VSJ INVESTMENTS PRIVATE LIMITED

31st

ANNUAL REPORT

2023-2024

Board of Directors

Shyam Jatia – Managing Director
Vandana Jatia – Director
Meenal Patodia – Director
Arvind Kumar Somany – Independent Director
Vidhan Mittal – Independent Director

Statutory Auditors

Mehta Singhvi & Associates
Chartered Accountants

Registered Office

G-12, Raheja Centre,
214 Free Press Journal marg,
Nariman Point
Mumbai 400021
Email: accounts@apposite.co.in
Website: https://vsjinvestments.com/

CIN No: U65910MH1993PTC297964

VSJ INVESTMENTS PRIVATE LIMITED

G-12, Ground Floor, Raheja Centre,
214 Free Press Journal Marg,
Nariman Point, Mumbai 400 021.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF VSJ INVESTMENTS PRIVATE LIMITED WILL BE HELD AT G-12 GR FLOOR, RAHEJA CENTRE, FREE PRESS JOURNAL MARG, NARIMAN POINT, MUMBAI - 400021 ON MONDAY, 30TH SEPTEMBER, 2024, AT 11.00 A.M. TO TRANSACT THE FOLLOWING:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the balance sheet as at 31st March, 2024 and statement of profit and loss and cash flow statement of the Company for the year ended as at that date, alongwith schedules and annexures thereto and the reports of the Directors and Auditors thereon.

Place: Mumbai,
Date: 7th September, 2024

BY AND ON BEHALF OF THE BOARD OF
VSJ INVESTMENTS PRIVATE LIMITED

SHYAM JATIA
Director
DIN No.: 00049457

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and on a poll, to vote instead of himself. The proxy so appointed need not be a member of the company. The Proxy form duly Completed should be deposited at the registered office of the company not less than Forty-Eight hours before the commencement of the meeting.

Tel: +91-22-67155200,67155216, Tel/Fax:+91-22-67155227, E-Mail : accounts@apposite.co.in
CIN No. : U65910MH1993PTC297964

VSJ INVESTMENTS PRIVATE LIMITED

G-12, Ground Floor, Raheja Centre,
214 Free Press Journal Marg,
Nariman Point, Mumbai 400 021.

Director's Report

To,
The Members,

The Directors present herewith the Director's Report together with the Audited Statement of Accounts for the year ended 31st March, 2024.

Financial Results

(₹ in lakhs)

Particulars	Current Year	Previous Year
Total Income	55,161.56	24,893.87
Profit (loss) before depreciation & Tax	13901.04	1155.85
Less: Depreciation	86.25	56.76
Profit (Loss) before tax	13,814.79	1099.09
Less: Taxation charges	3,900	900.00
Prior Period Tax	(4.07)	-
Deferred tax (credit) / charge	(52.33)	(9.57)
Profit (loss) after tax, carried to balance sheet	9,971.19	208.66

CAPITAL & RESERVES

Company's Authorized Share Capital is Rs. 510,00,00,000/- divided into 50,00,00,000 Equity Shares of Rs. 10/- each and 10,00,000 14% Non- Cumulative Redeemable Preference Shares of Rs. 100/- each.
The Company's Paid up Share Capital is 26,71,72,500 Equity Shares of Rs. 10/- each. and 10,00,000 14% Non- Cumulative Redeemable Preference Shares of Rs. 100/- each.

The Reserves of the Company stood at Rs. 10,662.58Lakhs as on 31st March, 2024 as against Rs.592.72Lakhs as on 31st March, 2023.

DIVIDEND

The Directors have not declared any dividend for the year.

REVIEW OF OPERATIONS

During the year under review the revenue of the Company has increased from Rs. 24,893.87 lakhs in the Financial Year 2022-23 to Rs. 55,161.56 lakhs in the Financial Year 2023-24 thereby increasing the profits of the Company from Rs. 159.53 lakhs in the Financial Year 2022-23 to Rs. 10,069.86lakhs in the Financial Year 2023-24.

MAINTENANCE OF COST RECORDS

Maintenance of Cost Records as specified by the Central Government under Section 148(1) of the Companies Act, 2013, is not applicable to the Company and hence such accounts and records are not made and maintained by the Company.

VSJ Investments Private Limited

CHANGE IN NATURE OF BUSINESS OF THE COMPANY

During the period under review, there was no change in nature of business of the Company. The Company operates as a Non-Banking Financial Institution - Investment and Credit Company (NBFC-ICC) with Reserve Bank of India (RBI). As per RBI's 'Scale Based Regulations' (SBR), the Company is classified as NBFC - Base Layer (NBFC-BL).

MATERIAL CHANGES AFTER THE CLOSE OF THE FINANCIAL YEAR

There are no material changes affecting the financial position of the Company after 31st March, 2024.

SUBSIDIARY COMPANIES

The Company does not have any Subsidiary Company.

PERFORMANCE AND FINANCIAL POSITION OF THE SUBSIDIARIES

This is not applicable to the Company.

PUBLIC DEPOSITS

The Company being a non-deposit taking Non-Banking Financial Company – Base Layer, has not accepted nor invited any deposits from the public during the period under review within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and shall not accept any deposits from the public without obtaining prior approval of the Reserve Bank of India. Since the Company has not accepted nor invited any deposits, there are no amounts that remained unpaid or unclaimed as at the end of the year under review. As per the Reserve Bank Master Direction issued by the Reserve Bank of India, a resolution in this regard has also been passed by the Board of Directors at its meeting held on April 6, 2023.

BOARD OF DIRECTORS AND KMP

The composition of the Board of Directors of the Company is in accordance with Companies Act, 2013 (hereinafter referred to as "the Act"). The Company has the following five (5) Directors on its Board, 2 (two) of them are Independent Directors. The Company has one Company Secretary.

Sr No	Name	Designation
1.	Mr. Shyam Jatia	Managing Director
2.	Mrs. Vandana Jatia	Director
3.	Mrs. Meenal Patodia	Director
4.	Mr. Arvind Kumar Somany	Independent Director
5.	Mr. Vidhan Mittal	Independent Director
6.	Mrs. Bijal Shah	Company Secretary.

During the period under review, Mr. Vidhan Mittal was appointed as the Independent Directors of the Company w.e.f 6th April, 2023 and Mr. Hariom Sarda resigned to be the Director of the Company w.e.f. 19th December, 2023.

All the Directors of the Company have confirmed that they are not disqualified to act as Director in terms of Section 164 of the Companies Act, 2013.

DECLARATION BY INDEPENDENT DIRECTORS

All Independent Directors have confirmed to the Board that they meet the criteria of independence as specified under Section 149(6) of the Companies Act, 2013 and that they qualify to be independent directors pursuant to the Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

FIT AND PROPER CRITERIA

Pursuant to the Fit and Proper Policy adopted by the Company, under the Non-Banking Financial Companies – Corporate Governance (Reserve Bank) Directions, 2016 issued by the RBI, the Company has received the requisite declaration and undertaking from all the Directors of the Company which have been taken on record by the Board.

NUMBER OF MEETINGS OF BOARD OF DIRECTORS

During the financial year under review, 7 (Seven) meetings of Board of Directors of the Company were held as under:

Sr No.	Date of Board Meeting	Directors present in the Board Meeting
1.	06/04/2023	5
2.	06/05/2023	6
3.	09/05/2023	6
4.	18/07/2023	3
5.	08/09/2023	4
6.	19/12/2023	4
7.	06/03/2024	4

The maximum interval between any two Board Meetings did not exceed 120 (One hundred and twenty) days. The details of attendance of each Director at Board Meetings are as follows:

Sr No.	Name of the Director	Board Meetings	
		No. of Meetings held	No. of Meetings attended
1.	Shyam Jatia	7	7
2.	Vandana Jatia	7	7
3.	Meenal Patodia	7	3
4.	Arvind Kumar Somany	7	5
5.	Hariom Sarda	5	4
6.	Vidhan Mittal	7	6

COMMITTTEES

The Board committees and other committees play an important role in the governance and focus on specific areas and make informed decisions within the terms of reference and authority delegated.
The Board committees and other committees comprising senior officials of the Company as the Members are guided by their respective terms of reference. In terms of the applicable circular(s), notification(s) and direction(s) issued by the Reserve Bank of India, the applicable provisions of the Companies Act, 2013 and the Company's Internal Guidelines on Corporate Governance, the Board of Directors of the Company have constituted the following committees for the effective business operations and governance of the Company:

Sr No.	Committee

VSJ Investments Private Limited

1.	Audit Committee
2.	Nomination and Remuneration Committee
3.	Risk Management Committee
4.	IT Strategy Committee
5.	Asset Liability Management Committee
6.	CSR Committee

1. AUDIT COMMITTEE

The Audit Committee comprises of well qualified Directors. The composition of the Audit Committee is in accordance with the RBI guidelines for NBFCs and the Act and the rules made thereunder. During the financial year under review, the Audit Committee of the Company comprised of 3 (three) members, majority of whom are non-executive independent directors in accordance with Section 177 of the Act read with rules thereto. viz., Mr. Arvind Kumar Somany, Mr. Vidhan Mittal and Mrs. Vandana Jatia. Mr. Hariom Sarda resigned to be the member of the committee w.e.f 19/12/2023. The members of the Committee are financially literate and learned, experienced and well known in their respective fields.

During the year under review, 4, (four) Audit Committee meetings were convened and held as under:

Sr No.	Date of Meeting	No of members present
1.	15/06/2023	3
2.	04/09/2023	3
3.	08/12/2023	3
4.	27/02/2024	3

2. NOMINATION AND REMUNERATION COMMITTEE

The Board of the Company has constituted a Nomination and Remuneration Committee (the "NRC") in accordance with the provisions of the Section 178 of the Act and the RBI guidelines for Non-Banking Finance Companies (NBFCs). During the financial year under review, the NRC consists of 3 (three) members of which 2 (two) are independent directors viz, Mr. Arvind Kumar Somany, Mr. Vidhan Mittal and Mrs. Vandana Jatia. Mr. Hariom Sarda resigned to be the member of the committee w.e.f 19/12/2023.

During the year under review, 2, (two) NRC meetings were convened and held as under:

Sr No.	Date of Meeting	No of members present
1.	10/08/2023	3
2.	27/02/2024	3

3. RISK MANAGEMENT COMMITEE

The Board of the Company has constituted a Risk Management Committee (RMC) in accordance with the RBI Guidelines for NBFCs. During the financial year under review, the Committee is comprised of 3 (three) Members, of which 2 (two) are independent directors viz, Mr. Arvind Kumar Somany, Mr. Vidhan Mittal and Mrs. Vandana Jatia. Mr. Hariom Sarda resigned to be the member of the committee w.e.f 19/12/2023.

During the year under review, 2, (two) RMC meetings was convened and held as under:

Sr No.	Date of Meeting	No of members present
1.	10/08/2023	3

2.	27/02/2024	3

4. IT STRATEGY COMMITTEE

The Board of Directors has constituted an IT Strategy Committee in accordance with the Master Direction on Information Technology Framework for Non-Banking Financial Companies issued by the RBI.

During the financial year under review, the Committee is comprised of 3 (three) Members, of which 2 (two) are independent directors viz, Mr. Arvind Kumar Somany, Mr. Vidhan Mittal and Mr. Viren Joshi. Mr. Hariom Sarda resigned to be the member of the committee w.e.f 19/12/2023.

During the year under review, 1, (one) IT Strategy Committee meeting was convened and held as under:

Sr No.	Date of Meeting	No of members present
1.	04/09/2023	3

5. ASSET LIABILITY MANAGEMENT COMMITTEE

The Board of Directors of the Company has constituted an Asset Liability Management Committee (hereinafter referred to as "ALM Committee") in accordance with the RBI Guidelines for NBFCs.

During the year under review, 1, (one) ALM committee meeting was convened and held as under:

Sr No.	Date of Meeting	No of members present
1.	04/09/2023	3

6. CSR COMMITTEE

The Board of Directors of the Company has constituted CSR Committee as per the Companies Act, 2013.

During the year under review, 1(one) CSR Committee meeting was convened and held as under:

Sr No.	Date of Meeting	No of members present
1.	27/02/2024	3

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors hereby confirm that:

In the preparation of the annual accounts for the financial year 2023-24, the applicable accounting standards have been followed along with proper explanation relating to material departures; The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of The Companies Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

Investments Private Limited

The directors have prepared the annual accounts on a going concern basis; and

The Directors have laid down internal financial controls to be followed by the Company, and these financial controls are adequate and are operating effectively, and

The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

COMPLAINCE OF SECRETARIAL STANDARDS

The Board confirms that it has complied with the Secretarial Standards issued by Institute of Company Secretaries of India to the extent applicable to the Company.

SECRETARIAL AUDIT REPORT

Secretarial audit is not applicable to the Company.

AUDITOR'S REPORT

The observation made in the Auditors report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

STATUTORY AUDITORS

M/s M/s. MEHTA SINGHVI & ASSOCIATES, Chartered Accountant, Mumbai (Firm Registration No. 122217W), were appointed as the Statutory Auditors of the Company in the AGM held on 29/09/2023 till the conclusion of the AGM to be held in the year 2026 for the period of 3 years.

FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12), OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT.

The Statutory Auditors have not reported any incident of fraud to the Board of Directors of the Company.

INTERNAL AUDITORS

S S M G & ASSOCIATES LLP, chartered Accountants FRN: W100695, has been appointed as an Internal Auditor of the company for the Financial Year 2023-24.

INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

The Company has adequate internal financial controls in safeguarding and ensuring proper preparation and presentation of the Annual statements.

ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS, SWEAT EQUITY, ESOS ETC., IF ANY

The Company has not issued shares with differential voting rights nor granted stock options nor sweat equity during the period under review.

VSJ Investments Private Limited

BUSINESS RISK MANAGEMENT /RISK MANAGEMENT POLICY

Being in the lending business, risk management forms a vital element of our business. The Company has a well-defined risk management framework, approved by the Board of Directors. It provides the mechanism for identifying, assessing and mitigating risks.

The Company has adopted its own Risk Management policy that represent the basic standards of risk assessment to be followed by the Company. The Board is responsible for managing risk at an overall level to do this. The Board has delegated authority for overall risk management to the Risk Management Committee (RMC) to ensure focused oversight and committed board level capacity for this task.

The Board has constituted the Asset Liability Management Committee (ALCO) to assess the risk arising out of liquidity gap and interest rate sensitivity.

DISCLOSURE OF RELATED PARTY TRANSACTIONS

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and during the year under review were in the ordinary course of business and at an arm's length basis and the Company has followed all the compliances as per the provisions of the Companies Act 2013.

There were no materially significant related party transactions entered into by the Company which may have potential conflict with the interest of the Company. All contracts/arrangements/transactions entered by the Company during the Financial Year 2023-2024, with its related parties, were in the ordinary course of business and were noted by the Audit Committee of the Board. Further during the Financial year, the Company has not entered into any contract/arrangement/transaction with related parties which could be considered material in accordance with the Company's policy of Related Party transactions except those provided in Form AOC 2, annexed hereto. Further, suitable disclosure as required by the Accounting Standards has been made in the Notes to the Financial Statements.

The policy on Related Party Transaction, as approved by the Board is displayed on the website of the Company at: https://vsjinvestments.com/policies-and-code/

PARTICULARS OF LOAN GIVEN, GUARANTEES GIVEN OR INVESTMENTS MADE

Pursuant to Section 186(11) of the Companies Act, 2013 (the 'Act') read with Rule 11(2) of the Companies (Meetings of Board and its Powers) Rules, 2014, the loan made, guarantee given or security provided in the ordinary course of business by an NBFC registered with Reserve Bank of India are exempt from the applicability of provisions of Section 186 of the Act.

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

Information pursuant to Section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo

(A) Conservation of Energy

(i) The steps taken or impact on conservation of energy;
The operations of your Company are not energy intensive. However, adequate measures have been initiated to reduce energy consumption.

(ii) The steps taken by the company for utilizing alternate sources of energy;

VSJ Investments Private Limited

The operations of your Company are not energy intensive.

(iii) the capital investment on energy conservation equipments; -Nil

(B) Technology absorption

(i) the efforts made towards technology absorption; – None

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution; – Not Applicable

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-

(a) the details of technology imported; – None
(b) the year of import; – Not Applicable
(c) whether the technology been fully absorbed; – Not Applicable
(d) if not fully absorbed, areas where absorption – Not applicable has not taken place, and the reasons thereof; and

(iv) the expenditure incurred on Research and Development. – Nil

(C) Foreign exchange Earnings and Outgo

During the period under review there was no foreign exchange earnings or out flow.

ESTABLISHMENT OF CSR POLICY AND RELATED DISCLOSURE / COMPLIANCES

The Company's CSR Policy has been prepared in accordance with Section 135 of the Companies Act, 2013 (referred to as the Act in this policy) on CSR and in accordance with the CSR Rules (hereby referred to as the Rules) notified by the Ministry of Corporate Affairs, Government of India, in 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) as amended from time to time.

The Company has complied with the CSR requirements.

ORDER OF COURT

There has been no significant /material order passed by Regulators/Tribunals/Courts impacting the going concern status and future operations.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM , IF ANY,

The threshold limit provided under Section 177(9) read with Rule 7 of the Companies (Meeting of Board and its Power) Rule, 2014 is not applicable on the Company.

ANNUAL RETURN

A copy of the Annual Return as provided under section 92(3) of the Act, in the prescribed form, which will be filed with the Registrar of Companies/MCA, is hosted on the Company's website and can be accessed at https://vsjinvestments.com/investor-relation/

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

VSJ Investments Private Limited

Since the number of employees in the company does not exceed 10, the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable to the Company.

WEBSITE

The Company's website https://vsjinvestments.com/ provides information about the businesses carried on by the Company. It is the primary source of information to all the stakeholders of the Company and the general public at large. It also contains the Financial Results, Annual Reports, various Policies adopted by the Board and other general information about the Company.

ANNUAL REPORT

The Annual Report containing, inter alia, the Directors' Report, Auditors' Report and other important information is circulated to members of the Company and other stakeholders prior to the AGM. The Annual Report of the Company is also available on its website.

PARTICULARS OF EMPLOYEES

Statement of particulars of employees pursuant to the Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014 – is not applicable to the Company.

ACKNOWLEDGEMENT

The Directors place on record their appreciation of the continued support from the Bank, Business Associates and its Shareholders.

By Order of the Board of Directors
For VSJ Investments Pvt Ltd

Shyam Jatia
Director
DIN: 00049457

Vandana Jatia
Director
DIN: 00049582

VSJ Investments Private Limited

Place: Mumbai
Date: 7th September, 2024

VSJ Investments Private Limited

CIN: U65910MH1993PTC297964

BALANCE SHEET

as at 31 March 2024

(₹ in Lakh)

Particulars	Note No.	As at 31 March 2024	As at 31 March 2023
ASSETS			
1 Financial assets			
(a) Cash and cash equivalents	7	1,321.46	14,706.87
(b) Loans	8	30,533.85	33,344.06
(c) Investments	9	30,421.54	191.60
(d) Other financial assets	10	10,888.61	2,157.54
Total Financial assets		**73,165.46**	**50,400.07**
2 Non-financial assets			
(a) Current tax assets (Net)	11	8,733.59	-
(b) Property, plant and equipment	12	433.45	465.80
(c) Right of use Asset	13	102.73	145.52
(d) Capital work-in-progress	14	383.37	-
(e) Other non-financial assets	15	3,601.87	1,269.03
Total non-financial assets		**13,255.01**	**1,880.35**
Total Assets		**86,420.47**	**52,280.42**
LIABILITIES AND EQUITY			
1 Financial liabilities			
(a) Trade payables			
(i) total outstanding dues of micro and small enterprises	16	-	-
(ii) total outstanding dues of creditors other than micro and small enterprises		73.21	13.22
(b) Borrowings (Other than Debt Securities)	17	35,253.72	9,277.45
(c) Subordinated Liabilities	18	-	1,000.00
(d) Lease liabilities	19	87.73	105.84
(e) Other financial liabilities	20	10,331.64	11,075.73
Total financial liabilities		**45,746.30**	**21,472.24**
2 Non-financial liabilities			
(a) Current tax liabilities (net)	21	-	641.62
(b) Deferred tax liabilities (net)	22	25.85	44.99
(c) Other non-financial liabilities	23	3,268.49	2,811.60
Total non-financial liabilities		**3,294.34**	**3,498.21**
3. Equity			
(a) Equity share capital	24	26,717.25	26,717.25
(b) Other equity	25	10,662.58	592.72
Total Equity		**37,379.83**	**27,309.97**
Total Liabilities and Equity		**86,420.47**	**52,280.42**

The above Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

For Mehta Singhvi & Associates
Chartered Accountants
Firm's Reg. No.: 122217W

Mehta Singhvi & Associates F. R. N. 122217W Chartered Accountants

For and on behalf of the Board of Directors

Manoj jain
Partner
Membership No.: 191063
UDIN : 24191063BKGYTM9341

Shyam M. Jatia
Managing Director
(DIN 00049457)

Vandana Jatia
Director
(DIN 00049582)

Bijal A. Shah
Company Secretary
(DIN AECPV3362E)

September 7, 2024
Mumbai,

VSJ Investments Private Limited

VSJ Investments Private Limited

CIN: U65910MH1993PTC297964

STATEMENT OF PROFIT AND LOSS

for the year ended 31 March 2024

(₹ in Lakh)

Particulars	Notes	Year ended 31 March 2024	Year ended 31 March 2023
I. Revenue from operations			
a. Interest income	26	3,324.27	3,866.69
b. Fees and Incentives	27	300.00	-
c. Profit on sale of security receipts	28	39,812.25	-
d. Net gain on fair value changes	29	11,705.92	20,837.27
Total revenue from operations		**55,142.44**	**24,703.96**
II. Other income	30	19.12	189.91
III. Total Income (I+II)		**55,161.56**	**24,893.87**
IV. Expenses			
e. Finance cost	31	39,340.99	19,774.38
f. Impairment of financial instrument	32	(572.75)	2,080.76
g. Employee Benefits Expenses	33	50.80	39.76
h. Depreciation, amortisation and impairment	34	86.25	56.76
i. Other expenses	35	2,441.48	1,843.12
Total Expenses		**41,346.77**	**23,794.78**
V. Profit before tax (III-V)		**13,814.79**	**1,099.09**
VI. Exceptional items		-	-
VII. Profit before tax (V-VI)		**13,814.79**	**1,099.09**
VIII. Tax expense			
i. Prior period tax		(4.07)	0
ii. Current tax	36	3,900.00	900.00
iii. Deferred tax		(52.33)	(9.57)
IX. Profit / (loss) for the period (VII–VIII)		**9,971.19**	**208.66**
X. Other comprehensive income			
A. Items that will not be reclassified to profit & loss in subsequent periods			
i. Fair value gain/(loss) on financial assets carried at Fair Value Through Other Comprehensive Income (FVTOCI)	37	131.86	(65.65)
ii. Income tax effect on such items		(33.19)	16.52
Total other comprehensive income/(loss) for the year, net of tax		**98.67**	**(49.13)**
XI. Total comprehensive income for the year, net of tax (VII-VIII)		**10,069.86**	**159.53**
XII. Earnings per equity share of ₹ 10 each:			
i. Basic (in ₹)	38	3.73	0.08
ii. Diluted (in ₹)		3.73	0.08

The above Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

For Mehta Singhvi & Associates
Chartered Accountants
Firm's Reg. No.: 122217W

For and on behalf of the Board of Directors

Manoj jain	**Shyam M. Jatia**	**Vandana Jatia**	**Bijal A. Shah**
Partner	**Managing Director**	**Director**	**Company Secretary**
Membership No.: 191063	**(DIN 00049457)**	**(DIN 00049582)**	**(DIN AECPV3362E)**

UDIN : 24191063BKGYTM9341

September 7, 2024

VSJ Investments Private Limited

CIN: U65910MH1993PTC297964

STATEMENT OF CASH FLOWS

for the year ended 31 March 2024

(₹ in Lakh)

Particulars	Year ended 31 March 2024		Year ended 31 March 2023	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net profit before tax		13,814.79		1,099.09
Adjustment for:				
Depreciation & amortisation expense	43.46		46.00	
Impairment on financial instruments	(572.75)		2,080.76	
Interest & Return on investments	(4.46)		(186.44)	
Operating Profit before Working Capital Changes		**13,281.04**		**3,050.16**
Adjustment for:				
(Increase)/decrease in inventories				
Decrease/ (Increase) in loans	3,382.96		(30,110.20)	
(Increase) in other financial assets	(8,731.08)		(2,156.94)	
(Increase) in other non-financial assets	(11,066.43)		(1,091.41)	
Increase in trade payables	59.99		11.05	
(Decrease)/ Increase in other financial liabilities	(762.20)		11,180.72	
(Decrease)/ Increase in Other non financial liabilities	(3,948.80)		2,451.91	
Cash generated from / (used in) operations		**(7,784.51)**		**(16,664.71)**
Income taxes paid (net)				
Net Cash generated from / (used in) Operating Activities (A)		**(7,784.51)**		**(16,664.71)**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of fixed assets	(351.69)		(179.17)	
Sale /(Purchase) of investment in mutual fund units (net)	(30,229.94)		400.79	
Interest received	4.46		186.44	
Net Cash generated from Investing Activities (B)		**(30,577.17)**		**408.06**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Increase in Share capital	-		6,000.00	
Increase in borrowing other than debt securities	24,976.27		4,967.14	
Net Cash (used in) / generated from Financing Activities (C)		**24,976.27**		**10,967.14**
Net increase in cash and cash equivalents (A+B+C)		**(13,385.41)**		**(5,289.51)**
Cash and cash equivalents at the beginning of the year		**14,706.87**		19,996.38
Cash and cash equivalents at the end of the year		**1,321.46**		**14,706.87**

VSJ Investments Private Limited
CIN: U65910MH1993PTC297964

Mumbai,

STATEMENT OF CHANGES IN EQUITY
for the year ended 31 March 2024

(₹ in Lakh)

A. EQUITY SHARE CAPITAL

Particulars	No. of Shares	Amount
As at 1 April 2022	**20,71,72,500**	**20,717.25**
Changes in equity share capital during the year	6,00,00,000	6,000.00
As at 31 March 2023	**26,71,72,500**	**26,717.25**
Changes in equity share capital during the year	-	-
As at 31 March 2024	**26,71,72,500**	**26,717.25**

(₹ in Lakh)

B. OTHER EQUITY

Particulars	Reserves and surplus		Other comprehensive income	Total other equity
	Statutory Reserve	Retained earnings / (Losses)		
As at 1 April 2022	**320.30**	(116.06)	230.25	434.49
Net income / (loss) for the year	-	208.65	-	208.65
Reserve created during year	31.91	(31.91)	-	-
Other comprehensive income	-	-	(49.13)	(49.13)
Share issue expenses	-	(1.30)	-	(1.30)
As at 31 March 2023	**352.21**	**59.39**	**181.12**	**592.72**
As at 1 April 2023	**352.21**	**59.39**	**181.12**	**592.72**
Net income / (loss) for the year	-	9,971.19	-	**9971.19**
Reserve created during year	1,994.24	(1,994.24)	-	-
Other comprehensive income	-	-	98.67	**98.67**
As at 31 March 2024	**2,346.45**	**8,036.34**	**279.79**	**10662.58**

The above Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

For Mehta Singhvi & Associates
Chartered Accountants
Firm's Reg. No.: 122217W

Mehta Singhvi & Associates F.R.N. 122217W Chartered Accountants

Manjain

Manoj jain
Partner
Membership No.: 191063
UDIN : 24191063BKGYTM9341

September 7, 2024
Mumbai,

For and on behalf of the Board of Directors

Vandana Jatia B. A. Shah

Shyam M. Jatia	**Vandana Jatia**	**Bijal A. Shah**
Managing Director	**Director**	**Company Secretary**
(DIN 00049457)	**(DIN 00049582)**	**(DIN AECPV3362E)**

VSJ Investments Private Limited

VSJ Investments Private Limited

CIN: U65910MH1993PTC297964

Components of cash and cash equivalents at the end of the year

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Cash on hand	3.61	2.97
Balance in current account and deposits with banks	1,317.85	14,703.90
Cash and cash equivalents at the end of the year	1,321.46	14,706.87

The cash flow statement is prepared using the "indirect method" set out in IND AS 7 – Statement of Cash Flows.

The above Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

For Mehta Singhvi & Associates
Chartered Accountants
Firm's Reg. No.: 122217W

For and on behalf of the Board of Directors

Manoj jain
Partner
Membership No.: 191063
UDIN : 24191063BKGYTM9341

Shyam M. Jatia
Managing Director
(DIN 00049457)

Vandana Jatia
Director
(DIN 00049582)

Bijal A. Shah
Company Secretary
(DIN AECPV3362E)

September 7, 2024
Mumbai,

VSJ Investments Private Limited

CIN: U65910MH1993PTC297964

VSJ Investments Private Limited

NOTES ON THE FINANCIAL STATEMENTS
for the year ended 31 March 2024

1. CORPORATE INFORMATION

VSJ Investments Private Limited (the "Company" or VSJ) was incorporated as a private limited company on 9th June 1993 having Corporate Identity Number U65910MH1993PTC297964.

The Company is engaged in the business of promoting financial services such as finance, acquisition of non-performing and distressed assets (NPA) from Banks and Financial institutions and resolving them.

2. STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (hereinafter referred to as the 'IND AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and disclosures requirement of Division III of revised Schedule III of the Companies Act 2013, (IND AS Compliant Schedule III), as applicable to standalone financial statement.

Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as 'Financial Statements').

3. BASIS OF PREPARATION AND COMPLIANCE WITH IND AS

The Financial Statements have been prepared on the historical cost basis except for certain financial instruments measured at fair values at the end of each reporting year, as explained in the accounting policies below.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/ or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IND AS 102, leasing transactions that are within the scope of IND AS 116, fair value of plan assets within scope the of IND AS 19 and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IND AS 2 or value in use in IND AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability.

The Financial Statements have been presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded off to the nearest two decimals of Lakhs, unless otherwise stated

4. SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the preparation of the financial statements is as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

4.1. Revenue Recognition

"Revenue is measured at the fair value of the consideration received or receivable. The company is generally able to make reliable estimates after it has agreed to the following with the other parties to the transaction:

a. each party's enforceable rights regarding the service to be provided and received by the parties;

b. the consideration to be exchanged; and

c. the manner and terms of agreements or offer documents."

Additional realization of assets over acquisition price on redemption of security receipt is accounted for as per the terms of relevant trust deed / offer document on actual distribution from the trust after full redemption of the security receipts in the trust.

Income by way of yield on security receipts is recognized on actual distribution from the trusts, after redemption of the principal amount of each class of security receipt as per the terms of the relevant trust deed / offer document.

Net appreciation/ depreciation in Net Asset Value of Investment in security receipts is considered as fair value gain/(loss) on change in investment and other financial assets.

4.2. Lease

At inception of Contract, the Company assesses whether the Contract is or contains a Lease. A Contract is, or contains, a lease if the Contract conveys the right to Control the use of an identified asset for a period of time in exchange for Consideration. At inception or on reassessment of a contract that contains a lease Component, the Company allocates Consideration in the contract to each lease component on the basis of their relative standalone price.

As a Lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components. The Company recognises right of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception comprises of the amount of initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date.

Certain lease arrangements include options to extend or terminate the lease before the end of the lease term. The right-of-use assets and lease liabilities include these options when it is reasonably certain that such options would be exercised.

The right-of-use assets are subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognized in the statement of profit and loss.

Lease liability is measured at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications. The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

Variable lease payments not included in the measurement of the lease liabilities are expensed to the statement of profit and loss in the period in which the events or conditions which trigger those payments occur.

Payment made towards leases for which non-cancellable term is 12 months or lesser (short-term leases) and low value leases are recognised in the statement of Profit and Loss as rental expenses over the tenor of such leases.

In a sale and lease back transaction, the Company measures right-of-use asset arising from the leaseback as the proportion of the previous carrying amount of the asset that relates to the right-of-use retained. The gain or loss that the company recognises in the statement of profit and loss is limited to the proportion of the total gain or loss that relates to the rights transferred to the buyer.

As a lessor

Leases for which the Company is a Lessor is classified as Finance or operating Lease. Lease income from operating leases where the Company is a Lessor is recognized in income on a straight-line basis over the Lease Term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

4.3. Borrowing costs

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets as defined in IND AS 23 are capitalized as a part of costs of such assets. A qualifying asset is one

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that necessarily takes a substantial period of time to get ready for its intended use.

Interest expenses are calculated using the EIR and all other Borrowing costs are recognized in the Statement of Profit and Loss in the period in which they are incurred. Actualising possibilities. Accelerating progress.

4.4. Employee Benefits

Long term employee benefits

Payments to defined contribution retirement benefit scheme for eligible employees in the form of superannuation fund and provident fund are recognised as expense when employees have rendered service entitling them to the contributions. The Company has no further payment obligation once the contribution have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expenses when they are due.

Defined benefit plan

Defined benefit plans comprising of gratuity, post-retirement medical benefits and other terminal benefits, are recognized based on the present value of defined benefit obligations which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement gains and losses of the net defined benefit liability/(asset) are recognised immediately in other comprehensive income. The service cost and net interest on the net defined benefit liability/(asset) are recognised as an expense within employee costs.

Past service cost is recognised as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognised, whichever is earlier.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations as reduced by the fair value of plan assets.

Compensated absences

The Company has liabilities for earned leave that are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. These obligations are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method with actuarial valuation being carried out at each yearend balance sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to the statement of profit and loss in the period in which they arise.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

4.5. Income Tax

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying value of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences. In contrast, deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized

The carrying value of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

4.6. Property, Plant and Equipments and Intangible Assets

Property, plant and equipment (except freehold land) held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at historical cost less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Freehold land is not depreciated.

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Depreciation & amortization

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Depreciation commences when the assets are ready for their intended use. Depreciation on Property, Plant and Equipment has been provided on the written down value method over their estimated useful life, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, etc.

Estimated useful lives of such assets are as follows:

Sr. No	Asset Head	Useful Life
1	Buildings	60
2	Computer	3
3	Motor Vehicle	8
4	Furniture	10
5	Office Equipment	5

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Consolidated Statement of Profit and Loss.

Capital work-in-progress

Capital work-in-progress comprises of assets in the course of construction for production or/and supply of goods or services or administrative purposes, or for purposes not yet determined, are carried at cost, less any recognised impairment loss. At the point when an asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs associated with the commissioning of an asset are capitalised where the asset is available for use and commissioning has been completed. Capital work-in-progress also includes spares which are yet to be put to use.

Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Computer Software are amortised on written down value method over the estimated useful life ranging between 4-6 years.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Statement of Profit and Loss when the asset is derecognised.

4.7. Impairment of non-financial assets

At the end of each reporting year, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of theimpairment loss (if any). Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairmentat least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, thecarrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit andLoss.

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amountis estimated in order to determine the extent of theimpairment loss, if any.

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VSJ Investments Private Limited *

4.8. Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the management's best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Present obligations arising under onerous contracts are recognised, measured and disclosed as provisions in consolidated financial statements. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent assets are not recognised but disclosed only when an inflow of economic benefits is probable.

4.9. Commitments

Commitments are future liabilities for contractual expenditure, classified and disclosed as follows:

- estimated amount of contracts remaining to be executed on capital account and not provided for;
- uncalled liability on shares and other investments partly paid; and
- other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

Other commitments related to procurements made in the normal course of business are not disclosed to avoid excessive details.

4.10. Statements of cash flows

Statement of Cash Flows is prepared segregating he cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using indirect method adjusting the net profit for the effects of:

- changes during the period in receivables and payables transactions of a non-cash nature;
- non-cash items such as depreciation, provisions, deferred taxes; and
- all other items for which the cash effects are investing or financing cash flows.

Cash and cash equivalents (including bank balances) shown in the Statement of Cash Flows exclude items which are not available for general use as on the date of Balance Sheet.

4.11. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when Company becomes party to the contractual provisions of the instruments.

Initial Measurement of Financial Instruments

Financial assets and financial liabilities are initially measured at fair value except for trade receivables which are initially measured at transaction price.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

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VSJ Investments Private Limited

Subsequent Measurement of Financial Assets

All recognized financial assets that are within the scope of Ind AS 109 are required to be subsequently measured at amortized cost or fair value on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Interest income

Interest income is accrued on a time basis, by reference to the amortised cost and at the effective interest rate applicable.

Classification of Financial Assets

- Debt instruments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI), are subsequently measured at amortized cost;
- all other debt instruments (e.g. debt instruments managed on a fair value basis, or held for sale) and equity investments are subsequently measured at FVTPL

Debt instruments at amortised cost or at FVTOCI

The Company assesses the classification and measurement of a financial asset based on the contractual cash flow characteristics of the individual asset basis and the Company's business model for managing the asset.

For an asset to be classified and measured at amortised cost or at FVTOCI, its contractual terms should give rise to cash flows that are meeting SPPI test.

For the purpose of SPPI test, principal is the fair value of the financial asset at initial recognition. That principal amount may change over the life of the financial asset (e.g. if there are repayments of principal). Interest consists of consideration for the time value of money, for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as a profit margin. The SPPI assessment is made in the currency in which the financial asset is denominated.

Contractual cash flows that are SPPI are consistent with a basic lending arrangement. Contractual terms that introduce exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement, such as exposure to changes in equity prices or commodity prices, do not give rise to contractual cash flows that are SPPI. An originated or an acquired financial asset can be a basic lending arrangement irrespective of whether it is a loan in its legal form.

An assessment of business models for managing financial assets is fundamental to the classification of a financial asset. The Company determines the business models at a level that reflects how financial assets are managed at individual basis and collectively to achieve a particular business objective.

When a debt instrument measured at FVTOCI is derecognised, the cumulative gain/loss previously recognized in OCI is reclassified from equity to profit or loss. In contrast, for an equity investment designated as measured at FVTOCI, the cumulative gain/loss previously recognised in OCI is not subsequently reclassified to profit or loss but transferred within equity.

Debt instruments that are subsequently measured at amortised cost or at FV TOCI are subject to impairment

Financial assets at fair value through profit or loss (FVTPL).

Investments in equity instruments are classified as at FVTOCI, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading. Security receipt investments in scope of Ind AS 109, "Financial Instruments" are measured at fair value. Security Receipts are classified as at FVTPL. Gains and losses on security investments are included in the statement of profit or loss.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss.

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Reclassifications

If the business model under which the Company holds financial assets changes, the financial assets affected are reclassified. The classification and measurement requirements related to the new category apply prospectively from the first day of the first reporting period following the change in business model that result in reclassifying the Company's financial assets. During the current financial year and previous accounting period there was no change in the business model under which the Company holds financial assets and therefore no reclassifications were made. Changes in contractual cash flows are considered under the accounting policy on modification and de-recognition of financial assets described below.

Impairment of financial assets

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables and other contractual rights to receive cash or other financial asset.

The Company has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial instrument.

Based on the above process, the Company categories its loans into Stage 1, Stage 2 and Stage 3, as described below:

- Stage 1 - Performing assets with zero to thirty days past due (DPD). Stage 1 loans also include facilities where the credit risk has improved and the loan has been reclassified from Stage 2.
- Stage 2 - Under-performing assets having 31 to 90 DPD. Stage 2 loans also include facilities, where the credit risk has improved and the loan has been reclassified from Stage 3.
- Stage 3 - Under-performing assets with overdue more than 90 DPD including non-performing assets

For loans, Company measures the loss allowance at an amount equal to 12 months expected credit loss for Stage 1 and life time expected credit loss for Stage 2 class categories of loans. For Stage 3 financial asset, the measurement of loss allowance is based on the present value of the asset's expected cash flow using the asset's original EIR.

For other receivables in distress credit business, Company measures life time expected credit loss allowance based on practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account the historical credit loss experience and adjusted for forward looking information.

De-recognition of financial assets

The Company derecognizes a financial asset when the Company has transferred the right to receive cash flows from the financial assets or retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

Write off

Loans and debt securities are written off when the Company has no reasonable expectations of recovering the financial asset (either in its entirety or a portion of it). This is the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. A write-off constitutes a de-recognition event. The Company may apply enforcement activities to financial assets written off. Recoveries resulting from the Company's enforcement activities will result in impairment gains.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a Company entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a

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financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company entity are recognized at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

A financial liability is a contractual obligation to deliver cash or another financial asset or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Company or a contract that will or may be settled in the its's own equity instruments and is a non-derivative contract for which the Company is or may be obliged to deliver a variable number of its own equity instruments, or a derivative contract over own equity that will or may be settled other than by the exchange of a fixed amount of cash (or another financial asset) for a fixed number of the it's own equity instruments.

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition

De-recognition of financial liabilities

The Company de-recognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognized in profit or loss.

4.12. Earnings Per Share

Basic earnings per share

Basic earnings per share is computed by dividing the net profit after tax by weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share

Diluted earnings per share is computed by dividing the profit after tax as adjusted for dividend, interest

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and other charges to expense or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares including the treasury shares held by the Company to satisfy the exercise of the share options by the employees.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management. For the purpose of calculating diluted earnings per share, the net profit or loss (before Other Comprehensive Income) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

4.13. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

5. Significant accounting judgements, estimates and assumptions

Critical accounting judgments and key sources of estimation uncertainty The preparation of financial statements in conformity with Ind AS requires the Company's Management to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities recognized in the financial statements that are not readily apparent from other sources. The judgements, estimates and associated assumptions are based on historical experience and other factors including estimation of effects of uncertain future events that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates (accounted on a prospective basis) and recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods of the revision affects both current and future periods.

The following are the critical judgements and estimations that have been made by the Management in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognized in the standalone financial statements and/ or key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year

Fair value measurement and valuation processes

Some of the Company's assets are measured at fair value for financial reporting purposes. The Management determines the appropriate valuation techniques and inputs for the fair value measurements.

In estimating the fair value of an asset, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party external rating agencies to perform the valuations. The Management works closely with the qualified external rating agencies to establish the appropriate valuation techniques and inputs to the model.

Information about the valuation techniques and inputs used in determining the fair value of various assets.

6. New and amended standards issued but not effective.

No new standards or amendments have been issued which apply for the first time in March 2024.

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7. CASH AND CASH EQUIVALENTS

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Balances with banks in current accounts	1,317.85	14,703.90
Cash on hand	3.61	2.97
Total	**1,321.46**	**14,706.87**

8. LOANS

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
At amortised cost		
Loans secured by tangible assets	15,518.12	19,179.20
Loans to related parties (unsecured) (refer note 45)	8,771.07	5.37
Loans unsecured	7,916.73	16,404.12
Loans & Advances to Employee	0.31	0.49
Total	**32,206.23**	**35,589.18**
Less : Impairment of Asset	(550.00)	(550.00)
Less : Impairment Loss allowance (ECL)	(1,122.38)	(1,695.12)
Total	**30,533.85**	**33,344.06**

9. INVESTMENTS

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Quoted (AT FVYOCI)		
Shares Investments	5.45	191.60
Mutual Fund	400.92	-
Unquoted (AT FVTPL)		
Security receipts of trusts held in distressed credit business	30,015.17	-
Total	**30,421.54**	**191.60**

There are no investments made by the Company outside India.

10. OTHER FINANCIAL ASSETS

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Security Deposit	173.98	157.86
Loans to related party	-	1,161.28
Other Receivables	10,714.63	838.40
Total	**10,888.61**	**2,157.54**

11. CURRENT TAX ASSETS (NET)

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Advance tax paid (net of provisions)	8,733.59	-
Total	**8,733.59**	**-**

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12. PROPERTY, PLANT AND EQUIPMENT

(₹ in Lakh)

Particulars	Buildings	Motor Vehicles	Office Equipments	Furniture & Fixture	Computers	Total Assets
Gross Carrying Amount						
As at 1 April 2022	430.80	113.86	3.66	49.53	2.38	600.23
Additions	-	15.67	2.01	3.70	1.51	22.89
Disposals	-	-	-	-	-	-
As at 31 March 2023	430.80	129.53	5.67	53.23	3.89	623.12
Additions	8.36	-	0.19	-	2.96	11.50
Disposals	-	-	-	-	-	-
As at 31 March 2024	439.16	129.53	5.86	53.23	6.85	634.62
Accumulated depreciation						
As at 1 April 2022	20.87	73.16	2.89	12.61	1.79	111.32
Depreciation chargefor the year	19.96	13.84	0.66	10.47	1.07	46.00
Disposals	-	-	-	-	-	-
As at 31 March 2023	40.83	87.00	3.55	23.08	2.86	157.32
Depreciation chargefor the year	19.57	13.29	1.02	7.80	2.17	43.85
Disposals	-	-	-	-	-	-
As at 31 March 2024	60.40	100.29	4.57	30.88	5.03	201.17
						-
Net book value						-
As at 31 March 2024	378.75	29.24	1.29	22.35	1.82	433.45
As at 31 March 2023	389.97	42.53	2.12	30.15	1.03	465.80

13. RIGHT OF USE ASSET

(₹ in Lakh)

Particulars	Building	On Motor Vehicle	Total
Right-of-use assets as on 1 April 2022	-	-	-
Additions	86.48	69.80	156.28
Deductions	-	-	-
Amortisation expense	7,20	3.56	10.76
At 31 March 2023	79,28	66.24	145.52
Additions	-	-	-
Deductions	-	-	-
Amortisation expense	28.83	13.96	42.79
At 31 March 2024	50.45	52.28	102.73

Particulars	Building	On Motor Vehicle	Total
Lease liabilities as on 1 April 2022	39.31	69.80	109.11
Additions	-	-	-
Interest accrued	0.86	1.78	2.64
Lease payments	3.75	2.16	5.91
At 31 March 2023	36.42	69.42	105.84
Additions	-	-	-
Deduction	-	-	-
Interest accrued	2.78	7.08	9.86
Lease payments	15.00	12.97	28.97
At 31 March 2024	24.20	63.53	86.73
Short term lease liability	13.36	6.51	19.87
Long term lease liability	10.84	57.02	67.86

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The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

The leases that the Company has entered with lessors are generally long-term in nature and no changes in terms of those leases.

14. CAPITAL WORK- IN-PROGRESS

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening Balance	-	-
Addition during the year	383.37	-
Capitalisation during the year	-	-
Closing Balance	**383.37**	**-**

CAPITAL WORK- IN-PROGRESS – AGEING

(₹ in Lakh)

Particulars	As at 31st March 2024				
	Amount of Capital Work-in-progress for a period of				
	Less than 1 year	1 to 2 Year	2 to 3 Year	More than 3 year	Total
Projects in progress	383.37	-	-	-	**383.37**
Projects temporarily suspended	-	-	-	-	-
Total	**383.37**	**-**	**-**	**-**	**383.37**

Particulars	As at 31st March 2023				
	Amount of Capital Work-in-progress for a period of				
	Less than 1 year	1 to 2 Year	2 to 3 Year	More than 3 year	Total
Projects in progress	-	-	-	-	**-**
Projects temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

15. OTHER NON FINANCIAL ASSETS

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Prepaid expenses	7.19	6.23
Advances to suppliers	37.31	12.80
Capital advances to Related party (refer note 45)	3,500.00	-
GST Receivables	57.37	
Advance Against Purchase of Loan	-	1,250.00
Total	**3,601.87**	**1,269.03**

16. TRADE PAYABLES

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Trade payables		
- total outstanding dues of micro and small enterprises;	-	-
- total outstanding dues of creditors other than micro and small enterprises	73.21	13.22
Total	**73.21**	**13.22**

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Micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 have been determined based on the information available with the Company. As informed by the management, there are no outstanding dues payable to Micro and small enterprises suppliers.

i. Ageing for Trade Payables outstanding is as follows :

(₹ in Lakhs)

Particulars	Outstanding from due date of payment as on 31st March 2024				
	Less than 1 year	1 to 2 Year	2 to 3 Year	More than 3 year	Total
Unsecured and considered good					
(i) MSME	-	-	-	-	-
(ii) Others	73.21	-	-	-	73.21
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**73.21**	**-**	**-**	**-**	**73.21**

(₹ in Lakhs)

Particulars	Outstanding from due date of payment as on 31st March 2023				
	Less than 1 year	1 to 2 Year	2 to 3 Year	More than 3 year	Total
Unsecured and considered good					
(i) MSME	-	-	-	-	-
(ii) Others	13.22	-	-	-	13.22
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**13.22**	**-**	**-**	**-**	**13.22**

17. BORROWINGS

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
At amortised cost		
Term loans		
- Banks (secured by hypothecation of vehicles)	9.75	24.07
Others – Unsecured Loans		
- Related party	5,141.57	253.38
- Others	102.16	9,000.00
Non Convertible Debenture		
- Macrotech Developers Ltd. (3000 Non-Convertible Debentures @ 1000000 per debenture with coupon rate of 0.001%)	30,000.24	-
Total	**35,253.72**	**9,277.45**

18. SUBORDINATED LIABILITY

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Preference Shares other than those that qualify as equity	-	1,000.00
Total	**-**	**1,000.00**

Preference shares redeemed during FY 2023-24

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19. LEASE LIABILITY

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Motor vehicle	63.53	69.42
Building	24.20	36.42
Total	**86.73**	**105.84**

Finance lease obligations are secured by way of hypothecation of vehicles

Particulars	Building	On Motor Vehicle	Total
Lease liabilities as on 1 April 2022	39.31	69.80	109.11
Additions	-	-	-
Interest accrued	0.86	1.78	2.64
Lease payments	3.75	2.16	5.91
At 31 March 2023	**36.42**	**69.42**	**105.84**
Additions	-	-	-
Deduction	-	-	-
Interest accrued	2.78	7.08	9.86
Lease payments	15.00	12.97	28.97
At 31 March 2024	**24.20**	**63.53**	**86.73**
Short term lease liability	**13.36**	**6.51**	**19.87**
Long term lease liability	**10.84**	**57.02**	**67.87**

20. OTHER FINANCIAL LIABILITIES

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Amounts payable on others – Unsecured Loans	9,516.16	7,361.84
Amount refundable against sale of asset (asset provided as security against stressed loan)	800.00	-
Other Payables	15.48	3,713.89
Total	**10,331.64**	**11,075.73**

21. CURRENT TAX LIABILITIES (NET)

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Current tax liabilities (net of advance tax and TDS)	-	641.62
Total	**-**	**641.62**

22. DEFERRED TAX ASSET / LIABILITY (NET)

(₹ in Lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Property, plant and equipment	11.12	5.95
Lease liabilities	(3.77)	9.99
Investments (FVTOCI)	(33.19)	(60.92)
Total	**(25.85)**	**(44.99)**

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Significant components of deferred tax assets/(liabilities) recognised in the financial statements are as follows:

(₹ in Lakh)

Deferred tax balance in relation to	As at 31 March 2023	Recognised / reversed through profit and loss	Recognised in / reclassified from other comprehensi veincome	As at 31 March 2024
Property, plant and equipment	5.95	5.17	-	11.12
Lease liabilities	9.99	(13.76)	-	(3.77)
Investments (FVTOCI)	(60.92)	-	27.73	(33.19)
Total	**(44.99)**	**(8.59)**	**27.73**	**(25.85)**

Deferred tax balance in relation to	As at 31 March 2022	Recognised / reversed throughprofit and loss	Recognised in / reclassified from other comprehensi veincome	As at 31 March 2023
Property, plant and equipment	6.36	(0.42)	-	5.95
Lease liabilities	-	9.99	-	9.99
Investments (FVTOCI)	(77.45)		16.52	(60.92)
Total	**(71.08)**	**9.57**	16.52	**(44.99)**

23. OTHER NON- FINANCIAL LIABILITIES

(₹ in Lakh)

Particulars	As at 31 March 2024	**As at 31 March 2023**
Statutory dues payable (TDS, GST etc.)	3,268.49	1,004.10
Advance received against sale of loan	-	1,807.50
Total	**3,268.49**	**2,811.60**

24. EQUITY SHARE CAPITAL

Particulars	As at 31 March 2024		**As at 31 March 2023**	
	Nos.	₹ in Lakh	**Nos.**	**₹ in Lakh**
Authorised:				
Equity Shares:				
Equity shares of ₹10/- each	50,00,00,000	50,000.00	50,00,00,000	50,000.00
	50,00,00,000	**50,000.00**	**50,00,00,000**	**50,000.00**
Issued, Subscribed and Paid-up				
Equity Shares:				
Equity shares of ₹10/- each	26,71,72,500	26,717.25	26,71,72,500	26,717.25
Total	**26,71,72,500**	**26,717.25**	**26,71,72,500**	**26,717.25**

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A. Reconciliation of the shares outstanding at the beginning and at the end of the year (₹ in Lakh)

Particulars	As at 31 March 2024		As at 31 March 2023	
	No of shares	Amount	No of shares	Amount
At the beginning of the year	26,71,72,500	26,71,72,500	20,71,72,500	20,717.25
Issued during the year	-	-	6,00,00,000	6,000.00
Outstanding at the end of the year	**26,71,72,500**	**26,717.25**	**26,71,72,500**	**26,71,72,500**

B. Terms/Rights attached to equity shares

The company has only one class of equity shares having par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors will be subject to the approval of the shareholders in theensuing 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 shareholder.

C. Following shareholders hold equity shares more than 5% of the total equity shares of the Company

Name of Shareholder	As at 31 March 2024		As at 31 March 2023	
	Number of shares held having face value of ₹ 10 each	% of holding in class	Number of shares held having face value of ₹ 10 each	% of holding in class
Shyam Jatia Family Trust	13,35,86,250	50.00%	13,35,86,250	50.00%
Vandana Jatia Family Trust	13,35,86,250	50.00%	13,35,86,250	50.00%
	26,71,72,500	100.00%	**26,71,72,500**	100.00%

D. The details of promoters shareholding are as under

Name of the promoter	As at 31 March 2024	As at 31 March 2023
Equity shares of ₹ 10/- each fully paid		
Shyam Jatia Family Trust	13,35,86,250	13,35,86,250
Vandana Jatia Family Trust	13,35,86,250	13,35,86,250
	26,71,72,500	**26,71,72,500**

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25. OTHER EQUITY

(₹ in Lakh)

Particulars	Reserves and surplus		Other comprehensive income	Total other equity
	Statutory Reserve	Retained earnings / (Losses)		
As at 1 April 2022	**320.30**	(116.06)	230.25	434.49
Net income / (loss) for the year	-	208.65	-	208.65
Reserve created during year	31.91	(31.91)	-	-
Other comprehensive income	-	-	(49.13)	(49.13)
Share issue expenses	-	(1.30)	-	(1.30)
As at 31 March 2023	**352.21**	**59.39**	**181.12**	**592.72**
As at 1 April 2023	**352.21**	**59.39**	**181.12**	**592.72**
Net income / (loss) for the year	-	9,971.19	-	9,971.19
Reserve created during year	1,994.24	(1,994.24)	-	-
Other comprehensive income	-	-	98.67	98.67
As at 31 March 2024	**2,346.45**	**8,036.34**	**279.79**	**10,662.58**
As at 31 March 2023	**352.21**	**59.39**	**181.12**	**592.72**

Statutory Reserve

Reserve fund is created as per the terms of section 45-IC(1) of the Reserve Bank of India Act, 1934 as a statutory reserve created @ 20% of Profit after tax before OCI.

Retained earnings

Retained earnings represents the surplus in Profit and Loss Account that the Company has earned till date, less any transfers to general reserve, special reserve, distributions paid to shareholders, reclassification of gain/(loss) on sale of FVTOCI equity instruments and balance of remeasurement of net defined benefit plans. Retained earnings is a free reserve.

Retained earnings/(losses) represents cumulative profit of the Company. The reserve can be utilised in accordance Gain/ (Loss) financial assets, net of taxes that will not be re-classified to the Statement of Profit & Loss.

26. INTEREST INCOME

(₹in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
On loans at amortised cost	3,324.27	3,866.69
Total	**3,324.27**	**3,866.69**

27. FEES AND INCENTIVES

(₹in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Management Fees	300.00	-
Total	**300.00**	**-**

28. PROFIT / (LOSS) ON SALE OF SECURITY RECEIPTS

(₹in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Profit/(Loss) on sale of security receipts	39,812.25	-
Total	**39,812.25**	**-**

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29. NET GAIN/(LOSS) ON FAIR VALUE CHANGES

(₹ in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
- Realised Gain	28,885.55	59,830.87
- Realised Loss #	(17,179.63)	(38,993.60)
Total	**11,705.92**	**20,837.27**

During the financial year, the Company has written off certain loans as the fair value of such loans is equal to zero.

30. OTHER INCOME

(₹ in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Interest on fixed deposit	0.96	1.21
Return on Investments	-	183.61
Dividend	0.27	1.62
Interest on Income tax refund	3.23	-
Interest as per Ind AS 116	14.66	3.46
Total	**19.12**	**189.91**

31. FINANCE COSTS

(₹ in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
At Amortised cost:		
Finance Cost – Borrowings	39,340.99	19,774.38
Total	**39,340.99**	**19,774.38**

32. IMPAIRMENT OF FINANCIAL INSTRUMENTS

(₹ in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2022
At amortised cost:		
Loans	(572.75)	2,080.76
Trade receivable	-	-
Total	**(572.75)**	**2,080.76**

33. EMPLOYEE BENEFITS EXPENSE

(₹ in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Salaries, wages and bonus	32.73	24.61
Director remuneration	12.00	12.00
Staff welfare expenses	6.07	3.15
Total	**50.80**	**39.76**

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34. DEPRECIATION AND AMORTISATION EXPENSE

(₹ in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Depreciation of property, plant and equipment	43.46	46.00
Amortisation of right to use assets	42.79	10.76
Total	**86.25**	**56.76**

35. OTHER EXPENSES

(₹ in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Repairs and maintenance	4.95	19.20
Rent	15.62	0.68
Rates and taxes	42.94	19.75
Insurance	0.04	0.05
Legal and professional fees	2,112.30	1,606.74
Membership & Subscription	3.28	7.58
Travelling & conveyance expenses	10.86	18.42
Audit fees	10.88	8.40
Director's commission & sitting fees	4.70	2.24
Brokerage & Commission	21.80	17.70
Electricity expenses	8.53	6.13
Advertisement and sales promotion expenses	7.38	30.79
Office expenses	11.44	7.91
Donation	112.50	78.00
Postage and Courier charges	0.89	0.43
Telephone & Mobile Charges	2.74	2.89
Printing and Stationery	1.65	1.06
Motor Car Expenses	10.41	7.78
Loss on Sale of Investment	-	7.37
Prior period expenses	40.57	-
CSR Expenses	18.00	-
Total	**2,441.48**	**1,843.12**

Note:

A) Auditor's remuneration (excluding taxes):

(₹ in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
- As statutory auditor	8.96	7.00
- As Tax auditor	1.92	1.40
	10.88	**8.40**

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36. TAX EXPENSE

(₹ in Lakh)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
(a) Tax expense		
Prior period tax		
Prior period tax adjustment	(4.07)	-
Current tax		
Current tax on profit for the year	3,900.00	900.00
Deferred tax		
Net deferred tax expenses/(benefit)	(52.33)	(9.57)
Tax expense	3,843.60	890.43
(b) Reconciliation of tax expense and the accounting profit multiplied by Statutory tax rate		
Profit before tax	13,814.79	1,099.09
Tax at the statutory tax rate of 25.17%	3,477.18	276.64
Tax on expenditure not considered for tax provision	422.82	623.36
Tax expense	**3,900.00**	**900.00**

37. COMPONENTS OF OTHER COMPREHENSIVE INCOME (OCI)

During the year ended 31 March 2024 (₹ in Lakh)

Particulars	Amount
Fair value gain/(loss) on financial assets carried at Fair Value Through Other Comprehensive Income (FVTOCI)	131.86
Income tax effect	(33.19)
Total	**98.67**

During the year ended 31 March 2023 (₹ in Lakh)

Particulars	Amount
Fair value gain/ (loss) on financial assets carried at Fair Value Through Other Comprehensive Income (FVTOCI)	(65.65)
Income tax effect	16.52
Total	**(49.13)**

38. EARNINGS PER SHARE (EPS)

Particulars	2023-24	2022-23
Face Value of Equity Share	₹10	₹10
Profit attributable to equity shareholders (₹ in Lakh) (A)	**9,971.19**	**208.66**
Weighted average number of equity shares for basic EPS (B)	26,71,72,500	26,30,62,911
Effect of dilution :		
Total weighted average potential equity shares	-	-
Weighted average number of equity shares adjusted for the effect of dilution (C)	26,71,72,500	26,30,62,911
Basic EPS (Amount in ₹) (A/B)	3.73	0.08
Diluted EPS (Amount in ₹) (A/C)	3.73	0.08

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39. EXPENDITURE TOWARDS CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

Particulars	2023-24	2022-23
Gross amount required to be spent by the Company during the year	18.00	-
Amount spent in cash during the year on :		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	18.00	-
Unspent amount	-	-
	18.00	-

The Company's corporate social responsibility initiatives are strategically directed towards areas of skilling for employment, child education, child and community health and child protection.

40. SEGMENT REPORTING

The company primarily focuses on distressed credit as its core business, with all other activities ancillary to this main operation. The company does not have distinct geographic segments, and therefore, there are no separate reportable segments as per IND AS 108, which pertains to "Segment Reporting."

41. FOREIGN CURRENCY EXPOSURE AND UN-HEDGED FOREIGN CURRENCY EXPOSURE

The company has no exposure to foreign currencies, whether hedged or unhedged.

42. FINANCIAL INSTRUMENTS

42.1. Categories and hierarchy of financial instruments

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between the willing parties, other than in a forced or liquidation sale. The following methods and assumptions have been used to estimate the fair values:

Fair value of cash and short-term deposits, trade and other short-term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to the short-term maturities of these instruments

Financial Instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rate and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for the expected losses of these receivables.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

All financial assets and liabilities are classified as level 3 and hence the carrying value represents the fair value of the financial assets and liabilities.

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The carrying values of the financial instruments by categories were as follows:

Particulars	As at 31 March 2024			As at 31 March 2023		
	FVTPL	PVTOCI	Amortised Cost	FVTPL	PVTOCI	Amortised Cost
Financial assets						
Cash and cash equivalents	-	-	1,321.46	-	-	14,706.87
Loans (net)	30,533.85	-		33,344.06	-	-
Investments	30,015.17	406.37	-	-	191.60	-
Other financial assets (net)	-	-	10,888.61	-		2,157.54
Total	**60,549.02**	**406.37**	**12,210.07**	**33,344.06**	**191.60**	**16,864.41**
Financial liabilities						
Trade payables	-	-	73.21	-	-	13.22
Borrowing (other debt securities)	-	-	35,253.72	-	-	9,277.45
Subordinated Liabilities	-	-	-	-	-	1,000.00
Lease liabilities	-	-	87.73	-	-	105.84
Other financial liabilities	-	-	10,331.64	-	-	11,075.73
Total	**-**	**-**	**45,746.30**	**-**	**-**	**21,472.24**

42.2. Financial risk management objectives and policies:

The Company's activities expose it to credit risks, liquidity risks and market risks.

Risk management forms an integral part of the business and as it being into distressed credit business it exposed to several risks related to stress assets i.e. non-performing assets (NPA) acquired from banks and financial institutions. The Company has a robust account monitoring system which ensures early detection of risks whereby timely action can be taken to surmount any avoidable slippages. The Company has an effective mechanism of driving business through policies and committees. The Company has well balance and experienced team of resources to drive its business.

The Company has established Risk Management Committee and Asset Acquisition Committee, responsible for identifying, developing, monitoring and mitigating all the risks related to its business. The committees reports to the board of directors on regular basis.

42.2.1. Credit risk

Credit risk is the risk of loss that may occur from the failure of party to abide by the terms and conditions of any financial contract, principally the failure to make the required payments. In order to minimize credit risk, the Companyhas adopted a policy of acquisition of asset in a transparent manner and at a fair price in a well-informed market, and the transactions are executed at arm's length in exercise of due diligence and adopt an industry / sector neutral and geography neutral approach in targeting financial assets for acquisition. Credit risk management is achieved by considering the factors like cash flow, collateral values, etc.

In order to minimize credit risk, the Company has tasked its Risk Management Committee and Asset Acquisition Committee to develop and maintain the Company's credit risk grading's.

Company has classified its receivables in to following categories:

a) Loans given (in the nature of restructuring loans, additional funding for working capital, etc.); and
b) Other receivables under distress credit business.

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Provision for expected credit loss

1. **For loans:**

Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. The Company's current credit risk rating and grading framework comprises the following categories:

For stage-1 performing assets- 12 months Expected Credit Loss (ECL); and

For stage-2- under-performing assets- lifetime ECL (on default occurred); and

For stage-3-credit impaired assets-based on expected cash flows

i. **Movement of gross carrying amount in loans given:**
As at March 31, 2024 **(₹ in Lakhs)**

Particulars	As at March 31, 2024			
	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount-opening balance	**8,660.37**	**7,761.41**	**19,166.91**	**35,588.69**
New assets originated or purchased	-	-	-	-
Assets derecognised or repaid (including write offs)	20,277.24	**(7,761.41)**	(15,898.79)	(3,382.96)
Gross carrying amount- closing balance	**28,937.61**	**-**	**3,268.12**	**32,205.73**

As at March 31, 2023 **(₹ in Lakhs)**

Particulars	As at March 31, 2023			
	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount-opening balance	**5,478.98**	**-**	**-**	**5,478.98**
New assets originated or purchased	25,105.00	9,979.00	61,121.90	96,205.90
Assets derecognised or repaid (including write offs)	21,923.61	2,217.59	80,948.89	66,096.19
Gross carrying amount- closing balance	**8,660.37**	**7,761.41**	**19,166.91**	**35,588.69**

ii. **Movement of provision for impairment (ECL):**
As at March 31, 2024 **(₹ in Lakhs)**

Particulars	As at March 31, 2024			
	Stage 1	Stage 2	Stage 3	Total
ECL allowance - opening balance	**173.21**	**155.23**	**1,916.69**	**2,245.13**
Addition/(Deletion) during the year	405.54	-155.23	-823.06	-572.75
ECL allowance - closing balance	**578.75**	**-**	**1,093.63**	**1672.38**

As at March 31, 2023 **(₹ in Lakhs)**

Particulars	As at March 31, 2023			
	Stage 1	Stage 2	Stage 3	Total
ECL allowance - opening balance	**164.37**	**-**	**-**	**164.37**
Addition during the year	8.84	155.23	1,916.69	**2,080.76**
ECL allowance - closing balance	**173.21**	**155.23**	**1,916.69**	**2,245.13**

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42.2.2. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. However, the Company believes that it has a strong financial position and business is adequately capitalized, have good credit rating and appropriate credit lines available to address liquidity risks.

Ultimate responsibility for liquidity risk rest with the management, which has established an appropriate liquidity risk framework for the management of the Company's short term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Exposure to liquidity risk

The following are the details of Company's remaining contractual maturities of financial liabilities and assets at the reporting date. The amounts are gross and undiscounted.

(₹ in Lakhs)

As at March 31, 2024

Particulars	Carrying amount	Total	0-1 year	1-3 years	3-5 years	More than 5 years
Financial Liabilities						
Trade payables	73.21	73.21	73.21	-	-	-
Borrowing (other debt securities)	35,253.72	35,253.72	35,253.72	-	-	-
Subordinated Liabilities	-	-	-	-	-	-
Lease liabilities	87.73	87.73	19.87	67.86	-	-
Other financial liabilities	10,331.64	10,331.64	10,331.64	-	-	-
Total	**45,746.30**	**45,746.30**	**45,678.44**	**67.86**	-	-
Financial Assets						
Cash and cash equivalents	1,321.46	1,321.46	1,321.46	-	-	-
Loans (net)	30,533.85	30,533.85	30,533.85	-	-	-
Investments	30,421.54	30,421.54	30,421.54	-	-	-
Other financial assets (net)	10,888.61	10,888.61	10,888.61	-	-	-
Total	**73,165.46**	**73,165.46**	**73,165.46**	-	-	-

(₹ in Lakhs)

As at March 31, 2023

Particulars	Carrying amount	Total	0-1 year	1-3 years	3-5 years	More than 5 years
Financial Liabilities						
Trade payables	13.22	13.22	13.22	-	-	-
Borrowing (other debt securities)	9,277.45	9,277.45	9,277.45	-	-	-
Subordinated Liabilities	1,000.00	1,000.00	1,000.00	-	-	-
Lease liabilities	105.84	105.84	18.05	87.79	-	-
Other financial liabilities	11,075.73	11,075.73	11,075.73	-	-	-
Total	**21,472.24**	**21,472.24**	**21,472.24**	**87.79**	-	-
-						
Financial Assets						
Cash and cash equivalents	14,706.87	14,706.87	14,706.87			
Loans (net)	33,043.60	33,043.60	33,043.60			
Investments	191.60	191.60	191.60			
Other financial assets (net)	3,407.54	3,407.54	3,407.54			
Total	**51,349.61**	**51,349.61**	**51,349.61**			

Note

a) The maturities of non-derivative financial liabilities are based on the earliest date on which the Company may be required to pay.

b) The maturities of the financial assets are based on the management's estimation on realization.

c) In case of liquidity gap between 0-1 year for the financial year 2023-24 would be met by refinancing through bank facilities /other refinancing options. The liquidity gap includes inter corporate deposit payable to related party which are payable on call and also Bank working capital balances which are annually renewable.

42.2.3. Market risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates as future specific market changes cannot be normally predicted with reasonable accuracy.

1. Currency risk

The functional currency of the Company is Indian Rupee (₹). The Company has not undertaken any transactions denominated in foreign currencies and therefore is not exposure to exchange rate fluctuations. Company has not taken derivative contracts during the year.

2. Interest rate risk

The Company is exposed to interest rate risk pertaining to funds borrowed at both fixed and floating interest rates. The Company has an approved Asset and Liability Management Policy which empowers the Asset and Liability Management Committee (ALCO) to assess the interest rate risk and provide appropriate guidelines to the Treasury to manage such risk. The ALCO reviews the interest rate risk on periodic basis and decides on the appropriate funding mix.

Exposure to interest rate risk

The exposure of the Company's borrowings to the interest rates risk at the end of the reporting period is:

(₹ in Lakhs)

Borrowings:	As at March 31, 2024	As at March 31, 2023
Fixed rate borrowings	35,253.72	9,277.45
Floating rate borrowings	-	-
Total	**35,253.72**	**9,277.45**

Interest rate Sensitivity analysis:

As all the borrowings are fixed borrowing the interest rate sensitivity analysis has not been performed.

3. Equity Price Risk

Equity price risk is related to the change in market reference price of the instruments in quoted and unquoted securities. The fair value of the Company's investments exposes to company to equity price risks. In general, these securities are not held for trading purposes.

Equity Price Sensitivity analysis:

The fair value of equity instruments as at March 31, 2024 aggregate to ₹ 406.37 Lakhs (Previous year ₹ 191.60 Lakhs). If price of equity instruments decrease/ increase by 5%, the Company's profit for the year ended March 31, 2024 would be decrease/ increase by ₹ 16.25 Lakhs (Previous year: decrease/ increase by ₹ 9.58 Lakhs).

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43. CAPITAL MANAGEMENT

The Company is cash surplus over equity capital. The Company operates as a Non-Banking Financial Institution - Investment and Credit Company (NBFC-ICC) with Reserve Bank of India (RBI). As per RBI's 'Scale Based Regulations' (SBR), the Campany is classified as NBFC - Base Layer (NBFC-BL).

The Company manages its capital to ensure that the Company will be able to continue as going concerns while maximizing the return to stakeholders through the optimization of the debt and equity balance.

The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

Particulars	As at 31 March 2024	As at 31 March 2023
Borrowings	35,253.72	9,277.45
Less: Cash and cash equivalent	(1,321.46)	(14,706.87)
Less: Current investments	(30,421.54)	(191.60)
Net debt	**3,510.72**	**(5,621.02)**
Total equity	**37,379.83**	**27,309.97**

i. Equity includes all capital and reserves of the Company that are managed as capital.
ii. Net debt of the company is less than total equity.
iii. No dividend was declared during FY 2023-24.

44. CONTINGENT LIABILITIES AND LEGAL CASES (₹ in Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Income Tax Demand-AY 2018-2019	83.08	-

Capital Commitments

Estimated amount of contract remaining to be executed on capital account, net of advances is Nil (Previous year Nil).

45. RELATED PARTY DISCLOSURES AS REQUIRED BY IND AS 24 "RELATED PARTY DISCLOSURES" ARE GIVEN BELOW:

a) List of Related Parties

- **Group Companies/Enterprises:**
  i. Cheerful Commercial Pvt. Ltd.
  ii. Apposite Trading Pvt. Ltd.
  iii. Shyam Jatia Family Trust(Trust of KMP)
  iv. Vandana Jatia Family Trust(Trust of KMP)
  v. Sumitradevi Jatia Charitable Trust(Trust of KMP)
  vi. MDA Family Trust(Trust of KMP)
  vii. My Mom's Love Health Foods LLP(LLP of KMP)
  viii. ARA Family Trust(Trust of KMP)
  ix. Sai Family Trust(Trust of KMP)

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- **Key Management Personnel (KMP):**
  i. Shyam M. Jatia, Director
  ii. Vandana Jatia, Director
  iii. Meenal Patodia, Director
  iv. Arvind Kumar Somany, Independent Director
  v. Vidhan Mittal
  vi. Hariom Sarda, Independent Director(retired)

- **Relative of Key Management Personnel (KMP)**
  i. Vidip Jatia (Cousin of KMP)
  ii. Vinod Kumar Jatia-HUF (Cousin HUF of KMP)

Entities where control / significant influence by KMPs and their relatives exists and with whom transaction have taken place.

b) Details of transactions with related parties

(₹ in Lakhs)

Name of related party/Nature of Transaction	2023-24	2022-23
Director's Remuneration		
Shyam Jatia	12.00	12.00
Sitting fees		
Arvind Kumar Somany	0.94	1.18
Hariom Sarda	0.70	1.06
Vidhan Mittal	1.10	-
Meenal Patodia	0.35	-
Vandana Jatia	1.25	-
Donation Given		
Sumitradevi Jatia Charitable Trust	112.50	78.00
Interest Paid		
Shyam M Jatia	16.17	53.16
Vandan Jatia	22.93	14.23
Cheerful Commercial Private Limited	359.29	81.91
Shyam Jatia Family Trust	31.54	112.14
Vandana Jatia Family Trust	33.36	7.43
MDA Family Trust	0.05	0.12
ARA Family Trust	39.39	-
Sai Family Trust	75.66	
Interest Received		
Vidip Jatia	0.18	0.37
Vinod Kumar Jatia HUF	-	0.04
Cheerful Commercial Private Limited	300.98	

Rent Paid		
Vandana Jatia Family Trust	15.00	3.75
Cheerful Commercial Private Limited	14.16	-
Reimbursement of Expenses		
Sai Family Truest	0.82	
Purchase of Goods(Expenses)		
My Mom's Love Health Foods LLP	(0.036)	-
Loans (given)		
Vidip Jatia	-	-
Vinod Kumar Jatia HUF		
Cheerful Commercial Private Limited	(8,500)	-
Loan repayment received		
Vidip Jatia	5.75	1.02
Vinod Kumar Jatia HUF		10.94
Loan (Taken)		
Cheerful Commercial Pvt. Ltd	(19,193.91)	(4,972.16)
MDA Family Trust	(9.00)	(14.00)
Shyam Jatia Family Trust	(3,557.00)	(4,350.00)
Shyam Jatia	(1,715.10)	(1,819.62)
Vandana Jatia	(2,814.00)	(697.32)
Vandana Jatia Family Trust	(1,633.00)	(3,401.00)
ARA Family Trust	(1,064.44)	-
Sai Family Trust	(1,715.52)	-
Loan Repaid		
Cheerful Commercial Pvt. Ltd	14,646.96	7,303.45
Shyam Jatia Family Trust	3,377.93	5,867.24
Shyam Jatia	1,774.95	2,887.50
Vandana Jatia	2,190.80	1,158.00
Vandana Jatia Family Trust	1,416.69	3,402.45
ARA Family Trust	1,064.44	-
Sai Family Trust	1,715.52	-
MDA Family Trust	23.00	-
Deposit Given		
Vandana Jatia Family Trust (Rent Deposit)	200.00	200.00
Advance Given		
Shyam Jatia	3,500.00	-
Redemption of Preference Share		
Shyam M. Jatia	500.00	-
Vandana Jatia	500.00	-

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c) **Outstanding balance at the end of the year**

Name of related party/Nature of Transaction	As at 31 March 2024	As at 31 March 2023
Cheerful Commercial Pvt. Ltd	(3,746.37)	1,235.00
MDA Family Trust	(0.05)	(14.11)
Shyam Jatia Family Trust	(362.38)	(154.93)
Shyam Jatia	(14.55)	(59.85)
Vandana Jatia	(657.64)	(13.80)
Vandana Jatia Family Trust	(257.02)	(10.69)
Mr. Vidip Jatia	(0.18)	(5.37)
Sai Family Trust	(68.09)	-
ARA Family Trust	(35.45)	

46. ADDITIONAL DISCLOSURE

The following additional disclosures have been made taking into account RBI guidelines in this regard:

a. **Name and address of the banks / financial institutions/NBFCs from whom financial assets were acquired and the value of which such assets were acquired from each such bank/ financial institutions/NBFCs.**

Name of the selling bank/ financial institution/ NBFC	Address	Acquisition cost ₹ in Lakhs	% to total
No financial assets were acquired during the year			

b. **Dispersion of various assets industry wise**

Industry	Outstanding Amount ₹ in Lakhs	% to total
Real Estate	6414.65	100%

The above table (b) has been prepared by management based on the information and relevant documents available with the Company which has been relied upon by the auditors.

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c. Disclosure requirements as per RBI circular dated March 13, 2020 having reference number RBI/2019-20/170, DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 as per para 2 of Prudential Floor of ECL

(₹ in Lakhs)

Particulars	Asset Classification as per RBI Norms	Gross Carrying Amount asper Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required asper IRACP norms	Difference between Ind AS109 provisions and IRACP norms
1	2	3	4	(5) = (3)-(4)	6	(7) = (4)-(6)
Performing Assets						
Standard	Stage 1	28,937.61	578.75	28,358.86	289.38	289.38
	Stage 2	-	-	-	-	-
Subtotal						
Non-Performing Assets (NPA)						
Substandard	Stage 3	-	-	-	-	-
Doubtful						
Up to 1 year	Stage 3	2,718.12	543.62	2,174.49	543.62	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
Subtotal for doubtful		-	-	-	-	-
Loss	Stage 3	550.00	550.00	-	550.00	-
Subtotal for NPA		**32,205.73**	**1,672.38**	**30,533.35**	**1,383.00**	**289.38**
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	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	**Stage 1**	28,937.61	578.75	28,358.86	289.38	289.38
	Stage 2	-	-	-	-	-
	Stage 3	3,268.12	1,093.62	2,174.49	1,093.62	-
	Total	**32,205.73**	**1,672.38**	**30,533.35**	**1,383.00**	**289.38**

47. RATIOS:

Particulars	31 March 2024			31 March 2023			% Variance	Reason for Variance
	Numerator (₹ in Lakh)	Denominator (₹ in Lakh)	Ratio	Numerator (₹ in Lakh)	Denominator (₹ in Lakh)	Ratio		
Capital to risk-weighted asset ratio (CRAR)	32,346.93	50,245.66	64.38%	27,309.96	18,284.48	149.36%	57.57%	**Due to increase in lending**
Tier I (CRAR)	32,346.93	50,245.66	64.38%	26,309.96	18,284.48	143.89%	55.26%	**Due to increase in lending**
Tier II (CRAR)	-	-	-	1000	18,284.48	5.47%	100%	**Due to redemption of preference shares**
Liquidity Coverage Ratio	1722.38	13600.13	0.13	14,706.87	12,079.83	1.22	89.34	**Due to normal business transaction**

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48. ADDITIONAL REGULATORY INFORMATION

Additional Regulatory Information pursuant to Clause 6L of General Instructions for preparation of Balance Sheet as given in Part I of Division II of Schedule III to the Companies Act, 2013, are given hereunder to the extent relevant and other than those given elsewhere in any other notes to the Financial Statements.

a) The title in respect of self-constructed buildings and title deeds of all other 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 included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

b) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

c) The Company has not availed any Working Capital facility against stock and debtors at any time during the year.

d) The Company has not been declared as a willful defaulter by any lender who has powers to declare a company as a willful defaulter at any time during the financial year or after the end of reporting period but before the date when the financial statements are approved.

e) The Company does not have any transactions with struck-off companies.

f) The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period.

g) The Company has compiled with the number of layers prescribed under clause (87) of section 2 of the Companies Act 2013 read with Companies (Restrictions on number of Layers) Rules, 2017.

h) The company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities(intermediaries), with the understanding that the intermediary shall;

   i. 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
   ii. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

i) The Company has not received any funds from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall;

   i. 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
   ii. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

j) The Company does not have any transactions which is not recorded in the books of accounts but has 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).

k) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

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49. Balance Sheet of a Non Deposit taking Non-Banking Financial Company (As required in terms of Annex IV and Annex XVI of Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016) updated as on 22 April 2022) and as required in 'RBI/2022-23/26 DOR. ACC.REC.No.20/21.04.018/2022-23' dated 19 April 2022 - Disclosures in financial statements applicable to NBFC-BL

(₹ in Lakhs)

Particulars	Amount outstanding	Amount overdue
Liabilities side		
1. Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid		
(a) Debentures		
Secured	-	-
Unsecured (Other than falling within the meaning of public deposit *)	30,000.24	-
(b) Deferred credits	-	-
(c) Term loans	9.75	-
(d) Inter-corporate loans and borrowings		
From Related Parties	5141.57	-
From Others	102.16	-
(e) Commercial paper	-	-
(f) Public deposits	-	-
(g) Other loans (specify nature)	-	-
2. Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid)		
(a) In the form of unsecured debentures	-	-
(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
(c) Other public deposits	-	-

(₹ in Lakhs)

Particulars	Amount outstanding
Asset side	
3. Break-up of loans and advances including bills receivables (other than those included in (4) below)	
(a) Secured	15,518.12
(b) Unsecured (Comprises advance income-tax paid and other miscellaneous receivables)	16,688.11
4. Break-up of leased assets and stock on hire and other assets counting towards AFC activities	
(i) Lease assets including lease rentals under sundry debtors	
(a) Financial lease	-
(b) Operating lease	-
(ii) Stock on hire including hire charges under sundry debtors	
(a) Assets on hire	-
(b) Repossessed assets	-
(iii) Other loans counting towards AFC activities	
(a) Loans where assets have been repossessed	-
(b) Loans other than (a) above	-
Particulars	**Amount outstanding**
5. Break-up of investments *	
Current investments	
1. Quoted	406.37
(i) Shares: (a) Equity	5.45
(b) Preference	-
(ii) Debentures and bonds	-
(iii) Units of mutual funds	400.92
(iv) Government securities	-
(v) Others: (a) Certificate of deposit	-
(b) Commercial paper	-
2. Unquoted	
(i) Shares: (a) Equity	-

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(b) Preference	-
(ii) Debentures and bonds	-
(iii) Units of mutual funds	-
(iv) Government securities	-
(v) Others: (a) Certificate of deposit	-
(b) Commercial paper	-
(c) Security Receipts	30,015.17
Long-term investments	
1. Quoted	
(i) Shares: (a) Equity	-
(b) Preference	-
(ii) Debentures and bonds	-
(iii) Units of mutual funds	-
(iv) Government securities	-
(v) Others: (Bond ETF)	-
2. Unquoted	-
(i) Shares: (a) Equity	-
(b) Preference	-
(ii) Debentures and bonds	-
(iii) Units of mutual funds	-
(iv) Government securities	-
(v) Others: Investment properties	-
Total	30,421.54

6. Borrower group-wise classifications of assets financed as in (3) and (4) above: (Please note (2) below)

(₹ in Lakhs)

	Amount net of provisions		
Category	**Secured**	**Unsecured**	**Total**
1. Related parties **			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	3,746.37	3,746.37
(c) Other related parties	-	1,395.20	1,395.20
2. Other than related parties	9.75	30102.4	30,112.15
Total	**9.75**	**35243.97**	**35,253.72**

7. Investor group wise classification of all investments (current and long-term) in shares and securities (both quoted and unquoted)

(₹ in Lakhs)

Category	**Market value/ break up or fair value or NAV**	**Book value (Net of provisions)**
1. Related parties **		
(a) Subsidiaries (quoted and unquoted hence disclosed at break up value)	-	-
(b) Companies in the same group (disclosed at market value)	-	-
(c) Other related parties		
- Unquoted (disclosed at face value) -	-	-
- Quoted	-	-
2. Other than related parties		
- Unquoted	300015	300015
- Quoted (disclosed at market value)	406.37	406.37
Total	-	-

** As per Ind AS (Please see note 3)

The investments in non-performing investments are disclosed at book value net of provisions.

8. Other information

(₹ in Lakhs)

Particulars	**Amount**
(i) Gross non-performing assets	
(a) Related parties	-
(b) Other than related parties	32,205.73
(ii) Net non-performing assets	
(a) Related parties	-
(b) Other than related parties	30,533.35
(iii) Assets acquired in satisfaction of debt	-

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Chartered Accountants

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Notes:

1. As defined in point xxvii of paragraph 3 of Chapter -II of Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023.

2. Provisioning norms shall be applicable as prescribed in Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023.

3. All Ind AS and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long-term or current in (5) above.

9. Investments (₹ in Lakhs)

Particulars	As at 31 March	
	2024	2023
(1) Value of investments		
(i) Gross value of investments		
(a) In India	30421.54	191.60
(b) Outside India	-	-
(ii) Provisions for depreciation		
(a) In India	-	-
(b) Outside India	-	-
(iii) Net value of investments		
(a) In India	30421.54	191.60
(b) Outside India	-	-
(2) Movement of provisions held towards depreciation on investments		
(i) Opening balance	-	-
(ii) Add : Provisions made during the year	-	-
(iii) Less : Write-off/write-back of excess provisions during the year	-	-
(iv) Closing balance	-	-

10. Provisions and contingencies (₹ in Lakhs)

Particulars	As at 31 March	
	2024	2023
Break up of 'Provisions and Contingencies' shown under the head expenditure in Profit and Loss Account		
(i) Provisions for depreciation on investment	-	-
(ii) Provision towards NPA	-(*)	1752.32
(iii) Provision made towards income tax	3900	900
(iv) Other provision and contingencies		
(v) Provision for standard assets	-(*)	328.44

(*) during the year there is reversal in the provisions of NPA and standard assets

11. CRAR (₹ in Lakhs)

Items	As at 31 March	
	2024	2023
(i) CRAR %	64.38%	149.36%
(ii) CRAR - Tier I capital (%)	64.38%	143.89%
(iii) CRAR - Tier II capital (%)	-	5.47%
(iv) Amount of subordinated debt raised as Tier-II capital	-	-
(v) Amount raised by issue of Perpetual Debt Instruments	-	-

Liquidity coverage ratio (LCR) (₹ in Lakhs)

Items	As at 31 Marcsh	
	2024	2023
(i) Current assets	10055.05	14706.87
(ii) Current liabilities	10404.85	12079.83
(iii) Liquidity ratio	0.13	1.22

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12. Exposures

A. Exposures to real estate sector

(₹ in Lakhs)

Category	As at 31 March	
	2024	2023
(a) Direct exposure		
(i) Residential mortgages		
Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented: (Individual housing loans up to H 15 lakh may be shown separately) Exposure would also include non-fund based (NFB) limits	-	-
(ii) Commercial real estate -		
Lending secured by mortgages on commercial real estate (office building, retail space, multipurpose commercial premises, multi-family residential buildings, multitenant commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.) Exposure would also include non-fund based (NFB) limits	**6414.65**	**72,592.00**
(iii) Investments in Mortgage Backed Securities (MBS) and other securitised exposures		
(a) Residential	-	-
(b) Commercial real estate	-	-
(b) Indirect exposure		
Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)	-	-

B. Exposures

Exposure to capital market

(₹ in Lakhs)

Category	As at 31 March	
	2024	2023
(i) Direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt	-	-
(ii) Advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures and units of equity-oriented mutual funds	-	-
(iii) Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security	-	-
(iv) Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds does not fully cover the advances	-	-
(v) Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers	-	-
(vi) Loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources	-	-
(vii) Bridge loans to companies against expected equity flows/issues	-	-
(viii) Underwriting commitments taken up by the NBFC's in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	-	-
(ix) Financing to stockbrokers for margin trading	-	-
(x) All exposures to Alternative Investment Funds:	-	-
(i) Category I		
(i) Category II		
(i) Category III		

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13. Asset Liability Management
Maturity pattern of certain items of assets and liabilities

Particulars	1 day to 30/31 days (one month)	Over 1 month to 2 months	Over 2 months up to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Liabilities									
Borrowings from banks	-	-	-	-	-	-	-	-	-
Market borrowings	-	-	-	-	-	-	-	-	-
Foreign currency liabilities	-	-	-	-	-	-	-	-	-
Assets									
Deposits	-	-	-	-	-	173.98	-	-	-
Advances	-	-	-	-	3537.31	-	-	-	-
Investments	-	-	-	30421.54	-	-	-	-	-
Foreign currency assets	-	-	-	-	-	-	-	-	-

14. Miscellaneous disclosures
a) Registration obtained from other financial sector regulators
Apart from RBI, Company is also governed by MCA.
b) Disclosure of penalties imposed by RBI and other regulators
During the year, no penalty was imposed by RBI or other regulators.

50. OTHER

a) Figures for the previous year have been regrouped and / or rearranged and / or reclassified wherever necessary to make them comparable with those of current periods.

b) Note 1 to 50 Forms an Integral Part of the Financial Statements

As per our report of even date

For Mehta Singhvi & Associates
Chartered Accountants
Firm's Reg. No.: 122217W

For and on behalf of the Board of Directors

Manoj jain
Partner
Membership No.: 191063
UDIN : 24191063BKGYTM9341

Shyam M. Jatia
Managing Director
(DIN 00049457)

Vandana Jatia
Director
(DIN 00049582)

Bijal A. Shah
Company Secretary
(DIN AECPV3362E)

September 7, 2024
Mumbai,

MEHTA SINGHVI & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registration No.122217W

450-451, Kewal Industrial Estate
Senapati Bapat Marg, Lower Parel
Mumbai - 400 013
Tel. : +91 22 6609 6060
Email : msa@mehtasinghvi.in
www.mehtasinghvi.in

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
VSJ INVESTMENTS PRIVATE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of VSJ Investments Private Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended and notes to the financial Statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the " financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules,2015, as amended, ("IndAS")and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA"s) 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 the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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 the matters described below to be the key audit matters to be communicated in our report.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Sr. No.	Key Audit Matter	Auditor's Response
1	**Impairment of Loans:** **Charge**: Rs. 17,179.63 Crores for the year ended 31st March, 2024 **Provision**: Reversal of excess provision of earlier years Rs. 572.75 Lakhs as at 31st March, 2024 Ind AS 109 on Financial instruments requires the Company to provide for impairment of its financial instruments (designated as amortized cost or fair value through profit and loss account) using the Expected Credit Loss (ECL) approach. Such ECL allowance is required to be measured considering the guiding principles mentioned in the Standard. In the process of applying such principles and other requirements of the Standard, a significant degree of judgement has been applied by the management in respect of following matters: a. Grouping of the loans and security receipts under homogenous pools in order to determine probability of default (PD) on a collective basis. b. Determining the staging of loans and recoverable from trust. c. Determining effect of past defaults on future probability of default. d. Estimation of management overlay for macroeconomic factors which could impact the ECL provisions. e. Estimation of loss given default (LGD) based on past recovery rates.	**Our audit procedures are as under:** • Our audit procedures included considering the Company's board approved policies for impairment of financial instruments and assessing compliance with the policies in terms of Ind AS 109. • We understood the process of ECL estimation and tested the design and operating effectiveness of key controls around data extraction and validation. • We understood the methodology used by the management to arrive at their ECL provision and examined certain assumptions used by the Company in their model for grouping and staging of financial assets into various categories and default buckets and for determining the PD and LGD rates including the macro-economic factors. • We tested the operating effectiveness of the controls for staging of loans and receivables based on their past-due status. • We tested the arithmetical accuracy of computation of ECL provision. • We assessed the disclosures included in the Financial Statements with respect to such allowance/estimate in accordance with the requirements of Ind AS 109 and Ind AS 107.

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2	**Fair Valuation of Investments in Unquoted Instruments** The Company's investments in unquoted instruments (other than investment in Subsidiary and Associates) are measured at fair value through Other Comprehensive Income at each reporting date and these fair value measurements significantly impact the Company's financial performance.	**Our audit procedures are as under:** • Testing appropriate implementation of accounting policy of valuation by management. • Reconciling the financial information mentioned in fair valuation to underlying source details. Also, testing the reasonableness of management's estimates considered in such assessment. • Obtaining independent valuation reports of unquoted investments if required. • Testing the reasonableness of management's estimates considered in such assessment.

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

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information indentified above 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.

Responsibility 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 Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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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.

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

Auditor's Responsibilities for the Audit of the financial Statements

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

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

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

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section143(3)(i)of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the '**Annexure A**' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by the Non- Banking Finance Companies Auditors Report(Reserve Bank) Directions, 2016, we give in **Annexure B**, statement on the matters specified in the order, to the extent available.

3. As required by Section 143(3) of the Act, we report that:

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

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

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

   (d) In our opinion, the aforesaid financial statements comply with the IndAS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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(e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 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 C**". 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 read with Schedule V 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 as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. As per information and explanation provided by the management, the company does not have any pending litigations which would impact its financial position except as stated otherwise. Further, the Company has disclosed the impact of pending litigations on its financial position in its financial statements;

ii. The Company does not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.

iii. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

iv. According to the information and explanations given by the management and to the best of our belief we report that:

a. No funds have been advanced or loaned or invested by the Company to or in any other person(s) or entity(ies) including foreign entities ("Intermediaries") with the understanding that the Intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Company ("Ultimate Beneficiaries") or provide guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b. No funds have been received by the Company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding 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 guarantee security or the like on behalf of the Ultimate Beneficiaries.

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v. Based on the audit procedures, we report that nothing has come to our notice that has caused us to believe that the representations given under sub-clause (i) and (ii) by the management contains material mis-statement.

vi. The company has not declared dividend or paid any dividend during the year.

vii. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per statutory requirements for record retention.is maintaining books of account using accounting software which has feature of recording audit trail (edit log) facility to Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

For Mehta Singhvi & Associates.
Chartered Accountants
Firm's Registration No.122217W

MEHTA SINGHVI & ASSOCIATES * Chartered Accountants * F.R.N. 122217W

Manoj Jain
Partner
Membership No.191063
UDIN: 24191063BKGYTM9341

Place: Mumbai
Date: September 07, 2024

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of VSJ Investments Private Limited of even date)

With reference to the Annexure A referred to in the Independent Auditor's Report to the members of the Company on the financial statements for the year ended 31 March 2024, we report the following:

i. In respect of the Company's Property, Plant & Equipment and Intangible Assets

   a. A. The company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.

      B. The company is not owing any Intangible Assets.

   b. The Property, Plant and Equipment have been physically verified during the year by the management and as per explanation received no material discrepancies between the book records and the physical assets have been noticed.

   c. According to the information and explanation given to us and on the basis of examination of the records of the Company, the title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee) are held in the name of the company.

   d. The company has not revalued its Property, Plant and Equipment during the year.

   e. According to information provided by the company there is not any proceeding initiated for holding any beneficial property under the benami transaction (prohibition) Act 1988.

ii. Inventory and Working Capital Limits

   a. The company does not have any inventory. Accordingly, Clause 3(ii) of the Order is not applicable to the company.

   b. During any point of the year, the company has not been sanctioned working capital limits in excess of five crores rupees, in aggregate from banks or financial institutions on the basis of security of current assets and hence reporting on paragraph 3(ii) of the Order is not applicable.

iii. Loans and Advances

   The Company is a non-banking financial company ("NBFC"). During the year, the Company has made investments in security receipts, granted loans for restructuring, secured and unsecured, and advances in the nature of loans:

   In our opinion and according to the information and explanations given to us;

   a. Considering the nature of the business as the company, hence clause iii(a) of the order is not applicable to the Company

   b. In our opinion and according to the information and explanations given to us, 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 during the year are, prima facie, not prejudicial to the Company's interest.

MEHTA SINGHVI & ASSOCIATES Chartered Accountants F.R.N. 1…W

c. The company, being a Non-Banking Financial Company ('NBFC'), registered under provisions of RBI Act, 1934 and rules made thereunder, in pursuance of its compliance with provisions of the said Act/Rules, particularly, the Income Recognition, Asset Classification and Provisioning Norms, monitors repayments of principal and payment of interest by its borrowers as stipulated. In our opinion and according to the information and explanations given to us, 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 in cases where repayment of principal and payment of interest is not received as stipulated, the cognizance thereof is taken by the Company in course of its periodic regulatory reporting. Refer note 8 to the Financial Statements.

d. The company, being a Non-Banking Financial Company ('NBFC'), registered under provisions of RBI Act, 1934 and rules made thereunder, in pursuance of its compliance with provisions of the said Act/Rules, particularly, the Income Recognition, Asset Classification and Provisioning Norms, monitors and report total amount overdue including principal and /or payment of interest by its customers for more than 90 days. In cases where repayment of principal and payment of interest is not received as stipulated, the cognizance thereof is taken by the Company in course of its periodic regulatory reporting. Refer note 8 and note 42.2.1 to the Standalone Financial Statements for summarised details of such loans/ advances which are not repaid by borrowers as per stipulations for more than ninety days under the title "stage 3" loans. According to the information and explanations given to us, reasonable steps are taken by the Company for recovery thereof.

e. Since the Company's principal business is to give loans, the reporting under clause 3(iii)(e) of the Order are not applicable to it.

f. Based on our audit procedures and the information and explanation made available to us, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of provisions of Sections 185 and 186 of the Companies Act, 2013 and the rules framed thereunder. Therefore, the provision of paragraph 3(iv) of the Order is not applicable to the Company.

v. According to the information and explanations given to us , the Company has not accepted any deposits or amounts which are deemed to be deposits covered under directives issued by Reserve Bank of India and the provisions of Section 73 to 76 of the Companies Act, 2013 and Rules framed thereunder. Therefore, the provision of paragraph 3(v) of the Order is not applicable to the Company.

vi. To the best of our knowledge and as explained, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Act, as the Company is a NBFC company. Therefore, the provision of paragraph 3(vi) of the Order is not applicable to the Company.

MEHTA SINGHVI & ASSOCIATES * Chartered Accountants * F.R.N. 122217W

vii. Statutory Dues

a. The Company has been generally regular in depositing the amounts deducted / accrued in the books of account, in respect of undisputed statutory dues including Goods and Services tax, Provident Fund, Income-tax, Cess and any other material statutory dues applicable to the company

b. There were no material undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and any other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.

c. According to the information and explanations given to us and as per records verified by us, there are no statutory dues which have not been deposited on account of any dispute except demand reflecting on Income Tax portal under the tap "Response to Outstanding Demand". The details are as under:

Assessment Year	**Section**	**Outstanding Demand (Rs. in Lakhs)**	**Accrued Interest (Rs. in Lakhs)**
2018-2019	143(1)	57.72	25.36

viii. According to the information and explanations given to us, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act 1961 during the year.

ix. Repayment of Dues

a. The Company has not defaulted in repayment of loans or other borrowings or in the payments of interest thereon to any lender;

b. According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared willful defaulter by any bank or financial institution or government;

c. According to the information and explanations given to us and on the basis of our audit procedures, the term loans were applied for the purpose for which the loans were obtained;

d. According to the information and explanations given to us and the procedures performed by us, and on overall examination of the financial statements of the company, we report that no funds raised on short term basis have been used for long term purposes by the company.

e. The Companies principal business is to give loans and accordingly reporting under clause 3 (ix)(e) of the Order is not applicable to the company

f. The company has not raised loans during the year on the pledge of securities held by its subsidiaries, associates or joint ventures;

x. According to the information and explanation given to us the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable.

MEHTA SINGHVI & ASSOCIATES FRN 122217W Chartered Accountants

xi. Frauds

a. Based upon the audit procedures performed and the information and explanations provided to us by the management, we report that no fraud by the company or on the Company by its officers or employees has been noticed or reported during the year under report.

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 Central Government.

c. According to the information and explanations given to us and the procedures performed by us, there are no whistle-blower complaints received by the Company during the year(and upto the date of this Report)

xii. According to the information and explanations given to us, the Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements refer note no 45 as required by the applicable Indian Accounting Standards

xiv. In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business. We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. Registration Under Section 45-IA of Reserve Bank of India Act, 1934

a. In our opinion the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and such registration is obtained.

b. The company has a valid Certificate of Registration(CoR) from Reserve Bank of India as per the Reserve Bank of India Act, 1934;

c. In our opinion, there is not core investment company (CIC)(as defined in the Core Investment Companies(Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(c) of the order is not applicable.

d. In our opinion, there is no core investment company (CIC) within the group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the order is not applicable.

xvii. The company has not incurred cash losses during the financial year and accordingly reporting under clause 3(xvii) of the order is not applicable.

MEHTA SINGHVI & ASSOCIATES Chartered Accountants 122217W

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

xix. According to the information and explanations given to us and 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, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

xxi. The Company is not required to prepared consolidated financial statements and hence paragraph 3(xxi) of the Order is not applicable to the Company

For Mehta Singhvi & Associates.
Chartered Accountants
Firm's Registration No.122217W

MEHTA SINGHVI & ASSOCIATES F.R.N. 122217W Chartered Accountants

Manoj Jain
Partner
Membership No.191063
UDIN: 24191063BKGYTM9341

Place: Mumbai
Date: September 07, 2024

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of VSJ Investments Private Limited of even date)

i. That the company is entitled to continue to hold such COR in terms of its assets/income pattern as on March 31, 2024.
ii. That the company meets the requirements of a net owned funds as laid down in Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 and amendments thereafter, where applicable.
iii. The board of directors of the company has passed a resolution for non-acceptance of any public deposits
iv. The Company has not accepted any deposits from public during the financial year 2023-2024.
v. The Company has complied with the prudential norms relating to the income recognition, accounting standards, assets classifications and provision for bad and doubtful debts as applicable to it in terms of Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 and amendments thereafter, where applicable. subject to applicable and amendments thereafter.
vi. The capital adequacy ratio as disclosed in the return submitted to the Bank (form DNBS 03) in terms of the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 and amendments thereafter, where applicable. has been correctly determined and such ratio is in compliance with the minium CRAR prescribed therein
vii. The company has furnished to the bank the annual/quarterly statement of capital funds, risk assets. exposure and risk asset ratio (Form DNB S03) within the stipulated period.
viii. The company is correctly classified under Non – Banking Financial Company as NBFC Micro Finance Institutions (MFIs) as defined in Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 and amendments thereafter, where applicable.

For Mehta Singhvi & Associates
Chartered Accountants
Firm's Registration No.122217W

MEHTA SINGHVI & ASSOCIATES
F.R.N.
122217W
Chartered Accountants

Manoj Jain
Partner
Membership No.191063
UDIN: 24191063BKGYTM9341

Place: Mumbai
Date: September 07, 2024

ANNEXURE "C" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 3 (f) under 'Report on other legal and regulatory requirements' section of our report of even date)

Report on the internal financial controls over financial reporting 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 VSJ Investments Private Limited ("the Company") as at March 31, 2024, 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 Board of Directors of the Company 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India. 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, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Act to the extent 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 were 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 Auditors' judgment, including the assessment of the risks of material misstatement in 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 control system over financial reporting.

Meaning of internal financial controls over financial reporting

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

MEHTA SINGHVI & ASSOCIATES Chartered Accountants F.R.N. 12...

policies and procedures that

i. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
ii. 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
iii. 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.

Limitations of internal financial controls over financial reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management of 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 according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, 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 the Institute of Chartered Accountants of India.

For Mehta Singhvi & Associates
Chartered Accountants
Firm's Registration No.122217W

MEHTA SINGHVI & ASSOCIATES * F.R.N. 122217W * Chartered Accountants

Manoj Jain
Partner
Membership No.191063
UDIN: 24191063BKGYTM9341

Place: Mumbai
Date: September 07, 2024

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

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

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	-
b)	Nature of contracts/arrangements/transaction	-
c)	Duration of the contracts/arrangements/transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	-
e)	Justification for entering into such contracts or arrangements or transactions'	-
f)	Date of approval by the Board	-
g)	Amount paid as advances, if any	-
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

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

SL. No.	Particulars	Details	Details
a)	Name (s) of the related party & nature of relationship	Cheerful Commercial Pvt Ltd. Company in which Directors are interested.	Mr. Shyam Jatia (Director of the Company)
b)	Nature of contracts/arrangements/transaction	Grant of loan	Sale & Purchase of the property
c)	Duration of the contracts/arrangements/transaction	3 years	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Increase in the loan limit from 50	Purchase of flat owned by Mr. Shyam

		crores to 65 crores	Jatia, Director of the Company
e)	Date of approval by the Board	19/12/2023	19/12/2023
f)	Amount paid as advances, if any	-	35 crores

For VSJ Investments Pvt Ltd

Vandana Jatia

Shyam Jatia
Director
DIN: 00049457

VSJ Investments Pvt. Ltd

Vandana Jatia
Director
DIN: 00049582

Place: Mumbai
Date: 7th September, 2024

G-12, Ground Floor, Raheja Centre,
214 Free Press Journal Marg,
Nariman Point, Mumbai 400 021.

Annexure II
Corporate Social Responsibility (CSR)

[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. **A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs:**

Your Company has a vision to enhance Stakeholder value while adhering to the code of Responsible Care and Ethical Values.

Your Company endeavors to ensure increased commitment at all levels in the organization, to operate its business in an economically, socially and environmentally sustainable manner, while recognizing the interest of all its stakeholders.

The CSR activities of the Company shall include, but not limited to any or all of the sectors/activities as may be prescribed by Schedule VII of the Companies Act, 2013 amended from time to time. Further, the Company will review the sectors/activities from time to time and make additions/ deletions/ clarifications to the above sectors/activities.

2. **The Composition of the CSR Committee:**

Sr. No.	Name of Director	Designation	Nature of Directorship	Number of meetings of CSR Committee during the year	
				Held	Attended
1	Mr. Shyam Jatia	Member	Managing Director	1	Yes
2	Mrs. Vandana Jatia	Member	Director	1	Yes
3	Mr. Vidhan Mittal	Member	Independent Director	1	Yes

3. **Average net profit of the company for last three financial years:**
Rs. 8,99,95,121.94 /-

4. **Prescribed CSR Expenditure (2% of the amount as in item 3 above):**
Rs. 17,99,902.44 /-

VSJ INVESTMENTS PRIVATE LIMITED

G-12, Ground Floor, Raheja Centre,
214 Free Press Journal Marg,
Nariman Point, Mumbai 400 021.

5. Summary of CSR spent during the financial year:

(a) Unspent Amount B/F from the previous year	Rs. 0/-
(b) Prescribed CSR Expenditure for the year	Rs. 17,99,902.44/-
(c) Amount Spent During the year on CSR Activity	Rs. 18,00,000/-
(c) Amount unspent, if any	Rs. 0/-

6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report:

Company has spent all the amount required to be spent of current and previous F.Y.

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company:

We hereby declare that implementation and monitoring of the CSR policy shall be in compliance with CSR objectives and policy of the company.

By Order of the Board of Directors
For **VSJ Investments Pvt Ltd**

Shyam Jatia
Director
DIN: 00049457

Vandana Jatia
Director
DIN: 00049582

Place: Mumbai
Date: 7th September, 2024