

Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

21. Borrowings (other than debt securities)

Particulars	As at March 31, 2023		As at March 31, 2022	
	At amortised cost	Total	At amortised cost	Total
(a) Term loans				
From banks	1,39,220.73	1,39,220.73	67,444.47	67,444.47
From other parties	33,531.96	33,531.96	36,657.03	36,657.03
External Commercial borrowings	24,228.38	24,228.38	3,137.88	3,137.88
(b) Loans repayable on demand				
Cash credit	-	-	-	-
Bank overdraft	3,477.93	3,477.93	2,543.83	2,543.83
Total	2,00,459.00	2,00,459.00	1,09,783.21	1,09,783.21
Borrowings in India	1,76,230.62	1,76,230.62	1,06,645.33	1,06,645.33
Borrowings outside India	24,228.38	24,228.38	3,137.88	3,137.88
Total	2,00,459.00	2,00,459.00	1,09,783.21	1,09,783.21
Secured	1,95,964.10	1,95,964.10	1,03,778.60	1,03,778.60
Unsecured	4,494.90	4,494.90	6,004.61	6,004.61
Total	2,00,459.00	2,00,459.00	1,09,783.21	1,09,783.21

Terms of repayment of the term loans

(i) Terms of repayment (repayment schedule mentioned below represents principal outstanding) as at March 31, 2023:

Rate of Interest	0-12 months	12-24 months	24-36 months	36-60 months	More than 60 Months	Total
For Banks :						
Rate of Interest 8.10 % to 13.75%*	55,269.39	45,217.53	23,584.60	17,425.92	95.00	1,41,592.44
For Other Parties :						
Rate of Interest 10.50 % to 13.20%*	21,603.07	8,856.23	2,246.31	1,270.13	-	33,975.74
Total	76,872.46	54,073.76	25,830.91	18,696.05	95.00	1,75,568.18

(ii) Terms of repayment of External commercial borrowings in foreign currency as at March 31, 2023:

Rate of Interest	0-12 months	12-24 months	24-36 months	36-60 months	More than 60 Months	Total
Rate of Interest 11.12% to 12.67%*	-	3,391.45	12,616.36	7,937.87	-	23,945.68
Total	-	3,391.45	12,616.36	7,937.87	-	23,945.68

The Company had availed total External Commercial Borrowings (ECBs) of USD 14.125 million and USD 15 million for financing prospective borrowers as per the ECB guidelines issued by the Reserve Bank of India ("RBI") from time to time. The borrowings have a maturity of three years and five years respectively. In terms of the RBI guidelines, the borrowings have been swapped into rupees and fully hedged for the entire maturity by way of cross currency swaps and full currency swaps. The charges for raising of the aforesaid ECB have been amortised over the tenure of the ECBs.

(iii) Terms of repayment (repayment schedule mentioned below represents principal outstanding) as at March 31, 2022:

Rate of Interest	0-12 months	12-24 months	24-36 months	36-60 months	More than 60 Months	Total
For Banks :						
Rate of Interest 6 % to 12.00%*	25,303.53	19,848.93	15,402.65	7,695.37	250.00	68,500.48
For Other Parties :						
Rate of Interest 10.85 % to 12.75%*	18,696.31	13,737.48	3,456.02	1,238.08	-	37,127.89
Total	43,999.84	33,586.41	18,858.67	8,933.45	250.00	1,05,628.37

(iv) Terms of repayment of External commercial borrowings in foreign currency as at March 31, 2022:

Rate of Interest	0-12 months	12-24 months	24-36 months	36-60 months	More than 60 Months	Total
Rate of Interest 11.12%*	-	-	3,131.29	-	-	3,131.29
Total	-	-	3,131.29	-	-	3,131.29

The Company had availed total External Commercial Borrowing (ECB) of USD 4.125 million for financing prospective borrowers as per the ECB guidelines issued by the Reserve Bank of India ("RBI") from time to time. The borrowing has a maturity of three years. In terms of the RBI guidelines, the borrowing has been swapped into rupees and fully hedged for the entire maturity by way of cross currency swaps. The charges for raising of the aforesaid ECB have been amortised over the tenure of the ECB.

*Rate of interest on term loans considered on an annualised basis payable monthly for reporting purpose.

Security and other terms of borrowings are as follows :

- Rate of interest of the bank overdraft ranges from 4.65% per annum to 10.60% per annum and the same is secured against fixed deposits and book debt.
- The above borrowings other than Bank overdraft and unsecured borrowings are secured by specific charge on receivables under financing activities. The Company has maintained the required security cover with respect to its secured borrowings.
- Out of the the above, borrowings amounting to Rs. 76,500 lakh as at March 31, 2023 (Previous Year: 30,714 lakh) is guaranteed by a director.
- Term Loans were used fully for the purpose for which the same were obtained.

(v) There were no default in the repayment of borrowings.

(vi) Periodic statements of securities filed with the lending institutions are as per the books of accounts.



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

22. Other financial liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Unclaimed dividend payable on equity shares	1.36	1.43
Others payables :		
Collateral margin money received	32.37	1.67
Deferred consideration on direct assignment	23.81	23.81
Lease liabilities (Refer Note 47)	3,518.15	2,858.76
Other liabilities	3,335.59	1,437.51
Book overdraft	598.40	174.01
Provision on unrealised gain*	225.17	225.17
Total	7,734.85	4,722.36

*The unrealised gain is on account of sale of loan to ARC.

23. Current tax liabilities (net)

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for tax (net of advance tax and tax deducted at source Rs. 730.85 lakh (Previous year: Rs. 534.81 lakh))	1,567.77	126.07
Total	1,567.77	126.07

24. Provisions

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits :		
-Provision for gratuity (Refer Note 45b(iii))	171.83	83.65
-Provision for compensated absences (Refer Note 45c(ii))	604.09	287.52
-Provision for bonus	1,200.00	700.00
Provision for expenses	3,800.79	1,616.05
Total	5,776.71	2,687.22

25. Other non-financial liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Statutory dues payable	760.77	364.23
Total	760.77	364.23



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

26. Equity

a. Details of authorised, issued and subscribed share capital:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	Amount	No. of Shares	Amount
Authorised capital				
Equity shares of Rs.10 each	8,15,00,000	8,150.00	8,15,00,000	8,150.00
Preference shares of Rs.10 each	2,05,00,000	2,050.00	2,05,00,000	2,050.00
Issued, subscribed and fully paid-up (A)				
Equity shares of Rs.10 each, fully paid-up	7,05,59,319	7,055.94	7,05,59,319	7,055.94
Less: Treasury shares held through ESOP Trust (B)				
Equity shares of Rs.10 each, fully paid-up	(12,38,252)	(123.83)	-	-
Equity shares (Net of Treasury shares) (A-B)	6,93,21,067	6,932.11	7,05,59,319	7,055.94

b. Reconciliation of number of shares and amount outstanding as at the beginning and as at the end of the year:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding as at the beginning of the year	7,05,59,319	7,055.94	7,05,28,550	7,052.86
Add: equity shares issued during the year *	-	-	30,769	3.08
Shares outstanding as at the end of the year	7,05,59,319	7,055.94	7,05,59,319	7,055.94

*During the year, the Company has not allotted equity shares (Previous year: 30,769 equity shares of Rs. 10 each) under the ESOP schemes.

c. Reconciliation of the number of treasury shares outstanding as at the beginning and end of the year:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding as at the beginning of the year	-	-	-	-
Add: equity shares acquired from secondary market	12,38,252	123.83	-	-
Shares outstanding as at the end of the year	12,38,252	123.83	-	-

An Employee Benefit Trust ("Trust") has been constituted. The objective of the Trust is to distribute shares to employees under the employee benefit program. The Trust is responsible for the purchase of shares of the Company from the secondary market for the purpose of this program. The Trust is treated as an extension of the Company, hence the shares held by the Trust are treated as treasury shares. Own equity instruments so reacquired (treasury shares) are recognised at face value and deducted from the equity share capital to the tune of Rs. 123.83 lakh. The amount received in excess of the face value is deducted from the securities premium account. Pursuant to the same, the Company has granted 11,11,929 options on October 10, 2022.

d. Rights, preferences and restrictions attached to equity shares:

The Company has only one class of equity shares having a face value of Rs.10 each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in the proportion of their holding.

e. Particulars of shareholders holding more than 5% of the equity share capital:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	% of holding	No. of Shares	% of holding
Newquest Asia Investments III Limited	1,51,16,279	21.42%	1,51,16,279	21.42%
Clearsky Investment Holdings Pte Limited	1,51,16,279	21.42%	1,51,16,279	21.42%
DBZ (Cyprus) Limited	26,79,758	3.80%	65,07,687	9.22%
Samena Fidem Holdings	59,56,757	8.44%	59,56,757	8.44%
Total	3,88,69,073	55.08%	4,26,97,002	60.50%



UGRO CAPITAL LIMITED
CIN:L67120MH1993PLC070739

Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

26. Equity (continued)

f. Shares reservation:

Particulars	As at March 31, 2023	As at March 31, 2022
	No. of Shares	No. of Shares
Equity shares of Rs.10 each		
Number of Shares reserved for ESOPs (Refer Note 46)	33,45,238	29,91,097

g. Objective for managing capital:

The Company maintains an actively managed capital base to cover risks inherent in the business and is meeting the capital adequacy requirements as prescribed by the Reserve Bank of India (RBI). The adequacy of the Company's capital is monitored using, among other measures, the regulations issued by RBI.

h. Shareholding of Promoters Disclosure:

Shares held by promoters as at the end of the year:

Promoter Name	As at March 31, 2023			As at March 31, 2022		
	No. of Shares	% of total shares	% Change during the year	No. of Shares	% of total shares	% Change during the year
1. Poshika Advisory Services LLP	20,27,709	2.87%	-	20,27,709	2.87%	-
Total	20,27,709	2.87%	-	20,27,709	2.87%	-



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

27. Other equity

Particulars	As at March 31, 2023	As at March 31, 2022
(i) Securities premium account	75,352.48	77,723.91
(ii) Employee stock options scheme outstanding account	483.62	446.86
(iii) Reserve Fund u/s 45-IC (1) of the Reserve Bank of India Act, 1934	3,197.01	2,401.48
(iv) Capital reserve	1,046.00	1,046.00
(v) Retained earnings - other than remeasurement of post-employment benefit obligations	11,371.61	7,957.55
(vi) Retained earnings - Remeasurement of post- employment benefit obligations	(17.03)	18.20
(vii) Cash flow hedges reserve	38.51	6.38
Total	91,472.20	89,600.38

Nature and purpose of reserves :

(i) Securities premium account:

Securities premium account is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

(ii) Employee stock options scheme outstanding:

The shares options outstanding account is used to recognise the grant date fair value of options issued to employees under the stock option schemes of the Company.

(iii) Statutory reserves u/s 45-IC of The RBI Act, 1934:

Statutory reserve fund is required to be created by a Non-Banking Financial Company as per Section 45- IC of the Reserve Bank of India Act, 1934. The Company is not allowed to use the reserve fund except with authorisation of the Reserve Bank of India.

(iv) Capital Reserve:

Capital reserve comprises of the amount received on share warrants and which are forfeited by the Company for non-payment of call money.

(v) Retained earnings - other than remeasurement of post employment benefit obligations:

Retained earnings represents surplus of accumulated earnings of the Company and which are available for distribution to shareholders.

(vi) Retained earnings - Remeasurement of post employment benefit obligations:

The Company recognises change on account of remeasurement of the net defined benefit liability (asset) as a part of the retained earnings.

(vii) Cash Flow Hedges Reserve:

It represents the cumulative gains/ (losses) arising on revaluation of the derivative instruments designated as cash flow hedges through OCI.



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

28. Interest income

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
At Amortised Cost:		
Interest on loans	46,850.12	26,129.70
Interest on deposits with banks	930.48	696.50
Interest on other financial assets	41.35	61.70
Other interest income	220.97	105.43
Interest on debt securities	248.42	214.29
Total	48,291.34	27,207.62

29. Net gain on derecognition of financial instruments under amortised cost category

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Gain on derecognition of financial instruments	15,407.22	2,693.46
Total	15,407.22	2,693.46

30. Net gain on fair value changes

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Net gain on financial instruments at fair value through profit and loss:		
(a) On trading portfolio		
- Gain on sale of investments	-	49.46
Total	-	49.46
Fair value changes:		
Realised	-	62.89
Unrealised	-	(13.43)
Total	-	49.46

31. Fees and commission income

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Fees and commission income	1,946.81	680.35
Total	1,946.81	680.35

32. Other income

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Marketing advisory fees	707.50	-
Technology support fees	1,686.93	400.00
Web display fees	330.00	180.00
Insurance commission income	0.02	0.32
Interest on income tax refund	6.46	-
Total	2,730.91	580.32



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

33. Finance costs

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest cost		
Interest expense on financial liabilities measured at amortised cost:		
(a) Interest on borrowings		
Interest on borrowings from banks and financial institutions	17,346.36	8,090.88
(b) Interest on debt securities		
Interest on redeemable non-convertible debentures/ discount on commercial paper	11,476.56	5,403.56
(c) Interest on lease liabilities		
Interest on lease liabilities	504.48	225.38
(d) Other interest expenses		
Interest on other financial liabilities	-	5.86
Total	29,327.40	13,725.68

34. Net loss on fair value changes

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Net Loss on financial instruments at fair value through profit or loss		
-On financial instruments	640.11	15.79
Total	640.11	15.79
Fair value changes:		
Realised	-	-
Unrealised	640.11	15.79
Total	640.11	15.79

35. Impairment on financial instruments

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
On financial instruments measured at amortised cost:		
Impairment on financial instruments		
- Loans	5,591.20	2,934.67
- Other assets	88.62	3.17
- Fixed deposits	0.18	2.86
- Debt securities	(0.01)	0.84
Total	5,679.99	2,941.54

36. Employee benefits expenses

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, other allowances and bonus	13,186.28	7,074.49
Contribution to provident and other funds (Refer Note 45a)	437.82	236.77
Gratuity expenses (Refer Note 45b(ii))	64.23	38.19
Staff welfare expenses	126.74	46.76
Share based payments to employees (Refer Note 46)	256.41	(107.15)
Total	14,071.48	7,289.06



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

37. Depreciation, amortisation and impairment

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation on property, plant and equipment	194.75	172.08
Amortization on intangible assets	954.02	580.17
Depreciation on right of use assets	614.97	481.01
Total	1,763.74	1,233.26

38. Other expenses

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Rent	334.00	222.22
Rates and taxes	1,350.83	598.97
Directors' sitting fees	189.00	171.00
Legal and professional fees	2,612.41	1,248.09
Computer maintenance and software	588.60	580.38
Communication	746.33	229.19
Payments to auditor **	67.80	75.20
Advertisement and publicity	29.69	15.95
Printing and stationery	98.70	49.71
Insurance	285.18	152.29
Marketing and brand promotion	62.29	36.95
Meeting and event expenses	113.75	18.02
Travelling, lodging and boarding	669.89	151.81
Brokerage	0.75	2.85
CSR expenditure (Refer Note 42)	52.50	39.12
Miscellaneous	1,309.00	396.35
Total	8,510.72	3,988.10

** Payments to auditor includes :

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
a. As Auditor	57.00	47.00
b. For taxation matters	3.00	2.00
c. For company law matters	2.00	7.00
d. For other services	5.80	17.70
e. For reimbursement of expenses	-	1.50
Total	67.80	75.20



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

39. Earnings per share

Basic and diluted earnings per share [EPS] computed in accordance with the Indian Accounting Standard (Ind AS) 33 'Earnings per share' :

Basic EPS is calculated by dividing the net profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the profit attributable to equity holders (after adjusting the profit impact of dilutive potential equity shares, if any) by the aggregate of weighted average number of equity shares outstanding during the year and the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Basic		
Profit after tax [A]	3,977.64	1,455.06
Weighted average number of equity shares outstanding during the year (Nos.) [B]	69,900,472	70,535,715
Basic earnings per share Rs. [A/B]	5.69	2.06
Diluted		
Profit after tax [A]	3,977.64	1,455.06
Weighted average number of equity shares outstanding during the year (Nos.)	69,900,472	70,535,715
Weighted average number of potential equity shares on account of employee stock options and share warrants	422,923	573,817
Weighted average number of shares outstanding for diluted earning per share [B]	70,323,395	71,109,532
Diluted earnings per share Rs. [A/B]	5.66	2.05
Face value per share Rs.	10.00	10.00

40. Contingent liabilities and capital commitments:

a. Contingent liabilities

All tax related liabilities till July 05, 2018 are covered by a deed of indemnity entered by the existing promoters of the Company with the erstwhile promoters. Further, there are no other contingent liabilities other than those covered under the deed of indemnity.

b. Capital commitments

Particulars	As at March 31, 2023	As at March 31, 2022
Commitments not provided for :		
- Commitments related to loans sanctioned but partially undrawn	4,477.45	882.60
- Other commitments*	5,141.44	872.99
- Amount of contracts remaining to be executed on capital account	760.50	185.00
Total	10,379.39	1,940.59

*Other commitments represent financial guarantees given for Co-origination arrangements entered by the Company during the year.

41. Segment Reporting

There is no separate reportable segment as per the Ind AS 108 "Operating Segments" specified under Section 133 of the Act. The Company operates in a single segment only. There are no operations outside India and hence, there are no reportable geographical segments.



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

42. Corporate Social Responsibility

The average net profit as per Section 198 of Companies Act, 2013 of the Company for the last three financial years was Rs.2,362.46 lakh, basis which the Company was required to spend Rs.47.25 lakh towards Corporate Social Responsibility (CSR) during the current financial year.

a) Amount spent during the year on :

Particulars	For the year ended March 31, 2023			For the year ended March 31, 2022		
	Amount Spent	Amount unpaid/provision	Total	Amount Spent	Amount unpaid/provision	Total
(i) Construction/acquisition of any asset	-	-	-	-	-	-
(ii) On purpose other than (i) above	52.50	-	52.50	39.12	-	39.12

b) In case of Section 135(5) unspent amount :

Opening Balance	Amount deposited in Specified Fund of Sch. VII within 6 months	Amount required to be spent during the year	Amount spent during the year	Closing Balance
-	-	-	-	-

c) In case of Section 135(5) excess amount spent :

Opening Balance	Amount deposited in Specified Fund of Sch. VII within 6 months	Amount required to be spent during the year	Amount spent during the year	Closing Balance
-	-	47.25	52.50	5.25

d) In case of Section 135(6) details of ongoing projects :

Opening Balance	Amount deposited in Specified Fund of Sch. VII within 6 months	Amount required to be spent during the year	Amount spent during the year	Closing Balance
-	-	-	-	-

e) The additional disclosures with regard to CSR activities are summarized below:

- (i) The amount of shortfall at the end of the year out of the amount required to be spent by the Company during the year - Nil
- (ii) The total of previous years' shortfall amounts - Nil
- (iii) The reason for above shortfalls - Not applicable.

f) Nature of CSR activities:

The Company is required to contribute to corporate social responsibility activities as per CSR Rules under the Companies Act, 2013. During the year the Company has spent Rs. 52.50 lakh against the Rs. 47.25 lakh which was the required amount to be spent under CSR activities. The amount is spent towards healthcare and education of the under-privileged through NGOs.



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

43. Related party

a. List of related parties and their relationships:

(i) Key managerial personnel (KMP):

- Vice Chairman & Managing Director	Shachindra Nath
- Chief Financial Officer (upto September 01, 2022)	Amit Gupta
- Chief Financial Officer (from September 15, 2022)	Kishore Kumar Lodha
- Company Secretary (upto June 13, 2022)	Aniket Karandikar
- Company Secretary (from July 22, 2022)	Namrata Sajnani

(ii) Enterprises over which KMP has control:

- Poshika Financial Ecosystem Private Limited
- Poshika Advisory Services LLP

(iii) Other related parties:

- Livfin India Private Limited
- Orbis Financial Corporation Limited
- Qwazent Health Search Private Limited

b. Transactions with related parties are as enumerated below:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Transactions during the year:		
Income		
Recovery of transaction fees *		
Livfin India Private Limited	94.28	33.81
Expenses		
Arranger Fees Paid *		
Livfin India Private Limited	33.44	20.57
Reimbursement of expenses		
Aniket Karandikar	0.02	0.17
Amit Gupta	0.03	0.99
Shachindra Nath	0.08	9.43
Kishore Kumar Lodha	1.34	-
Remuneration paid **		
Shachindra Nath	466.22	295.60
Abhijit Ghosh	-	11.38
Sandeepkumar Zanvar	-	44.48
Amit Gupta	50.60	53.68
Kishore Kumar Lodha	180.19	-
Namrata Sajnani	25.77	-
Aniket Karandikar	8.76	30.49

* The above figures are excluding GST.

**The above figures do not include provision towards gratuity.

c. Balance outstanding:

Particulars	As at March 31, 2023	As at March 31, 2022
Other financial assets		
Livfin India Private Limited	11.44	7.89

d. ESOPs held with Key Managerial Personnel:

Particulars	As at March 31, 2023 (No. of options)	As at March 31, 2022 (No. of options)
Amit Gupta	-	3,00,000
Kishore Kumar Lodha	3,99,010	-
Aniket Karandikar	-	15,000

44. Expenditure in foreign currency:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Other expenses	533.81	79.49
Total	533.81	79.49

45. Disclosure pursuant to Ind AS 19 'Employee benefits'

a. Defined contribution plans :

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Employer's contribution to provident fund	291.18	140.11
Employer's contribution to national pension scheme F-162	146.29	96.61
Employer's contribution to labour welfare fund	0.35	0.05
Total	437.82	236.77



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

45. Disclosure pursuant to Ind AS 19 'Employee benefits' (continued)

b. Defined benefit plan (Gratuity)

The following table sets out the status of the defined benefit plan as per the actuarial valuation by the independent actuary appointed by the Company :

(i). The principal assumptions used for the purposes of the actuarial valuations were as follows :

Particulars	Gratuity plans	
	As at March 31, 2023	As at March 31, 2022
Discount rate	7.29%	5.66%
Expected rate of return on plan assets	NA	NA
Salary escalation	5.00%	5.00%
Attrition rate	22.00%	22.00%
Mortality table	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)

(ii). Amounts recognised in the Statement of profit and loss in respect of these defined benefit plans are as follows :

Particulars	Gratuity plans	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Service cost:		
Current service cost	59.50	34.50
Net interest expense	4.73	3.69
Components of defined benefit costs recognised in the Statement of profit or loss	64.23	38.19
Remeasurement on the net defined benefit liability:		
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	(0.02)
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(13.06)	(1.94)
Actuarial (Gains)/Losses on Obligations - Due to Experience	37.09	(23.71)
Components of defined benefit costs recognised in other comprehensive income	24.03	(25.67)
Total	88.26	12.52

(iii). The amount included in the Balance Sheet arising from the Company's obligation in respect of its defined benefit plans is as follows :

Particulars	Gratuity plans	
	As at March 31, 2023	As at March 31, 2022
Present value of defined benefit obligation	171.83	83.65
Net liability arising from defined benefit obligation	171.83	83.65

(iv). Movements in the present value of the defined benefit obligation is as follows :

Particulars	Gratuity plans	
	As at March 31, 2023	As at March 31, 2022
Opening defined benefit obligation	83.65	71.13
Current service cost	59.50	34.50
Interest cost	4.73	3.69
Remeasurement (gains)/Loss	24.03	(25.67)
Benefits paid	(0.08)	-
Closing defined benefit obligation	171.83	83.65

(v). Maturity analysis of the benefit payments :

Projected benefits payable in future years	As at March 31, 2023	As at March 31, 2022
1st following year	17.43	0.39
2nd following year	21.55	11.55
3rd following year	18.02	14.19
4th following year	23.78	11.81
5th following year	31.80	14.28
Sum of years 6 To 10	91.83	40.89
Sum of years 11 and above	43.90	19.52

The estimates of future salary growth, factored in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market. Such estimates are very long term and are not based on limited past experience / immediate future. Empirical evidence also suggests that in very long term, consistent high salary growth rates are not possible.



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

45. Disclosure pursuant to Ind AS 19 'Employee benefits' (continued)

(vi). Sensitivity analysis (defined benefit obligation) :

Particulars	As at March 31, 2023		As at March 31, 2022	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(7.20)	7.80	(3.81)	4.13
Future salary growth (1% movement)	7.19	(6.77)	3.67	(3.44)
Attrition rate (1% movement)	(3.03)	3.07	(1.88)	1.91

Note :

The sensitivity analysis has been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the defined benefit obligation as recognised in the Balance Sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

c. Compensated absences

(i). The principal assumptions used for the purposes of the actuarial valuations towards Privilege Leave liability were as follows :

Particulars	Compensated absences	
	As at March 31, 2023	As at March 31, 2022
Demographic Assumptions		
Mortality Rate	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
Attrition Rate	22.00% p.a. for all service groups.	22.00% p.a. for all service groups.
Retirement Age	60 years	60 years
Financial Assumptions		
Salary Escalation Rate	5.00% p.a.	5.00% p.a.
Discount Rate	7.29% p.a. (Indicative G.Sec referenced on 31-03-2023)	5.66% p.a. (Indicative G.Sec referenced on 31-03-2022)

(ii). The amount included in the Balance Sheet arising from the Company's obligation in respect of its defined benefit plans is as follows :

Particulars	Compensated absences	
	As at March 31, 2023	As at March 31, 2022
Present value of defined benefit obligation	604.09	287.52
Net liability arising from defined benefit obligation	604.09	287.52

Particulars	Compensated absences	
	As at March 31, 2023	As at March 31, 2022
Discontinuation liability	648.30	293.61
Defined benefit obligation	604.09	287.52
Funding status	Unfunded	Unfunded
Fund balance	N.A.	N.A.
Current liability	143.95	67.38
Non-current liability	460.15	220.14

The average expected future service is 3.00 years

A distribution of the above liability over different ranges of past service intervals is provided below :

Past Service Interval	Distribution of DBO
9 and below	100%
10 to 19	0%
20 to 29	0%
30 and above	0%

(iii). Sensitivity analysis (defined benefit obligation) :

Particulars	As at March 31, 2023		As at March 31, 2022	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(17.01)	18.34	(8.64)	9.36
Future salary growth (1% movement)	18.57	(17.53)	9.32	(8.77)
Attrition rate (1% movement)	2.20	(2.37)	(0.32)	0.34



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

46. Disclosure relating to employee stock option scheme

The Company has two employee stock option schemes viz. CSL Employee Stock Option Scheme 2017 ("ESOS 2017") and UGRO Employee Stock Option Scheme 2022 ("ESOS 2022").

The ESOS 2017 was approved by the board of directors on August 13, 2018 and by the shareholders through postal ballot on May 7, 2018. Further, the shareholders of the Company at the Extra Ordinary General Meeting held on September 18, 2018 approved ratification of the number of Options under the ESOS 2017.

The ESOS 2022 was approved by the board of directors on July 22, 2022 and by the shareholders through postal ballot on September 4, 2022.

During the year, the Company had issued 15,01,929 (previous year 270,769) options representing equal numbers of equity shares of Rs. 10 each.

The activity in the CSL employee stock option scheme 2017 and CSL employee stock option scheme 2022 during the year ended March 31, 2023 and March 31, 2022 is set below :

Particulars	As at March 31, 2023		Exercise price range	As at March 31, 2022		Exercise price range
	In numbers			In numbers		
CSL employee stock option scheme 2017 and CSL employee stock option scheme 2022: (face value of Rs. 10 each)						
Options outstanding as at the beginning of the year			Rs. 130	32,57,033		Rs. 130 - Rs. 180
Add: Options granted		29,91,097	Rs. 137.4 - Rs. 202	13,78,039		Rs. 130
		15,01,929			30,769	Rs. 130
Less: Options exercised		-				
Less: Options lapsed		11,47,788			16,13,206	
Options outstanding as at the end of the year		33,45,238	Rs. 130 - Rs. 202	29,91,097		Rs. 130
Exercisable as at the end of the year		1,38,461		2,17,949		

The Company follows accounting policy of fair value method for employee stock options (ESOPs) valuation. Accordingly, the accumulated expense of Rs. 256.41 lakh (previous year expense reversal Rs. 107.15 lakh) has been debited (previous year credited) to the Statement of profit and loss for the year ended March 31, 2023.



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

46. Disclosure relating to employee stock option scheme (continued)

Particulars	CSL employee stock option scheme 2017 - Grant XXVI	CSL employee stock option scheme 2017 - Grant XXVII	CSL employee stock option scheme 2017 - Grant XXVIII	CSL employee stock option scheme 2017 - Grant XXIX	CSL employee stock option scheme 2017 - Grant XXX
Date of the grant	April 19, 2022	June 9, 2022	July 1, 2022	September 9, 2022	October 18, 2022
Number of options granted	30,000	30,000	10,000	300,000	20,000
Method of settlement	Equity shares	Equity shares	Equity shares	Equity shares	Equity shares
Vesting period	Graded vesting - starting from 1 year from the date of the grant	Graded vesting - starting from 1 year from the date of the grant	Graded vesting - starting from 1 year from the date of the grant	Graded vesting - starting from 1 year from the date of the grant	Graded vesting - starting from 1 year from the date of the grant
Vesting pattern		1) 50% (April 1st, 2023 - March 31st, 2024) 2) 50% (April 1st, 2025 - March 31st, 2026)			
Weighted average remaining contractual life					
Granted but not vested (in years)	2.00	2.00	2.00	2.00	2.00
Vested but not exercised	Nil	Nil	Nil	Nil	Nil
Weighted average share price at the date of exercise for stock options exercised during the year	NA	NA	NA	NA	NA
Exercise period	Can be exercised within a period of 3 (three) years from the date of vesting.				
Vesting conditions	Graded vesting based on fulfilment of IRR target mentioned in the scheme.				
Weighted average fair value of options as on the grant date (in Rs)	84.23	73.36	86.04	66.07	134.11

46. Disclosure relating to employee stock option scheme (continued)

Particulars	UGRO Capital employee stock option scheme 2022 - Grant I
Date of the grant	October 10, 2022
Number of options granted	1,111,929
Method of settlement	Equity shares
Vesting period	Vesting Period shall commence from the grant date, subject to minimum of 1 (One) year from the grant date and to a maximum of 3 (Three) years from the grant date
Vesting pattern	100%
Weighted average remaining contractual life	
Granted but not vested (in years)	2.53
Vested but not exercised	Nil
Weighted average share price at the date of exercise for stock options exercised during the year	NA
Exercise period	Options can be exercised within maximum of 6 (Six) months from the date of respective vesting.
Vesting conditions	Time Based
Weighted average fair value of options as on grant date (in Rs)	75.15



UGRO CAPITAL LIMITED
CIN:L67120MH1993PLC070739

Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

46. Disclosure relating to employee stock option scheme (continued)

Exercise pricing formula

The exercise pricing formula for CSL employee stock option scheme 2017 and employee stock option scheme 2022 is as under :

The nomination and remuneration committee shall have the authority to determine the exercise price having regard to the valuation report of an independent valuer if any. The said committee shall in its absolute discretion, have the authority to grant the options at such discount / premium as it may deem fit.

Fair value methodology :

The binomial model of valuation is more advanced and involves the use of computational techniques. In this model, the share price is projected from the date of grant to the date of exercise using upward and downward probabilities. The probabilities are estimated from the share price volatility assumption.

The key assumptions used in Binomial model for calculating fair value under CSL employee stock option scheme 2017 and CSL employee stock option scheme 2022 with respect to various grants :

Particulars	CSL employee stock option scheme 2017 - Grant XXVI	CSL employee stock option scheme 2017 - Grant XXVII	CSL employee stock option scheme 2017 - Grant XXVIII	CSL employee stock option scheme 2017 - Grant XXIX	CSL employee stock option scheme 2017 - Grant XXX
Risk-free interest rate	6.60%	7.24%	7.10%	6.91%	7.43%
Expected volatility of share price*	56.88%	56.29%	55.59%	55.10%	54.91%
Time to maturity (in years)	4.03	3.89	3.83	3.89	3.79
Dividend yield	-	-	-	-	-
The price of equity share as on the grant date considered for valuation (Rs.)	191.82	165.59	156.7	164.05	182.43

*The daily volatility of the stock prices on BSE, over a period prior to the date of grant, corresponding with the expected life of the Options has been considered to calculate the fair value.

Particulars	UGRO Capital employee stock option scheme 2022 - Grant I
Risk-free interest rate	7.41%
Expected volatility of share price*	54.56%
Time to maturity (in years)	3.25
Dividend yield	-
The price of equity share as on grant date considered for valuation in (Rs.)	180.25

*The daily volatility of the stock prices on BSE, over a period prior to the date of grant, corresponding with the expected life of the Options has been considered to calculate the fair value.



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

47. Leases (entity as a lessee)

The Company as a lessee, recognises the right-of-use asset and lease liability at the lease commencement date. The right-of-use asset is measured by applying cost model i.e. right-of-use asset at cost less accumulated depreciation/ impairment losses. The Company has entered into leasing arrangements for premises. Majority of the leases are cancellable by the Company. ROU asset has been included after the line "Property, Plant & Equipment" and lease liabilities has been included under "Other Financial Liabilities" in the Balance Sheet.

a. Right of use asset :

Particulars	As at March 31, 2023	As at March 31, 2022
Office Premises :		
At fair value as at the beginning of the year	3,896.26	1,971.28
Additions during the year	1,632.02	1,914.56
Deletions during the year	(234.47)	
Remeasurement of assets	43.22	10.42
At fair value as at the end of the year	5,337.03	3,896.26
Accumulated depreciation as at the beginning of the year	1,357.98	876.97
Depreciation for the year	614.97	481.01
Accumulated depreciation as at the end of the year	1,972.95	1,357.98
Net carrying amount as at the end of the year	3,364.08	2,538.28

b. Amount recognised in Statement of Profit and loss :

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation expense on right-of-use assets	614.97	481.01
Interest expense on lease liabilities	504.48	225.38
Total expenses recognised in Statement of profit and loss	1,119.45	706.39

The total cash outflow on account of lease rentals amounting for the current year Rs. 781.38 lakh (previous year : Rs. 407.19 lakh).

The average lease term for the rented office premises is ranging between 3 to 5 years.

c. Lease liabilities :

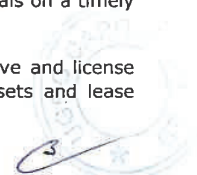
Particulars	As at March 31, 2023	As at March 31, 2022
Lease liabilities	3,518.15	2,858.76
Total	3,518.15	2,858.76

d. Maturity analysis of lease liabilities :

Particulars	As at March 31, 2023	As at March 31, 2022
Not later than 1 year	788.96	597.97
Later than 1 year and not later than 5 years	2,706.62	2,185.39
Later than 5 years	22.57	75.40
Total	3,518.15	2,858.76

The entity has adequate liquidity for payment of lease liabilities. The Company regularly monitors and pays lease rentals on a timely manner as per the terms of the respective leave and license agreement.

The Company has the right to extend the lease term as per mutually agreed terms laid down in the respective leave and license agreement. The Company takes into account the effect of the extended lease term while recording the lease assets and lease liabilities accordingly.



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

48. Disclosure under Clause 28 of the Listing Agreement for Debt Securities :

Particulars	March 31, 2023	March 31, 2022
a) Loans and advances in the nature of loans to Subsidiaries		
Name of the Company	Not Applicable	Not Applicable
Amount	-	-
b) Loans and advances in the nature of loans to Associates		
Name of the Company	Not Applicable	Not Applicable
Amount	-	-
c) Loans and advances in the nature of loans to Firms/Companies in which directors are interested		
Name of the Company	Not Applicable	Not Applicable
Amount	-	-
d) Investments by the loanee in the shares of parent Company and subsidiary Company, when the Company has made a loan or advance in the nature of loan.	Not Applicable	Not Applicable



Notes forming part of the financial statements (continued)
For the year ended March 31, 2023

(Rupees in lakh)

49 Impact of Hedging activities

a) Disclosure of effects of hedge accounting on the financial position:

As at March 31, 2023

Type of hedge and risk	Nominal value		Carrying amount of hedging instrument		Maturity Date	Changes in fair value of hedging instruments	Change in the value of hedged item used as the basis for recognising hedge effectiveness	Line item in the Balance Sheet
	Assets	Liabilities	Assets	Liabilities				
Cashflow Hedge								
Currency Derivative (Cross Currency Interest Rate Swaps)	3,109.43	-	340.07	-	December 06, 2024	317.78	317.78	Borrowings (other than debt securities)
Currency Derivative (Full Currency Swap)	4,095.00	-	-	34.15	September 28, 2027	34.15	34.15	Borrowings (other than debt securities)
Currency Derivative (Full Currency Swap)	8,272.00	-	-	198.22	November 07, 2025	198.22	198.22	Borrowings (other than debt securities)
Currency Derivative (Full Currency Swap)	8,270.00	-	-	116.98	February 16, 2028	116.98	116.98	Borrowings (other than debt securities)

As at March 31, 2022

Type of hedge and risk	Nominal value		Carrying amount of hedging instrument		Maturity Date	Changes in fair value of hedging instruments	Change in the value of hedged item used as the basis for recognising hedge effectiveness	Line item in the Balance Sheet
	Assets	Liabilities	Assets	Liabilities				
Cashflow Hedge								
Currency Derivative (Cross Currency Interest Rate Swaps)	3,109.43	-	22.29	-	December 06, 2024	22.29	22.29	Borrowings (other than debt securities)

b) Disclosure of effects of hedge accounting on the financial performance:

As at March 31, 2023

Type of Hedge	Change in the value of the hedging instrument recognised in other comprehensive income	Hedge ineffectiveness recognised in the statement of profit and loss	Amount reclassified from cash flow hedge reserve to statement of profit and loss	Line item affected in the statement of profit and loss because of the reclassification
Cash flow hedge				
-Foreign exchange risk and interest rate risk	45.33	-	-	Finance Cost

As at March 31, 2022

Type of Hedge	Change in the value of the hedging instrument recognised in other comprehensive income	Hedge ineffectiveness recognised in the statement of profit and loss	Amount reclassified from cash flow hedge reserve to statement of profit and loss	Line item affected in the statement of profit and loss because of the reclassification
Cash flow hedge				
-Foreign exchange risk and interest rate risk	9.00	-	-	Finance Cost



50. Summarised classification of financial assets and liabilities :

Particulars	As at March 31, 2023				As at March 31, 2022			
	Amortised cost	At fair value through profit and loss account	At fair value through other comprehensive income	Total	Amortised cost	At fair value through profit and loss account	At fair value through other comprehensive income	Total
Financial assets								
Cash and cash equivalents	4,014.77	-	-	4,014.77	6,574.94	-	-	6,574.94
Bank balances other than cash and cash equivalents above	17,166.14	-	-	17,166.14	12,260.25	-	-	12,260.25
Derivative financial instruments	-	-	-	-	-	-	22.29	22.29
Loans	380,636.21	-	-	380,636.21	245,111.74	-	-	245,111.74
Investments	4,261.77	1,748.92	-	6,010.69	4,295.88	2,648.11	-	6,943.99
Other financial assets (Refer Note 8)	2,531.23	-	-	2,531.23	789.62	-	-	789.62
Total	408,610.12	1,748.92	-	410,359.04	269,032.43	2,648.11	22.29	271,702.83
Financial liabilities								
Derivative financial instruments	-	-	9.27	9.27	-	-	-	-
Payables :								
(A) Trade payables								
(I) Total outstanding dues of micro enterprises and small enterprises	145.97	-	-	145.97	0.08	-	-	0.08
(II) Total outstanding dues of creditors other than micro enterprises and small enterprises	1,168.80	-	-	1,168.80	666.93	-	-	666.93
(B) Other payables								
(I) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-	-	-
(II) Total outstanding dues of creditors other than micro enterprises and small enterprises	96.78	-	-	96.78	42.21	-	-	42.21
Debt securities	114,434.45	-	-	114,434.45	70,441.43	-	-	70,441.43
Borrowings (other than debt securities)	200,459.00	-	-	200,459.00	109,783.21	-	-	109,783.21
Other financial liabilities (Refer Note 22)	7,509.68	225.17	-	7,734.85	4,497.19	225.17	-	4,722.36
Total	323,814.68	225.17	9.27	324,049.12	185,431.05	225.17	-	185,656.22

