35th
ANNUAL REPORT
2020-21

AD-MANUM FINANCE LIMITED

CIN: L52520MP1986PLC003405

"AGARWAL HOUSE", Ground Floor,
5, Yeshwant Colony, Indore (M.P.) – 452 003

E-mail : cs@admanumfinance.com,
Website : www.admanumfinance.com

BOARD OF DIRECTORS

- *Mr. Dharmendra Agrawal* - *Whole-Time-Director & CEO*
- *Sanjeev Sharma* - *Whole-Time-Director*
- *Ms. Priyanka Jha* - *Independent Director(Women)*
- *CA Aseem Trivedi* - *Independent Director*
- *CA Vishnu Gupta* - *Independent Director (Resigned on 22.06.2021)*
- *CS Sahive Alam Khan* - *Additional & Independent director (w.e.f. 01.06.2021)*

COMPLIANCE OFFICER

- *CS. MOHD. RAEES SHEIKH*

CHIEF FINANCIAL OFFICER

- *SANDEEP GEHLOT*

STATUTORY AUDITORS

- M/s SAP Jain & Associates
  Chartered Accountants

SECRETARIAL AUDITOR

- D. K. Jain & Co., Company Secretaries

BANKERS

- *UCO Bank*
- *HDFC Bank*
- *Canara Bank*

REGISTERED OFFICE

'Agarwal House', Ground Floor,
5, Yeshwant Colony, Indore (MP) – 452 003
Ph.: 91-731-4714000 Fax: 91-731-4714090
E-mail: cs@admanumfinance.com ,
Web-site: www.admanumfinance.com

SHARE TRANSFER AGENT

(For Physical & Electronic mode)
M/s Ankit Consultancy Pvt. Ltd.
Plot No. 60, Electronic Complex,
Pardeshipura, Indore (M.P.) – 452 010
Ph.: 91-731-4281333, 4065797/99, 2551745 Fax: 91-731-4065798
E-mail: rtaindore@gmail.com, operation@ankitonline.com

AUDIT COMMITTEE MEMBERS (Independent Directors)

➢ Ms Priyanka Jha	Independent Director	: Chairperson & Member
➢ CA Aseem Trivedi	Independent Director	: Member
➢ CA Vishnu Gupta	Independent Director	: Member (resigned w.e.f. *22.06.2021)*
➢ CS Sahive Alam Khan	Independent Director	: Member (Appointed w.e.f. 01.06.2021)

STAKEHOLDER RELATIONSHIP COMMITTEE MEMBERS (Independent Directors)

➢ Ms Priyanka Jha	Independent Director	: Chairperson & Member
➢ CA Aseem Trivedi	Independent Director	: Member
➢ CA Vishnu Gupta	Independent Director	: Member (resigned w.e.f. *22.06.2021)*
➢ CS Sahive Alam Khan	Independent Director	: Member (Appointed w.e.f. 01.06.2021)

NOMINATION AND REMUNERATION COMMITTEE MEMBERS

➢ Ms Priyanka Jha	Independent Director	: Chairperson & Member
➢ CA Aseem Trivedi	Independent Director	: Member
➢ CA Vishnu Gupta	Independent Director	: Member (resigned w.e.f. *22.06.2021)*
➢ CS Sahive Alam Khan	Independent Director	: Member (Appointed w.e.f. 01.06.2021)

content:

1. Notice
2. Board Report
3. Corporate Governance Report and Management Discussion and Analysis
4. Independent Auditor Report
5. Financial Statements
6. Notes on Accounts

Date: 30th September, 2021

Day: Thursday

Time: 11:30 A.M.

Venue "Agarwal House" 5, Yeshwant Colony, Indore -452003 (MP)

Book Closure Date: 24/09/2021 – 30/09/2021

NOTICE FOR THE 35TH ANNUAL GENERAL MEETING

Notice is hereby given that the **35th Annual General Meeting** of the members of **AD-MANUM FINANCE LIMITED (CIN: L52520MP1986PLC003405)** will be held on **Thursday, the 30th day of September, 2021 at 11:30 A.M.** through Video Conferencing (VC)/Other Audio Visual Means (OVAM) for which purposes the registered office of the company situated at "Agarwal House", Ground Floor, 5, Yeshwant Colony, Indore (MP)-452003 shall be deemed as the venue for the Annual General Meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statements containing the Balance Sheet as at 31st March, 2021, the Statement of changes in Equity, Profit & Loss and Cash Flow and notes thereto for the financial year ended 31st March, 2021 and the Reports of the Board's and Auditor's thereon on that date.

SPECIAL BUSINESSES:

2. **To confirm the appointment of Mr. Sahive Alam Khan (DIN: 09179685) as an Independent Director for a First Term of 5 (five) consecutive years w.e.f. 1st June, 2021 till 31st May, 2026.**

   To consider and if thought fit, to convey assent or dissent to the following **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2015 read with Schedule IV of the Companies Act, 2013 and the provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), **Mr. Sahive Alam Khan (DIN: 09179685),** who was appointed by the Board as an Additional Director under the category of Independent Director w.e.f. 28th May, 2021, in terms of Section 161 of the Companies Act, 2013 and Article of Association of the Company and a declaration has been received from him confirming that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, be and is hereby appointed as an Independent Director of the Company to hold office for a first term of 5 (Five) Consecutive Years w.e.f. 1st June, 2021 till 31st May, 2026 and his office shall not be liable to retire by rotation.

3. **To confirm the re-appointment of Mr. Dharmendra Agrawal (DIN: 08390936) as the Whole Time Director of the company.**

   To consider and if thought fit, to convey assent or dissent to the following **Ordinary Resolution:**

   "**RESOLVED THAT** upon the recommendation of the Nomination and Remuneration Committee and approval of the Board and pursuant to the provisions of section 190, 196, 197, 203 read with the provisions of Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014 and other applicable provisions thereon of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), the approval of the members of the Company be and is hereby granted for the Re-Appointment of **Mr. Dharmendra Agrawal (DIN- 08390936)** as the Whole-Time-director & Chief Executive Officer (KMP) for a period of commencing from 1st April, 2021 to 30th June, 2022 on the monthly consolidated remuneration upto Rs. 86,436/- p.m. as may be approved by the Nomination and Remuneration Committee from time to time.

   FURTHER RESOLVED THAT in the event of there being any loss or inadequacy of profit for any financial year, the remuneration payable to Mr. Dharmendra Agrawal shall be minimum remuneration payable by the Company in terms of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT there shall be clear relation of the Company with Mr. Dharmendra Agrawal as "the Employer-Employee" and each party may terminate the above said appointment with three months prior notice in writing or salary in lieu thereof.

RESOLVED FURTHER THAT Mr. Dharmendra Agrawal, Whole-time Director shall also be entitled for the reimbursement of actual entertainment, traveling, boarding and lodging expenses incurred by him in connection with the Company's business and such other benefits/ amenities and other privileges, as may from time to time, be available to other Senior Executives of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, may consider necessary, to decide the break up of the remuneration, as may be expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto and the Board shall have absolute powers to hold the increments, decide breakup of the remuneration within the above said maximum permissible limit, in order to give effect to the foregoing resolution, or as may be otherwise considered by it in the interest of the Company."

4. **To approve the transactions/contracts/arrangements with Related Parties under section 188 of the Companies Act 2013 and Regulation 23 of the SEBI (LODR) Regulations, 2015.**
To consider and if thought fit, to convey assent or dissent to the following **Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time, the Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company's policy on Related Party transactions, consent of the members of the company be and is hereby accorded to enter into transactions/ contracts / agreements, in the ordinary course of its business and on arm's length basis, for purchase, sale or deal in the products, goods, stock in trade, Lending, Investment, Borrowing or such other transactions, on such terms and conditions as may be mutually agreed upon between the company and all related party for an amount increased from Rs. 800.00 Crores to an amount not exceeding aggregating **Rs. 852.00 Crore (Rupees Eight Hundred Fifty-Two Crore only)** in each financial year.

RESOLVED FURTHER THAT the Board of Directors of the company, jointly and/or severally, be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party, finalize the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the interest of the company.

5. **To grant authority to the Board to provide loans and advances, guarantee and Securities to other Companies/Body Corporate under section 185 and 186 of the Companies Act, 2013:**
To consider and if thought fit, to convey assent or dissent to the following **Special Resolution:**

RESOLVED THAT pursuant to the provisions of Section 185 read with section 186 and 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014 (including any amendment, modification or re-enactment thereof) and the SEBI (LODR) Regulations, 2015 as may be applicable, the approval of members of the company, be and is hereby accorded for authority to the Board of directors and/or committee thereof for providing any advance(s), loan(s), any loan represented

ADJANIYA FINANCE LIMITED

by book debts, and/or to give guarantee or to provide any security on the assets of the Company in connection with loan taken by the companies/bodies corporate in which any director of the company is directly or indirectly concerned and/or interested from time to time subject to the maximum amount of Loan/Guarantee/Provide Securities for an amount increased from Rs. 800.00 Crores to an amount not exceeding aggregating of **Rs. 802 Crore (Rupees Eight Hundred & Two Crore only)** at any point of time.

Place: Indore
Date: 19th August, 2021

Registered Office:
CIN: L52520MP1986PLC003405
"Agarwal House", Ground Floor,
5, Yeshwant Colony, Indore (MP)-452003

By order of the Board

(CS. MOHD. RAEES SHEIKH)
COMPANY SECRETARY &
COMPLIANCE OFFICER
FCS: 6841

BRIEF PROFILE OF THE DIRECTOR SEEKING RE-APPOINTMENT/APPOINTMENT AS PER ITEM NO. 2 & 3 OF THE NOTICE OF ENSUING ANNUAL GENERAL MEETING AS PER SEBI (LODR) REGULATIONS, 2015 AND COMPANIES ACT, 2013.

Name of Director	Mr. Dharmendra Agrawal	Mr. Sahive Alam Khan
DIN	08390936	01979685
Designation	Whole-time Director & CEO	Independent Director
Category	Executive	Non-Executive
Date of Birth	09/12/1970	19/05/1988
Date of Appointment	30/03/2020	28/05/2021
Expertise in specific area	Information Technology & Accounts	Legal, ROC and BSE Compliances
Qualification	B.Sc. (Mathematics)	B.Sc., LLB& Company Secretary
No. of shares held	0	0
List of outside Directorship	N.A.	Available Finance Limited
Chairman / Member of the Committees of the Board of Directors of the Company	-	Member of:- 1. Audit Committee; 2. Nomination and Remuneration Committee; 3. Stakeholder Relationship Committee
Chairman / Member of the Committees of the Board, Directors of other Companies in which he/she is director	N.A.	Member of Available Finance Limited of :- 1. Audit Committee; 2. Nomination and Remuneration Committee; 3. Stakeholder Relationship Committee
Disclosures of relationships between directors inter-se.	N.A.	N.A.

Notes:-

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) can be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM only and no physical presence at the meeting is required.
2. Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of

participation at the AGM through VC/OAVM will be made available for at least 1000 members on first come first served basis. However, this number does not include the large Shareholders holding 2% or more share capital, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial Auditors, Scrutinizers, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email through its registered email address to ishan1619@yahoo.co.in with a copy of the same marked to the Company at cs@admanumfinance.com.
5. Pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the MCA dated 8th April, 2020, 13th April, 2020 and 5th May, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has made an arrangement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, and independent agency for providing necessary platform for VC/OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020,the Notice calling the AGM alongwith complete Annual Report has been uploaded on the website of the Company at www.admanumfinance.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. at www.bseindia.com and the AGM Notice is also available on the website of NSDL(agency for providing the Remote e-Voting facility and providing necessary platform for VC/ OAVM) i.e www.evoting.nsdl.com.
7. This AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April, 2020; MCA Circular No. 17/2020 dated 13th April, 2020; MCA Circular No. 20/2020 dated 5th May, 2020 and MCA Circular No. 2/2021 dated 13th January, 2021.
8. The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company www.admanumfinance.com as soon as possible after the Meeting is over.
9. In compliance with the aforesaid MCA Circulars dated 5th May, 2020 and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website - www.admanumfinance.com websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, and on the website of CDSL www.evoting.nsdl.com. However, if any specific request received from the members for demanding of the physical copy of the Annual Report will be provided by the company but subject to time taken by the courier and Postal Department looking to the Covid-19.
10. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
11. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, which sets out details relating to special business as set out in the Notice, is annexed thereto.
12. The company has notified closure of Register of Members and Share Transfer Books from **Friday, 24th September, 2021** to **Thursday, 30th September, 2021** (both days inclusive) for the Annual General Meeting.
13. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **cut-off date i.e. 23rd September, 2021 (Thursday).**
14. CS Ishan Jain Proprietor of Ishan Jain & Co. Company Secretary (F.R. No. S2021MP802300, M. No. FCS 9978 & C.P. No. 13032) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the e-voting at the AGM and remote e-voting process in a fair and transparent manner.
15. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7(Seven) days before the date of the

ADMANUM FINANCE LIMITED INDORE

Meeting at its email ID cs@admanumfinance.com so that the information required may be made available at the Meeting.

16. The Members are requested to:
    a) Quote their ledger folio number in all their correspondence.
    b) Send their Email address to RTA for prompt communication and update the same with their DP to receive softcopy of the Annual Report of the Company.
17. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent Ankit Consultancy Pvt. Ltd., (RTA) Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) having email Id rtaindore@gmail.com to receive the soft copy of all communication and notice of the meetings etc., of the Company.
18. The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Board Report.
19. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under section 189 of the Companies Act, 2013 will be available for inspection by the Members electronically during the AGM. Members seeking to inspect such documents can send an email to cs@admanumfinance.com.
20. Pursuant to the Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (Rules), the Company has, during the financial year 2020-21 transferred all the equity shares in respect of which (Dividend year 2013-14) dividend has not been claimed/encashed for 7(Seven) or more consecutive years to the Investor Education and Protection Fund Authority (IEPF) of the Central Government as on the due date of transfer. The Company shall further transfer to the IEPF Authority all the shares in respect of which dividend had remained unpaid or unclaimed for 7 (seven) consecutive years or more as for the dividend declared in the year 2013-14 on the due date of transfer. The details of shares transferred/unpaid dividend to the IEPF Authority are posted on the website of the Company at www.admanumfinance.com The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: http://www.iepf.gov.in/. Members may note that the shares as well as the unclaimed dividend so transferred to the IEPF authority can be claimed back from the IEPF Authority as per the procedure prescribed under the Rules.
    20.1 Members who have not encashed the dividend for the year 2013-14 & 2014-15 are requested to please approach to the Company for obtaining duplicate dividend warrants/Cheque. Please note that the amount remained unpaid or unclaimed for the year 2013-14 for a period upto 7 years shall be transferred to the IEPF of the Central Government and no claim in respect thereof shall be entertained by the Company thereafter.
    20.2 SEBI has mandated that for registration of transfer of the shares in the d-mat form only after 1st April, 2019. Therefore, it is advised to the shareholders, holding their shares in the physical form to get convert into the D-mat form.
21. As per SEBI Circular dated 20th April, 2018 such shareholders holding shares of the company in the physical form are required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the RTA having email Id rtaindore@gmail.com. The Company has already sent letter and 2 reminders in the physical form by the Registered Post. It may please be noted very carefully by the shareholders who are unable to provide required details to the Share Transfer Agent, or informed that the shares available in their name as per records to the share transfer agent does not belong to them or letter return back shall be subject to enhanced due diligence by the Company and the Share Transfer Agent.
22. Due dates for transfer of unclaimed/unpaid dividends as at 31st March, 2021 and due date for transfer thereafter to IEPF are as under:

Financial Year	Date of Declaration	Rate of Dividend in Rs. 10/-per Share	Amount remained unclaimed/ unpaid	Due date for transfer to IEPF
2013-14	25/09/2014	10%	160712	01/11/2021
2014-15	30/09/2015	10%	165802	06/11/2022

23. **Voting through electronic means:**

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

i. The **remote e-voting** period begins on **27th September, 2021 (Monday) at 9.00 A.M. and ends on 29th September, 2021 (Wednesday) 5.00 PM.** During this period shareholders 'of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date (23rd**

ADMANUM FINANCE LIMITED INDORE

September, 2021) may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

ii. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OAVM but shall not be entitled to cast their vote again

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL **remote** e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9,2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for **NSDL IDeAS facility**, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the **"Beneficial Owner"** icon under "Login" which is available under **"IDeAS"** section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS"** Portal or click at https://eservices.nsdl.com/SecureWeb/ IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi /home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast

ADITYA BIRLA FINANCE LIMITED INDORE

	your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or **e-Voting service provider-NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:

ALMONDS FINANCE LIMITED INDORE

a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

HEMANDJI FINANCE LIMITED INDORE

1. How to cast your vote electronically and join General Meeting on NSDL e-Voting system?
2. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
3. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ishan1619@yaoo.co.in with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (Company email id).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

ADHAR FINANCE LIMITED INDORE

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (www.admanumfinance.com). The same will be replied by the company suitably.

24. Note for Non-Individual Shareholders and Custodians

1. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://www.evoting.nsdl.comand register themselves in the "Corporates" module.
2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@nsdl.co.in.
3. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
4. The list of accounts linked in the login should be mailed to evoting@nsdl.co.in.and on approval of the accounts they would be able to cast their vote.
5. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
6. Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; www.admanumfinance.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
7. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at https://www.evoting.nsdl.com, under help section or write an email to evoting@nsdl.co.in. or call toll free no. 1800-222-990.All grievances connected with the facility for voting by electronic means may be addressed to Shri Nitin Ambure Vice President, (NSDL,) National Securities Depository Limited, Trade World A Wing, Kamla Mills Compounds, Lower Parel Mumbai - 400013 or send an email to evoting@nsdl.co.in or call toll free no. 1800-222-990.

25. Other Instructions

1. Members can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
2. Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the cut-off date i.e.23rd September,2021(Thursday), may obtain the login ID and password by sending a request at rtaindore@gmail.com.
3. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 23rd September, 2021 (Thursday), only shall be entitled to avail the facility of remote e-voting as well as e- voting at the AGM.
4. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the AGM but have not cast their votes by availing the remote e-voting facility.
5. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or

ADMANUM FINANCE LIMITED INDORE

against, if any, to the Chairperson or a person authorized by him in writing, who shall countersign the same.

6. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.admanumfinance.comand on the website of NSDL immediately. The Company shall simultaneously forward the results to BSE Ltd., where the shares of the Company are listed.
7. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:
   M/s. Ankit Consultancy Pvt. Ltd.
   60, Electronic Complex, Pardeshipura, Indore (M.P.) 452010
   Tel: 0731-4281333,4065797/99 E-mail: compliance@ankitonline.com, info@ankitonline.com
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Ankit Consultancy Private Limited, Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) 452001, in case the shares are held by them in physical form.
9. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Ankit Consultancy Pvt. Ltd, Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) 452001, in case the shares are held in physical form.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. Members may also note that the Annual Report for year 2020-21 is also available on Company's website www.admanumfinance.com
12. The Brief profile of the director seeking Appointment/re-appointment at the ensuing annual general meeting is annexed with the Notice.
13. As the 35th AGM is being held through VC/OAVM, the route maps is not annexed to this Notice.

EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESSES:

Item No. 2

The Nomination and Remuneration Committee has recommended and the Board of Directors at their meeting held on 28th May, 2021 have appointed Mr. Sahive Alam Khan (DIN 09179685) as an Additional Director under the category of the Independent Director of the Company w.e.f. 1st June,2021 pursuant to Section 161 of the Companies Act, 2013; subject to the approval of Members at General Meeting.

Aforesaid independent director proposed for appointment is not disqualified to act as a Director in terms of section 164 of the Act and other applicable laws and has given his consent to act as a Director. The Company has also received declaration from him stating that he meets the criteria of independence as prescribed under section 149(6) of the Act and under the SEBI (LODR) Regulations, 2015. In the opinion of the Board, he fulfils the criteria of independency and the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (LODR) Regulation, 2015 and further he is also registered under the Independent Directors Databank maintained by IICA.

The resolution set out in Item No. 2 seeks the approval of members for the appointment of Mr. Sahive Alam Khan (DIN 09179685) as an Independent Director of the Company for a first term of 5 (five) consecutive years w.e.f. 1st June, 2021 till 31st May, 2026; pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder. His office shall not be liable to retire by rotation. The brief profile of Mr. Sahive Alam Khan (DIN: 09179685) is given in the Notice of AGM with the details of the directors seeking appointment/re-appointment.

Copy of draft letter of appointment setting out the terms and conditions of the appointment is available for inspection by the members at the Registered Office and on the website of the Company.

The aforesaid director may be considered as the financially interested in the resolution to the extent of the sitting fees as may be paid to him for attending the Board/committee meeting. Except that none of the Directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Ordinary Resolution.

Copy of draft letter of appointment setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

Mr. Sahive Alam Khan do not hold any shares in the Company.

Item No. 3:

ADMANUM FINANCE LIMITED INDORE

Mr. Dharmendra Agrawal (DIN 08390936) is B.Sc (Mathematics) and was re-appointed as the Whole-time-Director & CEO in the Board meeting held on 31st March 2021 for a period between 1st April,2021 to 30th June,2022, He is having through knowledge and experience in the field of information technology, finance, accounts etc. and is acquainted with through knowledge of business activities of the Company. His experience, commitment and capabilities are playing a crucial role in the growth of the Company.

Thus, upon the recommendation of the Nomination and Remuneration Committee, the Board has appointed him for a further period from 1st April, 2021 to 30th June 2022. The Board considered that the terms and conditions the salary and perquisites as given in the Item No.3 of the notice is commensurate with his high responsibilities, status and image of the Company. The Board recommends to pass necessary Ordinary Resolution as set out in Item No.3 of the notice.

Mr. Dharmendra Agrawal, being the appointee may be considered as the financially interested in the resolution to the extent of the remuneration as may be drawn by him. Except that none of the Directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Ordinary Resolution.

Copy of draft letter of appointment setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

Mr. Dharmendra Agrawal do not hold any share in the Company.

The Information as required under section II, Part 2 of the Schedule V pertaining to Item No. 3 of the Notice of AGM is being given as under:

I. General Information:

(1)	Nature of industry	Non-Banking Financing Company
(2)	Date or expected date of commencement of commercial production	N.A.
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A
(4)	Financial performance based on given indicators	The Company has achieved gross turnover of Rs. 928.80 Lakhs for the year ended 31st March, 2021 and earned profits before Tax is Rs 355.25 Lakhs.
(5)	Foreign investments or collaborations, if any.	Agarwal Coal Corporation (S) Pte. Ltd has made an investment 27,70,000 equity shares of Rs. 10/- (i.e. 36.93%) in the company and categorised as a Promoter Concern.

II. Information about the appointee:

S. No.	Particulars	Mr. Dharmendra Agrawal
(1)	Background details	He is a bachelor's in science (Bsc.-Mathematics) and have 25 years of experience in the information technology, finance, accounts.
(2)	Past remuneration	The total Remuneration for the year period 2020-21 was Rs. 10.42 Lakhs
(3)	Recognition or awards	Nil
(4)	Job profile and his suitability	He is mainly responsible for general business activities besides other duties and responsibilities.
(5)	Remuneration proposed	Consolidated Remuneration Upto Rs. 86436/- p.m.
(6)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration proposed is comparable with remuneration for equivalent position in a unit of comparable size and complexity.
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Dharmendra Agarwal does not hold any share in the Company. He is having interest to the extent of the remuneration which he may draw from the Company being the Whole-time Director and dividend as may be declared by the Company (if any). He is not having any relationship with any other Director or KMP's of the company.

III. Other information:

ADHAMAN FINANCE LIMITED INDORE

(1)	Reasons of loss or inadequate profits	There is no loss however, if the company is having inadequate profits for remuneration proposed to be payable to the proposed appointee. The said inadequate profit is due to increase in the remuneration payable to appointee.
(2)	Steps taken or proposed to be taken for improvement	The Company is continuing efforts to introduce higher value products and broaden its operating base.
(3)	Expected increase in productivity and profits in measurable terms	The Company expect to increase its turnover and profits every year.

Item No. 4

As per the provision of Section 188 and any other applicable provision of the Companies Act 2013 and rules framed thereunder and Regulation 23 of the SEBI (LODR) Regulations, 2015 all Related Party Transaction(s) shall require prior approval of the Audit Committee of the Board and all Material Related Party Transaction(s) shall require prior approval of the Members.

In view of the changed business requirements, the company need to increase the limit of material related party transaction from Rs. 800.00 Crores p.a. to Rs. 852.00 Crores p.a. and the company is making regular business transaction(s) with Related Parties for sale/purchase/supply of goods or material to/from Related Party, selling or otherwise disposing of, or buying, property of any kind from/to Related party, giving/taking property on lease to/from Related Party, availing or rendering of any service from/to Related Party etc. whether material or otherwise, the revised approval is required for a further period of 5 years for the Related Party Transaction(s) up to an estimated annual value of **`852.00 Crores (Rupees Eight Hundred Fifty-two crore only)** Per Annum from Rs. 800.00 Crores as per the previous approval granted by the members at the AGM held on 30th September, 2020 excluding taxes etc. in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and the Related Party.

In the light of the above, your Company has been dealing through such transaction(s) with the said Related Party.

The individual transaction values would be commercially agreed based on mutual discussions/ negotiations with Related Parties.

As per provision of the Companies Act, 2013 along with rules made thereunder, a transaction with a related party shall be considered material, if the transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds the limit specified in the provision of the Companies Act, 2013 as per the Last audited Financial Statements of the Company.

In the Compliance of the said regulations, the Audit Committee and the Board has considered to seek further approval for revision in the limits for the Related Party Transaction from Rs. 800.00 Crores to Rs. 852.00 Crores p.a. for the said ongoing transactions. These transactions may be considered as material/immaterial for the coming financial years, the Board has proposes the same to be placed before the members for their approval as an Ordinary Resolution. The said revised approval would be effective for the period of 5 (Five) years from the date of approval by the members.

The disclosure as required under the Rule 15 of the Companies (Meetings of Board and its powers) Rules, 2014 and Regulation 23 of the SEBI (LODR) Regulations, 2015 areas under:

Name of the related party	**Name of the director or KMP who is related**	**Nature of relationship**	**Nature, material terms and particulars of contracts or arrangements**	**Amount (`) p.a. & Other information relevant or important for the members to take decision on the proposed resolution**
Mr. Vinod Kumar Agarwal	-	Promoter	Rent	Upto `. 20 Lakh
Mrs. Neena Devi Agarwal	-	Promoter	Rent	Upto ` 20 Lakh
Mr. Tapan Agarwal	-	Promoter	Rent	Upto ` 10 Lakh
Available Finance Limited	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 100 Crores.
Agarwal Fuel Corporation Private Limited	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 200 Crores
Archana Coal Private Limited	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 2 Crore
Agarwal Coal Corporation Private Limited	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 150 Crores

AGRAWAL FINANCE LIMITED INDORE

Agarmin Coal Wahsery Private Limited	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 200 Crores
Agarwal Real City Private Limited	-	Related Concern	Inter-Corporate Loan & Interest	Upto `100 Crore
Agarwal Real Infra LLP	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 50 Crore

Except as mentioned in Notes to Accounts in Balance Sheet none of the Director/Body Corporate, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

Mrs. Priyanka Jha, and Mr. Sahive Alam Khan, the Independent Directors of Available Finance Ltd. may be considered as deemed to be interested to the extent of the transactions as may be entered by the Company with Available Finance Ltd. except that none of the other directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Ordinary Resolution.

The Company is NBFC registered with the RBI therefore the transaction relating to give/take loans and advances and interest thereon is an ordinary course of business of the Company.

The Board recommends an Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

Item No.5

As per section 185 & 186 of the Companies Act, 2013 as amended by the Companies (Amendment) Act, 2017 which is effective from 7th May, 2018 which empowers the Board of Directors of the company to give advances, loans including any loan represented by book debts or give any guarantee or provide any security in connection with any loan taken by any company and/or body corporate in whom any or all the director(s) of the company are considered as directly/indirectly concerned or interested subject to the approval of members by way of Special Resolution. The Company has obtained approval of members for providing loans and advances u/s 185 and 186 upto a maximum limit of Rs. 800.00 Crores at their Annual General Meeting held on 30th September, 2020. In view of the changed requirements it is required to re-arrange the financial limits of such parties as well increase the total limits from Rs. 800.00 Crores to Rs. 802.00 Crores at any point of time increased in the following companies or the body corporate in which one/or more directors may be concerned or interested.

The Company is NBFC registered with the RBI therefore the transaction relating to give/take loans and advances and interest thereon is an ordinary course of business of the Company.

The Audit Committee has recommended and the Board considered that to become eligible to provide the advances, loans or to provide guarantee or security subject to the maximum of Rs. 802 Crore (Rupees Eight Hundred & Two Crores Only) at any point of time to the following parties.

Name of the related party	**Name of the director or KMP who is related**	**Nature of relationship**	**Nature, material terms and particulars of contracts or arrangements**	**Amount (`) & Other information relevant or important for the members to take decision on the proposed resolution (PA)**
Available Finance Ltd.	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 100 Crores.
Agarwal Fuel Corporation Pvt. Ltd.	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 200 Crores
Archana Coal Private Limited	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 2 Crore
Agarwal Coal Corporation Pvt. Ltd.	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 150 Crores
Agarmin Coal Wahsery Private Limited	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 200 Crores
Agarwal Real City Private Limited	-	Related Concern	Inter-Corporate Loan & Interest	Upto `100 Crore
Agarwal Real Infra LLP	-	Related Concern	Inter-Corporate Loan & Interest	Upto ` 50 Crore

However, before providing aforesaid loans, advances or guarantee and securities the Board shall ensure that:-

1) The said loan will be used by entities in their normal course of business.

2) Compliance under section 186 and 188 of the Companies Act, 2013;

ACADIUM FINANCE LIMITED INDORE

3) The related entity will check their limit as prescribed under section 180 of the Companies Act, 2013 if applicable

The Board recommends a Special Resolution set out at Item No. 5 of the Notice for approval by the Members. Mrs. Priyanka Jha, and Mr. Sahive Alam Khan, the Independent Directors of Available Finance Ltd. may be considered as deemed to be interested to the extent of the transactions as may be entered by the Company with Available Finance Ltd. except that none of the other directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Ordinary Resolution.

Place: Indore
Date: 19th August, 2021

Registered Office:
CIN: L52520MP1986PLC003405
"Agarwal House", Ground Floor,
5, Yeshwant Colony, Indore (MP)-452003

By order of the Board

CS. MOHD. RAEES SHEIKH
COMPANY SECRETARY &
COMPLIANCE OFFICER
FCS: 6841

Boards' Report

To,
The Members of,
Ad-Manum Finance Limited
Indore

Your Directors are pleased to present their **35th Annual Report** and the Company's Audited Financial Statement for the Financial Year ended 31st March, 2021.

1. Financial Results

The Company's Financial Performance for the year ended 31st March, 2021, is summarized below:

(Amount in'000)

PARTICULARS	2020-21	2019-20
Total earning	**94839.00**	**99631.00**
Profit before Depreciation, Interest & other adjustments	**54717.00**	**81687.00**
Less : Finance Cost	(13026.00)	(22783.00)
: Depreciation	(1788.00)	(1923.00)
: Exceptional Item	(4378.00)	(35395.00)
Total	**(19192.00)**	**(60101.00)**
Profit Before Tax	**35525.00**	**21586.00**
Less : Current Tax	9200.00	4000.00
: Deferred Tax	(950.00)	(609.00)
:Adjustment in respect of current income tax of prior years	-	(217.00)
Profit for the year	**27275.00**	**18412.00**
Amount available for appropriation	**27275.00**	**18412.00**
Appropriations:		
Transfer to NBFC Reserve	(5455.00)	(3682.00)
Balance carried to Balance Sheet:	**113046.00**	**91226.00**
Fair Value through other comprehensive income:		
Opening Balance	**9428.00**	**10188.00**
Movement During the Year	**22000.00**	**(760.00)**
Total Adjustment for fair value	**31428.00**	**9428.00**
EPS (Basic & Diluted)	**3.64**	**2.45**

2. Performance of the Company.

During the Year Company has achieved total revenue of Rs. 948.39 Lakhs (Previous year Rs. 996.31 Lakhs) and Profit/(loss) after Tax of Rs.272.75 Lakh as against Profit of Rs. 184.12 Lakhs in the previous year. Although the income of the company has marginally decreased due to Covid-19 impact, but overall Profitability of the company has been increased due to various measures taken by the management of the company.

AD-MANUM FINANCE LIMITED INDORE

3. Impact of Covid-19.

The Operation of the Company during the year ended 31st March, 2021 were affected time being due to lockdown imposed by the Central/State Government and local administrative authorities at the beginning of financial year, due to the outbreak of the novel corona virus pandemic (COVID-19). The Company's the focus were shifted to minimizing disruption to services for all our customers. The operations of the business activities were closed from 1st April, 2020 till 5th June, 2020 and necessary disclosures thereof was given to the BSE Ltd. as required under the Regulation 30 of the SEBI (LODR) Regulations, 2015.

4. Dividend

In order to preserve the profit and to utilize such amount in the business activities, your Board of Directors does not recommend any dividend during the year under review. (Previous year: **Nil**)

5. Transfer of Amount and Shares to Investor Education & Protection Funds (IEPF)

Pursuant to the provisions of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules") as notified by the Ministry of Corporate Affairs all unpaid or unclaimed dividend are required to be transferred by the company to the IEPF Authority established by the Government, after the completion of seven years. Further, according to the rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more also need to be transferred to the Demat account of the IEPF Authority. Accordingly, the company has transferred the unclaimed and unpaid dividends of Rs. 1,39,391/- and has also transferred 8600 equity shares of Rs. 10/- each to the IEPF Authority as per the requirement of the IEPF rules for the dividend declared by the company in the year 2012-13. The details related to dividend remains unpaid-unclaimed in the Company have been given in the Corporate Governance Report attached with the Annual Report of the Company.

6. Transfer of Amount to the NBFC Reserves

The Company has transferred Rs. 54.55 Lakh to the NBFC Reserves as per requirement of the Directions of the RBI to the NBFC (Previous years. Rs. 36.8 Lakh) except, this the company has not transferred any amount to any reserve during the year under review. (P.Y. Nil)

7. Non-Performing Assets and Provisions

The company has ascertained Non-Performing Assets under Non-Banking Financial (Non deposit accepting or holding) Company's Prudential norms (Reserve Bank) Directions, 2007, as amended from time to time, and made adequate provisions there against. The company did not recognize interest income on such Non-Performing Assets. The Company has also written off unrecoverable amount as bad debts.

8. Details of Subsidiaries, Associate Companies and Joint Ventures

The company does not have any subsidiary, associate company, and joint venture within the provisions of the Companies Act, 2013 either at the beginning or at the end of the financial year. However, the Company is an associate of foreign company namely Agarwal Coal Corporation(s) Pte. Ltd. (Singapore) which holds 36.93% shares in the Company and cagetorised as the promoter Group of the Company.

AGRAMRUM FINANCE LIMITED INDORE

9. Disclosure under Section 134(3) of the Companies Act, 2013

Pursuant to the provisions of Section 134(3) of the Act read along with the Companies (Accounts) Rules, 2014. The required information's and disclosures, to the extent applicable to the company are discussed elsewhere in this report and their relevant information's are as under: -

9.1 Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2021 is available on the Company's website on www.admanumfinance.com

9.2 Policy of company for the appointment of Directors and their remuneration is hosted on the website (www.admanumfinance.com) of the company as per the requirement of the section 178 of the Companies Act, 2013.

9.3 The company has not entered any material related party transactions as defined under section 188 of the Companies Act, 2013, therefore Form AOC-2 is not required to be annexed with the Board Report.

9.4 The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are forming part of this report and is annexed as per ***Annexure - A.***

9.5 There is no employee drawing remuneration of Rs. 8,50,000/- per month or Rs. 1,02,00,000/- per year, therefore the particulars of employees as required u/s 197(12) of the Companies Act, 2013 read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are not applicable to the Company.

10. Name of the top 10 employees in terms of remuneration drawn in the financial year 2020-2021:

The Company is having only 4 (Four) employees on 31st March, 2021 and the particulars thereof in terms of remuneration drawn as per rule 5(2) read with rule 5(3) of Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014 as amended, is annexed with the report as ***Annexure- B.***

11. Risk Management Committee

The company has voluntarily constituted risk management committee and the policy is disclosed on the website of the company. (http://www.admanumfinance.com/amfl_risk.pdf).

12. Disclosure of Codes, Standards, Policies and compliances there under

a) Know Your Customer and Anti money laundering measure policy

Your company has a board approved Know Your Customer and Anti Money Laundering measure policy (KYC and AML Policy) in place and adheres to the said policy. The said policy is in line with the RBI Guidelines.

Company has also adhered to the compliance requirement in terms of the said policy including the monitoring and reporting of cash and suspicious transactions. No cash transactions of the value of more than 10,00,000/- or any suspicious transactions whether or not made in cash noticed by the company in terms of the said policy.

b) Fair Practice Code

The company has in place a fair practice Code (FPC), as per RBI Regulations which includes guidelines from appropriate staff conduct when dealing with the customers and on the

ADMANUM FINANCE LIMITED INDORE

organizations policies vis-a-vis client protection. Your company and its employees duly complied with the provisions of FPC.

c) Code of Conduct for Board of Directors and the Senior Management Personnel

The company has adopted a code of conduct as required under Regulation 17 of SEBI (LODR) Regulations 2015, for its Board of Directors and the senior management personnel. The code requires the directors and employees of the company to act honestly, ethically and with integrity and in a professional and respectful manner. A certificate of the Management is attached with the Report in the Corporate Governance section.

d) Code for Prohibition of Insider Trading Practices

The company has in place a code for prevention of insider trading practices in accordance with the model code of conduct, as prescribed under SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended and has duly complied with the provisions of the said code.

e) Whistle blower policy& Vigil Mechanism

Pursuant to the provisions of section 177(9) and (10) of the Companies Act, 2013 read with rule 7 of Companies (Meeting of Boards and its powers) Rules, 2014 and Regulation 22 of SEBI (LODR) Regulations, 2015, the company had adopted a whistle blower policy which provides for a vigil mechanism that encourages and supports its directors and employees to report instances of unethical behavior, actual or suspected, fraud or violation of the company's code of conduct policy. It also provides for adequate safeguards against victimization of persons who use this mechanism and direct access to the chairman of audit committee in exceptional cases. Policy of the whistle blower of the Company has been given at the website of the company athttp://www.admanumfinance.com/Whistle_Blower_Policy_&_Vigil_Mechanism%20policy.pdf and attached the same as ***Annexure C*** to this report.

f) Prevention, Prohibition and Redressal of Sexual Harassment of women at work place.

The company has in place a policy on prevention, prohibition and redresses of sexual harassment of women at workplace. The primary objective of the said policy is to protect the women employees from sexual harassment at the place of work and also provides for punishment in case of false and malicious representations. No compliant, is received by the company under the said policy in FY 2020-21.

g) Nomination, Remuneration and Evaluation policy (NRE Policy).

The Board has, on the recommendation of the nomination and remuneration committee framed a Nomination, Remuneration and Evaluation policy which lays down the criteria for identifying the persons who are qualified to be appointed as directors and, or senior management personnel of the company, along with the criteria for determination of remuneration of directors, KMP's and other employees and their evaluation and includes other matters, as prescribed under the provisions of section 178 of Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations 2015. Policy of the Company has been given at the website of the Company at http://www.admanumfinance.com/Nominatin%20& %20Remunaration%20Policy.pdf. The details of the same are also covered in Corporate Governance Report forming part of this Annual Report.

h) Related Party Transactions Policy

Transactions entered with related parties as defined under section 188(1) of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations 2015 during the financial year were mainly in the ordinary course of business and are not material. The related party transaction policy as formulated by the company defines the materiality of related party and lays down the procedures

ADMANUM FINANCE LIMITED INDORE

of dealing with related party transactions. The details of the same are posted on the Company website.
(http://www.admanumfinance.com/Related%20Party%20Transaction%20Policy.pdf).

13. Listing of Shares of the Company

The entire equity shares of the company continue to remain listed on BSE Limited (Script Code:511359). The company has paid the Annual Listing Fees to BSE Limited for the financial year 2021-22 on time.

14. Directors and Key Managerial Personnel Directors and KMPs

The Company is having adequate Key Managerial Personnel's as per requirements of section 203 of the Companies Act, 2013 as well as the SEBI (LODR) Regulations, 2015. During the year, Following are the changes in the directors and KMPs of the Company:-

1. Resignation by Mr. Kundan Chouhan, Chief Financial Officer w.e.f. 31st July, 2020;
2. Appointment of Mr. Sandeep Gehlot as the Chief Financial Officer and categorized as KMP w.e.f. 19th August, 2020;
3. Confirmation of the appointment of Mr. Sanjeev Sharma as the Director and further designated as the Whole-time Director of the Company at the AGM held on 30th September, 2020;
4. Re-appointment of Mr. Dharmendra Agrawal as Whole-time Director and Chief Executive officer and designated as KMP in the AGM held on 30th Sept., 2020 for a period from 1st April, 2021 to 30th June, 2022;

Changes in Directors after the closure of the Financial Year but before the approval of this report:

1. Appointment of Mr. Sahive Alam Khan as an Additional Director in the category of Independent Director w.e.f 1st June, 2021 and the Board of Directors has proposes his confirmation from Additional Director to an Independent Director in the ensuing Annual General Meeting.;
2. Resignation by Mr. Vishnu Prasad Gupta as Independent Director w.e.f 22nd June, 2021.

15. Declaration for Independency of Independent Directors

The Company have received necessary declaration from all the independent directors as required under section 149(6) of the Companies Act, 2013 confirming that they meet the criteria of Independence as per the SEBI (LODR) Regulation, 2015 and the Companies Act, 2013. In the Opinion of the Board, all the independent directors fulfill the criteria of the independency as required under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. All the Independent Directors are also registered with the databank maintained by the IICA as per the requirement of the Companies Act, 2013.

Independent Directors:

Pursuant to the provision of the Companies Act, 2013, company is having 3 (Three) Independent Director as at 31at March, 2021, including 1 (One) Women Director which are as follows:-

1) CA Aseem Trivedi (DIN: 01244851)
2) Ms. Priyanka Jha (Women Director) (DIN: 07347415)
3) CA Vishnu Gupta (DIN; 01416704) (Resigned w.e.f. 22nd June, 2021)

ADMANUM FINANCE LIMITED INDORE

16. Directors seeking confirmation/re-appointment in the ensuing General Meeting;

Your Board of Directors has proposes to pass the necessary resolution in the ensuing general meeting related to:-

1) Confirmation of the appointment of Mr. Sahive Alam Khan (DIN: 09179685) from an Additional Director to a Director in the category of Independent Director for a period of 5 (Five) years w.e.f. 1st June, 2021;
2) Re-appointment of Mr. Dharmendra Agrawal (DIN: 08390936) as the Whole-time Director and designated as CEO for a period commencing from 1st April, 2021 to 30th June, 2022.

Your Board of directors recommends passing necessary resolutions to that effect as set out in the notice of the Annual General Meeting and justification for confirmation/re-appointing them is being annexed in the explanatory statement.

17. Performance Evaluation

The Company has devised a policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors) which include criteria for performance evaluation of Non-executive Directors and Executive Directors. The evaluation process inter-alia considers attendance of Directors at Board and committee meetings, acquaintance with business, communicating inter se board members, effective participation, domain knowledge, compliance which code of conduct, vision and strategy.

The Board carried out an annual performance evaluation of the Board, Committees, Individual Directors and the Chairperson. The Chairman of the respective Committees has read the report on evaluation with the respective committee members. The performance of each committees was evaluated by the Board, based on report on evaluation receive committees.

The report on performance evaluation of the Individuals Directors was reviewed by the Chairman of the Board and feedback was given to Directors.

18. Board Meetings

During the FY 2020-21, 7 (Seven) Board Meetings were convened and held. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. The details of the Board meetings held during the year along with the attendance of the respective directors there at are set out in the Corporate Governance Report forming part of this annual report.

19. Significant/ Material orders passed by the Regulator or Court or Tribunals

There were no significant/material orders passed by any regulator or court or tribunal which would impact the going concern status of the company and its future operations.

20. Internal Audit and Internal Financial Control System

The company has appointed an independent firm of Chartered Accountants for conducting the audit as per the internal audit standards and regulations. The internal auditor reports their findings to the audit committee of the board. The audit function maintains its independence and objectivity while carrying out assignments. It evaluates on a continuous basis, the adequacy and effectiveness of internal control mechanism with interaction of KMP and functional staff.

CAPRIMUM FINANCE LIMITED INDORE

The company has taken stringent measures to control the quality of disbursement of loan and its recovery to prevent fraud. The company has also taken steps to check the performance of the functional employees of the company at branch level.

21. Secretarial Audit Report

Pursuant to the provisions of section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the company has appointed M/s D.K. Jain & Co., Practicing Company Secretaries, Indore (FRN-I1995MP067500) to undertake the Secretarial Audit of the company for the FY 2020-21. The Secretarial Audit Report for the FY ended 31st March, 2021 is annexed as ***Annexure D*** to this report. The said report does not contain any material qualification, reservation or adverse remark during the period under review.

22. Auditor and Auditors Report

At the 31st Annual General Meeting held on 25th September, 2017, the members had appointed **M/s SAP Jain & Associates,** (ICAI Firm Registration Number 019356C) Chartered Accountants as statutory auditors of the company to hold the office from the conclusion of the 31st Annual General Meeting till the conclusion of 36th Annual General Meeting to be held in the year 2022.

The Company has received consent and confirmation from Statutory Auditor to the effect that they are not disqualified to be appointed as Statutory Auditor of the company in terms of the provisions of the Companies Act, 2013 and rules framed thereunder. Hence offer themselves eligible to continue during the year.

Further, the Notes to the Accounts referred to in Auditors Report are self-explanatory and does not call for any comment.

23. Cost Audit

The company is not required to maintain the Cost Records and not required to conduct Cost Audit.

24. Directors Responsibility Statement

The Director's Responsibility Statement referred to Section 134(3)(c) and 134(5) of the Companies Act, 2013:

a) In the preparation of the annual accounts for the year ended March 31st 2021, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there is no material departures from the same;
b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31st 2021 and of the *profit* of the company for the year ended on that date;
c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
d) The directors had prepared the annual accounts on a "going concern" basis;
e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and

AD-MANUM FINANCE LIMITED INDORE

f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

25. Corporate Governance & Management Discussion and Analysis

Regulation 34 read along with Schedule V of SEBI (LODR) Regulations, 2015 and Companies Act 2013, along with their rules, the corporate governance report, management discussion and analysis, certificate from Practicing Company Secretary regarding non-disqualification, and the auditor's certificate regarding compliance of conditions of corporate governance is enclosed herewith as per *Annexure - E*

26. Details of Fraud

There is no fraud as reported by the Auditors to the Central Government which needs to be disclosed as per the requirement of the provisions of section 134(3)(ca) of the Companies Act, 2013 during the year 2020-21.

27. Annual evaluation

Pursuant to the provisions of the Companies Act, 2013 read along with their rules and SEBI (LODR) Regulations 2015, an Annual Performance evaluation of the Board, the directors individually as well as the evaluation of the working of the board committees including audit committee and other committees of the Board of Directors of the company was carried out during the year and is covered under the corporate governance report forming part of this annual report.

28. Deposits

The Company is a non-deposit taking Category - B, NBFC Company registered with the Reserve Bank of India. Therefore, provisions of section 73 to 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules, 2014 is not applicable to the company. Further the Company has not accepted any deposit in contravention of the provisions of the Companies Act, 2013 as well as RBI directions.

29. Adequacy of Internal Financial Controls

The company has an adequate internal financial control backed by sufficient qualified staff, system software and special software's. The company has also an internal audit system by the external agency.

30. Committee of the Board

The Company has duly constituted the following committees as per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015:

a) **Audit Committee** as per section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations,2015.
b) **Stakeholder Relationship Committee** as per section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (LODR) Regulations, 2015.
c) **Nomination and Remuneration Committee** as per section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015.
d) **Risk Management Committee** as per Regulation 21 of SEBI (LODR) Regulations,2015. *(Constituted Voluntarily)*

AD MANUM FINANCE LIMITED INDORE

The Company has also constituted Internal Complaints Committee (ICC) under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.A detailed note on the Board and its committees is provided under the Corporate Governance Report section in this report.

31. Disclosure as per terms of Paragraph 13 of "Non-Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015

The desired disclosure is enclosed herewith as per attached Financial Statements.

32. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo

Disclosure of particulars required u/s134 (3)(m) of the Companies Act, 2013 read with rule 8(3) of Companies (Account) Rules, on conservation of energy and technology absorption are not applicable as the Company is not having any manufacturing activities. There were no foreign exchange earnings and outgoing during the Financial Year (Previous year Nil).

33. The Details about the policy developed and implemented by the company on CSR (Corporate Social Responsibility) initiatives taken during the year

The Company doesn't satisfy the criteria provided under Section 135(1) of the Companies Act, 2013 hence provisions of Section 135 together with rules made there under is not applicable to the Company during the year under review.

34. Compliance of Reserve Bank of India Guidelines

The Company is having Registration from the RBI to act as NBFC Company and is complying with the entire Requirement's prescribed by the Reserve Bank of India, from time to time.

35. Change in the nature of business

During the year under review, there was no changes in the nature of the business.

36. Material Changes and Commitments Affecting the Financial Position of the company:

The outbreak of the novel corona virus pandemic (COVID-19) is causing significant discrepancies in economic activities, the impact of which has been discussed in the Board Report which forms part of this Annual Report, except the above no material changes and commitments affecting the financial position of the Company occurred during the Financial Year to which these financial statements relate and the date of report.

37. Particulars of Loans, Guarantees and Investments:

Since, the company is registered as NBFC with RBI, therefore, the disclosures relating thereto are not applicable on the company. However, the Company has made certain investment and provided loans to certain corporate during its ordinary course of business. Details of which can be reviewed in the Financial Statements of the company.

38. Provision of voting by electronic means:

Your Company is providing E-voting facility under section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015. The

ALCHEMIUM FINANCE LIMITED INDORE

ensuing AGM will be conducted through Video Conferencing/OVAM and no physical meeting will be held, and your company has made necessary arrangements with NSDL to provide facility for remote e-voting and e-voting at AGM. The details regarding e-voting facility are provided with the notice of the Meeting.

39. General:

Your directors state that during the year under review:

a. The Company has not issued shares (including sweat equity shares) to employees of the Company under any scheme;
b. The company has not filed any application or there is no application or proceeding pending against the company under the Insolvency and Bankruptcy Code, 2016 during the year under review;
c. There is no requirement to conduct the valuation by the bank and Valuation done at the time of one-time Settlement during the period under review;
d. The Company has complied with the applicable Secretarial Standards under the Companies Act, 2013.

40. Acknowledgement

The Board of Directors places its sincere gratitude for the assistance and co-operation received from Banks, Customers and Shareholders etc. The Directors take this opportunity to express their sincere appreciation for the dedicated services of the executives and staffs for their contribution to the overall performance of the company.

By Order of the Board

Registered Office: Ad-Manum Finance Limited
CIN- L52520MP1986PLC003405
"Agarwal House", Ground Floor
5, Yeshwant Colony,
Indore (M.P.) 452003

AD-MANUM FINANCE LIMITED INDORE

(Sanjeev Sharma) ***(Dharmendra Agrawal)***
Whole-time Director ***Whole-time Director& CEO***
DIN: 07839822 ***DIN:08390936***

Date:19th August, 2021
Place: Indore

ANNEXURE – A

Details pertaining to remuneration as required under section 197(12) of the Companies Act, 2013 read with rule 5(1) of the companies (Appointment and remuneration of Managerial Personal) Rules, 2014

1) The % increase in remuneration of each director, chief financial officer, Chief Executive Officer, Company Secretary or manager, if any, in the FY 2020-21, the ratio of the remuneration of each director to the median remuneration of the employees of the company for the FY 2020-21 and the comparison of the remuneration of each key managerial personal (KMP) against the performance of the company are as under: -

S. No.	Name of Director/KMP for financial year 2020-21	Remuneration of Director/KMP for the financial Year 2020-21 (Rs. in Lacs)	% increase in Remuneration in the Financial year 2020-21	Ratio of remuneration of each Director to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1.	Mr. Raees Sheikh	10.39	(-) 7.56%	1.57X	Profit after tax increased by 48.14% for the FY 2020-21
2.	Mr. Dharmendra Agrawal	8.67	(-) 12.42%	1.31X	
3.	Mr. Sanjeev Sharma	4.54	(-) 14.50%	0.69X	
4.	Mr. Sandeep Ghelot	2.96	----	----	

2) The median remuneration of the employees of the company during the financial year 2020-21 was `6.60/-.
3) In the Financial Year, there was an increase of 2.64% Approx in the median remuneration of employees.
4) There were 4 permanent employees on the rolls of the company as on 31/03/2021.
5) Average % Decrease made in the salaries in the financial year 2020-21– KMP 11.49%.
6) It is hereby affirmed that the remuneration paid is as per the remuneration policy of directors KMP and other employees.

Registered Office:

CIN- L52520MP1986PLC003405
"Agarwal House", Ground Floor
5, Yeshwant Colony,
INDORE – 452003 (M.P.)

By Order of the Board
Ad-Manum Finance Limited

AD-MANUM FINANCE LIMITED INDORE

(Sanjeev Sharma)
Additional Director
DIN: 07839822

(Dharmendra Agrawal)
Whole-Time-Director & CEO
DIN-08390936

Date : 19th August,2021
Place: Indore

ANNEXURE-B

NAME OF THE TOP 10 EMPLOYEES OF THE COMPANY As on (31st March 2021)

Sr.No.	Branch	*Employee_Name	Department / Domain	Designation	Employee_ Category
1	Indore	Dharmendra Agrawal	Whole time Director/ CEO	Asst. Vice President	Grade II
2	Indore	Mohd.Raees Sheikh	Company Secretary	Asst. Vice President	Grade II
3	Indore	Sandeep Gehlot	CFO	Astt. General Manager	Grade II
4	Indore	Sanjeev Sharma	Whole-Time-Director	Asisstant Managerr	Grade III

* as at 31.03.2021 the company having only above said employees.

For and on behalf of the Board of Directors of
Ad-Manum Finance Limited

(Sanjeev Sharma)
Additional Director
DIN: 07839822

(Dharmendra Agrawal)
Whole –Time- Director & CEO
DIN:08390936

Date: 19th August 2021
Place: Indore

ANNEXURE-C

AD-MANUM FINANCE LIMITED

Whistle Blower Policy & Vigil Mechanism

1. **Preface** Pursuant to Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per applicable provisions of section 177 (9) of the Companies Act, 2013 requires every listed company shall establish a Whistle Blower policy/Vigil Mechanism for the directors and employees to report genuine concerns or grievances about unethical behavior, actual or suspected fraud or violation of the company's Code of Conduct or Ethics Policy. The Company has adopted a Code of Conduct for Directors and Senior Management Executives ("the Code"), which lays down the principles and standards that should govern the actions of the Company and its employees. Any actual or potential violation of the Code, howsoever insignificant or perceived as such, would be a matter of serious concern for the Company. Such a vigil mechanism shall provide for adequate safeguards against victimization of directors and employees who avail of such mechanism and also make provisions for direct access to the Chairperson of Audit Committee in exceptional cases.

Under these circumstances, **Ad-Manum Finance Limited**, being a listed Company proposes to establish a Whistle Blower Policy/ Vigil Mechanism and to formulate a policy for the same.

2. **Definitions:** The definitions of some of the key terms used in this Policy are given below. Capitalized terms not defined herein shall have the meaning assigned to them under the Code.
a. "Associates" means and includes vendors, suppliers and others with whom the Company has any financial or commercial dealings.
b. **"Audit Committee"** means the Audit Committee of Directors constituted by the Board of Directors of the Company in accordance with Section 177 of the Companies Act, 2013.
c. **"Employee"** means every employee of the Company (whether working in India or abroad), including the directors in the employment of the Company. .
d. **"Code"** means the Whistle Blower Policy/ Vigil Mechanism Code of Conduct.
e. **"Director"** means every Director of the Company, past or present.
f. **"Investigators"** mean those persons authorized, appointed, consulted or approached by the Ethics Counselor/Chairman of the Audit Committee and include the auditors of the Company and the police.
g. **"Protected Disclosure"** means any communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.
h. **"Subject"** means a person against or in relation to whom a Protected Disclosure has been made or evidence gathered during the course of an investigation.
i. **"Whistleblower"** means an Employee or director making a Protected Disclosure under this policy.

3. **Scope of this Policy:** This Policy intends to cover serious concerns that could have grave impact on the operations and performance of the business of the Company and malpractices and events which have taken place/suspected to have taken place, misuse or abuse of authority, fraud or

AD-MANUM FINANCE LIMITED INDORE

suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees. The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

4. **Eligibility:** All Employees and directors of the Company are eligible to make Protected Disclosures under the Policy. The Protected Disclosures may be in relation to matters concerning the Company.

5. **Disqualifications**

a. While it will be ensured that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action.

b. Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistle Blower knowing it to be false or bogus or with a mala fide intention.

c. Whistle Blowers, who make any Protected Disclosures, which have been subsequently found to be mala fide, frivolous or malicious shall be liable to be prosecuted under Company's Code of Conduct.

6. **Procedure**

a. All Protected Disclosures should be addressed to the Chairman of the Audit Committee of the Company for investigation.

b. The contact details of the Chairman of the Audit Committee of the Company is as under:

Priyanka Jha
Sundar Nagar Main, 250, Sunder Nagar
Sukhliya Indore(M.P.)452010

c. If a protected disclosure is received by any executive of the Company other than Chairman of Audit Committee, the same should be forwarded to the Chairman of the Audit Committee for further appropriate action. Appropriate care must be taken to keep the identity of the Whistleblower confidential.

d. Protected Disclosures should preferably be reported in writing so as to ensure a clear understanding of the issues raised and should either be typed or written in a legible handwriting in English, Hindi or in the regional language of the place of employment of the Whistleblower.

e. The Protected Disclosure should be forwarded under a covering letter which shall bear the identity of the Whistleblower. The Chairman of the Audit Committee shall detach the covering letter and forward only the Protected Disclosure to the Investigators for investigation.

f. Protected Disclosures should be factual and not speculative or in the nature of a conclusion and should contain as much specific information as possible to allow for proper assessment of the nature and extent of the concern and the urgency of a preliminary investigative procedure.

g. The Whistleblower must disclose his/her identity in the covering letter forwarding such Protected Disclosure. Anonymous disclosures will not be entertained as it would not be possible to interview the Whistleblowers.

ADYAKUM FINANCE LIMITED INDORE

7. **Investigation:**

a. All Protected Disclosures reported under this Policy will be thoroughly investigated by Chairman of the Audit Committee of the Company who will investigate / oversee the investigations under the authorization of the Audit Committee. If any member of the Audit Committee has a conflict of interest in any given case, then he/she should recues himself/herself and the other members of the Audit Committee should deal with the matter on hand. In case where a company is not required to constitute an Audit Committee, then the Board of directors shall nominate a director to play the role of Audit Committee for the purpose of vigil mechanism to which other directors and employees may report their concerns.

b. The Chairman of the Audit Committee may at its discretion, consider involving any Investigators for the purpose of investigation.

c. The decision to conduct an investigation taken by the Chairman of the Audit Committee is by itself not an accusation and is to be treated as a neutral fact-finding process. The outcome of the investigation may not support the conclusion of the Whistleblower that an improper or unethical act was committed.

d. The identity of a subject will be kept confidential to the extent possible given the legitimate needs of law and the investigation.

e. Subjects will normally be informed of the allegations at the outset of a formal investigation and have opportunities for providing their inputs during the investigation.

f. Subjects shall have a duty to co-operate with the Chairman of the Audit Committee or any of the Investigators during investigation to the extent that such co-operation will not compromise self-incrimination protections available under the applicable laws.

g. Subjects have a right to consult with a person or persons of their choice, other than the Ethics Counselor/Investigators and/or members of the Audit Committee and/or the Whistleblower. Subjects shall be free at any time to engage counsel at their own cost to represent them in the investigation proceedings.

h. Subjects have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, coached, threatened or intimidated by the Subjects.

i. Unless there are compelling reasons not to do so, Subjects will be given the opportunity to respond to material findings contained in an investigation report. No allegation of wrongdoing against a Subject shall be considered as maintainable unless there is good evidence in support of the allegation. j. Subjects have a right to be informed of the outcome of the investigation. If allegations are not sustained, the Subject should be consulted as to whether public disclosure of the investigation results would be in the best interest of the Subject and the Company.

k. The investigation shall be completed normally within 45 days of the receipt of the Protected Disclosure

8. PROTECTION

8.1 No unfair treatment will be meted out to a Whistle Blower by virtue of his/ her having reported a Protected Disclosure under this policy. The company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blowers. Complete protection will, therefore, be given to Whistle Blowers against any unfair practice like retaliation, threat or intimidation of termination / suspension of service, disciplinary action, transfer, demotion, refusal of promotion or the like including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties /

AP-MANUM FINANCE LIMITED INDORE

functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure. Thus, if the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedure, etc.

8.2 A Whistle Blower may report any violation of the above clause to the Chairman of the Audit Committee, who shall investigate into the same and recommend suitable action to the management.

8.3 The identity of the Whistle Blower shall be kept confidential to the extent possible and permitted under law. 8.4 Any other Employee assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

9. SECRECY / CONFIDENTIALITY

9.1 The complainant, Members of Audit Committee, the Subject and everybody involved in the process shall:

9.2 Maintain confidentiality of all matters under this Policy

9.3 Discuss only to the extent or with those persons as required under this policy for completing the process of investigations.

9.4. Not keep the papers unattended anywhere at any time

9.5 Keep the electronic mails / files under password.

10. DECISION: If an investigation leads the Chairman of the Audit Committee to conclude that an improper or unethical act has been committed, Chairman of the Audit Committee shall recommend to the management of the Company to take such disciplinary or corrective action as he may deem fit. It is clarified that any disciplinary or corrective action initiated against the Subject as a result of the findings of an investigation pursuant to this Policy shall adhere to the applicable personnel or staff conduct and disciplinary procedures.

If the report of investigation is not to the satisfaction of the complainant, the complainant has the right to report the event to the appropriate legal or investigating agency. A complainant who makes false allegations of unethical & improper practices or about alleged wrongful conduct of the subject to the Whistle Officer or the Audit Committee shall be subject to appropriate disciplinary action in accordance with the rules, procedures and policies of the Company.

11. REPORTING: The Chairman of the Audit Committee shall submit a report to the Audit Committee on a regular basis about all Protected Disclosures referred to him/her since the last report together with the results of investigations, if any.

12. ACCESS TO CHAIRMAN OF THE AUDIT COMMITTEE: The Whistle Blower shall have right to access Chairman of the Audit Committee directly in exceptional cases and the Chairman of the Audit Committee is authorized to prescribe suitable directions in this regard.

13. COMMUNICATION: A whistle Blower policy cannot be effective unless it is properly communicated to employees. Therefore, the policy is published on the website of the company.

AD-MANUM FINANCE LIMITED * INDORE *

14. RETENTION OF DOCUMENTS: All Protected disclosures in writing or documented along with the results of Investigation relating thereto, shall be retained by the Company for a period of 7 (seven) years or such other period as specified by any other law in force, whichever is more.

15. ADMINISTRATION AND REVIEW OF THE POLICY: A quarterly status report on the total number of compliant received, if any during the period with summary of the findings of Audit Committee and corrective steps taken should be send to the Chairman of the company. The Company Secretary shall be responsible for the administration, interpretation, application and review of this policy.

16. AMENDMENT: The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification will be binding on the Employees and Directors unless the same is notified to them in writing.

ADMANUM FINANCE LIMITED * INDORE *

ANNEXURE - D

D. K. JAIN & CO.
Company Secretaries

CS (Dr.) Dilip Kumar Jain
M. Com., FCS., ACIS (U.K.), Ph.D., IP, RV (SFA)

Form MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021

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

To,
The Members,
Ad- Manum Finance Limited
"Agarwal House" Ground Floor,
5, Yeshwant Colony,
Indore (M.P.) 452003

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

Based on our verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management considering the relaxations granted by the Ministry of Corporate Affairs and the SEBI warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the **Financial year ended 31st March, 2021 ("Audit Period")**complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(iii) The Depositories Act, 1996 and the Regulations and By-laws framed thereunder;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
(v) (i) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): —
   (a) The SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   (b) The SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
   (c) The SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   (ii) Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') **were not applicable** to the Company as there were no such transaction/instances during the financial year under report: -
   (a) The SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
   (b) The SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
   (c) The SEBI (Issue and Listing of Debt Securities) Regulations, 2008;
   (d) The SEBI (Delisting of Equity Shares) Regulations, 2009; and
   (e) The SEBI (Buyback of Securities) Regulations, 1998.

D.K. JAIN & CO. INDORE M.NO. 3865 COMPANY SECRETARIES

401-402, 4th Floor, Silver Ark Plaza, Janjirwala Chouraha, Near Curewell Hospital, Indore - 452 001 (M.P)
Ph.: (0) 0731- 4972275 Mob.: 94250-62039
E-mail : dkjain@dkjaincs.com

(vi) The Company is a Non-Banking Financial Company and having business of providing finance as well as investments in securities, therefore the Reserve Bank of India Act, 1934 and rules made/ directions issued for the NBFC Companies are specifically applicable to the Company.

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

(i) Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013; and

(ii) The SEBI (LODR) Regulations, 2015 as amended from time to time.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned and there are no such observations which are specifically required to be mentioned according to the provisions of law.

We further report that the Board of directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Further that, during the period under review the following changes occurred in the Directorship of the company:

i. Mr. Dharmendra Agrawal was re-appointed as the Whole-time Director for a period from 1st April, 2020 to 31st March, 2021;

ii. Mr. Sandeep Gehlot was appointed as CFO w.e.f 19th August, 2020.

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

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of directors and Committee of the Board, as the case may be.

Based on the records and process explained to us for compliances under the provisions of other specific Acts applicable to the Company, we further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

We further report that during the audit period of the Company there were no certain specific events which have bearing on company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. except the following: -

1) The operations of the business activities were closed from 1st April, 2020 till 5th June, 2020 due to nationwide lockdown pursuant to the COVID-19 Pandemic and necessary disclosures thereof was given to the BSE Ltd. as required under the Regulation 30 of the SEBI (LODR) Regulations, 2015.

For, D.K. JAIN & CO.
COMPANY SECRETARIES
FRN No. I1995MP067500

D.K. JAIN & CO. INDORE M.NO. 3565 COMPANY SECRETARIES

CS (Dr.) D.K. JAIN
PROPRIETOR
FCS 3565
CP 2382
Peer review: 743/2020
UDIN: F003565C000602075
Place: Indore
Date: 9th July, 2021

Annexure - I to the Secretarial Audit Report

To,
The Members,
Ad- Manum Finance Limited
"Agarwal House" Ground Floor,
5, Yeshwant Colony,
Indore (M.P.) 452003

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of treatment of various tax liabilities and payment thereof, compliance of the applicable accounting standards, financial records and Books of Accounts of the company as the same is subject to the statutory audit being performed by the independent auditors.
4. Wherever required, we have obtained the Management representation and also relied about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, guidelines, standards etc., are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. We do not take any responsibility for any person if taking any commercial, financial or investment decision based on our secretarial audit report as aforesaid, and they need to take independent advice or decision as per their own satisfaction.
8. We have relied on electronic/soft copies of documents as produced for verification of compliances of various laws due to the COVID-19 Pandemic. However, the Company Secretary of the Company has visited to our office and has provided necessary information and explanation as was desired by us.

For, D.K. JAIN & CO.
COMPANY SECRETARIES
FRN No. I1995MP067500

D.K. JAIN & CO. INDORE M.NO. 3565 COMPANY SECRETARIES

CS (Dr.) D.K. JAIN
PROPRIETOR
FCS 3565
CP 2382
Peer review: 743/2020
UDIN: F003565C000602075
Place: Indore
Date: 9th July, 2021

ANNEXURE-E

CORPORATE GOVERNANCE REPORT
(Annexed with the Board's Report for the year ended 31/03/2021)

In accordance with Regulation 34 read along with Schedule V of SEBI (LODR) Regulations, 2015and other applicable provisions of the Companies Act, 2013 alongwithrules made thereunder and some of the best practices followed on Corporate Governance, the report containing the details of corporate governance systems and processes at Ad-Manum Finance Limited is as under:

1.Company's Philosophy on Corporate Governance:

The Ad-Manum Finance Limited **(Ad-Manum)**is Committed to the adoption of best governance practices. The Company recognizes the ideals and importance of Corporate Governance, believe on the Four Pillar of the Corporate Governance i.e Accountability, Responsibility, Fairness and Transparency and followed fair business &coroporate practices/acknowledges its responsibilities,while dealing with/towards, all stakeholders including customers, employees, regulatory authorities, shareholders and society at large.

Good Corporate Governance acts as a catalyst for consistent growth of an organization. It is the adoption of best business practices which ensure that the Company operates not only within regulatory framework, but is also guided by ethics.

Your Company is compliant with the all the provisions of SEBI (LODR) Regulations, 2015 applicable to the company since 1st December 2015.

2. Board of Directors

(a) Composition & Category of Directors:

The Board of Directors comprises highly renowned professionals drawn from diverse fields. They bring with them a wide range of skills and experience to the Board, which enhances the quality of the Board's decision-making process. The brief profile of the Company's Board of Directors is as under:

Name of Directors	**CA Aseem Trivedi (DIN: 01244851)**	***CA Vishnu Gupta (DIN: 01416704)**	**Shri Dharemndra Agrawal (DIN:08390936)**	**Mrs. Priyanka Jha (DIN: 07347415)**	**Shri Sanjeev Sharma (DIN: 07839822)**
Date of Birth	15/07/1971	01/02/1967	09/12/1970	18/10/1991	27/07/1981
Date of Appointment in the current term	01/04/2019	01/04/2019	01/04/2020	30/03/2019	13/03/2020
Expertise / Experience in specific functional areas	Accounts & Finance	Accounts & Finance	Information Technology & Accounts	Accounts & Marketing	Legal
Qualification	Chartered Accountant	Chartered Accountant	Graduate in Science (Math.)	BSC & MBA	BA LLB
No. & % of Equity Shares held	0	0	0	0	0
List of outside Company's directorship held including name of Listed Company	Assem Trivedi Consulting Pvt. Ltd.	Falodi Corporate Consultant Private Limited	-	Available Finance Limited. (Listed Co.)	Archana Coal Pvt. Ltd. Stewardship Advisory Pvt. Ltd.

AD-MANUM FINANCE LIMITED * INDORE *

Chairman / Member of the Committees of the Board of Directors of the Company	Member of:- 1)Audit Committee 2)Stakeholders Relationship Committee 3)Nomination & Remuneratio n Committee	Member of:- 1)Audit Committee 2)Stakeholders Relationship Committee 3)Nomination & Remuneration Committee	-	Chairperson of:- 1)Audit Committee 2)Stakeholders Relationship Committee 3)Nomination & Remuneratio n Committee	-
Chairman / Member of the Committees of the Board, of other Companies in which he/she is director	-	-	-	Chairperson of the following committees in Available Finance Ltd:- 1) Audit Committee 2) Stakeholders Relationship Committee 3) Nomination & Remuneratio n Committee	-
Directors Interse	N.A.	N.A.	N.A.	N.A.	N.A.

** Mr. Vishnu Prasad Gupta, has resigned from the Board as well as from the post of Independent director w.e.f. 22nd June, 2021.*

(b) Attendance Record of Directors:

Name of Directors	No. of Board Meetings held	No. of Board Meetings Attended	Last AGM whether attended	Other Directorships	Committee Membership/ Chairman*
Mr. Dharmendra Agrawal	7	7	Yes	0	-
CA Aseem Trivedi	7	5	No	1	2
CA Vishnu Gupta	7	3	No	1	2
Ms. Priyanka Jha	7	5	Yes	1	2
Mr. Sanjeev Sharma	7	7	No	2	-

During the financial year **2020-2021** the Board of Directors meeting was held **7(Seven)** times **08-06-2020, 25-07-2020, 19-08-2020, 15-09-2020, 12-11-2020, 09-02-2021 and 31-03-2021.**

(c) Induction and Familiarization Programme for Independent Directors:

On appointment, the concerned Director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments the same are posted on the website of the companyhttp://www.admanumfinance.com/others.pdf Details of Familiarisation Programmes imparted to Independent Director can be accessed from the website of the company and the web link for the same is: (http://www.admanumfinance.com/Familarization_programme_detail.pdf).

(d) Separate Meeting of Independent Director:

As stipulated by the code of Independent Director underSchedule IV of the Companies Act, 2013, a separate meeting of the Independent Director of the company held 9th Day of February, 2021 to review the performance of Non-Independent Director (including the Chairman) and the Board as whole. The Independent Director also reviewed the quality,content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

(e) Code of Conduct:

The Board has adopted the code of conduct for all its Directors and Senior Management which has been displayed on the Company's website. All Board members and senior management personnel

ADMANUM FINANCE LIMITED INDORE

have affirmed compliance with the code on annual basis. A declaration to this effect by CEO of the Company forms part of this Annual Report.

(f) Prevention of Insider Trading Code:

Already discussed in the Board Report. Members are requested to please refer Board Report.

(g)List of core skills/expertise/competencies identified by the board of directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the board.

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

a) Knowledge on Company's businesses, policies and business culture major risks / threats and potential opportunities and knowledge of the industry in which the Company operates.
b) Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company,
c) Financial, Auditing, Taxation and Management skills,
d) Technical / Professional skills and specialized knowledge in relation to Company's business.

(h) Matrix Setting out Skills / Expertise / Competencies:.

Skills / Expertise / Competencies	Shri Dharmendra Agarwal Whole - time Director and CEO	Shri Sanjeev Sharma,Whole-time Director	Ms.Priyanka Jha, Independent Director	CA Aseem Trivedi Independent Director	CA Vishnu Prasad Gupta, Independent Director
Knowledge on Company's businesses	Yes	Yes	Yes	Yes	Yes
Behavioural skills	Yes	Yes	N.A.	N.A.	N.A.
Financial, Auditing, Taxation and Management skills.	Yes	N.A.	Yes	Yes	Yes
Technical / Professional skills and specialized knowledge	Yes	N.A.	Yes	Yes	Yes

(i) Confirmation that in the opinioin of the Board, the Independent Director fulfill the condition specified in this regulation and are independent of the Management:

All Independent Directors has given disclosure as required under the Companies Act, 2013 and Listing Regulations that they are independent of the management and the Management do hereby confirm there independency.

(j) Detailed Reason for resignation of Independent Director who resigns before the expiry of his tenure alongwith the confirmation by such director that there are no other material reason other than those provided:

During the year under review, No Independent Director has resigned from the Board.

(k) Disclosures:

A. Subsidiary Companies: Already discussed in the Board Report. Members are requested to please refer Board Report.

B. Related Party Transactions: Already discussed in the Board Report. Members are requested to please refer Board Report.

C. Providing voting by Electronic Means.

Your Company is providing E-voting facility under Regulation 44 of SEBI (LODR)Regulation, 2015 and Companies Act, 2013. The details regarding e-voting facility is being given with the notice of the Meeting.

D. Strictures and Penalties

No strictures or penalties have been imposed on the Company by the Stock Exchanges or by the Securities and Exchange Board of India (SEBI) or by any statutory authority on any matters related to capital markets during the last three years.

ALBANUM FINANCE LIMITED INDORE

E. Compliance with Indian Accounting Standards

In the preparation of the financial statements, the Company has followed the Indian Accounting Standards as notified. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

F. Vigil Mechanism/Whistle Blower Policy: Already discussed in the Board Report. Members are requested to please refer Board Report

G. Proceeds from public issues, rights issue, preferential issues, etc.

The Company has not raised money through an issue (public issues, rights issues, preferential issues etc.) during the year under review.

H. Disclosures with respect to demat suspense account/ Unclaimed Suspense Account:

There is no equity shares lying in the demat suspense account/ Unclaimed Suspense Account.

I. CEO/CFO Certification:

The CEO and the CFO have issued certificate pursuant to the provisions of Regulation 17(8) of SEBI (LODR) Regulation, 2015. The said certificate is annexed and forms part of the Annual Report.

J. Secretarial Compliance Report:

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the SEBI (LODR) Regulation, 2015, directed listed entities to obtain Annual Secretarial Compliance Report from a Practicing Company Secretary for compliance of all applicable SEBI Regulations and circulars/guidelines issued thereunder. The said Secretarial Compliance Report is in addition to the Secretarial Audit is required to be submitted to Stock Exchanges within 60 days of the end of the financial year. The Company has obtained the services of CS (Dr.) D.K. Jain (M. No. 3565 & CP No. 2382), Practicing Company Secretary for providing required Compliance Report for the year ended 31st March, 2021 and filed with the BSE Ltd. as required.

K. Certificate from Practicing Company Secretary for Non Dis-qualification of Directors:

As required under Part C of Schedule V of the SEBI (LODR) Regulation, 2015, the Company has obtained a certificate from CS (Dr.) D.K. Jain (FCS 3565 CP No.2382), proprietor of M/s. D.K. Jain & Co., Practicing Company Secretaries, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority is attached as **Annexure to the Corporate Governance Report.**

L. Where the Board had not accepted any recommendation of any Committee of the Board which is Mandatorily required, in the relevant financialyear:

There are no such instances where, the Board had not accepted any recommendation of any committee of the Board.

M. Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) act,2013:

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. Already discussed in the Board Report. Members are requested to please refer Board Report.

N. Disclosure of non-compliance by the Company:

There has been no instance of non-compliance on any matter related to the capital markets, during the last two years.

O. Unclaimed Dividend and transfer of shares to the IEPF Authority

The dividend for the under noted years, if remaining unclaimed for seven years, will be statutorily transferred to the Investor Education and Protection fund (IEPF) in accordance with the schedule given below. **Communication has been sent by the Company to the Shareholders advising them to take appropriate steps to realize the same. Attention is drawn that the unclaimed dividend for the year 2013-14 is due for transfer to IEPF on 01/11/2021.Once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company.**

Financial Year	Dividend Identification no.	Date of Declaration of Dividend	Unclaimed dividend as on 31/03/2021	Due for transfer to IEPF
2013-14	28th AGM	25/09/2014	160712.00	01/11/2021
2014-15	29th AGM	30/09/2015	165802.00	06/11/2022

KONANDUM FINANCE LIMITED INDORE

In accordance with the provision of Companies Act, 2013 the Company has transferred 8600 equity shares of Rs. 10/- each to the IEPF Authority as per the requirement of the IEPF rules on account of the dividend declared by the company in the year 2012-13.

The Company has uploaded on its website the details of unpaid or unclaimed amounts lying with the Company as on date of last Annual General Meeting (30/09/2020) and details of shares transferred to IEPF during financial year 2020-21. The aforesaid details are put on the Company's website and can be accessed on the website of the IEPF Authority (www.iepf.gov.in).The voting rights on the shares transferred to IEPF Authority shall remain frozen till the rightful owner claims the shares.

P. Total fees for all services paid by the company and its subsidiary on a consolidated basis, to the statutory auditors and all entities in the network of which the statutory auditor is a part.

The company does not have any subsidiary company.

Compliance Under Non-Mandatory/Discretionary Requirements Under the Listing Regulations:

The Company complied with all mandatory requirements and has adopted non-mandatory requirement as per details given below:

A. The Board:

The Company does not have Non-Executive Chairman.

B. Shareholder's Rights:

The quarterly and half yearly results are published in the newspaper, displayed on the website of the Company and are sent to the Stock Exchanges where the shares of the Company are listed. The half-yearly results are not separately circulated to the shareholders.

C.Audit Qualification:

The auditors have not qualified the financial statement of the Company. The Company continues to adopt best practices in order to ensure unqualified financial statements.

D. Reporting of Internal Auditor:

The Internal Auditors of the Company report to the Audit Committee.

3. Audit Committee

(A) During the year there is no change in the constitution of Audit Committee.The terms of reference stipulated by the Board of Directors to the Audit Committee are, as contained in the Regulation 18 read with Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 and Provisions of the Companies Act, 2013read with the rules made thereunder,major of which are as follows:

1. oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. approval of payment to statutory auditor's for any other services rendered by the statutory auditors;
4. reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
    a. matters, required to be included in the Director's Responsibility Statements to be included in the Board's report in terms of clause (C) of sub section 3 of section 134 of the Companies Act, 2013;
    b. changes, if any, in accounting policies and practices and reasons for the same;
    c. major accounting entries involving estimates based on the exercise of judgment by management;
    d. significant adjustments made in the financial statements arising out of audit findings;
    e. compliance with listing and other legal requirement relating to financial statements;
    f. disclosure of any related party transactions;
    g. modified opinion(s) in the draft audit report;
5. reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. reviewing, with the management, the statement of uses / application of fundsraised through an issue (public issue, rights issue preferential issue, etc.) the statement of funds utilized for purposes other than those stated in the offer document / prospectus/ notice and

AD MANUM FINANCE LIMITED INDORE

the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;

7. review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. approval or and subsequent modification of transactions of the listed entity with related parties;
9. scrutiny of inter-corporate loans and investment;
10. valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. evaluation of internal financial controls and risk management systems;
12. reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
13. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. discussion with internal auditors any significant findings and follow up there on;
15. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud of irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, share holders (in case of non-payment of declared dividends) and creditors;
18. to review the functioning of the whistle blower mechanism;
19. approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate
20. carrying out any other function as in the terms of reference of the Audit Committee.
21. Reviewing the utilization of loans and/ or advances from/investment by the holding company in thesubsidiary exceeding rupees 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
22. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

The Audit Committee reviews the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the Audit Committee) submitted by management;
3. Management letters/letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses; and
5. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review bythe Audit Committee.
6. statement of deviations:
   - quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
   - annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7).

(B) Constitution and Composition:

The terms of reference of the audit committee are extensive and include all that is mandated in regulations 18 of SEBI (LODR) Regulations, 2015 with the Stock Exchange and Provisions of the Companies Act, 2013 along with their rules. The Company has complied with the requirements of regulation 18 of SEBI (LODR) Regulations, 2015 as regards composition of the Audit Committee.

ACHALAM FINANCE LIMITED INDORE

During the year, the Committee has met 6 times **(08.06.2020, 25.07.2020, 19.08.2020, 15.09.2020, 12.11.2020 and 09.02.2021)**. The details composition and attendance of the members of the Audit Committee in the meetings are as follows:

Name	Position	Meetings Held	Meetings Attended
Ms. Priyanka Jha	Independent- Chairperson	6	6
CA Vishnu Gupta	Independent-Member	6	4
CA Aseem Trivedi	Independent -Member	6	5

CS M. R. Sheikh Company Secretary acts as the Secretary to the committee.

Ms. Priyanka Jha Chairperson of the Audit Committee was present at the last Annual General Meeting to answer the shareholder queries.

4. Nomination and Remuneration Committee

A) Terms of Reference of the Nomination & Remuneration Committee:

The Committee is empowered to -

1. To formulate criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to appointment and remuneration for Directors, Key Managerial Personnel and other senior employees;
2. To formulate criteria for evaluation of the members of the Board of Directors including Independent Directors, the Board of Directors and the Committees thereof;
3. To devise policy on Board Diversity;
4. To identify persons, qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and where necessary, their removal;
5. To formulate policy ensuring the following:
   a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully,
   b. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks, and
   c. Remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals;
   d. Recommendation to the board, all remuneration, in whatever form, payable to senior management.
6. To design Company's policy on specific remuneration packages for Executive/ Whole Time Directors and Key Managerial Personnel including pension rights and any other compensation payment;
7. To determine, peruse and finalize terms and conditions including remuneration payable to Executive/ Whole Time Directors and Key Managerial Personnel of the Company from time to time;
8. To review, amend or ratify the existing terms and conditions including remuneration payable to Executive/Whole Time Directors, Senior Management Personnel and Key Managerial Personnel of the Company;
9. Any other matter as may be assigned by the Board of Directors.

B) Composition:

In compliance with the provisions of Section 178 of the Companies Act, 2013 alongwith their rules and the Regulations 19 of SEBI (LODR) Regulations 2015. The Nomination and Remuneration Committee met 5 times in the financial year 2020-2021 **(i.e. on 25.07.2020, 19.08.2020, 12.11.2020, 09.02.2021 and 31.03.2021).**

Name	Position	Designation	Meeting Held	Meeting Attended
Ms. Priyanka Jha	Chairperson	Independent- Chairperson	5	5
CA Vishnu Gupta	Member	Independent-Member	5	1
CA Aseem Trivedi	Member	Independent -Member	5	4

All the members of the remuneration committee are non-executive and independent directors. The Broad terms of reference of Nomination and Remuneration Committee are to determine on behalf of

ADVANTUM FINANCE LIMITED INDIA

the Board of Directors of the Company and on behalf of the shareholders with agreed terms of reference, the Company's policy on specific remuneration package(s) for Executive Director.

C) Performance Evaluation for Independent Directors:
Pursuant to the Provisions of the Companies Act, 2013 along with their rules and as stipulated under Regulation 25 of SEBI (LODR) Regulations, 2015, the Board of Directors adopted a formal mechanism for evaluating its performance and as well as that of its Committees and Individual Directors. A structured evaluation process covering various aspects of the Boards functioning such as Composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc.

5. Remuneration of Directors:

Criteria of making payment to Non-executive Directors

The company formulated Policy for Remuneration to Directors and KMP and the same is disclosed onthewebsiteathttp://www.admanumfinance.com/Nomination%20and%20Remuneration%20Policy.pdf

Details of the remuneration paid to the Non-Executive Directors during the year under review are as under:

Name	Sitting Fee (`Rs.)	Other Payment	Total (Rs.`)
CA Vishnu Gupta	6000	-	6000
CA Aseem Trivedi	8000	-	8000
Ms. Priyanka Jha	8000	-	8000

Details of the remuneration paid to the Executive Directors during the year under review are as under:

Name of Directors	Amt. (in 000`)	Period of appointment
Mr. Dharmendra Agrawal (Whole-Time-Director & CEO) Remuneration and Perquisites	1040.74	Re-Appointed w.e.f 01/04/2021 as (Whole-Time-Director& CEO)
Mr. Sanjeev Sharma (Whole-Time-Director) - Remuneration and Perquisites	546.44	Appointed w.e.f 13/03/2020 as (Whole-Time-Director)

6. Stakeholder Relationship Committee

The terms of reference mandated by your Board, which is also in line with the statutory and regulatory requirements are:

1. Resolving the grievances of the security holders of the company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the company in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

During the year, the Committee has met 4 times **(25.07.2020, 15.09.2020, 12.11.2020 and 09.02.2021).**The details composition and attendance of the members of the Stakeholder Relationship Committee in the meetings are as follows:

Name	Position	Meetings Held	Meetings Attended
Ms. Priyanka Jha	Independent- Chairperson	4	4
CA Vishnu Gupta	Independent-Member	4	3
CA Aseem Trivedi	Independent -Member	4	3

During the year 2020-21,No complaint were received, hence outstanding complaints as on 31st March, 2021 were **NIL**.

7.The company was not required to hold and conduct any CSR committee during the period under review.

ADMANUM FINANCE LIMITED INDORE

8. General Body Meetings:

Year	Meetings held	Location	Date	Time	No. of Special Resolution passed
2017-18	Annual General Meeting	Hotel Surya, 5/5, Nath Mandir Road, Indore (MP)	28/09/2018	11:00AM	5(Five)
2018-19	Annual General Meeting	Hotel Surya, 5/5, Nath Mandir Road, Indore (MP)	30/09/2019	11:00AM	1(One)
2019-20	Annual General Meeting	VC/OAVM for which purposes the Registered office at "Agarwal House, Ground Floor, 5, Yeshwant Colony, Indore-452003 (M.P.) shall be deemed as the venue of the AGM	30/09/2020	11:00AM	3(Three)

During the year ended on 31st March 2021, no extra ordinary general meeting and Postal Ballot was held.

9. Means of Communication

The quarterly and half yearly financial results of the Company are, in compliance of Regulation 33 and Regulation 47 of SEBI (LODR) Regulations 2015, published in the Free Press (English edition) and Choutha Sansar (Hindi edition), a local vernacular news edition at the place where the registered office of the Company is situated.

The Company's Quarterly and Half yearly results in addition to being published in the newspapers are also provided on receipt of an individual request from the shareholders.Results and Annual Reports of the Company are displayed on the Company's Website: www.admanumfinance.com.The Annual Report is posted individually to all the members entitled to receive a copy of the same.

10. General Shareholder Information

Annual General Meeting Day, Date, Time and Venue		Thursday, the 30th September 2021 at 11:.30 AM through VC/OAVM for which purposes the Registered office at "Agarwal House, Ground Floor, 5, Yeshwant Colony, Indore (M.P.) 452003 shall be deemed as the venue of the AGM
Financial Year	:	2020-21
Financial Calendar (tentative) Results for the 1st Quarter Results for the 2nd Quarter Results for the 3rd Quarter Results for the 4th Quarter	 : : : :	 On or Before 14thAugust, 2021 On or before 14th Nov.,2021 On or before 14th Feb.,2022 On or Before 30th May 2022
Date of Book closure	:	24th September, 2021 Friday to 30th September,2021, Thursday (both days inclusive).
Remote e-Voting	:	27th September, 2021(9:00a.m.), Monday to 29th September,2021 (5:00 p.m.) Wednesday
Listing on Stock Exchanges	:	BSE Ltd.
Stock Code For BSE Demat ISIN Number	 : :	 511359 INE556D01017
Board Meeting for consideration of Annual Accounts for the financial year 2020-21	:	28thMay,2021
Cutoff date for E-voting	:	23rd September, 2021, Thursday
Posting/mailing of Annual Report	:	before 7th September,2021
Registered Office	:	"Agarwal House", Ground Floor, 5, Yeshwant Colony, Indore(M.P.)

ADMANUM FINANCE LIMITED INDORE

		452003 Ph.: 91-731-4714000,Fax: 91-731-4714090
Compliance Officer and Company Secretary	:	CS Mohd. Raees Sheikh
Registrars and Share Transfer Agents	:	Ankit Consultancy Pvt. Ltd., Plot No.60, Electronic Complex, Pardeshipura, Indore (M.P.) 452010 Tel: 0731- 4065797, 4065799 Fax: 0731- 4065798 Email: compliance@ankitonline.com; investor@ankitonline.com
Scrutinizer for E-voting	:	CS Ishan Jain (M. No. 9978 & CP No. 13032), Practicing Company Secretary
Share Transfer System	:	Due to amendment in SEBI(LODR) Regulation, 2015 from 1st April, 2019 no physical transfer of shares allowed except some cases
Commodity price risk or foreign exchange risk and hedging activity	:	N.A.
Plant Location	:	Nil
Credit Rating	:	Nil

Market Price Data*

Month	BSE Ltd. (`Per share)	
	Month's High Price	Month's Low Price
April' 2020	10.99	9.19
May' 2020	9.19	7.86
June' 2020	14.73	8.66
July' 2020	17.49	13.71
August' 2020	17.95	16.50
September' 2020	17.65	13.10
October' 2020	15.98	14.46
November' 2020	16.00	15.00
December' 2020	16.75	13.30
January' 2021	17.15	14.30
February' 2021	14.91	12.94
March' 2021	18.77	13.46

**Data source from the website of the BSE Limited.*

Distribution of shareholding as on 31/03/2021

No. of shares	No. of Holders	%	Shares Amount in `	%
Upto 1000	621	46.73	423800	0.57
1001- 2000	257	19.34	496050	0.66
2001- 3000	78	5.87	219970	0.29
3001- 4000	50	3.76	195230	0.26
4001- 5000	125	9.41	620790	0.83
5001- 10000	100	7.52	837160	1.12
10001- 20000	44	3.31	685600	0.91
20001 -30000	8	0.60	202030	0.27
30001-40000	2	0.14	70500	0.09
40001-50000	5	0.38	236000	0.31
50001-100000	15	1.13	1140730	1.52
100000&Above	24	1.81	69872140	93.16
TOTAL	**1329**	**100.00**	**75000000**	**100.00**

Dematerialization of Shares*

The Company's shares are required to be compulsorily traded in the Stock Exchanges in dematerialized form.The number of shares held in dematerialized and physical mode is as under:

Particulars	No. of Shares	% of total capital issued
Held in Dematerialized form in NSDL	62,72,643	83.64
Held in Dematerialized form in CDSL	10,87,350	14.50
Physical	1,40,007	1.86
Total	75,00,000	100.00

**Data source from our Registrar and Share Transfer Agent Ankit Consultancy Pvt. Ltd. Indore.*

ADHIRAJ FINANCE LIMITED INDORE

Reconciliation of Share Capital Audit:
As stipulated by Securities and Exchange Board of India (SEBI), a qualified Independent Practicing Company Secretary carries out the Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to stock exchanges, NSDL and CDSL and is also placed before the Board's in their Meeting. No discrepancies were noticed during these audits.

Address for Correspondence and Investor Grievances Redressal: "Agarwal House", Ground Floor,5,YeshwantColony,Indore–452003(M.P.)Ph.:91-731-4714000,Fax:91-731-4714090E-mail:cs@admanumfinance.com,Web-Site: www.admanumfinance.com.

By order of the Board of
Ad-Manum Finance Limited

(Sanjeev Sharma)
Whole-time Director
DIN:07839822

(Dharmendra Agrawal)
Whole-Time-Director& CEO
DIN: 08390936

AD-MANUM FINANCE LIMITED INDORE

Date: 19th August,2021
Place: Indore

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Ad-Manum Finance Limited
"Agarwal House" Ground Floor
5, Yeshwant Colony
Indore-452003 (MP)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Ad-Manum Finance Limited having CIN:L52520MP1986PLC003405 and having registered office at "Agarwal House" Ground Floor, 5, Yeshwant Colony, Indore-452003 (MP) (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers,

We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Shri Aseem Trivedi	01244851	01/04/2004
2	Shri Vishnu Prasad Gupta*	01416704	01/04/2004
3	Shri Dharmendra Agrawal	08390936	30/03/2019
4	Smt. Priyanka Jha	07347415	30/03/2019
5	Shri Sanjeev Sharma	07839822	13/03/2020

*Mr. Vishnu Prasad Gupta, Independent Director of the company has resigned from the Board w.e.f 22nd June, 2021.

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Indore
Date :19th August, 2021
UDIN: F003565C000804266

For, D.K. Jain & Co.
Company Secretaries
FRN: I1995MP067500

CS (Dr.) Dilip Kumar Jain
Proprietor
FCS 3565: CP 2382
Peer Review: 743/2020

CEO/CFO CERTIFICATION

In compliance with Regulation 17(8) read with Schedule II Part B of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 I hereby certify that:

A. We have reviewed Financial Statements and the Cash flow of Ad-Manum Finance Limitedfor the year ended on 31st March 2021and to the best of our knowledge and belief:
   (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   (2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. To the best of our knowledge and belief, no transaction entered into by the listed entity's during the year 2020-21 which are fraudlent, illegal or violative of the listed entity's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee. deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee:
   (i) that there are no significant changes in internal control over financial reporting during the financial year2020-21;
   (ii) that there are no significant changes in accounting policies during the year; and that the same have been disclosed in the notes to the financial statements; except changes made by Government from time to time, if any and
   (iii) that no instances of significant fraudof which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

By order of the Board of
Ad-Manum Finance Limited

(Sanjeev Sharma)
Whole-time Director
DIN:07839822

(Dharmendra Agrawal)
Whole-Time-Director& CEO
DIN: 08390936

AD-MANUM FINANCE LIMITED INDORE

Date: 19thAugust,2021
Place: Indore

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

{Requirements under the SEBI (LODR) Regulations, 2015}

TO THE MEMEBERS OF
Ad-Manum Finance Limited

1. The Corporate Governance Report prepared by **Ad-Manum Finance Limited** ('the Company') for the year ended 31st March, 2021, contains details as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulation") pursuant to the Listing Agreement of the Company with Stock Exchanges.

Management's Responsibility

2. The compliance with the conditions of Corporate Governance is the responsibility of the management of the Company. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in SEBI Listing Regulations.

Auditor's Responsibility

3. Our responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the condition of Corporate Governance, as stipulated in the Listing Regulation.
4. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
5. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
6. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures includes but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.
7. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations as applicable during the year ended March 31, 2021.
9. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction on use

10. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the SEBI Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept

AD-MANUM FINANCE LIMITED * INDORE *

or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

STATUTORY AUDITORS
FOR SAP JAIN AND ASSOCIATES
CHARTERED ACCOUNTANTS
ICAI FRN 019356C
***CA* SWATI JAIN**
PARTNER
ICAI MNO 420836

PLACE: INDORE
DATE: 16/08/2021
ICAI UDIN 21429690AAAABP7850

CODE OF CONDUCT

This is to certify that in pursuance of the provisions of in Regulation 34 (3) read with Point No. D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A Code of Conduct for the Board members and the Senior Management personnel of the Company has been approved by the Board in its meeting held on 12th April, 2018.
The said Code of Conduct has been uploaded on the website of the Company and has also been circulated to the Board members and the Senior Management Personnel of the Company.
All Board members and Senior Management Personnel have affirmed compliance with the said Code of Conduct, for the period ended 31st March, 2021.

(Sanjeev Sharma)
Whole-Time-Director
DIN: 07839822

(Dharmendra Agrawal)
Whole-Time-Director& CEO
DIN: 08390936

ADITYANUM FINANCE LIMITED * INDORE *

Date:19th August, 2021
Place: Indore

Management Discussions and Analysis Report

Industry Structure and development
The Management of the company presents its analysis report covering performance and outlook of the company. The report has been prepared in compliance with corporate governance requirement as laid down in Regulation 33 of SEBI (LODR) Regulations, 2015 read with Schedule V: -
The Non Banking Finance Company (NBFC) in private sector in India is represented by a large number of small and medium sized companies with regional focus. Over the years, our company has steadily broadened its business activities to cover a wide spectrum of services in the financial intermediation space with the basic focus on investment & finance.
Your company has reduced its operational cost and carefully evaluating investments. The company **has** Rs. 53.89 Lakhs NPA Account and **Rs. 224.01 Lacs bad debts for the period ended on 31st March 2021.**
The Company has a proper and adequate system of internal control to ensure that all activities are monitored and controlled against any unauthorized use or disposition of assets. The audit committee of the Board of Directors reviews the adequacy of internal control.
Statements in Management Discussion and Analysis, describing the company's objectives, projections and estimates are forward looking statements and progressive within the meaning of applicable security laws and regulations. Actual results may vary from those expressed or implied, depending upon economic conditions. Government policies and other incidental factors.
Opportunities and Threats:

The Company's Management reveals that the corporate and real estate finance sector has good potential because the remote locations are away from the range of Banks and Institutions.
On the above assumption, Company is going in the positive direction.
Further, a major threat appears to be on account of further increase in interest rates trends in takes over of loans, which might affect the profitability of the Company. However your Company is confident of facing the challenges and is optimist about the sustenance of this finance segment for quite a long time.

Segment-wise performance:

The Company Operating in two segment i.e. Wind Power Generation Segments and Finance Segments. The details of performance are given under respective head in Financial Statement.

Outlook

According to the SEBI (LODR) Regulations, 2015, a Company is obliged to present its future outlook in its Corporate Governance Report. Your Company's estimates for future business development are based both on its customer's forecasts and on the Company's own assessments.

Risk and Concern:

Though the management of the Company is quite meticulous about the security and recovery aspect of each finance file, which reflects from the fact that the overall is Rs. 53.89 Lakhs during the year Your Company will continue to adopt strategies to register significant increase in business volumes, and would intimate still more concentrated efforts to maintain the NPA level to its minimum.

Internal Control Systems & their Adequacy

The Company has a proper and adequate Internal Control System to ensure that all assets are safeguarded, and protected against loss from unauthorized use or disposition, and that transaction are authorized, recorded and reported correctly.
The Company, in consultation with its Statutory Auditors, periodically reviews and ensures the adequacy of Internal Control Procedures for the orderly conduct of business and also includes a review to ensure overall adherence to management policies and applicable laws & regulations. Cost control measures, especially on major cost determinants, have been implemented.

Discussion on financial performance with respect to operational performance

Your Company discusses the financial performance of the Company with respect to its operational performances.

Material developments in Human Resource Developments/Industrial Relations front, including number of people employed

During the year under review, the Company continued its emphasis on Human Resource Development as one of the critical area of its operation.
Executives and officers of the Company having high potential in the field of Finance, Accounts and Computer were regularly update their knowledge and to keep them abreast of the present day finance scenario for meeting the challenges ahead.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Key Ratio	2020-21	2019-20	Variance	Comments for Variation in ratio above 25%
Debtors Turnover Ratio	0.91	1.12	-19.11%	Its favorable sign showing better recovery from the Debtors
Inventory Turnover Ratio	-	-	-	The company is a registered NBFC. Hence, Not Applicable
Interest Coverage Ratio	4.07	3.50	16.23%	Its favorable sign showing better Profitablity
Current Ratio	5.12	1.92	166.88 %	Improved due to reduction in Loan from Ralated Party
Debt Equity Ratio	0.21	0.97	-78.15%	Improved due to reduction in Loan from Ralated Party
Operating Profit Margin (%)	44.30%	57.17%	-22.51%	Decrease due to higher overheads
Net Profit Margin (%)	28.76%	18.48%	55.62%	Its favorable sign showing better Profitablity

AD-MANUM FINANCE LIMITED INDORE

Retur on networth (Any Change)	0.04	0.080	40.24%	Improved due to better profitablity

Company's Corporate Website

The Company's website is a comprehensive reference on Ad-Manum's;management, vision, mission, policies, corporate governance, corporate sustainability, investor relations, sales network, updates and news. The section on 'Investors' serves to inform the shareholders, by giving complete financial details, shareholding patterns, corporate benefits, information relating to stock exchanges, registrars & transfer agents and frequently asked questions. Investors can also submit their queries and get feedback through online interactive forms. The section on 'Media' includes all major press reports and releases, awards, campaigns

By order of the Board of
Ad-Manum Finance Limited

(Sanjeev Sharma)
Whole-time Director
DIN:07839822
Date: 19th August,2021
Place: Indore

(Dharmendra Agrawal)
Whole-Time-Director& CEO
DIN: 08390936

AD-MANUM FINANCE LIMITED * INDORE *

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF AD- MANUM FINANCE LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying Financial Statements of AD-MANUM FINANCE LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Financial Statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS"), of the state of affairs of the Company as at March 31, 2021, its total comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and Rules there under 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.

EMPHASIS OF MATTERS

The Operations of the Company during the year ended 31st March 2021 were marginally affected due to Lockdown announced by the Central / State Governments during the year in phased manner, due to the outbreak of Novel Coronavirus COVID19.

Considering the restrictions in physical movement and visits to the company offices, the Company has given us access to their computer/ ERP System. We were able to access the relevant data & records for our Audit purpose. Further the company has provided all other data / information / records as required by us using e-data/ e-mail sharing modes. We also had continuous communication with the Audit Team & Management of the Company using various modes such as Audio/ Video Conferencing, etc.

Due to the phase wise Lockdown imposed by Central / State Governments and the resulting travel restrictions, it was not possible for us to physically visit the Company on a regular basis and carry out the audit function. We have carried out the Audit Process using various techniques of Online Auditing. We have verified the records / documents / statements received by us through electronic media. We have also received Management Representation Letters wherever necessary. Using such techniques and relying on the inputs provided by the management, we have ensured reasonable assurance that the information / record / statements provided to us are free from material misstatement and adhere to the relevant standards.

SAP JAIN & ASSOCIATES Chartered Accountants

We have carried out the Audit Process subject to our disclosures as mentioned above. The audit evidence obtained by us is adequate to express our audit opinion. While expressing our audit opinion, we have also relied upon certifications by the management or certifications by other independent auditors, wherever required.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined no key audit matters to be reported.

INFORMATION OTHER THAN THE 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 Board's Report including Annexure to Board's Report and management compliance certificate but does not include the Financial Statements and our auditor's report thereon.

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

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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 FINANCIAL STATEMENTS

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

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

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

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Chartered Accountants

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 misstatements of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial Statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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 Statements that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter

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or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a Statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143 (3) of the Act, based on our audit, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Balance Sheet, the Statements of Profit and Loss including Other Comprehensive Income, Statements of Changes in Equity and the Cash Flow Statements dealt with by this report are in agreement with the books of account.

   d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on 31st March 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations as of 31st March 2021 on its financial position in its financial statements – Refer Note 24 (2) to the financial Statements.

      ii. We draw attention to the Note 24 (15) to the financial statements, as regards to the management evaluation of COVID-19 impact on the future performance of the Company.

SAP JAIN & ASSOCIATES ★ Chartered Accountants ★ AUDITOR'S

iii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iv. There is an amount of ₹131 thousands which is transferred to the Investor Education and Protection Fund by the Company during the year ended 31st March 2021.

v. (i) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (if any);

(ii) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (if any); and

(iii) Based on such audit procedures that we (the auditors of the company) have considered reasonable and appropriate in the circumstances; nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material misstatements.

vi. The Company has not declared or paid any dividend during the year in accordance with section 123 of the Companies Act, 2013.

vii. The company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

STATUTORY AUDITORS
FOR SAP JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
ICAI FRN 019356C

SAP JAIN & ASSOCIATES AUDITORS Chartered Accountants

CA NIKITA BILALA
PARTNER
ICAI MNO 429690
ICAI UDIN 21249690AAAAAQ7747

PLACE: INDORE
DATE: 28/05/2021

Annexure – "A" to the Independent Auditor's Report

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of AD-MANUM FINANCE LIMITED on the Financial Statements for the year ended 31st March 2021]

The Annexure required under CARO, 2020 referred to in our Report to the members of the Ad-Manum Finance Limited ("the Company") for the year ended 31st March 2021, and according to information and explanations given to us, we report as under:

i. a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The company is maintaining proper records showing full particulars of intangible assets.
b) These Property, Plant and Equipment have been physically verified by the management at reasonable intervals and as informed, no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets.
c) The title deeds of all the immovable properties (other than properties where the company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.
d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year; Accordingly, the Provision of Clause 3(i)(d) of the order is not applicable to the company.
e) The company does not have any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, Accordingly, the provisions of clause 3(i)(e) of the Order is not applicable.

ii. (a) The nature of the company's business is such that it is not required to hold any inventories. Accordingly, the Provision of Clause 3(ii)(a) of the order is not applicable to the company.

(b) During any point of time of the year, the company has not been sanctioned any working capital limits, from banks or financial institutions on the basis of security of current assets. Since the company has not been sanctioned any working capital limits therefore there is no requirement to file the quarterly returns or statements with such banks or financial institutions. Accordingly, the provisions of clause 3(ii)(b) of the Order is not applicable.

iii. During the year the company has not made investments in, provided any guarantee or security but has granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, and,

(a) During the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity but the principal business of the company is to give loans. Accordingly, the provisions of clause 3(iii)(a) (A) and (B) of the Order is not applicable.
(b) The investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest.
(c) In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated and the repayment of such loans is received on the basis of mutual understanding.

SAP JAIN & ASSOCIATES ★ AUDITOR'S ★ Chartered Accountants

(d) The total amount overdue for more than ninety days is ₹96377 thousands, and reasonable steps have been taken by the company for recovery of the principal and interest.

(e) That the company has loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, and the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year, but the principal business of the company is to give loans. Accordingly, the provisions of clause 3(iii)(e) of the Order is not applicable.

(f) That the company has granted loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013, detailed as under:

(₹ in '000)

Party name	Agarmin Coalwashery Pvt Ltd	Agarwal Coal Corporation Pvt Ltd	Agarwal Fuel Corporation Pvt Ltd	Agarwal Real City Pvt Ltd	Agarwal Real Infra LLP
Relationship with the party	Related Party	Related Party	Related Party	Related Party	Related Party
Aggregate amount	254640	-204871	-233521	-109741	-107948
Balance outstanding	255900	0	0	0	0
Is there any written agreement	Yes	Yes	Yes	Yes	Yes
Interest rate	15%	15%	15%	15%	15%
Total amount overdue for more than 90 days	31200	0	0	0	0
Amount of fresh loans extended during year to settle old loans	708400	731556	565400	0	3500
Amount of loan renewed during the year	0	0	0	0	0

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% share of loan/ advances in total loan/ advances granted	52.64%	0%	0%	0%	0%

iv. The company is a registered Non-Banking Financial company (NBFC) and has provided loans in its ordinary course of business and in respect of such loans the interest is charged over and above the bank rate declared by Reserve Bank of India (RBI). Accordingly, the provisions of section 185 of the Companies act, 2013 are complied with. The provisions of the section 186 of the Companies act, 2013 are not applicable to the company.

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

vi. Since the company is a registered NBFC company and is carrying on the business of financial services therefore the requirement of maintenance of cost records under sub section (1) of section 148 of the Companies Act 2013. Accordingly, the provisions of clause 3(vi) of the Order is not applicable.

vii. a. The company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.
b. The following dues of Income Tax have not been deposited by the company on account of disputes: -

Name of statute	Nature of Dues	Demand (In ₹'000)	Deposit (In '000)	Balance Outstanding (In ₹'000)	Period to which Amount Relates (A.Y.)	Forum where dispute is pending
Income Tax Act, 1961	TDS	282	0	282	Cummulative upto 2021-2022	CPC
	Total	282	0	282	---	---

viii. There were no transactions, not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order is not applicable.

ix. a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender. Accordingly, the provisions of clause 3(ix)(a) of the Order is not applicable.
b) The company is not declared wilful defaulter by any bank or financial institution or other lender. Accordingly, the provisions of clause 3(ix)(b) of the Order is not applicable.
c) The company has not taken any term loans. Accordingly, the provisions of clause 3(ix)(c) of the Order is not applicable.

SAP JAIN & ASSOCIATES ★ Chartered Accountants ★ AUDITOR'S

d) The company has not raised any funds on short term basis which have been utilized for long term purposes. Accordingly, the provisions of clause 3(ix)(d) of the Order is not applicable.

e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates, or joint ventures as the company has none of them. Accordingly, the provisions of clause 3(ix)(e) of the Order is not applicable.

f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures, or associate companies as the company has none of them. Accordingly, the provisions of clause 3(ix)(f) of the Order is not applicable.

x. a) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions of clause 3(x)(a) of the Order is not applicable.

b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially, or optionally convertible) during the year. Accordingly, the provisions of clause 3(x)(b) of the Order is not applicable.

xi. a) No fraud by the company or any fraud on the company has been noticed or reported during the year covered by our audit. Accordingly, the provisions of clause 3(xi)(a) of the Order is not applicable.

b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the provisions of clause 3(xi)(b) of the Order is not applicable.

c) There were no whistle-blower complaints, received during the year by the company. Accordingly, the provisions of clause 3(xi)(c) of the Order is not applicable.

xII. In our opinion, the Company is not a Nidhi Company; accordingly, the provision of clause 3(xii) of the Order is not applicable.

xiii. In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable Indian accounting standard.

xiv. a) The company has an internal audit system commensurate with the size and nature of its business.

b) The reports of the Internal Auditors for the period under audit were considered by the statutory auditor.

xv. In our opinion, the company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act. Accordingly, the provision of clause 3(xv) of the Order is not applicable.

xvi. a) The company is a registered NBFC company U/s 45IA of the Reserve Bank of India Act, 1934 vide registration no B-03.00034 dated 26/02/1998 in category Non-Banking Financial Institution without accepting public deposit and accordingly, the company is carrying on financial Services business.

b) The company has conducted Non-Banking Financial activities with a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

SAP JAIN & ASSOCIATES
AUDITOR'S
Chartered Accountants

c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, Accordingly, the provisions of clause 3(xvi)(c) of the Order is not applicable.

d) The Group does not have more than one "Unregistered CIC" as part of the Group as the asset size is less than ₹100 Crores.

xvii. The company has not incurred cash losses in the financial year and in the immediately preceding financial year. Accordingly, the provision of clause 3(xvii) of the Order is not applicable.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the provision of clause 3(xviii) of the Order is not applicable.

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we (the auditor) are of the opinion that no material uncertainty exists as on the date of the audit report and that the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

xx. The provisions of Section 135 are not applicable to the company. Accordingly, the provision of clause 3(xx) of the Order is not applicable.

xxi. There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements as the company has not performed any consolidation. Accordingly, the provision of clause 3(xxi) of the Order is not applicable.

STATUTORY AUDITORS
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CA NIKITA BILALA
PARTNER
ICAI MNO 429690
ICAI UDIN 21249690AAAAAQ7747

PLACE: INDORE
DATE: 28/05/2021

Annexure – "B" to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of AD-MANUM FINANCE LIMITED on the Financial Statements for the year ended 31st March 2021)

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

We have audited the internal financial controls over financial reporting of Ad-Manum Finance Limited ("the Company") as of 31st March 2021 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

S.P. JAIN & ASSOCIATES
AUDITOR'S
Chartered Accountants

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

OPINION

In our opinion, and to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

STATUTORY AUDITORS
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SAP JAIN & ASSOCIATES AUDITOR'S Chartered Accountants

CA NIKITA BILALA
PARTNER
ICAI MNO 429690
ICAI UDIN 21249690AAAAAQ7747

PLACE: INDORE
DATE: 28/05/2021

MKB

AD-MANUM FINANCE LIMITED
RATIO ANALYSIS

PARTICULARS	FY 2020-21	FY 2019-20	Variance
Debtors Turnover Ratio= Total Sales / Average Debtors Outstanding	0.91	1.12	-19.11%
Interest Coverage Ratio= EBIT / Interest Expenses	4.07	3.50	16.23%
Current Ratio= Current Assets / Current Liabilities	5.12	1.92	166.88%
Debt Equity Ratio= Total Debt / Equity Shareholders Fund#	0.21	0.97	-78.15%
Operating Profit Margin Ratio= Operating Profit* / Revenue From Operation	44.30%	57.17%	-22.51%
Net Profit Margin Ratio= Net Profit / Total Income	28.76%	18.48%	55.62%
Return on Net Worth= Net Profit / Net Worth#	0.05	0.04	40.24%

While calculating Net Worth / Equity Shareholders Fund FVTOCI Reserves shall be excluded

* Operating Profit Calculation	FY 2020-21	FY 2019-20
Revenue From Operation (A)	92880	98445
Less: COGS	12998	22777
Less: Depreciation and Amortization	1788	1923
Less: Salaries and Wages	3440	3266
Less: Other Overhead	33508	14198
OPERATING EXPENSES (B)	51734	42164
OPERATING PROFIT (A-B)	41146	56281

SAP JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS

Auditors' Certificate Regarding Compliance of conditions of Corporate Governance

To the Members of Ad-Manum Finance Limited

We have examined the compliance of conditions of Corporate Governance by Ad-Manum Finance Limited for the year ended on 31st March, 2021, as stipulated in Regulations 17, 18, 19, 20, 22, 23, 24, 25, 26, 27 and clauses(b) to (i) sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (as amended) (collectively referred to as 'SEBI Listing Regulations, 2015').

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and was limited to procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

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

STATUTORY AUDITORS
FOR SAP JAIN AND ASSOCIATES
CHARTERED ACCOUNTANTS
ICAI FRN 019356C

CA NIKITA BILALA
PARTNER
ICAI MNO 429690

PLACE: INDORE
DATE: 16/08/2021
ICAI UDIN 21429690AAAABP7850

209, Morya Centre, 16 Race Course Road, Opposite Basket Ball Complex, Indore – 452003 (M.P)
Mobile: 81206 58336, 88896 98623, E-mail: sapjainassociates@gmail.com

AD-MANUM FINANCE LIMITED
BALANCE SHEET AS AT 31 MARCH 2021

(₹ in 000)

PARTICULARS	Note No.	2020-2021	2019-2020
ASSETS			
Financial Assets			
Cash and Cash Equivalents	2	84222	1713
Other Bank Balances	3	327	458
Trade Receivables	4	8267	10086
Loans	5	480750	894940
Investments	6	42579	17959
Other Financial Assets	7	1680	1677
Non-Financial Assets			
Property, Plant and Equipment	8	20477	23156
Intangible Assets	9	1	1
Other Non-Financial Assets	10	34433	33941
Total Assets		672736	983931
LIABILITIES AND EQUITY			
LIABILITIES			
Financial Liabilities			
Borrowings (Other than Debt Securities)	11	115382	480218
Other Financial Liabilities	12	5364	3202
Non-Financial Liabilities			
Current Tax Liabilities (Net)	13	2029	0
Provisions	14	247	242
Deferred Tax Liability		5424	3930
Other Non-Financial Liabilities	15	993	2317
EQUITY			
Equity Share Capital	16	75000	75000
Other Equity	17	468297	419022
Total Liabilities and Equity		672736	983931

See accompanying additional notes to the financial statements 24

As per our report of even date attached
Statutory Auditors
For: SAP JAIN AND ASSOCIATES
CHARTERED ACCOUNTANTS
ICAI FRN 019356C

CA NIKITA BILALA
PARTNER
ICAI MNO: 429690
ICAI UDIN: 21429690AAAAQ7747
PLACE: INDORE
DATE: 28.05.2021

For and on behalf of Board of Directors
Ad-Manum Finance Limited

Sanjeev Sharma
Whole Time Director
(DIN: 07839822)

Dharmendra Agrawal
Whole Time Director
(DIN: 08390936)

Mohd. Raees Sheikh
Company Secretary
(FCS: 6841)

Sandeep Gehlot
Chief Financial Officer
(PAN: AFQPG6615N)

AD-MANUM FINANCE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31st MARCH, 2021

(₹ in 000)

	PARTICULARS	Note No.	2020-2021	2019-2020
	Revenue from operations			
(i)	Interest Income	18	84556	88793
(ii)	Wind Power Sale		8324	9652
(I)	Total Revenue from operations (i+ii)		92880	98445
(II)	Other Income	19	1959	1186
(III)	Total Income (I+II)		94839	99631
	Expenses			
(i)	Finance Costs	20	13026	22783
(ii)	Employee Benefits Expenses	21	3440	3266
(iii)	Depreciation, amortization and impairment	22	1788	1923
(iv)	Others expenses	23	36682	14678
(IV)	Total Expenses (IV)		54936	42650
(V)	Profit / (loss) before exceptional items and tax (III-IV)		39903	56981
(VI)	Exceptional items		4378	35395
(VII)	Profit/(loss) before tax (V -VI)		35525	21586
(VIII)	Tax Expenses:		8250	3174
(i)	Current Tax		9200	4000
(ii)	Deferred Tax		-950	-609
(iii)	Adjustment in respect of current income tax of prior years		0	-217
(IX)	Profit / (loss) for the period from continuing operations (VII-VIII)		27275	18412
(X)	Profit/(loss) from discontinued operations		0	0
(XI)	Tax Expense of discontinued operations		0	0
(XII)	Profit/ (loss) from discontinued operations (After tax) (X-XI)		0	0
(XIII)	Profit/(loss) for the period (IX+XII)		27275	18412
(XIV)	Other Comprehensive Income			
	(A) (i) Items that will not be reclassified to profit or loss		24444	-760
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-2444	0
	Subtotal (A)		22000	-760
	(B) (i) Items that will be reclassified to profit or loss		0	0
	(ii) Income tax relating to items that will be reclassified to profit or loss		0	0
	Subtotal (B)		0	0
	Other Comprehensive Income (A + B)		22000	-760
(XV)	Total Comprehensive Income for the period (XIII+XIV)		49275	17652
(XVI)	Earnings per equity share (nominal value of share Rs 10/- per Share)			
	Basic (Rs.)		3.64	2.45
	Diluted (Rs.)		3.64	2.45

See accompanying additional notes to the financial statements 24

As per our report of even date attached
Statutory Auditors
For: SAP JAIN AND ASSOCIATES
CHARTERED ACCOUNTANTS
ICAI FRN 019356C

CA NIKITA BILALA
PARTNER
ICAI MNO: 429690
ICAI UDIN: 21429690AAAAQT7147
PLACE: INDORE
DATE: 28.05.2021

For and on behalf of Board of Directors
Ad-Manum Finance Limited

Sanjeev Sharma
Whole Time Director
(DIN: 07839822)

Dharmendra Agrawal
Whole Time Director
(DIN: 08390936)

Mohd. Raees Sheikh
Company Secretary
(FCS: 6841)

Sandeep Gehlot
Chief Financial Officer
(PAN: AFQPG6615N)

AD-MANUM FINANCE LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31st MARCH, 2021

A. EQUITY SHARE CAPITAL

(1) Current reporting period

(₹ in 000)

2019-2020	Changes in equity share capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the year	2020-2021
75000	0	0	0	75000

(2) Previous reporting period

(₹ in 000)

2018-2019	Changes in equity share capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the year	2019-2020
75000	0	0	0	75000

B. OTHER EQUITY

(1) Current reporting period

(₹ in 000)

PARTICULARS	Reserve and Surplus					Other reserves	
	Statutory Reserve (NBFC Reserve)	Security Premium	Capital Reserve	General Reserve	Retained Earnings	Fair value through other comprehensive income	Total
Balance at the beginning of the current reporting period	73294	90000	74	155000	91226	9428	419022
Changes in accounting policy/prior period errors	0	0	0	0	0	0	0
Restated balances at the beginning of the reporting period	73294	90000	74	155000	91226	9428	419022
Profit/ (loss) for the Year	0	0	0	0	27275	0	27275
Other Comprehensive Income for the Year	0	0	0	0	0	22000	22000
Transfer to / from Retained Earnings	5455	0	0	0	-5455	0	0
Balance at the end of the current reporting period	78749	90000	74	155000	113046	31428	468297

(2) Previous reporting period

(₹ in 000)

PARTICULARS	Reserve and Surplus					Other reserves	
	Statutory Reserve (NBFC Reserve)	Security Premium	Capital Reserve	General Reserve	Retained Earnings	Fair value through other comprehensive income	Total
Balance at the beginning of the previous reporting period	69612	90000	74	155000	76496	10188	401370
Changes in accounting policy/prior period errors	0	0	0	0	0	0	0
Restated balances at the beginning of the reporting period	69612	90000	74	155000	76496	10188	401370
Profit/ (loss) for the Year	0	0	0	0	18412	0	18412
Other Comprehensive Income for the Year	0	0	0	0	0	-760	-760
Transfer to / from Retained Earnings	0	0	0	0	0	0	0
Balance at the end of the previous reporting period	69612	90000	74	155000	94908	9428	419022

NOTE:
As required by section 45-IC of the RBI Act 1934, the company maintains a reserve fund and transfers there in a sum not less than twenty per cent of its net profit every year as disclosed in the profit and loss account and before any dividend is declared. The company cannot appropriate any sum from the reserve fund except for the purpose specified by Reserve Bank of India from time to time. Till date RBI has not specified any purpose for appropriation of Reserve fund maintained under section 45-IC of RBI Act,1984.

As per our report of even date attached
Statutory Auditors
For: SAP JAIN AND ASSOCIATES
CHARTERED ACCOUNTANTS
ICAI FRN 019356C

CA NIKITA BILALA
PARTNER
ICAI MNO: 429690
ICAI UDIN:
PLACE: INDORE
DATE: 28.05.2021

For and on behalf of Board of Directors
Ad-Manum Finance Limited

Sanjeev Sharma
Whole Time Director
(DIN: 07839822)

Dharmendra Agrawal
Whole Time Director
(DIN: 08390936)

Mohd. Raees Sheikh
Company Secretary
(FCS: 6841)

Sandeep Gehlot
Chief Financial Officer
(PAN: AFQPG6815N)

AD-MANUM FINANCE LIMITED

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2021

(₹ in 000)

PARTICULARS		2020-2021	2019-2020
A) CASH FLOW FROM OPERATING ACTIVITIES			
Profit Before Tax		35525	21586
Add : Adjustment for			
Depreciation and amortization expenses		1788	1923
Dividend Income		-140	-143
Deferred Tax		-950	-609
Fixed assets written off		100	0
Loss on sale of Asset		321	0
Profit on sale of Mutual Funds		0	-216
Profit on sale of Asset		0	-229
Operating Profit before Working Capital Changes		36644	22312
Adjustments for changes in working capital:			
Decrease in bank balances other than cash equivalents		130	202
(Increase)/ Decrease in other financial assets		-2	606
Decrease in other non-financial assets		-493	29353
Decrease/ (Increase) in loans		414190	-291354
Decrease/ (Increase) in trade receivables		1819	-2959
Increase/ (Decrease) in current tax liabilities		2029	0
Increase/ (Decrease) in other financial liabilities		2162	-1086
(Decrease)/ Increase in other non financial liabilities		-1325	918
Increase in Provisions		6	747
Cash Generated from Operations before Tax		**455160**	**-241767**
Direct Taxes		-8250	-3174
Net Cash Inflow/(outflow) from Operating Activities	[A]	446910	-244941
B) CASH FLOW FROM INVESTING ACTIVITIES			
Sale of fixed assets		500	282
Purchase of fixed assets		-30	-77
Increase/ decrease in Investments		-104	-3904
Increase/ decrease in Allowance for Impairments		-70	0
Sale/ purchase of mutual funds		0	4222
Dividend income		140	143
Net Cash Inflow/(outflow) from Investing Activities	[B]	**436**	**606**
C) CASH FLOW FROM FINANCING ACTIVITIES			
Repayment/ Receipt of borrowings		-364837	237125
Net Cash Inflow from Financing Activities	[C]	**-364837**	**237125**
Net Decrease in Cash & Cash Equivalents (A+B+C)		82509	-7209
Opening balance of cash and cash equivalents		1713	8922
Closing balance of cash and cash equivalents		**84222**	**1713**

Notes to the Statement of Cash Flow :

i) Reconciliation of Cash and cash equivalents with the Balance Sheet:

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
Cash and cash equivalents as per Balance Sheet (Refer note 2)	84222	1713

ii) The Statement of Cash Flow has been prepared under the 'Indirect Method' set out in Ind AS 7 'Statement of Cash Flow'.

(iii) As per the amendment in Ind AS 7 'Statement of Cash Flow' : Disclosure of changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.

(₹ in 000)

PARTICULARS	2019-2020	Financing Cash Flows	Non-Cash				2020-2021
			Acquisition of Subsidiary	Disposal of Subsidiary	Fair Value Adjustment	Other Changes	
Other Borrowings (Refer note 11)	480218	-364837	0	0	0	0	115381

As per our report of even date attached
Statutory Auditors
For: SAP JAIN AND ASSOCIATES
CHARTERED ACCOUNTANTS
ICAI FRN 019356C

CA NIKITA BILALA
PARTNER
ICAI MNO: 429690
ICAI UDIN: 21429690AAAAQT747
PLACE: INDORE
DATE: 28.05.2021

For and on behalf of Board of Directors
Ad-Manum Finance Limited

Sanjeev Sharma
Whole Time Director
(DIN. 07839822)

Mohd. Rasees Sheikh
Company Secretary
(FCS: 6841)

Dharmendra Agrawal
Whole Time Director
(DIN: 08390936)

Sandeep Gehlot
Chief Financial Officer
(PAN: AFQPG6615N)

NOTE - 2
CASH & CASH EQUIVALENTS

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
a. Cash on Hand	5	53
b. Balance with banks (of the nature of cash and cash equivalents)	84217	1660
Total	84222	1713

NOTE - 3
OTHER BANK BALANCES

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
Other Bank Balance		
In Dividend Accounts (balance against unpaid dividend)	327	458
Total	327	458

NOTE - 4
TRADE RECEIVABLES

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
(Unsecured, Considered good unless otherwise stated)		
Wind Power Receivables		
Considered Good	8267	10086
Credit Impaired	0	0
Allowance for Credit Losses	0	0
Total	8267	10086

Trade receivables ageing schedule:

(₹ in 000)

PARTICULARS	2020-2021					Total
	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	2866	2076	3325	0	0	8267
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	0	0	0	0	0	0
(iii) Undisputed Trade Receivables – credit impaired	0		0	0	0	0
(iv) Disputed Trade Receivables–considered good	0	0	0	0		0
(v) Disputed Trade Receivables – which have significant increase in credit risk	0	0	0	0	0	0
(vi) Disputed Trade Receivables – credit impaired	0	0	0	0	0	0

(₹ in 000)

PARTICULARS	2019-2020					Total
	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	4414	1640	3735	297	0	10086
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	0	0	0	0	0	0
(iii) Undisputed Trade Receivables – credit impaired	0	0	0	0	0	0
(iv) Disputed Trade Receivables–considered good	0	0	0	0		0
(v) Disputed Trade Receivables – which have significant increase in credit risk	0	0	0	0	0	0
(vi) Disputed Trade Receivables – credit impaired	0	0	0	0	0	0

Chartered Accountants

AD-MANUM FINANCE LIMITED INDORE

NOTE - 5
LOANS

(₹ in 000)

PARTICULARS	2020-2021					
	Amortised cost	At Fair Value			Subtotal	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss		
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6=1+5)
(A) (i) Others (inter-corporate loans)						
- To related parties	255900	0	0	0	0	255900
- To others	230239	0	0	0	0	230239
(ii) Term Loans	0	0	0	0	0	0
Total (A) - Gross	486139	0	0	0	0	486139
Less: Impairment	5389	0	0	0	0	5389
Total (A) - Net	480750	0	0	0	0	480750
(B) (i) Unsecured	486139	0	0	0	0	486139
Total (B)- Gross	486139	0	0	0	0	486139
Less: Impairment loss allowance	5389	0	0	0	0	5389
Total (B) - Net	480750	0	0	0	0	480750
(C) (I) Loans in India						
(i) Public Sector	0	0	0	0	0	0
(ii) Others	486139	0	0	0	0	486139
Total (C) - Gross	486139	0	0	0	0	486139
Less: Impairment loss allowance	5389	0	0	0	0	5389
Total(C) (I)-Net	480750	0	0	0	0	480750
(C) (II) Loans outside India	0	0	0	0	0	0
Less: Impairment loss allowance	0	0	0	0	0	0
Total (C) (II)- Net	0	0	0	0	0	0
Total C(I) and C(II)	480750	0	0	0	0	480750

PARTICULARS	2019-2020					
	Amortised cost	At Fair Value			Subtotal	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss		
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6=1+5)
(A) (i) Others (inter-corporate loans)						
- To related parties	657342	0	0	0	0	657342
- To others	239841	0	0	0	0	239841
(ii) Term Loans	0	0	0	0	0	0
Total (A) - Gross	897183	0	0	0	0	897183
Less: Impairment	2243	0	0	0	0	2243
Total (A) - Net	894940	0	0	0	0	894940
(B) (i) Unsecured	897183	0	0	0	0	897183
Total (B)- Gross	897183	0	0	0	0	897183
Less: Impairment loss allowance	2243	0	0	0	0	2243
Total (B) - Net	894940	0	0	0	0	894940
(C) (I) Loans in India						
(i) Public Sector	0	0	0	0	0	0
(ii) Others	897183	0	0	0	0	897183
Total (C) - Gross	897183	0	0	0	0	897183
Less: Impairment loss allowance	2243	0	0	0	0	2243
Total(C) (I)-Net	894940	0	0	0	0	894940
(C) (II) Loans outside India	0	0	0	0	0	0
Less: Impairment loss allowance	0	0	0	0	0	0
Total (C) (II)- Net	0	0	0	0	0	0
Total C(I) and C(II)	894940	0	0	0	0	894940

Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013)

(₹ in 000)

Type of Borrower	2020-2021		2019-2020	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoter	0	0.00%	0	0.00%
Directors	0	0.00%	0	0.00%
KMPs	0	0.00%	0	0.00%
Related parties	255260	53.10%	655698	73.27%

AD-MANUM FINANCE LIMITED

A comparison between provisions required under IRACP and impairment allowances made under Ind AS 109:

(₹ in 000)

2020-2021						
Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109 *	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
1	2	3	4	5= 3-4	6	7= 4-6
Performing Assets						
Standard	Stage 1	443330	1108	442222	1108	0
	Stage 2	0	0	0	0	0
Subtotal		443330	1108	442222	1108	0
Non-Performing Assets (NPA)						
Substandard	Stage 3	0	0	0	0	0
Doubtful - up to 1 year	Stage 3	42809	4281	38528	4281	0
1 to 3 years	Stage 3	0	0	0	0	0
More than 3 years	Stage 3	0	0	0	0	0
Subtotal for doubtful		42809	4281	38528	4281	0
Loss	Stage 3	0	0	0	0	0
Subtotal for NPA		42809	4281	38528	4281	0
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	0	0	0	0	0
	Stage 2	0	0	0	0	0
	Stage 3	0	0	0	0	0
Subtotal		0	0	0	0	0
Total	Stage 1	443330	1108	442222	1108	0
	Stage 2	0	0	0	0	0
	Stage 3	42809	4281	38528	4281	0
	Total	486139	5389	480750	5389	0

(₹ in 000)

2019-2020						
Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109 *	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
1	2	3	4	5= 3-4	6	7= 4-6
Performing Assets						
Standard	Stage 1	897183	2243	894940	2243	0
	Stage 2	0	0	0	0	0
Subtotal		897183	2243	894940	2243	0
Non-Performing Assets (NPA)						
Substandard	Stage 3	0	0	0	0	0
Doubtful - up to 1 year	Stage 3	0	0	0	0	0
1 to 3 years	Stage 3	0	0	0	0	0
More than 3 years	Stage 3	0	0	0	0	0
Subtotal for doubtful		0	0	0	0	0
Loss	Stage 3	0	0	0	0	0
Subtotal for NPA		0	0	0	0	0
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	0	0	0	0	0
	Stage 2	0	0	0	0	0
	Stage 3	0	0	0	0	0
Subtotal		0	0	0	0	0
Total	Stage 1	897183	2243	894940	2243	0
	Stage 2	0	0	0	0	0
	Stage 3	0	0	0	0	0
	Total	897183	2243	894940	2243	0

NOTE *:

The outstanding balances with the loan parties will be realised fully without any default based on complete analysis and prior years trends, hence the provisiong as per IND AS 109 and IRACP norms have been done at the same percentage.

AD-MANUM FINANCE LIMITED

NOTE -6
INVESTMENTS

(₹ in 000)

PARTICULARS	2020-2021						
	Amortised cost	At Fair Value			Sub-Total	Others (At Cost)	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss			
	(1)	(2)	(3)	(4)	(5)=(2)+(3)+(4)	(6)	(7)=(1)+(5)+(6)
Equity Instruments							
- Quoted (Demat mode)	0	35295	0	0	35295	0	35295
- Quoted (Physical mode)	0	0	0	0	0	73	73
- Unquoted	0	0	0	0	0	321	321
- Portfolio management scheme	0	0	0	0	0	4068	4068
Mutual Funds (Debt Instruments)	0	2822	0	0	2822	0	2822
Total – Gross (A)	0	38117	0	0	38117	4462	42579
(i) Investments outside India	0	0	0	0	0	0	0
(ii) Investments in India	0	38117	0	0	38117	4462	42579
Total (B)	0	38117	0	0	38117	4462	42579
Less: Allowance for Impairment (C)	0	0	0	0	0	0	0
Total – Net D= (A)-(C)	0	38117	0	0	38117	4462	42579

(₹ in 000)

PARTICULARS	2019-2020						
	Amortised cost	At Fair Value			Sub-Total	Others (At Cost)	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss			
	(1)	(2)	(3)	(4)	(5)=(2)+(3)+(4)	(6)	(7)=(1)+(5)+(6)
Equity Instruments							
- Quoted (Demat mode)	0	12052	0	0	12052	0	12052
- Quoted (Physical mode)	0	0	0	0	0	73	73
- Unquoted	0	0	0	0	0	321	321
- Portfolio management scheme	0	0	0	0	0	3964	3964
Mutual Funds (Debt Instruments)	0	1620	0	0	1620	0	1620
Total – Gross (A)	0	13672	0	0	13672	4357	18029
(i) Investments outside India	0	0	0	0	0	0	0
(ii) Investments in India	0	13672	0	0	13672	4357	18029
Total (B)	0	13672	0	0	13672	4357	18029
Less: Allowance for Impairment (C)	0	70	0	0	70	0	70
Total – Net D= (A)-(C)	0	13602	0	0	13602	4357	17959

NOTE - 7
OTHER FINANCIAL ASSETS

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
Security Deposits		
Deposits With Government and Private Bodies	1680	1677
Total	1680	1677

AD-MANUM FINANCE LIMITED

NOTE- 8

PROPERTY, PLANT AND EQUIPMENT

(₹ in 000)

PARTICULARS	Freehold Land	Plant and Equipment	Vehicles	Electrical Installation & Equipments	Furniture and Fixtures	Office equipment	Building	Total
Gross Carrying Amount								
Balance as at 01st April 2019	1111	98908	2937	304	3193	1204	445	108102
Additions/ acquisitions	0	0	77	0	0	0	0	77
Disposals/Transfers	0	0	997	73	0	435	0	1505
Balance as at 31st March 2020	1111	98908	2017	231	3193	769	445	106674
Additions/ acquisitions	0	0	0	0	0	30	0	30
Disposals/Transfers	0	0	1500	190	0	624	0	2314
Balance as at 31st March 2021	1111	98908	517	41	3193	175	445	104390
Accumulated Depreciation and Impairment								
Balance as at 01st April 2019	0	77235	1729	208	2718	1027	131	83048
Depreciation charge for the year	0	1632	187	35	17	45	7	1923
Disposals/Transfers	0	0	964	63	0	426	0	1453
Balance as at 31st March 2020	0	78867	952	180	2735	646	138	83518
Depreciation charge for the year	0	1573	128	32	16	32	7	1788
Disposals/Transfers	0	0	679	179	0	535	0	1393
Balance as at 31st March 2021	0	80440	401	33	2751	143	145	83913
Net Book Value								
As at 31st March 2020	1111	20041	1065	51	458	123	307	23156
As at 31st March 2021	1111	18468	116	8	442	32	300	20477

NOTE- 9

INTANGIBLE ASSETS

(₹ in 000)

PARTICULARS	Software	Trademark	Total
Gross Carrying Amount			
Balance as at 01st April 2019	0	20	20
Additions/ acquisitions	0	0	0
Disposals/Transfers	0	0	0
Balance as at 31st March 2020	0	20	20
Additions/ acquisitions	0	0	0
Disposals/Transfers	0	0	0
Balance as at 31st March 2021	0	20	20
Accumulated Amortization and Impairment			
Balance as at 01st April 2019	0	19	19
Amortization charge for the year	0	0	0
Disposals/Transfers	0	0	0
Balance as at 31st March 2020	0	19	19
Amortization charge for the year	0	0	0
Disposals/Transfers	0	0	0
Balance as at 31st March 2021	0	19	19
Net Book Value			
As at 31st March 2020	0	1	1
As at 31st March 2021	0	1	1

AD-MANUM FINANCE LTD. INDORE

AD-MANUM FINANCE LIMITED

NOTE- 10

OTHER NON FINANCIAL ASSETS

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
Income Tax Refundable	33025	15736
IT Under Protest	0	12238
GST input	0	3
Advances to staff	246	143
Prepaid expenses	1162	995
Advance Tax , TCS & TDS	0	8826
Less: Current Year Income Tax	0	-4000
Total	34433	33941

NOTE- 11

BORROWINGS (OTHER THAN DEBT SECURUITIES)

(₹ in 000)

PARTICULARS	2020-2021				2019-2020			
	At Amortised Cost	At fair value Through profit or loss	Designated at fair value through profit or loss	Total	At Amortised Cost	At fair value Through profit or loss	Designated at fair value through profit or loss	Total
Secured								
Others	0	0	0	0	7561	0	0	7561
Unsecured								
Loans from related parties	115382	0	0	115382	472657	0	0	472657
Total (A)	115382	0	0	115382	480218	0	0	480218
Borrowings in India	115382	0	0	115382	480218	0	0	480218
Borrowings outside India	0	0	0	0	0	0	0	0
Total (B)	115382	0	0	115382	480218	0	0	480218

AD-MANUM FINANCE LIMITED

NOTE - 12

OTHER FINANCIAL LIABILITIES (₹in 000)

PARTICULARS	2020-2021	2019-2020
Unpaid Dividends	327	458
Payable to auditors	91	138
Interest payable	0	547
Employee dues	0	92
Rent payable	0	33
Creditors for expenses	4946	1934
Total	5364	3202

NOTE - 13

CURRENT TAX LIABILITIES (NET) (₹in 000)

PARTICULARS	2020-2021	2019-2020
Provision for Current tax	9200	0
Less: Advance Tax , TCS & TDS	-7171	0
Total	2029	0

NOTE - 14

PROVISIONS (₹ in 000)

PARTICULARS	2020-2021	2019-2020
Provision for expenses	247	242
Total	247	242

NOTE-15

OTHER NON FINANCIAL LIABILITIES (₹ in 000)

PARTICULARS	2020-2021	2019-2020
Statutory Dues Payable	993	2317
Total	993	2317

NOTE -16

EQUITY SHARE CAPITAL (₹ in 000)

PARTICULARS	2020-2021		2019-2020	
	Number	₹	Number	₹
Authorised				
Equity Shares of ₹10 each.	15000000	150000	15000000	150000
Issued				
Equity Shares of ₹10 each.	7500000	75000	7500000	75000
Subscribed & Paid up				
Equity Shares of ₹10 each.	7500000	75000	7500000	75000
	7500000	75000	7500000	75000

NOTE:

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

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

The company has not issued any share without payment being received in cash by way of bonus (if any) or in pursuant to any contract during the period of last five years.

The company has not bought back any share during the period of last five years.

SAP JAIN & ASSOCIATES AUDITORS Chartered Accountants

AD-MANUM FINANCE LIMITED INDORE

Reconciliation of the number of Shares outstanding at the beginning of the year and at the end of the year:

(₹ in 000)

PARTICULARS	2020-2021		2019-2020	
	Number	₹	Number	₹
Shares outstanding at the beginning of the year	7500000	75000	7500000	75000
Shares issued during the year	0	0	0	0
Shares bought back during the year	0	0	0	0
Shares outstanding at the end of the year	7500000	75000	7500000	75000

Details of shareholders holding more than 5% shares in the company:

PARTICULARS	2020-2021		2019-2020	
	Number of shares held	%	Number of shares held	%
Agarwal Coal Corporation (S) Pte. Ltd.*	2770000	36.93%	2770000	36.93%
Aereo Dealcomm Pvt. Ltd.	739270	9.86%	739270	9.86%
Vinod Kumar Agarwal	726390	9.69%	726390	9.69%
Neena Devi Agarwal	399310	5.32%	399310	5.32%
Apex Procon Pvt. Ltd.	623750	8.32%	623750	8.32%
Agarwal Fuel Corporation Pvt. Ltd.	446050	5.95%	446050	5.95%

*Agarwal Coal Corporation (S) Pte. Ltd. is a Foreign Company based in Singapore. (Registration No. 200507123D)

Shares held by promoters at the end of the year:

PARTICULARS	2020-2021		2019-2020		% Change during the year
	Number of shares held	%	Number of shares held	%	
Vinod Kumar Agarwal	726390	9.69%	726390	9.69%	0.00%
Neena Devi Agarwal	399310	5.32%	399310	5.32%	0.00%
Tapan Agarwal	207000	2.76%	207000	2.76%	0.00%
Vinod Kumar Agarwal HUF	173010	2.31%	173010	2.31%	0.00%
Gian Chand Gupta	23500	0.31%	23500	0.31%	0.00%
Snehlata	23500	0.31%	23500	0.31%	0.00%
Archana Kothari	11100	0.15%	11100	0.15%	0.00%
Jayanta Nath Chaudhary	100	0.00%	100	0.00%	0.00%
Agarwal Fuel Corporation Pvt. Ltd.	446050	5.95%	446050	5.95%	0.00%
Available Finance Limited	270110	3.60%	270110	3.60%	0.00%
Archana Coal Private Limited	204900	2.73%	204900	2.73%	0.00%
Agarwal Coal Corporation (S) Pte. Ltd.	2770000	36.93%	2770000	36.93%	0.00%

NOTE - 17

OTHER EQUITY

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
a. Capital Reserve		
Balance as per last year	74	74
b. Securities Premium		
Balance as per Last Year	90000	90000
c. NBFC Reserves		
Opening balance	73294	69612
Add: Transferred From Profit & Loss A/c during the year	5455	3682
Closing Balance	78749	73294
d. General Reserves		
Opening balance	155000	155000
Less: Utilised during the year	0	0
Closing balance	155000	155000
e. Retained earnings		
Opening balance	91226	76496
Add/ Less: Net Profit/(loss) for the year	27275	18412
Less: Transfer to NBFC Reserve	5455	3682
Closing Balance	113046	91226
f. Fair value through other comprehensive income		
Opening balance	9428	10188
Add/ less: Movement during the year	22000	-760
Closing balance	31428	9428
Total (a+b+c+d+e+f)	468297	419022

Nature and purpose of Reserves:

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

Capital Reserve: The Reserve is created based on statutory requirement under the Companies Act, 2013. This is not available for distribution of dividend but can be utilized for issuing bonus shares.

NBFC Reserves: Every year the Company transfers a of sum of not less than twenty per cent of net profit of that year as disclosed in the statement of profit and loss to its Statutory Reserve pursuant to Section 45-IC of the RBI Act, 1934.

General Reserves: General reserve is a free reserve and it represents amount transferred from retained earnings.

Retained earnings: Retained earnings comprises of the Company's undistributed earnings after taxes.

FVOCI equity instrument: The fair value changes of the long term investments in securities have been recognised in reserves under FVOCI equity instruments as at the date of transition and subsequently in the other comprehensive income for the year.

AD-MANUM FINANCE LIMITED

NOTE- 18
INTEREST INCOME

(₹ in 000)

PARTICULARS	2020-2021			2019-2020		
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	Interest Income on Financial Assets classified at fair value through profit or loss
Interest on Loans	0	0	0	0	0	0
Interest income from investments	0	0	0	0	0	0
Interest on deposits with Banks	0	0	0	0	0	0
Other interest income (including related party ₹49815642)	0	84556	0	0	88793	0
Total	0	84556	0	0	88793	0

AD-MANUM FINANCE LIMITED

NOTE- 19

OTHER INCOME

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
Dividend Income	140	143
Profit on Sale of Assets	0	229
Profit on Sale of Mutual Fund	0	149
Profit on Sale of Mutual Fund (Short Term)	0	66
Profit on Sale of Shares (Short Term)	180	13
Profit on Sale of Shares (Long Term)	132	0
Interest on Income Tax Refund	798	448
Miscelleneous Balance Written off	176	0
Rental Income Taxable	0	85
Sale of Scrap	0	53
Other Misc Income	112	0
Excess provision written off	421	0
Total	1959	1186

NOTE -20

FINANCE COSTS

(₹ in 000)

PARTICULARS	2020-2021		2019-2020	
	On Financial liabilities measured at fair value through profit or loss	On financial liabilities measured amortised cost	On Financial liabilities measured at fair value through profit or loss	On financial liabilities measured amortised cost
Interest on borrowings	0	0	0	0
Interest to Related Parties	0	12178	0	21861
Others	0	848	0	922
Total	0	13026	0	22783

NOTE -21

EMPLOYEE BENEFITS EXPENSE

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
Salaries and wages	3227	3110
Contribution to provident and other funds	209	143
Staff welfare expenses	4	13
Total	3440	3266

Note: The Company has not made provision in the Accounts for Gratuity based on Actuarial valuation, since the number of employees are lower than the minimum requirements as stated in the Gratuity Act.

NOTE -22

DEPRECIATION, AMORTIZATION and IMPAIRMENT

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
Depreciation	1788	1923
Amortization	0	0
Total	1788	1923

NOTE -23

OTHER EXPENSES

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
Advertisement & Publicity	58	57
Auditor's fees and expenses (Note 24 (6))	118	201
Annual General Meeting	30	38
Directors' Sitting Fees	22	26
Bad Debts	22401	2500
Brokerage and commission	107	0
Key man Insurance	270	260
Insurance	138	85
Conveyance Expenses	55	93
Electric Expenses	135	111
Legal & Professional charges	2393	2584
Annual Listing Fees	354	300
LIC of India premium Account	2352	2352
Repair and Maintenance	3450	3981
Retainership Expenses	19	72
Rent (Related party)	446	385
Travelling Expenses	38	23
Rate,Tax & Insurance	149	159
Registration & Filing Fees	13	19
Printing and stationery	1	77
Provision on Standard Assets	3174	480
Fixed assets written off	100	0
Other expenditure	859	875
Total	36682	14678

AD-MANUM FINANCE LIMITED

NOTE -24
ADDITIONAL NOTES TO THE FINANCIAL STATEMENTS

1 Notes 1 to 24 referred herein above forms an integral part of these Financial Statements.

2 CONTINGENT LIABILITIES :
a) Disputed demand of Income-tax pending appeals amounting to ₹ NIL (PY ₹ 137.22/- Lacs) against which an amount of ₹ NIL (PY ₹ 88.70/- Lacs) paid under protest but not provided for.
b) Disputed demand of TDS amounting to ₹ 2.82/- Lacs (PY ₹ 2.81/- Lacs) against which an amount of ₹Nil (PY ₹ Nil) is outstanding and not provided for.

3 There were no such transactions that were not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

4 Pursuant to the Provisions of Section 135 of the Companies Act 2013 read with companies (Corporate Social Responsibility Policy) Rules 2014 are not applicable on Company.

5 Tax expenses as per IND AS 12:

a DEFERRED TAX LIABILITY:

Profit and Loss:

PARTICULARS	2020-2021 (₹ in 000)	2019-2020 (₹ in 000)
Written Down Value as per Companies Act,2013	20478	23157
Written Down Value as per Income Tax Act,1961	4379	5301
Timing difference due to difference in WDV of fixed assets as per Income Tax Act 1961 & financial books.	-16099	-17856
a) Tax effect of timing difference due to difference in WDV of fixed assets as per Income Tax Act 1961 & financial books.	-4479	-4494
Timing difference due to provision on loans	5389	2243
b) Tax effect on to timing difference due to provision on loans	1499	565
Net deferred tax Asset/ (Liability) (a+b)	-2980	-3930
Already provided in previous years	-3930	-4539
Deferred tax assets/ (liabilities) to be written back/ recoginsed in P&L	950	609

Note: The deferred tax asset have been ignored on the ground of prudence.

Other Comprehensive Income:

PARTICULARS	2020-2021 (₹ in 000)	2019-2020 (₹ in 000)
Timing difference due to fair valuation of quoted investments	24444	-760
Tax effect on to timing difference due to fair valuation of quoted investments	-2444	0
Deferred tax assets/ (liabilities) to be written back/ recoginsed in OCI	-2444	0

Note: The deferred tax asset have been ignored on the ground of prudence.

b The income tax expense for the year can be reconciled to the accounting profit as follows:

PARTICULARS	2020-2021 (₹ in 000)	2019-2020 (₹ in 000)
Profit before tax	35525	21586
Tax rate	27.82%	16.69%
Income tax expense calculated	9883	3603
Effect of income that is exempt from taxation	0	24
Effect of expenses that are not deductible in determining taxable profits	1554	530
Effect of concession (allowances)	-1359	0
Adjustments recognised in current year in relation to the current tax of prior years	0	0
Other temporary differences (Short/ (Excess)) provision in current year	-1828	-982
Income tax expense recognised in profit or loss	8250	3174

c Provision For Taxation
Provision for taxation for the year has been made after considering allowance, claims and relief available to the Company, if any.

d Pursuant to the Taxation Laws (Amendment) Ordinance, 2019:
The company has not migrated to the new tax regime.

6 AUDITOR'S REMUNERATION :

PARTICULARS	2020-2021 (₹ in 000)	2019-2020 (₹ in 000)
Statutory Audit fees (Including Taxes)	89	176
Tax Audit Fees (Including Taxes)	29	25
Total	118	201

7 RELATED PARTY TRANSACTION AS PER IND AS 24:

The information regarding related parties have been determined to the extent such parties have been identified on the basis of information available with the company, irrespective with the transactions with them during the year.

Names of related parties:

1 Key Management Personnel:

S.No	Name of KMP	Designation of KMP
1	Mr. Dharmendra Agrawal	Whole Time Director
2	Mr. Sanjeev Sharma	Director
3	Mrs. Priyanka Jha (Woman Director)	Woman Director
4	Mr. Sandeep Gehlot (Appointed on 19.08.2020)	Chief Financial officer (CFO)
5	Mr. Kundan Chouhan (Upto 31.07.2020)	Chief Financial officer (CFO)
6	Mr. Mohd. Raees Sheikh	Company Secretary (CS)

2 The company is an associate within the meaning of section 2(6) of the Companies Act, 2013 of Agarwal Coal Corporation (S) Pte. Ltd. which is holding 36.93% (PY 36.93%) equity shares of the company.

3 Enterprises over which Key Management Personnel and Relatives of such personnel exercise significant influence :

Companies
a) Available Finance Limited
b) Agarwal Real City Pvt. Ltd
c) Archana Coal Private Limited
d) Agarwal Coal Corporation Pvt. Ltd
e) Agarwal Fuel Corporation Private Limited
f) Agarmin Coal Washery Private Limited
g) Agarmin Mining Pvt.Ltd.

Firms
a) Neena Warehousing Corporation
b) Neena Real Estate Corporation
c) Agarwal Realinfra LLP

RAJ JAIN & ASSOCIATES Chartered Accountants AUDITORS

AD-MANUM FINANCE LIMITED INDORE

Trust

a) Maa Charitable Trust
b) Balaji Sewarth Vinod Agrawal Foundation
c) Maharaja Agrasen Bhawan Nyas
d) Sanstha Agrasen Sewa
e) Vinod Agarwal Private Family Trust
f) Neenadevi Agarwal Family Private Trust
g) Vinod Agarwal Family Private Trust
h) Vinod Agarwal Daughter's Family Private Trust
i) Vinod Agarwal Legacy Trust.

Individual

a) Vinod Kumar Agarwal
b) Neena Devi Agarwal
c) Tapan Agarwal

HUF

a) Vinod Kumar Agarwal HUF

Transactions with related parties for the year ended 31st March 2021:
(Transaction have taken place on arm's length basis)

NAME OF THE PARTY	NATURE OF TRANSACTION	2020-2021 VOLUME OF TRANSACTION (₹ in 000)	2020-2021 AMOUNT OUTSTANDING (₹ in 000)	2019-2020 AMOUNT OUTSTANDING (₹ in 000)
1) Vinod Kumar Agarwal	Rent Paid	446	0	33
2) Dharmendra Agarwal	Remuneration & Perquisites	867	0	0
	E.S.I.C. & P.F.	22	0	0
	Bonus	89	17	17
	Gratuity	0	0	0
	Leave Encashment	64	64	61
3) Sanjeev Sharma	Remuneration & Perquisites	454	0	0
	E.S.I.C. & P.F.	22	0	0
	Bonus	53	17	17
	Gratuity	0	0	0
	Leave Encashment	18	18	29
4) Mohd. Raees Sheikh	Remuneration & Perquisites	1048	0	0
	E.S.I.C. & P.F.	22	0	0
	Bonus	103	17	17
	Gratuity	0	0	0
	Leave Encashment	50	50	50
5) Kundan Chouhan	Remuneration & Perquisites	116	0	0
	E.S.I.C. & P.F.	8	0	0
	Bonus	22	0	17
	Gratuity	151	0	0
	Leave Encashment	9	0	12
6) Sandeep Gehlot	Remuneration & Perquisites	296	0	0
	E.S.I.C. & P.F.	16	0	0
	Bonus	13	13	0
	Gratuity	0	0	0
	Leave Encashment	25	25	0
7) Available Finance Ltd.	Unsecured Loan Taken	61523	61609	859
	Unsecured Loan Repayment	6702	0	0
	Interest Paid	5527	0	403
8) Agarwal Real City Pvt. Ltd.	Unsecured Loan Taken	65000	46962	256003
	Unsecured Loan Repayment	297541	0	0
	Interest Paid	6100	0	17401
	Unsecured Loan Given	0	0	104897
	Unsecured Loan Refund	109741	0	0
	Interest Received	0	0	4844
9) Archana Coal Pvt.Ltd.	Unsecured Loan Taken	2611	6810	4600
	Unsecured Loan Repayment	1001	0	0
	Interest Paid	551	0	49
10) Agarwal Coal Corporation Pvt.Ltd.	Unsecured Loan Given	731556	0	196200
	Unsecured Loan Repayment	951054	0	0
	Interest Received	14626	0	8671
11) Agarwal Fuel Corporation Pvt.Ltd.	Unsecured Loan Given	565400	0	218000
	Unsecured Loan Repayment	812739	0	0
	Interest Received	13818	0	15521
12) Agarmin Coal Washery Pvt.Ltd.	Unsecured Loan Given	708400	255900	0
	Unsecured Loan Repayment	467661	0	0
	Interest Received	13901	0	1260
13) Agarwal Real Infra LLP	Unsecured Loan Given	3500	0	100000
	Unsecured Loan Repayment	118919	0	0
	Interest Received	7470	0	7948

8 BASIC AND DILUTED EPS AS PER IND AS 33:

PARTICULARS	2020-2021 (₹ in 000)	2019-2020 (₹ in 000)
Net Profit/(loss) attributable to equity shareholders	27275	18412
Number of equity shares issued (basic)	7500000	7500000
Number of equity shares issued (Weighted)	7500000	7500000
Basic and Diluted earnings per share	3.64	2.45

9 As per the information on records, the company does not have any overdue outstanding for more than 45 days as at 31st March, 2021 to micro and small scale industrial enterprises under MSMED Act, 2006.

10 Based on the accounting principles given in Ind AS 108 "Operating Segment" issued by the Institute of Chartered Accountants of India, the size of operation of wind power segment comes under Reportable segment. Accordingly the segment reporting stands as under :

(₹ in 000)

Primary Segments	Financial/ Investment Activity		Wind Mill Energy generation		Total	
Year	2020-2021	2019-2020	2020-2021	2019-2020	2020-2021	2019-2020
Revenue						
External Revenue	86515	89980	8324	9652	94839	99631
Inter Segment Revenue	0	0	0	0	0	0
Total Revenue	86515	89980	8324	9652	94839	99631
Segment Result						
Profit Before Tax	32205	17557	3320	4034	35525	21591
Provision for Taxes & Deferred Taxes	8250	3174	0	0	8250	3174
Profit or Loss after Taxes	23955	14383	3320	4034	27275	18417
Other Information						
Segment Assets	644882	951776	27854	32155	672735	983931
Segment Liabilities	127719	488383	1719	1526	129438	489909
Capital Expenditure	0	0	0	0	0	0
Depreciation	222	298	1566	1625	1788	1923

11 Directors Remuneration

The company has paid director's remuneration as per the provisions of schedule V to the companies act, 2013 and complied all the provisions of the said act.

The Breakup of remuneration is as under:

S.No	Name of Director	Nature of payment	(₹ in 000)
1	Dharmendra Agrawal	Remuneration & Perquisites	₹ 1040.74 (PY ₹ 989.53)
2	Sanjeev Sharma	Remuneration & Perquisites	₹ 546.437 (PY ₹ 531.14)

12 **Indications of Impairment**

In the opinion of management, there are no indications, internal or external which could have the effect of impairing the value of assets to any material extent as at the Balance sheet date requiring recognition in terms of IND AS-36.

13 **Exceptional Items:**

In F.Y.2018-2019, the Company exited its line of business of retail loan on second hand vehicles and sold its entire trade receivables portfolio to a NBFC company. The discount on sale of portfolio amounting to ₹ 43,77,830/- is accepted in the current financial year as per agreed terms & conditions.

14 Risk Management

The company is a core investment company and having its major exposure to the group companies and therefore the company does not envisage any market risk, currency risk, interest rate risk, price risk, liquidity risk and credit risk. The Company's senior management in consultation with audit committee has the responsibility for establishing and governing the Company's overall risk management framework, wherever applicable.

15 **Estimation of uncertainties relating to the global health pandemic from COVID-19:**

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 in the preparation of these financial statements including the recoverability of carrying amounts of financial and non financial assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company has, at the date of approval of these financial statements, used internal and external sources of information that the carrying amount of these assets will be recovered.

16 Additional information as required under Part II of Schedule III to the Companies Act, 2013 is NIL.

17 Pursuant to disclosure pertaining to Section 186 (4) of the Companies Act, 2013 the following are the details thereof:

a **Loan given–outstanding as at the year-end:**

Refer note 7 above, under the transactions with Related parties during the year for the details.

b **Investments Made:**

The investments are classified under respective heads for purposes as mentioned in their object clause.

c Guarantee Given or Security Provided:

During the year there has been no such transaction.

18 Disclosure Pursuant to regulation 54(F) of the SEBI (Listing Obligations & Disclosure Requirements) Regulation 2013.

a Loans and Advances in the nature of Loans to Subsidiary:

There were no such transaction during the year.

b **Loans and Advances in the nature of loan to Associates, Related Party and parties where directors/promotors are interested:**

(₹ in 000)

Name of the Company	As at		Maximum Balance	
	2020-2021	2019-2020	2020-2021	2019-2020
Agarmin Coal Washery Pvt.Ltd.	255900	1260	296300	35500
Agarwal Coal Corporation Pvt.Ltd.	0	204871	293237	240957
Agarwal Fuel Corporation Pvt.Ltd.	0	233521	233521	290500
Agarwal Real City Pvt.Ltd.	0	109741	109741	109741
Agarwal Real Infra LLP	0	107948	108448	107948

c i) None of the parties to whom loans were given have made investment in the shares of the Company.

ii) The above Advances fall under the category of loans, which are repayable on demand and interest has been charged on it.

19 **Financial Instruments by Category and fair value hierarchy:**

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values.

The fair values of the financial assets and financial liabilities included in the level 2 and level 3 categories have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

(₹ in 000)

2020-2021	Fair Value Measurement			Fair Value hierarchy		
PARTICULRAS	FVTPL	FVOCI	Amortised Cost	Level-1	Level-2	Level-3
Financial assets						
Cash and Cash Equivalents	0	0	84222	0	0	0
Other Bank Balances	0	0	327	0	0	0
Trade Receivables	0	0	8267	0	0	0
Loans	0	0	480750	0	0	0
Investments	0	38117	4462	38117	0	0
Other Financial Assets	0	0	1680	0	0	0
Total	0	38117	579708	38117	0	0
Financial liabilities						
Borrowings (Other than Debt Securities)	0	0	115382	0	0	0
Other Financial Liabilities	0	0	5364	0	0	0
Total	0	0	120745	0	0	0

(₹ in 000)

2019-2020	Fair Value Measurement			Fair Value hierarchy		
PARTICULARS	FVTPL	FVOCI	Amortised Cost	Level-1	Level-2	Level-3
Financial assets						
Cash and Cash Equivalents	0	0	1713	0	0	0
Other Bank Balances	0	0	458	0	0	0
Trade Receivables	0	0	10086	0	0	0
Loans	0	0	894940	0	0	0
Investments	0	13602	4357	13602	0	0
Other Financial Assets	0	0	1677	0	0	0
Total	0	13602	913232	13602	0	0
Financial liabilities						
Borrowings (Other than Debt Securities)	0	0	480218	0	0	0
Other Financial Liabilities	0	0	3202	0	0	0
Total	0	0	483420	0	0	0

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into three levels prescribed under the Ind AS. An explanation for each level is given below:
Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

20 **Capital Management:**
The Company maintains an actively managed capital base to cover risks inherent in the business which includes issued equity capital and all other equity reserves attributable to equity holders of the Company.
RBI requires NBFC's to maintain a minimum capital to risk weighted assets ratio ("CRAR") consisting of Tier I and Tier II capital of 15% of our aggregate risk weighted assets. Since, the Company (NBFC) is a " NBFC-NSI-ND", hence it is not required to compute the financial ratios. The Company has complied with the notification RBI/2019-20/170 DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 "Implementation of Indian Accounting Standards.

Financial Ratios:

(₹ in 000)

PARTICULARS	2020-2021	2019-2020
Total outside liabilities	129438	489909
Owned funds	543297	494022
Leverage Ratio	0.24	0.99

21 **Events after reporting date**
There have been no events after the reporting date that require adjustment/ disclosure in these financial statements.

22 In accordance with IND AS - 109 the long-term investments held by the company are to be carried at Cost or Fair Value. All the investments of the Company have been considered by the management to be of long-term nature.

23 Balances of sundry debtors and loans & advances are subject to respective consent, confirmations, reconciliation and consequential adjustment, if any.

24 According to Ind AS 7 the desired Cash flow statement is enclosed herewith.

25 Previous year's figures have been regrouped, rearranged and recast wherever necessary.

26 Figures are rounded off to the nearest multiple of a ₹ (Rupee).

As per our report of even date attached
Statutory Auditors
For: SAP JAIN AND ASSOCIATES
CHARTERED ACCOUNTANTS
ICAI FRN 019356C

CA NIKITA BILALA
PARTNER
ICAI MNO: 429690
ICAI UDIN: 21429690AAAAQT747
PLACE: INDORE
DATE: 28.05.2021

For and on behalf of Board of Directors
Ad-Manum Finance Limited

Sanjeev Sharma
Whole Time Director
(DIN: 07839822)

Dharmendra Agrawal
Whole Time Director
(DIN: 08390936)

Mohd. Raees Sheikh
Company Secretary
(FCS: 6841)

Sandeep Gehlot
Chief Financial Officer
(PAN: AFQPG6615N)

AD MANUM FINANCE LIMITED
GROUPING FOR FINANCIAL STATEMENTS 31st MARCH 2021

NOTE - 2 & 3
CASH & CASH EQUIVALENTS and OTHER BANK BALANCES

(₹ in 000)

Particulars	As at 31st March 2021	As at 31st March 2020
Balances with bank		
- In Unpaid Dividend A/c		
IDBI Bank Ltd. Dividend A/c 2013-2014	161	161
IDBI BANK LTD DIVIDEND A/C 2014-2015	166	166
IDBI DIVIDEND A/C 2012-13(0382103000002042)	0	131
Total	327	458

- In Current Account with Scheduled Banks		
Canara Bank	136	50
City Bank NA account	0	68
Bank of India CC a/c	8	8
HDFC Bank Limited	273	1207
UCO bank ADMFL Employees group gratuity fund	198	198
UCO Bank, Tilak Nagar (Indore)	83602	129
Total	84217	1660

NOTE - 7
OTHER FINANCIAL ASSETS

(₹ in 000)

Particulars	As at 31st March 2021	As at 31st March 2020
Deposits With Govt. and Private Bodies		
Deposit with labour court	60	60
Gas Security Deposit	4	4
Electricity Security Deposit	138	138
House Rent Deposit	3	3
Office Rent Deposit	364	364
Telephone Deposit	105	108
Compounding Fees to Custom Department, Mumbai	1000	1000
Others- Nasir Najmoddin Khilji, Nagpur	5	0
Total	1680	1677

NOTE - 4
TRADE RECEIVABLES

(₹ in 000)

Particulars	As at 31st March 2021	As at 31st March 2020
Unsecured, Considered Good*		
i) Wind Power Receivables		
(Unsecured , Considered Good)		
Overdue for More than 6 months		
Electricity Receivable		
MSEDCL-Sangli (SEL)	274	648
RDPPC-Ajmer Discom,Jaipur	1660	1563
TANGEDCO/Palladam EDC	6333	7875
Suzlon Global Services Ltd.	0	0
	8267	10086

NOTE - 5
LOANS

Particulars	As at 31st March 2021	As at 31st March 2020
STANDARD		
To Related Parties		
Agarmin Coal Washery Pvt.Ltd.	255900	1260
Agarwal Coal Corporation Pvt.Ltd.	0	204871
Agarwal Fuel Corporation Pvt.Ltd.	0	233521
Agarwal Real City Pvt.Ltd.	0	109741
Agarwal Real Infra LLP	0	107948
Total(A)	255900	657342

To Others		
Atul Kumar Kothari	0	17
Hindupur Steel and Alloys Pvt.Ltd.Banglore	50943	0
Animesh Ispat Pvt.Ltd.	1479	0
Bihar Foundry & Casting Ltd.,Ranchi	30471	50764
VKG Equipments Pvt.Ltd.	0	53513
Project Emerald Param	0	2575
Radheshwari Developers Pvt.Ltd.	0	11260
Sky Alloys & Power Pvt.Ltd.,Raipur	21938	22416
Tenacity Industries INC	6256	5675
Trimula Industries Ltd.	65177	48806
ii) Sale of Portfolio		
Aris Capital Pvt.Ltd.	11165	15502
Jeewan Commodities (P) Ltd	0	29313
Total(B)	187430	239841
Total(A+B)	443330	897183
NPA Provision (0.25%)	1108	2243
Total Standard Loans	442222	894940

SUB-STANDARD		
To Others		
VKG Equipments Pvt.Ltd.	53513	0
Less: Bad debts	10676	0
Less: Provision already created	28	0
	42809	0
NPA Provision (10%)	4281	0
Total Sub-Standard Loans	38528	0
TOTAL LOANS	480750	894940

NOTE-10

OTHER NON FINANCIAL ASSETS

(₹ in 000)

Particulars	As at 31st March 2021	As at 31st March 2020
Balances with Income Tax Authority		
Income Tax Refundable		
Income Tax Refundable (FY 2000-01)	341	0
Income Tax Refundable (FY 2001-02)	1846	0
Income Tax Refundable (FY 2002-03)	1122	0
Income Tax Refundable (FY 2008-09)	8928	0
Income Tax Refundable (FY 2009-10)	59	59
Income Tax Refundable (FY 2010-11)	15874	7218
Income Tax Refundable (F.Y.2011-12)	355	355
Income Tax Refundable(FY 2013-14)	0	3921
Income Tax Refundable (F.Y. 2015-16)	246	246
Income Tax Refundable (FY 2018-19)	0	3937
Income Tax Refundable (FY 2019-20)	4253	0
Total	33025	15736
Under Protest		
Deposit with IT FY 2000-01	0	341
Deposit with IT FY 2001-02	0	1846
Deposit with IT FY 2002-03	0	1122
Deposit with IT FY 2008-09	0	8928
Total	0	12238
GST Input		
CGST Input 9%	0	0
SGST Input 9%	0	0
IGST Input 18%	0	0
RCM GST Input	0	0
RCM IGST Payable	0	3
	0	3
Advance Tax , TCS & TDS		
TDS Claim 2019-2020	809	8642
TDS Claim 2018-2019	128	184
TDS Claim	5734	0
Advance Tax	500	0
Total	7171	8826

NOTE -11

BORROWINGS (OTHER THAN DEBT SECURUITIES)

(₹ in 000)

Particulars	As at 31st March 2021	As at 31st March 2020
Loan from related party		
Agarwal Fuel Corporation Pvt.Ltd. (ATCPL)	0	193343
Agarwal Real City Pvt.Ltd. (ATCPL)	46962	273404
Archna Coal Pvt. Ltd.	6810	4649
Available Finance Ltd.	61609	1262
	115382	472657
Loan from other		
LIC of India loan a/c	0	7561
	0	7561

NOTE - 12

OTHER FINANCIAL LIABILITIES

(₹ in 000)

Particulars	As at 31st March 2021	As at 31st March 2020
Unpaid dividends		
Unclaimed Dividend 11-12 (IDBIA/c No.0382103000001816)	0	0
Unclaimed Dividend 2014-15 (IDBI0382103000002271)	166	166
Unclaimed Dividend 2012-13 (IDBI0382103000002042)	0	131
Unclaimed Dividend 2013-14 (0382103000002141)	161	161
Total	327	458
Rent payable		
Vinod Kumar Agarwal (Rent)	0	33
Neena Devi Agarwal (Rent)	0	0
Total	0	33
Creditors for expenses		
Mhaske & Mhaske	8	0
Mahendra Badjatya & Company	83	0
Kedanta Business Solutions Private	11	0
Elres Commodities Pvt.Ltd.	116	0
Experian Credit Information Co.I.Pvt.Ltd.	6	0
Transunion Cibil Ltd.	9	0
Aris Capital Pvt.Ltd. (Misc.)	346	346
Ankit Consultancy Pvt.Ltd	0	15
Pratibha Abhijit Thakare	550	0
Rajani Digambar Mahale	2100	0
DK Jain Indore	0	38
Shree Maruti Courier Services RJT	0	0
Suzlon Global Services Ltd.	1719	1526
Bhumika Prajapati	0	10
Total	4946	1934

NOTE-15

OTHER NON FINANCIAL LIABILITIES

(₹ in 000)

Particulars	As at 31st March 2021	As at 31st March 2020
Statutory Dues		
RCM GST payable	0	12
IGST Output 18%	0	5
Professional Tax (Employee)	1	0
PF Payable (Employee)	11	9
TDS Payable	981	2291
Total	993	2317

AUDITOR'S Chartered Accountants

ADINATH FINANCE LIMITED INDORE

NOTE -6
INVESTMENTS

Particulars	FACE VALUE	No of Shares		Amount	
		2020-2021	2019-2020	2020-2021	2019-2020
A. Equity Shares					
Under Physical Mode					
Quoted					
Ambuja Zinc Ltd.	10.00	200	200	1	1
Bhiwani Synthetics Ltd.	10.00	300	300	3	3
Consolidated Fibers & Chemicals Ltd.	10.00	400	400	4	4
Dev Fasteners Ltd.	10.00	200	200	3	3
IDL Industries Ltd.	10.00	4	4	1	1
Intron Ltd.	10.00	100	100	1	1
J.K. L'atelier Ltd.	10.00	500	500	10	10
Mafatlal Industries Ltd.	100.00	4	4	13	13
Magna colors ltd.(Toshniwal Agro Chem. Ltd.)	10.00	100	100	1	1
Mideast India Ltd.	10.00	150	150	3	3
Moddem Threads (India) Ltd.	10.00	111	111	3	3
Primer Proteins Ltd.	10.00	100	100	1	1
Siel Financial Services Ltd.	10.00	50	50	3	3
Tribhuvan Housing Ltd.	10.00	1300	1300	13	13
Videcon Industries Ltd.	10.00	12	12	3	3
West Coast Paper Mills Ltd.	2.00	500	500	8	8
		4031	4031	73	73
Unquoted (Fully Paid up, At cost)					
Amrut Industries Ltd.	10.00	100	100	1	1
Gourisut Vyapaar Pvt Ltd.	10.00	912	912	70	70
Herdillia Polymers Ltd.	10.00	200	200	2	2
Hindustan Develpoment Corpn.Ltd.	10.00	200	200	11	11
Jagdamba Enclave Pvt Ltd.	10.00	840	840	82	82
Natraj Vanijya Pvt Ltd.	10.00	912	912	71	71
Nucor Wires Ltd.	10.00	100	100	3	3
Prime Petro Products Ltd.	10.00	200	200	2	2
Shradha Vanijya Pvt Ltd.	10.00	960	960	72	72
SitapurPlywood Manufacturers Ltd.	10.00	600	600	3	3
Swil Ltd.	10.00	100	100	4	4
		5124	5124	321	321
Under D-MAT Mode (At Fair Value Through OCI)					
Ambuja Cements Ltd.	10.00	40	40	12	6
Associated Pigments Ltd.	10.00	200	200	2	4
Bhilwara Spinners Ltd.		200	200	3	2
Borosil Ltd.		100	100	17	7
Borosil Renewables Ltd.	10.00	100	100	25	
JBF Industries Ltd.	5.00	100	100	1	1
J.K.Cement Ltd.	10.00	11000	11000	31870	10291
Mangiore Refinery & Petrochemicals Ltd.	10.00	150	150	6	3
Monica Electronics Ltd.	10.00	150	150	2	2
Nath Industries Ltd.	10.00	1	1	0	0
National Organic Chemical Industries Ltd.	10.00	260	260	45	17
Reliance Capital Ltd.	10.00	19	19	0	0
Reliance Communication Ltd.	10.00	390	390	1	0
Reliance Home Finance Ltd.	5.00	19	19	0	
Reliance Industries Ltd.	10.00	1560	1560	3125	1592
Reliance Infrastructure Ltd.	10.00	29	29	1	0
Reliance Power Ltd.	5.00	97	97	0	0
Sagar Cements Ltd.	10.00	100	100	72	30
Uco Bank Ltd.	10.00	3200	3200	35	29
Union Bank Of India	10.00	2291	2291	78	66
		20006	20006	35295	12052
Under PMS					
ICICI Prudential AMC	10.00	0	0	0	0
KOTAK MAHIDRA PMS A/C		0	0	4068	3964
		0	0	4068	3964
TOTAL A		29161	29161	39756	16409
B. Mutual Fund (Debt Instruments) (At Fair Value through Profit and Loss					
Under D-MAT Mode					
SBI Mutual Fund	10.00	1000	1000	0	0
Kotak Select Focus Fund	10.00	0	0	0	0
Kotak- Liquid Fund (G)	10.00	0	0	0	0
Kotak Standard Multicap Fund (G)	10.00	35589	35589	1654	956
Motilal Oswal Multicap 35 Fund	10.00	33235	33235	1168	664
Motilal Oswal Mutual Fund Ultra Short Term	10.00	0	0	0	0
TOTAL B		69824	69824	2822	1620
Less: Allowance for Impairment				0	70
TOTAL II (A+B)		98985	98985	42578	17959

AD MANUM FINANCE LIMITED
GROUPING FOR FINANCIAL STATEMENTS 31st MARCH 2021

NOTE : 18
INTEREST INCOME

(₹ in 000)

Particulars	As at 31st March 2021	As at 31st March 2020
i) Interest from Vehicle finance (Net)	0	0
ii) Other Interest		
Related Party	49816	42494
Others	34740	46299
Total	84556	88793

NOTE -21
EMPLOYEE BENEFITS EXPENSE

(₹ in 000)

Particulars	As at 31st March 2021	As at 31st March 2020
Salaries and wages		
Staff		
Salaries & wages	1451	1654
House Rent Allowance	0	267
Leave Travel Allowance	61	26
Bonus	128	89
Directors'		
Remuneration	1321	761
Bonus	142	34
Contributions to Provident fund, ESIC, Gratuity and other funds	125	279
Total	3227	3110
Contribution to provident and other funds		
Leave Encashment	84	91
LIC Group Gratuity	72	4
PF Contribution (Employer)	47	42
PF Administrative Charges	6	6
Total	209	143
Staff welfare expenses		
Staff welfare	4	12
Canteen expenses	0	1
Total	4	13
TOTAL	3439	3266

NOTE -20
FINANCE COSTS

(₹ in 000)

Particulars	As at March 31st 2021	As at March 31st 2020
Interest to Related Parties		
ARCPL	6100	21359
AFL	5527	448
Archna Coal Pvt. Ltd	551	54
	12178	21861
Others		
Others	820	916
Bank charges	29	6
	848	922

NOTE -23
OTHER EXPENSES
Other expenditure

(₹ in 000)

Particulars	As at March 31st 2021	As at March 31st 2020
Office General Expenses	1	17
Loss on Sale of Assets	321	0
Loss on Sale of Shares (Short Term)	0	215
D-MAT Charges	1	1
Books & Periodicals	0	18
Interest on TDS	1	5
Interest on GST	6	5
Penalty	0	11
Telephone Expenses	19	11
Postage & Telegram	0	8
SGST Filling Fees	0	1
Professional Tax (Employer)	3	3
PMS fees	196	0
Arbitration fees	265	0
Misc balance written off	0	212
Late Return Filing Fees	0	7
Festival Exp.	0	6
Gmail A/c Charge	39	34
Website hosting charges	6	0
Round Off	-2	1
GST Credit Exp	1	312
CGST Filing Fee	0	1
CIBIL Charges	0	9
IGST on RCM Expenses	2	0
Total	859	875

AUDITOR'S
Chartered Accountants

AD-MANUM FINANCE LIMITED
INDORE

AD MANUM FINANCE LIMITED
Deferred tax computaion

(₹ in 000)

Particulars	As at 31st March 2021	As at 31st March 2020
WDV as per Co. Law	20478	23157
WDV as per Income Tax	4379	5301
Difference in WDV	-16099	-17856
Tax Effect	-4479	-4494
Total NPA provision amount	5389	2243
Tax Effect	1499	565
Net Deferred Tax Asset/ (Liability)	-2980	-3930
Recorded till previous year	-3930	-4539
For the current year	950	609

AUDITOR'S
Chartered Accountants
INDORE

AD MANUM FINANCE LIMITED

Other comprehensive income

(₹ in '000)

PARTICULARS	As at 31st March 2021	As at 31st March 2020
Fair Value of quoted investments	38117	13672
Under D-MAT Mode		
EQUITY SHARES		
Ambuja Cements Ltd.	12	6
Associated Pigments Ltd.	2	4
Bhilwara Spinners Ltd.	3	2
Borosil Ltd.	17	7
Borosil Renewables Ltd.	25	0
JBF Industries Ltd.	1	1
J.K.Cement Ltd.	31870	10291
Manglore Refinery & Petrochemicals Ltd.	6	3
Monica Electronics Ltd.	2	2
Nath Industries Ltd.	0	0
National Organic Chemical Industries Ltd.	45	17
Reliance Capital Ltd.	0	0
Reliance Communication Ltd.	1	0
Reliance Home Finance Ltd.	0	0
Reliance Industries Ltd.	3125	1592
Reliance Infrastructure Ltd.	1	0
Reliance Power Ltd.	0	0
Sagar Cements Ltd.	72	30
Uco Bank Ltd.	35	29
Union Bank Of India	78	66
	35295	12052
Mutual Fund		
SBI Mutual Fund	0	0
Kotak Select Focus Fund	0	0
Kotak- Liquid Fund (G)	0	0
Kotak Standard Multicap Fund (G)	1654	956
Motilal Oswal Multicap 35 Fund	1168	664
Motilal Oswal Mutual Fund Ultra Short Term	0	0
	2822	1620
Cost of quoted investments	4244	4244
Under D-MAT Mode		
EQUITY SHARES		
Ambuja Cements Ltd.	3	3
Associated Pigments Ltd.	4	4
Bhilwara Spinners Ltd.	8	8
Borosil Ltd.	3	3
JBF Industries Ltd.	13	13
J.K.Cement Ltd.	1628	1628
Manglore Refinery & Petrochemicals Ltd.	14	14
Monica Electronics Ltd.	6	6
Nath Industries Ltd.	4	4
National Organic Chemical Industries Ltd.	32	32
Reliance Capital Ltd.	4	4
Reliance Communication Ltd.	2	2
Reliance Industries Ltd.	70	70
Reliance Infrastructure Ltd.	4	4
Reliance Power Ltd.	2	2
Sagar Cements Ltd.	2	2
Uco Bank Ltd.	38	38
Union Bank Of India	252	252
	2089	2088
Mutual Fund		
SBI Mutual Fund	0	0
Kotak Select Focus Fund	0	0
Kotak- Liquid Fund (G)	0	0
Kotak Standard Multicap Fund (G)	1218	1218
Motilal Oswal Multicap 35 Fund	938	938
Motilal Oswal Mutual Fund Ultra Short Term	0	0
	2156	2156
Difference	33873	9428
Adjustment in OCI	24444	-760