing this Draft Prospectus, there has been no material event/ development or change having implications on the financials/credit quality (e.g. any material regulatory proceedings against our Company/Promoters, Litigations resulting in material liabilities, corporate restructuring event etc.) at the time of the Issue which may affect the Issue or the investor s decision to invest / continue to invest in the ZCZP Instruments.

FINANCIAL INDEBTEDNESS

- A. Details of outstanding secured borrowings as on March 31, 2024:**
Our Company has no outstanding secured borrowings, as on March 31, 2024
- B. Details of outstanding unsecured borrowings as on March 31, 2024:**
Our Company has no outstanding unsecured borrowings, as on March 31, 2024
- C. Details of outstanding non-convertible securities as on March 31, 2024:**
Our Company has no outstanding non-convertible securities, as on March 31, 2024
- D. Details of commercial paper issuances as on March 31, 2024:**
Our Company has no commercial papers listed, as on March 31, 2024.
- E. Details of bank fund-based facilities/ rest of the borrowing (if any, including hybrid debt like Foreign Currency Convertible Bonds, Optionally Convertible Debentures, Preference Shares) from financial institutions or financial creditors, as on March 31, 2024:**
Our Company has no outstanding bank fund-based facilities or other borrowings from financial institutions or financial creditors, as on March 31, 2024.
- F. Corporate guarantees issued by our Company as on March 31, 2024:**
Our Company has not provided any corporate guarantees, as on March 31, 2024
- G. Details of inter-corporate deposits as on March 31, 2024:**
Our Company has no inter corporate deposits, as on March 31, 2024.
- H. Details of loans from Directors and Relatives of Directors as on March 31, 2024:**
Our Company has not availed or given any loans from or to the Directors or relatives of the Directors, as on March 31, 2024
- I. Details of external commercial borrowings as on March 31, 2024:**
Our Company has no outstanding external commercial borrowings, as on March 31, 2024.
- J. Details of sub-ordinate debt as on March 31, 2024:**
Our Company has no outstanding sub ordinate debt, as on March 31, 2024.
- K. Details of perpetual debt as on March 31, 2024:**
Our Company has no outstanding perpetual debt, as on March 31, 2024.
- L. Servicing behavior on existing debt securities, payment of interest on due dates on financing facilities or debt**
Securities:
Nil
- M. List of top 10 holders of non-convertible securities (secured and unsecured) in terms of value (on a cumulative Basis) as on March 31, 2024:**

Nil

N. List of top 10 holders of commercial paper (secured and unsecured) in terms of value (on a cumulative basis)

As on March 31, 2024:

Nil

O. Details of any outstanding borrowings taken/ debt securities issued where taken/ issued (a) for consideration other than cash, whether in whole or in part, (b) at a premium or discount, or (c) in pursuance of an option as

on March 31, 2024:

Nil

P. Details of any other contingent liabilities of our Company based on the last audited financial statements

including amount and nature of liability:

For details of the contingent liabilities of our Company in the last three Financial Years, please see “Financial Information” on Page 70 of this Draft Prospectus.

As on the date of this Draft Prospectus, there has been no default or non-payment of statutory dues in the preceding three financial years and current financial year.

SECTION VI - LEGAL AND OTHER INFORMATION OUTSTANDING LITIGATION

None of our Company, Directors and Promoters ("Relevant Parties") are party to any:

- (a) Pending litigation involving the Relevant Parties or any other person, whose outcome could have a material adverse effect on the financial position of our company, which may affect the issue or the investor's decision to invest/ continue to invest in future.
- (b) acts of material frauds committed against our Company in the last three years, if any, and if so, the action taken by our Company;
- (c) pending proceedings initiated against our Company for economic offences;
- (d) any litigation or legal action pending or taken against our Promoters by a Government Department or a statutory body during the last three years immediately preceding the year of the issue of this Draft Prospectus;
- (e) any material event/ development or change having implications on the financials/credit quality (e.g. any material regulatory proceedings against the Issuer/promoters, litigations resulting in material liabilities, corporate restructuring event etc.) which may affect the issue or the investor's decision to invest in the Issue; fines imposed on or compounding of offences done by our Company and our Subsidiaries in the last three years immediately preceding the year of this Draft Prospectus;
- (f) any default or non-payment of statutory dues by our Company
- (g) inquiries, inspections or investigations initiated or conducted under the securities laws or Companies Act, 2013, or any previous companies law (including where there were any prosecutions filed and whether such prosecutions are pending or not) and fines imposed or compounding of offences by our Company in the last three years immediately preceding the year of issue of this Draft Prospectus against our Company and our Subsidiaries.
- (h) details of disciplinary action taken by SEBI or Stock Exchanges against our Promoters in the last five financial years, including outstanding action

It is clarified that for the purposes of the above, pre-litigation notices received or sent by the Relevant Parties from third parties (excluding notices received from statutory, regulatory or tax authorities or notices threatening criminal action) shall not be evaluated for materiality until the Relevant Party is impleaded as a party in proceedings before any judicial/ arbitral forum. Further, first information reports (whether cognizance has been taken or not) initiated against the Relevant Party shall be disclosed in this Draft Prospectus.

OTHER REGULATORY AND STATUTORY DISCLOSURES

Issuer's Absolute responsibility

"The Issuer, having made all reasonable enquiries, accepts responsibility for and confirms that this draft Prospectus contains all information with regard to the Issuer and the Issue which is material in the context of the Issue, that the information contained in the Draft Prospectus is true and correct in all material aspects and is not misleading, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading."

Authority for the Issue

At the meeting of the Board of Directors of our Company held on March 22nd, 2024, the Board of Directors approved the issuance of ZCZP Instruments to the public.

The ZCZP Instruments will be issued on terms and conditions as set out in this Draft Prospectus, the issue of which is being made as decided by the Board of Directors.

Eligibility of our Company for the Issue

1. Our Company, our Promoters and/or our Promoter Group and/or the Directors have not been debarred from accessing the securities market by SEBI.
2. None of our Promoters or Directors of our Company is a promoter or director of another company which has been Debarred from accessing the securities market or dealing in securities by SEBI.
3. Our Company, Directors and our Promoters have not been categorized as a Wilful Defaulter.
4. None of our Directors and/or our Promoters have been declared as a fugitive economic offender, under Section 12 of the Fugitive Economic Offenders Act, 2018
5. Our Company is eligible to undertake this Issue in compliance with Regulation 292E of the SEBI ICDR Regulations, as follows:
 - a) Our Company is engaged in eradicating hunger, poverty, malnutrition and inequality and promoting education, employability and livelihoods;
 - b) Our Company targets underserved or less privileged population segments or regions recording lower performance in the development priorities of central or state governments and,
 - c) Members of the target segment to whom the eligible activities have been provided constitute at least 67% of the immediately preceding 3-year average of the target segment.

Our Social Auditors pursuant to their certificate dated July 25, 2023 have confirmed the eligibility of our Company under Regulation 292E of the SEBI ICDR Regulations.

Other confirmations

1. Our Company is not in default of payment of interest or repayment of principal amount in respect of non-convertible securities, for a period of more than six months, since our Company has not issued any non-convertible securities as on the date of this Draft Prospectus.
2. Our Company confirms that there are no fines or penalties levied by SEBI or the Stock Exchanges, pending to be paid by our Company as on the date of this Draft Prospectus
3. Since our Company has not issued any non-convertible securities or debt securities or preference shares, as on the date of this Draft Prospectus, our Company has not defaulted in:
 - a) the repayment of deposits or interest payable thereon; or
 - b) redemption of preference shares; or

- c) redemption of debt securities and interest payable thereon; or
- d) payment of dividend to any shareholder; or
- e) repayment of any term loan or interest payable thereon, in the last three financial years and the current financial
- f) year.

DISCLAIMER CLAUSE OF SEBI

IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF THE ISSUE DOCUMENT TO THE SECURITIES

AND EXCHANGE BOARD OF INDIA (“SEBI”) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED TO MEAN THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENT MADE OR OPINIONS EXPRESSED IN THE ISSUE DOCUMENT. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED ISSUE.

DISCLAIMER CLAUSE OF NSE

AS REQUIRED, A COPY OF THIS ISSUE DOCUMENT HAS BEEN SUBMITTED TO THE NATIONAL STOCK

EXCHANGE OF INDIA LIMITED (HEREINAFTER REFERRED TO AS NSE). NSE HAS GIVEN VIDE ITS LETTER REF.: [•] DATED [•], PERMISSION TO THE ISSUER TO USE THE EXCHANGE’S NAME IN THIS ISSUE DOCUMENTS AS THE STOCK EXCHANGE ON WHICH THE ISSUER’S SECURITIES ARE PROPOSED TO BE LISTED. THE EXCHANGE HAS SCRUTINISED THIS ISSUE DOCUMENT FOR ITS LIMITED INTERNAL PURPOSE OF DECIDING ON THE MATTER OF GRANTING THE AFORESAID PERMISSION TO THIS ISSUER. IT IS TO BE DISTINCTLY UNDERSTOOD THAT THE AFORESAID PERMISSION GIVEN BY NSE SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED THAT THE ISSUE DOCUMENT HAS BEEN CLEARED OR APPROVED BY NSE; NOR DOES IT IN ANY MANNER WARRANT, CERTIFY OR ENDORSE THE CORRECTNESS OR COMPLETENESS OF ANY OF THE CONTENTS OF THIS OFFER DOCUMENT; NOR DOES IT WARRANT THAT ISSUER’S SECURITIES WILL BE LISTED OR WILL CONTINUE TO BE LISTED ON THE EXCHANGE; NOR DOES IT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL OR OTHER SOUNDNESS OF THIS ISSUER, ITS PROMOTERS, ITS MANAGEMENT OR ANY SCHEME OR PROJECT OF THIS ISSUER. EVERY PERSON WHO DESIRES TO APPLY FOR OR OTHERWISE ACQUIRE ANY SECURITIES OF THIS ISSUER MAY DO SO PURSUANT TO INDEPENDENT INQUIRY, INVESTIGATION AND ANALYSIS AND SHALL NOT HAVE ANY CLAIM AGAINST THE EXCHANGE WHATSOEVER BY REASON OF ANY LOSS WHICH MAY BE SUFFERED BY SUCH PERSON CONSEQUENT TO OR IN CONNECTION WITH SUCH SUBSCRIPTION/ACQUISITION WHETHER BY REASON OF ANYTHING STATED OR OMITTED TO BE STATED HEREIN OR ANY OTHER REASON WHATSOEVER.

DISCLAIMER IN RESPECT OF JURISDICTION

THE ISSUE IS BEING MADE IN INDIA, TO INSTITUTIONAL AND NON-INSTITUTIONAL INVESTORS. THIS

DRAFT PROSPECTUS AND THE PROSPECTUS WILL NOT, HOWEVER CONSTITUTE AN OFFER TO SELL

OR AN INVITATION TO SUBSCRIBE FOR THE ZCZP INSTRUMENTS OFFERED HEREBY IN ANY JURISDICTION OTHER THAN INDIA TO ANY PERSON TO WHOM IT IS UNLAWFUL TO MAKE AN OFFER OR INVITATION IN SUCH JURISDICTION. ANY PERSON INTO WHOSE POSSESSION THIS DRAFT PROSPECTUS AND THE PROSPECTUS COMES IS REQUIRED TO INFORM HIMSELF OR HERSELF ABOUT, AND TO OBSERVE, ANY SUCH RESTRICTIONS.

DISCLAIMER STATEMENT FROM THE ISSUER

THE ISSUER ACCEPTS NO RESPONSIBILITY FOR STATEMENTS MADE OTHER THAN IN THIS DRAFT PROSPECTUS OR ANY OTHER MATERIAL ISSUED BY OR AT THE INSTANCE OF OUR

COMPANY AND THAT ANYONE PLACING RELIANCE ON ANY OTHER SOURCE OF INFORMATION WOULD BE DOING SO AT THEIR OWN RISK.

UNDERTAKING BY THE ISSUER

INVESTORS ARE ADVISED TO READ THE RISK FACTORS CAREFULLY BEFORE TAKING AN INVESTMENT DECISION IN THIS ISSUE. FOR TAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER AND THE ISSUE INCLUDING THE RISKS INVOLVED. THE SECURITIES HAVE NOT BEEN RECOMMENDED OR APPROVED BY ANY REGULATORY AUTHORITY OF INDIA, INCLUDING THE SECURITIES AND EXCHANGE BOARD OF INDIA (“SEBI”) NOR DOES SEBI GUARANTEE THE ACCURACY OR ADEQUACY OF THIS DOCUMENT. SPECIFIC ATTENTION OF INVESTORS IS INVITED TO THE STATEMENT OF THE “RISK FACTORS” CHAPTER ON PAGE 9 OF THIS DRAFT PROSPECTUS.

OUR COMPANY, HAVING MADE ALL REASONABLE INQUIRIES, ACCEPTS RESPONSIBILITY FOR, AND CONFIRMS THAT THIS ISSUE DOCUMENT CONTAINS ALL INFORMATION WITH REGARD TO THE OUR COMPANY AND THE ISSUE, THAT THE INFORMATION CONTAINED IN THIS DRAFT PROSPECTUS IS TRUE AND CORRECT IN ALL MATERIAL ASPECTS AND IS NOT MISLEADING IN ANY MATERIAL RESPECT, THAT THE OPINIONS AND INTENTIONS EXPRESSED HEREIN ARE HONESTLY HELD AND THAT THERE ARE NO OTHER FACTS, THE OMISSION OF WHICH MAKE THIS DRAFT PROSPECTUS AS A WHOLE OR ANY OF SUCH INFORMATION OR THE EXPRESSION OF ANY SUCH OPINIONS OR INTENTIONS MISLEADING IN ANY MATERIAL RESPECT.

THE ISSUER HAS NO SIDE LETTER WITH ANY ZCZP INSTRUMENT HOLDERS. ANY COVENANTS LATER ADDED SHALL BE DISCLOSED ON THE STOXK EXCHANGE’S WEBSITE WHERE THE ZCZP INSTRUMENTS ARE LISTED.

OUR COMPANY DECLARES THAT NOTHING IN THIS DRAFT PROSPECTUS IS CONTRARY TO THE PROVISIONS OF COMPANIES ACT, 2013, THE SECURITIES CONTRACTS (REGULATION) ACT, 1956 AND THE SECURITIES AND EXCHANGE BOARD OF INDIA ACT, 1992 AND THE RULES AND REGULATIONS MADE THEREUNDER.

Listing

NSE Social Stock Exchange has been appointed as the Designated Stock Exchange.

Our Company shall ensure that all steps for the completion of the necessary formalities for listing at the Stock Exchange mentioned above are taken within 10 (ten) trading days from the Issue Closing Date.

Consents

Consents in writing of: (a) the Directors,, (b) the Registrar to the Issue, (c) Legal Counsel to the Issue; (d) Escrow Collection Bank*, and (d) Statutory Auditor have been obtained from them and the same will be filed along with a copy of the Prospectus with the RoC as required under Section 26 of the Companies Act, 2013. Further, such consents have not been withdrawn up to the time of delivery of this Draft Prospectus with the Stock Exchanges.

** The consents will be procured at the Prospectus stage*

Expert Opinion

Except for the following, our Company has not obtained any expert opinions in connection with this Draft Prospectus:

Our Company has received the written consent dated April 25, 2024 from NSB & ASSOCIATES, Chartered Accountants, to include their name as required under section 26 (1) of the Companies Act, 2013 in this Draft

Prospectus and as an “expert” as defined under Section 2(38) of the Companies Act 2013 and such consent has not been withdrawn as on the date of this Draft Prospectus.

Minimum Subscription

In terms of the SEBI ICDR Regulations, for an issuer undertaking a public issue of zero coupon zero principal instruments the minimum subscription for such public issue of zero coupon zero principal instruments shall be 75% of the Issue Size.

If our Company does not receive the minimum subscription of 75% of Issue Size, prior to the Issue Closing Date, the entire Application Amount shall be refunded to the Applicants.

Further, no separate arrangements have been made in case of subscription above 75% of the Issue Size but below 100% of the Issue Size.

In case the subscription above 75% of the Issue Size but below 100% of the Issue Size is not arranged, the impact on achieving social objectives is as follows:

If case of subscription above 75% of the Issue Size but below 100% of the Issue Size, the number of youth trained will get reduced on a pro rata basis.

Under Section 39(3) of the Companies Act, 2013 and Rule 11(2) of the Companies (Prospectus and Allotment of Securities)

Rules, 2014, if the stated minimum subscription amount is not received within the specified period, the application money received is to be credited only to the bank account from which the subscription was remitted. To the extent possible, where the required information for making such refunds is available with our Company and/or the Registrar, refunds will be made to the account prescribed. However, where our Company and/or the Registrar does not have the necessary information for making such refunds, our Company and/or the Registrar will follow the guidelines prescribed by SEBI in this regard.

Underwriting

The Issue is not underwritten.

Issue Related Expenses

The expenses of the Issue include, inter alia, fees payable to the Registrar to the Issue, printing and distribution expenses, legal fees, advertisement expenses and listing fees. The Issue expenses and listing fees will be paid by our Company.

The estimated breakdown of the total expenses for the Issue shall be as specified in this Draft Prospectus. For further details see “*Objects of the Issue*” on Page 17 of this Draft Prospectus.

Utilisation of Issue Proceeds

Our Board of Directors certifies that:

- i. all monies received out of the Issue of the ZCZP Instruments to the public shall be transferred to a separate bank account maintained with a scheduled bank, other than the bank account referred to in section 40(3) of the Companies Act;
- ii. details of all monies utilised out of the Issue referred to in sub-item (i) shall be disclosed under an appropriate separate head in our balance sheet indicating the purpose for which such monies were utilised;
- iii. details of all unutilised monies out of the Issue referred to in sub-item (i), if any, shall be disclosed under an appropriate separate head in our balance sheet indicating the form of financial assets in which such unutilised monies have been invested; and
- iv. we shall utilize the Issue proceeds only after (a) receipt of the minimum subscription of 75% of the Issue Size pertaining to the Issue; (b) completion of Allotment in compliance with Section 40 of the Companies Act, 2013; and receipt of listing approval from the Stock Exchanges.

Public / Rights Issues of Equity Shares in the three years preceding the date of this Draft Prospectus

Rights Issues / Public Issues by our Company

Our Company has not undertaken any public issue or rights issue of securities in the three years preceding the date of this Draft Prospectus.

Public / Rights Issues by our listed Group Companies in the three years preceding the date of this Draft Prospectus:

Our Company does not have any Group Companies as on the date of this Draft Prospectus

Public Issues / Rights Issues by our listed Subsidiaries in the three years preceding the date of this Draft Prospectus

Our Company does not have any Subsidiaries as on the date of this Draft Prospectus.

Delay in listing

Our Company has not issued any non-convertible securities, in the past.

Refusal of listing of any security of the issuer during last three years by any of the stock exchanges in India or abroad.

There has been no refusal of listing of any security of our Company during the last three years prior to the date of this Draft Prospectus by any Stock Exchange in India.

Dividend

Our Company being registered under Section 8 of the Companies Act, 201 is not allowed to declare dividends.

Revaluation of assets

Our Company has not revalued its assets in the last three years.

Mechanism for redressal of investor grievances

The Registrar Agreement dated [•] between the Registrar to the Issue and our Company will provide for retention of records with the Registrar to the Issue for a period of at least eight years from the last date of dispatch of the Allotment Advice and demat credit to enable the investors to approach the Registrar to the Issue for redressal of their grievances.

All grievances relating to the Issue may be addressed to the Registrar to the Issue, giving full details such as name, address of the Applicant, number of ZCZP Instruments applied for and amount paid on application.

The contact details of Registrar to the Issue are as follows:

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

SEBI Registered Category-1, Registrar and Share Transfer Agent

Regd & Corp Office: D-153A, Okhla Industrial Area Phase I, New Delhi 110020

Phone No-011-40450193-197, 26812682,

Website: www.skylinerta.com

Email: ipo@skylinerta.com

Investor Grievance Email: grievances@skylinerta.com

Contact Person: Mr. Anuj Rana

SEBI Registration No: INR000003241

CIN: U74899DL1995PTC071324

The Registrar shall endeavor to redress complaints of the investors within three (3) days of receipt of the complaint and continue to do so during the period it is required to maintain records under the RTA Regulations and our Company shall extend necessary co-operation to the Registrar for its complying with the said regulations. However, the Registrar shall ensure that the time taken to redress investor complaints does not exceed seven (7) days from the date of receipt of complaint. The Registrar shall provide a status report of investor complaints and grievances on a quarterly basis to our Company. Similar status reports should also be provided to our Company as and when required

by our Company.

Investors may contact the Registrar to the Issue or the Compliance Officer in case of any pre-issue or post Issue related issues such as non-receipt of Allotment Advice, demat credit, etc.

Our Company shall obtain authentication on the Securities and Exchange Board of India Complaints Redress System (“SCORES”) and shall comply with the SEBI circulars in relation to redressal of investor grievances through SCORES.

Details of Auditor to the Issuer:

Name of the Auditor	Address	Auditor Since
M/s NSB & Associates	Plot No 19, Block B, Pocket 4, Sector Dwarka Delhi 110075.	13th May 2015

Change in auditors of our Company for the financial years ended March 31, 2023, March 31, 2022, March 31, 2021, and till the date of this Draft Prospectus

There have been no changes in the auditors of our Company during the three years preceding the date of this Draft Prospectus.

Pre-Issue Advertisement

Subject to Section 30 of the Companies Act, 2013, our Company may issue an advertisement on or before the Issue Opening Date if required. This advertisement will be issued in compliance with Section 30 of the Companies Act, 2013.

Auditors’ Remarks

There are no reservations or qualifications or adverse remarks in the auditor’s report on the financial statements of our Company in the last three Fiscals immediately preceding this Draft Prospectus.

Trading

The ZCZP Instruments of our Company are proposed to be listed on the Stock Exchanges. The ZCZP Instruments shall not be made available for trading in the secondary market.

Caution

Attention of the applicants is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

“Any person who:

- (a) Makes or abets making of an application in a fictitious name to a company for acquiring or subscribing for, its securities; or*
- (b) makes or abets making of multiple applications to a company in different names or in different combinations of his Name or surname for acquiring or subscribing for its securities; or*
- (c) otherwise induces directly or indirectly a company to allot, or register any transfer of securities to him, or any other*

Disclaimer in respect of Jurisdiction

Exclusive jurisdiction for the purpose of the Issue is with the competent courts of jurisdiction in New Delhi, India.

SECTION VII - ISSUE RELATED INFORMATION
ISSUE STRUCTURE

The key common terms and conditions of the ZCZP Instruments are as follows:

Issuer	Transforming Rural India Foundation
Type of instrument/ Name of the security/ Seniority	ZCZP Instruments
Nature of the Instrument	Zero coupon zero principal instrument
Mode of the Issue	Public Issue
Seniority	NA
Lead Managers	NA
Debenture Trustee	NA
Depositories	NSDL and CDSL
Registrar	Skyline Financial Services Private Limited
Issue	Public issue of zero coupon zero principal instruments of our Company of face value of Rs.10/- each aggregating up to Rs. 7.00 crore, on the terms and in the manner set forth herein.
Minimum Subscription	Minimum subscription is 75% of the Issue, i.e., Rs.5.25 crore
Issue Size	Rs. 7.00 crore
Option to Retain Oversubscription Amount	NA
Eligible Investors	Please see " <i>Issue Procedure — Who can apply?</i> " on page 172 of this Draft Prospectus
Objects of the Issue	Please see " <i>Objects of the Issue</i> " on page 17 of this Draft Prospectus.
Details of Utilization of the Proceeds	Please see " <i>Objects of the Issue</i> " on page 17 of this Draft Prospectus.
Interest Rate on each category of investor	NA
Step up/ Step Down Interest rates	NA
Interest type (fixed, floating or other structure)	NA
Interest reset process (including rates, spread, effective date, interest rate cap and floor etc.)	NA
Frequency of interest payment	NA
Interest payment date	NA
Day count basis	NA
Interest on application money	NA
Default Interest rate	NA
Tenor	The tenure of the ZCZP Instruments will be the date on which the Objects of the Issue have been met or 1 years from the Deemed Date of Allotment, being the timeline for completion of the Objects of the Issue. For further details, please see " <i>Objects of the Issue</i> " on page 17 of this Draft Prospectus.
Disclosure of Interest / Dividend / Redemption Date	NA
Redemption Date	NA
Redemption Amount	NA
Redemption Premium/ Discount	NA
Face Value	Rs. 10/- per ZCZP Instrument
Issue Price	Rs.10/- per ZCZP Instrument
Discount at which security is issued and the effective yield as a result of such discount	NA
Put date	NA
Put price	NA
Call date	NA
Call price	NA
Put notification time (Timelines by which the investor needs to intimate our Company before exercising the put)	NA

Call notification time (Timelines by which our Company needs to	NA
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intimate the investor before exercising the call)	
Minimum Application size	Rs.2,00,000 (i.e. 20,000 ZCZP Instruments).
Market Lot / Trading Lot	The ZCZP Instruments are not tradable in the secondary market.
Pay-in date	Application Date. The entire Application Amount is payable on Application.
Credit Ratings	NA
Listing	The ZCZP Instruments are proposed to be listed on the Stock Exchanges. The ZCZP Instruments shall be listed within 10 (ten) trading days from the Issue Closing Date. NSE Social Stock Exchange has been appointed as the Designated Stock
Modes of payment	Please see " <i>Issue Structure — Terms of Payment of Application Amount</i> " on page 164 of this Draft Prospectus.
Issuance mode of the Instrument	In dematerialised form only
Trading mode of the instrument	In dematerialised form only
Issue opening date	As will be specified in the Prospectus
Issue closing date*	As will be specified in the Prospectus
Date of earliest closing of the Issue, if any	As will be specified in the Prospectus
Issue Timing	As will be specified in the Prospectus
Record date	NA
Settlement mode of instrument	NA
All covenants of the Issue (Including side letters, accelerated payment clause, etc.)	As will be specified in the Prospectus.
Description regarding security (where applicable) including type of security (movable/ immovable/ tangible etc.) type of charge (pledge/ hypothecation/ mortgage etc.), date of creation of security/ likely date of creation of security, minimum security cover, Revaluation, replacement of security, interest of the debenture holder over and above the coupon rate as specified in the Debenture Trust Deed and disclosed this Draft Prospectus.	NA
Issue Documents**	This Draft Prospectus, the Prospectus, read with any notices, corrigenda, addenda thereto and other documents, if applicable, and various other documents/ agreements/ undertakings, entered or to be entered by our Company with the other intermediaries for the purpose of the Issue including but not limited to the Tripartite Agreements and the Registrar Agreement.
Condition precedent to disbursement	NA
Condition subsequent to the disbursement	NA
Events of default (including manner of voting/conditions of joining Inter Creditor Agreement)	NA
Creation of recovery expense fund	NA
Conditions for breach of covenants (as specified in Debenture Trust Deed)	NA

Deemed Date of Allotment	The date on which the Board of Directors approves the Allotment of the ZCZP Instruments for the Issue or such date as may be determined by the Board of Directors and the Stock Exchanges. The actual Allotment of ZCZP Instruments may take place on a date other than the Deemed Date of Allotment.
Roles and responsibilities of the Debenture Trustee	NA

Risk factors pertaining to the Issue	Please see section titled " <i>Risk Factors</i> " on page 7 of this Draft Prospectus.
Provisions related to Cross Default Clause	NA
Governing law and Jurisdiction	The governing law and jurisdiction for the purpose of the Issue shall be Indian law, and the competent courts of jurisdiction in Bengaluru, Karnataka respectively.
Working day convention	NA

Notes:

The subscription list shall remain open at the commencement of banking hours and close at the close of banking hours for the period as indicated, with an option for early closure or extension by such period, as may be decided by the Board of Directors of our Company. In the event of such early closure or extension subscription list of the Issue, our Company may issue notice of such early closure or extension to the prospective investors through an advertisement in an English national daily on or before such earlier date or extended date of closure. Applications Forms for the Issue will be accepted only from 10:00 a.m. till 5.00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchanges, on Working Days during the Issue Period. On the Issue Closing Date, Application Forms will be accepted only from 10:00 a.m. till 3.00 p.m. (Indian Standard Time). For further details please see "General Information" on page 11 of this Draft Prospectus.

*** For the list of documents executed/ to be executed, please see "Material Contracts and Documents for Inspection" on page 69.*

Terms of payment of Application Amount

The Applicants may also pay their Application Amounts by direct credit / NACH / NEFT / RTGS or may issue cheque / demand draft in respect of their Application to the below bank account:

Escrow Account Details:*

Bank Name: [•]
Account No.: [•]
Account Name: [•]
IFSC Code: [•]
Account Type: [•]

**To be populated in the Prospectus*

In case of payment by way of cheque / demand draft, the same shall be attached to the Application Form. In case the Applicant has transferred the Application Amount by way of an electronic transfer to the Escrow Account, then the Applicant shall necessarily mention the UTR no. and date of transfer in the Application Form.

All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

Participation by any of the investor classes as mentioned in this Draft Prospectus in the Issue will be subject to applicable statutory and/or regulatory requirements. Applicants are advised to ensure that applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and/or regulatory provisions.

Applications should be made in single name. Applications should be made by Karta in case the Applicant is an HUF. If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form.

This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form. Please ensure that such Applications contain the PAN of the HUF and not of the Karta.

Maturity

The tenure of the ZCZP Instruments will be the date on which the Objects of the Issue have been met or 1 years from the Deemed Date of Allotment, being the timeline for completion of the Objects of the Issue. For further details please see “Objects of the Issue” on page 17 of this draft Prospectus.

Termination of listing of the ZCZP Instruments

The tenure of the ZCZP Instruments will be the date on which the Objects of the Issue have been met or 1 years from the Deemed Date of Allotment, being the timeline for completion of the Objects of the Issue. For further details, please see “Objects of the Issue” on page 17 of this draft Prospectus. Our Company shall submit a certificate to this extent to the Stock Exchanges

TERMS OF THE ISSUE

Authority for the Issue

At the meeting of the Board of Directors of our Company held on March 22, 2024, the Board of Directors approved the issuance of ZCZP Instruments of the Face Value Rs. 10 each for an amount upto Rs. 7 Crores.

The ZCZP Instruments pursuant to this Issue will be issued on terms and conditions as set out in the Prospectus.

Principal Terms & Conditions of the Issue

The ZCZP Instruments being offered as part of the Issue are subject to the provisions of the SEBI ICDR Regulations read with the NSE Norms, the SSE Framework Circular, the Act, the Memorandum and Articles of Association of our Company, the terms of this Draft Prospectus, the Prospectus, the Abridged Prospectus, the Application Forms, other applicable statutory and/or regulatory requirements including those issued from time to time by SEBI/the Government of India/NSE, and/or other statutory/regulatory authorities relating to the offer, issue and listing of securities and any other documents that may be executed in connection with the ZCZP Instruments.

Ranking of ZCZP Instruments

The ZCZP Instruments shall rank pari passu inter se.

Face Value

The face value of each ZCZP Instrument shall be Rs. 10/-.

ZCZP Instrument Holder not a Shareholder

The ZCZP Holders will not be entitled to any of the rights and privileges available to the equity and/or preference shareholders of our Company, except to rights as may be prescribed under the Companies Act, 2013 and the rules prescribed thereunder and the SEBI Listing Regulations.

Jurisdiction

Exclusive jurisdiction for the purpose of the Issue is with the competent courts of jurisdiction in New Delhi, India.

Application in the Issue

Applicants shall apply in the Issue in physical form only, through a valid Application Form filled in by the Applicant along with attachment, as applicable and shall be submitted to the Registrar to the Issue.

Form of Allotment and Denomination of ZCZP Instruments

As per the NSE Norms, the listed ZCZP Instruments will not be made available for trading in secondary market. Allotment in the Issue to all Allottees, will be in electronic form i.e., in dematerialised form and in multiples of one ZCZP Instrument.

For details of allotment refer to chapter titled "*Issue procedure*" beginning on Page 172 of this Draft Prospectus.

Transfer/Transmission of ZCZP Instruments

The ZCZP Instruments shall be transferred to the legal heirs of the Allottees, subject to and in accordance with the rules/procedures as prescribed by NSDL/CDSL and the relevant DPs of the transfer or transferee and any other applicable laws and rules notified in respect thereof.

Title

The ZCZP Holder(s) for the time being appearing in the record of beneficial owners maintained by the Depository shall be treated for all purposes by our Company, the Depositories and all other persons dealing with such person as the holder thereof and its absolute owner for all purposes.

Succession

In the event of demise of the sole or first holder of the ZCZP Instruments, our Company will recognise the executors or administrator of the deceased ZCZP Instrument Holders, or the holder of the succession certificate or other legal representative as having title to the ZCZP Instruments only if such executor or administrator obtains and produces probate or letter of administration or is the holder of the succession certificate or other legal representation, as the case may be, from an appropriate court in India. Where ZCZP Instruments are held in joint names and one of the joint holders dies, the survivor(s) will be recognized as the ZCZP Instrument Holder(s). It will be sufficient for our Company to delete the name of the deceased ZCZP

Instrument Holder after obtaining satisfactory evidence of his death. Provided, a third person may call on our Company to register his name as successor of the deceased ZCZP Holder after obtaining evidence such as probate of a will for the purpose of proving his title to the ZCZP Instruments. The directors of our Company in their absolute discretion may, in any case, dispense with production of probate or letter of administration or succession certificate or other legal representation.

Joint holders

Where two or more persons are holders of any ZCZP Instruments, they shall be deemed to hold the same as joint holders with benefits of survivorship subject to other provisions contained in the Articles.

Applications should be made in single name. If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form.

This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form.

All communications will be addressed to the first named Applicant whose name appears in the Application Form and at the address mentioned therein.

Period of subscription

ISSUE SCHEDULE	
ISSUE OPENS ON	As stated in the Prospectus
ISSUE CLOSES ON	As stated in the Prospectus
PAY IN DATE	Application Date. The entire Application Amount is payable on Application
DEEMED DATE OF ALLOTMENT	The date on which the Board of Directors approves the Allotment of the ZCZP Instruments for the Issue or such date as may be determined by the Board of Directors thereof and the Stock Exchanges. The actual Allotment of ZCZP Instruments may take place on a date other than the Deemed Date of Allotment. All the benefits relating to the ZCZP Instruments shall be available to the ZCZP Instrument Holders from the Deemed Date of Allotment

Application Forms for the Issue will be accepted only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time) or such extended time as may be permitted by the Stock Exchange, during the Issue Period as mentioned above on all days between Monday and Friday (both inclusive barring public holiday). On the Issue Closing Date, Application Forms will be accepted only between 10.00 a.m. to 3.00 p.m. (Indian Standard Time). For further details please refer to “*Issue Procedure*” on page 172 of this Draft Prospectus.

Mode of payment of Interest to ZCZP Instrument Holders

The Issue, being an issue of zero coupon zero principal instruments in terms of Chapter X-A of the SEBI ICDR Regulations, there is no coupon rate, or redemption amount applicable.

Application Size

Each Application should be for a minimum of Rs. 2,00,000 i.e 20,000 ZCZP Instruments and in multiples of 2,00,000

(2,00,000 ZCZP Instrument) thereafter. Applicants can apply for the ZCZP Instruments offered hereunder provided the Applicant has applied for minimum application size using the same Application Form

Applicants are advised to ensure that applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and or regulatory provisions.

Impersonation

As a matter of abundant caution, attention of the Investor is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

“Any person who- (a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or (b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or (c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name, shall be liable for action under Section 447 of the Companies Act 2013”.

The liability prescribed under Section 447 of the Companies Act 2013 for fraud involving an amount of at least Rs. 10 lakh or 1.00% of the turnover of our Company whichever is lower, includes imprisonment for a term which shall not be less than six months extending up to 10 years (provided that where the fraud involves public interest, such term shall not be less than three years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount. In case the fraud involves (i) an amount which is less than Rs. 10 Lakh or 1.00% of the turnover of our Company, which is lower; and (ii) does not involve public interest, then such fraud is punishable with an imprisonment for a term extending up to five years or a fine of an amount extending up to Rs. 20 Lakhs or with both.

Pre-closure

Our Company reserves the right to close the Issue at any time prior to the Issue Closing Date, subject to receipt of minimum subscription or as may be specified in this Draft Prospectus. Our Company shall Allot ZCZP Instruments with respect to the Applications received until the time of such pre-closure in accordance with the Basis of Allotment as described hereinabove and subject to applicable statutory and/or regulatory requirements. In the event of such early closure of the Issue, our Company may issue the public notice of such early closure on or before such early date of closure is published or the Issue Closing Date, as applicable, through advertisement(s).

Minimum subscription

In terms of the SEBI ICDR Regulations, for an issuer undertaking a public issue of zero coupon zero principal instruments the minimum subscription for such public issue of zero coupon zero principal instruments shall be 75% of the Issue Size.

If our Company does not receive the minimum subscription of 75% of Issue Size, prior to the Issue Closing Date, the entire Application Amount shall be refunded to the Applicants.

Further, no separate arrangements have been made in case of subscription above 75% of the Issue Size but below 100% of the Issue Size.

In case the subscription above 75% of the Issue Size but below 100% of the Issue Size is not arranged, the impact on achieving social objectives is as follows:

If case of subscription above 75% of the Issue Size but below 100% of the Issue Size, the number of youth trained will get reduced on a pro rata basis.

Under Section 39(3) of the Companies Act, 2013 and Rule 11(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, if the stated minimum subscription amount is not received within the specified period, the application money received is to be credited only to the bank account from which the subscription was remitted. To the extent possible, where the required information for making such refunds is available with our Company and/or the

Registrar, refunds will be made to the account prescribed. However, where our Company and/or the Registrar does not have the necessary information for making such refunds, our Company and/or the Registrar will follow the guidelines prescribed by SEBI in this regard.

Utilisation of Application Amount

The sum received in respect of the Issue will be kept in the Escrow Account and we will have access to such funds only upon

Allotment or refunds, whichever is later of the ZCZP Instruments and on receipt of listing approval from the Stock Exchange as per applicable provisions of law(s), regulations and approvals.

Utilisation of Issue Proceeds

- (a) All monies received pursuant to the issue of ZCZP Instruments to public shall be transferred to a separate bank account other than the bank account referred to in sub-section (3) of Section 40 of the Companies Act, 2013;
- (b) Our Company shall submit to the Stock Exchanges a statement in respect of utilisation of the Net Proceeds, on a quarterly basis, containing (a) category-wise amount of monies raised, (b) category-wise amount of monies utilized, balance amount remaining unutilized, until the utilization of the Net Proceeds in accordance with this Draft Prospectus;
- (c) Our Company confirms that the unutilized amounts from the Net Proceeds shall be kept in a separate bank account and shall not be co-mingled with other funds;
- (d) Our Company shall utilize the Issue proceeds only up on (i) receipt of minimum subscription; (ii) completion of Allotment in compliance with Section 40 of the Companies Act, 2013; and (iii) receipt of listing approval from Stock Exchanges; and
- (e) The Issue proceeds shall not be utilized towards full or part consideration for the purchase or any other acquisition, inter alia by way of a lease, of any immovable property.

Listing

The ZCZP Instruments offered through this Draft Prospectus are proposed to be listed on the Stock Exchanges. Our Company has obtained “in-principle” approvals for the Issue from NSE vide its letter dated [•]. For the purposes of the Issue, NSE Social Stock Exchange shall be the Designated Stock Exchange.

Our Company will use best efforts to ensure that all steps for the completion of the necessary formalities for listing at the Stock Exchanges are taken within 10 (ten) trading days of the Issue Closing Date.

Monitoring and Reporting of Utilisation of Issue Proceeds

There is no requirement for appointment of a monitoring agency in terms of the SEBI ICDR Regulations. Our Company shall monitor the utilization of the proceeds of the Issue as prescribed under the SEBI Listing Regulations.

ISSUE PROCEDURE

This section applies to all Applicants. Please note that all Applicants are required to pay the full Application Amount while making an Application. Applicants should note that they shall submit their Applications to the Registrar to the Issue as mentioned on the Application Form. Applicants are advised to make their independent investigations and ensure that their Applications do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable law or as specified in this Draft Prospectus.

Our Company does not accept any responsibility for the completeness and accuracy of the information stated in this section and are not liable for any amendment, modification or change in the applicable law which may occur after the date of this Draft Prospectus. Investors are advised to make their independent investigations and ensure that their Applications are submitted in accordance with applicable laws.

OUR COMPANY SHALL NOT BE RESPONSIBLE OR LIABLE FOR ANY ERRORS OR OMISSIONS ON THE PART OF THE REGISTRAR TO THE ISSUE IN CONNECTION WITH THE COLLECTION OF APPLICATION FORMS IN RESPECT OF THE ISSUE. FURTHER, THE REGISTRAR TO THE ISSUE WILL BE RESPONSIBLE FOR ADDRESSING INVESTOR GRIEVANCES ARISING FROM APPLICATIONS.

Please note that for the purpose of this section, the term “Working Day” shall mean where Working Days shall mean all days, excluding Saturdays, Sundays and holiday of commercial banks in Mumbai. Furthermore, for the purpose of post issue period, i.e., period beginning from Issue Closing Date to listing of the ZCZP Instruments, Working Days shall mean all trading days of Stock Exchanges excluding Saturdays, Sundays, and bank holidays in Mumbai.

Availability of this Draft Prospectus, Prospectus and Application Forms

The copies of this Draft Prospectus, the Prospectus, together with Application Forms may be obtained from our Registered Office and the Registrar to the Issue. Additionally, the Prospectus and the Application Forms will be available for download on the website of NSE at www.nseindia.com. A unique application number (“UAN”) will be generated for every Application Form downloaded from the website of the Stock Exchanges i.e., NSE at www.nseindia.com.

In addition, Application Forms would also be made available to all the recognised stock exchanges.

Our Company may provide Application Forms for being filled and downloaded at such websites as we may deem fit. The Issuer may also provide Application Forms for being downloaded and filled at such websites as it may deem fit.

Who can apply?

The following categories of persons are eligible to apply in the Issue.

Institutional Investors

- a mutual fund, venture capital fund and alternative investment fund registered with SEBI;
- a public financial institution;
- a scheduled commercial bank;
- a state industrial development corporation;
- an insurance company registered with the Insurance Regulatory and Development Authority of India;
- a provident fund with minimum corpus of twenty five crore rupees;
- a pension fund with minimum corpus of twenty five crore rupees registered with the Pension Fund Regulatory and Development Authority established under sub-section (1) of section 3 of the Pension Fund Regulatory and Development Authority Act, 2013;
- National Investment Fund set up by resolution no. F. No. 2/3/2005-DDII dated November 23, 2005, of the Government of India published in the Gazette of India;
- insurance funds set up and managed by army, navy or air force of the Union of India;
- insurance funds set up and managed by the Department of Posts, India; and
- systemically important non-banking financial companies.

Non-institutional Investors

- Any investor other than a retail individual investor and Institutional Investors, except for investors who are not eligible to invest in ZCZP Instruments. For further details, see “*Issue Procedure*” on page 55 of this Draft Prospectus.

Foreign investors and retail individual investors are not permitted to participate in the Issue.

Note: Participation of any of the aforementioned categories of persons or entities is subject to the applicable statutory and/or regulatory requirements in connection with the subscription to Indian securities by such categories of persons or entities.

APPLICATIONS BY VARIOUS APPLICANT CATEGORIES

Applications by Mutual Funds

A separate Application can be made in respect of each scheme of an Indian mutual fund registered with SEBI and such Applications shall not be treated as multiple Applications. Applications made by the AMC or custodians of a Mutual Fund shall clearly indicate the name of the concerned scheme for which the Application is being made. An Application Form by a mutual fund registered with SEBI for Allotment of the ZCZP Instruments must be also accompanied with the certified true copies of (i) its SEBI registration certificates (ii) the trust deed in respect of such mutual fund (ii) a resolution authorizing investment and containing operating instructions and (iii) specimen signatures of authorized signatories.

Application by Scheduled Commercial Banks

Scheduled Commercial Banks can apply in the Issue based upon their own investment limits and approvals. Applications by them for Allotment of the ZCZP Instruments must be accompanied with the certified true copies of (i) memorandum and articles of association/charter of constitution; (ii) power of attorney; (iii) a board resolution authorizing investment; and (iv) a letter of authorization. Failing this, our Company reserves the right to accept or reject any Application for Allotment of the ZCZP Instruments in whole or in part, in either case, without assigning any reason therefor.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason therefor.

Application by Insurance Companies

Insurance companies registered with the IRDAI can apply in the Issue based on their own investment limits and approvals in accordance with the regulations, guidelines and circulars issued by the IRDAI. The Application Form must be accompanied with the certified true copies of their (i) memorandum and articles of association/charter of constitution; (ii) power of attorney; (iii) resolution authorising investments/containing operating instructions; and (iv) specimen signatures authorized signatories.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason therefor.

Applications by Alternative Investments Funds

Applications made by alternative investment funds eligible to invest in accordance with the Securities and Exchange Board of India (Alternative Investment Fund) Regulations 2012 as amended (the “**SEBI AIF Regulations**”) for Allotment of the ZCZP Instruments must be accompanied with the certified true copies of (i) SEBI registration certificate; (ii) a resolution authorizing investment and containing operating instructions; and (iii) specimen signatures authorized persons. The Alternative Investment Funds shall at all times comply with the requirements applicable to it under the SEBI AIF Regulations and the relevant notifications issued by SEBI.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason therefor.

Applications by Associations of persons and/or bodies established pursuant to or registered under any central or state statutory enactment

In case of Applications made by Associations of persons and/or bodies established pursuant to or registered under any central or state statutory enactment, must submit a (i) certified copy of the certificate of registration or proof of constitution, as applicable, (ii) Power of Attorney, if any, in favour of one or more persons thereof, (iii) such other documents evidencing registration thereof under applicable statutory/regulatory requirements. Further, any trusts applying for the ZCZP Instruments pursuant to the Issue must ensure that (a) they are authorized under applicable statutory/regulatory requirements and their constitution instrument to hold and invest in ZCZP Instruments, (b) they have obtained all necessary approvals, consents or other authorisations, which may be required under applicable statutory and/or regulatory requirements to invest in ZCZP Instruments, and (c) Applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and/or regulatory provisions.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason, therefore.

Applications by Trusts

In case of Applications made by trusts, settled under the Indian Trusts Act, 1882, as amended, or any other statutory and/or regulatory provision governing the settlement of trusts in India, must submit a (i) certified copy of the registered instrument for creation of such trust, (ii) power of attorney, if any, in favour of one or more trustees thereof, (iii) such other documents evidencing registration thereof under applicable statutory/regulatory requirements. Further, any trusts applying for the ZCZP Instruments pursuant to the Issue must ensure that (a) they are authorized under applicable statutory/regulatory requirements and their constitution instrument to hold and invest in ZCZP Instruments, (b) they have obtained all necessary approvals, consents or other authorisations, which may be required under applicable statutory and/or regulatory requirements to invest in ZCZP Instruments, and (c) Applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and/or regulatory provisions.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason therefor.

Applications by Public Financial Institutions, which are authorized to invest in the ZCZP Instruments

The Application must be accompanied by certified true copies of: (i) any Act/ Rules under which they are incorporated; (ii) board resolution authorising investments; and (iii) specimen signature of authorized person.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason therefor.

Applications made by companies, bodies corporate and societies registered under the applicable laws in India

The Application must be accompanied by certified true copies of: (i) any act/ rules under which they are incorporated; (ii) Board Resolution authorising investments; and (iii) Specimen signature of authorized person.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason therefor.

Partnership firms formed under applicable Indian laws in the name of the partners and Limited Liability Partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008

Applications made by partnership firms and limited liability partnerships formed and registered under the Limited Liability Partnership Act, 2008 must be accompanied by certified true copies of: (i) the partnership deed for such Applicants; (ii) any documents evidencing registration of such Applicant thereof under applicable statutory/regulatory requirements; (iii) a resolution authorizing the investment and containing operating instructions; and (iv) specimen signature of authorized persons of such Applicant.

Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the ZCZP Instruments in whole or in part, in either case, without assigning any reason therefor.

Applications under a power of attorney by limited companies, corporate bodies and registered societies

In case of Applications made pursuant to a power of attorney by Applicants, a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws must be lodged along with the Application Form.

Failing this, our Company reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason therefor.

In case of Applications made pursuant to a power of attorney by Applicants, a certified copy of the power of attorney must be lodged along with the Application Form.

Failing this our Company, reserves the right to reject such Applications. Our Company, in its absolute discretion, reserves the right to relax the above condition of attaching the power of attorney along with the Application Forms subject to such terms and conditions that our Company may deem fit.

Applications by provident funds, pension funds, which are authorized to invest in the ZCZP Instruments

Applications by provident funds, pension funds, superannuation funds and gratuity funds which are authorized to invest in the ZCZP Instruments, for Allotment of the ZCZP Instruments must be accompanied by certified true copies of: (i) any act/rules under which they are incorporated; (ii) a power of attorney, if any, in favour of one or more trustees thereof, (ii) a board resolution authorizes investments; (iii) such other documents evidencing registration thereof under applicable statutory/regulatory requirements; (iv) specimen signature of authorized person; (v) a certified copy of the registered instrument for creation of such fund/trust; and (vi) any tax exemption certificate issued by Income Tax authorities.

Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the ZCZP Instruments in whole or in part, in either case, without assigning any reason therefor.

Applications by National Investment Funds

Application made by a National Investment Fund for Allotment of the ZCZP Instruments must be accompanied by certified true copies of: (i) a resolution authorizes investment and containing operating instructions; and (ii) specimen signatures of authorized persons.

Failing this, our Company reserves the right to accept or reject any Applications for Allotment of the ZCZP Instruments in whole or in part, in either case, without assigning any reason therefor.

Applications by Systematically Important Non-banking financial companies

Applications made by systematically important non-banking financial companies registered with the RBI and under other applicable laws in India must be accompanied by certified true copies of: (i) memorandum and articles of association/charter of constitution; (ii) power of attorney;(iii) board Resolution authorizes investments; and (iii) specimen signature of authorized person.

Failing this, our Company reserves the right to accept or reject any Applications in whole or in part, in either case, without assigning any reason therefor.

Applicants are advised to ensure that Applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and or regulatory provisions.

Applicants are advised to ensure that they have obtained the necessary statutory and/or regulatory permissions/consents/approvals in connection with applying for, subscribing to, or seeking allotment of ZCZP Instruments pursuant to the Issue.

Escrow Mechanism

We shall open an Escrow Account with the Escrow Collection Bank in whose favour the Applicants shall transfer through direct credit / NACH / NEFT / RTGS or shall issue cheque / demand draft in respect of their Application. Cheques or demand drafts received for the application Amount from investors would be deposited in the respective

Escrow Account. The Escrow Collection Bank will act in terms of this Draft Prospectus and the Escrow Agreement. The Escrow Collection Bank shall not exercise any lien whatsoever over the monies deposited therein. Upon completion of the Allotment or refunds, whichever is later, the Escrow Collection Bank shall transfer the monies from the Escrow Account to the bank account of our Company as per the terms of the Escrow Agreement. Payments of refund to the Applicants shall also be made from the Escrow Account as per the terms of the Escrow Agreement and this Draft Prospectus.

The information below is given for the benefit of Applicants. Our Company is not liable for any amendment or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Prospectus.

How to apply?

Copies of the Prospectus together with Application Form may be obtained from our Registered Office and the Registrar to the Issue. Additionally, the Prospectus and the Application Forms will be available for download on the website of NSE at www.nseindia.com.

Applications Forms will also be available on the website of the Stock Exchange. A unique application number (“UAN”) will be generated for every Application Form downloaded from the websites of the Stock Exchange.

Please note that there is a single Application Form.

Method of Application

An eligible investor desirous of applying in this Issue can make Applications through the physical mode only.

Applicants intending to subscribe in the Issue shall submit a duly filled Application Form to the Registrar to the Issue. All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

All Application Forms duly completed together with cheque/demand draft, if applicable for the amount payable on application must be delivered before the Issue Closing Date to the Registrar to the Issue. In case the Applicant has transferred the Application Amount by way of an electronic transfer to the Escrow Account, then the Applicant shall necessarily mention the UTR no. and date of transfer in the Application Form.

Application Size

Each Application should be for a minimum of Rs. 2,00,000 i.e 20,000 ZCZP instruments and in multiples of 50,000 ZCZP Instruments) thereafter. Applicants can apply for the ZCZP Instruments offered hereunder provided the Applicant has applied for minimum application size using the same Application Form.

Applicants are advised to ensure that applications made by them do not exceed the investment limits or maximum number of ZCZP Instruments that can be held by them under applicable statutory and or regulatory provisions.

Applications cannot be made by:

Retail individual investors and foreign investors (including persons resident outside India, foreign nationals, non-resident Indians, overseas citizens of India, foreign institutional investors, foreign portfolio investors, foreign venture capital investors).

Terms of Payment

The entire issue price for the ZCZP Instruments is payable on application only. In case of allotment of lesser number of ZCZP Instruments than the number applied, our Company shall refund the excess amount paid on application to the applicant.

Payment instructions for Applicants

Our Company shall open an Escrow Account with the Escrow Collection Bank for the collection of the application

amount payable upon submission of the Application Form.

Payment shall be made by way of direct credit / NACH / NEFT / RTGS / cheque / demand draft. Outstation cheques /demand drafts drawn on banks not participating in the clearing process will not be accepted and applications accompanied by such cheques or demand drafts are liable to be rejected. Any payment by way of cash or stock invest will not be accepted. In case payment is effected in contravention of the conditions mentioned herein, the Application is liable to be rejected and application money will be refunded and no interest will be paid thereon.

All Application Forms received with outstation cheques, post-dated cheques, cheques / demand drafts drawn on banks not participating in the clearing process shall be rejected and the Registrar shall not be responsible for such rejections.

The Escrow Collection Bank shall transfer the funds from the Escrow Account, as per the terms of the Escrow Agreement, into a separate bank account after the completion of the Allotment or refunds, whichever is later.

All cheques / demand drafts accompanying the application should be crossed "*A/c payee only*" and must be made payable to [•].

The Applicants shall ensure that the bank account linked with the Depositories is used for making the payment for Application.

Payment mechanism for Applicants

An Applicant may submit the completed Application Form to Registrar to the Issue along with cheque / demand draft.

The Applicants may also pay their Application Amounts by direct credit / NACH / NEFT / RTGS or may issue cheque / demand draft in respect of their Application to the below bank account:

Escrow Account Details:*

Bank Name: [•]

Account No.: [•]

Account Name: [•]

IFSC Code: [•]

Account Type: [•]

*To be populated in the Prospectus

In case of payment by way of cheque / demand draft, the same shall be attached to the Application Form. In case the Applicant has transferred the Application Amount by way of an electronic transfer to the Escrow Account, then the Applicant shall necessarily mention the UTR no. and date of transfer in the Application Form.

All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

Additional information for Applicants

1. Application Forms submitted by Applicants whose beneficiary accounts are inactive shall be rejected.
2. All applications Forms duly completed and accompanied by account payee cheques / demand drafts shall be submitted with the Registrar to the Issue before the Issue Closing Date. The Registrar to the Issue will not accept payments made in cash. However, Application Forms duly completed together with cheque/demand draft drawn on/payable at a local bank in Mumbai for the amount payable on application, if applicable, shall be sent by Registered Post or by hand delivery to the Corporate Office of the Registrar, so as to reach the Registrar prior to the Issue Closing Date. Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date. No separate receipts will be issued for the money to be

paid on the submission of Application Form.

3. Application Forms submitted by Applicants shall be for allotment of ZCZP Instruments only in dematerialized form.

Filing of the Prospectus with ROC

A copy of the Prospectus shall be filed with the ROC in accordance with Section 26 and Section 31 of the Companies Act, 2013 and the rules framed thereunder, each as amended.

Instructions for completing the Application Form

1. Applications must be made in the prescribed Application Form.
2. Application Forms are to be completed in full, in BLOCK LETTERS in ENGLISH and in accordance with the instructions contained in the Prospectus and the Application Form. Incomplete Application Forms are liable to be rejected. Applicants should note that the Registrar will not be liable for errors in data entry due to incomplete or illegible Application Forms.
3. Applications are required to be for a minimum of 2,00,000 ZCZP Instruments and in multiples of 50,000 ZCZP Instruments thereafter as specified in the Issue Documents.
4. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule in the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal.
5. Applications should be in single name. Applicants are required to ensure that the PAN Details of the HUF are mentioned and not those of the Karta.
6. Applicants applying for Allotment must provide details of valid and active DP ID, Client ID and PAN clearly and without error. On the basis of such applicant's active DP ID, Client ID and PAN provided in the application Form, the Registrar to the Issue will obtain from the Depository the Demographic Details. Invalid accounts, suspended account or where such account is classified as invalid or suspended may not be considered for Allotment of the ZCZP Instruments.
7. Applicants must ensure that their Application Forms are made in a single name.
8. The minimum number of Applications and minimum application size shall be specified in the Prospectus. Applicants may apply for ZCZP Instruments Applied for in a single Application Form.
9. All applicants are required to tick the relevant column in the "Category of Investor" box in the application Form.

Applicants should note that the Registrar will not be liable for error in data entry due to incomplete or illegible Application Forms. Our Company would allot the ZCZP Instruments, as specified in the Prospectus for the Issue to all valid Applications`.

Applicants' PAN, Depository Account and Bank Account Details.

ALL APPLICANTS APPLYING FOR ALLOTMENT OF THE ZCZP INSTRUMENTS SHOULD MENTION THEIR

DP ID, CLIENT ID AND PAN IN THE APPLICATION FORM. APPLICANTS MUST ENSURE THAT THE DP ID, CLIENT ID AND PAN GIVEN IN THE APPLICATION FORM IS EXACTLY THE SAME AS THE DP ID, CLIENT ID AND PAN AVAILABLE IN THE DEPOSITORY DATABASE.

On the basis of the DP ID, Client ID and PAN provided by them in the Application Form, the Registrar to the Issue will obtain from the Depository the Demographic Details of the Applicants including PAN and MICR code. These Demographic Details would be used for giving Allotment Advice to the Applicants. Hence, Applicants are advised to immediately update their Demographic Details (including bank account details) as

appearing on the records of the Depository Participant and ensure that they are true and correct. Please note that failure to do so could result in delays in authorizing to Applicants, delivery of Allotment Advice at the Applicants' sole risk, and neither the Registrar, nor our Company shall have any responsibility and undertake any liability for the same.

These Demographic Details would be used for all correspondence with the Applicants including mailing of the Allotment Advice. The Demographic Details given by Applicants in the Application Form would not be used for any other purpose by the Registrar to the Issue except in relation to this Issue. By signing the Application Form, Applicants applying for the ZCZP Instruments would be deemed to have authorized the Depositories to provide, upon request, to the Registrar, the required Demographic Details as available on its records.

Allotment Advice would be mailed by post or e-mail at the address of the Applicants in accordance with the Demographic Details received from the Depositories. Applicants may note that delivery of Allotment Advice may get delayed if the same once sent to the address obtained from the Depositories are returned undelivered. Further, please note that any such delay shall be at the applicants' sole risk and neither our Company nor the Registrar to the Issue shall be liable to compensate the Applicant for any losses caused to the Applicants due to any such delay or liable to pay any interest for such delay.

In case of Applications made under powers of attorney, our Company in its absolute discretion, reserves the right to permit the holder of a power of attorney to request the Registrar to the Issue that for the purpose of printing particulars on and mailing of the Allotment Advice through post, the Demographic Details obtained from the Depository of the Applicant shall be used.

With effect from August 16, 2010, the beneficiary accounts of Applicants for whom PAN details have not been verified shall be suspended for credit and no credit of ZCZP Instruments pursuant to this Issue will be made into the accounts of the Applicants. Application Forms submitted by Applicants whose beneficiary accounts are inactive shall be rejected.

Applicants should note that the ZCZP Instruments will be allotted to all successful Applicants only in dematerialized form. The Application Forms which do not have the details of the Applicants' depository account including DP ID, Client ID and PAN shall be treated as incomplete and will be rejected.

APPLICATIONS FOR ALLOTMENT OF ZCZP INSTRUMENTS IN THE DEMATERIALIZED FORM

Submission of Applications

All Application Forms duly completed together with cheque/demand draft, drawn on/payable at a local bank in Mumbai for the amount payable on application, if applicable, shall be sent by Registered Post or by hand delivery to the Corporate Office of the Registrar, so as to reach the Registrar prior to the Issue Closing Date.

In case the Applicant has transferred the Application Amount by way of an electronic transfer to the Escrow Account, then the Applicant shall necessarily mention the UTR no. and date of transfer in the Application Form.

All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

In case of hand delivery of the Application Form, an acknowledgement shall be issued by Registrar to the Applicant as proof of having accepted the Application.

Applications shall be deemed to have been received by us only when submitted to the Registrar as detailed above and not otherwise.

Online Applications

Our Company shall not provide any facility to submit applications in online mode.

INSTRUCTIONS FOR FILLING-UP THE APPLICATION FORM

General Instructions

A. General instructions for completing the Application Form

- Applications must be made in prescribed Application Form only;
- Application Forms must be completed in block letters in English, as per the instructions contained in this Draft Prospectus, the Prospectus and the Application Form;
- Applicants must apply for Allotment in dematerialised form and must provide details of valid and active DP ID, Client ID and PAN clearly and without error. On the basis of such Applicant's Active DP ID, Client ID and PAN provided in the Application Form.
- The minimum number of Applications and minimum application size shall be specified in the Prospectus.
- Applications should be in single name. If the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form. This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form;
- Applications should be made by Karta in case of HUFs. Applicants are required to ensure that the PAN details of the HUF are mentioned and not those of the Karta;
- Thumb impressions and signatures other than in English/Hindi/Gujarati/Marathi or any other languages specified in the 8th Schedule of the Constitution need to be attested by a Magistrate or Notary Public or a Special Executive Magistrate under his/her seal;
- No separate receipts will be issued for the money payable on the submission of the Application Form.
- Every Applicant should hold valid Permanent Account Number (PAN) and mention the same in the Application Form;
- All Applications where payment is being made by cheque / demand draft should be submitted to the Registrar to the Issue before the Issue Closing Date. Further, Applications where payment is being made by electronic bank transfer should reach the Registrar to the Issue within up to 3 (three) Working Days from the Issue Closing Date, provided that such extended time shall be available only if the Application Amount has been received in the Escrow Account prior to the Issue Closing Date.

Our Company would allot the series of ZCZP Instruments, as specified in the Prospectus to all valid Applications

B. Applicants' Beneficiary Account and Bank Account Details

Applicants applying for Allotment in dematerialized form must mention their DP ID, Client ID and PAN in the Application Form and ensure that the name provided in the Application Form is exactly the same as the name in which the Beneficiary Account is held. In case the Application Form for Allotment in dematerialized form is submitted in the first Applicants' Name it should be ensured that the Beneficiary Account is held in the same join names and in the same sequence in which the appear in the Application Form. In case the DP ID, Client ID and PAN mentioned in the Application Form for Allotment in dematerialized form do not match with the DP ID, Client ID and PAN available in the Depository database or in case PAN is not available in the Depository database, the Application Form for Allotment in dematerialized form is liable to be rejected. Further, Application Forms submitted by Applicants applying for Allotment in dematerialized form, whose beneficiary accounts are inactive, will be rejected.

On the basis of the DP ID and Client ID provided by the Applicant in the Application Form for Allotment in dematerialized form, the Registrar to the Issue will obtain from the Depositories the Demographic Details of the Applicant including PAN, address, Magnetic Ink Character Recognition (“MICR”) Code and occupation. These Demographic Details would be used for giving Allotment Advice and refunds (including through physical refund warrants, direct credit, NACH, NEFT and RTGS), if any, to the Applicants. Hence, Applicants are advised to immediately update their Demographic Details as appearing on the records of the DP and ensure that they are true and correct, and carefully fill in their Beneficiary Account details in the Application Form. Failure to do so could result in delays in dispatch/credit of refunds to Applicants and delivery of Allotment Advice at the Applicants’ sole risk and neither our Company, Registrar to the Issue nor the Stock Exchanges will bear any responsibility or liability for the same.

The Demographic Details would be used for correspondence with the Applicants including mailing of the Allotment Advice. Allotment Advice would be mailed at the address of the Applicant as per the Demographic Details received from the Depositories.

In case of Applications made under power of attorney, our Company in its absolute discretion, reserves the right to permit the holder of Power of Attorney to request the Registrar that for the purpose of printing particulars on the mailing of Allotment Advice, the demographic details obtained from the Depository of the Applicant shall be used.

By signing the Application Form, the Applicant would be deemed to have authorized the Depositories to provide, upon request, to the Registrar to the Issue, the required Demographic Details as available on its records. The Demographic Details given by Applicant in the Application Form would not be used for any other purpose by the Registrar to the Issue except in relation to the Issue.

The beneficiary accounts of Applicants for whom PAN details have not been verified shall be suspended for credit and no credit of ZCZP Instruments pursuant to the Issue will be made into the accounts of such Applicants. Application Forms submitted by Applicants whose beneficiary accounts are inactive shall be rejected. Furthermore, in case no corresponding record is available with the Depositories, which matches the three parameters, namely, DP ID, Client ID and PAN, then such Application are liable to be rejected.

C. Permanent Account Number (PAN)

The Applicant should mention his or her PAN allotted under the IT Act. For minor Applicants, applying through the guardian, it is mandatory to mention the PAN of the minor Applicant. However, Applications on behalf of the Central or State Government officials and the officials appointed by the courts in terms of a SEBI circular dated June 30, 2008, and Applicants residing in the state of Sikkim who in terms of a SEBI circular dated July 20, 2006, may be exempt from specifying their PAN for transacting in the securities market. In accordance with Circular No. MRD/DOP/Cir- 05/2007 dated April 27, 2007, issued by SEBI, the PAN would be the sole identification number for the participants transacting in the securities market, irrespective of the amount of transaction. Any Application Form, without the PAN is liable to be rejected, irrespective of the amount of transaction. It is to be specifically noted that the Applicants should not submit the GIR number instead of the PAN as the Application is liable to be rejected on this ground.

However, the exemption for the Central or State Government and the officials appointed by the courts and for investors residing in the state of Sikkim is subject to the Depository Participants verifying the veracity of such claims by collecting sufficient documentary evidence in support of their claims. At the time of ascertaining the validity of these Applications, the Registrar to the Issue will check under the Depository records for the appropriate description under the PAN field i.e., either Sikkim category or exempt category.

General Instructions

Do’s

1. Check if you are eligible to apply as per the terms of the Prospectus and applicable law;
2. Read all the instructions carefully and complete the Application Form in the prescribed form;
3. Ensure that you have obtained all necessary approvals from the relevant statutory and/or regulatory authorities to apply for, subscribe to and/or seek Allotment of ZCZP Instruments pursuant to the Issue;

4. Ensure that the DP ID and Client ID are correct and beneficiary account is activated for Allotment of ZCZP Instruments in dematerialized form. The requirement for providing Depository Participant details shall be mandatory for all Applicants;
5. Ensure that you have been given an acknowledgement as proof of the Registrar having accepted the Application Form in case of hand delivery of Application Forms;
6. Ensure that signatures other than in the languages specified in the Eighth Schedule to the Constitution of India are attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal;
7. In case of an HUF applying through its Karta, the applicant is required to specify the name of an applicant in the Application Form as "XYZ Hindu Undivided Family applying through PQR, where PQR is the name of the Karta. However, the PAN of the HUF should be mentioned in the Application Form and not that of the Karta;
8. Ensure that the Demographic Details including PAN are updated, true and correct in all respects;
9. Ensure that if the depository account is held in joint names, the Application Form should contain the name and PAN of the person whose name appears first in the depository account and signature of only this person would be required in the Application Form. This Applicant would be deemed to have signed on behalf of joint holders and would be required to give confirmation to this effect in the Application Form;
10. Ensure that your Application Form is submitted with the Registrar to the Issue; and
11. Ensure that you have correctly ticked, provided or checked the authorisation box in the Application Form

Don'ts:

1. Do not apply for lower than the minimum application size;
2. Do not fill up the Application Form such that the ZCZP Instruments applied for exceeds the Issue size and/or investment limit or maximum number of ZCZP Instruments that can be held under the applicable laws or regulation or maximum amount permissible under the applicable regulations;
3. Do not submit the GIR number instead of the PAN as the Application is liable to be rejected on this ground;
4. Do not submit incorrect details of the DP ID, Client ID and PAN or provide details for a beneficiary account which is suspended or for which details cannot be verified by the Registrar to the Issue;
5. Do not submit Applications on plain paper or on incomplete or illegible Application Forms;
6. Do not apply if you are not competent to contract under the Indian Contract Act, 1872;
7. Do not submit an Application in case you are not eligible to acquire ZCZP Instruments under applicable law or your relevant constitutional documents or otherwise;
8. Do not apply if you are a person ineligible to apply for ZCZP Instruments under the Issue;
9. Do not make an application of the ZCZP Instrument on multiple copies taken of a single form;

Depository Arrangements

Our Company has made depository arrangements with NSDL and CDSL for issue and holding of the ZCZP Instruments in authorized form.

In this context:

1. Tripartite Agreement dated [•], between us, the Registrar to the Issue and CDSL for offering depository option to the Applicants.
2. Tripartite Agreement dated [•], between us, the Registrar to the Issue and NSDL for offering depository option to the Applicants.

3. An Applicant must have at least one beneficiary account with any of the Depository Participants (DPs) of NSDL or CDSL prior to making the Application.
4. ZCZP Instruments allotted to an applicant will be credited directly to the Applicants' respective beneficiary account(s) with the DP.
5. Non-transferable Allotment Advice will be directly sent to the Applicant by the Registrar to the Issue.

For further information relating to Applications for Allotment of the ZCZP Instruments in authorized form, please see the section titled "issue Procedure" on page 55 in this draft Prospectus.

Communications

All future communications in connection with Applications made in the Issue should be addressed to the Registrar to the Issue quoting all relevant details as regards the Applicant and its Application. Applicants can contact our Company Secretary and Compliance Officer or the Registrar to the Issue in case of any pre Issue related problems and/or post-Issue related problems such as non-receipt of Allotment Advice non-credit of ZCZP Instruments in the depository's beneficiary account/etc.

Undertaking by the Issuer

Statement by the Board:

- (a) All monies received pursuant to the Issue of ZCZP Instruments to public shall be transferred to a separate bank account as referred to in sub-section (3) of section 40 of the Companies Act, 2013.
- (b) Details of all monies utilized out of Issue referred to in sub-item (a) shall be disclosed under an appropriate separate head in our balance sheet indicating the purpose for which such monies had been utilized.
- (c) Details of all unutilized monies out of issue of ZCZP Instruments, if any, referred to in sub-item (a) shall be disclosed under an appropriate separate head in our Balance Sheet indicating the form in which such unutilized monies have been invested.
- (d) Our Company shall submit to the Stock Exchanges a statement in respect of utilisation of the Net Proceeds, on quarterly basis, containing (a) category-wise amount of monies raised, (b) category-wise amount of monies utilized, balance amount remaining unutilized, until the utilization of the Net Proceeds in accordance with this Draft Prospectus.

Our Company undertakes that:

- (a) Complaints received in respect of the Issue will be attended to by our Company expeditiously and satisfactorily.
- (b) Our Company will take necessary steps for the purpose of getting the ZCZP Instruments listed within the specified time, i.e., within 10 (ten) trading days of the Issue Closing Date.
- (c) Funds required for dispatch of Allotment Advice will be made available by our Company to the Registrar to the Issue.
- (d) We shall make necessary disclosures/reporting under any other legal or regulatory requirement as may be required by our Company from time to time.

Rejection of Applications

As set out below or if all required information is not provided or the Application Form is incomplete in any respect, the Board of Directors of our Company reserves its full, unqualified and absolute right to accept or reject any Application in whole or in part and in either case without assigning any reason thereof.

Application may be rejected on one or more technical grounds, including but not restricted to:

- Application by persons not competent to contract under the Indian Contract Act, 1872, as amended, (other than minors having valid Depository Account as per Demographic Details provided by Depositories);
- Applications by retail or foreign investors;
- Applications not being signed by the sole Applicant;

- Application Amount blocked being higher or lower than the value of ZCZP Instruments Applied for. However, our Company may allot ZCZP Instruments up to the number of ZCZP Instruments Applied for, if the value of such ZCZP Instruments Applied for exceeds the minimum application size;
- Applications where a registered address in India is not provided for the Applicant;
- In case of partnership firms (except LLPs), ZCZP Instruments applied for in the name of the partnership and not the names of the individual partners(s);
- DP ID and Client ID not mentioned in the Application Form;
- GIR number furnished instead of PAN;
- Applications for an amount below the minimum application size;
- Applications by persons who are not eligible to acquire ZCZP Instruments of our Company in terms of applicable laws, rules, regulations, guidelines and approvals;
- In case of Applications under power of attorney or by limited companies, corporate, trust etc., submitted without relevant documents;
- Applications accompanied by Stock invest/cash;
- Signature of sole Applicant missing;
- Applications by persons debarred from accessing capital markets, by SEBI or any other regulatory authority.
- Date of Birth for first/sole Applicant for persons applying for Allotment not mentioned in the Application Form.
- In case no corresponding record is available with the Depositories that matches three parameters namely, DP ID, Client ID and PAN or if PAN is not available in the Depository database;
- Applications for amounts greater than the maximum permissible amount prescribed by the regulations and applicable law;
- Applications by persons prohibited from buying, selling or dealing in shares, directly or indirectly, by SEBI or any other regulatory authority;
- Applications by any person outside India;
- Applications by other persons who are not eligible to apply for ZCZP Instruments under the Issue under applicable Indian or foreign statutory/regulatory requirements;
- Applications uploaded after the expiry of the allocated time on the Issue Closing Date, unless extended by the Stock Exchange, as applicable;
- Application Forms not delivered by the Applicant within the time prescribed as per the Application Form and the Prospectus;
- Applications by Applicants whose demat accounts have been 'suspended for credit' pursuant to the circular issued by SEBI on July 29, 2010, bearing number CIR/MRD/DP/22/2010;
- Where PAN details in the Application Form are not as per the records of the Depositories;
- Applications providing an inoperative demat account number.
- Applications being received post the Issue Closing Date where the payment of Application Amount is being made by cheque / demand draft.
- Applications being received upon expiry of 3 (three) Working Days where the payment of the Application Amount is being done by way of electronic bank transfer, provided the Application Amount was received in the Escrow Account prior to the Issue Closing Date.

Mode of making refunds

The Registrar to the Issue shall make refunds to the relevant bank accounts of the Applicants as per the Demographic detail given by the Depositories.

The mode of refund shall be undertaken in the following order of preference:

1. Direct Credit

Applicants having their bank account with the Escrow Collection Bank, shall be eligible to receive refunds, if any, through direct credit. The refund amount, if any, would be credited directly to their bank account with the Escrow Collection Bank.

2. NACH

National Automated Clearing House which is a consolidated system of ECS. Payment of refund would be done through NACH for Applicants having an account at one of the centres specified by the RBI, where such facility has been made available. This would be subject to availability of complete bank account details including Magnetic Ink Character Recognition (MICR) code wherever applicable from the depository. The payment of refund through NACH is mandatory for Applicants having a bank account at any of the centres where NACH

facility has been made available by the RBI (subject to availability of all information for crediting the refund through NACH including the MICR code as appearing on a cheque leaf, from the depositories), except where applicant is otherwise disclosed as eligible to get refunds through NEFT or Direct Credit or RTGS.

3. RTGS

Applicants having a bank account with a participating bank and whose refund amount exceeds Rs. 2,00,000 or such amount as may be fixed by the RBI from time to time have the option to receive refund through RTGS. Such eligible Applicants who indicate their preference to receive refund through RTGS are required to provide the Indian Financial System Code (“IFSC”) in the Application Form or intimate our Company and the Registrar to the Issue at least seven days prior to the Record Date. Charge, if any levied by the Applicants’ bank receiving the credit would be borne by the Applicant. In the event the same is not provided, refund shall be made through NACH subject to availability of complete bank account details for the same as stated above.

4. NEFT

Payment of refunds shall be undertaken through NEFT wherever the Applicants’ banks have been assigned the IFSC which can be linked to a Magnetic Ink Character Recognition (MICR) code, if any available to that particular bank branch. The IFSC Code will be obtained from the website of RBI as on a date immediately prior to the date of payment of refund, duly mapped with MICR numbers. Wherever the Applicants have registered their nine-digit MICR number and their bank account number while opening and operating the demat account, the same will be duly mapped with the IFSC of that particular bank branch and the payment of refund will be made to the applicants through this method.

Basis of Allotment

If the Issue is oversubscribed (i.e. if the subscription received is greater than the Issue Size), the allocation of ZCZP Instruments, in consultation with the Designated Stock Exchange, shall be on a proportionate basis.

Issuance of Allotment Advice

Our Company shall ensure dispatch of Allotment Advice as per the Demographic Details received from the Depositories within 8-10 Working Days of the Issue Closing Date. Instructions for credit of ZCZP Instruments to the beneficiary account with Depository Participants shall be made within 8-10 Working Days of the Issue Closing Date. Our Company will provide adequate funds required for dispatch of Allotment Advice, as applicable, to the Registrar to the Issue.

Investor Withdrawals and Pre-closure

Investor Withdrawal: Applicants can withdraw their Applications till the Issue Closing Date by submitting a request for the same to the Registrar, through whom the Application had been placed. In case an Applicant wishes to withdraw the Application after the Issue Closing Date, the same can be done by submitting a withdrawal request to the Registrar to the Issue prior to the finalization of the Basis of Allotment.

Pre-closure: Our Company reserves the right to close the Issue at any time prior to the Issue Closing Date, subject to receipt of minimum subscription or as may be specified in the Prospectus. Our Company shall allot ZCZP Instruments with respect to the Applications received until the time of such pre-closure in accordance with the Basis of Allotment as described hereinabove and subject to applicable statutory and/or regulatory requirements. In the event of such early closure of the Issue, our Company shall ensure that public notice of such early closure is published on or before such early date of closure or the Issue Closing Date, as applicable, through advertisement(s) in all those newspapers in which pre-issue advertisement have been given.

If our Company does not receive the minimum subscription of 75% of Issue Size prior to the Issue Closing Date the entire Application Amount shall be refunded to the Applicants.

**SECTION VIII -KEY PROVISIONS OF ARTICLES OF ASSOCIATION
MAIN PROVISIONS OF ARTICLES OF ASSOCIATION**

II. DEFINATION AND INTERPRETATIONS

2. Definitions:

- (a) “Act means the Companies Act 2013 as amended from time to time.
- (b) “Annual General Meeting” shall mean the annual general meeting of the members of the company held each year in accordance with the provisions of the act.
- (c) “Appropriate Governmental Authority” shall mean the relevant Ministry and/or Department of the Government of India or any state government/Union Territory, statutory bodies, autonomous organisations or corporations.
- (d) “Articles” means and includes these ‘Articles of Associates’ as originally framed or as modified from time to time.
- (e) “Auditor” shall mean the statutory auditor of the Company appointed in accordance with the applicable provisions of the Act.
- (f) “Company” means “**Manjari Foundation**”.
- (g) “Office” means registered office of the company for the time being.
- (h) “Directors” means the Director of the company for the time being and includes alternate Director.
- (i) Words imparting singular number shall include plural and vice versa, words importing masculine gender shall include the feminine gender and words importing person shall include bodies corporate, firms as well as Individuals.
- (j) "In Writing' and 'Written' include printing, lithography and other modes of representing or reproducing words in a visible form.
- k) Proxy includes Attorney duly constituted under a power of attorney.
- (l) “Reserved Matters' means matters requiring decision by shareholder with $\frac{3}{4}$ majority of existing shareholder.

PRIVATE COMPANY

3. The Company is a Private Company within the meaning of the Section 2(68) of the Companies Act, 2013 and accordingly:-

- (i) restricts the right to transfer its shares.
- (ii) Except in case of One Person Company, limits the number of its members to two hundred:

Provided that where two or more persons hold one or more shares in a Company jointly, they shall, for the purposes of this clause, be treated as a single member:

Provided further that-

(A) Persons who are in the employment of the Company, and persons who, having been formerly in the employment of the Company, were members of the Company while in at employment and have continued to be members after the employment ceased, shall not be included in the number of members; and

- (iii) Prohibits any invitation to the public to subscribe for any securities of the Company:

4. The Company intends to apply its profits, if any, or other income in promoting its objects and to prohibit the payment of any dividends to its members.

5. The management of the Company will be governed by these articles.

AUTHORISED CAPITAL

6. Share Capital

The Authorized share capital of the Company shall be such amount as may from time to time be authorized by the Memorandum. The Company shall have from time to time, power to increase, reduce, sub-divide or to repay the capital or divide the same into several classes and to attach thereto any rights and to consolidate or subdivide or reorganize the capital, subject to provisions of the Act, and vary such rights as may be determined in accordance with the Articles. The authorized share capital of the Company shall be such amount and be divided into such shares as may from time to time, be provided in clause VIII of the memorandum of association.

7. Restrictions on Use of Company's Funds/Shares

(a) The funds of the Company may be employed / utilized to achieve the objects of the Company.

(b) The promoters of the Company shall be prohibited from transferring the majority shares held by it in the Company till such time that the loan(s) or any other financial assistance (as the case may be) sanctioned to it, if any, are repaid in full.

(c) Subject to the provision herein, above shares shall be transferred by a holder only upon prior consent of the Board.

8. Allotment of Shares

Subject to the provisions of the Act and these Articles, the Shares shall be under the control of the Board who may allot or otherwise dispose of the same to such persons, on such terms and conditions, as it may think fit, whether pursuant to private placement or otherwise. The Board shall have full discretion to fix the amount of each sum called in respect of a Share and to determine the interval between two (2) calls.

9. Members

The subscribers to the memorandum and such other persons as the board shall admit to membership shall be members of the Company.

10. Share Certificate

(a) Every person whose name is entered as a Member in the Register shall be entitled to receive within three (3) months after allotment or within two (2) months of the application for registration of transfer (or within such other periods as the conditions of issue shall provide) one certificate for all his Shares or several certificates, each for one (1) or more of his Shares, without any payment.

b) Every certificate shall be under the Seal and shall specify the number and the distinctive number of Shares to which it relates and the amount paid up thereon

BORROWING POWERS

21. Subject to the provisions of the Act, and the Articles, the Company may receive grants, borrow monies, on such terms and conditions and from such sources as determined by the Board, for advancing the objects of the Company.

GENERAL MEETINGS

22. Annual General Meeting

The Company shall in each year hold in addition to any other board meeting or Extraordinary General Meeting, a meeting as its Annual General Meeting and not more than fifteen (15) months shall elapse between the two (2) Annual General Meetings of the Company. The first Annual General Meeting of the Company shall be held within eighteen (18) months from the date of its incorporation and, thereafter, subject to the provisions of the Act, the Annual General Meeting of the Company shall be held within six (6) months after the expiry of each Financial Year.

23. Extraordinary General Meeting

All General Meetings other than Annual General Meetings shall be called "Extraordinary General Meeting".

24. Board to Call Extraordinary General Meeting

The Board may call an Extraordinary General Meeting whenever it thinks fit.

25. Extraordinary General Meeting on Requisition

The Board shall call an Extraordinary General Meeting whenever a requisition in writing is received in accordance with the Act. The Board of Directors shall not have the power to postpone and/or cancel requisition for convening an Extraordinary General Meeting for any reasons whatsoever.

26. When Requisitionists Can Hold Extraordinary General Meetings

If the Board does not proceed to call an Extraordinary General Meeting within twenty (20) days from the date of requisition being so deposited at the Office, to be held not later than forty five (45) days from the date of such deposit, then the requisitionists or the majority of them or as permitted by the Act, may themselves call the Extraordinary General Meeting, but such Extraordinary General Meeting so called shall not be held after three (3) months from the date of such requisition. Any meeting convened under this Article by the requisitionists shall be convened in the same manner as far as possible as convened by the Board.

RESERVED MATTERS

49. The Reserved Matters shall comprise the following:

- (a) Approval of appointment of Chief Executive Officer and his compensation, including bonus.
- (b) Fund raising, beyond the approved business plan, if the amount exceeds Rs. 25 Lakhs (Rupees twenty five Lakhs).
- (c) Entering into any merger or amalgamation with any other body corporate or reorganization or arrangement of the Company including any downstream investments by the Company.
- (d) Sale, lease, exchange or disposition of all or substantially all of the assets, business or undertaking of the Company.
- (e) Approving transfer of Shares, if it results in change in controlling interest of the Company, provided such transfer is not in favour of affiliates.
- (f) The appointment or change in Auditors of the Company.
- (g) Fixing the key commercial terms of contracts, if the value of such contracts exceeds Rs50 Lakh (Rupees Fifty Lakhs).
- (h) Any amendments to the Memorandum of Association or Articles of the Company.
- (i) Investment of funds of the Company.
- (j) Any increase or decrease in the number of Directors on the Board.
- (k) The issue of further Share capital.
- (l) The dissolution, liquidation or winding-up of the Company, any declaration of bankruptcy or insolvency by the Company, or the filing of any proposal or plan pursuant to any insolvency legislation or any other legislation providing relief or protection of debtors from their creditors in general.
- (m) Distribution of assets on winding up.
- (n) Making of any related party transactions other than on "arm's length basis".
- (o) Formation of subsidiary companies.
- (p) Change in name of the Company.
- (q) Change in status of Company from a 'not-for profit' to 'Private Limited' Company.
- (r) Redemption/reduction of Capital and/or any buy back of Shares.

(s) Change in the capital structure, ownership or debt structure of the Company.

(t) Intellectual Property Rights related issues involving the Company

BOARD OF DIRECTORS

50. Number of Directors

(a) Subject to the provisions contained in the Act, and until otherwise determined by the Company in a General Meeting, the number of Directors including any additional or alternate Director for the time being, shall not be less than two (2) and not more than twelve (12) including the Chairman.

(b) No director shall be required to hold any qualification shares.

(c) The following shall be the first directors of the Company:

1. Mr. YATESH YADAV
2. Mr. SHOUVIK MITRA

51. Appointment of Directors

a) The Company may undertake any agreement with a financial corporation or any other institution, or banks, for any financial aid or subscription for its shares, or under any agreement with any foreign collaborator to appoint one or more persons as the director of the Company and he/they shall be removable or substituted by another person by any such corporation, institution, banks, or foreign collaborators, as the case may be.

b) Subject to the provisions contained in the Act, the Board shall have power to appoint an alternate director to act for a director during his absence for a period of not less than three months, after prior approval in a General Meeting.

POWERS AND DUTIES OF DIRECTORS

54. Management and control of the business of the Company shall be vested in the Board of Directors who may exercise all such powers and do all such acts and things as may be exercised and authorized by the Company in General Meetings but subject nevertheless to the provisions of the Act and to regulations from time to time made by the Company in General Meeting provided that no regulations so made shall invalidate any prior act of the directors which have been valid if such regulation had not been made

55. Subject to the provisions of the Act, the Directors may delegate any of their powers to a Committee consisting of such member or members of their body as they think fit or to any category of managerial personnel or to any principal officer of the Company. Any such committee or delegate(s) shall, in exercise of the powers so delegated, conform to any regulations that may from time to time be imposed on them by the Directors.

56. Subject to the provisions of the Act, the directors shall not be disqualified by reason of his or their office as such, contracting with the Company either as vendor, purchaser, lender agent, broker, lease arrangement entered into by or on behalf of the Company with such Director or with any Company or partnership in which he shall be a member or otherwise interested nor shall any director so contracting or being such member or so interested be liable to account to the Company for any profit realized by such contract or arrangement by reason only of such Director holding that office or of fiduciary relation thereby established.

57. Subject to the provision of the Act, and without prejudice to the powers conferred by any other article or articles, the Directors may, from time to time, after getting approval in a General Meeting, borrow or secure the payment of any sum or sums of money for the purpose of the Company either from any Director or elsewhere on security or otherwise and may secure the repayment or payment of any sum or sums in such manner and upon such terms and conditions in all respects as they think fit, and in particular by the creation of any mortgage or charge on the undertaking or the whole or any part of the property present or future, or the uncalled capital of the Company, or by the issue of debentures or debenture stock of the Company, perpetual or redeemable, charged upon the undertaking or all or any part of the Company, both present and future, including its uncalled capital for the time being and the Directors or any of them may guarantee the whole or any part of the loans or debts raised or incurred behalf of the Company or any interest payable thereon, and shall be entitled to receive such payment as deration for the giving of any such guarantee as may be determined by the Directors with power to them to identify the guarantors for or against liability under their guarantees by means of a mortgage or charge on the undertaking of the Company or upon any of its property or assets or otherwise, Provided that the Debentures/Bonds, Debenture Stock, Bonds, or other securities conferring right to allotment or conversion into shares or the option to right to allotment or

conversion into shares or the option to right to call allotment of shares shall not be given except with sanction of the Company in General meeting.

58. The Directors may at any time by Resolution passed at a Board meeting delegate to any category of managerial personnel or any Committee of Directors or any other principal officer of the Branch Office of the Company, the powers specified above.

59. The Directors shall be entitled to receive interest on loans made by them to the Company as may be agreed between the Company and the Directors. The Directors, including the Managing Director may guarantee any loan made to the Company and shall be entitled to receive such payment on account of his having given any such guarantee as may be determined by the Board, and such payment shall not be remuneration in respect of his services as Director.

60. Subject to the provisions of the Act, the Board shall appoint, nominate or elect any person to open, operate and close Bank Accounts for and on behalf of the Company and to make, draw, accept, endorse and negotiate all such cheques, promissory notes, drafts, pay orders, bills of exchange, bills of lading and other documents of title and securities (including Government Promissory Notes) transfer deeds and other instruments as shall be necessary in the opinion of the Board for carrying on the business of the Company.

61. Without prejudice to the General Powers conferred by the Articles, the Act, and subject to the supervision and control of the Board, the Managing Director/CEO or a Director delegated by the Managing Director/ CEO shall exercise the following powers.

a) To pay such costs, charges of expenses incidental to of the Company as may be authorized by the Board. the promotion, formation, establishment and incorporation

b) To buy, procure and import all instruments, materials, stores implements, equipment and other movables and immovable property required for the purpose of carrying on business by the Company to achieve any of the objects

c) To sell or dispose of all articles, goods and properties of the Company, subject to the provisions of the Act.

d) To engage, fix and pay the remuneration and dismiss or discharge all agents, assistants, clerks, servants, workers and other persons employed or engaged in connection with the Company's business and to determine the powers and duties of such person to be engaged,

e) To make and give receipts, release and discharge for money paid or payable to the Company and any such receipts release or discharge shall be an effectual discharge from the Company for the money and property therein stated to have been released or discharged.

f) To enter into all such negotiations and contracts and rescind or vary the terms of all such contracts and execute and do all such acts, deeds, and things for and on behalf of the Company.

g) To institute, prosecute, defend, compromise, withdraw, abandon any legal proceedings by and against the Company.

SECTION IX — MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The following contracts which are or may be deemed material have been entered into or are to be entered into by our Company. These contracts and the documents for inspection referred to hereunder, may be inspected at the Registered Office of our Company between 10:00 am to 5:00 pm on any Working Day from the date of the filing of this Draft Prospectus with the Stock Exchanges till the date of closure of the Issue.

MATERIAL CONTRACTS

1. Registrar Agreement dated [●] between our Company and the Registrar to the Issue.
2. Escrow Agreement dated [●] between our Company, the Registrar to the Issue and the Escrow Collection Bank.
3. Tripartite agreement dated [●], among our Company, the Registrar to the Issue and CDSL.
4. Tripartite agreement dated [●], among our Company, the Registrar to the Issue and NSDL.

MATERIAL DOCUMENTS

1. Memorandum and Articles of Association of our Company, as amended to date.
2. Certificate of Incorporation of our Company dated May 13, 2015, issued by the RoC.
3. Copy of the resolution passed by the Board of Directors on 28th March 2024 approving the issue of ZCZP Instruments.
4. Copy of the resolution passed by the Board of Directors on 28th March, 2024 approving this Draft Prospectus.
5. Registration certificate as a Not-for-Profit Organisation with NSE.
6. Permanent Account Number card
7. Certificate issued under section 12A of the Income-tax Act, 1961
8. Certificate of registration under the Foreign Contribution (Regulation) Act, 2010 and the returns filed thereunder.
9. Consents of the Directors, Legal Counsel to the Issue and Registrar to the Issue.
10. The Audited Financial Statements.
11. Annual reports of our Company for the Fiscals 2023, 2022 and 2021.
12. In-principle listing approval from NSE by its letter no. [●] dated [●].