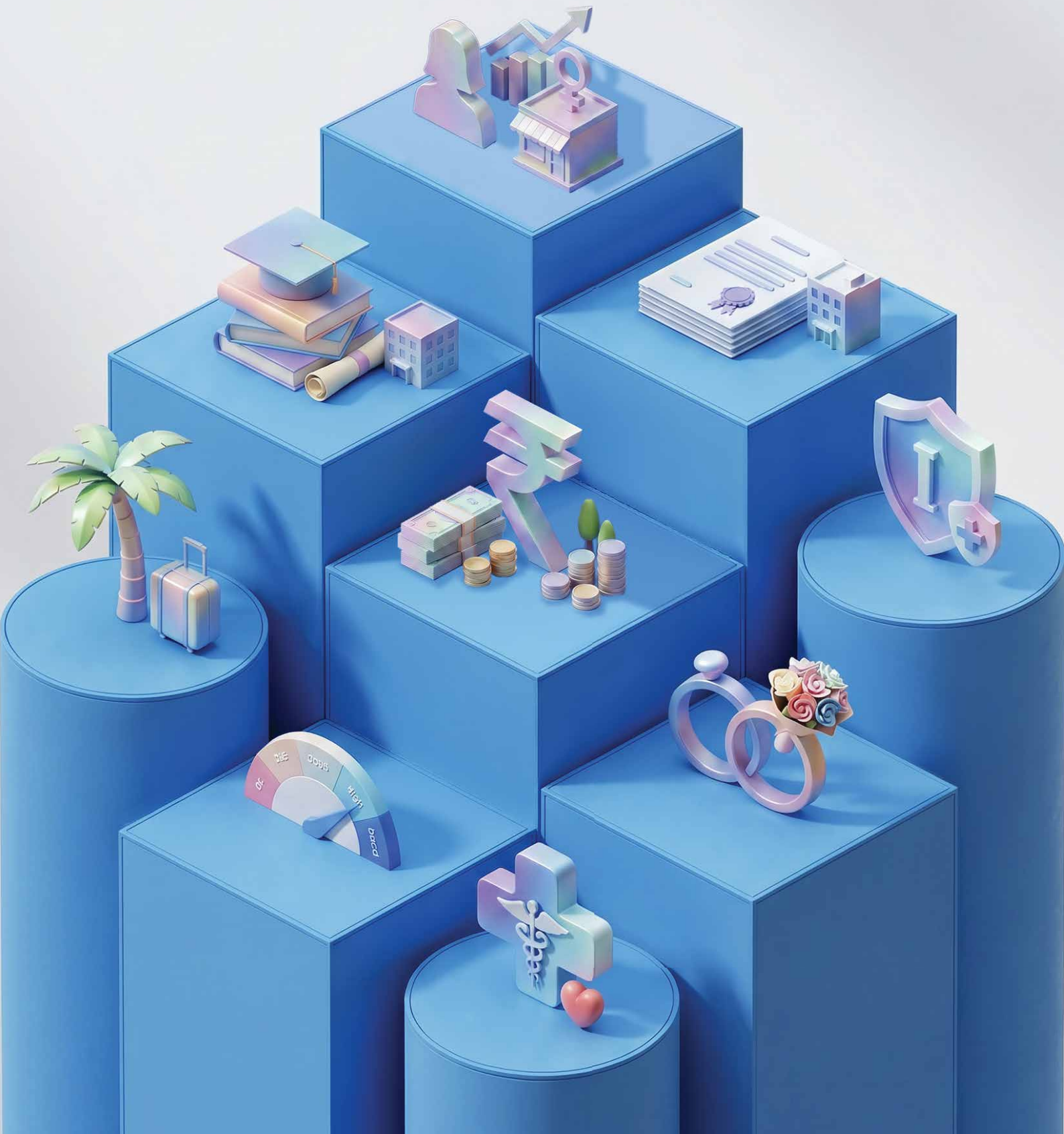
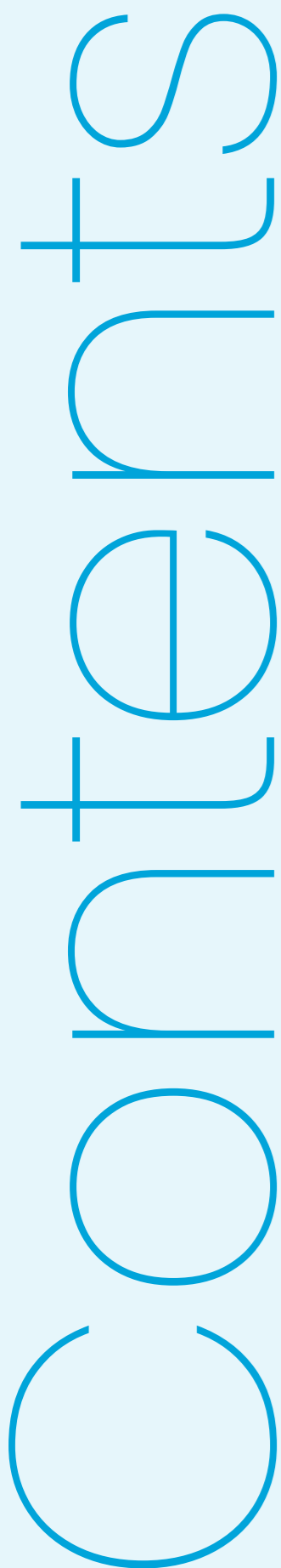


# Expanding Access, Empowering Aspirations.





## Corporate Overview

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## Expanding access. Empowering aspirations.

*At Unifinz Capital India Limited (UCIL), lending is not merely about extending credit, it is about enabling aspirations and expanding financial access for millions of underserved and underbanked Indians.*

*From funding education and medical expenses to supporting home improvement and everyday financial needs, our innovative personal loan solutions empower customers to build the future they envision with confidence. Every loan we disburse represents a meaningful step towards greater financial inclusion, bridging the gap between ambition and opportunity.*

*By leveraging technology-driven platforms, quick approvals, and efficient disbursements, we are redefining the lending experience through seamless, timely, and customer-centric financial support.*

*Today, with the trust of over 3,13,670 customers across India, we remain committed not only to expanding access to credit, but also to empowering individuals to take greater control of their financial journey, fulfil their aspirations, and build a brighter, more secure future.*

## FY 2025-26 Financial Highlights

₹511.73 Crores

Total Revenue

319%

Y-o-Y growth

₹153.73 Crores

EBITDA

341%

Y-o-Y growth

₹87.14 Crores

Profit After Tax (PAT)

334%

Y-o-Y growth

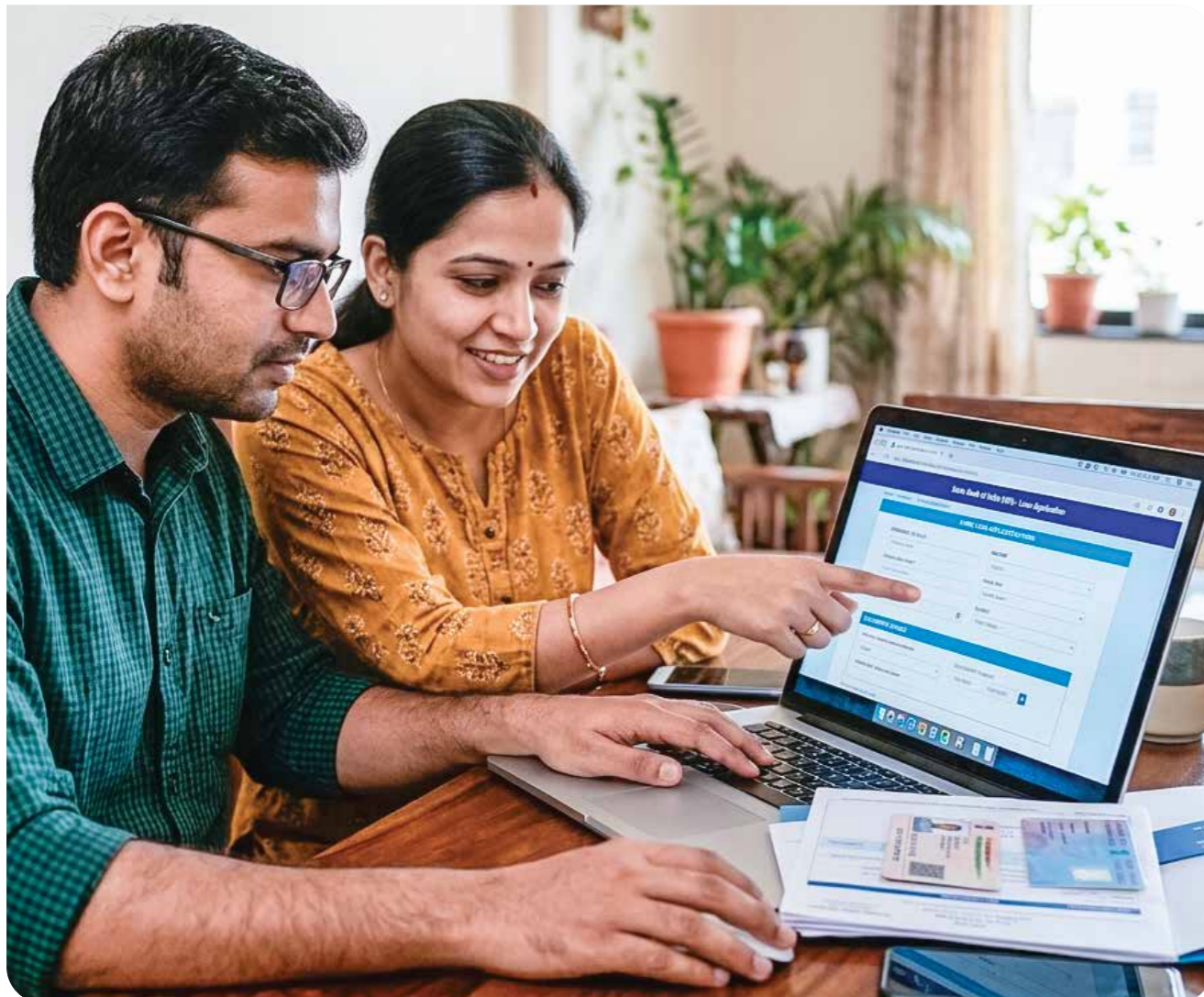
## Company Overview

# Transforming financial access through innovation

At Unifinz Capital India Limited (UCIL), we have evolved into a technology-driven Non-Banking Financial Company (NBFC). Following the receipt of our NBFC registration in 2000, we have steadily expanded our capabilities and strengthened our presence across the financial services ecosystem.

In response to the accelerating shift towards digital financial ecosystems, we undertook a strategic transformation in 2022 by adopting a digital-first operating model aimed at enhancing operational agility and delivering a seamless customer experience. A significant milestone in this journey was the launch of our proprietary platform, lendingplate, which enables instant short-term personal loans for salaried individuals through a fast, convenient, and transparent digital lending process.

Through a focused growth strategy, we continue to deepen our market reach across multiple regions, reinforcing our commitment to expanding financial access and enabling inclusive economic growth.



### Key Strengths



**Technology-driven underwriting**  
AI/ML-based credit assessment supports faster and more accurate loan decisions.



**Quick loan approvals and disbursements**  
Seamless digital onboarding with minimal documentation and rapid turnaround time.



**Customer-centric digital experience**  
Easy-to-use platform with a fully paperless process and intuitive interface.



**Data-driven decision-making**  
Use of analytics and alternative data to improve credit accessibility and operational efficiency.



**Commitment to financial inclusion**  
Expanding access to credit for individuals and small businesses with limited traditional banking access.

### Key Facts

**3,13,670**

Customers

**22**

States

**517**

Employees

**₹ 479.28 Crores**

Total Assets

**₹ 416.88 Crores**

Total Advances

**₹ 164.15 Crores**

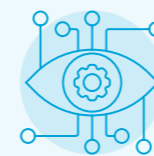
Net Worth

**9,06,050**

Disbursed Units

**₹ 29,860**

Average Ticket Size



### Vision

To be India's most trusted and technology-driven platform for personalised financial solutions, empowering individuals with transparent, timely, and accessible credit services.



### Mission

To bridge the credit gap for the average individuals through seamless digital lending solutions.

To uphold the highest standards of governance, compliance, and customer service.

To promote financial inclusion by leveraging technology and data analytics.

## Product Portfolio

# Inclusive and diversified product portfolio

*UCIL's core objective is to provide fast, convenient, and accessible financing solutions to underserved and underbanked customers at critical moments of need.*

We offer flexible lending solutions designed to support both personal aspirations and business requirements. Through streamlined digital processes, quick disbursals, and structured repayment options, we enable individuals and small businesses to access timely credit, strengthen financial resilience, and participate more meaningfully in the formal economy.

### Target Customers

We primarily cater to salaried employees, offering accessible and flexible personal loan solutions tailored to diverse financial needs. With ticket sizes ranging from ₹5,000 to ₹2,50,000, our products are designed to provide timely financial support across a broad spectrum of customer needs.



## Our Personal Loan Portfolio



### Personal Loan for Travel

Make every journey memorable with flexible travel loan



### Personal Loan for Wedding

Turns wedding dreams into reality with convenient financing solutions



### Personal Loan for Education

Finance a bright future effortlessly with an education loan



### Personal Loan for Festivals

Provides quick access to funds to celebrate festivals and special occasions without financial stress



### Personal Loan for Women

Supporting women's aspirations with easy financing



### Personal Loan for Home Renovation

Upgrade living spaces with easy home renovation financing



### Personal Loan for Debt Consolidation

Simplifies finances with one loan, one payment option



### Personal Loan for Medical Expenses

Fast and reliable funds for urgent medical needs

## Product Portfolio

### Key Features of our Personal Loan Products



#### Streamlined Digital Onboarding Experience

Our digital platform enables customers to complete loan applications through a simple and intuitive process. Integrated instant credit decisioning capabilities reduce turnaround time and enhance the overall customer experience.



#### No-Collateral Financing

Customers can access financing without pledging assets or securities. Credit assessment is based on income profile, creditworthiness, and repayment capacity, ensuring a fast and seamless borrowing experience.



#### Tailored Loan Amounts

We offer customised loan amounts across a flexible range, enabling customers to address both immediate financial needs and larger planned expenses.



#### Transparent, Upfront Pricing

We maintain complete transparency across all customer interactions, with clear disclosure of interest rates, EMIs, processing fees, and other applicable terms, ensuring informed financial decision-making.

### Key Benefits of Personal Loan



#### Rapid Disbursal

Approved loan amounts are disbursed quickly, enabling customers to address urgent needs without any delay.



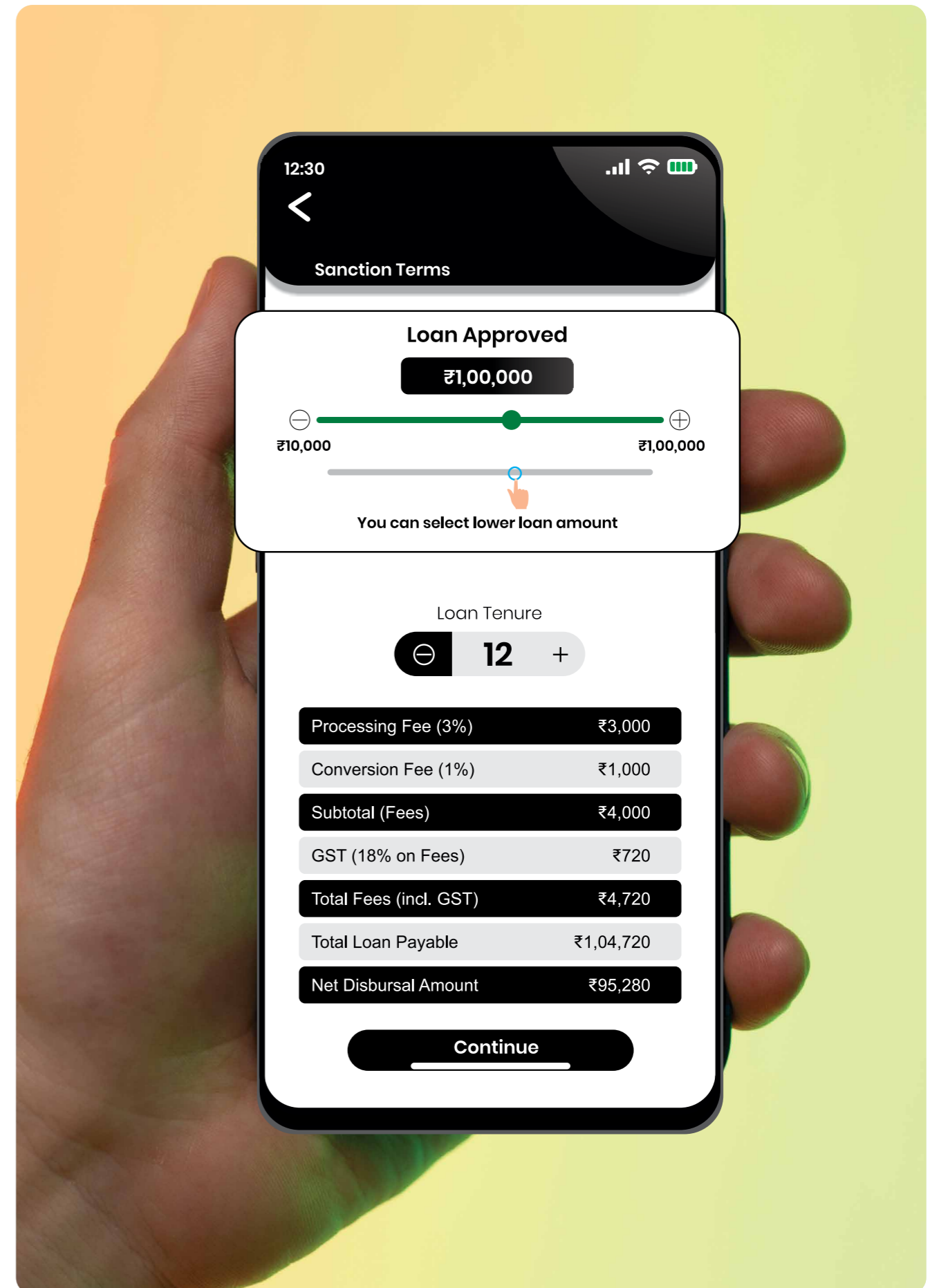
#### Robust Data Security

Advanced encryption protocols and secure digital infrastructure safeguard customer information, ensuring privacy, data protection, and secure transactions.



#### Flexible Repayment Options

Customers can choose repayment tenures aligned with their financial capacity, helping balance affordability and repayment convenience.



## Presence

# Enabling nationwide access to credit

Our footprint reflects a strong and expanding presence across India's key economic regions, supported by a balanced network spanning 22 high-growth states, 450+ towns and cities, and 9,000+ pin codes.

A significant share of our business continues to originate from economically vibrant cities, reinforcing our strategic focus on regions with strong consumption and income growth potential.

At the same time, our growing reach across multiple states and an extensive network of cities and towns highlights the scalability and depth of our distribution capabilities, enabling us to expand access to formal credit across diverse customer segments.

### Top 10 State-wise Disbursal

States	Disbursal %	Disbursal
Maharashtra	18.49%	500.31
Karnataka	16.10%	435.53
Telangana	11.05%	298.92
Tamil Nadu	10.33%	279.38
Delhi	7.01%	189.54
Uttar Pradesh	6.31%	170.63
West Bengal	5.20%	140.78
Gujarat	5.12%	138.43
Andhra Pradesh	4.45%	120.35
Haryana	3.75%	101.59

Sourcing from  
**22**  
States

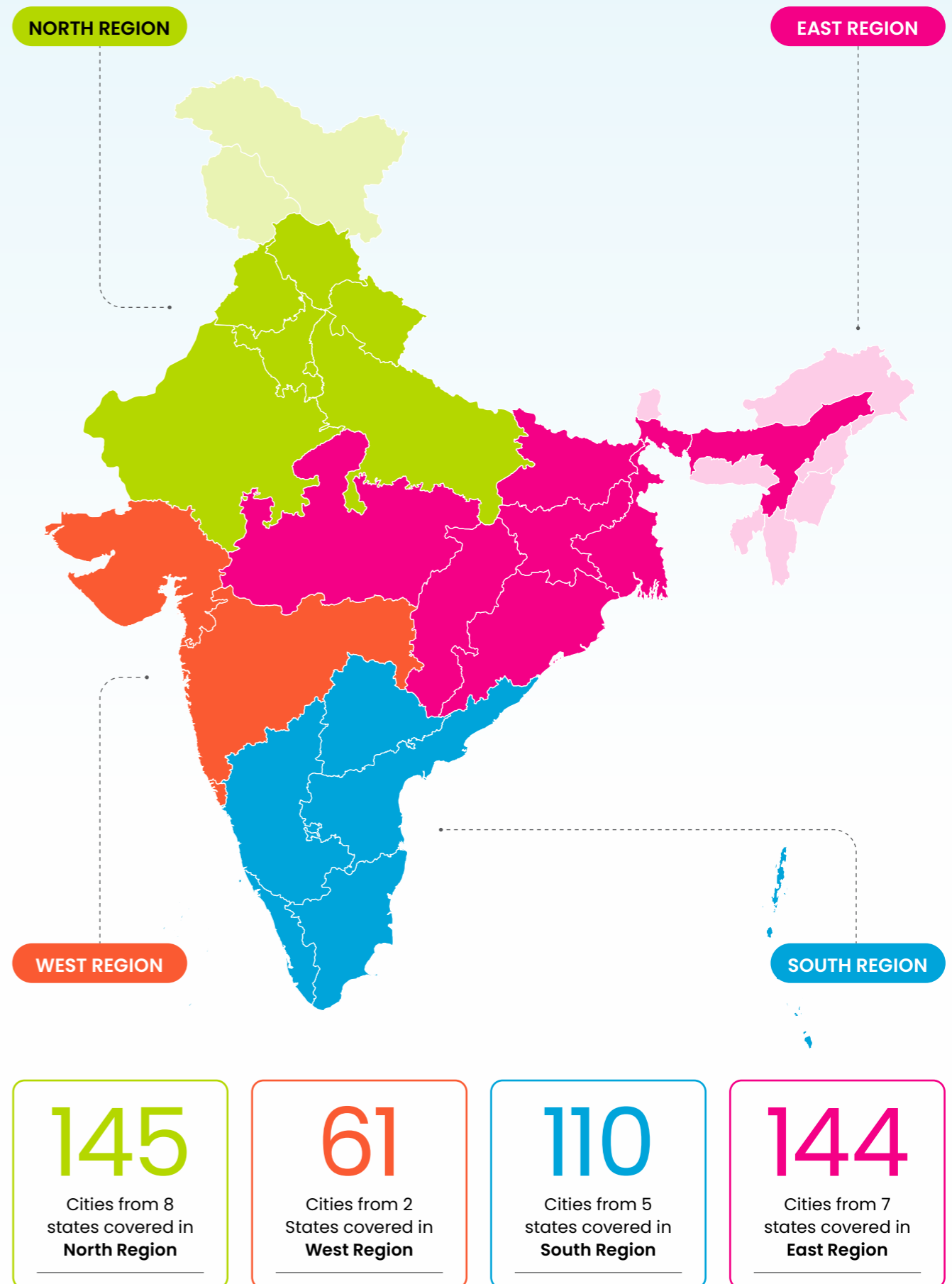
**87.80%+**  
Disbursal in  
Top 10 states

### Top 10 City-wise Disbursal

Cities	Disbursal %	Disbursal
Bengaluru	14.71%	397.89
Delhi - NCR	13.72%	371.17
Hyderabad - Metro Area	10.54%	285.04
Mumbai - MMR	8.86%	239.78
Pune	5.87%	158.92
Kolkata - KMA	3.58%	96.88
Kanchipuram	3.38%	91.32
Ahmedabad	2.36%	63.98
Chennai	2.15%	58.29
Tiruvallur	1.80%	48.83

Sourcing from  
**460**  
Cities/ Towns

**66.98%**  
Disbursal from  
Top 10 cities

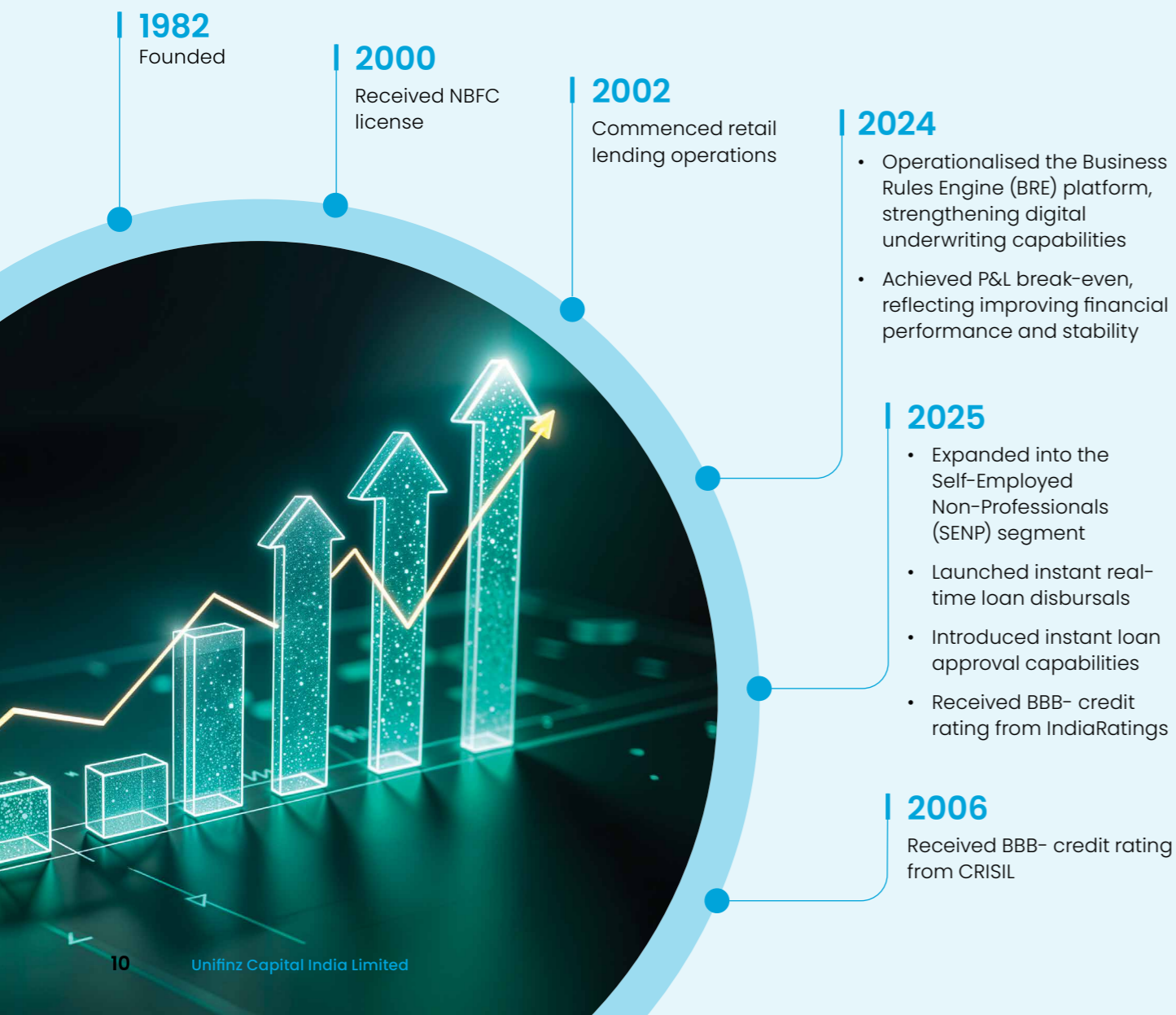


Note: Map not to scale

## Milestones

# A journey of innovation, scale, and growth

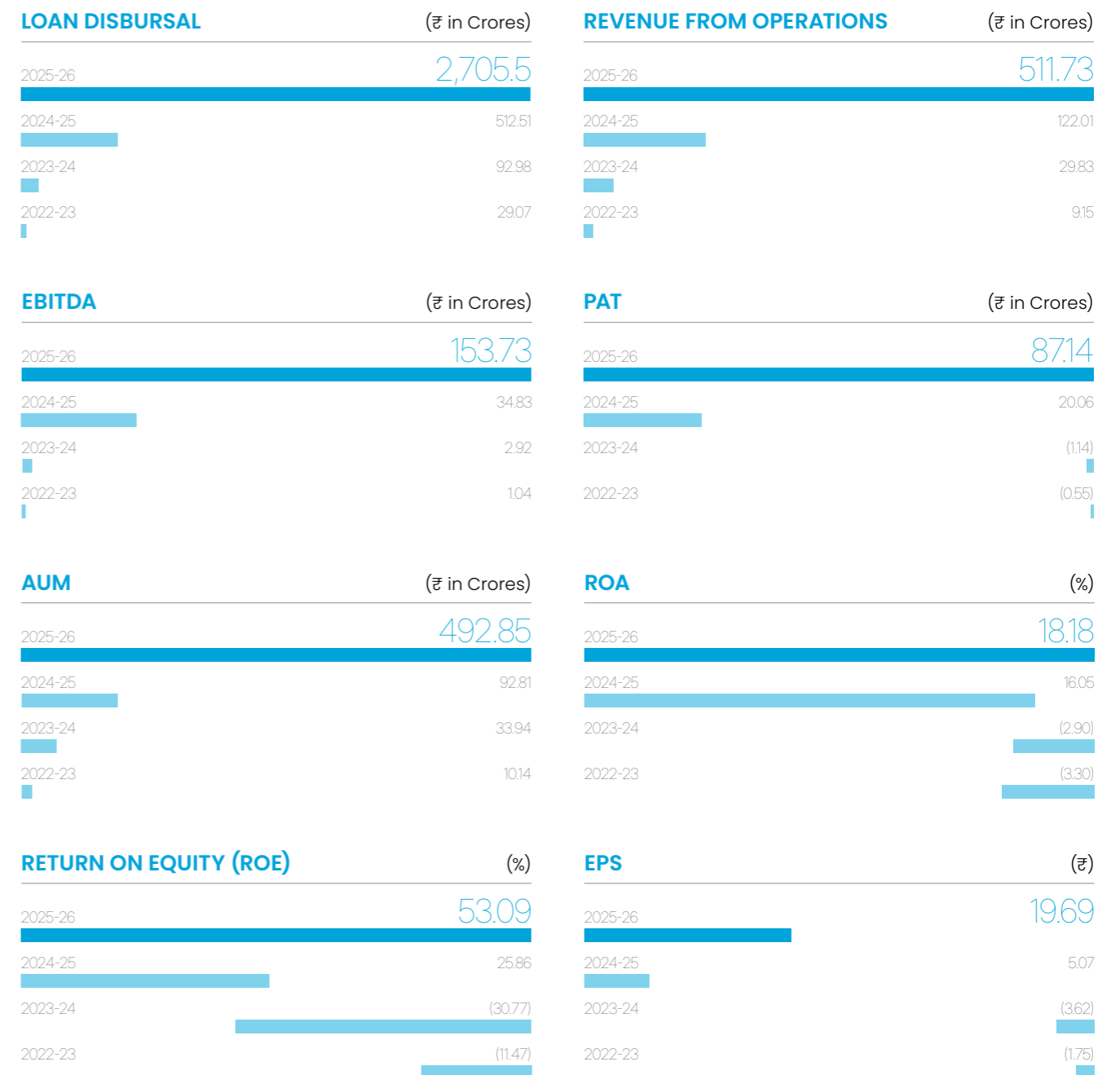
Our journey reflects a consistent evolution from a well-established foundation to a technology-driven and growth-focused financial institution. Over the years, we have strengthened our digital capabilities, expanded our product portfolio, and enhanced our operational scale, reinforcing our commitment to sustainable growth and customer-centric innovation. Strategic milestones, business expansion initiatives, and improved credit ratings continue to demonstrate the Company's progress towards building a resilient and future-ready lending platform.



## Financial Performance

# Metrics that define business excellence

At UCIL, our key performance indicators reflect strong operational efficiency, portfolio quality, and sustained growth across critical business segments. These metrics enable data-driven decision-making, support consistent operational performance, and reinforce our focus on delivering sustainable long-term value creation.



## Founder and CEO's Message

# Bridging the credit gap, Creating inclusive growth



FY2025-26 was a landmark year for UCIL, marked by exceptional growth across all key operating and financial parameters. Monthly loan disbursements increased fivefold, rising from over ₹70 crore in March 2025 to more than ₹350 crore in March 2026, reflecting the expanding scale, reach, and customer acceptance of our platform.

### Dear fellow Shareholders,

Every aspiration deserves an opportunity, and every opportunity begins with access. This belief has guided UCIL's journey and continues to shape our commitment to making credit more inclusive, accessible, and empowering. From the outset, we identified a critical gap in India's credit ecosystem: millions of aspiring individuals lacked access to timely and reliable formal credit. To bridge this gap, we built a responsible lending platform anchored in accessibility, convenience, and trust. Leveraging technology, data-driven underwriting, and deep customer insights, we have created a personal loan ecosystem that enables faster access to finance while upholding strong risk management standards.

### Why are NBFCs Emerging as Key Enablers of Inclusive Growth

India's NBFC sector continues to benefit from strong macroeconomic fundamentals, rising disposable incomes, growing aspirations, an increase in rural entrepreneurship, and supportive policy measures

for the rural economy. As credit demand expands across urban and semi-urban markets, NBFCs are playing a critical role in extending formal finance to underserved and underbanked segments, particularly in Tier 2, Tier 3, and Tier 4 markets. Industry AUM is expected to grow by 18-19% annually over this fiscal and the next, surpassing ₹50 lakh crore by March 2027.

At UCIL, we are well positioned to capitalise on this opportunity through our technology-driven lending platform, data-led underwriting capabilities, and deep understanding of customer needs. By providing accessible, convenient, and responsible credit solutions, we are helping bridge the credit gap while advancing financial inclusion and supporting India's growth journey.

Source: CRISIL Ratings, November 2025

### Financial Performance

FY2025-26 was a landmark year for UCIL, marked by exceptional growth across all key operating and financial parameters. Monthly loan disbursements increased fivefold, rising from over ₹70 crore in March 2025 to more than ₹350 crore in March 2026, reflecting the expanding scale, reach, and customer acceptance of our platform. Assets Under Management (AUM) grew significantly from ₹92.81 crore in FY2024-25 to ₹492.85 crore in FY2025-26, underscoring the strength of our business model and execution capabilities. Total income increased by 319% year-on-year to ₹511.73 crore, while EBITDA grew by 341% to ₹87.14 crore. These achievements highlight the scalability of our technology-driven platform, the discipline of our execution, and the growing trust that millions of Indians place in our products and services.

### Strengthening Customer Reach

As customer aspirations evolve, so do their financial needs. We continue to strengthen our product portfolio to address the evolving credit needs of India's underbanked and underserved population, with diversified personal loan offerings spanning wedding, education, and medical needs, enabling us to support customers through key life stages.

Our well-balanced network spans 22 high-growth states, 450+ towns and cities, and 9,000+ pin codes, ensuring deep and inclusive geographic reach. As a 24x7 technology-driven lending platform, we combine seamless digital access with data-led marketing to enhance customer acquisition, strengthen brand visibility, and deliver personalised experiences across every touchpoint.

We remain committed to financial inclusion by serving both salaried and self-employed individuals, with a dedicated focus on empowering female borrowers, while continuously strengthening internal capabilities and strategic partnerships to further enhance execution and customer experience.

### Leveraging Technology in the Credit Ecosystem

Technology is a key differentiator in today's credit ecosystem, enabling faster, smarter, and more customer-centric lending. At UCIL, we have built a robust largely in-house technology stack spanning our website, mobile app, LOS, LMS, collections platform, and CRM. Powered by AI-driven underwriting, automated processes, digital documentation, and advanced risk assessment tools, our platform enhances operational efficiency, scalability, and customer engagement while delivering a seamless, secure, and hassle-free borrowing experience.

### People at the Core

While technology and capital are important enablers, our people remain our greatest competitive advantage. As a people-led and people first organisation, we continue to build future-ready teams through continuous learning, capability development, and a culture of ownership and excellence. We conducted structured training, team-building, and wellness sessions across departments. Reflecting the strength of HR initiatives, UCIL was recognised as a Great Place to Work for the second consecutive year.

### Looking Ahead

As we enter FY2026-27, our focus remains on scaling responsibly while staying true to our purpose of making finance safe, ethical, and accessible. We will continue to deepen our presence in underserved markets, strengthen customer engagement, and expand access to responsible credit. The year shall see extension of our products to all strata of customer segments including the more competitive high credit score eligible customers accompanied with increase in loan size, longer tenure, reduced pricing, more competitive and diversified offerings and further penetration to newer geographies. With increased volume of business, company is also poised to enter the Middle layer of NBFC under aegis of the regulator in the present year. The year in hand, shall focus more on upscaling the compliance and governance standards of the company by strengthening of the risk management, internal controls and leadership team.

At the same time, we remain committed to maintaining a high-quality, high-yield portfolio through disciplined underwriting, robust risk management, and continuous investments in technology and analytics.

Our vision is to build a resilient, future-ready lending institution that combines innovation, trust, and financial prudence to create sustainable value for customers, employees, partners, and shareholders. By remaining focused on execution excellence and customer-centricity, we are confident in our ability to deliver long-term growth while advancing financial inclusion across India.

I would like to express sincere gratitude to our customers for their trust, employees for their dedication, partners for their continued support, and shareholders for their confidence in our vision. Together, we will continue to build a stronger, more inclusive, and sustainable future for all.

Warm regards,

**Kaushik Chatterjee,**

Founder and Chief Executive Officer

## Customers

# Empowering customers through accessible and responsible credit

*Enhancing the overall customer experience across the loan disbursement journey remains central to UCIL's customer-centric and inclusive approach. We recognise that a large segment of our customers has limited access to traditional credit channels. Our focus, therefore, remains on providing simple, accessible, and convenient lending solutions while placing customer needs at the centre of every interaction.*

Over the years, we have developed strong capabilities in assessing informal and unorganised income segments, enabling prudent credit evaluation and responsible lending practices. We continue to strengthen our internal processes, operational capabilities, and service frameworks to drive greater efficiency, improve service quality, and deliver a seamless customer experience.



### Onboarding

Application initiated via web/mobile with mobile and location verification.



### Customer Control

Option to repay anytime; seamless digital repayment journey post disbursement.



### Offer & Decisioning

Eligible customers receive tailored loan offers; ineligible applications are declined.



### KYC & Identity Check

PAN validation, personal/work details, selfie-based authentication, and Aadhaar eKYC with address verification.



### Credit Assessment

BRE-led evaluation using bureau data, SMS insights, and alternate data; income verified via bank statements/AA.



### Disbursement

Loan sanctioned post acceptance; agreement executed via e-sign and eNACH mandate, followed by direct disbursement.



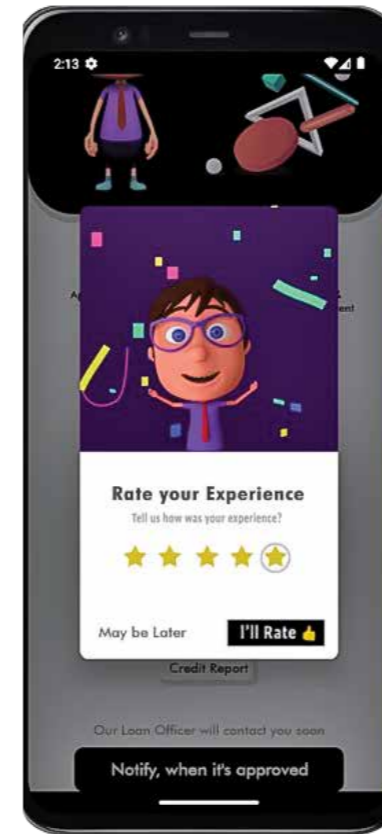
## Marketing

# Driving customer-centric growth through digital engagement

UCIL's digital marketing strategy leverages a diverse mix of performance, social, and engagement platforms to drive targeted customer acquisition and strengthen brand visibility. By combining data-driven insights with personalised communication, we deliver seamless and meaningful customer experiences across every touchpoint.

### Digital Reach at Scale

The lendingplate mobile application reflects strong customer trust and rapid adoption among digitally savvy borrowers, offering AI-driven underwriting, instant approvals, and quick disbursals. Through our easy and accessible financing solutions, we continue to expand credit access across a wide geographic footprint, making borrowing fast, convenient, and hassle-free for customers.



**10 Million+**  
App Downloads

**4.4**  
Rating

**3Lakh+**  
Reviews



**0.8 Million+**  
Installations

**4.6**  
Rating

**30K+**  
Reviews



### Celebrating Moments, Enabling Possibilities

Our festive marketing campaigns are designed to connect with customers during key cultural moments, highlighting how instant and accessible credit can support stress-free celebrations and evolving financial needs. Through digital-first storytelling and targeted outreach initiatives, we continue to deepen customer engagement while reinforcing our position as a trusted financial partner.



## Technology

# Building a future-ready digital lending platform

*In today's dynamic business environment, embedding technology into everyday operations is critical to driving efficiency, agility, and scalability. At UCIL, we continue to transform traditional lending practices through the integration of advanced digital solutions across our operations, enabling stronger internal efficiencies while delivering a seamless and enhanced customer experience.*



### In-House Digital Ecosystem

We have built a comprehensive technology ecosystem largely in-house, encompassing our website, mobile application, Loan Origination System (LOS), Loan Management System (LMS), collections platform, and CRM infrastructure. Supported by a team of over 26 in-house technology professionals, our digital capabilities continue to strengthen operational efficiency and scalability.

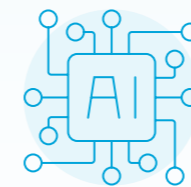


### Advanced Verification and Risk Assessment

We leverage multiple third-party verification APIs integrated with our loan systems to validate geo-location, PAN, Aadhaar, work email, mobile number, electricity bill, driving licence, bank account details, name matching, bank statement analysis, face matching, and liveness checks. These capabilities significantly strengthen underwriting standards and fraud prevention mechanisms.

# 26+

In-house technology professionals



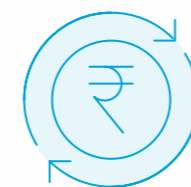
### AI-Driven Credit Underwriting

Our Business Rules Engine (BRE) is built on an independent platform and configured with our loan systems to enable automated, data-driven credit assessment and faster decision-making, enhancing underwriting accuracy and turnaround times.



### Digital Documentation and Processing

To deliver a seamless and paperless lending experience, we utilise digital solutions such as Account Aggregator, eSign, CloudSign, Virtual Sign, and e-Stamping services, enabling efficient loan processing and documentation workflows.



### Automated Disbursal and Repayment Infrastructure

Loan disbursals have been automated through payment APIs integrated with multiple banks, while repayment collections are streamlined through eNACH with NPCI and multiple payment gateways giving options to customers to repay through multiple modes like UPI, Debit Card or Net Banking. This integrated infrastructure enables efficient and seamless transaction processing.



### Customer Communication and Automation

We have integrated advanced communication and automation platforms across email, SMS, BOT, and WhatsApp channels to enhance customer engagement, improve responsiveness, and strengthen service delivery efficiency.

## People

# Driving long-term value through talent

*Talent is increasingly emerging as a key competitive advantage in the digital lending ecosystem, alongside technology and capital. Experienced professionals bring valuable judgment, domain expertise, and contextual understanding, enabling more informed decision-making across complex and evolving borrower scenarios. This not only strengthens risk management practices but also enhances overall portfolio resilience. Reflecting our people-centric culture, we were certified as a Great Place to Work for the second consecutive year.*



### Talent Development & Retention Focus

We remain focused on building future-ready teams through continuous investment in capability development, by fostering a culture of ownership, accountability, and performance excellence. Our people strategy is designed to align individual growth with organisational objectives, enabling sustainable long-term value creation.

The Company also places strong emphasis on retaining institutional knowledge, particularly across critical functions such as credit and collections, to ensure consistency, operational stability, and informed decision-making across the lending lifecycle.

### Periodic Training & 360-Degree Feedback

We believe in continuous learning and professional development. Regular training programmes help employees enhance their technical and behavioural competencies, while our 360-degree feedback process provides comprehensive insights from peers, supervisors, and team members, fostering self-improvement and career growth.

### Professional Work Environment

UCIL promotes a professional, collaborative, and performance-driven work culture. We encourage open communication, mutual respect, and accountability, creating an environment where employees can contribute effectively and achieve their full potential.



### Gender Diversity & Inclusion

We are committed to building a diverse and inclusive workplace. By fostering equal opportunities and an environment of respect and belonging, we ensure that employees from different backgrounds can thrive and contribute meaningfully to the organisation's success.



### Strong Female Representation

We take pride in maintaining a healthy representation of women across our workforce. Our focus on gender-balanced hiring and inclusive workplace practices supports greater participation of women across various functions and leadership roles.



### Digitalised HR Processes

Our digital HR ecosystem streamlines key employee lifecycle processes, enhancing efficiency, transparency, and accessibility. From onboarding and attendance management to performance reviews and employee engagement, technology enables a seamless HR experience.

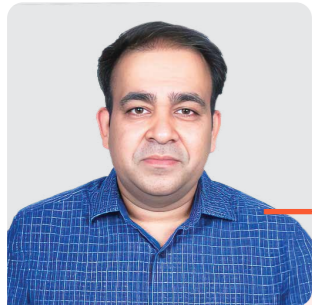
### Employee Welfare & Medical Insurance

Employee well-being remains a key priority at UCIL. We provide comprehensive medical insurance coverage and other welfare initiatives that support the health, financial security, and overall well-being of employees and their families.

## Board of Directors

# Guardians of trust and governance

Our Board provides strong oversight while upholding the highest standards of governance, transparency, and ethical conduct. Backed by diverse expertise across finance, technology, and business management, the Board plays a pivotal role in guiding strategic priorities and safeguarding stakeholder interests. Their leadership drives disciplined growth, strengthens risk management practices, and supports sustainable long-term value creation.



**Mr. Manish Aggarwal** | *Non-executive Director*

He is a qualified member of the Institute of Chartered Accountants of India with over 15 years of experience in taxation, finance, and accounting across the real estate, broadcasting, and corporate sectors. His expertise spans statutory compliance, audit management, GST implementation, fund management, and preparation of comprehensive financial reports.



**Ms. Ritu Sharma** | *Non-executive Director*

She is a commerce graduate with a Post-Graduate Diploma in Business Administration and brings over 15 years of experience in treasury and financial management. Prior to her induction to the Board, she served as the Chief Financial Officer (CFO) of the Company. She is certified in insurance underwriting from the American Institute for Chartered Property Casualty Underwriters and also holds NISM VA certification.



**Mr. Vinod Kumar** | *Independent Director*

He is an alumnus of the Institute of Bankers and holds a Master's degree in Economics along with a CAIIB certification. An ex-banker from Punjab National Bank, he brings decades of experience across retail and corporate credit. During his distinguished banking career, he held several leadership positions, including serving as CEO of PNB Investment Services Limited. His extensive expertise and deep understanding of the banking sector continue to be a valuable asset to the organisation.



**Mr. Rishi Kapoor** | *Independent Director*

He is a management graduate from Institute of Management Technology Ghaziabad and holds a Master's degree in Computer Science from the University of Illinois. He brings over 30 years of global experience across Fortune 100 companies in the US, Europe, and APAC markets, with deep expertise in technology and the BFSI sector. He has held leadership roles across organisations including IBM, Coforge, HCL, Max Bupa, Citigroup, and Satyam, serving in positions such as CEO, Client Partner, Strategy Head, Global Business Head, and Global Delivery Head.



**Mr. Shubh Charn Bansal** | *Independent Director*

He is a qualified member of the Institute of Chartered Accountants of India (ICAI) with over two decades of experience in financial management, statutory compliance, taxation, internal controls, and business process improvement. He led critical projects such as GST rollout and Oracle ERP implementation, ensuring strong regulatory compliance and operational efficiency in National Informatics Centre Services Inc. (NICS).



**Mr. Ankit Singhal** | *Independent Director*

He is a qualified member of the Institute of Company Secretaries of India and brings over six years of post-qualification experience in the field of corporate secretarial services.

## Corporate Information

### Board of Directors

<b>Mr. Manish Aggarwal</b>	Non-Executive Director
<b>Ms. Ritu Sharma</b>	Non-Executive Director
<b>Mr. Vinod Kumar</b>	Independent Director
<b>Mr. Rishi Kapoor</b>	Independent Director
<b>Mr. Shubh Charn Bansal</b>	Independent Director
<b>Mr. Ankit Singhal</b>	Independent Director

### Management Team

<b>Mr. Kaushik Chatterjee</b>	Chief Executive Officer
<b>Mr. Vijay Kumar Singh</b>	Chief Financial Officer
<b>Ms. Ritu Tomar</b>	Company Secretary & Compliance Officer

### Auditors & Advisors

#### Statutory Auditor

##### M/s. R Gopal & Associates

##### Chartered Accountants

G1, South Extension, Block G,  
South Extension II, New Delhi - 110049

#### Secretarial Auditor

##### M/s. Akash & Co.

##### Company Secretaries

H-146/147 Sector-63, Noida  
Uttar Pradesh-201301

#### Internal Auditor

##### M/s. PVAR & Associates

##### Chartered Accountants

203, 2<sup>nd</sup> Floor, V4 Mayur Plaza-1, Plot No. 1, LSC,  
Mayur Vihar Phase-1, Delhi-110091

### Office Locations

#### Registered Office

5<sup>th</sup> Floor, Rajlok building, 24, Nehru Place,  
South Delhi, New Delhi - 110019  
CIN: L17111DL1982PLC013790  
Phone: +91-11-49953454  
Website: [www.unifinz.in](http://www.unifinz.in)  
Helpdesk: [cs@lendingplate.com](mailto:cs@lendingplate.com)

#### Corporate Office

MCT House (Floor no. 1),  
New Friends Colony,  
Near Sukhdev Vihar Metro Station,  
New Delhi - 110025

### Registrar & Share Transfer Agent

#### Skyline Financial Services Private Limited

D-153 A, 1<sup>st</sup> Floor, Okhla Industrial Area,  
Phase - I, New Delhi - 110020

Tel: 011-26812682-83, 40450193 to 97

Email: [admin@skylinerta.com](mailto:admin@skylinerta.com)

Website: [www.skylinerta.com](http://www.skylinerta.com)

### Debenture Trustee

#### Vardhman Trusteeship Private Limited

Unit No. 412, The Capital, C-70 G Block, Bandra  
Kurla Complex, Bandra East,

Audit Bhavan, Mumbai- 400051

Email: [compliance@vardhmantrustee.com](mailto:compliance@vardhmantrustee.com)

### Bankers

- ICICI Bank
- Axis Bank
- HDFC Bank
- IndusInd Bank

### Stock Exchange

Bombay Stock Exchange Limited, Mumbai

## Notice

Notice is hereby given that the 43<sup>rd</sup> Annual General Meeting ("AGM") of the members of Unifinz Capital India Limited ("the Company") will be held on Thursday, 02<sup>nd</sup> July, 2026 at 03:00 PM IST through video conference / other audio-visual means ("VC"), deemed to be held at the Corporate Office of the Company situated at MCT House, First Floor, New Friends Colony, New Delhi-110025 to transact the following business:

### Ordinary Business

#### 1. Adoption of Audited Financial Statements and Board Report

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2026 along with the reports of the Board of Directors and Auditors' thereon.

#### 2. To appoint a director in place of Mr. Manish Aggarwal (DIN: 09197754) who retires by rotation and, being eligible, offers himself for re-appointment

To consider and if thought fit, to pass with or without modification (s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 ('Act') the approval of Members of the Company, be and is hereby accorded to re-appoint Mr. Manish Aggarwal (DIN: 09197754), Non- Executive Director who retires by rotation at this Annual General Meeting ('AGM') and offers himself for re-appointment.

### Special Business

#### 3. Appointment of M/s. Akash & co., Company Secretaries as Secretarial Auditors and fix their remuneration and to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 204 and other applicable provisions of the Companies Act, 2013, if any, and applicable rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Akash Goel, Proprietor of M/s Akash & Co., Company Secretaries (FCS No. 13219, CP No. 22165), a practicing Company Secretary, be and is hereby appointed as Secretarial Auditor of the Company for a term of 5 (five) consecutive years from FY 2025-26 till FY 2029-30, at a remuneration and

at such fees as may be determined by the Board of Directors of the Company or any Committee of the Board, based on the recommendation of the Audit Committee.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and are hereby authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

#### 4. Increase in the Borrowing Limits of the Company in terms of Section 180(1)(c) of the Companies Act, 2013 and to consider and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby accords its consent to the Board of Directors for borrowing any sum or sums of money from time to time from any one or more of the Company's Bankers and / or from any one or more other persons, firms, bodies corporate, or financial institutions whether by way of cash credit, advance or deposits, loans or bills discounting or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's assets and properties whether movable or otherwise or all or any of the undertakings of the Company notwithstanding that the moneys to be borrowed together with moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) will or may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose such that the total borrowing shall not exceed ₹20,00,00,00,000/- (Rupees Two thousand Crore Only) excluding any interest or charges but including the borrowing already availed and the Directors are hereby further authorized to execute such deeds and instruments or writings as they think fit and containing such conditions and covenants as the Directors may think fit.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board /Committee of the Board or any officer(s) authorized by the Board of Directors, be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including seeking

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all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

5. **Approval of creation of charge on the properties of Company under Section 180(1) (a) of the Companies Act, 2013 and to consider and, if thought fit to pass, with or without modification(s), the following resolutions as Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, (including any statutory modifications, or re-enactments thereof) and pursuant to the provisions of the Articles of Association of the Company and on the recommendation of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to mortgage, hypothecate, pledge and/ or charge, including and/ or in addition to mortgage, hypothecation, pledge and/or charge already created on all or any of the movable and/ or immovable properties of the Company (both present and future) and/or any other assets or properties of the Company and/ or the whole or part of any of the undertaking of the Company, for securing the borrowing availed or to be availed by the Company, by way of loans or otherwise, in foreign currency or in Indian currency, from time to time up to ₹20,00,00,00,000/- (Rupees Two thousand Crore Only) (apart from temporary loans obtained from the Company’s bankers in the ordinary course).

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

**RESOLVED FURTHER THAT** any of the Directors/ Company Secretary of the Company be and are hereby jointly and severally authorized to do all acts, deeds, matters and things including filing of necessary forms with the Ministry of Corporate Affairs to give effect to this resolution.

**RESOLVED FURTHER THAT** a certified true copy of the aforesaid resolution be forwarded to the concerned and they be requested to act thereon.”

By order of the Board of Directors  
For **Unifinz Capital India Limited**

Sd/-

**(Ritu Tomar)**

Place: New Delhi

Company Secretary &  
Compliance Officer

Date: 10<sup>th</sup> June, 2026

Membership No. ACS 61013

### NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) in respect of Item Nos. 3,4 & 5 of the accompanying Notice, is annexed hereto. Further, disclosures in relation to Item Nos. 3,4 & 5 of the Notice, as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and ‘Secretarial Standard 2 on General Meetings’ issued by the Institute of Company Secretaries of India (“SS-2”) forms an integral part of this Notice.
2. In accordance with the Ministry of Corporate Affairs (“MCA”), Government of India, vide General Circular No. 20/2020 dated May 05, 2020 read with General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 9/2023 dated September 25, 2023, General Circular No. 9/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as “MCA Circulars”), electronic copies of the Annual Report for the Financial Year (“FY”) 2025-26 and this AGM Notice, inter- alia, indicating the process and manner of e-Voting along with instructions to attend the AGM through Video-Conferencing / Other Audio-Visual Means (VC/OAVM) are being sent by e-mail to those Members, Trustees for the Debenture-holders of any debentures issued by the Company, holders of Non-Convertible Securities and to all other persons so entitled whose e- mail IDs have been made available to the Company / Registrar and Transfer Agent (“RTA”) i.e., Skyline Financial Services Private Limited (hereinafter referred to as “RTA / skyline”) or with Depository Participants (“DPs”) unless the Member has specifically requested for a hard copy of the Annual report.

Members may note that the Annual Report for the FY 2025-26 and the AGM Notice will also be available on the Company’s website at <https://www.unifinz.in/investor.php> and on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com). The Notice is also available on the website of the e-Voting service provider engaged by the Company viz. National Securities Depository Limited (“NSDL”) at <https://www.evoting.nsdl.com>.

3. Pursuant to the MCA Circulars and in compliance with the applicable provisions of the Act, the 43<sup>rd</sup> AGM will be held through VC / OAVM and physical attendance of Members has been dispensed with; and in accordance with the requirements of Regulation 44(4) of SEBI Listing Regulations, the requirement to send proxy forms is not applicable to general meetings held only through electronic

mode. Accordingly, the facility to appoint a proxy to attend and vote at the AGM on behalf of a Member will not be available and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

4. In the case of joint holders, only the first holder in the order of names as recorded in the Register of Members of the Company shall be entitled to vote during the AGM, provided the vote has not already been cast by remote e-Voting by such first named holder.
5. Members seeking any information relating to the accounts or any matter to be placed at the AGM are requested to submit their queries in advance from their registered e-mail address. The e-mail should mention their name, DP ID and Client ID / folio number, PAN and mobile number and should be sent via e-mail at [cs@lendingplate.com](mailto:cs@lendingplate.com), on or before 25<sup>th</sup> June, 2026. The same will be replied by the Company suitably during the AGM.
6. The Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum for the AGM under Section 103 of the Act. Members attending the AGM through VC / OAVM should note that those who are entitled to vote but have not exercised their right to vote by remote e-Voting, may vote during the AGM through e-Voting for the business specified in the Notice. The Members who have exercised their right to vote by remote e-Voting may attend the AGM but cannot vote again.

Members attending the meeting through VC/ OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. Members holding equity shares as on 25<sup>th</sup> June, 2026, (“Cut-off date”) may join the AGM anytime 30 minutes before the scheduled time by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.

Attendance through VC/OAVM is restricted and hence, Members shall be eligible to join the meeting on first come-first-serve basis. However, attendance of Members holding more than 2% of the paid-up equity share capital, Institutional investors, Directors, Key Managerial Personnel, and Auditors will not be restricted on first- come-first serve basis.

### Appointment of Proxy and Attendance Slip:

Since the 43<sup>rd</sup> AGM is being held through VC/OAVM in accordance with the MCA Circulars, physical

attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 43<sup>rd</sup> AGM, and therefore, proxy form and attendance slip are not annexed to this Notice.

The Company has appointed Mr. Akash Goel, Practicing Company Secretary (Certificate of Practice No. 22165) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.

Corporate shareholders/institutional shareholders intending to send their authorized representative(s) to attend / vote at the 43<sup>rd</sup> AGM are requested to send from their registered e-mail address, scan copy of the relevant Board Resolution/ Authority Letter, etc. authorizing their representative(s) to attend / vote, to the Scrutinizer on his e-mail ID at [akash@akashandco.com](mailto:akash@akashandco.com) & [info@akashandco.com](mailto:info@akashandco.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com) and [cs@lendingplate.com](mailto:cs@lendingplate.com).

### Mandatory updation of PAN, KYC, Nomination and Bank details by Members:

Members holding shares in physical form

1. Members holding shares in physical form are requested to note that in terms of Regulation 40 of the SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019. In view of the above and in order to eliminate risks associated with physical transfer of securities, shareholders holding equity shares of the Company in physical form are requested to consider converting their holdings to dematerialised form. Members may contact the Company’s Registrar and Share Transfer Agent (“RTA”) for assistance in this regard.
2. SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, has mandated that with effect from April 1, 2024, dividend to security holders who are holding securities in physical form, shall be paid only through electronic mode. Such payment shall be made only after the shareholders furnish their PAN, contact details (postal address with PIN and mobile number), Bank Account details & Specimen Signature (“KYC”).
3. Members holding shares in physical form are requested to furnish Form ISR-1, Form ISR-2 and SH13 to update KYC and choice of Nomination (in case the same are not already updated), to Skyline Financial Services Private Limited at, M/s. Skyline Financial Services (P) Ltd. D-153A, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase -I, New Delhi

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- 110020, the Company's Registrar and Share Transfer Agent. Alternatively, Members may send digitally signed copy of their documents by email to skyline financial services private Limited at [contact@skylinerta.com](mailto:contact@skylinerta.com).
- 4. Members holding shares in demat mode are requested to update their details with their Depository Participants at the earliest.
- 5. Members may further note that SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated listed companies to issue securities in dematerialized form only while processing service requests, viz., issue of duplicate securities certificate, claim from unclaimed suspense account, splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition etc. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR- 4, to the company via email on [cs@lendingplate.com](mailto:cs@lendingplate.com) and on the website of Skyline Financial Services Private Limited at <https://www.skylinerta.com>. It may be noted that any service request can be processed only after the folio is KYC compliant.

### Electronic dissemination of the AGM Notice and Annual Report:

Electronic/digital copy of the Annual Report for FY26 and Notice convening the 43<sup>rd</sup> AGM are being sent to all Members whose e-mail Id. are registered with the RTA/ Company/Depositories. Members who have not registered their e-mail Id. may get the same registered by following the instructions mentioned above. For Members who have not registered their e-mail address, a letter containing exact web-link of the website i.e. <https://www.unifinz.in/investor.php> where details pertaining to the entire Annual Report is hosted is being sent at the address registered in the records of RTA/Company/Depositories. The Company shall provide hard copy of the Annual Report for FY26 to the Members, upon request.

### E-voting:

- In accordance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, SS-2 and Regulation 44 of the SEBI Listing Regulations, the Company has extended the facility of voting through electronic means including 'Remote e-voting' (e-voting other than at the AGM) to transact the business mentioned in the Notice convening the 43<sup>rd</sup> AGM.

- Necessary arrangements have been made by the Company to facilitate 'Remote e-voting' as well as e-voting at the aforementioned AGM. Members shall have the option to vote either through remote e-voting (during the remote e-voting window) or at the AGM.
- Voting rights of Members shall be reckoned on the paid-up value of equity shares registered in their name as on the Cut-off date.
- Members whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date, shall be entitled to avail the facility of remote e-voting or e-voting at the AGM, as the case may be.
- The procedure for e-voting on the day of the AGM is identical to Remote e-voting instructions as outlined in this Notice.
- Any person who becomes a Member of the Company after dispatch of the Notice and holds equity shares as on the Cut-off date can vote by following the procedure for e-voting, as outlined in the Notice.
- Any person holding shares in physical form, who acquire equity shares of the Company and become Member after the notice is sent through e-mail and is holding shares as of the Cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 - 4886 7000. In case of Shareholders holding securities in demat mode who acquire shares and become Member after the notice is sent through e-mail and holding shares as of the Cut-off date may follow steps mentioned in the Notice.
- Members present at the 43<sup>rd</sup> AGM and who have not cast their vote on resolutions set out in the Notice convening the AGM through remote e-voting and who are not otherwise barred from doing so, shall be allowed to cast their vote through e-voting facility during the AGM.

- However, Members who have exercised their right to vote during the Remote e-voting period may attend the AGM but shall not be entitled to cast their vote again.
- Once the vote on a resolution is cast, Member shall not be allowed to change the same subsequently or cast vote again.
- Members can opt for only one mode of voting i.e. either through Remote e-voting or e-voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail.
- In case of joint holders attending the 43<sup>rd</sup> AGM, only such joint holder who is higher in the order of names as per the Company's records, will be entitled to cast vote.

### Inspection of documents:

- The statutory registers maintained under Section 170 and Section 189 of the Act and other documents referred in the Notice convening this AGM shall be made available for inspection by Members during the remote e-voting period and during the proceedings of the 43<sup>rd</sup> AGM. Members may seek inspection of documents by accessing to the NSDL e-voting platform at <https://www.evoting.nsdl.com> during the aforementioned period.

### Speaker registration/facility for non-speakers: Process

#### Registration as speaker at the AGM

Members who wish to raise query at the AGM may register themselves as 'Speaker' by sending request to the said effect from their registered e-mail address, to e-mail ID: [cs@lendingplate.com](mailto:cs@lendingplate.com) quoting their name, DP Id. and Client Id./Folio number, on or before 01<sup>st</sup> July, 2026.

Members who wish to obtain any information on the Annual Report for FY26 or have questions on the financial statements and/or matters to be placed at the 43<sup>rd</sup> AGM, may send a communication from their registered e-mail address to the e-mail Id [cs@lendingplate.com](mailto:cs@lendingplate.com) quoting their name, DP Id. and Client Id./Folio number, on or before 01<sup>st</sup> July, 2026. The Company reserves the right to restrict the number of questions and/or number of speakers during the AGM, depending upon availability of time and for smooth conduct of the meeting.

However, the Company will endeavor to respond to the questions which have remained unanswered during the meeting to the respective

shareholders. After conclusion of the meeting, the Scrutinizer will submit the report on votes cast in favour or against and invalid votes, if any, to the Chairman or any other person authorized by him, who shall countersign the same, and the result of the voting will be declared within the time stipulated under the applicable laws.

The voting results along with the Scrutinizer's report, will be hosted on the Company's website, <https://www.unifinz.in>, website of NSDL, <https://www.evoting.nsdl.com/>, displayed on the Notice Board of the Company at the Registered Office and will be simultaneously forwarded to the Stock Exchanges i.e. BSE Limited.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. In case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the Meeting.

## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE

The remote e-voting period begins on 29<sup>th</sup> June, 2026 at 09:00 A.M. and ends on 01<sup>st</sup> July, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 25<sup>th</sup> June, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 25<sup>th</sup> June, 2026.

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

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

#### Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>Existing <b>IDEAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>"Beneficial Owner"</b> icon under <b>"Login"</b> which is available under <b>'IDEAS'</b> section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on <b>"Access to e-Voting"</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDEAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select <b>"Register Online" for IDEAS Portal</b> or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>"NSDL Speede"</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

**NSDL Mobile App is available on**



Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

### B) Login Method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.

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

- |  |   |
|--|---|
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12***** then your user ID is 12*****   |
| c) For Members holding shares in Physical Form.            | EVEN Number followed by Folio Number registered with the company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |
- Password details for shareholders other than Individual shareholders are given below:
    - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
    - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
    - How to retrieve your 'initial password'?
      - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
  - If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
    - Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).

## Notice

- b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  8. Now, you will have to click on "Login" button.
  9. After you click on the "Login" button, Home page of e-Voting will open.

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

#### How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

#### General Guidelines for shareholders

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cs@lendingplate.com](mailto:cs@lendingplate.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@lendingplate.com](mailto:cs@lendingplate.com). If you are an individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for**

#### Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility

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

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

e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

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

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

## Notice

### “Annexure-A”

#### Brief Profile of directors for seeking appointment or re-appointment at forthcoming Annual General Meeting (pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name	Manish Aggarwal
DIN	09197754
Date of Birth (age in years)	17/07/1985
Date of Appointment	14/10/2025
Qualifications	A Qualified Chartered Accountant from the Institute of Chartered Accountants of India (“ICAI”)
Experience (including Nature of expertise in specific functional area) / Brief Resume	With over 15 years of progressive experience in taxation, finance, and accounting across the real estate, broadcasting, and corporate sectors. His expertise includes managing statutory compliance, handling audits, implementing GST migration, fund management, and preparing comprehensive financial reports. A proactive professional, he is recognized for his analytical acumen, leadership, and commitment to excellence.
Required skills and capabilities and the manner in which the proposed person meets such requirements (in case of appointment of Independent Director)	N.A.
Disclosure of relationships between directors inter-se;	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Nil
Name of Listed entities from which the Director has resigned in the past three years	Nil
Terms and conditions of appointment / re- appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013
Remuneration proposed to be paid/ last drawn	Nil
Chairmanship/ Membership of Committees in other companies in which position of Director is held	Nil
Shareholding in the Company No. of Shares Held	Nil
i. Own	
ii. For the person on beneficial basis	
Number of Board Meetings attended during the year	Seven (7) Board Meetings

### EXPLANATORY STATEMENT

(PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013)

As required by Section 102 of the Companies Act, 2013 (the “Act”) the following Explanatory Statement sets out all material acts relating to the business mentioned under Item No. 3, 4 & 5 of the accompanying Notice dated 10<sup>th</sup> June, 2026.

#### Item no. 3

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any (“the Act”), the Audit Committee and the Board of Directors at their respective meetings held on 30<sup>th</sup> May, 2025 have approved subject to approval of Members, appointment of M/s. Singh US & Associates, (Peer Reviewed Firm: 6039/2024) of Company Secretaries in Practice as Secretarial Auditors for a term of 5(Five) consecutive years from April 1, 2025 till March 31, 2030. However, Mr. Uttav Singh has resigned as Secretarial Auditor of the Company on Preoccupation grounds w.e.f. 10<sup>th</sup> November, 2025.

Pursuant to Section 204 of the Companies Act, 2013 (the Act) and the Rules framed thereunder, the Company has received written consent and a certificate from Mr. Akash Goel, Practicing Company Secretary, confirming that he satisfies the criteria provided under Regulation 24A & other applicable provisions of the Listing Regulations and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and Rules framed thereunder. As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Akash Goel, Practicing Company Secretary, has confirmed that he holds a valid peer review certificate issued by the Peer Review Board of ICSI.

Accordingly, the Board of Directors at its meeting held on 14<sup>th</sup> November, 2025, after considering the expertise and experience of Mr. Akash Goel, Practicing Company Secretary, (FCS No. 13219/ Cop 22165, Peer Review No. 3283/2023), has proposed his appointment as Secretarial Auditor of the Company. The proposed appointment is for a term of five consecutive years from FY 2025–26 till 2029–30.

Mr. Akash Goel, proprietor of M/s Akash & co., Company Secretaries is a member of Institute of Company Secretaries of India with more than 7 years of experience in various laws including corporate laws.

The M/s Akash & co., Company Secretaries is a Peer reviewed and Quality reviewed in terms of the guidelines issued by the ICSI. M/s Akash & co.,

Company Secretaries, has been the Secretarial Auditors of the Company from FY26 and as part of their Secretarial audit they have demonstrated their expertise and proficiency in handling Secretarial audits of the Company till date.

In the opinion of the Board, Mr. Akash Goel possesses the relevant expertise and experience which is commensurate with the size and requirements of the Company and Board recommends the passing of resolution at Item No. 3 of the Notice as an Ordinary Resolution.

None of the Directors, Promoters and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution.

#### Item No. 4 & 5

Under Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a Company cannot, except with the consent of the shareholders in general meeting, borrow monies, apart from temporary loans obtained from the company’s bankers in the ordinary course of business, in excess of the aggregate of the paid up capital and free reserves of the Company.

The increasing business operations and future growth plans of the Company would necessitate restructuring of the borrowing limits by authorizing the Board of Directors to borrow monies which may exceed at any time the aggregate of the paid-up capital of the Company and its free reserves but not exceeding ₹ 2000 Crores.

The borrowings of the Company are, in general, required to be secured by suitable mortgage or charge on all or any of the movable and/ or immovable properties of the Company in such form, manner and ranking as may be determined by the Board of Directors of the Company, from time to time, in consultation with the lender(s).

It is, therefore, necessary for the members to pass a Special Resolution under Section 180(1)(c) read with Section 180 (1)(a) and other applicable provisions of the Companies Act, 2013, as set out at Item No. 4 & 5 of the Notice. The Board of Directors recommends the passing of the Special Resolutions as set out in the Item no. 4 and 5 of the Notice.

The nature of concern or interest, financial or otherwise, if any, in respect of power to borrow monies and/or mortgage properties (moveable/immovable):

- Directors: None of the Directors of the Company is concerned or interested in the proposed resolution except to the extent of their shareholdings;
- Every other Key Managerial Personnel: NIL;
- Relatives: Only to the extent of their shareholdings.

## Boards' Report

Dear Members,

Your Directors have pleasure in presenting the 43<sup>rd</sup> Board's Report along with the Audited Financial Statements of your Company "Unifinz Capital India Limited" for the Financial Year ended March 31, 2026 ("FY 2026").

### Financial Summary

The Company's financial performance for the year ended 31<sup>st</sup> March, 2026 is summarised below:

Particulars	(₹ in Lac)	
	2025-26	2024-25
<b>Total Income</b>		
Revenue from Operations	51,156.96	12,135.32
Other Income	15.86	65.67
<b>Profit before Finance Costs, Depreciation and amortization Expenses and Taxes</b>	<b>51,172.82</b>	<b>12,200.99</b>
Less: Finance Charges	3,547.88	675.05
Less: Depreciation & Amortization Expenses	91.94	144.23
<b>Profit Before Tax Expense</b>	<b>11,733.25</b>	<b>2,663.45</b>
Less: Provision for Taxes	3,019.01	657.86
<b>Profit After Taxes</b>	<b>8,714.24</b>	<b>2,005.58</b>
Other Comprehensive Income	(1.83)	(6.20)
<b>Total Comprehensive Income for the year</b>	<b>8,712.41</b>	<b>1,999.38</b>

### State of Company Affairs

The Company has successfully completed its another year and marked turnover of ₹ 51,156.96 Lacs. The Major key highlights are given below:

#### Business Performance

##### a) Financial Highlight

Here are the key financial performance highlights of the Company for the Financial Year 2025-2026 to be presented to the shareholders:

- Revenue from operations significantly grew to ₹51,156.96 lakh, representing a substantial increase of ₹ 39,021.64 lakh compared to the previous year's figure of ₹12,135.32 lakh.
- The Profit after Tax increased to ₹8,714.24 lakh from the previous year's Profit ₹ 2,005.58 lakh, indicating an increase of ₹6,708.66 lakh due to increase in operational revenue.

The Company's outstanding financial performance during the year demonstrates the strength of its business model, disciplined execution strategy, and ability to capitalize on emerging market opportunities. Despite a dynamic and competitive business environment, the Company achieved robust growth across all key financial parameters, supported by strong customer acquisition, enhanced operational efficiency, and prudent risk management practices.

The Board is pleased with the remarkable progress achieved during the year and believes that the Company is well-positioned to sustain

its growth momentum. With a strong balance sheet, scalable business platform, and continued focus on innovation, digital transformation and customer-centric solutions, the Company remains confident of delivering long-term value to its stakeholders while pursuing profitable and sustainable growth.

#### Change in the Nature of the Business

Pursuant to Section 134(3)(l) of the Companies Act, 2013, it is hereby confirmed that the Company is registered as a Non-Banking Financial Company (NBFC) and continues to carry on the business of an NBFC. During the financial year under review, there was no change in the nature of the Company's business.

#### Capital Structure

##### A. Share Capital

##### i. Authorized Share Capital:

The Authorized Share Capital of your Company as on March 31, 2026 divided into 90,00,00,000 equity shares of ₹ 10/- each.

During the year company has increased its authorised capital one (1) time in following manner:

Increased from ₹25,00,00,000/- (Rupees Twenty-Five Crore Only) divided into 2,50,00,000 (Two Crore Fifty Lakhs Only) equity shares of ₹10/- (Rupees Ten only) each to ₹90,00,00,000/- (Rupees Ninety Crore Only) divided into 9,00,00,000 (Nine Crore Only) equity shares of face value ₹10.00/- each by the creation of additional 6,50,00,000 (Six Crore Fifty Lakhs) equity shares of ₹10/- (Rupees Ten) each as on 30<sup>th</sup> July, 2025.

##### ii. Issued, Subscribed and Paid-up Share Capital:

The Issued, Subscribed and Paid-up Share Capital of your Company is ₹ 44,26,80,850 divided into 4,42,68,085 equity shares of ₹ 10/- each.

During the year the Company has increased the paid-up capital as follows:

Allotment of 3,54,14,468 (Three Crore Fifty-Four Lakh Fourteen Thousand Four Hundred-Sixty Eight) equity shares of ₹ 10/- each as fully paid-up bonus shares to the Eligible shareholders of the Company as on 22<sup>nd</sup> December, 2025.

##### B. Buy back of securities

The Company has not bought back any of its securities during the year under review.

##### C. Bonus Shares

During the year under review, the Company issued 3,54,14,468 (Three Crore Fifty Four Lakh Fourteen Thousand Four Hundred Sixty Eight) bonus equity shares of ₹ 10/- each in the proportion of 4 (Four) equity share of ₹ 10/- (Rupees Ten Only) each for every 1 (One) existing equity shares of ₹ 10/- (Rupees Ten Only) held by the shareholders of the Company as on 22<sup>nd</sup> December, 2025.

##### D. Issue of Equity Shares under ESOP

Your Company has approved the Unifinz Capital India Limited Employee Stock Option Plan 2025 ("UCIL ESOP 2025"). During the year under review the company has granted 40,50,000 employee stock options.

### Material Changes and Commitments

There are no significant material changes and commitments affecting the financial position of the company that occurred between the end of financial year and the date of this Report.

### Subsidiary, Joint Ventures and Associate Companies

The Company does not have any Holding, Subsidiary, Joint Venture, or Associate Company.

Hence, the prescribed **Form AOC-1** containing the salient features of the financial statements of subsidiaries, associate companies, and joint ventures is not included in this report.

### Listing With Stock Exchanges

The Company's equity shares are listed on BSE stock Exchange and having the stock code is:

##### BSE Limited (BSE): 541358

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001, Maharashtra, India

International Securities Identification Number (ISIN) of the Company's equity shares, having face value of ₹ 10 each, is INE926R01012.

International Securities Identification Number (ISIN) of the Company's Debentures, having face value of ₹ 10,000 each, is INE926R07019.

Listing fees for the Financial Year 2026-27 have been paid to the Stock Exchanges.

### Indian Accounting Standards (IND-AS)

Financial Statements of your Company for the financial year ended 31<sup>st</sup> March, 2026, are prepared in accordance with provisions of Indian Accounting Standards (Ind-AS), as notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

### Finance

During FY 2025-26, the Company met its funding requirements through an Inter-Corporate Deposits ("ICDs"), borrowing from Non-Banking Finance Company and issuance of listed, rated, senior, secured, redeemable Non-convertible Debentures

### Dividend

Your company has paid an interim dividend of ₹ 0.50 per Equity Share of ₹10 each for the Financial Year ended March 31, 2026.

### Non-Convertible Debentures

During the year under review, the Company has raised ₹ 105 Crore (one Hundred and Five Crores) through issuance of privately placed Listed, rated, senior, Secured, Redeemable, Non-Convertible Debentures.

### Transfer to Reserve

Under section 45-IC of Reserve Bank of India ("RBI") Act, 1934, non-banking financial companies ("NBFCs") are required to transfer a sum not less than 20% of its net profit every year to reserve fund before declaration of any dividend.

The Company has transferred an amount of ₹ 1,742.85 Lacs Under section 45-IC of reserve Bank of India (RBI) Act, 1934.

### Deposits

During the financial year 2025-26, the Company has not accepted or held any public deposits as defined under the Reserve Bank of India (Non-

## Boards' Report

Banking Financial Companies – Acceptance of Public Deposits) Directions, 2025, as amended from time to time. Requirement of Disclosures as per NBFC regulations have been made in this Annual Report. The Board of Directors, at its meeting held on 29<sup>th</sup> April, 2025, passed a resolution confirming that the Company has neither accepted nor held any public deposits during the year under review and shall not accept or hold any public deposits during FY 2025–26.

### Board of Directors and Key Managerial Personnel

#### A. Directors

The composition of the Board of Directors of the Company is in compliance with the provisions of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

As on the date of this Report, the Board comprises 6 Directors, including 4 Independent Directors. The Board functions with a clear focus on safeguarding and enhancing the long-term value for all stakeholders. Its decisions and actions are strategically aligned with the Company’s vision and objectives.

The Board plays a pivotal role in guiding the Company’s overall direction by critically evaluating its strategic plans, governance policies, and operational performance, thereby reinforcing its commitment to effective oversight and sustainable value creation.

#### i. Composition of Board as on 31st March, 2026 As Follows:

Name of Directors	Designation	Category
Ms. Ritu Sharma	Director	Non-Executive
Mr. Manish Aggarwal	Director	Non-executive
Mr. Rishi Kapoor	Independent Director	Non-Executive, Independent Director
Mr. Vinod Kumar	Independent Director	Non-Executive, Independent Director
Mr. Ankit Singhal	Independent Director	Non-Executive, Independent Director
Mr. Shubh Charn Bansal	Independent Director	Non-Executive, Independent Director

#### ii. Retirement by Rotation:

In accordance with the provisions of section 152 of the Companies Act, 2013 Mr. Manish

Aggarwal (DIN: 09197754) retires by rotation at the forthcoming AGM and being eligible, has offered himself for re-appointment. The Board recommends his re-appointment.

The brief profile of Mr. Manish Aggarwal, director who is to be re-appointed form part of the notes and explanatory statement to the notice of the ensuing Annual General Meeting.

#### iii. Appointment and Cessation:

During the financial year 2025–26, there were changes in the composition of the Board of Directors.

- Mrs. Kiran Mittal resigned from the position of Non-Executive Directors with effect from 1 May, 2025.
- Mr. Pawan Kumar Mittal resigned from the position of Non-Executive Directors with effect from 31<sup>st</sup> October, 2025.
- Ms. Bhawna Saunkhiya was appointed as a Non-Executive Independent Director with effect from 12 August 2025 and subsequently resigned from the position with effect from 6<sup>th</sup> October, 2025.
- Mr. Manish Aggarwal and Ms. Ritu Sharma were appointed as Non-Executive Directors, and Mr. Shubh Charn Bansal was appointed as a Non-Executive Independent Director with effect from 14<sup>th</sup> October, 2025.
- Mr. Manish Aggarwal, Non-executive Director, Ms. Ritu Sharma, Non-Executive Director and Mr. Shubh Charn Bansal as a Non-Executive Independent Director regularised in the Extraordinary general meeting held on 10<sup>th</sup> December, 2025.

#### iv. Statement on Declaration Given by Independent Directors

The Company has received necessary declarations from Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 (“Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). In the opinion of the Board, they fulfil the conditions of independence as specified in the Act and the Listing Regulations and are independent of the Management.

In compliance with Schedule IV to the Companies Act, 2013 and regulation 25(3) of the SEBI Listing Regulations, 2015, the

Independent Directors held their separate meeting on 28<sup>th</sup> March, 2026 without the attendance of non-independent directors and members of Management, inter alia, to discuss the following:

- review the performance of non-independent directors and the Board as a whole;
- review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

#### v. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulation, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and other Committees. The manner in which the evaluation has been carried out explained hereunder:

The evaluations are based on questionnaire prepared which assessed the performance of the Board on select parameters related to roles, responsibilities and obligations of the Board and functioning of the Committees including assessing the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform its duties. The evaluation criteria for the Directors were based on their participation, contribution and offering guidance to and understanding of the areas which are relevant to them in their capacity as members of the Board.

#### vi. Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

The objective and broad framework of the Remuneration Policy is to consider and determine the remuneration, based on the fundamental principles of payment

for performance, for potential, and for growth. The Remuneration Policy reflects on certain guiding principles of the Company such as aligning remuneration with the long-term interests of the Company and its shareholders, promoting a culture of meritocracy and creating a linkage to corporate and individual performance, and emphasizing on professional competence and market competitiveness so as to attract the best talent. It also ensures the effective recognition of performance and encourages a focus on achieving superior operational results.

The Nomination and Remuneration Committee recommends the remuneration of Directors and Key Managerial Personnel, which is then approved by the Board of Directors, subject to the approval of shareholders, wherever necessary. The level and composition of remuneration shall be reasonable and sufficient to attract, retain and motivate the directors, key managerial personnel and other employees of the Company required running the Company successfully.

#### vii. Number of Board Meetings

During the year under review, twelve (12) Board Meeting(s) were duly convened and held, are as follows:

- 24<sup>th</sup> April, 2025;
- 30<sup>th</sup> May, 2025;
- 28<sup>th</sup> June, 2025;
- 12<sup>th</sup> August, 2025;
- 14<sup>th</sup> October, 2025
- 14<sup>th</sup> November, 2025;
- 22<sup>nd</sup> December, 2025;
- 12<sup>th</sup> January, 2026;
- 5<sup>th</sup> February, 2026;
- 6<sup>th</sup> February, 2026;
- 7<sup>th</sup> March, 2026;
- 28<sup>th</sup> March, 2026

#### B. Key Managerial Personnel

##### The Details of Key Managerial Personnel of the Company are mentioned below:

Mr. Kaushik Chatterjee	Chief Executive Officer
Ms. Ritu Tomar	Company Secretary and Compliance Officer
Mr. Vijay Kumar Singh	Chief Financial Officer

## Boards' Report

### Appointment and Cessation of KMP

During the year 2025-2026, Ms. Ritu Sharma resigned from the position of Chief Financial Officer of the w.e.f. 13<sup>th</sup> October, 2025.

Ms. Ritu Tomar, company secretary & compliance officer of the company has been appointed as an interim chief financial officer of the company as on 12<sup>th</sup> January, 2026 and subsequently resigned from the position w.e.f. 06<sup>th</sup> March, 2026.

Mr. Vijay Kumar Singh has been appointed as the Chief Financial officer of the Company w.e.f. 07<sup>th</sup> March, 2026.

### Committees of Board of Directors

As at March 31, 2026, the Company had 5 (five) committees of Board of Directors of the Company viz. Audit Committee, Nomination & Remuneration Committee, Stakeholder's Relationship Committee, Risk Management Committee and Finance Committee, which have been established as a part of the best Corporate Governance practices and are in compliance with the requirements of the relevant provisions of applicable laws and statutes.

A detailed note on Board and Committees composition, its terms of references and the meetings held during FY 2026 has been provided in the Corporate Governance Report which forms part of this Annual Report

### Company's Policies:

Pursuant to the provisions of the Companies Act, 2013 and other corporate laws, the Board of Directors are required to frame different Policies/ maintain systems/ plans and devise Codes. All the applicable policies will be available on the website of the Company at <https://www.unifinz.in/investor.php>. Hereunder, details of Company's policies are detailed below:

#### 1. Nomination and Remuneration Policy

The Company has in place a Nomination and Remuneration Policy which lays down a framework for selection and appointment of Directors, Key Managerial Personnel, Senior Management and for determining qualifications, positive attributes and independence of directors, fixation of their remuneration as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### 2. Vigil Mechanism (Whistle Blower)

The Company has in place a Whistle Blower Policy to establish a vigil mechanism for

Directors/Employees and other stakeholders of the Company to report concerns affecting the smooth and efficient running of operations of the Company. This Policy documents the Company's commitment to maintain an open work environment in which employees, consultants and contractors are able to report instances of unethical or undesirable conduct, actual, suspected fraud or violation of the Company's Code of Conduct.

#### 3. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place a Policy for Prevention and Redressal of Sexual Harassment, designed to providing work environment that ensures every employee is treated with dignity and respect and afforded equitable treatment. We are also committed to promoting a work environment that is conducive to the professional growth of its employees and encourages equality of opportunity.

#### 4. Policy For Determination Of Materiality Of Events Of Information

The Company has adopted a comprehensive Policy for Determination of Materiality of Events and Information, in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, to identify and disclose material events and information to the Stock Exchanges in a timely and transparent manner.

In addition, the Company has diligently complied with the directions, guidelines, and regulatory requirements prescribed by the Reserve Bank of India (RBI). We remain committed to upholding the highest standards of corporate governance, regulatory compliance, and transparency, and continue to ensure adherence to all applicable policies, codes, and statutory obligations.

### Corporate Social Responsibility

The Company is committed to creating sustainable social impact through its Corporate Social Responsibility (CSR) initiatives, focusing on healthcare, education, skill development, livelihood enhancement, and environmental sustainability. The CSR activities are undertaken in accordance with Section 135 read with Schedule VII of the Companies Act, 2013 and the applicable CSR Rules.

The brief outline of the CSR Policy, composition of the CSR Committee, prescribed CSR expenditure and details of CSR activities undertaken during the financial year are provided in Annexure-I to this Report.

The CSR Policy of the Company is available on the Company's website at <https://www.unifinz.in/investor.php>

### Disclosure Under Secretarial Standards

The Directors state that the Company is complying with the applicable Secretarial Standard issued by Institute of Company Secretaries of India on meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

### Particulars of Loans, Guarantees or Investments Under Section 186 of the Act

The Company, being an NBFC registered with the RBI and engaged in the business of giving loans in ordinary course of its business, is exempt from complying with the provisions of section 186 of the Act with respect to loans and guarantees. Accordingly, the disclosures of the loans given as required under the aforesaid section have not been made in this Report.

However, the details of loans, guarantees, and investments made as required under the provisions of Section 186 of the Act and the rules made thereunder are set out in the Note 5 to the Financial Statements of the Company.

### Internal Control System

The internal control systems commensurate with the size, scale and complexity of the operations of the Company. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with the applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation, and ensuring compliance with corporate policies.

The Audit Committee of the Board of Directors quarterly reviews the effectiveness of the internal control system across the Company.

### Risk Management

The Company is aware of the risks associated with the business. It regularly analyses and takes corrective actions for managing/ mitigating the same. The Company has framed a formal Risk Management Framework for risk assessment and risk minimization which is periodically reviewed to ensure smooth operation and effective management control. The

Audit Committee subject to Board of Directors also reviews the adequacy of the risk management framework of the Company, the key risks associated with the business and measure and steps in place to minimize the same.

Further, information on the risk management process of the Company is contained in the Management Discussion & Analysis Report which forms part of the Annual Report.

### Management Discussion and Analysis

Management Discussion and Analysis Report ("MDAR") for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section, forming part of the Annual Report as Annexure-II.

### Human Resources

The Company recognizes that Human Resources are pivotal to its success. A well-crafted Human Resource policy and leave policy, coupled with its effective implementation and employees' satisfaction, nurtures the Company's long-term growth story. The Company fosters a fair and inclusive environment that encourages the emergence of fresh ideas, upholds respect for individuals, and ensures equal opportunities for success.

As a growing organization, our Company has expanded its assets in the Organizational Chart. The number of employees has increased from 356 to 517 as of March 31, 2026. We continue to maintain a happy and satisfactory environment within our office.

We are pleased to report that Corporate Relations were maintained satisfactorily throughout the year. The Company extends its sincere appreciation to all employees for their cooperation and dedicated efforts, which have played a pivotal role in our collective achievements.

As part of our continued commitment to prioritizing employee well-being and addressing their concerns, the Company will organize training programs and interactive sessions aimed at empowering and motivating our workforce.

We actively recognize and reward experience, merit, performance, leadership, strategic thinking, collaboration, and a results-driven approach through a transparent and objective appraisal process. Our dedication to fostering a supportive and engaging work environment is further reinforced through the institution of awards and recognitions—heartfelt tokens of appreciation for the unwavering commitment and excellence demonstrated by our team.

## Boards' Report

### Disclosure Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013 ('POSH ACT')

Your company has always believed in providing a safe and harassment free work place for every individual working in the company's premises through various interventions and practices. The company always endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment. The company have a formal Anti Sexual Harassment policy in line with the requirements of The Sexual Harassment of Workmen at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal complaints committee has been set up to redress complaints contractual, temporary and trainees are covered under the policy.

The following is the summary of sexual harassment complaints received and disposed of during the 2025-2026: -

No. of complaints received: 1

No. of complaints disposed off: 1

### Maternity Benefit

Your Company is compliant with the statutory provisions of the Maternity Benefit Act, 1961.

### RBI Compliances

Pursuant to the RBI master direction on Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025, dated 28<sup>th</sup> November, 2025, the Company falls under the NBFC – Base Layer category. The Company continues to comply with all applicable regulations, directions, and guidelines issued by the Reserve Bank of India (RBI) from time to time as applicable.

The disclosures as prescribed under Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 has been duly disclosed in the financial statements of the Company under Notes to Accounts section.

### Fair Practice Code

The Company has in place a Fair Practices Code ("FPC") as approved by the Board, in compliance with the guidelines issued by RBI, to ensure better service and provide necessary information to customers enabling them to take informed decisions. The FPC is available on the website of the Company.

### Customer Grievance Redressal

The Company has a proper Customer Grievance redressal mechanism for receiving and handling customer complaints/grievances and to ensure that the customers are always treated in a fair and unbiased way. All grievances raised by the customers are dealt with courtesy and redressed expeditiously.

### Employees Stock Option Plan (ESOP)

Your Company had adopted an employee stock option plan viz. Unifinz Capital India Limited Employee Stock Option Plan 2025 ("UCIL ESOP 2025") with the approval of the Board of Directors in its meeting held on November 14, 2025 and the Shareholders of the Company through Special Resolution in the Extra Ordinary General Meeting held on December 10, 2025. The ESOP Plan provides for grant of stock options aggregating not more than 5% of equity share capital of the Company to eligible employees and Directors of the Company and its subsidiaries. Further, the ESOP Plan is in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (as amended from time to time). The ESOP Plan is administered by the Compensation Committee constituted by the Board of Directors of the Company.

During FY 2026, your Company has granted 40,50,000 stock options to the eligible employees of the Company. A statement setting out the details of options granted upto March 31, 2026 and other disclosures as required under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and Rule 12(9) of Companies (Share Capital & Debentures) Rules, 2014 for FY 2026, is enclosed as 'Annexure - III' to this report.

### Particulars of Employees and Other Additional Information

Information required as per Section 197(12) of the Companies Act, 2013 ("Act") read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed as **Annexure-IV** to this Report.

Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules is provided in the Annual Report, which forms part of this Report. Having regard to the provisions of the first proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to

the members of the Company. The said information is available for inspection at the Corporate Office of the Company on all working days during the business hours till the date of ensuing Annual General Meeting. Any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

### Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

During the year, the Company neither incurred any expenditure on conservation of energy, technology absorption nor have any foreign exchange earnings, outgo.

### Statutory Auditors and their Report

#### Statutory Auditors

Pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Members of the Company at the 42<sup>nd</sup> Annual General Meeting held on 30<sup>th</sup> July, 2025, approved the appointment of M/s. R Gopal & Associates, Chartered Accountants (Firm Registration No. 000846C), as the Statutory Auditors of the Company to hold office for a term of five consecutive years commencing from the conclusion of the 42<sup>nd</sup> Annual General Meeting till the conclusion of the 47<sup>th</sup> Annual General Meeting of the Company to be held in the year 2030.

The appointment was made based on the recommendation of the Audit Committee and the Board of Directors after considering the experience, expertise and credentials of the audit firm.

#### Auditors' Report:

Your Company's Directors have examined the Statutory Auditors' Report issued by M/s. R Gopal & Associates on the Annual Accounts of the Company for the financial year ended 31<sup>st</sup> March, 2026. There is no reservation, qualification or adverse remark made by the Statutory Auditors in their Report and their clarifications, wherever necessary, have been included in the Notes to the Accounts section as mentioned elsewhere in this Annual Report.

#### Secretarial Auditor

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies

Act, 2013, if any ("the Act"), the Audit Committee and the Board of Directors at their respective meetings held on 30<sup>th</sup> May, 2025 have approved subject to approval of Members, appointment of M/s. Singh US & Associates, (Peer Reviewed Firm: 6039/2024) of Company Secretaries in Practice as Secretarial Auditors for a term of 5(Five) consecutive years from April 1, 2025 till March 31, 2030. However, Mr. Uttav Singh has resigned as Secretarial Auditor of the Company on Preoccupation grounds w.e.f. 10<sup>th</sup> November, 2025.

Pursuant to Section 204 of the Companies Act, 2013 (the Act) and the Rules framed thereunder, the Company has received written consent and a certificate from Mr. Akash Goel, Practicing Company Secretary, confirming that he satisfies the criteria provided under Regulation 24A & other applicable provisions of the Listing Regulations and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and Rules framed thereunder. As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Akash Goel, Practicing Company Secretary, has confirmed that he holds a valid peer review certificate issued by the Peer Review Board of ICSI.

Accordingly, the Board of Directors at its meeting held on 14<sup>th</sup> November, 2025, after considering the expertise and experience of Mr. Akash Goel, Practicing Company Secretary, (FCS No. 13219/ Cop 22165, Peer Review No. 3283/2023), has proposed appointment as Secretarial Auditor of the Company. The proposed appointment is for a term of five consecutive years from FY 2025-26 till 2029-30. The said proposal forms a part of the notice of the AGM.

The Secretarial Audit Report issued by Akash & Co., Secretarial Auditor of the company for the financial year 2025-26 is attached as Annexure-V part of this Report.

#### Reporting of frauds by auditors

During the year under review, neither the statutory auditors nor the secretarial auditor has reported to the Audit Committee, under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's report, which forms part of this Integrated Annual Report.

#### Cost Auditor

The provision of section 148 of the Act relating to maintenance of cost records and cost audit are not applicable to the Company.

#### Extract of Annual Return

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies

## Boards' Report

(Management and Administration) Rules, 2014, a copy of the Annual Return for the Financial Year 2025-26, which will be filed with the Registrar of Companies/MCA, is hosted on the Company's website and can be accessed at <https://www.unifinz.in/investor>.

### Related Party Transactions

During the year under review, all contracts/arrangements/transactions entered into by the Company with related parties were in ordinary course of business and on an arm's length basis. There were no material related party transactions entered by the Company during the year under review.

Systems are in place for obtaining prior omnibus approval of the Audit Committee on an annual basis for transaction with related parties which are of a foreseeable and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted and a statement giving details of all transactions with related parties are placed before the Audit Committee for their review on a periodic basis. None of the transactions required members' prior approval under the Act or SEBI Listing Regulations.

Details of transactions with related parties during FY 2025-2026 are provided in the Note No. 39 of notes to the financial statements. There were no transaction requiring disclosure under section 134(3)(h) of the Act. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable and declaration regarding non- applicability is annexed as Annexure-VI. The Company has formulated a policy for dealing with related party transactions which is also available on website of the Company at <https://www.unifinz.in/investor.php>.

### Directors Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors, in terms of Section 134(3)(c) of the Companies Act, 2013 ("Act"), state that:

- (a) in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act, had been followed and there are no material departures;
- (b) the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March 2026 and of the profit of the Company for the year ended on that date;

- (c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the Directors had prepared the annual accounts on a 'going concern' basis;
- (e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### General

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

- a) Issue of equity shares with differential right as to dividend, voting or otherwise.
- b) Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
- c) Issue of Employees Stock Option to employees of the Company under any scheme.
- d) No significant or material orders were passed by the Regulators or Courts or tribunals which impact the going concern status and Company's operation in future.
- e) No fraud has been reported by the Auditors to the Audit Committee or the Board.

### Details of Application Made or any Proceeding Pending Under the Insolvency and Bankruptcy Code, 2016

As there is no application made or pending under Insolvency and Bankruptcy Code, 2016, so there is no requirement to give details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.

### Acknowledgements

Your directors wish to place on record their sincere appreciation for the continued support, cooperation, and assistance extended by the Company's Bankers, Regulatory Authorities, Financial Institutions, Stakeholders, Suppliers, Customers, and other valued Business Associates during the

year under review. Their sustained encouragement has been instrumental in the Company's performance and growth.

The Board also takes this opportunity to express its deep appreciation for the commitment, dedication, and hard work demonstrated by the Company's executives, officers, and staff at all levels. Their contributions have been pivotal to the Company's continued progress.

The Company is engaged in a single line of business; hence, separate segment reporting under applicable accounting standards is not required.

For and on behalf of the Board of Directors UNIFINZ CAPITAL INDIA LIMITED

	Sd/-	Sd/-
	<b>Manish Aggarwal</b>	<b>Ritu Sharma</b>
	Director	Director
Place: New Delhi	DIN: 09197754	DIN: 07960832
Date: June 10, 2026		

## Annexure-I to the Boards' Report Annual Report on Corporate Social Responsibility (CSR) Activities 2025-26

Sr. No.	Particulars	Remarks
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 project or programs.	The primary purpose of Unifinz CSR philosophy is to make a meaningful and measurable impact on the lives of economically, physically and socially challenged communities, by actively supporting initiatives that aim at creating suitable conditions for their sustainable livelihoods.  The CSR Policy of the Company is the guiding document to optimally allocate, manage and supervise prescribed CSR funds of the Company. The document spells out the Company's CSR mission of contributing towards social and economic development of the community and the strategy to work towards its mission statement. The company has adopted development areas that are in line with Schedule VII and further defines the nature of CSR initiatives to be undertaken. The policy document highlights the role of the CSR committee members too. The CSR Policy of the Company is line with Section 135 of the Companies Act, 2013, CSR Rules and Schedule VII of the Companies Act, 2013
2	The Composition of the CSR Committee.	As the amount to be spent for CSR activities does not exceed ₹ 50 lakhs, there is no requirement for constitution of CSR committee, function of such committee can be done by the board of the company.
3	Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.	NA
4	Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).	<b>Not Applicable</b> - as the Company does not have an average CSR obligation of ₹10 Crores or more in the three immediately Preceding financial years.
5	a. Average net profit of the Company for last three financial years.	7,77,85,960
	b. Two percent of average net profit of the company as per section 135(5):	15,55,719
	c. Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	NIL
	d. Amount required to be set off for the financial year, NIL if any:	
	e. Total CSR obligation for the financial year (b+c+d).	15,55,719

### (A) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)					
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).			
	Amount	Date of transfer.	Name of the Fund	Amount.	Date of transfer.	
1556000/-	Nil	N. A.	N. A.	Nil	N. A.	

### (B) Details of CSR amount spent against ongoing projects for the Financial Year:

-1	-2	-3	-4	-5	-6	-7	-8	-9	-10	-11	
Sr. No.	Name of the project	Item from the list of activities in Schedule VII to the Act.	Local area (yes/no)	Location of the project STATE DISTRICT	Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation Direct (Yes/No)	Mode of Implementation through implementing agency. Name	CSR Registration Number
-----NOT APPLICABLE-----											

### (C) Details of CSR amount spent against other than ongoing projects for the financial year:

-1	-2	-4	-5	-6	-7	-8		
Sr. No.	Name of project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project State District	Amount spent for the project (in ₹)	Mode of implementation Direct (Yes/No)	Mode of implementation- Through implementing agency. Name	CSR Registration Number
1	Chittaranjan Park Kali Mandir Society	Item (i) & (ii)	Yes	Delhi South Delhi	116000	No	Chittaranjan Park Kali Mandir Society	CSR00086775
2	Shri Gaushala	Item (vii)	No	Haryana Mandi Dabwali	360000	No	Shri Gaushala	CSR00102737
3	Upekshit Kshetra Utthan Nyas	Item (ii)	Yes	Delhi South Delhi	1000000	No	Upekshit Kshetra Utthan Nyas	
4	Vidya Wati Sewa Trust	Item (ii)	Yes	New Delhi South East Delhi	80000	No	Vidya Wati Sewa Trust	CSR00033691
<b>Total</b>						<b>15,56,000</b>		

### (D) Amount spent in Administrative Overheads

Not Applicable

### (E) Amount spent on Impact Assessment, if applicable

Not Applicable

### (F) Total amount spent for the Financial (8b + 8c + 8d + 8e)

15,56,000.00

### (G) Excess amount for set-off, if any

Sr. No.	Particulars	Amount (in ₹)
(i)	Two percent of average net profit of the Company as per Section 135(5)	15,55,719.00
(ii)	Total amount spent for the financial Year	15,56,000.00
(iii)	Excess amount spent for the financial year [(ii)-(i)]	281
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set-off in succeeding financial years [(iii) - (iv)]	281

### (H) Details of Unspent CSR amount for the preceding three financial years:-

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135(6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any.	Amount remaining to be spent in succeeding years (in ₹)	
				Name of the Fund	Amount (in ₹)	Date of transfer
---- Not Applicable ----						

## Annexure-I to the Boards' Report

### (I) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

1	2	3	4	5	6	7	8	9
Sr. No.	Project ID	Name of the project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year (in ₹)	Status of the Project- Completed / ongoing
---- Not Applicable ---								

(J) In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the Financial Year.: Not Applicable

- Date of creation or acquisition of the capital asset(s) --
- Amount of CSR spent for creation or acquisition of capital asset. --
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. --

Specify the reason(s), if the Company has failed to spend two per cent of the average net profits as per Section 135(5): - Not Applicable -

Date: 27.05.2026  
Place: Delhi

Sd/-  
**Manish Aggarwal**  
Director  
DIN No. 09197754

Sd/-  
**Ritu Sharma**  
Director  
DIN No. 07960832

## Annexure-II to the Board's Report Management Discussion and Analysis

### Industry Structure and Developments

#### Global Economic Overview

The global economy in 2025 operated in an environment characterized by shifting trade dynamics, geopolitical uncertainties and divergent growth trajectories among major economies. The implementation of higher tariff rates across several jurisdictions disrupted global trade flows and prompted businesses to accelerate imports during the early part of the year. Consequently, global economic growth moderated to approximately 2.8%-3.0% during 2025 as compared to 3.3% in 2024.

The United States experienced slower growth amid policy uncertainties and rising input costs, while China's economic expansion remained constrained by challenges in the property sector and external trade barriers. Growth across the Eurozone remained subdued owing to structural industrial challenges and fluctuating energy prices. Monetary policy actions also diverged among major economies as central banks responded differently to inflationary pressures and economic growth concerns.

Despite these challenges, global financial markets remained broadly resilient, supported by easing inflationary trends and selective policy support measures. However, geopolitical tensions and supply chain disruptions continued to pose risks to global growth prospects.

#### Indian Economic Overview

India continued to demonstrate remarkable economic resilience during FY 2025-26 and retained its position as the fastest-growing major economy in the world. Strong domestic consumption, sustained public capital expenditure, robust manufacturing activity and continued digital transformation supported economic growth despite global uncertainties.

According to advance estimates, India's real GDP growth for FY 2025-26 is estimated at approximately 7.6%. Growth was driven by strong manufacturing performance, resilient domestic demand, expanding services activity and continued government investment in infrastructure development. The services sector recorded robust growth led by financial services, real estate, professional services, trade, transportation and hospitality sectors.

Inflationary pressures moderated significantly during the year supported by favorable agricultural output, stable commodity prices and prudent monetary policy measures. The Reserve Bank of India maintained a supportive policy stance to sustain economic growth while ensuring price stability.

The Government of India continued its focus on fiscal consolidation while simultaneously promoting economic growth through infrastructure

development, tax reforms and policy initiatives aimed at improving ease of doing business. Foreign direct investment inflows remained healthy, reflecting investor confidence in India's long-term growth prospects.

#### Financial Services and NBFC Industry

India's financial services sector continued to expand steadily during FY 2025-26, supported by increasing formalization of the economy, rising digital adoption and improving financial inclusion across urban and rural markets.

The banking sector remained resilient with historically low levels of non-performing assets and strong capital adequacy. The NBFC sector also demonstrated stability, supported by adequate capitalization, healthy profitability and improving asset quality.

Digital lending, fintech innovation and technology-driven customer acquisition models continued to reshape the lending landscape. Increasing penetration of smartphones, digital payment infrastructure and account aggregator frameworks have enhanced access to credit, particularly in underserved and semi-urban markets.

Retail credit demand remained strong during the year, although regulators maintained close oversight of unsecured lending segments to ensure sustainable growth and prudent risk management. Secured lending products, including gold loans, vehicle finance and business loans, witnessed healthy demand supported by economic expansion and increasing credit awareness.

#### Outlook

India remains well positioned to maintain strong economic growth supported by favorable demographics, increasing formalization, rapid digital adoption and sustained policy reforms. Continued investments in infrastructure, financial inclusion and technology are expected to create significant opportunities for financial institutions and fintech-driven NBFCs.

The Company believes that the long-term growth potential of the Indian lending and financial services sector remains strong. Increasing demand for accessible and technology-enabled credit solutions, expanding digital ecosystems and supportive regulatory initiatives are expected to drive sustainable growth opportunities for the Company in the coming years.

The Company will continue to focus on responsible lending practices, technology-led innovation, prudent risk management and customer-centric solutions to capitalize on emerging opportunities while maintaining long-term financial sustainability.

## Annexure-III to the Board's Report

Disclosure under Securities and Exchange Board of India (Share Based Employee Benefit) Regulations, 2014 and Rule 12(9) of Companies (Share Capital & Debentures) Rules, 2014 for the financial year ended March 31, 2026 ("FY 2026")

### A. Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013 including the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any other relevant accounting standards as may be prescribed from time to time

Please refer Note no. 38 (e) of Standalone Financial Statements for FY 2026.

### B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by Central Government or any other relevant accounting standards as issued from time to time

Please refer Note no. 38 (e) of Standalone Financial Statements for FY 2026.

### C. Summary of status of stock options granted:

#### I. The description of Unifinz Capital India Limited - Employee Stock Option Plan 2025 is summarised as under:

S. No.	Particulars	Details
1	Date of shareholders' approval	December 10, 2025
2	Total number of options approved under the Scheme	50,00,000*
3	Vesting requirements	Vesting may be time based or performance based as determined by the Compensation Committee, from time to time.
4	Exercise price or pricing formula	As determined by the compensation Committee, from time to time.
5	Maximum term of options granted	As determined by the compensation Committee, subject to the compliance of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
6	Source of shares (primary, secondary or combination)	Primary
7	Variation in terms of options	Nil

\*Pursuant to the provisions of the Company's ESOP Plan, the number of Options and the Exercise Price shall be appropriately adjusted in the event of any sub-division, split, consolidation of Equity Shares or any other corporate action. Accordingly, the number of Options shall increase and the Exercise Price shall reduce in case of a split/sub-division, and vice versa in case of consolidation.

#### II. Method used to account for ESOP

The fair value at grant date has been determined using the Black- Scholes model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

#### III. Where the company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed

Not applicable.

#### IV. Option movement during the year

Number of options outstanding at the beginning of the year	Nil
Number of options granted during the year	40,50,000
Number of options forfeited / lapsed during the year	Nil
Number of options vested during the year	Nil
Number of options exercised during the year	Nil
Number of shares arising as a result of exercise of options	Nil

Money realized by exercise of options (₹), if scheme is implemented directly by the Company	Not Applicable
Loan repaid by the Trust during the year from exercise price received	Not Applicable
Number of options outstanding at the end of the year	40,50,000
Number of options exercisable at the end of the year	Nil

#### V. Weighted-average exercise prices and weighted-average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock

Not Applicable

#### VI. Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to:

##### a. Senior Managerial Personnel

Name	Designation	No. of Options Granted During the Year	Exercise Price
Mr. Srikanta Kumar Khatei	Chief Technology Officer	60,000	₹ 10/- per option
Mr. Vijay Kumar Singh	Chief Financial Officer	60,000	₹ 10/- per option
Mr. Ankur Koul	Chief Marketing Officer	50,000	₹ 10/- per option
Mr. Adesh Saunakiya	Head-Product	35,000	₹ 10/- per option
Mr. Devendra Singh	Head of operations & Customer Care	35,000	₹ 10/- per option
Mr. Amit Kumar	Head Recovery	35,000	₹ 10/- per option
Ms. Ritu Tomar	Company Secretary	35,000	₹ 10/- per option
Ms. Priyanka Sachdeva	Head HR & Admin	35,000	₹ 10/- per option

##### b. Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and

Name	Designation	No. of options granted during the year	% of options granted
-	-	-	-

##### c. Identified employees who were granted option during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant.

Name	Designation	No. of options granted during the year	Exercise Price
Mr. Kaushik Chatterjee	Chief Executive Officer	34,15,000	₹ 10/- per option

#### VII. A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

##### a. The weighted-average values of share price, exercise price, expected volatility, expected option life, expected dividends, the risk-free interest rate and any other inputs to the model;

Weighted-average values of share price	₹ 92.05/-
Exercise price	₹ 10
Expected volatility	54.83% - 56.80%
Expected option life	Less than 1%: Vesting period Vest 1: 2.50 Years Vest 2: 3.00 Years Vest 3: 3.50 Years More than 1%: Vesting Frequency: in one time First Year : 100%
Expected dividends	0.75%
The risk-free interest rate	6.23%- 6.40%

## Annexure-III to the Boards' Report

**b. the method used and the assumptions made to incorporate the effects of expected early exercise**

Black-Scholes option pricing Model

**c. How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and Volatility is a measure of the amount by which a price has fluctuated or is expected to fluctuate during a period.**

The measure of volatility used in the Black Scholes option pricing model is the annualized standard deviation of the continuously compounded rates of return on the stock over a period of time. The entity's stocks were publicly traded on BSE. Hence, we have taken the daily volatility of the share prices on Investing.com, over a period prior to the date of grant, corresponding to the expected life of the options.

**d. Whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition**

The fair value of the options was determined using the Black-Scholes Option Pricing Model. The valuation considered factors such as the market price of the share, exercise price, expected life of the option, expected volatility, expected dividend yield and risk-free interest rate. No additional market-based conditions were considered in determining the fair value of the options.

**Disclosures in respect of grants made in three years prior to IPO under each ESOP**

No Applicable

## Annexure-IV to the Board's Report

Details Pertaining to Remuneration as Required Under Section 197(12) of the Companies Act, 2013 read with Rule 15(i) of the Companies (Appointment of Managerial Personnel) Rules, 2014.

### Particulars of Employees

a) Remuneration details under Rule 15(i) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended for the financial year ended 31 March 2026

Name of Director/ Key Managerial Personnel	Designation	Ratio of remuneration of director to median remuneration of employees	% increase in remuneration in FY2026
<b>(A) Non-Executive Director</b>			
Ms. Ritu Sharma*	Non-Executive Director	1.99:1	-
Mr. Manish Aggarwal	Non-Executive Director	0.83:1	-
Mr. Rishi Kapoor	Independent Director	1.72:1	-
Mr. Ankit Singhal	Independent Director	0.25:1	-
Mr. Vinod Kumar	Independent Director	1.86:1	-
Mr. Shubh Charn Bansal	Independent Director	0.83:1	-
<b>(B) Key-Managerial Personnel</b>			
Mr. Vijay Kumar Singh	Chief Financial Officer	32.68:1	-
Mr. Kaushik Chatterjee	Chief Executive Officer	54.35:1	49.37
Ms. Ritu Tomar	Company Secretary	3.83:1	30.00

Note 1- The Independent Directors have been paid only sitting fees during the financial year, hence their remuneration with the median remuneration of the employees is not comparable. However, their ratio of sitting fees paid to the median remuneration of employees have been provided above.

\*Note 2- Ms. Ritu Sharma, Non-Executive Director of the Company, receives remuneration for professional consultancy services rendered to the Company in her professional capacity. The remuneration paid is in accordance with the applicable provisions of the Companies Act, 2013 and has been duly approved by the Board of Directors, wherever required.

b) The percentage increase in the median remuneration of the employees in the Financial Year is Nil as there has not been any increment of median remuneration of employees as compare to the last financial year.

c) The number of permanent employees on the rolls of the Company at the end of the Financial Year is **517 employees.**

d) The average percentile increase in remuneration of the employees in FY26 was **10.00%.**

It is hereby affirmed that the remuneration of Directors and Key Managerial Personnel is as per the Remuneration Policy of the Company.

## Annexure-V to the Board's Report Form No. MR-3 Secretarial Audit Report For the financial year ended 31st March 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
**Unifinz Capital India Limited**  
5<sup>th</sup> Floor, Rajlok Building, 24, Nehru Place,  
South Delhi, New Delhi-110019

**CIN:** L17111DL1982PLC013790  
**Authorized Share Capital:** 90,00,00,000  
**Paid up Share Capital:** 44,26,80,850  
**Date of Incorporation:** 02/06/1982

I was appointed by the Board of Directors of Unifinz Capital India Limited to conduct Secretarial Audit for the period commencing from 1<sup>st</sup> April 2025 to 31<sup>st</sup> March 2026.

The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Unifinz Capital India Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Unifinz Capital India Limited ("the Company") for the financial year ended on 31<sup>st</sup> March 2026 according to the provisions of following Laws (whichever applicable):

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- e. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **Not Applicable during the period under review.**
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable during the period under review.**
- a. and other applicable laws.

In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

In respect of Direct and Indirect Tax Laws like Income Tax Act, Goods & Service Tax Act, Excise & Custom Acts we have relied on the Reports given by the Statutory Auditor of the company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

- (ii) The Listing Agreements entered into by the Company with BSE Limited (BSE);

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**I further report that** the Board of Directors of the Company is duly constituted with an appropriate balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board during the period under review were carried out in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

However, during the period under review, there was one instance of non-compliance with Regulation 17(l) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to the non-filling of the vacancy of a Woman Director within the prescribed period of three months. In this regard, BSE Limited imposed a penalty of

₹2,47,800, which was subsequently paid by the management of the Company. Thereafter, the Company applied for waiver of the aforesaid penalty, and the application was subsequently accepted by

the Internal Regulatory Oversight and Review Group ("IRORG") of BSE Limited.

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

The dissenting members' views were required to be captured and recorded as part of the minutes wherever applicable.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For **Akash & Co.**  
Company Secretaries

Sd/-

**Akash Goel**

Company Secretary in Practice

M. No. 13219

C. P No. 22165

PR No. 3283/2023

UDIN: F013219H000598463

Date: 09.06.2026  
Place: Noida

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report

## Annexure-V to the Boards' Report

### Annexure-A

To,  
The Members,  
**Unifinz Capital India Limited**  
5<sup>th</sup> Floor, Rajlok Building, 24, Nehru Place, South Delhi, New Delhi-110019

My Secretarial Audit Report for Financial Year ended on 31<sup>st</sup> March 2026 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Account of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of event etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For **Akash & Co.**  
Company Secretaries

Sd/-  
**Akash Goel**  
Company Secretary in Practice  
M. No. 13219  
C. P No. 22165  
PR No. 3283/2023  
UDIN: F013219H000598463

Date: 09.06.2026  
Place: Noida

## Annexure-VI to the Board's Report

### Form-AOC-2

#### Particulars of contracts / arrangements made with related parties

[Pursuant to Clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013, and Rule 8(2) of the Companies (Accounts) Rules, 2014

This Form pertains to the 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 arm's length transactions under third proviso thereto.

#### Details of contracts or arrangements or transactions not at arm's length basis

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2026, which were not at arm's length basis.

#### Details of material contracts or arrangement or transactions at arm's length basis

There were no material contracts or arrangements or transactions entered into during the year ended March 31, 2026.

Place: New Delhi  
Date: 10<sup>th</sup> June, 2026

For and on behalf of the Board of Directors  
Sd/-  
**Manish Aggarwal Director**  
DIN: 09197754

# Report on Corporate Governance

## Report on Corporate Governance

Pursuant to Regulation 34 read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Directors present the Report on Corporate Governance of the Company as follows:

### Company Philosophy on Corporate Governance

Unifinz Capital India Limited follows the best governance practices with highest integrity, transparency and accountability. Your Company is committed towards achieving the highest standards of Corporate Governance right from its establishment by staying true to its core values of Customer first, transparency, fairness in action, accountability, integrity and equity in all its engagements. Your Company's Corporate Governance framework ensures that it makes timely and appropriate disclosures and shares factual and accurate information to its stakeholders so as to make an informed decision. Your Company believes that good Corporate Governance is much more than complying with legal and regulatory requirements.

The Company has created a transparent working system for their employees and motivate them in a best manner. Corporate Governance is a journey for constantly improving sustainable value creation and is an upward moving target. In order to keep up the highest level of standards, the Company reviews its Corporate Governance practices periodically against the backdrop of the latest developments in the corporate arena, thereby endeavouring to confirm to the highest standards of Corporate Governance practices. We embedded corporate governance in our day-to-day business practices. Ethical dealings, transparency, fairness, disclosure and accountability are the main thrust of the working of the Company.

The Company is in compliance with RBI master direction on Reserve Bank of India (Non-Banking

As at the end of financial year 2026, the total Board strength comprises of the following:

Name of Directors	Designation and Category	DIN	Directors since	Membership of other Board Committees as on March 31, 2026		Directorships in other listed companies and category of Directorship as on March 31, 2026	No. & (%) of Equity shares Held*
				As Member	As Chairperson		
Mr. Manish Aggarwal	Non- Executive Director	09197754	14.10.2025	0	1	0	0
Ms. Ritu Sharma	Non- Executive Woman Director	07960832	14.10.2025	3	0	0	0
Mr. Ankit Singhal	Non- Executive, Independent Directors	03592385	12.08.2022	1	0	1	0
Mr. Vinod Kumar	Non- Executive, Independent Director	07891684	08.02.2024	1	0	0	0
Mr. Shubh Charn Bansal	Non- Executive, Independent Director	11270668	14.10.2025	1	0	0	386255 (0.87%)
Mr. Rishi Kapoor	Non- Executive, Independent Director	09844727	05.08.2023	0	2	0	0

Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025, dated 28<sup>th</sup> November, 2025, the Company falls under the NBFC – Base Layer category. The Company continues to comply with all applicable regulations, directions, and guidelines issued by the Reserve Bank of India (RBI) from time to time as applicable, the Companies Act, 2013 (hereinafter "the Act"), Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter "SEBI LODR Regulations") and all other applicable rules and regulations.

### Code of Conduct and Ethics

The Board of Directors has amended the Code of Conduct and Ethics to align with the provisions of the Companies Act, 2013. The confirmation from the CEO and CFO regarding compliance with the code by all the Directors and Senior Management forms part of the Report. The Code of Conduct and Ethics is displayed on the website of the Company (<https://www.unifinz.in>).

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

### Governance Structure

#### Board of Directors

##### (a) Composition and Category of Board of Directors

The Company is managed and controlled by professional Board of Directors ("the Board") comprising of blend of Executive and Non-executive Directors with considerable professional expertise and experience which provides leadership and guidance to the management. As on 31<sup>st</sup> March, 2026, the Board of the Company comprises of Six Directors (including fulfilling the criteria of one-woman Director also complied).

#### Notes:

- Mr. Manish Aggarwal and Ms. Ritu Sharma has been appointed as non-executive director and Mr. Shubh Charn Bansal as Independent Director of the company with effect from 14<sup>th</sup> October, 2025 and regularized in the Extra-Ordinary General Meeting held on 10<sup>th</sup> November, 2025.
- Non-Executive, Independent Directors do not hold any share in the Company as on 31<sup>st</sup> March, 2026 except Mr. Shubh Charn Bansal, Non-Executive, Independent Directors holds 0.87% in equity and the Company has not issued any convertible instruments.
- This includes Directorship in public limited companies (including subsidiaries of public limited companies) and excludes Directorship in this Company, associations, private, foreign and Section 8 companies.
- Represents Chairmanships/Memberships of Audit Committee and Stakeholders Relationship (Shareholders'/Investors' Grievance) Committee. This includes Chairmanships/Memberships in Public Limited Companies (including subsidiaries of public limited companies) and excludes Chairmanships/Memberships in this Company, private, foreign and Section 8 companies.

##### (b) Number of Board Meetings

Twelve Board Meetings were held during the Financial Year 2025-26 and the maximum time gap between any two consecutive meetings did not exceed one hundred and twenty days.

The dates, on which the Board meetings were held, are as follows:

24<sup>th</sup> April, 2025, 30<sup>th</sup> May, 2025, 28<sup>th</sup> June, 2025, 12<sup>th</sup> August, 2025, 14<sup>th</sup> October, 2025, 14<sup>th</sup> November, 2025, 22<sup>nd</sup> December, 2025, 12<sup>th</sup> January, 2026, 5<sup>th</sup>

February, 2026, 6<sup>th</sup> February, 2026, 7<sup>th</sup> March, 2026 and 28<sup>th</sup> March, 2026.

The Agenda, along with the supporting documents, explanatory notes and information, as enumerated under Companies Act, 2013 and Listing Regulations, are made available to the Board along with the notice of respective meetings in advance in order to enable them to make value addition and discharge their duties diligently during the meetings. The Company undertakes steps to rectify instances of non-compliance, if any.

##### (c) Attendance of Directors at Board Meetings, Annual General Meeting:

The names and categories of the Directors on the Board, along with their attendance at the Board Meetings held during the year ended 31<sup>st</sup> March 2026, and at the last Annual General Meeting, are given below:

Name of Directors	Relationship with other directors	No. of Board Meetings		Whether attended the Last AGM
		Entitled to attend	Attended	Attended
Mr. Pawan Kumar Mittal <sup>2</sup>	Spouse of Mrs. Kiran Mittal	5	5	Yes
Mrs. Kiran Mittal <sup>1</sup>	Spouse of Mr. Pawan Kumar Mittal	1	1	No
Mr. Manish Aggarwal <sup>4</sup>	-	7	7	NA
Mrs. Ritu Sharma <sup>4</sup>	-	7	7	NA
Mr. Ankit Singhal	-	12	12	Yes
Mr. Vinod Kumar	-	12	12	Yes
Mr. Shubh Charn Bansal <sup>4</sup>	-	7	7	NA
Mr. Rishi Kapoor	-	12	12	Yes
Ms. Bhawna Saunkhiya <sup>3</sup>	-	0	0	No

- Mrs. Kiran Mittal has resigned from the position of non-executive director of the company w.e.f. 01<sup>st</sup> May, 2025.
- Mr. Pawan Kumar Mittal has resigned from the position of non-executive director of the company w.e.f. 31<sup>st</sup> October, 2025
- Ms. Bhawna Saunkhiya was appointed as a Non-Executive & Independent Director with effect from 12<sup>th</sup> August, 2025 and subsequently resigned from the position with effect from 06<sup>th</sup> October, 2025.
- Ms. Ritu Sharma and Mr. Manish Aggarwal was appointed for the position of non-executive director of the company and Mr. Shubh Charn Bansal was appointed for the position of Non-Executive, Independent Director of the company w.e.f. 14<sup>th</sup> October, 2025 and regularized in the Extra-ordinary General Meeting held on 10<sup>th</sup> December, 2025.

## Report on Corporate Governance

### (d) Familiarization Programme of Independent Directors

Independent Directors of the Company are eminent personalities having wide experience in the fields of Finance, Education, Commerce and Administration. Their presence on the Board has been advantageous and fruitful in taking business decisions.

The details of programmes conducted for familiarization of Independent Directors with the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company.

### (e) Core Skills/Expertise/Competencies of Directors

The existing Board of Directors of the Company comprises of appropriate skills/expertise/competencies in diversified domains for its effective functioning. Further, the Board has identified the skills/expertise/competencies of each Director in accordance with their rich and varied experience across different sectors, in the following manner:

Area of Expertise	Name of Directors					
	Mr. Manish Aggarwal	Mrs. Ritu Sharma	Mr. Ankit Singhal	Mr. Vinod Kumar	Mr. Shubh Charn Bansal	Mr. Rishi Kapoor
Industry knowledge/ experience & Technical Expertise	✓	✓	✓	✓	✓	✓
Business Administration & Management	✓	✓	✓	✗	✓	✓
Corporate Governance and Compliance	✓	✗	✓	✓	✓	✓
Finance & Legal	✓	✓	✗	✓	✓	✗

Independent Directors have confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Companies Act, 2013.

### (f) Resignation of Independent Director

During the year the company has not received resignation letter from any independent Director.

### Committees of the Board

The Company has constituted the following committees for the smooth functioning of the Board:

- Audit Committee;
- Nomination and Remuneration Committee;
- Stakeholders Relationship Committee.
- Risk Committee (w.e.f. 27<sup>th</sup> May, 2026 the nomenclature changed to "Risk Management Committee")
- Finance Committee (w.e.f. 27<sup>th</sup> May, 2026 the nomenclature changed to "Asset-Liability Management Committee")

### Separate Meeting of Independent Directors:

The role of Independent Directors is to review the performance of the Non-Independent Directors (including the Chairman) and the entire Board and also to assess the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

During the year ended, the Independent Directors met amongst themselves without the presence of the Company executives.

The composition of all Board Committees is in accordance with the provisions of the Companies Act, 2013.

The Company's provisions relating to Board Meeting are applicable to Committee Meetings. The minutes of proceedings of Committee Meetings are circulated to the respective committee members and placed before Board Meetings for discussion/noting.

Detail of the composition, number of meetings held during the year, attendance of members and scope of the committees are as below:

### (a) Audit Committee Composition

The Audit Committee of the Company comprises of Mr. Rishi Kapoor, Mr. Vinod Kumar and Mrs. Ritu Sharma. Mr. Rishi Kapoor, an Independent Director of the Company is the Chairman of the Committee. The Internal Auditor reports directly to the Committee. The Company Secretary acts as the Secretary of the Committee.

### Meeting and Attendance

During the Financial Year 2025-2026, Six Meetings of the Audit Committee were held on 30<sup>th</sup> May, 2025, 12<sup>th</sup> August, 2025, 14<sup>th</sup> November, 2025, 12<sup>th</sup> January, 2026, 06<sup>th</sup> February, 2026 and 07<sup>th</sup> March, 2026.

The following table summarises attendance details of Audit Committee members during the year under review:

Name of Member	Category	Meetings Attended
Mr. Rishi Kapoor	(Chairman) Non-Executive, Independent Director	6
Mr. Vinod Kumar (inducted w.e.f. 14 <sup>th</sup> October, 2025)	(Member) Executive Director, Independent Director	4
Mrs. Ritu Sharma (inducted w.e.f. 14 <sup>th</sup> October, 2025)	(Member) Non-Executive	4
Mr. Pawan Kumar Mittal (ceased to be the members w.e.f. 14 <sup>th</sup> October, 2025)	(Ex-Member) Non-Executive	2
Mr. Ankit Singhal (ceased to be the members w.e.f. 14 <sup>th</sup> October, 2025)	(Ex-Member) Executive Director, Independent Director	2

All the members of Audit Committee have the requisite qualification for appointment in the Committee and possess sound knowledge of finance, accounting practices and internal controls.

The Company Secretary acts as the Secretary for the Audit Committee. The Internal Auditor, statutory auditor, CEO, Heads of Finance and Accounts Department and other persons attend the meeting on invitation.

### Scope of the Audit Committee

The Audit Committee, inter alia, supports the Board to ensure an effective internal control environment. The Committee discharges such duties and functions with powers generally indicated in Listing Regulations.

### The scope of the Audit Committee is as follows:

#### Terms of Reference

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
- Reviewing, with the management, the Annual Financial Statements and Auditor's Report thereon before submission to the Board for approval, with particular reference to:
  - (a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - (b) Changes, if any, in accounting policies and practices and reasons for the same;
  - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
  - (d) Significant adjustments made in the financial statements arising out of audit findings;
  - (e) Compliance with listing and other legal requirements relating to financial statements;
  - (f) Disclosure of any Related Party Transactions; and
  - (g) Qualifications in Draft Audit Report
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with Related Parties;

## Report on Corporate Governance

- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- Evaluation of Internal Financial Controls and Risk Management Systems;
- Reviewing, with the management, performance of Statutory and Internal Auditors, adequacy of the Internal Control Systems;
- Reviewing the adequacy of Internal Audit Function, if any, including the structure of the Internal Audit Department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of Internal Audit;
- Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Reviewing reports of internal audit and discussing with Internal Auditors on any significant findings of any internal investigations by the Internal Auditors and the executive management's response on matters and follow-up thereon;
- Reviewing reports of Cost audit, if any, and discussion with Cost Auditors on any significant findings by them;
- Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- Looking into the reasons for substantial defaults in the payment to the Depositors, Debenture Holders, Shareholders (in case of non-payment of declared dividends) and creditors;
- Reviewing the functioning of the Whistle Blower Mechanism;
- Approval of appointment of Chief Financial Officer after assessing the Qualifications, experience and background, etc. of the candidate;
- Recommending to the Board, the appointment and fixation of remuneration of Cost Auditors, if applicable;
- Evaluating Internal Financial Controls and Risk Management Systems and reviewing the Company's financial and risk management policies;
- Reviewing the Management Discussion and Analysis of financial condition and results of operations;
- Reviewing the statement of significant Related Party Transactions (as defined by the Audit Committee), submitted by management;
- Reviewing the Management Letters / letters of internal control weaknesses issued by the Statutory Auditors;
- Reviewing the Internal Audit Reports relating to internal control weaknesses;
- Reviewing compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, and verify that the systems for internal controls are adequate and are operating effectively; and
- Reviewing the utilisation of loans and/or advances from/investment by the Company in its subsidiary companies exceeding ₹100 crore or 10% of the asset size of the subsidiary, whichever is lower.
- Recommending to the Board, the appointment, removal and terms of remuneration of Chief Internal Auditor.
- Reviewing the statement of deviations as follows:
  - quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(i).
  - annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).
  - Nomination and Remuneration Committee

### Composition

The Nomination and Remuneration Committee of the Company comprises of three Non-Executive Directors namely Mr. Rishi Kapoor, Mr. Ankit Singhal and Mrs. Ritu Sharma. Mr. Rishi Kapoor is the Chairman of the Committee.

### Meeting and Attendance

During the Financial Year 2025-2026, Four Meetings of the Nomination and Remuneration Committee were held on 12<sup>th</sup> August, 2025,

14<sup>th</sup> October, 2025, 12<sup>th</sup> January, 2026 and 07<sup>th</sup> March, 2026.

The following table summarises attendance details of Nomination and Remuneration Committee members during the year under review:

Name of Member	Category	Meetings Attended
Mr. Rishi Kapoor	(Chairman) Non-Executive, Independent Director	4
Ms. Ritu Sharma (Inducted as member w.e.f. 14 <sup>th</sup> October, 2025)	(Member) Non-Executive	2
Mr. Ankit Singhal	(Member) Non-Executive, Independent Director	4
Mr. Vinod Kumar (Ceased to be member w.e.f. 14 <sup>th</sup> October, 2025)	(Ex-Member) Non-Executive, Independent Director	2

### Terms of Reference

The Nomination and Remuneration Committee is empowered to review and recommend to the Board of Directors, appointment/re-appointment, remuneration and commission of the Directors and Senior Management of the Company with the guidelines laid down under the statute.

The terms of reference of the Committee inter alia, includes the following:

- Formulating the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a Policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
- Formulating a criteria for evaluation of performance of Independent Directors and the Board of Directors;
- Devising a Policy on diversity of Board of Directors;
- Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in

accordance with the criteria laid down and recommend to the Board of Directors their appointment and removal;

- Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors; and
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

### Performance evaluation criteria for Independent Directors

Pursuant to the provisions of the Act, the Nomination and Remuneration Committee has laid down the Criteria for performance evaluation of the Board of Directors. The Board carries out the annual performance evaluation of its own performance, the Directors individually, Chairman as well as the evaluation of the working of its Nomination and Remuneration Committee. The performance of individual Directors including the chairman is evaluated on the parameters such as level of understanding and contribution, leadership skills, interpersonal skills, independence of judgment, safeguarding the interest of the Company and its shareholders etc. The performance evaluation of the Independent Directors is carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors is carried out by the Independent Directors and the Directors expressed their satisfaction with the evaluation process.

### Remuneration of Directors

Independent Directors of the Company were paid sitting fees for every meeting of Board of Directors, committee meetings and of Independent Directors.

The Independent Directors bring rich experience, expertise, and independent judgment to the Board's deliberations. Their valuable inputs, guidance, and strategic insights on key business and governance matters contribute significantly to the effective functioning of the Board and the overall growth and sustainability of the Company.

## Report on Corporate Governance

### The Details of Sitting Fees/Remuneration Paid to the Directors During the Financial Year 2025 -26 are as Under:

Non-Executive Directors/ Independent Directors are paid sitting fees for attending the meetings of Board of Directors within the prescribed limits. The table below provides the details of the sitting fees paid to the Non-Executive Directors during the FY 2025-2026:

S. No	Name of the Director	Sitting fees paid (in ₹)	Remuneration paid (in ₹)	Total (in ₹)
1	Mr. Manish Aggarwal (Non-executive Director) w.e.f. October 14, 2025	2,61,600	-	2,61,600
2	Ms. Ritu Sharma (Non-executive Director) w.e.f. October 14, 2025	-	6,30,380	6,30,380
3	Mr. Rishi Kapoor	5,45,000	-	5,45,000
4	Mr. Ankit Singhal	78,480	-	78,480
5	Mr. Vinod Kumar	5,88,600	-	5,88,600
6	Mr. Shubh Charn Bansal (Independent Director) w.e.f. October 14, 2025	2,61,600	-	2,61,600

No Directors of the Company have been granted options/shares pursuant to Unifinz Capital India Limited Employee Stock Option Scheme 2025 ("UCIL ESOP 2025")

### Particulars of Employees and Other Additional Information

Directors with materially significant, pecuniary or business relationship with the Company

The transactions with related parties are furnished in note no. 31 of Financial Statements, as stipulated under Accounting Standard (Ind AS) 24. Apart from related party transactions furnished in note no. 31, there are no transactions of material nature with Directors or their relatives and others, which may have potential conflict with the Company's interest. The Register of Contracts required to be maintained under Section 189(1) and Rule 16(1) of the Act, containing the details of the contracts, in which the Directors are concerned or interested, is placed at the meeting of the Board of Directors for their approval and noting, on a periodical basis.

During the year, no pecuniary or business relationship existed between the Non-executive and Independent Directors and the Company.

With the applicability of the Act and Listing Regulations, transactions attracting provisions of Section 188 which are in ordinary course of business and are at arm's length have been entered into after being reviewed, scrutinized and approved by the Audit Committee and with approval of the Board. No transactions which are not in ordinary course of business and are not at arm's length have been entered into with any related party.

The Related Party Transactions Policy of the Company is available on the website of the Company at the link: <https://www.unifinz.in>.

### (c) Stakeholders Relationship Committee

Your Company has a Stakeholders Relationship Committee in compliance with Section 178(5) of the Act and Regulation 20 of SEBI Listing Regulations.

The Stakeholders Relationship Committee of the Company comprises of three Members consisting of Non-Executive & Independent Directors Mr. Manish Aggarwal the Chairman of the Committee, Mrs. Ritu Sharma and Mr. Shubh Charn Bansal are members of the committee. Mrs. Ritu Tomar act as Compliance Officer of the Company.

The Stakeholders Relationship Committee met four times during the year under review on April 14, 2025, August 12, 2025, October 14, 2025 and 12 January, 2026. The composition of the Stakeholders Relationship Committee as on March 31, 2026 and the details of attendance for the FY 2025-26 are as under:

The following table summarises attendance details of Stakeholder Relationship members during the year under review:

Name of Member	Category	Meetings Attended
Mr. Manish Aggarwal (inducted as Chairman w.e.f. 14.10.2025)	(Chairman) Non-Executive Director	1
Mr. Shubh Charn Bansal (inducted as member w.e.f. 14.10.2025)	(Member) Non-Executive Director, Independent Director	1
Mrs. Ritu Sharma (inducted as member w.e.f. 14.10.2025)	(Member) Non-Executive Director	1

Name of Member	Category	Meetings Attended
Mr. Pawan Kumar Mittal (ceased to be member w.e.f. 14.10.2025)	(Ex-Member) Non-Executive Director	3
Mr. Ankit Singhal (ceased to be member w.e.f. 14.10.2025)	(Ex-Member) Non-Executive Director, Independent Director	3
Mr. Rishi Kapoor (ceased to be Chairman of committee w.e.f. 14.10.2025)	(Ex-Chairman) Non-Executive Director, Independent Director	3

During the year under review, Company has received no complaint from the shareholders of the Company.

The terms of reference of this Committee are in line with Act and SEBI Listing Regulations. The role and responsibilities of the Stakeholders Relationship Committee inter-alia includes:

- Resolving the grievances of the security holders of the Company, including complaints related to transfer / transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new / duplicate certificates on subdivision / split / consolidation / renewal / re-materialisation, general meetings and such other investor-related matters;
- Noting of investor service requests relating to transfer / transmission, sub-division / splitting and consolidation of securities certificate, issue of letter of confirmation, claim from unclaimed suspense account and to consider and approve requests for dematerialisation and re-materialisation of shares including coordination with depositories, depository participants and Registrar and Share Transfer Agents in compliance with applicable laws, SEBI guidelines and provisions of Companies Act, 2013;
- Review of measures taken for effective exercise of voting rights by shareholders;
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar to an Issue and Share Transfer Agent;
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the company;

- To specifically look into various aspects of interest of shareholders, debenture holders and other security holders of the Company.

### (d) Risk Management Committee

Your Company has Risk Management Committee in compliance with Chapter III of Reserve Bank of India (Non-Banking Financial Companies - Governance) Directions dated November 28, 2025, which monitors the risk management strategy of the Company. In order to ensure best governance practices, the Company has established risk management process for each line of its business and operations. These processes have been implemented through the specific policies adopted by the Board of Directors of the Company from time to time. Nevertheless, entire processes are subjected to robust independent internal audit review to arrest any potential risks and take corrective actions. The Risk Management Committee of the Board has met on 07<sup>th</sup> March, 2026.

The composition of the Risk Management Committee as on March 31, 2026 and the details of attendance for the FY 2025-26 is as under:

Name of Member	Category	Meetings Attended
Mr. Kaushik Chatterjee	(Chairman) Chief Executive Officer	1
Mr. Manoj Swain	(Member) Head-Technology	1
Mr. Devendra Singh	(Member) Head-Operations	1

RMC responsibilities Oversight of the overall risk management framework of the Company.

- Review and monitoring of key risks including credit, liquidity, operational, compliance, fraud, outsourcing, IT & cybersecurity, digital lending, and emerging risks.
- Monitoring adherence to Board-approved risk appetite, policies, prudential limits, and regulatory requirements.
- Review of sectoral exposures, lending practices, interest rate risk, and earnings at risk.
- Oversight of fraud risk management framework, Early Warning Systems (EWS), and internal control mechanisms.
- Oversight of outsourcing risk management and material outsourcing arrangements.
- Review of ML/TF risk assessment framework, KYC compliance, and customer risk categorization processes.

## Report on Corporate Governance

- Oversight of operational resilience, business continuity, disaster recovery, and cybersecurity preparedness.
- Review of risk mitigation measures, stress testing, and resilience frameworks.
- Escalation of material risk concerns and adverse developments to the Board.
- Coordination with other governance committees to ensure integrated risk oversight across the Company.

### (e) Finance Committee

The finance committee has been constituted to

- Assess the borrowing needs of the Company including evaluating the company's financial position and funding requirement and determine the amount to be borrowed, to Evaluate, analyze and select suitable funding options (NBFCs, Banks or other financial institutions).
- Approval of the Borrowing terms & conditions i.e. Loan amount, Interest rate repayment tenure, Security etc.
- Compliance with legal requirements and obtain necessary approvals of Board of Directors and Shareholders
- Monitor utilization of borrowed funds and ensure timely repayment of loan and interest.

During the financial Year 2025-26 the company has met Thirty-Three (33) times on 09 May 2025, 16 May 2025, 22 May, 2025 28 May, 2025 13 June, 2025 25 June, 2025 04 July, 2025, 09 July, 2025, 24 July, 2025, 31 July, 2025, 14 August, 2025, 23 August, 2025, 31 August, 2025, 09 October 2025, 10 October, 2025, 14 October, 2025, 29 October, 2025, 20 November, 2025, 04 December, 2025, 16 December, 2025, 20 December, 2025, 22 December, 2025, 30 December, 2025, 09 January, 2026, 21 January, 2026, 10 February, 2026, 20 February, 2026, 24 February, 2026, 13 March, 2026, 27 March, 2026, 28 March, 2026, 29 March, 2026 and 31 March, 2026.

Name of Member	Category	Meetings Attended
Mr. Kaushik Chatterjee	(Chairman) Chief Executive Officer	33
Ms. Ritu Sharma	Member (Non-Executive Director)	25
Mr. Vinod Kumar	Member (Independent Director)	26
Mr. Rishi Kapoor	Member (Independent Director)	30
Mr. Bhuvaneshwar Sharma	Member (head of Accounts & Finance)	30
Mr. Noushad Alam	Member (Head of Treasury)	33

## 5. GENERAL BODY MEETINGS:

The last three Annual General Meetings were held as under:

Financial Year	Date and Time	Venue	Special Resolution Passed
2022-23	30 <sup>th</sup> October, 2023 At 02:00 P.M.	Held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") Chawla House, 3 <sup>rd</sup> Floor, Nehru Place, New Delhi- 110019	To Confirm the Appointment of Mr. Rishi Kapoor as an Independent Director of the Company
2023-24	29 <sup>th</sup> September, 2024 At 05:00 P.M.	Held through Video Conferencing ("VC") - / Other Audio Visual Means ("OAVM") Chawla House, 3 <sup>rd</sup> Floor, Nehru Place, New Delhi-110019	-
2024-25	30 <sup>th</sup> July, 2025 At 03:00 P.M.	Held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") MCT House First Floor New Friends Colony, Near Sukhdev Vihar Metro station, New Delhi-110025	1. Increase in the Borrowing Limits of the Company in terms of Section 180(1)(c) of the Companies Act, 2013 2. Approval of creation of charge on the properties of Company under Section 180(1) (a) of the Companies Act, 2013

### Extra Ordinary General Meeting

During the financial year 2025-26, one (1) Extra Ordinary General Meeting was held as under:

Financial Year	Date	Venue	No. of Special Resolutions passed
2023-24	-	-	-
2024-25	27 <sup>th</sup> May, 2024 at 03:00 P.M.	Held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") Chawla House, 3 <sup>rd</sup> Floor, Nehru Place, New Delhi- 110019	1. Issue of warrants convertible into equity shares to the proposed allottees on a Preferential Basis through private placement offer letter. 2. To Confirm the Appointment of Mr. Vinod Kumar as an Independent Director of the Company
	04 <sup>th</sup> September, 2024 at 03:00 P.M.	Held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") Chawla House, 3 <sup>rd</sup> Floor, Nehru Place, New Delhi- 110019	1. Preferential allotment of upto 1,82,000 (One Lakh Eighty-Two Thousand Only) equity shares to the persons belonging to non-promoter category
	29 <sup>th</sup> January, 2025 at 03:00 P.M.	Held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") Chawla House, 3 <sup>rd</sup> Floor, Nehru Place, New Delhi- 110019	1. Issue of equity shares to the proposed allottees on a Preferential Basis through private placement offer letter 2. Increase in the Borrowing Limits of the Company in terms of Section 180(1)(c) of the Act
2025-26	10 <sup>th</sup> December, 2025	Held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") MCT House First Floor New Friends Colony, Near Sukhdev Vihar Metro station, New Delhi-110025	To approve the appointment of Mr. Shubh Charn Bansal (DIN: 11270668) as Non-Executive and Independent Director of the Company.

### Postal Ballot

During the Financial Year 2025-26, no resolutions have been passed through postal ballot.

Further, there is no proposal to transact any business that requires the passing of resolution through postal ballot.

## 6. MEANS OF COMMUNICATION

### (a) Publications of Quarterly Results

The Company regularly interacts through multiple channels of communications to keep its shareholders and stakeholders informed of the financial performance, events and updates. The Board recognises the importance of two-way communication with shareholders and giving a report of results and progress and responding to questions and issues raised in a timely and consistent manner. The Company follows a robust process of communicating with its investors, the Audited financial results, the quarterly results and half yearly results of the Company are published on Financial Express (English) and Jansatta (Hindi).

### (b) Websites

The Company's website <https://www.unifin.in/reveal-all-shareholders-information>.

### GENERAL SHAREHOLDER INFORMATION

#### Company Secretary & Compliance Officer

Mrs. Ritu Tomar

#### 43rd Annual General Meeting (43rd AGM)

Particulars	As on March 31, 2026
a. Day and Date	Thursday and 02 <sup>nd</sup> July, 2026
b. Time	03:00 P.M.
c. Venue/Mode Virtual	The Company is conducting meeting through video conferencing (VC)/other audio-visual means (OAVM) pursuant to the MCA circular. For details, please refer to the Notice of 43 <sup>rd</sup> AGM.
d. Financial Year	2025-26
e. Dividend Payment Date	The Board of Directors had declared Interim dividend for FY 2025- 26 of ₹ 0.50/- per equity share of ₹10/- each (pre-split) fully paid-up (5%) at its meeting held on March 28, 2026. The same is already paid to the eligible Members after deducting tax at source at applicable rate(s).

## Report on Corporate Governance

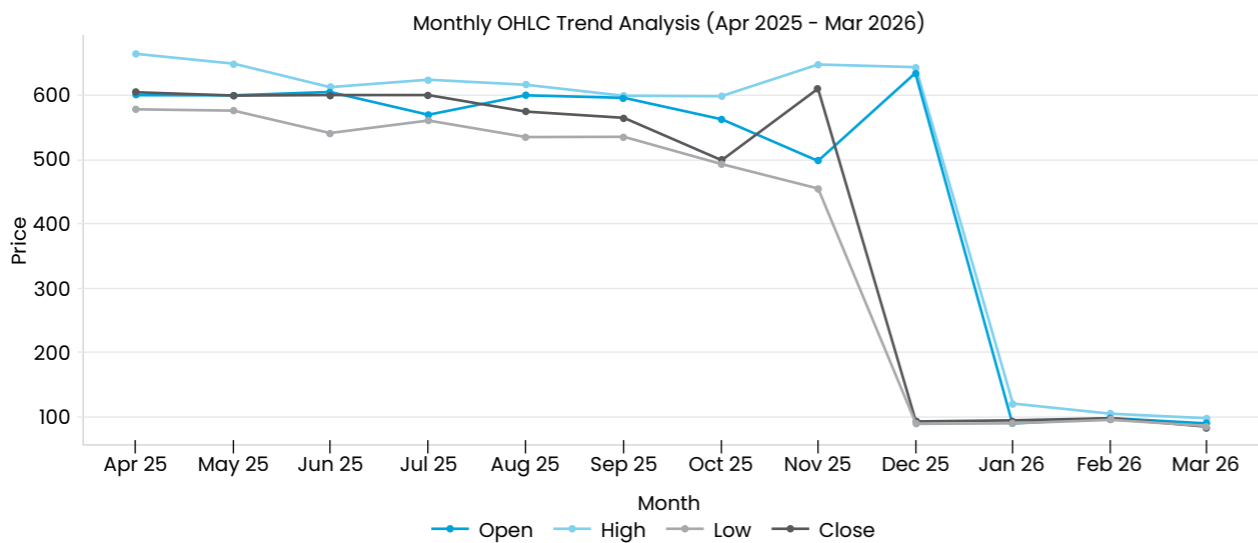
Particulars	As on March 31, 2026
f. The name and address of each stock exchange(s) at which the listed entity's securities are listed and a confirmation about payment of annual listing fee to each of such stock exchange(s)	BSE Limited (BSE): 541358 Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001, Maharashtra, India
g. Stock Code	BSE Limited 541358
Demat ISIN in NSDL & CDSL (as on 31 <sup>st</sup> March, 2026)	a) equity shares, having face value of ₹ 10 each, is INE926R01012. b) Non-Convertible Debentures, having face value of ₹ 10,000 each, is INE926R07019

### Financial Year

The Company follows April to March as its Financial Year. The results for every quarter, beginning from April, will be declared within 45 days of the end of quarter, except for the last quarter, which will be submitted, along with the annual audited results within 60 days of the end of the last quarter, as permitted under the Listing Regulations.

### Market Price data

The Monthly High and Low prices of the shares of the Company during the year ended March 31, 2026 are as under:



Listing fees for the Financial Year 2025-26 have been paid to the Stock Exchanges.

### Registrar and Share Transfer Agent Skyline Financial Services Pvt. Ltd.

D-153/A, First Floor,  
Okhla Industrial Area, Phase – I,  
New Delhi-110020  
Tel: + 011- 40450193 to 97  
E-mail: investors@skylinerta.com

### Share Transfer System

SEBI has mandated transfer of securities only in dematerialised form with effect from 1 April 2019. Thereafter, SEBI had fixed 31<sup>st</sup> March, 2021 as the cut-off date for re-lodgement of deficient transfer deeds. Accordingly, with effect 1 April 2021, share transfers in physical form are prohibited under any circumstances and the same shall be processed only in dematerialised form. All transmission, transposition, issue of duplicate share certificate(s), etc., as well as requests for de-materialisation/re-materialisation are processed at Skyline. The work related to de-materialisation/re-materialisation is handled by Skyline through connectivity with NSDL and CDSL.

Month	Open	High	Low	Close
Apr-25	599	664.9	577.65	605.05
May-25	602.5	649.95	576	600
Jun-25	605	614	541.5	599.95
Jul-25	570.15	623.75	560.05	600
Aug-25	600	615.9	535.05	575.1
Sep-25	595	599.7	535.1	565
Oct-25	563.8	599	495	499.5
Nov-25	497	647.55	456.2	610
Dec-25	635	645	90	93.55
Jan-26	93.55	120	90	95
Feb-26	98.99	105	92	95
Mar-26	<b>92</b>	<b>98</b>	<b>85</b>	<b>85</b>

### Distribution of shareholding

Table 3 gives details about the pattern of shareholding across various categories as on 31 March 2026, while Table 4 gives the data according to size classes:

**Table 3: Distribution of shareholding across categories**

Categories	31-Mar-26		31-Mar-25	
	No. of shares	% to total Capital	No. of shares	% to total Capital
Promoter and Promoter Group	1,09,09,500.00	24.64	22,11,900	24.98
Resident Individuals	2,04,24,114.00	46.14	41,32,508	46.68
Bodies Corporates/NBFCs	76,33,720.00	17.24	14,32,755	16.18
Mutual Funds/Financial Institutions/Banks	-	-	0	0.00
Foreign Institutional Investor/Foreign Portfolio Investor	50,00,000.00	11.29	10,00,000	11.29
Non-Resident Individuals/Foreign National	59,449.00	0.13	86	0.00
Alternate Investment Funds	-	-	0	0.00
Insurance Companies	-	-	0	0.00
Others	2,41,302.00	0.55	76,368	0.86
<b>Total</b>	<b>4,42,68,085.00</b>	<b>100.00</b>	<b>88,53,617</b>	<b>100</b>

**Table 4: Distribution of shareholding according to size class as on 31st March, 2026:**

Categories	31 March, 2026		31 March, 2025	
	Number of Members	% to total Members	Number of Members	% to total capital
Up-to 500	1720	84.31	373	78.69
501 To 1000	83	4.07	19	4.01
1001 To 2000	49	2.40	21	4.43
2001 To 3000	22	1.08	9	1.90
3001 To 4000	12	0.59	6	1.27
4001 To 5000	10	0.49	5	1.05
5001 To 10000	27	1.32	15	3.16
10000 and Above	117	5.74	26	5.49
<b>Total</b>	<b>2040</b>	<b>100.00</b>	<b>474</b>	<b>100.00</b>

## Report on Corporate Governance

### Dematerialisation of Shares and Liquidity

The break-up of 44268085 equity shares held in Physical and Dematerialised form as on 31<sup>st</sup> March, 2026 is given below:

Particulars	No. of shares	Percentage
Physical Segment	4,360	0.01
Demat Segment		
NSDL	1,98,93,389	44.94
CDSL	2,43,70,336	55.05
<b>Total</b>	<b>4,42,68,085</b>	<b>100</b>

### Outstanding GDRs / ADRs / Warrants or any Convertible Instruments Conversion Date and likely impact On Equity

The Company does not have any outstanding GDRs/ADRs/Warrants/Convertible instruments as on 31<sup>st</sup> March, 2026.

### Commodity Price Risk or Foreign Exchange Risk and Hedging Activities

Not Applicable

### Credit Ratings

During the financial year the credit rating agencies has assigned as mentioned below:

S. no.	Instrument Type	Credit Rating Agency	Rating Assigned
1.	Non-convertible Debentures	India Ratings and Research Pvt. Ltd.	IND BBB-/ Stable
2.	Bank loan facilities	India Ratings and Research Pvt. Ltd.	IND BBB-/ Stable
3.	Non-convertible Debentures	Crisil Ratings Limited	Crisil BBB-/ Stable

### Other Locations

Other Office Centres of the Company are located at various places.

The details are as follows:

- 8/8 Bevel Building, Chinar Park, New Town, Behind Viceroy Hotel, Kolkata – 700157
- Surabhi Complex Plot No. – 14/A, 2<sup>nd</sup> floor AS Rao Nagar, Rukmanipuri Colony – ECIL Hyderabad Telangana – 500062.
- 107, First Floor, Sangath IPL central, Behind 4D PVR Cinemas, Near Yes Bank, Motera, Ahmedabad, Gujarat 380005
- Reha Apartment, Office No.302, 3<sup>rd</sup> Floor, 5 Aundh Road, Nr khadki Railway Station, Opp LIC Office, Pune – 411 020
- No. 57, 1<sup>st</sup> Floor, 8<sup>th</sup>, West Cross street, Shenoy Nagar, Chennai – 600030

- Palm Arcade, Horamavu Kalkere Main Road, Horamavu, Kalkere, Bengaluru, Karnataka 560113
- Noida Sector 16, Plot no A-17, 2<sup>nd</sup> floor, Gautam buddha Nagar, 201301

### Address For Correspondence

**Registered Office:** 5<sup>th</sup> Floor, Rajlok building, 24, Nehru Place, South Delhi, New Delhi- 110019

**Corporate Office:** MCT House First Floor New friends Colony, Near Sukhdev Vihar Metro station, Kalkaji, South Delhi, New Delhi -110025.

## DISCLOSURES

### Strictures/Penalties

No strictures/penalties were imposed on the Company by Stock Exchanges or SEBI or any statutory authority, or any matter related to capital markets during the last three years.

### Proceeds from Public Issues, Right Issues, Preferential Issues

During the Financial Year 2025-26, the Company did not raise capital through public, rights and/or preferential issue.

### Subsidiary Companies

During the year under review, the Company has no subsidiary Company.

### Vigil Mechanism (Whistle Blower) Policy

The Company has put in place a mechanism for reporting illegal, unethical behaviour, malpractice, impropriety, abuse, insider trading or wrongdoing. The Company has a Vigil Mechanism (Whistle Blower) Policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. During the year under review, no employee was denied access to Audit Committee.

### Adoption of Mandatory and Non – Mandatory Requirements of Listing Regulations

The Company has complied with all mandatory requirements of Listing Regulations. The Company has adopted following non-mandatory requirements of the Listing Regulations:

### Audit Qualification

The Company is in the regime of Unqualified Financial Statements.

### Reporting of Internal Auditor

The Internal Auditor directly reports to the Audit Committee.

### Certificate from a Company Secretary in Practice

The certificate from a Company Secretary in Practice, stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority, is enclosed to this Report as Annexure-A.

### Deviations, if any, of mandatory recommendations by the Committees to the Board of Directors

During the year, there was no instance wherein the Board of Directors of the Company did not accept any recommendation of the Committees.

### Details of total fees paid to Statutory Auditor

The details of total fees for all services paid by the Company for the Financial Year 2025-26, to the Statutory Auditor and all entities in the network entity of which the Statutory Auditor is a part, are as follows:

S. No.	Nature of Services	Amount (₹ in Lac)
1.	Statutory Auditor Fees	10.90
2.	Fees for other services	3.38
	<b>Total</b>	<b>14.28</b>

# M/s VR Associate from has resigned as statutory auditor of the company with effect from 30.05.2026

\* M/s. R Gopal & Associates was appointed to fill the place casual vacancy caused due to resignation of VR associate w.e.f. 28.06.2025.

### Sexual Harassment of Women at Workplace

The disclosures in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are mentioned in the Directors' Report which form part of this Annual Report.

The Disclosures of the Compliance with Corporate Governance requirements specified in regulation 17 to 27 and clause (b) to (i) of sub- regulation (2) of regulation 46.

The compliance of conditions of Corporate Governance by Unifinz Capital India Limited ("the Company"), for the financial year ended March 31, 2026, as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the SEBI (Listing Obligations

and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

### Certification by Secretarial Auditor

As required under Listing Regulations, M/s. Akash & Co., Company Secretaries, the Company's Secretarial Auditor, have verified the compliances of the Corporate Governance by the Company. We have obtained a Certificate affirming the compliance from M/s. Akash & Co., Company Secretaries, and the same is enclosed to this Report and forms a part of the Annual Report as Annexure-B.

### CEO and CFO Certification

The Certificate, as required under Regulation 17 (8) of the Listing Regulations, duly signed by the Chief Financial Officer and Chief Executive Officer of the Company, was placed before the Board, and the same is enclosed to this Report and forms part of the Annual Report as Annexure-C.

### Declaration by Chief Executive Officer Under Listing Regulations Regarding Adherence to the Code Of Conduct

In accordance with Listing Regulations, Chief Executive Officer of the Company hereby confirm that all the Directors and senior management personnel have affirmed compliance with their respective Code of Conduct, as applicable to them, for the year ended 31st March 2026 and the Affirmation statement shall be the mentioned in CEO Certificate attached as **Annexure-D**.

### Equity Shares in Unclaimed Suspense Account

Not Applicable

### Disclosure of certain types of agreements binding on listed entity (clause 5a of paragraph a of part a schedule iii of SEBI listing regulations)

Not Applicable

Place: New Delhi  
Date: 10<sup>th</sup> June, 2026

Sd/-  
**Manish Aggarwal**  
Director

## Report on Corporate Governance

### Annexure-A

## Certificate of Non-Disqualification of Directors

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

To

The Members of

**Unifinz Capital India Limited**

5<sup>th</sup> Floor, Rajlok building, 24, Nehru Place,  
South Delhi, New Delhi, Delhi, India, 110019

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Unifinz Capital India Limited having CIN: L17111DL1982PLC013790 and having registered office at 5<sup>th</sup> Floor, Rajlok building, 24, Nehru Place, South Delhi, New Delhi-110019 (hereinafter referred to as 'UCIL' or 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal ([www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of appointment
1	Ms. Ritu Sharma	07960832	14/10/2025
2	Mr. Shubh Charn Bansal	11270668	14/10/2025
3	Mr. Ankit Singhal	03592385	12/08/2022
4	Mr. Rishi Kapoor	09844727	05/08/2023
5	Mr. Vinod Kumar	07891684	08/02/2024
6	Mr. Manish Aggarwal	09197754	14/10/2025

Ensuring the eligibility for the appointment /continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Akash & Co. Company Secretaries**

Sd/-

**Akash Goel**

FCS No.- 13219;

COP No.- 22165

UDIN- F013219H000598485

Peer Review Certificate No: 3283/2023

Date:09<sup>th</sup> June, 2026

Place: Noida

### Annexure-B

## Auditors' Certificate on Corporate Governance

To,

The Members,

**Unifinz Capital India Limited**

5<sup>th</sup> Floor, Rajlok Building, 24, Nehru Place,  
South Delhi, New Delhi-110019

We have examined the compliance of conditions of Corporate Governance by Unifinz Capital India Limited ("the Company"), for the financial year ended March 31, 2026, as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In our opinion and to the best of our information and explanation given to us by the company, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the abovementioned SEBI Regulations, as and when applicable.

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

For **Akash & Co. Company Secretaries**

Sd/-

**Akash Goel**

FCS No.- 13219;

COP No.- 22165

UDIN- F013219H000598485

Peer Review Certificate No: 3283/2023

Date:09<sup>th</sup> June, 2026

Place: Noida

## Report on Corporate Governance

### Annexure-C CEO and CFO Certification

To  
The Board of Directors  
**Unifinz Capital India Limited**  
5<sup>th</sup> Floor, Rajlok Building, 24, Nehru Place,  
South Delhi, New Delhi-110019

We hereby certify that:

- a) We have reviewed financial statements and cash flow statement of Unifinz Capital India Limited ('the Company') for the year ended 31<sup>st</sup> March, 2026 and that to the best of our knowledge and belief:
  - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the above said period which are fraudulent, illegal or violative of the Company's Code of Conduct.
- c) We accept the responsibility of establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee:
  - i. Significant changes in internal control over financial reporting during the above said period;
  - ii. Significant changes in accounting policies during the above said period and that the same have been disclosed in the notes to the financial statements; and
  - iii. Instances of significant fraud, of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

We further declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct and Ethics for the year covered by this report.

Sd/-  
**Kaushik Chatterjee**  
Chief Executive Officer

Sd/-  
**Vijay Kumar Singh**  
Chief Financial Officer  
Place: Delhi Date: 10.06.2026

### Annexure-D Declaration by Chief Executive Officer

[Schedule V (Part D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Board of Directors,  
**Unifinz Capital India Limited**

I, Mr. Kaushik Chatterjee, Chief Executive Officer of Unifinz Capital India Limited hereby declare that, all the Board Members and Senior Managerial Personnel have affirmed compliance with the code of conduct of the Company laid down for them for the year ended March 31, 2026.

Sd/-  
**Kaushik Chatterjee**  
Chief Executive Officer  
Place: Delhi  
Date: June 10, 2026

# Independent Auditors' Report

To the Members of Unifinz Capital India Limited

## Report on the Audit of the financial Statements

### Opinion

We have audited the accompanying financial statements of **Unifinz Capital India Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the 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,

### Key Audit Matter

Key audit matter is 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.

Key audit matters	How our audit addressed the key audit matter
<p><b>Allowances for expected credit losses ('ECL'):</b></p> <p><b>Subjective estimate</b></p> <p>As at March 31, 2026, loan assets carried at amortized cost amounted to ₹41,687.56 lakhs (net of ECL allowance of ₹6,099.00 Lakhs), constituting 86.98 % of total assets.</p> <p>The calculation of impairment losses on loans is complex and is based on application of significant management judgement. The key areas where we identified greater levels of management judgement and therefore, increase level of audit focus in the Company's estimation of ECL's are:</p> <ul style="list-style-type: none"> <li>Staging of loans and determining the criteria for a significant increase in credit risk.</li> <li>Model estimations – the most significant judgement aspects are determining Probabilities of Default ("PD"), Loss Given Default ("LGD"), and Exposures at Default ("EAD")</li> </ul> <p>ECL involves an estimation of probability weighted loss on financial instruments over their life, considering reasonable and supportable information about past events, current conditions, and forecast of future economic conditions which could impact the credit quality of the Company's loans and advances. In view of such high degree of Management's judgement involved in estimation of ECL as well as estimation of size of impairment provision as balance sheet date, it is a key audit matter</p>	<p>Our audit included but was not limited to the following procedures</p> <p>We have reviewed the policy approved by the Board of Directors of the Company and methodology adopted for computation of the ECL Model, as per compliance of Ind AS 109.</p> <p>We have checked the DPD and ageing buckets obtained from the system and checked it for correctness on sample basis.</p> <p>Testing of sample over key inputs, data and assumptions impacting ECL model to assess relevance of data, economic forecasts, weights, and model assumptions applied.</p> <p>Understanding the process of ECL estimation and related assumptions and tested the controls around data extraction and validation so as to evaluate the reasonableness of the Management estimates.</p> <p>Tested the ECL model, including assumptions and underlying computation. Recomputing ECL calculations on sample accounts to test mathematical accuracy.</p> <p>The combination of these tests of controls and procedures performed, gave us sufficient evidence to enable us to rely that impairment provisions made by the management are within reasonable range of outcomes.</p>

2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its profit, 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 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### Information Other than the financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis, Report on Corporate Governance and shareholder information, but does not include the financial statements and our auditors' report thereon. The above-referred information is expected to be made available to us after the date of this audit report.

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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions necessitated by the circumstances and the applicable laws and regulations.

### Responsibilities of Management and Those Charged with Governance for the financial Statements

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

from material misstatement, whether due to fraud or error.

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

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

### Auditor's Responsibilities for the Audit of the 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 controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

## Independent Auditors' Report

- 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.

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.

### Other Matter

Attention is drawn to the fact that the audited financial statements of the Company for the year ended 31 March 2025 were audited by erstwhile auditors whose report dated 30<sup>th</sup> May 2025, expressed an unmodified opinion on those audited financial statements. Our opinion is not modified in respect of this matter.

### Report on Other Legal and Regulatory Requirements

- 1 As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-A, a statement on the matters specified in the paragraph 3 and 4 of the order.
- 2 As required by Section 143(3) of the Act, based on our audit we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g. With respect to the other matters to be included in the Auditor's Report in

accordance with the requirements of Sec 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid / provided any remuneration to its directors during the year.

- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - I. The Company has no pending litigations which would have impact on its financial position in its financial statements.
  - II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses, and
  - III. There were no amount which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - IV. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in Note 44(m) to the Financial Statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in Note 44(m) to the Financial Statements, no funds (which are material either

individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

V The dividend declared or paid during the year by the Company is in accordance with Section 123 of the Act.

VI Based on our examination which included test checks, the Company, has used accounting software systems for maintaining its books of account for the financial year ended 31 March 2026, which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software systems. Further during the course of our audit, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **R Gopal & Associates**  
Chartered Accountants  
Firm Registration No.: 000846C

Sd/-  
**Vikash Aggarwal**  
Partner

Membership No: 519574  
UDIN:26519574OQVNR5870  
Date: 27<sup>th</sup> May 2026  
Place: New Delhi

## Annexure A

### to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31<sup>st</sup> March 2026, we report that:

- (i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
  - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment and relevant details of right-of-use assets.
  - (B) The Company has maintained proper records showing full particulars of Intangible Assets.
  - (b) Property, Plant & Equipment are physically verified by the management according to a phased manner to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant & Equipment have been physically verified by the management during the year and no material discrepancies have been noticed on such verification.
  - (c) According to the information and explanations given by the management, there is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.
  - (d) The Company has not revalued any of its Property, Plant and Equipment (including right of use assets) and Intangible Assets during the year.
  - (e) As per information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The Company being a Non-Banking Financial Company (NBFC) has no inventory; accordingly, clause (ii) (a) is not applicable to the company.

- (b) The Company has not been sanctioned working capital limits in excess of ₹ five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company
- (iii) (a) The Company being a Non-Banking Financial Company (NBFC) whose principal business is to give loans hence reporting under clause (iii) (a) of the order is not applicable to the company.
- (b) The Company, being a Non-Banking Financial Company (NBFC), registered under provisions of RBI Act, 1934. In our opinion, the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest. The Company has not provided any guarantee or provided security to any other entity during the year.
- (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 customers 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. Delinquencies in the repayment of principal and payment of interest aggregating of ₹9,171.37 Lakhs also identified. According to the information and explanation made available to us, reasonable steps are taken by the Company for recovery thereof. Having regard to the nature of the Company's business and the volume of information involved, it is not practicable to provide an itemized list of loan assets along with name of entity, due date and extent of delay where delinquencies in the repayment of principal and interest have been identified.
- (d) In respect of loans granted by the Company, there is no overdue amount which is outstanding more than 90 days as at the balance sheet date

- (e) The Company being a Non-Banking Financial Company (NBFC) whose principal business is to give loans hence reporting under clause (iii) (e) of the order is not applicable to the company.
- (f) Based on our audit procedures, according to 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 during the year. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has neither given any loans u/s 185 of the companies Act 2013 to its directors and nor has given any loans and guarantee or provided any security in connection with a loan by a company to any person or other body corporate and acquiring securities of any other body corporate by the company.
- (v) The Company has not accepted any deposits from the public within the meaning of sections 73 to 76 of the Act, 2013 and rules framed there under.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- (vii) (a) According to the information and explanations given to us, Company has generally been regular in depositing undisputed statutory dues including provident fund, income-tax, goods and service tax, cess and other statutory dues applicable to it with the appropriate authorities.  
According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employee's state insurance, income-tax, goods and service tax, cess and other material statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Cess and other material statutory which have not been deposited with the appropriate authorities on account of any dispute.

We are informed that the operations of the company during the year did not give rise

- to any dues for employee's state insurance, sales tax, service tax, duty of customs, duty of excise and value added tax.
- (viii) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings to financial institutions and banks, or in the payment 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 or any government authority.
- (c) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, term Loans were used for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The Company does not have any subsidiary, associates and Joint venture hence reporting under clause (ix) (e) and (ix) (f) of the order is not applicable to the company.
- (x) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and

## Annexure A

- hence reporting under clause (x)(b) of the Order is not applicable.
- (xi) (a) According to the information and explanations given to us, no fraud by / on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.
- (xiv) (a) The Company has appointed a firm of chartered accountants to carry out the internal audit of the company. In our opinion and according to the information and explanation given to us, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, during the course of our audit the reports of the internal auditors for the period under audit issued to the company during the year and till date, in determining the nature, timing and extent of our audit procedures in accordance with the guidance provided in SA 610- "Using the work of Internal Auditors".
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) (a) The company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) and company has taken valid certificate from RBI.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(b), of the Order is not applicable.
- (c) According to the information and explanations given to us, the Company is not a Core Investment Company ('CIC') as defined under the Regulations by the Reserve Bank of India. Accordingly, paragraph 3(xvi) (c) of the Order is not applicable to the company.
- (d) In our opinion, there is no core investment company 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 covered by our audit and the immediately preceding financial year.
- (xviii) According to the information and explanations given to us, there has been a resignation of the statutory auditors during the year. As per the information provided in the resignation letter of the outgoing auditors, we have not come across any issues, objections, or concerns raised by them that would have an impact on our examination.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub-section 5 of Section 135 of the Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- (b) In respect of the ongoing projects, there are no unspent amounts which is required to be transferred to special account in compliance with provision of sub section (6) of section 135 of the said Act; Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.

For **R Gopal & Associates**  
Chartered Accountants  
Firm Registration No.: 000846C

Sd/-  
**Vikash Aggarwal**

Partner  
Membership No: 519574  
UDIN:26519574OQVNR5870  
Date: 27<sup>th</sup> May 2026  
Place: New Delhi

## Annexure B

to the Auditors' Report

### Report on the Internal financial controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **Unifinz Capital India Limited** ("the Company") as of 31<sup>st</sup> March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### Management's Responsibility for Internal Financial Controls

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

#### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. 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 with reference to financial statements was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial

statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

#### Meaning of Internal Financial Controls with reference to financial statements

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

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

#### Inherent Limitations of Internal Financial Controls with reference to financial statements

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

#### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31<sup>st</sup> March, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **R Gopal & Associates**  
Chartered Accountants  
Firm Registration No.: 000846C

Sd/-  
**Vikash Aggarwal**  
Partner  
Membership No: 519574  
UDIN:26519574OQVNR5870  
Date: 27<sup>th</sup> May 2026  
Place: New Delhi

## Balance Sheet

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

S. No.	Particulars	Note	As at March 31, 2026	As at March 31, 2025
<b>ASSETS</b>				
<b>(1) Financial assets</b>				
(a) Cash and cash equivalents	3		3,907.22	740.41
(b) Other bank balances	4		4.48	44.27
(c) Trade receivables	5		44.39	-
(d) Other receivables	6		39.13	8.92
(e) Loans	7		41,687.56	9,505.47
(f) Investments	8		5.83	1,514.81
(g) Other financial assets	9		695.15	155.32
<b>Sub-Total</b>			<b>46,383.76</b>	<b>11,969.20</b>
<b>(2) Non-financial assets</b>				
(a) Current tax assets (net)	33		168.71	-
(b) Deferred tax assets (net)	34		991.07	183.50
(c) Property, plant and equipments	10		122.95	55.68
(d) Right of use assets	11		194.19	192.15
(e) Intangible assets	12		1.47	3.07
(f) Other non-financial assets	13		66.20	93.50
<b>Sub-Total</b>			<b>1,544.59</b>	<b>527.90</b>
<b>Total assets</b>			<b>47,928.35</b>	<b>12,497.10</b>
<b>LIABILITIES AND EQUITY</b>				
<b>LIABILITIES</b>				
<b>(1) Financial liabilities</b>				
(a) Trade payables	14			
- to micro and small enterprises			61.50	39.43
- to other than micro and small enterprises			2,808.35	1,087.73
(b) Debts securities	15		8,900.63	-
(c) Borrowings, other than Debt Securities	16		18,712.91	3,206.36
(d) Lease liabilities	17		208.84	199.28
(e) Other financial liabilities	18		309.74	51.67
<b>Sub-Total</b>			<b>31,001.97</b>	<b>4,584.47</b>
<b>(2) Non-financial liabilities</b>				
(a) Current tax liabilities (net)	33		-	7.80
(b) Provisions	19		150.41	74.06
(c) Other non-financial liabilities	20		360.74	76.27
<b>Sub-Total</b>			<b>511.15</b>	<b>158.13</b>
<b>(3) EQUITY</b>				
(a) Equity share capital	21		4,426.81	885.36
(b) Other equity	22		11,988.42	6,869.14
<b>Sub-Total</b>			<b>16,415.23</b>	<b>7,754.50</b>
<b>Total liabilities and equity</b>			<b>47,928.35</b>	<b>12,497.10</b>

Material accounting policies information and notes to the financial statements

In terms of our report of even date attached

**For R Gopal & Associates**

Chartered Accountants  
FRN. 0001239C

For and on behalf of the Board of Directors

**Unifinz Capital India Limited**

**Vikash Aggarwal**

Partner  
Membership No. 519574

**Manish Aggarwal**

Director  
DIN: 09197754

**Ritu Sharma**

Director  
DIN: 07960832

Place: Delhi

Date: May 27 2026

**Kaushik Chatterjee**

Chief Executive Officer  
ADFP1422N

**Vijay Kumar Singh**

Chief Financial Officer  
AXNPS7197L

**Ritu Tomar**

Company Secretary  
AXSPT9451F

## Statement of Profit and Loss

for the year ended March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

S. No.	Particulars	Note	Year ended March 31, 2026	Year ended March 31, 2025
<b>Revenue from operations</b>				
(i) Interest income	23		51,090.21	12,122.88
(ii) Fee and commission income	24		55.25	-
(iii) Net gain on fair value changes	25		11.50	12.44
<b>1 Total revenue from operations</b>			<b>51,156.96</b>	<b>12,135.32</b>
<b>2 Other income</b>	26		<b>15.86</b>	<b>65.67</b>
<b>3 Total income (1+2)</b>			<b>51,172.82</b>	<b>12,200.99</b>
<b>Expenses</b>				
(i) Finance costs	27		3,547.88	675.05
(ii) Fees and commission expenses	28		799.80	212.99
(iii) Impairment on financial instruments	29		18,768.56	2,924.56
(iv) Employee benefits expenses	30		2,765.11	1,343.40
(v) Depreciation and amortization	31		91.94	144.23
(vi) Other expenses	32		13,466.28	4,237.31
<b>4 Total expenses</b>			<b>39,439.57</b>	<b>9,537.54</b>
<b>5 Profit before tax (3-4)</b>			<b>11,733.25</b>	<b>2,663.45</b>
Tax expense:				
(1) Current tax	33		3,813.25	657.80
(2) Deferred tax (credit) / charge	34		(806.96)	(4.12)
(3) Tax in respect of earlier years	33		12.72	4.19
<b>6 Total tax expense</b>			<b>3,019.01</b>	<b>657.87</b>
<b>7 Profit for the period (5-6)</b>			<b>8,714.24</b>	<b>2,005.58</b>
<b>8 Other comprehensive income</b>				
Items that will not be reclassified subsequently to profit or loss				
Remeasurement of the net defined benefit liability / asset			(2.44)	(8.29)
Tax effect of Items that will not be reclassified subsequently to profit & loss	33		0.61	2.09
<b>Total other comprehensive income (net of tax)</b>			<b>(1.83)</b>	<b>(6.20)</b>
<b>9 Total comprehensive income for the year (comprising profit and other comprehensive income for the year) (7+8)</b>			<b>8,712.41</b>	<b>1,999.38</b>
<b>10 Earnings per equity share</b>				
Basic (in ₹)	35		19.69	5.07
Diluted (in ₹)			19.60	5.07

Material accounting policies information and notes to the financial statements

In terms of our report of even date attached

**For R Gopal & Associates**

Chartered Accountants  
FRN. 0001239C

For and on behalf of the Board of Directors

**Unifinz Capital India Limited**

**Vikash Aggarwal**

Partner  
Membership No.: 519574

**Manish Aggarwal**

Director  
DIN: 09197754

**Ritu Sharma**

Director  
DIN: 07960832

Place: Delhi

Date: May 27 2026

**Kaushik Chatterjee**

Chief Executive Officer  
ADFP1422N

**Vijay Kumar Singh**

Chief Financial Officer  
AXNPS7197L

**Ritu Tomar**

Company Secretary  
AXSPT9451F

## Statement of Cash Flow

for the year ended March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2026	For the year ended March 31, 2025
<b>Cash flow from operating activities:</b>		
Profit before tax	11,733.25	2,663.45
<b>Adjustments to reconcile net profit to net cash provided by operating activities:</b>		
Depreciation and amortization	91.94	144.23
Finance costs	3,547.88	675.05
Interest Income other than from financing business	(13.76)	(0.25)
Impairment of financial assets	18,757.51	2,924.56
Impairment of financial assets- Managed portfolio	11.05	
Net loss/(profit) on derecognition of property, plant and equipment	0.63	(0.67)
Share-based payments to employees	169.66	-
Net gain on modification/termination of finance lease	(0.01)	(62.81)
Interest income on security deposits	(2.09)	(1.94)
Net gain/(loss) on fair value changes	(11.50)	(12.44)
<b>Operating profit before working capital changes</b>	<b>34,284.56</b>	<b>6,329.18</b>
<b>Changes in assets and liabilities</b>		
Other bank balances	39.79	(44.27)
Loans	(50,939.60)	(9,280.97)
Trade & other receivables	(74.60)	-
Other financial assets	(525.94)	(131.00)
Other non-financial assets	9.30	(50.93)
Trade payables	1,742.69	911.65
Other financial liabilities	65.47	(43.84)
Other non-financial liabilities	284.47	23.09
Provisions	73.91	44.43
<b>Cash generated from / (used in) operations</b>	<b>(15,039.95)</b>	<b>(2,242.66)</b>
Income taxes paid (net of refund)	(4,002.48)	(687.46)
<b>Net cash generated from / (used in) operating activities (A)</b>	<b>(19,042.43)</b>	<b>(2,930.12)</b>
<b>Cash flow from investing activities:</b>		
Expenditure on property, plant and equipment	(119.74)	(66.55)
Expenditure on Intangible assets	-	(2.94)
Sale of PPE	0.38	2.26
Purchase of Investments	(2,499.88)	(2,999.85)
Sale of Investments	4,020.36	1,504.65
Interest Income other than from financing business	8.05	0.25
<b>Net cash generating from / (used in) investing activities (B)</b>	<b>1,409.17</b>	<b>(1,562.18)</b>
<b>Cash flow from financing activities:</b>		
Payment of interest	(5,410.25)	(622.73)
Repayment of lease liabilities	(56.05)	(120.69)
Addition to term loan	35,300.00	1,000.00
Repayment of term loan	(18,649.29)	(225.64)
Proceeds from Intercompany deposits from others financial institutions	2,627.70	2,943.85
Repayment of Intercompany deposits from others financial institutions	(3,472.25)	(3,244.63)
Payment of dividend (net of unpaid dividend)	(39.79)	-

(All amounts are in Rs. Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2026	For the year ended March 31, 2025
Proceeds from debt securities	10,500.00	-
Proceeds from issue of Equity Shares on preferential basis	-	5,429.56
<b>Net cash generating from / (used in) financing activities (C)</b>	<b>20,800.07</b>	<b>5,159.72</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>3,166.81</b>	<b>667.42</b>
Cash and cash equivalents at the beginning of the year	740.41	72.99
<b>Cash and cash equivalents at the end of the year (Refer note no. 3)</b>	<b>3,907.22</b>	<b>740.41</b>

### Notes:

#### \* Cash & Cash equivalents comprises

	As at March 31, 2026	As at March 31, 2025
Balances with banks	3,907.22	740.41
<b>Total</b>	<b>3,907.22</b>	<b>740.41</b>

### 1. Changes in liabilities arising from financing activities

Particulars	Lease liabilities	Debt Securities	Borrowings
<b>As at April 1, 2024</b>	427.51	-	2,745.33
Proceeds	-	-	3,943.85
Repayment	-	-	(3,470.27)
Repayment of lease liability	(56.47)	-	-
Interest paid	(64.22)	-	(600.85)
Non cash changes	(107.54)	-	588.30
<b>As at March 31, 2025</b>	<b>199.28</b>	<b>-</b>	<b>3,206.36</b>
<b>As at April 1, 2025</b>	199.28	-	3,206.36
Proceeds	-	10,500.00	37,927.70
Repayment	-	-	(22,121.54)
Repayment of lease liability	(19.44)	-	-
Interest paid	(36.60)	(1,834.18)	(3,809.04)
Non cash changes	65.60	234.81	3,509.43
<b>As at March 31, 2026</b>	<b>208.84</b>	<b>8,900.63</b>	<b>18,712.91</b>

Material accounting policies information and notes to the financial statements

- The above statement of cash flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard (Ind AS-7) 'Statement of Cash Flows'.
- Figures in brackets indicate cash outflow.

In terms of our report of even date attached

**For R Gopal & Associates**  
Chartered Accountants  
FRN. 0001239C

For and on behalf of the Board of Directors  
**Unifinz Capital India Limited**

**Vikash Aggarwal**  
Partner  
Membership No.: 519574

**Manish Aggarwal**  
Director  
DIN: 09197754

**Ritu Sharma**  
Director  
DIN: 07960832

Place: Delhi  
Date: May 27 2026

**Kaushik Chatterjee**  
Chief Executive Officer  
ADFP1422N

**Vijay Kumar Singh**  
Chief Financial Officer  
AXNPS7197L

**Ritu Tomar**  
Company Secretary  
AXSPT9451F

# Statement of Changes in Equity

(All amounts are in Rs. Lakhs, unless otherwise stated)

## (A) Equity share capital (Refer note 21)

Particulars	Balance as at April 1, 2024	Changes in equity share capital due to prior period errors	Changes in equity share capital during the period*	Balance as at March 31, 2025
Equity share capital	314.00		571.36	885.36

\* The company has allotted 1,82,000 equity shares of the face value of ₹10 per Equity Share of the Company, at a price of ₹ 211.05/- (including a premium of ₹ 201.05/-) per equity share as on September 16, 2024, 32,17,000 Equity Shares of face value of ₹ 10 each upon conversion of warrants at an issue price of ₹ 56.20 each, including premium of ₹ 46.20/- each as on December 31, 2024, 5,31,617 Equity shares of face value of ₹10 per Equity Share of the Company, at a price of ₹420.50/- (including a premium of ₹410.50) per equity as on March 04, 2025 and 17,83,000 Equity Shares of face value of ₹ 10 each upon conversion of warrants at an issue price of ₹ 56.20 each, including premium of ₹ 46.20/- each as on March 21, 2025

Particulars	Balance as at April 1, 2025	Changes in equity share capital due to prior period errors	Changes in equity share capital during the period*	Balance as at March 31, 2026
Equity share capital	885.36		3,541.45	4,426.81

\* The Board of directors in its meeting held on November 14, 2025 and the shareholder of the Company through VC-OAVM December 10, 2025 respectively have recommended and approved the issuance of bonus shares, in the ratio of 4:1 i.e. 4 (four) fully paid-up bonus shares of ₹10/- each for every 1 (one) fully paid-up equity share held as on the record date i.e. December 19, 2025. Subsequently, on December 22, 2025, the Company allotted 3,54,14,468 equity shares of 10 each to shareholders who held equity shares as on the record date.

## (B) Other equity (Refer note 22)

For the year ended 31 March, 2026

Particulars	Reserve and surplus			Other reserves	Items of other comprehensive income	Total other equity
	Reserve fund u/s 45- IC of RBI Act, 1934	Securities premium reserve	Retained earnings	Share Option Outstanding	Remeasurement of the net defined benefit liability / asset	
<b>Balance as at April 1, 2024</b>	<b>49.91</b>	-	<b>(5.53)</b>	-	<b>11.45</b>	<b>55.83</b>
<b>Changes in equity for the year ended March 31, 2025</b>						
Profit after tax	-	-	2,005.58	-	-	2,005.58
Addition during the year						
Other comprehensive income for the year	-	-	-	-	(6.20)	(6.20)
<b>Total comprehensive income for the year</b>	<b>49.91</b>	-	<b>2,000.05</b>	-	<b>5.25</b>	<b>2,055.21</b>
<b>Transactions with owners in their capacity as owners:</b>						
Appropriation towards statutory reserves	401.12	-	(401.12)	-	-	-
Interim Dividend	-	-	(44.27)	-	-	(44.27)
Issue of equity shared on conversion of share warrants	-	2,310.00	-	-	-	2,310.00
Issue of further equity shares	-	2,548.20	-	-	-	2,548.20
Employee stock option expense	-	-	-	-	-	-
<b>Balance as at March 31, 2025</b>	<b>451.03</b>	<b>4,858.20</b>	<b>1,554.66</b>	-	<b>5.25</b>	<b>6,869.14</b>
<b>Balance as at April 1, 2025</b>	<b>451.03</b>	<b>4,858.20</b>	<b>1,554.66</b>	-	<b>5.25</b>	<b>6,869.14</b>
Profit after tax	-	-	8,714.24	-	-	8,714.24
Other comprehensive income	-	-	-	-	(1.83)	(1.83)
<b>Total comprehensive income for the year</b>	<b>451.03</b>	<b>4,858.20</b>	<b>10,268.90</b>	-	<b>3.42</b>	<b>15,581.55</b>

(All amounts are in Rs. Lakhs, unless otherwise stated)

Particulars	Reserve and surplus			Other reserves	Items of other comprehensive income	Total other equity
	Reserve fund u/s 45- IC of RBI Act, 1934	Securities premium reserve	Retained earnings	Share Option Outstanding	Remeasurement of the net defined benefit liability / asset	
<b>Transactions with owners in their capacity as owners:</b>						
ESOP expenses recognized during the year (Refer note no.38 (e))				169.66		169.66
Appropriation towards statutory reserves	1,742.85	-	(1,742.85)	-	-	-
Interim Dividend	-	-	(221.34)	-	-	(221.34)
Bonus shares issued during the year (Refer note 21(a))	-	(3,541.45)	-	-	-	(3,541.45)
<b>Balance as at Mar 31, 2026</b>	<b>2,193.88</b>	<b>1,316.75</b>	<b>8,304.71</b>	<b>169.66</b>	<b>3.42</b>	<b>11,988.42</b>

## Nature and purpose of reserves :

### (A) Reserve fund u/s 45- IC of RBI Act, 1934

Reserve fund is created as per the terms of section 45-IC of the Reserve Bank of India Act, 1934 as a statutory reserve.

### (B) Securities premium reserve

Securities premium is used to record the premium received on issue of shares. The reserve can be utilised only for limited purposes in accordance with the provisions section 52 of the Companies Act, 2013.

### (C) Retained earnings

Retained earnings represents accumulated Profit or Loss and appropriations.

### (D) Share Option Outstanding (ESOP Reserve)

ESOP stands for employee stock ownership plan. An ESOP grants company stock to employees, often based on the duration of their employment.

Material accounting policies information and notes to the financial statements

In terms of our report of even date attached

**For R Gopal & Associates**  
Chartered Accountants  
FRN. 0001239C

For and on behalf of the Board of Directors  
**Unifnz Capital India Limited**

**Vikash Aggarwal**  
Partner  
Membership No. 519574

**Manish Aggarwal**  
Director  
DIN: 09197754

**Ritu Sharma**  
Director  
DIN: 07960832

Place: Delhi  
Date: May 27 2026

**Kaushik Chatterjee**  
Chief Executive Officer  
ADFC1422N

**Vijay Kumar Singh**  
Chief Financial Officer  
AXNPS7197L

**Ritu Tomar**  
Company Secretary  
AXSPT9451F

# Notes Forming Part of the Financial Statements

as at March 31, 2026

## 1 Corporate Information and basis of preparation

### 1.01 Company overview

Unifinz Capital India Limited (the "Company") (Formerly Known as Shree Worstex Limited) is a limited company domiciled in India and was incorporated on June 2, 1982, under the provisions of the Companies Act, 2013 applicable in India. Its registered and principal office of business is located at 5<sup>th</sup> Floor, Rajlok building, 24, Nehru Place, South Delhi, New Delhi-110019. The company is registered on BSE (Script Code: INE926R01012) and primarily engaged in the business of Non Banking Financial Institution in India. The Company is engaged in the business of consumer lending. The name of the Company has been changed from M/s. Shree Worstex Limited to M/s. Unifinz Capital India Limited after taking prior approval from Reserve Bank of India vide NOC dated 23.09.2022 and subsequently new Certificate of Incorporation ("COI") pursuant to change of the name issued by Registrar of Companies, Delhi on dated 27.12.2022. The said change of name along with new COI has been intimated to the Reserve Bank of India vide communication dated 12.01.2023.

### 1.02 Statement of compliance

The financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time along with other relevant provisions of the Act, the Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025, issued by RBI vide notification no. RBI/DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025, as amended from time to time ("RBI Financial Disclosures Directions 2025") and other applicable RBI directions/circulars/notifications to the extent applicable to the Company. The Company uses accrual basis of accounting except in case of significant uncertainties.

### 1.03 Basis of preparation

These financial statements are prepared under the historical cost convention on the accrual basis except for certain assets and liabilities which are measured at fair value / amortised cost / transaction price as stated in respective accounting policies / notes.

(All amounts are in Rs. Lakhs, unless otherwise stated)

The functional and presentation currency of the Company is Indian Rupee. All values are rounded off in lakhs to the nearest two decimal points except otherwise stated.

### 1.04 Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS 8, requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the year in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Areas involving critical estimates and Judgements are:

- Estimation of useful lives of property, plant and equipment and intangible assets (Refer note no. 2.02 & 2.03 below)
- Estimation of current tax expenses (Refer note no. 2.04 below)
- Estimation of impairment of financial instruments (Refer note no.2.05 (d) below)
- Estimation of employee defined benefit obligations (Refer note no.2.06 below)
- Estimation of discount rate for lease liabilities (Refer note no.2.07 below)

## 2 Material accounting policy information

### 2.01 Revenue recognition

The Company derives its revenue primarily from the financing business and ancillary activities.

#### Interest Income

Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ('EIR').

The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortised

# Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

cost of the financial asset before adjusting for any expected credit loss allowance).

### Fees and commission income

- (i) The Company recognises service and administration charges towards rendering of additional services to its loan customers on satisfactory completion of service delivery. Bounce charges levied on customers for non payment of instalment on the contractual date is recognised on realisation.
- (ii) Foreclosure charges are collected from loan customers for early payment/closure of loan and are recognised on realisation.
- (iii) Business Correspondent (BC):- Income from business correspondence arrangements includes sourcing, servicing, collection and other ancillary fees earned from financial institutions. Upfront sourcing income is recognised upon successful sourcing and disbursement of loans when the Company has substantially fulfilled its performance obligations in accordance with the terms of the underlying agreements. Ongoing servicing, collection and other ancillary income, if any, is recognised over the period during which the related services are rendered.

### Net Gain on fair value changes

Revenue from sale of investment is recognised as and when the investments are sold. Unrealised gain on the fair valuation of investments are presented in profit or loss.

### 2.02 Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. The Company depreciates property, plant and equipment over their estimated useful lives on written down value method. The estimated useful lives of assets are as follows:

Computer equipment 3-6 years

Furniture and fixtures 10 years

Office equipment 5 years

The useful lives for these assets are in compliance with the useful lives as indicated under Part C of Schedule II of the Companies Act, 2013. The useful life and residual value of assets are reviewed at each reporting period.

Addition to the property plant and equipment have been accounted for when ready for use. Depreciation on asset added /sold/discarded during the year is being provided on prorata basis up to the date on which such assets are added/sold/discarded.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non financial assets and the cost of assets not ready for use before such date are disclosed under 'Capital work-in-progress'.

### 2.03 Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized on a written down value basis, from the date that they are available for use. The useful life and residual value of assets are reviewed at each reporting period. The rates used are as follows:

Computer software - 5 Years

### 2.04 Income taxes

The income tax expense comprises of current and deferred income tax. Current tax and deferred tax are recognised in statement of profit and loss and the corresponding impact is taken to the current tax asset/ liability and deferred tax asset/liability respectively in balance sheet. The tax impact on the item of OCI are recognised in OCI.

The current tax is calculated on the basis of the tax rates, laws and regulations, which have been enacted or substantively enacted as at the reporting date. The payment made in excess / (shortfall) of the Company's income tax obligation for the year are recognised in the balance sheet as current income tax assets / liabilities.

Deferred tax is recognised based on the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. Deferred tax assets are recognised only to the extent that there is virtual certainty that future taxable profit will be available against which the temporary differences can be utilised. Deferred tax is determined using tax rates that have been enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

## Notes Forming Part of the Financial Statements

as at March 31, 2026

### 2.05 Financial instruments

#### (a) Initial recognition

All financial assets and liabilities are recognised at fair value on initial recognition, 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, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

#### (b) Subsequent measurement

##### (i) Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Loan, security deposits, rental deposits, cash and cash equivalents are classified for measurement at amortised cost.

##### (ii) Financial assets at fair value through profit or loss

A financial asset which is not subsequently measured at amortised cost are subsequently fair valued through profit or loss. Investments are measured at fair value through profit and loss.

##### (iii) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

#### (c) Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire

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or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognised from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

In case of assignment transactions with complete transfer of risks and rewards without any retention of residual interest, gain arising on such assignment transactions is recorded upfront in the Profit or Loss and the corresponding asset is derecognized from the Balance Sheet immediately upon execution of such transaction.

#### (d) Impairment

##### (i) General approach

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL.

The tenure of the loans to customers does not exceed 12 months. Therefore the principle of 12 months ECL is not applicable to the company. The company measures all loans to customers on lifetime basis from day one.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognised as an impairment gain or loss in profit or loss.

ECL is calculated on a collective basis and individual basis considering both qualitative and quantitative aspect of the financials asset. The Company has devised an internal model to evaluate ECL based on nature of financial asset. It takes three things in to account namely exposure at default (EAD), probability of default ('PD') and loss given default ('LGD'). PD is probability of default whether the borrower will default in its payment obligations. LGD is the loss incurred if the default happens. EAD is amount of financial asset held by the Company. The Company categorises financial assets

## Notes Forming Part of the Financial Statements

as at March 31, 2026

at reporting dates in to stages based on the days past due ('DPD') status as under:

**Stage 1:** Low credit risk, i.e. 0 to 30 days past due

**Stage 2:** Significant increase in credit risk, i.e. 31 to 90 days past due

**Stage 3:** Impaired assets, i.e. more than 90 days past due

#### (ii) Simplified approach

The company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables falling under the scope of Ind AS 115. The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables falling under the scope of Ind AS 115. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables falling under the scope of Ind AS 115 and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated for changes in the forward looking estimates.

### 2.06 Employee benefits

#### (a) Defined contribution plans

Obligations for contributions to defined contribution plans (provident fund and employees state insurance) are recognized as a personnel expense in profit or loss in the years during which services are rendered by employees.

#### (b) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's gratuity scheme is a defined benefit plan.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results

(All amounts are in Rs. Lakhs, unless otherwise stated)

in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements. Defined benefit obligation (DBO) is based on a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the year by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual year to the then-net defined benefit liability (asset). Net interest expense and other expenses related to defined benefit plans are recognized in employee benefit expenses in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss.

#### (c) Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

#### (d) Other long-term employee benefits

##### Liability for leave encashment

The Company's net obligation in respect of long-term employee benefits represents the present value of the future benefits that employees have earned in return for their service in the current and prior

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periods. The obligation is determined using actuarial valuation techniques and is discounted to reflect the time value of money. Remeasurements, comprising actuarial gains and losses, are recognised in the profit or loss in the period in which they occur. The valuation of the leave encashment benefit is obtained from an independent actuary. This benefit is classified as a long-term benefit plan, with settlement occurring upon retirement or resignation.

**Employee Share-based payments**

Stock options granted to the employees under the stock option scheme established are accounted as per the accounting treatment prescribed by the SEBI (Share-based Employee Benefits) Regulations, 2014 issued by Securities and Exchange Board of India.

The Company measures employee share based payments having no market condition at fair value determined on grant date and amortises the same over the vesting periods. The share based payments expense is aggregated with Employee benefits expense line item.

**2.07 Leases**

The Company enters into hiring/service arrangements for various assets/services. The Company evaluates whether a contract contains a lease or not, in accordance with the principles of Ind AS 116. This requires significant judgements including but not limited to, whether asset is implicitly identified, substantive substitution rights available with the supplier, decision making rights with respect to how the underlying asset will be used, economic substance of the arrangement, etc.

As a lessee the Company has measured lease liability at the present value of the remaining lease payments, discounted using the incremental borrowing rate at the commencement date. After the commencement date / transition date, the Company measures the right-of-use asset applying a cost model, where the Company measures the right-of-use asset at cost:

- less any accumulated depreciation and any accumulated impairment losses; and
- adjusted for any remeasurement of the lease liability

The Company recognises the finance charges on lease expense on reducing balance of lease liability. The lease asset is depreciated over the lease term on straight line basis.

The Company applies the above policy to all leases except:

- leases for which the lease term (as defined in Ind AS 116) ends within 12 months of the acquisition date
- leases for which the underlying asset is of low value (lease having monthly rental less than ₹ 5000)

As a lessor the Company identifies leases as operating and finance lease. A lease is classified as a finance lease if the Company transfers substantially all the risks and rewards incidental to ownership of an underlying asset.

At the commencement date, the Company recognises assets held under a finance lease in its balance sheet and present them as a receivable at an amount equal to the net investment in the lease. After the initial recognition the Company recognises finance income over the lease term, based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

For Operating leases as a lessor the Company recognises lease payments from operating leases as income on straight-line basis.

**2.08 Statement of Cash flows**

Cash flows from operating activities are reported using the indirect method where by the profit after tax is adjusted for the effect of the transactions of a non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

**2.09 Standards issued but not effective**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. The "MCA" has notified IND AS 117, Insurance Contracts vide notification no. G.S.R 492(E) dated 12/08/2024 subject to further notification by IRDAI. IRDAI has mandated the adoption of Ind AS for insurance companies from 1 April 2026. The company is not in the business of issuing insurance contracts and none of the contracts that the company has issued fall

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within the scope of Ind AS 117. Accordingly, the Ind AS 117, Insurance Contracts, does not have any impact on the financial statements of the company.

MCA notified amendments to Ind AS 1 vide notification no. G.S.R.549(E) dated 13 August 2025 applicable from 1 April 2026. The amendment removes the carve out for classification of liabilities as current or non-current. The said amendment is not applicable to the company as of now as the company presents its assets and liabilities on liquidity basis in accordance with Division III of Schedule III to the Companies Act, 2013.

**NOTE 3: Cash and cash equivalents**

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks	3,907.22	740.41
<b>Total</b>	<b>3,907.22</b>	<b>740.41</b>

(Includes ₹221.34 lakhs (P.Y. Nil) towards interim dividend payable which duly transferred to specified earmarked bank on 02.04.2026)

**NOTE 4: Other bank balances**

Particulars	As at March 31, 2026	As at March 31, 2025
Earmarked balances (Unpaid dividend)*	4.48	44.27
<b>Total</b>	<b>4.48</b>	<b>44.27</b>

\* Refer note no. 18

**NOTE 5: Trade receivables****At amortised cost**

Unsecured

Particulars	As at March 31, 2026	As at March 31, 2025
Unbilled Revenue	-	-
From related party (Refer note no.39)	30.45	-
From others	13.94	-
	<b>44.39</b>	<b>-</b>
Less: Allowance for impairment loss	-	-
<b>Total</b>	<b>44.39</b>	<b>-</b>

**Trade Receivables ageing schedule as at Mar 31, 2026**

Particulars	Outstanding for following periods from due date of payment / transaction						Total
	Unbilled revenue	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	44.39	-	-	-	-	-	44.39
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>44.39</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>44.39</b>
Less: Allowance for credit losses	-	-	-	-	-	-	-
							<b>44.39</b>

## Notes Forming Part of the Financial Statements

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(All amounts are in Rs. Lakhs, unless otherwise stated)

### Trade Receivables ageing schedule as at Mar 31, 2025

Particulars	Outstanding for following periods from due date of payment / transaction						Total
	Unbilled revenue	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	-	-	-	-	-	-	-
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables – credit impaired	-	-	-	-	-	-	-
<b>Total</b>	-	-	-	-	-	-	-
Less: Allowance for credit losses							-

### NOTE 6: Other receivables

Particulars	As at March 31, 2026	As at March 31, 2025
At amortised cost		
Receivable from lenders and others	39.13	8.92
<b>Total</b>	<b>39.13</b>	<b>8.92</b>

### NOTE 7: Loans

Particulars	As at March 31, 2026	As at March 31, 2025
<b>At amortised cost</b>		
<b>Unsecured</b>		
Loan to customers	47,786.56	10,092.36
Less: Allowance for credit losses*	(6,099.00)	(586.89)
<b>Total</b>	<b>41,687.56</b>	<b>9,505.47</b>
In India	41,687.56	9,505.47
Outside India	-	-
<b>Total</b>	<b>41,687.56</b>	<b>9,505.47</b>

The Company has not granted any loans or advances in the nature of loans to promoters, directors, Key Managerial Personnel (KMPs), or related parties (as defined under the Companies Act, 2013), either severally or jointly, that are repayable on demand or lack specified terms or periods of repayment.

\* Refer note no.41(iii)

## Notes Forming Part of the Financial Statements

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(All amounts are in Rs. Lakhs, unless otherwise stated)

### NOTE 8: Investments

#### Quoted

Particulars	As at March 31, 2026	As at March 31, 2025
<b>Investments carried at fair value through profit or loss</b>		
Equity instrument	5.81	7.42
Mutual fund	0.02	1,507.39
<b>Total</b>	<b>5.83</b>	<b>1,514.81</b>
In India	5.83	1,514.81
Outside India	-	-
<b>Total</b>	<b>5.83</b>	<b>1,514.81</b>

### NOTE 9: Other financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
<b>At amortized cost</b>		
Security deposits	688.18	153.43
Interest accrued but not due on security deposits	5.71	-
Staff advances	1.26	1.89
<b>Total</b>	<b>695.15</b>	<b>155.32</b>

### NOTE 10: Property, plant and equipments

Particulars	Office equipment	Furniture and fixtures	Computer equipment	Total
Opening gross carrying value as at April 1, 2024	15.59	18.60	46.42	80.61
Additions during the year	9.66	6.70	50.19	66.55
Deletions during the year	1.59	-	0.00	1.59
<b>Closing gross carrying value as at March 31, 2025</b>	<b>23.66</b>	<b>25.30</b>	<b>96.61</b>	<b>145.57</b>
Opening gross carrying value as at April 1, 2025	23.67	25.30	96.61	145.58
Additions during the year	23.35	1.13	95.26	119.74
Deletions during the year	-	-	3.55	3.55
<b>Closing gross carrying value as at March 31, 2026</b>	<b>47.02</b>	<b>26.43</b>	<b>188.32</b>	<b>261.77</b>
Opening accumulated depreciation as at April 1, 2024	6.44	7.00	26.28	39.72
Depreciation for the year	9.07	14.92	26.18	50.17
Accumulated depreciation on deletions	-	-	-	-
<b>Closing accumulated depreciation as at March 31, 2025</b>	<b>15.51</b>	<b>21.92</b>	<b>52.46</b>	<b>89.89</b>
Opening accumulated depreciation as at April 1, 2025	15.51	21.92	52.46	89.89
Depreciation for the year	7.47	1.20	42.79	51.46
Accumulated depreciation on deletions	-	-	2.53	2.53
<b>Closing accumulated depreciation as at March 31, 2026</b>	<b>22.98</b>	<b>23.12</b>	<b>92.72</b>	<b>138.82</b>
<b>Carrying value as at March 31, 2025</b>	<b>8.15</b>	<b>3.38</b>	<b>44.15</b>	<b>55.68</b>
<b>Carrying value as at March 31, 2026</b>	<b>24.04</b>	<b>3.31</b>	<b>95.60</b>	<b>122.95</b>

**Notes Forming Part of the Financial Statements**

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(All amounts are in Rs. Lakhs, unless otherwise stated)

**NOTE 11: Right of use assets**

Particulars	Building	Total
Opening gross carrying value as at April 1, 2024	480.94	480.94
Additions during the year	297.03	297.03
Termination during the year	570.42	570.42
<b>Closing gross carrying value as at March 31, 2025</b>	<b>207.55</b>	<b>207.55</b>
Opening gross carrying value as at April 1, 2025	207.55	207.55
Additions during the year	57.59	57.59
Termination during the year	22.28	22.28
<b>Closing gross carrying value as at March 31, 2026</b>	<b>242.86</b>	<b>242.86</b>
Opening accumulated depreciation as at April 1, 2024	91.95	91.95
Depreciation for the year	90.40	90.40
Accumulated depreciation on termination	166.95	166.95
<b>Closing accumulated depreciation as at March 31, 2025</b>	<b>15.40</b>	<b>15.40</b>
Opening accumulated depreciation as at April 1, 2025	15.40	15.40
Depreciation for the year	38.88	38.88
Accumulated depreciation on termination	5.61	5.61
<b>Closing accumulated depreciation as at March 31, 2026</b>	<b>48.67</b>	<b>48.67</b>
<b>Carrying value as at March 31, 2025</b>	<b>192.15</b>	<b>192.15</b>
<b>Carrying value as at March 31, 2026</b>	<b>194.19</b>	<b>194.19</b>

**NOTE 12: Intangible assets**

Particulars	Computer Software	Total
Opening gross carrying value as at April 1, 2024	5.39	5.39
Additions during the year	2.94	2.94
Deletions during the year	-	-
<b>Closing gross carrying value as at March 31, 2025</b>	<b>8.33</b>	<b>8.33</b>
Opening gross carrying value as at April 1, 2025	8.33	8.33
Additions during the year	-	-
Deletions during the year	-	-
<b>Closing gross carrying value as at March 31, 2026</b>	<b>8.33</b>	<b>8.33</b>
Opening accumulated amortization as at April 1, 2024	1.60	1.60
Amortization for the year	3.66	3.66
Accumulated amortisation on deletions	-	-
<b>Closing accumulated Amortisation as at March 31, 2025</b>	<b>5.26</b>	<b>5.26</b>
Opening accumulated Amortisation as at April 1, 2025	5.26	5.26
Amortization for the year	1.60	1.60
Accumulated amortisation on deletions	-	-
<b>Closing accumulated Amortisation as at March 31, 2026</b>	<b>6.86</b>	<b>6.86</b>
<b>Carrying value as at March 31, 2025</b>	<b>3.07</b>	<b>3.07</b>
<b>Carrying value as at March 31, 2026</b>	<b>1.47</b>	<b>1.47</b>

**NOTE 13: Other non-financial assets**

Particulars	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	45.75	59.20
Advance to suppliers	2.76	25.72
Balances with government authorities	17.69	8.58
<b>Total</b>	<b>66.20</b>	<b>93.50</b>

**Notes Forming Part of the Financial Statements**

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

**NOTE 14: Trade payables**

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Total outstanding dues of micro enterprises and small enterprises	61.50	39.43
(b) Total outstanding dues creditors other than micro enterprises and small enterprises	2,808.35	1,087.73
<b>Total</b>	<b>2,869.85</b>	<b>1,127.16</b>

**Trade payables ageing schedule as at March 31, 2026**

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1 - 2 years	2 - 3 years	> 3 years	
(i) MSME	61.50	-	-	-	-	61.50
(ii) Others	2,125.02	6.84	-	-	-	2,131.86
(iii) Disputed dues- MSME	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-	-
(v) Accrued Expenses	-	-	-	-	-	676.49
<b>Total</b>	<b>2,186.52</b>	<b>6.84</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,869.85</b>

**Trade payables ageing schedule as at March 31, 2025**

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1 - 2 years	2 - 3 years	> 3 years	
(i) MSME	39.43	-	-	-	-	39.43
(ii) Others	941.82	-	-	-	-	941.82
(iii) Disputed dues- MSME	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-	-
(v) Accrued Expenses	-	-	-	-	-	145.91
<b>Total</b>	<b>981.25</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,127.16</b>

Disclosure relating to suppliers registered under MSMED Act based on the information available with the Company:

- The Company has identified enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED). Accordingly, the disclosure in respect of the amounts payable to such enterprises as at March 31, 2026 and March 31, 2025 have been made in the Financials Statements based on information received and available with the Company.
- The Company does not have any disputed dues payable as on March 31, 2026 and March 31, 2025.

Particulars	As at 31-03-2026	As at 31-03-2025
(a) Amount remaining unpaid to any supplier at the end of each accounting year:	61.50	39.43
(b) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	2.14	0.63
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year.	2.79	0.65
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	2.79	0.65

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### NOTE 15: Debt securities

Particulars	As at March 31, 2026	As at March 31, 2025
At amortised cost		
Secured		
13% Secured Rated Listed Redeemable Non Convertible Debenture	8,900.63	
<b>Total</b>	<b>8,900.63</b>	<b>-</b>
In India	8,900.63	
Outside India	-	
As a percentage of total liability	<b>28.24%</b>	

All funds raised from the issuance of Non-Convertible Debentures (NCDs) were fully utilized for their intended purposes.

At all times during the year, the Company maintained sufficient security cover for secured NCDs as stipulated in the respective Information Memorandum. This cover applies to the principal amount, accrued interest, and any other specified sums.

The Company has not defaulted in any repayment of interest due in respect of above debt securities and repayment of principal is start from 24.05.2027

Rate of interest is 13% p.a.

### Repayment terms of contractual debt securities

Due in next	As at March 31, 2026	As at March 31, 2025
0-1 year	-	-
1-2 years	10,500.00	-
EIR Impact	(1,599.37)	-
<b>Total</b>	<b>8,900.63</b>	<b>-</b>

### Non Convertible Debenture

Series	Tenure	Effective yield	Amount (in ₹)	Date of Allotment	Maturity date	Security clause
13% Secured Rated Listed Redeemable Non Convertible Debenture	15 Months	13% p.a.	7,500.00	24-02-2026	24-05-2027	loan receivable and personal guarantee of CEO of the company
13% Secured Rated Listed Redeemable Non Convertible Debenture	15 Months	13% p.a.	3,000.00	18-03-2026	24-05-2027	loan receivable and personal guarantee of CEO of the company
<b>Total</b>			<b>10,500.00</b>			

### NOTE 16: Borrowings, other than Debt Securities

Particulars	As at March 31, 2026	As at March 31, 2025
<b>At amortized cost, secured</b>		
<b>Secured</b>		
<b>Term loan</b>		
i. From other financial institutions	16,969.61	759.08
ii. Interest accrued but not due	143.30	2.72
<b>Intercorporate deposits from others financial institutions</b>		
Secured Loan from related party*	1,600.00	999.96
<b>Total Secured</b>	<b>18,712.92</b>	<b>1,761.76</b>
Unsecured Loans from corporates	-	1,444.60
<b>Total Unsecured</b>	<b>-</b>	<b>1,444.60</b>
<b>Total</b>	<b>18,712.91</b>	<b>3,206.36</b>

\* Refer note no.39

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings in India	18,712.91	3,206.36
Borrowings outside India	-	-
<b>As a percentage of total liability</b>	<b>59.38%</b>	<b>67.61%</b>
Repayment terms of contractual borrowings (other than debt securities)		
<b>Due in next</b>	<b>As at March 31, 2026</b>	<b>As at March 31, 2025</b>
0-1 year	18,605.40	2,221.67
1-2 years	547.69	999.96
EIR Impact	(440.18)	(15.27)
<b>Total</b>	<b>18,712.91</b>	<b>3,206.36</b>

Nature of Borrowing	Security Clause of secured loans	As at March 31, 2026	As at March 31, 2025
Term Loan	Secured against loan receivable and personal guarantee of CEO of the company.	17,112.91	761.80
Intercorporate deposits from others financial institutions	Secured by a first ranking and exclusive charge by way of hypothecation on present and future receivable	1,600.00	999.96
<b>Total</b>		<b>18,712.91</b>	<b>1,761.76</b>

### Funding Concentration based on significant counterparty including debt securities

Particulars	As at March 31, 2026			
	Number of Significant Counterparties	Amount	% of deposits	% of Total Liabilities
Significant counter parties (Net of EIR impact)	16	25,853.15	-	82.04%

Particulars	As at March 31, 2026			
	Number of Significant Counterparties	Amount	% of deposits	% of Total Liabilities
Significant counter parties (Net of EIR impact)	7	3,198.01	-	67.43%

### Segregation of Borrowing on the basis of Fixed interest rate

Particulars	Weighted average rate		Amount borrowed (in ₹)	
	31.03.2026	31.03.2025	31.03.2026	31.03.2025
Secured	16.07%	17.89%	18,712.91	1,761.76
Unsecured	0.00%	18.00%	-	1,444.60
<b>Total</b>			<b>18,712.91</b>	<b>3,206.36</b>

The company has utilised the borrowings for the purpose as defined in the sanction letter only.

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### NOTE 17: Lease liabilities

Particulars	Buildings	
	As at March 31, 2026	As at March 31, 2025
Opening Balance at the start of the year	199.28	427.51
Additions	47.56	297.03
Lease payments	(56.05)	(120.69)
Interest on lease liabilities (refer Note 27)	36.60	64.22
Deletion during the year	(18.55)	(468.79)
<b>Closing balance at the end of the year</b>	<b>208.84</b>	<b>199.28</b>
Rent expenses for the short term leases	266.36	4.88

#### ii. Maturity analysis of the future lease payments

Particulars	As at March 31, 2026	As at March 31, 2025
0-1 year	62.21	49.64
1-3 years	103.70	87.62
3-5 years	86.94	82.80
More than 5 years	111.09	156.63
<b>Total</b>	<b>363.94</b>	<b>376.69</b>
Interest rate used for calculating present value for ROU & Lease Liability	18.00%	18.00%

### NOTE 18: Other financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
At amortized cost		
Employee benefits payable	57.86	7.40
Interim Dividend Payable	221.34	44.27
Unpaid dividend	4.48	-
Guarantee liability under managed portfolio	11.05	
Others Payable*	15.01	
<b>Total</b>	<b>309.74</b>	<b>51.67</b>

\*Includes related party balance ₹ 14.78 lakhs ( Refer note 39 )

### NOTE 19: Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits *		
Provision for gratuity	61.82	29.51
Provision for compensated absences	88.59	44.55
<b>Total</b>	<b>150.41</b>	<b>74.06</b>

### NOTE 20: Other non - financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues	360.74	69.66
Other liabilities	-	6.61
<b>Total</b>	<b>360.74</b>	<b>76.27</b>

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### NOTE 21: Share capital

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
<b>(a) Authorised</b>				
Equity shares of ₹ 10 each	9,00,00,000	9,000.00	2,50,00,000	2,500.00
<b>(b) Issued , Subscribed and fully paid up</b>				
Equity shares of ₹10 each	4,42,68,085	4,426.81	88,53,617	885.36
<b>Total</b>	<b>4,42,68,085</b>	<b>4,426.81</b>	<b>88,53,617</b>	<b>885.36</b>

#### 21.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
<b>Equity shares</b>				
Opening Balance	88,53,617	885.36	31,40,000	314.00
Add: Issued during the year*			57,13,617	571.36
Add: Bonus shares issued during the year (Refer note 21)**	3,54,14,468	3,541.45		
<b>Closing Balance</b>	<b>4,42,68,085</b>	<b>4,426.81</b>	<b>88,53,617</b>	<b>885.36</b>

\* In the previous year, the company has allotted 1,82,000 equity shares of the face value of ₹10 per Equity Share of the Company, at a price of ₹ 211.05/- (including a premium of ₹ 201.05/-) per equity share as on September 16, 2024, 32,17,000 Equity Shares of face value of ₹ 10 each upon conversion of warrants at an issue price of ₹ 56.20 each, including premium of ₹ 46.20/- each as on December 31, 2024, 5,31,617 Equity shares of face value of ₹10 per Equity Share of the Company, at a price of ₹420.50/- (including a premium of ₹410.50) per equity as on March 04, 2025 and 17,83,000 Equity Shares of face value of ₹ 10 each upon conversion of warrants at an issue price of ₹ 56.20 each, including premium of ₹ 46.20/- each as on March 21, 2025

#### \*\* Aggregate number of equity shares issued as bonus and shares bought back during the period of five years immediately preceding the reporting date:

Particulars	Mar-26		Mar-25	
	Nos.	Amount in ₹	Nos.	Amount in ₹
Equity shares allotted as fully paid bonus shares	3,54,14,468	3,541.45	-	-

The Board of directors in its meeting held on November 14, 2025 and the shareholder of the Company through VC-OAVM December 10, 2025 respectively have recommended and approved the issuance of bonus shares, in the ratio of 4:1 i.e 4 (four) fully paid-up bonus shares of ₹10/- each for every 1 (one) fully paid-up equity share held as on the record date i.e. December 19, 2025. Subsequently, on December 22, 2025, the Company allotted 3,54,14,468 equity shares of 10 each to shareholders who held equity shares as on the record date.

#### 21.2 Right ,Preferences and restrictions attached to Shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The amount of per share dividend recognised as distribution to equity shareholders for Interim dividend is ₹ 0.50 per share (P.Y. ₹ 0.50 per share).

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

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### 21.3 Details of shares held by each shareholder holding more than 5% shares:

Name of shareholders	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares held	% holding	Number of shares held	% holding
Pawan Kumar Mittal	60,59,500	13.69	12,11,900	13.69
Kiran Mittal	48,50,000	10.96	10,00,000	11.29
Ayaan Finserve India Private Limited	37,50,000	8.47	750000	8.47
Paaven Bansal	89,15,350	20.14	1783070	20.14
Atika Goyal	35,35,250	7.99	707050	7.99
Amicorp Capital (Mauritius) Limited	50,00,000	11.29	1000000	11.29
Kotia Enterprises Limited	25,00,000	5.65	500000	5.65

### Disclosure of shareholding of promoters as at March 31, 2026 and March 31, 2025 are as follows:

Promoter Name	As at March 31, 2026		
	No of Shares	% of total Shares	Change during the Year
Pawan Kumar Mittal	60,59,500	13.69	-
Kiran Mittal	48,50,000	10.96	-0.33

Promoter Name	As at March 31, 2026		
	No of Shares	% of total Shares	Change during the Year
Pawan Kumar Mittal	12,11,900	13.69	-
Kiran Mittal	10,00,000	11.29	-

### NOTE 22: Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
<b>a. Securities Premium Reserve</b>		
At the beginning and end of the Year	4,858.20	-
Issue of equity shared on conversion of share warrants	-	2,310.00
Issue of further equity shares	-	2,548.20
Bonus shares issued during the year (Refer note 21)	(3,541.45)	-
<b>Sub Total</b>	<b>1,316.75</b>	<b>4,858.20</b>
<b>b. Retained earnings</b>		
At the beginning of the Year	1,554.66	(5.53)
Add : Profit/(Loss) Transferred from Statement of Profit & Loss	8,714.24	2,005.58
Payment of Dividend	(221.34)	(44.27)
Transfer to Statutory Reserve created pursuant to Section 45-IC of the Reserve Bank of India Act, 1934	(1,742.85)	(401.12)
<b>Sub Total</b>	<b>8,304.71</b>	<b>1,554.66</b>
<b>c. Reserve fund u/s 45- IC of RBI Act, 1934</b>		
At the beginning of the Year	451.03	49.91
Transfer to Statutory Reserve created pursuant to Section 45-IC of the Reserve Bank of India Act, 1934	1,742.85	401.12
<b>Sub Total</b>	<b>2,193.88</b>	<b>451.03</b>
<b>d. Share Option Outstanding</b>		
At the beginning of the Year	-	-
Addition during the year (Refer note no.38 (e))	169.66	-
<b>Sub Total</b>	<b>169.66</b>	<b>-</b>
<b>e. Other Comprehensive Income</b>		
Re-measurements of Defined Employee Benefits plans		
At the beginning of the Year	5.25	11.45
Addition during the year: (Net of Tax)	(1.83)	(6.20)
<b>Sub Total</b>	<b>3.42</b>	<b>5.25</b>
<b>Total</b>	<b>11,988.42</b>	<b>6,869.14</b>

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### Nature and purpose of Reserves:

#### (A) Securities premium reserve

Securities premium is used to record the premium received on issue of shares. The reserve can be utilised only for limited purposes in accordance with the provisions section 52 of the Companies Act, 2013.

#### (B) Retained earnings

Retained earnings represents accumulated Profit or Loss and appropriations.

#### (C) Reserve fund u/s 45- IC of RBI Act, 1934

Reserve fund is created as per the terms of section 45-IC of the Reserve Bank of India Act, 1934 as a statutory reserve.

#### (D) Share Option Outstanding (ESOP Reserve)

ESOP stands for employee stock ownership plan. An ESOP grants company stock to employees, often based on the duration of their employment.

### NOTE 23: Interest income

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
On financial assets measured at amortised cost		
On loans*	51,090.21	12,122.88
<b>Total</b>	<b>51,090.21</b>	<b>12,122.88</b>

\* Includes loan processing fees

### NOTE 24: Fees and commission income

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Service and administration charges	55.25	-
<b>Total</b>	<b>55.25</b>	<b>-</b>

### NOTE 25: Net gain on fair value changes

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Net gain/ (loss) on financial instruments at fair value through profit or loss		
- investments	11.50	12.44
<b>Total net gain/(loss) on fair value changes</b>	<b>11.50</b>	<b>12.44</b>
Fair value changes:		
- realised	13.12	4.73
- unrealised	(1.62)	7.71
<b>Total net gain on fair value changes</b>	<b>11.50</b>	<b>12.44</b>

### NOTE 26: Other income

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest income other than from financing business	15.85	2.19
Net profit on derecognition of property, plant and equipment	-	0.67
Net gain on modification/termination of finance lease	0.01	62.81
<b>Total</b>	<b>15.86</b>	<b>65.67</b>

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### NOTE 27: Finance costs

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
On financial liabilities measured at amortized cost		
Interest on :		
Borrowings from financial institutions	2,112.77	518.13
Borrowings from related party*	325.11	82.85
Debt securities*	111.12	-
Others	171.89	7.26
Other borrowing costs	790.39	2.59
Finance charges on lease	36.60	64.22
<b>Total</b>	<b>3,547.88</b>	<b>675.05</b>

\*Refer Note No. 39

### NOTE 28: Fees and commission expenses

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Commission to payment gateways	241.22	12.96
Credit assessment charges	558.58	200.03
<b>Total</b>	<b>799.80</b>	<b>212.99</b>

### NOTE 29: Impairment on financial instruments

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
On financial instruments measured at amortised cost		
Loans	18,757.51	2,924.56
Provision against managed portfolio	11.05	-
<b>Total</b>	<b>18,768.56</b>	<b>2,924.56</b>

### NOTE 30: Employee benefit expenses

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Salaries and wages	2,347.36	1,208.37
Gratuity*	29.88	16.46
Leave benefit expenses*	60.28	32.85
Share-based payments to employees*	169.66	-
Contribution to provident and other funds	109.66	62.71
Staff welfare expenses	48.27	23.01
<b>Total</b>	<b>2,765.11</b>	<b>1,343.40</b>

\* Refer note 38 Employee Benefits

### NOTE 31: Depreciation and amortization

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Property, plant and equipments	51.46	50.17
Intangible assets	1.60	3.66
Right of use assets	38.88	90.40
<b>Total depreciation and amortization expense</b>	<b>91.94</b>	<b>144.23</b>

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### NOTE 32: Other expenses

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Membership fees & subscription	8.32	4.42
Rent, taxes and energy cost	374.83	74.63
Repairs and maintenance-Information Technology	5.44	10.10
Communication Costs	303.92	131.48
Commission	555.48	68.40
Printing and stationery	5.53	3.71
Advertisement and publicity	1,046.19	10.13
Business Promotion	10,184.91	3,592.27
Directors sitting fees*	17.45	10.94
Foreign exchange loss	8.45	3.60
Payment to Auditors	14.28	10.04
Legal and Professional charges	266.58	134.13
Bank charges	11.97	3.08
Net loss on derecognition of property, plant and equipment	0.63	-
CSR expenses (Refer note no.37)	15.56	-
Credit Processing charges	222.43	42.59
Repairs and maintenance- Others	25.68	24.12
Information technology	367.34	103.45
Conveyance & traveling expenses	9.04	1.72
Miscellaneous expenses	22.25	8.50
<b>Total</b>	<b>13,466.28</b>	<b>4,237.31</b>

\*Refer Note No. 39

**Note:** The following is the break-up of Auditors remuneration (Including 50% GST reversal)

#### As auditor:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Audit fee	7.63	3.27
Limited review fees	2.18	2.45
Tax Audit fee	1.09	0.82
In other capacity:		
For certificates	0.11	1.32
Other services	3.27	2.18
<b>Total</b>	<b>14.28</b>	<b>10.04</b>

### NOTE 33: Income Taxes

#### 33.01 Income tax expense in the statement of profit and loss

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Current tax expense</b>		
For the year	3,813.25	657.80
Change in estimates relating to prior year	12.72	4.19
	<b>3,825.97</b>	<b>661.99</b>
<b>Deferred tax charge/(benefit)</b>		
Origination and reversal of temporary differences	(806.96)	(4.12)
<b>Total</b>	<b>(806.96)</b>	<b>(4.12)</b>
<b>Total income tax expense</b>	<b>3,019.01</b>	<b>657.87</b>

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### 33.02 Tax expense recognised in the other comprehensive income

	For the year ended March 31, 2026	For the year ended March 31, 2025
Items that will not be reclassified subsequently to profit or loss		
Remeasurement of the net defined benefit liability / asset	0.61	2.09
<b>Total tax expense recognised in other comprehensive income</b>	<b>0.61</b>	<b>2.09</b>

### 33.03 Reconciliation of the income tax expense to the amount computed by applying the statutory income tax rate to the income before income taxes

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit before income tax	11,733.25	2,663.45
Enacted tax rates in India	25.17%	25.17%
Computed expected tax expense	2,953.02	670.34
Non deductible expense	62.49	2.17
Deduction under chapter VI A	(16.81)	-
Change in estimates relating to prior years	12.72	4.19
Others	7.59	(18.83)
<b>Income tax expense</b>	<b>3,019.01</b>	<b>657.87</b>

The applicable Indian statutory tax rates for fiscal year 2026 is 25.17% and 2025 is 25.17%.

### 33.04 Details of current tax assets and current tax liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current tax assets pertaining to current year	4,101.24	650.00
Current tax liabilities pertaining to current year	(3,813.25)	(657.80)
Interest on Income Tax to current year	(138.51)	-
<b>Net current tax assets/ (liability) pertaining to current year</b>	<b>149.48</b>	<b>(7.80)</b>
Income tax asset pertaining to earlier year	19.23	-
	<b>19.23</b>	-
<b>Total Net current tax assets/ (liability)</b>	<b>168.71</b>	<b>(7.80)</b>

### NOTE 34: Movement in the temporary differences

Particulars	Balance as at April 1, 2024	Recognised in profit or loss during 2024-25	Recognised in other comprehensive income	Balance as at March 31, 2025	Recognised in profit or loss during 2025-26	Recognised in other comprehensive income	Balance as at March 31, 2026
Employee benefits	5.37	13.27	2.09	20.73	16.52	0.61	37.86
Trade Payables (MSME Disallowance)	-	-	-	-	-	-	-
Right to use -assets	(97.90)	49.54	-	(48.36)	(0.52)	-	(48.88)
Lease liability	117.90	(66.14)	-	51.76	0.80	-	52.56
Security deposit	4.30	0.84	-	5.14	(2.37)	-	2.77
Property and equipment	2.65	5.34	-	7.99	0.60	-	8.59
Share Option Outstanding (ESOP)	-	-	-	-	42.70	-	42.70
Fair valuation of investment	-	-	-	-	(0.78)	-	(0.78)
Borrowings	-	(1.67)	-	(1.67)	(511.65)	-	(513.32)
Intangible asset	(0.09)	0.28	-	0.19	0.02	-	0.21
Provision allowed U/s 36(1)(viiia)	-	-	-	-	(128.42)	-	(128.42)
Provision for impairment on receivable from clients	145.06	2.66	-	147.72	1,390.06	-	1,537.78
<b>Total</b>	<b>177.29</b>	<b>4.12</b>	<b>2.09</b>	<b>183.50</b>	<b>806.96</b>	<b>0.61</b>	<b>991.07</b>

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### NOTE 35: Earnings per share

Basic earnings /(loss) per share amounts are calculated by dividing the profit/loss for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares of the Company.

The followings is a reconciliation of the equity shares used in the computation of basic and diluted earnings per equity share:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net profit attributable to equity holders	8,714.24	2,005.58
Weighted average number of equity shares for basic EPS	4,42,68,085	3,95,49,261
Effect of dilution (ESOP)	1,94,779	-
Weighted average number of equity shares for diluted EPS	4,44,62,864	3,95,49,261
Basic earnings per share (₹)	19.69	5.07
Diluted earnings per share (₹)	19.60	5.07

\*The Board of directors in its meeting held on November 14, 2025 and the shareholder of the Company through VC-OAVM December 10, 2025 respectively have recommended and approved the issuance of bonus shares, in the ratio of 4:1 i.e 4 (four) fully paid-up bonus shares of ₹10/- each for every 1 (one) fully paid-up equity share held as on the record date i.e. December 19, 2025. Subsequently, on December 22, 2025, the Company allotted 3,54,14,468 equity shares of ₹10 each to shareholders who held equity shares as on the record date. Earnings per equity share has been recalculated for the current year and restated for the previous year(after considering the total number of equity shares post-issue of bonus shares as per the provisions of the applicable Ind AS.).

Stock options granted to the employees under Unifinz Capital India Limited Employee Stock Option Plan 2025\* are considered to be potential equity shares. They have been included in the determination of diluted earnings per share to the extent to which they are dilutive.

### NOTE 36: Contingent liabilities and commitments

Particulars	As at March 31, 2026	As at March 31, 2025
Contingent Liability	Nil	Nil
Capital and other commitments	Nil	Nil

### NOTE 37: Corporate Social Responsibility (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

Particulars	As at March 31, 2026	As at March 31, 2025
Amount required to be spent by the company during the year	15.56	-
Amount of expenditure incurred*	15.56	-
Shortfall / (excess) at the end of the year	-	-
Total of previous years shortfall	-	-
Reason for shortfall	NA	NA
Nature of CSR activities		
Eradication of hunger and malnutrition, promoting education, art and culture, healthcare, environment sustainability, disaster relief and rural development projects		
Details of related party transactions, e.g. Contribution to a trust controlled by KMPs in relation to CSR expenditure as per relevant Accounting Standard	Nil	Nil
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year	Nil	Nil

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### NOTE 38: Employee benefits

#### (A) Defined contribution plans

During the year, the Company has recognized the following amounts in the Statement of Profit and Loss:

	Year ended March 31, 2026	Year ended March 31, 2025
Employers' Contribution to Provident Fund and Employee State Insurance (Refer note 30)	109.66	62.71

#### (B) Gratuity

	Year ended March 31, 2026	Year ended March 31, 2025
Defined benefit plan: Gratuity payable to employees	61.82	29.51

#### Defined benefit plan: Gratuity plan

The amounts recognized in the balance sheet and the movement in the net defined benefit obligation over the year, and the assumptions used are as follows:

	Year ended March 31, 2026	Year ended March 31, 2025
<b>i) Actuarial assumptions</b>		
Discount rate (per annum)	6.97%	6.64%
Rate of increase in salary	10.00%	10.00%
Rate of attrition	26.00%	22.00%
<b>ii) Changes in the present value of defined benefit obligation</b>		
Present value of obligation at the beginning of the year	29.51	4.77
Interest cost	1.96	0.35
Current service cost	27.92	16.11
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(1.25)	0.29
Actuarial (Gains)/Losses on Obligations - Due to Experience Adjustment	12.03	(7.36)
Actuarial (Gains)/Losses on Obligations - Due to change in Demographic Assumptions	(8.35)	15.35
<b>Present value of obligation at the end of the year*</b>	<b>61.82</b>	<b>29.51</b>
*Included in provision for employee benefits		
<b>iii) Assets and liabilities recognized in the Balance Sheet:</b>		
Present value of unfunded obligation as at the end of the year	61.82	29.51
<b>Unfunded net (asset) / liability recognized in Balance Sheet</b>	<b>61.82</b>	<b>29.51</b>
<b>iv) Expected contribution to the fund in the next year</b>		
Gratuity	32.38	19.68
<b>v) Expense Recognized in Statement of Profit and Loss</b>		
Interest cost	1.96	0.35
Current service cost	27.92	16.11
	29.88	16.46
<b>vi) Other Comprehensive Income</b>		
Opening amount recognized in OCI outside P&L account	-	-
Actuarial gain / (loss) on liabilities	(2.44)	(8.29)
Actuarial gain / (loss) on assets	-	-
	(2.44)	(8.29)
<b>vii) A quantitative sensitivity analysis for significant assumptions is as shown below:</b>		
<b>Impact on defined benefit obligation:</b>		
Change in Discount rate:		
0.5% increase	60.44	28.65
0.5% decrease	63.26	30.40

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	Year ended March 31, 2026	Year ended March 31, 2025
Change in Rate of Salary Increase:		
1% increase	64.36	31.27
1% decrease	59.44	27.87
Change in Withdrawal Rate of Employee:		
5% increase	53.01	24.16
5% decrease	72.49	36.24
<b>viii) Maturity profile of defined benefit obligation</b>		
Year		
1 <sup>st</sup> Following Year	0.22	0.08
2 <sup>nd</sup> Following Year	9.01	0.08
3 <sup>rd</sup> Following Year	8.26	4.08
4 <sup>th</sup> Following Year	10.05	4.20
5 <sup>th</sup> Following Year	16.30	5.78
After 5 <sup>th</sup> Year	44.99	32.06

#### (C) Compensated absences

##### Breakup of the amount recognised in balance sheet

	As at March 31, 2026	As at March 31, 2025
Present Value of the Obligation as at the end of the year	88.59	44.55
<b>Net Liability recognised in Balance Sheet</b>	<b>88.59</b>	<b>44.55</b>

##### Number of compensated leave absences outstanding

	As at March 31, 2026	As at March 31, 2025
<b>Total leave balance (days)</b>	<b>5,381.25</b>	<b>3,346.25</b>

##### Assumption used in valuation

	As at March 31, 2026	As at March 31, 2025
Discount rate	6.97%	6.64%
Salary Escalation Rate (p.a.)	10.00%	10.00%

The estimates of future salary increases, considered in actuarial valuation, taking into account the inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

#### (D) Impact of Labour Code

Effective 21 November 2025, The Government of India has consolidated multiple existing labour legislations into a unified framework comprising four Labour Codes collectively referred to as the 'New Labour Codes'. Under Ind AS 19, changes to employee benefit plans arising from legislative amendments constitute a plan amendment, requiring recognition of past service cost immediately in the statement of profit and Loss. The New Labour Codes has resulted in estimated one time increase in provision for employee benefits of the Company of ₹7.84 lakhs (Gratuity ₹ 2.39 lakhs and leave encashment ₹5.45 lakhs), resulting in decrease in profit and the same has been recognized as an employee benefit expense in the year ended 31 March 2026. The Government is in the process of notifying related rules to the New Labour Codes and impact of these will be evaluated and accounted for in accordance with applicable accounting standards in the period in which they are notified.

#### (E) Employee stock option scheme ('ESOP Scheme')

Pursuant to approval by the shareholders at their meeting held on 10.12.2025, the Company has established "Unifinz Capital India Limited Employee Stock Option Plan 2025" scheme administered by the ESOP Committee of Board of Directors. The following options were granted as on March 12, 2026. The fair value of the share options is estimated at the grant date using a Black-Scholes pricing model, taking into account

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the terms and conditions upon which the share options were granted. However, the above performance condition is only considered in determining the number of instruments that will ultimately vest.

### Employee stock option schemes:

Particulars	For the year ended (31-03-2026)	
	ESOP 2025	ESOP 2025
Date of Grant	12.03.2026	12.03.2026
Date of Board approval	14.11.2025	14.11.2025
Date of shareholders' approval	10.12.2025	10.12.2025
Number of options granted	34,50,000	635000
Method of settlement	Equity	Equity
Vesting conditions	Continued employment with the Company on relevant date of vesting	Continued employment with the Company on relevant date of vesting
Vesting period	1 Year from date of grant of option	36 months from date of grant of option
Exercise period	4 year from the date of vesting	4 year from the date of vesting

### Reconciliation of stock options:

	As at March 31, 2026	As at March 31, 2025
Opening		
Stock option issued during the year	40,85,000	
Exercised and vested		
Outstanding as at March 31, 2026	40,85,000	-

The Company has recognized share based payment expense of ₹169.66 lakhs during the year as proportionate cost in employee benefit expenses (Refer note no.30)

**The fair value of the options granted is determined on the date of the grant using the "Black-Scholes option pricing model" with the following assumptions, as certified by an independent valuer.**

### Fair Value of Option using Black Scholes Model

Parameters	31-Mar-26		
	Vest 1 (12-Mar-2027)	Vest 2 (12-Mar-2028)	Vest 3 (12-Mar-2029)
Market Price of Share (Closing of 11 Mar, 2026)	92.05	92.05	92.05
Exercise Price of Option (EX)	10	10	10
Number of periods to Exercise in years (t)	2.5	3.00	3.5
Risk-Free Interest Rate	6.23%	6.23%	6.40%
Expected Dividend Yield	0.75%	0.75%	0.75%
Standard Deviation (annualized)	54.83%	55.55%	56.80%
Vesting Percentage	30%	30%	40%
Fair Value per vest (₹)	81.80%	81.75	81.77

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### NOTE 39: Related Party Disclosures:

#### Related Party Disclosures:

#### (A) Names of related parties and description of relationship as identified and certified by the Company:

##### (a) Key Management Personnel (KMP)

Name	Relation
Pawan Kumar Mittal – Cessation w.e.f. 31.10.2025	Director
Kiran Mittal – Cessation w.e.f. 01.05.2025	Director
Ritu Sharma – Appointment w.e.f. 14.10.2025	Director
Manish Aggarwal – Appointment w.e.f. 14.10.2025	Non-Executive Director
Vinod Kumar	Independent Director
Rishi Kapoor	Independent Director
Ankit Singhal	Independent Director
Shubh Charn Bansal – Appointment w.e.f. 14.10.2025	Independent Director
Bhawna Saunakiya – From 12.08.2025 to 06.10.2025	Independent Director
Kaushik Chatterjee	Chief Executive Officer (CEO)
Ketna Kumari (Resigned w.e.f. 30.04.2024)	Company Secretary
Ritu Tomar (Appointment w.e.f. - 21-05-2024)	Company Secretary
Ritu Sharma – Cessation w.e.f. 13.10.2025	Chief Financial Officer (CFO)
Ritu Tomar – From 12.01.2026 to 06.03.2026	Interim CFO
Vijay Kumar Singh – Appointment w.e.f. 07.03.2026	Chief Financial Officer (CFO)

##### (b) Investor having significant influence

Name	Relation
Paaven Bansal	Investor having significant influence
Manoj Bansal – w.e.f. 31.12.2024	Close family member of Investor having significant influence

##### (c) Enterprises owned or significantly influenced by the Key Management Personnel or their Relatives

Dolf Leasing Limited – Cessation w.e.f. 12.03.2026  
Yourtemplatebox Web Services Private Limited – from 14.10.2025 to 30.03.2026

##### (d) Enterprises owned or significantly influenced by Investor having significant influence

Grow Money Capital Private Limited – w.e.f. 31.12.2024

### (B) Details of transactions with related party in the ordinary course of business for the year ended:

#### A) Transactions during the year:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
<b>Director's Sitting Fees paid during the year</b>		
Ankit Singhal	0.78	0.26
Rishi Kapoor	5.45	5.45
Vinod Kumar	5.89	5.23
Manish Aggarwal	2.62	-
Subh Charan Bansal	2.62	-
Bhawna Saunakiya	0.10	-

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Particulars	Year ended March 31, 2026	Year ended March 31, 2025
<b>Provision for Leave Encashment Expenses*</b>		
Ritu Sharma	(0.77)	-
Ritu Tomar	0.17	-
Kaushik Chatterjee	17.16	-
Vijay Kumar Singh	0.44	-
<b>Provision for Gratuity Expenses *</b>		
Ritu Sharma	(0.50)	-
Ritu Tomar	0.16	-
Kaushik Chatterjee	6.99	-
<b>Loan Repaid</b>		
Dolf Leasing Limited	5.63	10.00
<b>Share capital issue</b>		
Kaushik Chatterjee	-	105.53
<b>Reimbursement of expenses incurred on behalf of Company during the year</b>		
Kaushik Chatterjee	-	221.95
<b>Remuneration to Key Managerial Persons:</b>		
Kaushik Chatterjee	171.86	114.72
Ketna Kumari	-	0.55
Ritu Sharma	6.30	11.75
Ritu Tomar	12.11	6.56
Vijay Kumar Singh	8.61	-
<b>Consultancy to Key Managerial Persons</b>		
Ritu Sharma	5.58	-
<b>Interim dividend</b>		
Pawan Kumar Mittal	30.30	6.06
Kiran Mittal	24.25	5.00
Kaushik Chatterjee	1.19	0.25
Paaven Bansal	44.58	8.92
Manoj Bansal	1.19	0.24
Shubh Charn Bansal	1.93	-
<b>Loan taken</b>		
Grow Money Capital Private Limited	600.00	-
<b>Loan repaid</b>		
Yourtemplatebox Web Services Private Limited	910.00	-
<b>Interest expenses</b>		
Grow Money Capital Private Limited	325.11	82.85
Yourtemplatebox Web Services Private Limited	85.89	-
<b>Service and administration fees received</b>		
Grow Money Capital Private Limited	30.45	-

\* As the liabilities for gratuity and compensated absences are provided on actuarial basis for the company as a whole, the amounts pertaining to individual key management Personnel are not separately available for F.Y. 2024-25

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(All amounts are in Rs. Lakhs, unless otherwise stated)

### B) Balances as at year end:

Loan outstanding from enterprises owned or significantly influenced by the Key Management Personnel or their Relatives

	As at March 31, 2026	As at March 31, 2025
Dolf Leasing Limited	-	5.63
Grow Money Capital Private Limited	1,600.00	999.96
<b>Other Payable</b>		
Grow Money Capital Private Limited	14.78	-
<b>Trade Receivable</b>	30.45	-
<b>Director's Sitting Fees outstanding</b>		
Ankit Singhal	-	0.05
Rishi Kapoor	-	1.13
Vinod Kumar	-	1.08
<b>Remuneration payable</b>		
Ritu Tomar	1.66	-
<b>Interim Dividend Payable</b>		
Pawan Kumar Mittal	30.30	6.06
Kiran Mittal	24.25	5.00
Kaushik Chatterjee	1.19	0.25
Paaven Bansal	44.58	8.92
Manoj Bansal	1.19	0.24
Shubh Charn Bansal	1.93	-
<b>Provision for Leave Encashment Expenses payable</b>		
Ritu Sharma	-	0.77
Ritu Tomar	0.22	0.05
Kaushik Chatterjee	24.67	7.50
Vijay Kumar Singh	0.44	-
<b>Provision for Gratuity Expenses payable</b>		
Ritu Sharma	-	0.50
Ritu Tomar	0.23	0.07
Kaushik Chatterjee	12.44	5.45

### NOTE 40: Financial instruments

#### Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

**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).

#### Fair value estimation

For financial instruments measured at fair value in the Balance Sheet, a three level fair value hierarchy is used that reflects the significance of inputs used in the measurements. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements).

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The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as at March 31, 2026:

Particulars	As at March 31, 2026	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
<b>Assets</b>				
<b>Investments</b>				
Equity instruments	5.81	5.81		-
Mutual fund units	0.02	0.02		-
<b>Total</b>	<b>5.83</b>	<b>5.83</b>	-	-

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as at March 31, 2025:

Particulars	As at March 31, 2026	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
<b>Assets</b>				
<b>Investments</b>				
Equity instruments	7.42	7.42	-	-
Mutual fund units	1,507.39	1,507.39	-	-
<b>Total</b>	<b>1,514.81</b>	<b>1,514.81</b>	-	-

### Valuation techniques used to determine fair value

Following valuation technique has been used for fair valuation of the assets:

- For Mutual Fund investments net asset value (NAV) is used as the fair value of investment.
- For Equity instrument quoted the market value is taken as the fair value.

The carrying value and fair value of financial instruments by categories as at March 31, 2026 were as follows:

Particulars	Amortised cost	Financial assets/liabilities carried at fair value through profit and loss Mandatorily required	Total carrying value	Total fair value*
<b>Financial assets:</b>				
Cash and cash equivalents	3,907.22	-	3,907.22	3,907.22
Other bank balance	4.48	-	4.48	4.48
Trade receivables	44.39	-	44.39	44.39
Other receivables	39.13	-	39.13	39.13
Loans	41,687.56	-	41,687.56	41,687.56
Investments		5.83	5.83	5.83
Other financial assets	695.15	-	695.15	695.15
<b>Total</b>	<b>46,377.93</b>	<b>5.83</b>	<b>46,383.76</b>	<b>46,383.76</b>
<b>Financial liabilities:</b>				
Trade payables	2,869.85	-	2,869.85	2,869.85
Debt securities	8,900.63	-	8,900.63	8,900.63
Borrowings (other than debt securities)	18,712.91	-	18,712.91	18,712.91
Lease liabilities	208.84	-	208.84	208.84
Other financial liabilities	309.74	-	309.74	309.74
<b>Total</b>	<b>31,001.97</b>	-	<b>31,001.97</b>	<b>31,001.97</b>

The carrying amount of above assets and liabilities is a reasonable approximation of fair value.

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The carrying value and fair value of financial instruments by categories as at March 31, 2025 were as follows:

Particulars	Amortised cost	Financial assets/liabilities carried at fair value through profit and loss Mandatorily required	Total carrying value	Total fair value*
<b>Financial assets:</b>				
Cash and cash equivalents	740.41	-	740.41	740.41
Other bank balance	44.27	-	44.27	44.27
Trade receivables	-	-	-	-
Other receivables	8.92	-	8.92	8.92
Loans	9,505.47	-	9,505.47	9,505.47
Investments	-	1,514.81	1,514.81	1,514.81
Other financial assets	155.32	-	155.32	155.32
<b>Total</b>	<b>10,454.39</b>	<b>1,514.81</b>	<b>11,969.20</b>	<b>11,969.20</b>
<b>Financial liabilities:</b>				
Trade and other payables	1,127.16	-	1,127.16	1,127.16
Debt Securities	-	-	-	-
Borrowings (other than debt securities)	3,206.36	-	3,206.36	3,206.36
Lease liabilities	199.28	-	199.28	199.28
Other financial liabilities	51.67	-	51.67	51.67
<b>Total</b>	<b>4,584.47</b>	-	<b>4,584.47</b>	<b>4,584.47</b>

The carrying amount of above assets and liabilities is a reasonable approximation of fair value.

The carrying amount of cash and bank balances, trade receivables, other receivables, loans, other financial assets, trade payables, Debt Securities and borrowings are considered to be the same as their fair values considering the short term nature.

### NOTE 41: Financial risk management objectives and policies

#### Financial risk factors

This note presents the information about the Company's exposure to financial risks, the Company's objectives, policies and processes for measuring and managing risk and the Company's management of capital.

The Company has exposure to the mainly following risks arising from financial instruments:

- Credit risk;
- Liquidity risk and
- Market risk

#### Financial risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. Financial risk management framework within the Company is governed by well defined standardised policies and guidelines. The Company has identified various risks to which it may be exposed to and it has set-up appropriate risk limits & controls. For proper monitoring and management/mitigation of the risk, responsibilities have been assigned to dedicated specific functions and forums.

Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees and stakeholders understand their roles and obligations.

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Different types of risks arising from financial instruments as identified by the Company above have been explained below:

### i) Credit risk

The credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivable from loan and advances, investments other than the quoted securities given. Credit risk in respect of quoted securities is expected to have a direct correlation with the quoted market prices and risk.

The Company is exposed to the risk that third parties that owe money will not perform their obligations. These parties may default on their obligations owed to the Company due to insolvency, lack of liquidity, operational failure etc. Significant failures by third parties to timely perform their obligations owed could materially and adversely affect the Company's financial position, and ability to borrow incremental funds and ability to meet business expenses and to repay/ make the payment to its creditors in timely manner.

The credit risk may also arise due to the business, operational and technological parameters and business environment in which the Company operates. Due to some challenges specific to his/ her business or profession, a customer may not be able to meet its performance obligation and credit risk may arise. On the operational side, there could be a slippage in operational procedures and execution of policies leading to credit risk. Similarly, technological redundancy and obsolescence may also pose credit risk.

### (A) Management / mitigation of credit risk

Credit risk management policy of the Company provides guidelines for identification, assessment, management, monitoring and control of credit risk. The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an on-going basis throughout each reporting period. In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are overdue for a period exceeding 30 days. A default on financial assets occurs when the counterparty fails to make contractual payments for a period of 90 days or more. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors. The Company evaluates credit risk of the portfolio at a borrower level and not individual facility levels in accordance with the RBI regulations.

Managing credit risk is the most important part of overall risk management function. The Company's credit risk function is headed by the Risk Head who is responsible for the key policies & processes for managing credit risk, which include formulating credit policies & risk rating frameworks, guiding the Company's appetite for credit risk exposures, undertaking independent reviews, making objective assessments of credit risk, monitoring performance & product mix and management of portfolios. The principal objectives being maintaining a strong culture of responsible lending across the Company, robust risk policies & control frameworks, implementing & continually re-evaluating the Company's risk appetite and ensuring there is adequate monitoring of credit risks, credit costs & risk mitigation.

Credit risk is measured as the amount at risk due to repayment default of a customer or counterparty to the Company. Various metrics such as installment default rate, overdue position, restructuring, collection efficiency, credit bureau information, proprietary scorecards, non-performing loans etc. are used as leading indicators to assess credit risk.

The Company remains in high vigilance mode and continues to adapt credit policy / underwriting standards in line with emerging risk metrics across the different business portfolios; and constantly monitors various external market indicators.

The Company provides for expected credit loss based on the following:

Asset group	Basis for categorisation
Low credit risk	Cash and cash equivalents, other bank balances and other financial assets
Moderate credit risk	Loans to customers
High credit risk	Loans to customers

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### Credit exposure:

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	As at March 31, 2026	As at March 31, 2025
<b>Low credit risk</b>		
Cash and cash equivalents	3,907.22	740.41
Bank balances other than above	4.48	44.27
Trade receivables	44.39	-
Other receivables	39.13	8.92
Loans to customers*	42,577.95	8,897.62
Investments	5.83	1,514.81
Other financial assets	695.15	155.32
<b>Moderate credit risk</b>		
Loans to customers*	5,208.62	1,058.42
<b>High credit risk</b>		
Loans to customers*	-	136.31

\* Represents gross values of the financial assets

### Cash & cash equivalents and Bank deposits

The Company limits its exposure to credit risk of cash held with banks by dealing with highly rated banks and institutions and retaining sufficient balances in bank accounts required to meet a month's operational costs. The Management reviews the bank accounts on regular basis and fund drawdowns are planned to ensure that there is minimal surplus cash in bank accounts.

### Investments

For investments in mutual funds, the Company transacts with asset management companies having strong track record and invests in liquid funds and short term funds where the underlying investments are predominantly placed in government and treasury securities and highly rated corporate bonds. Investments in corporate bonds are made with companies having strong credit ratings.

### Loans

The Company closely monitors the credit-worthiness of the borrower's through internal systems. The Company assesses increase in credit risk on an ongoing basis for amounts receivable that become overdue and default is considered to have occurred when amounts receivable become 90 days past due.

### Trade receivables, Other receivables and Other financial assets measured at amortized cost

Other financial assets measured at amortized cost includes security deposits, receivables from intermediaries and others miscellaneous receivables. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously.

### (ii) Expected credit losses for financial assets other than loans:

The Company provides for expected credit losses on financial assets other than loans by assessing individual financial instruments for expectation of any credit losses:

- For cash and cash equivalents and other bank balances - Since the Company deals with only high-rated banks and financial institutions, credit risk in respect of cash and cash equivalents, other bank balances and bank deposits is evaluated as very low/negligible.
- For Trade receivables - Credit risk is considered low because these balances are with group companies with strong financial resources and the balances are held for shorter periods.
- For security deposits paid - Credit risk is considered low because the Company is in possession of the underlying asset.

**Notes Forming Part of the Financial Statements**

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

- For other financial assets - Credit risk is evaluated based on Company's knowledge of the credit worthiness of those parties and loss allowance is measured for 12 month expected credit losses upon initial recognition and provide for lifetime expected credit losses upon significant increase in credit risk. The Company does not have any expected loss based impairment recognised on such assets considering their low credit risk nature. Additionally, these balances are held in escrow for onward disbursements as well as collections from customers pending settlement.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

**(iii) Expected credit loss for loans****Credit default risk**

Considering the nature of advances given - small ticket size, short term and retail - the Company believes that the quantitative criteria for setting the definition of default is appropriate and sufficient. The Company has therefore set out the following definition of default for all loan products:

Days Past Due: Exposures that have one or more installment(s) past due for 90 days or more.

Event driven defaults: This will be based on the customer specific factors such as declaration of bankruptcy by the customer, death of borrower and other customer specific factors. This will be applied on a case by case basis.

**Expected credit loss measurement**

Ind AS 109 outlines a "three stage" model for impairment based on changes in credit quality since initial recognition as summarised below:

Stage 1 - Credit risk has not increased significantly since initial recognition - Recognise lifetime ECL because none of the loans exceed 12 months

Stage 2 - Credit risk has increased significantly since initial recognition - Recognise lifetime ECL, and recognise interest on a gross basis;

Stage 3 - Financial asset is credit impaired - Company write off more than 90+DPD

Significant increase in credit risk

The Company believes that there is a significant increase in credit risk when dues past due crosses 30 days.

**Measuring ECL - explanation of inputs, assumptions and estimation techniques**

Expected credit losses are the discounted product of the probability of default (PD), exposure at default (EAD) and loss given default (LGD), defined as follows:

PD represents the likelihood of the borrower defaulting on its obligation over the remaining lifetime of the instrument.

EAD is based on the amounts that the Company expects to be owed at the time of default remaining lifetime of the instrument.

LGD represents the Company's expectation of loss given that a default occurs. LGD is expressed in percentage and remains unaffected from the fact that whether the financial instrument is a Stage 1, or Stage 2

**Write off policy**

The Company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Quantitatively, accounts whose overdue days have exceed 90 days in case of EMI loans and 90 days in case of Payday loans are written-off. The outstanding contractual amounts of such assets written off during the year ended March 31, 2026 was ₹13245.40 lakhs (March 31, 2025: 2914.02 lakhs ). However, collection efforts continue on such accounts as these are legally due to the Company.

**Notes Forming Part of the Financial Statements**

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

Credit quality of the Loan assets and provision against the same

Particulars	March 31, 2026			
	Stage 1	Stage 2	Stage 3	Total
	Low credit risk	Significant increase in credit risk	Credit impaired Asset	
Gross carrying value	42,577.95	5,208.62	-	47,786.56
Less: Allowance for ECL	3,284.34	2,814.66	-	6,099.00
<b>Net carrying value</b>	<b>39,293.61</b>	<b>2,393.96</b>	<b>-</b>	<b>41,687.56</b>
<b>ECL Coverage Ratio</b>	<b>7.71%</b>	<b>54.04%</b>		<b>12.76%</b>

Particulars	March 31, 2025			
	Stage 1	Stage 2	Stage 3	Total
	Low credit risk	Significant increase in credit risk	Credit impaired Asset	
Gross carrying value	8,897.62	1,058.42	136.31	10,092.35
Less: Allowance for ECL	106.95	402.34	77.59	586.89
<b>Net carrying value</b>	<b>8,790.67</b>	<b>656.08</b>	<b>58.72</b>	<b>9,505.47</b>
<b>ECL Coverage Ratio</b>	<b>1.20%</b>	<b>38.01%</b>	<b>56.92%</b>	<b>5.82%</b>

**Impairment of financial assets**

The Company monitors all the loans continuously basis the factors considered while sanctioning the loan. If there are any indicators of impairment on management assessment of these loans, these are provided for. The Company uses ECL method of impairment and the prudential norms for income recognition and asset reclassification issued by RBI for the purpose of impairment of loans and other financial assets. Following are the reconciliations of the provision for impairment of financial assets .

**Reconciliations of the provision for impairment of financial assets**

	As at March 31, 2026	As at March 31, 2025
Opening balance as at the beginning of the year	586.89	576.35
Addition / (Reversal) during the year	6,099.00	586.89
Write offs during the year	(586.89)	(576.35)
<b>Closing balance at the end of the year</b>	<b>6,099.00</b>	<b>586.89</b>

**(B) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Company's primary liquidity is required for:

- disbursement of loans to customers; and
- repayment of borrowings/credit lines taken
- meeting expenses incurred for operations.

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### Management of liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

Management of the Company monitors forecasts of the liquidity position and cash & cash equivalents on the basis of expected cash flows. The Asset Liability Management Policy aims to align market risk management with overall strategic objectives, articulate current interest rate view and determine pricing, mix and maturity profile of assets and liabilities. The policy involves preparation and analysis of liquidity gap reports, stress testing based on estimates of cash inflows and also taking preventive and corrective measures to manage risk. It also addresses the interest rate risk by providing for duration gap analysis and control by providing limits to the gaps.

The table below shows contractual maturity profile of carrying value of financial assets and liabilities :

Particulars	Contractual liability	Carrying amount	As at March 31, 2026									
			0-1 month	1-3 months	3 months -1 year	1-2 years	2-5 Years	More than 5 years	Upto 1 Year	More than 1 Year		
<b>Financial Assets</b>												
Cash and cash equivalents	3907.22	3,907.22	3,907.22	-	-	-	-	-	-	-	3,907.22	-
Other bank balances	4.48	4.48	-	-	4.48	-	-	-	-	-	4.48	-
Trade receivables	44.39	44.39	30.45	13.94	-	-	-	-	-	-	44.39	-
Other receivables	39.13	39.13	-	39.13	-	-	-	-	-	-	39.13	-
Loans	48,721.86	41,687.56	24,569.46	18,252.39	5,900.01	-	-	-	-	-	48,721.86	-
Investments	5.83	5.83	-	-	0.02	5.81	-	-	-	-	0.02	5.81
Other financial assets	695.15	695.15	63.76	161.25	246.20	208.86	11.37	3.71	3.71	471.21	223.94	223.94
	<b>53,418.06</b>	<b>46,383.76</b>	<b>28,570.89</b>	<b>18,427.58</b>	<b>6,189.84</b>	<b>214.67</b>	<b>11.37</b>	<b>3.71</b>	<b>3.71</b>	<b>53,188.31</b>	<b>229.75</b>	<b>229.75</b>
<b>Financial Liabilities</b>												
Trade payables	2869.85	2,869.85	761.79	2,108.06	-	-	-	-	-	-	2,869.85	-
Debt securities	10500.00	8,900.63	-	-	-	10,500.00	-	-	-	-	-	10,500.00
Borrowings other than debt securities	19,153.09	18,712.31	4,924.92	6,059.13	7,621.36	5,47.69	-	-	-	-	18,605.40	5,47.69
Lease liabilities	363.94	208.84	5.24	10.47	46.50	55.59	135.04	111.10	-	62.21	301.74	301.74
Other financial liabilities	309.74	309.74	221.34	57.86	30.54	-	-	-	-	309.74	-	-
	<b>33,196.62</b>	<b>31,001.97</b>	<b>5,913.29</b>	<b>8,235.52</b>	<b>7,698.40</b>	<b>11,103.28</b>	<b>135.04</b>	<b>111.10</b>	<b>111.10</b>	<b>21,847.20</b>	<b>11,349.43</b>	<b>11,349.43</b>

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

Particulars	Contractual liability	Carrying amount	As at March 31, 2025									
			0-1 month	1-3 months	3 months -1 year	1-2 years	2-5 Years	More than 5 years	Upto 1 Year	More than 1 Year		
<b>Financial Assets</b>												
Cash and cash equivalents	740.41	740.41	740.41	-	-	-	-	-	-	-	740.41	-
Other bank balances	44.27	44.27	39.79	4.48	-	-	-	-	-	-	39.79	4.48
Trade receivables	0.00	-	-	-	-	-	-	-	-	-	-	-
Other receivables	8.92	8.92	0.00	8.92	-	-	-	-	-	8.92	-	-
Loans	10,439.27	9,505.47	5,655.02	4,309.87	474.39	-	-	-	-	10,439.27	-	-
Investments	1514.81	1,514.81	1,507.39	7.42	-	-	-	-	-	1,514.81	-	-
Other financial assets	155.32	155.32	1.89	34.50	113.29	0.62	2.00	3.02	3.02	149.68	5.64	5.64
	<b>12,903.00</b>	<b>11,969.20</b>	<b>7,944.50</b>	<b>4,344.37</b>	<b>604.02</b>	<b>5.10</b>	<b>2.00</b>	<b>3.02</b>	<b>3.02</b>	<b>12,892.88</b>	<b>10.12</b>	<b>10.12</b>
<b>Financial Liabilities</b>												
Trade payables	1,127.16	1,127.16	693.81	433.35	-	-	-	-	-	1,127.16	-	-
Debt securities	-	-	-	-	-	-	-	-	-	-	-	-
Borrowings other than debt securities	3,221.63	3,206.36	190.20	541.04	1,490.44	999.96	-	-	-	2,221.68	999.96	999.96
Lease liabilities	376.69	199.28	4.09	8.18	37.37	46.79	123.63	156.63	-	49.64	327.05	327.05
Other financial liabilities	51.67	51.67	47.83	3.84	-	3.84	-	-	-	47.83	3.84	3.84
	<b>4,777.15</b>	<b>4,584.47</b>	<b>935.93</b>	<b>982.57</b>	<b>1,527.81</b>	<b>1,050.59</b>	<b>123.63</b>	<b>156.63</b>	<b>156.63</b>	<b>3,446.31</b>	<b>1,330.85</b>	<b>1,330.85</b>

### Assets pledged as collateral

The Company has pledged its certain assets as collateral for liabilities. The below table set out the assets held as collateral:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Collateral	Non-collateral	Collateral	Non-collateral
Financial Assets:				
Loans (Gross carrying value)*	35,150.73	12,635.83	1,976.43	8,115.92
<b>Total</b>	<b>35,150.73</b>	<b>12,635.83</b>	<b>1,976.43</b>	<b>8,115.92</b>

The secured borrowings taken by the Company are secured by the hypothecation of the loans.

\* not considering EIR impact

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### (C) Market risk

Market risk arises from fluctuation in the fair value of future cash flow of financial instruments due to changes in the market variables such as interest rates, foreign exchange rates and equity prices.

#### Management of market risks:

The objective of market risk management is to manage and minimize market risk exposures within acceptable parameters, while optimizing the return on risk. The Company's exposure to market risk is determined by a number of factors, including size, composition and diversification of positions held and market volatility.

#### (i) Price risk

The Company has certain Investment in equity instrument and mutual funds . As the exposure to the same is limited by amount, the Company's exposure to price risk in the market is contained.

The table below sets out the assets and liabilities subject to price risk.

Particulars	As at March 31, 2026	As at March 31, 2025
Assets subject to price risk		
Equity instruments fair value through profit and loss	5.81	7.42
Mutual fund units fair value through profit and loss	0.02	1,507.39
<b>Total</b>	<b>5.83</b>	<b>1,514.81</b>
Particulars	As at March 31, 2026	As at March 31, 2025
<b>Company has Foreign currency exposure (Payable)</b>	<b>16411.76 USD</b>	<b>21061.95 USD</b>

#### (ii) Interest rate risk

Interest rate risk arises from movements in interest rates in the general economy which could have effects on the Company's net interest income (NII) or financial position. Changes in interest rates may cause variations in net interest margins (NIM) for the Company due to fluctuations in interest income and expenses resulting from interest-bearing assets and liabilities. Changes in interest rate may be due to macroeconomic conditions, changes in regulatory policies and frameworks, banking credit availability or industry specific factors. Interest rate risk may also arise due to changes in the fair value or the future cash-flows of a financial instrument which will fluctuate because of changes in economic / market interest rates. The Company's exposure to interest rate risk relates to the loans and advances given to customers, borrowings taken from financial institutions.

#### Management of Interest Rate Risk

The Company borrows from financial institutions for its lending business with majority of borrowings on floating interest rates. The Company extends credit facilities to borrowers on both fixed interest rate and floating interest rate basis with majority of facilities with fixed interest rate arrangements. Hence, in an increasing interest rate scenario, the Company may have limited ability to forward higher interest rate costs to its borrowers and hence Interest rate risk is managed by way of regular monitoring of all interest rate bearing assets and liabilities along with macroeconomic and monetary indicators. However, most of its loans are extended for short to medium term tenures, thereby limiting the company's exposure to interest rate risk. The review and monitoring is done by the Asset Liability Committee (ALCO) through ALM policy.

The Company is not exposed to the currency risk as the Company does not operate internationally. The Company does not have any non functional currency exposure.

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

**Sensitivity Analysis**  
Below table shows the sensitivity analysis for different financial instruments :

Particulars	Risk category	Gross Carrying value		% change increase	% change decrease	For the year ended March 31, 2026		For the year ended March 31, 2025	
		As at March 31, 2026	As at March 31, 2025			Impact on fair value due to increase in parameter	Impact on fair value due to decrease in parameter	Impact on fair value due to increase in parameter	Impact on fair value due to decrease in parameter
Loans (gross carrying value)	Interest rate	47,786.56	10,092.35	1%	1%	477.87	(477.87)	100.92	(100.92)
Investment									
(i) Equity	Price	5.81	7.42	5%	5%	0.29	(0.29)	0.37	(0.37)
(ii) Mutual funds	Price	0.02	1,507.39	5%	5%	0.00	(0.00)	75.37	(75.37)
Debt securities	Interest rate	8,900.63	-	1%	1%	89.01	(89.01)	-	-
Borrowings (other than debt securities)	Interest rate	18,712.91	3,206.36	1%	1%	187.13	(187.13)	32.06	(32.06)

### NOTE 42: Segment reporting

The Company's operations predominantly relate to providing consumer lending. The Chief Operating Decision Maker (CODM) reviews the operations of the Company as one operating segment. Additionally, the Company operates only in India, hence, no separate segment information has been furnished herewith.

### NOTE 43: Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximize the shareholder value and to ensure the Company's ability to continue as a going concern. Regulatory capital related information is presented as part of the RBI mandated disclosures.

The Company monitors gearing ratio i.e. total debt in proportion to its overall financing structure, i.e. equity and debt. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Particulars	As at March 31, 2026	As at March 31, 2025
Total equity	16,415.23	7,754.50
Debt securities	8,900.63	-
Borrowings other than debt securities	18,712.91	3,206.36
Total debt	27,613.54	3,206.36
Less: Cash and bank balances & liquid investments *	3,691.71	2,255.22
Net debt	23,921.83	951.14
Overall financing	40,337.06	8,705.64
<b>Gearing ratio</b>	<b>0.59</b>	<b>0.11</b>

\*Excludes ₹221.34 lakhs towards interim dividend payable

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### NOTE 44: Additional regulatory information

- The Company does not own any immovable property as on 31.03.2026
- During the year the company has not revalued its property, plant and Equipment.
- During the year the company has not revalued its intangible assets.
- The Company has not granted any loans or advances in the nature of loans to promoters, directors, Key Managerial Personnel (KMPs), or related parties (as defined under the Companies Act, 2013), either severally or jointly, that are repayable on demand or lack specified terms or periods of repayment.
- No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- The company has not been declared as wilful defaulter by any bank or financial institution.
- The company has not entered in any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.
- No charges or satisfaction yet to be registered with ROC beyond the statutory period.
- During the year no Scheme of Arrangements related to the company has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- The Company has not been sanctioned working capital limits in excess of ₹ five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets.
- No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity (ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries."

### NOTE 45: The disclosures as required under the RBI Financial Disclosures Directions 2025

(Disclosures are made as per Ind AS financial statements except otherwise stated)

#### (a) Capital adequacy ratio

Particulars	As at March 31, 2026		As at March 31, 2025	
	Amount	%	Amount	%
CRAR (%)	NA	26.92%	NA	52.48%
CRAR - Tier I Capital (%)	15,203.86	25.67%	7,511.83	51.23%
CRAR - Tier II Capital (%)	740.43	1.25%	183.30	1.25%
Amount of subordinated debt raised as Tier II capital	NIL	NIL	NIL	NIL
Amount raised by issue of perpetual debt instruments	NIL	NIL	NIL	NIL

#### (b) Liquidity coverage ratio

The computation of Liquidity Coverage Ratio (LCR) is not applicable in terms of Reserve Bank of India (Non-Banking Financial Companies – Asset Liability Management) Directions, 2025, as amended from time to time.

#### (c) Derivatives

The Company neither deals in nor holds any derivative financial instrument.

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

#### (d) Details relating to securitisation

There is no transaction and balance in financial year 2025-26 & 2024-25.

#### (e) Registration obtained from other financial sector regulator

Regulators	Registration No.
Reserve Bank of India	Registration number 14.00233
Ministry of Corporate Affairs	CIN: L17111DL1982PLC013790

#### (f) Penalties imposed by RBI and other regulators

Regulators	Matter on which penalty levied	For the year ended March 31, 2026	For the year ended March 31, 2025
Bombay stock exchange (BSE)	Reg 17(1)*	2.49	-
		2.49	-

\* The penalty imposed by BSE was waived on 16.04.2026

#### (g) During the year the Company has got the credit rating assigned by different rating agencies as below

Names of Rating Agency	Securities/Instruments/Loans/Credit Facilities and other borrowings	Ratings
Crisil	Non - Convertible Debentures	BBB-; Stable
India Rating and Research	Non - Convertible Debentures/Bank loan facilities	BBB-; Stable

#### (h) Remuneration of non-executive directors

Name of directors	For the year ended March 31, 2026	For the year ended March 31, 2025
Ankit Singhal	0.78	0.26
Rishi Kapoor	5.45	5.45
Vinod Kumar	5.89	5.23
Manish Aggarwal	2.62	-
Subh Charan Bansal	2.62	-
Bhawna Saunakiya	0.10	-
<b>Total</b>	<b>17.45</b>	<b>10.94</b>

#### (i) Schedule to the Balance sheet

##### (1) Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid:

Particulars	March 31, 2026		March 31, 2025	
	Amount outstanding	Amount overdue	Amount outstanding	Amount overdue
<b>Liabilities side</b>				
(a) Debentures:				
Secured	8,900.63	-	-	-
Unsecured	-	-	-	-
(b) Deferred Credits	-	-	-	-
(c) Term Loans (Secured)	17,112.91	-	761.80	-
(d) Inter-corporate loans and borrowing				
Secured	1,600.00	-	999.96	-
Unsecured	-	-	1,444.60	-
(e) Commercial Paper	-	-	-	-
(f) Public Deposits	-	-	-	-
(i) Other Loans - External commercial borrowings	-	-	-	-
- Securitisation liabilities	-	-	-	-
- Bank overdraft	-	-	-	-
- Working capital loans	-	-	-	-

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### 2) Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):

Particulars	March 31, 2026		March 31, 2025	
	Amount outstanding	Amount overdue	Amount outstanding	Amount overdue
<b>Liabilities side</b>				
(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	-	-	-	-

### 3) Break-up of Loans and Advances including bills receivables [other than those included in (4) below]

Assets side	March 31, 2026	March 31, 2025
(a) Secured		
(b) Unsecured	47,786.56	10,092.36

### 4) Break up of Leased Assets and stock on hire and other assets counting towards asset financing activities:

Assets side	March 31, 2026	March 31, 2025
(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 asset financing activities:		
(a) Loans where assets have been repossessed	-	-
(b) Loans other than (a) above	-	-

### 5) Break-up of Investments:

	March 31, 2026	March 31, 2025
<b>1 Quoted</b>		
(i) Shares		
(a) Equity	-	-
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	0.02	1,507.39
(iv) Government Securities	-	-
(v) Others (please specify)	-	-
<b>2 Unquoted</b>		
(i) Shares		
(a) Equity	-	-
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (please specify)	-	-

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

	March 31, 2026	March 31, 2025
<b>Long Term investments</b>		
<b>1 Quoted</b>		
(i) Share		
(a) Equity	5.81	7.42
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (please specify)	-	-
<b>2 Unquoted</b>		
(i) Shares		
(a) Equity	-	-
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others - Fixed Deposit	-	-

### 6) Borrower group-wise classification of assets financed as in (3) and (4) above:

Category	As on March 31, 2026			As on March 31, 2025		
	Amount net of provisions			Amount net of provisions		
	Secured	Unsecured	Total	Secured	Unsecured	Total
1 Related Parties **						
(a) Subsidiaries	-	-	-	-	-	-
(b) Companies in the same group	-	-	-	-	-	-
2 Other than related parties	-	41,687.56	41,687.56	-	9,505.47	9,505.47
<b>Total</b>	<b>-</b>	<b>41,687.56</b>	<b>41,687.56</b>	<b>-</b>	<b>9,505.47</b>	<b>9,505.47</b>

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

Category	March 31, 2026		March 31, 2025	
	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
1 Related Parties **				
(a) Subsidiaries	-	-	-	-
(b) Companies in the same group	-	-	-	-
(c) Other related parties	-	-	-	-
2 Other than related parties	5.83	5.83	1,514.81	1,514.81
<b>Total</b>	<b>5.83</b>	<b>5.83</b>	<b>1,514.81</b>	<b>1,514.81</b>

### 8) Other information

Particulars	March 31, 2026	March 31, 2025
(i) Gross Non-Performing Assets		
(a) Related parties	-	-
(b) Other than related parties	-	136.31
(ii) Net Non-Performing Assets		
(a) Related parties	-	-
(b) Other than related parties	-	58.72
(iii) Assets acquired in satisfaction of debt	-	-

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### (j) Loans to Directors, Senior Officers and Relatives of Directors

Particulars	31.03.2026	31.03.2025
Directors and their relatives	-	-
Entities associated with directors and their relatives	-	-
Senior Officers and their relatives	-	-

### (k) Provisions and Contingencies

Particulars	31.03.2026	31.03.2025
Provision towards non performing assets	(77.59)	(441.61)
Provision for standard assets	5,589.70	452.14
Guarantee liability managed portfolio	11.05	-
Provision towards income tax	3,825.97	661.98
Provision for gratuity	29.88	16.46
Provision for compensated absences	60.28	32.85

### (l) a) Concentration of assets

#### i. Concentration of Advances

Particulars	31.03.2026	31.03.2025
Total Advances to twenty largest borrowers	47.45	18.77
Percentage of Advances of twenty largest borrowers to Total Advances of the Company	0.10%	0.19%

#### ii. Concentration of exposures

Particulars	31.03.2026	31.03.2025
Total exposure to twenty largest borrowers	47.45	18.77
Percentage of exposure of twenty largest borrowers to total exposure of the Company on borrowers	0.10%	0.19%

#### iii. Concentration of NPA

Particulars	31.03.2026	31.03.2025
Total Exposure to top four NPA accounts	-	3.09
Percentage of exposure to top 4 NPA Account to total advances relating to financing business.	-	0.00

#### iv. Sector wise distribution of credit impaired loans

Sector	Percentage of Impairment loss to Total Advances in that sector	
	31.03.2026	31.03.2025
Agriculture and allied activities	-	-
MSME	-	-
Corporate borrowers	-	-
Services	-	-
Unsecured personal loans	0.00%	1.35%
Loan against property	-	-
Auto Loans	-	-
Other Personal Loans	-	-
<b>Total</b>	<b>0.00%</b>	<b>1.35%</b>

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### (m) Movement of NPAs

Particulars	As at March 31, 2026	As at March 31, 2025
<b>Net NPAs to Net Advances (%)</b>		
<b>Movement of NPAs (Gross)</b>		
Opening balance	136.31	1,227.58
Additions during the year	-	971.35
Reductions during the year (including loans written off)	136.31	2,062.62
<b>Closing balance</b>	<b>-</b>	<b>136.31</b>
<b>Movement of NPAs (Net)</b>		
Opening balance	58.72	708.38
Additions during the year	-	553.66
Reductions during the year	58.72	1,203.32
<b>Closing balance</b>	<b>-</b>	<b>58.72</b>
<b>Movement of provisions for NPAs (excluding provisions on standard assets)</b>		
Opening balance	77.59	519.20
Additions during the year	-	417.69
Reductions during the year (including loans written off)	77.59	859.30
<b>Closing balance</b>	<b>-</b>	<b>77.59</b>

### (n) Disclosure information related to liquidity in annual financial statements as per LRM framework

#### i. Number of Significant Counterparties

Number of Significant Counterparties*	Amount	% of Total Deposits	% of Total Liabilities
4	18,551.53	N/A	58.87%

\* Based on no. of parties forming greater than 5% of the total liabilities individually.

#### ii. Top 20 large deposits (amount in ₹ lakhs and % of total deposits)

The Company has not raised any deposits. Accordingly, this disclosure is not applicable.

#### iii. Top 10 borrowings and % of total borrowings

Particular	Amount (₹ in lakhs)	% of Total Borrowings
Borrowing 1 (Debt Securities)	10,500.00	38.02%
Borrowing 2	4,675.35	16.93%
Borrowing 3	1,776.18	6.43%
Borrowing 4	1,600.00	5.79%
Borrowing 5	1,442.86	5.23%
Borrowing 6	950.00	3.44%
Borrowing 7	923.98	3.35%
Borrowing 8	922.74	3.34%
Borrowing 9	887.94	3.22%
Borrowing 10	845.68	3.06%

#### iv. Funding Concentration based on significant instrument/product

Name of the instrument/product	As at March 31, 2026	
	Amount	% of Total Liabilities
Debt Securities (Non- convertible Debentures)	8,900.63	28.24%
Borrowings, other than Debt Securities	18,712.91	59.38%

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

Name of the instrument/product	As at March 31, 2025	
	Amount	% of Total Liabilities
Debt Securities (Non- convertible Debentures)	-	0.00%
Borrowings, other than Debt Securities	3,206.36	67.61%

### v) Stock Ratios:

Particulars	As on March 31, 2026		
	As a % of Total Public Funds	As a % of Total Liabilities	As a % of Total Assets
Commercial papers	NIL	NIL	NIL
Non-convertible debentures (original maturity of less than one year)	NIL	NIL	NIL
Other short-term liabilities	188.04%	53.11%	34.92%
Institutional set up for liquidity risk management	NIL	NIL	NIL

Particulars	As on March 31, 2025		
	As a % of Total Public Funds	As a % of Total Liabilities	As a % of Total Assets
Commercial papers	NIL	NIL	NIL
Non-convertible debentures (original maturity of less than one year)	NIL	NIL	NIL
Other short-term liabilities	0.00%	46.52%	17.66%
Institutional set up for liquidity risk management	NIL	NIL	NIL

### vi) Top 20 large deposits (amount Nil)

The company being a Non-Deposit taking Base Layer NBFC under the RBI SBR Directions 2025, can not accept public deposits in terms with the provisions of the Reserve Bank of India (Non-Banking Financial Companies - Acceptance of Public Deposits) Directions, 2025.

### Presentation and Disclosures Directions, 2025, issued by RBI vide notification no. RBI/DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025

As on March 31, 2026:

Asset classification as per RBI Norms	Asset classification as per Ind AS 109	Gross carrying amount as per Ind AS	Loss allowance as required under Ind AS 109	Net carrying amount	Provisions as required under IRACP norms	Difference between Ind AS and IRACP norms
(1)	(2)	(3)	(4)	(5)	(6)	(7)
<b>(a) Performing assets</b>						
Standard	Stage 1	42,577.95	3,284.34	39,293.61	106.44	3,177.90
	Stage 2	5,208.62	2,814.66	2,393.96	13.02	2,801.64
<b>Subtotal</b>		<b>47,786.57</b>	<b>6,099.00</b>	<b>41,687.57</b>	<b>119.46</b>	<b>5,979.54</b>
<b>(b) Non performing assets (NPA)</b>						
(i) Sub standard	Stage 3	-	-	-	-	-
(ii) Doubtful						
Upto 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
<b>Subtotal for doubtful</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
(iii) Loss	Stage 3	-	-	-	-	-
<b>Subtotal (b)</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>(c) Other items</b>						
	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
<b>Total (a+b+c)</b>		<b>47,786.57</b>	<b>6,099.00</b>	<b>41,687.57</b>	<b>119.46</b>	<b>5,979.54</b>

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

Asset classification as per RBI Norms	Asset classification as per Ind AS 109	Gross carrying amount as per Ind AS	Loss allowance as required under Ind AS 109	Net carrying amount	Provisions as required under IRACP norms	Difference between Ind AS and IRACP norms
(1)	(2)	(3)	(4)	(5)	(6)	(7)
<b>Total (a+b+c)</b>	Stage 1	42,577.95	3,284.34	39,293.61	106.44	3,177.90
	Stage 2	5,208.62	2,814.66	2,393.96	13.02	2,801.64
	Stage 3	-	-	-	-	-
		<b>47,786.57</b>	<b>6,099.00</b>	<b>41,687.57</b>	<b>119.46</b>	<b>5,979.54</b>

### o) Presentation and Disclosures Directions, 2025, issued by RBI vide notification no. RBI/DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025

As on March 31, 2025:

Asset classification as per RBI Norms	Asset classification as per Ind AS 109	Gross carrying amount as per Ind AS	Loss allowance as required under Ind AS 109	Net carrying amount	Provisions as required under IRACP norms	Difference between Ind AS and IRACP norms
(1)	(2)	(3)	(4)	(5)	(6)	(7)
<b>(a) Performing assets</b>						
Standard	Stage 1	8,897.62	106.95	8,790.66	22.24	84.71
	Stage 2	1,058.42	402.34	656.08	2.65	399.69
<b>Subtotal</b>		<b>9,956.04</b>	<b>509.29</b>	<b>9,446.74</b>	<b>24.89</b>	<b>484.40</b>
<b>(b) Non performing assets (NPA)</b>						
(i) Sub standard	Stage 3	136.31	77.59	58.72	13.63	63.96
(ii) Doubtful						
Upto 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
<b>Subtotal for doubtful</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
(iii) Loss	Stage 3	-	-	-	-	-
<b>Subtotal (b)</b>		<b>136.31</b>	<b>77.59</b>	<b>58.72</b>	<b>13.63</b>	<b>63.96</b>
<b>(c) Other items</b>						
	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
<b>Total (a+b+c)</b>		<b>10,092.35</b>	<b>586.88</b>	<b>9,505.46</b>	<b>38.52</b>	<b>548.36</b>

### p) Disclosure on accounts subjected to restructuring

No loans have been restructured during the year ended March 31, 2026 and March 31, 2025.

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### q) Disclosure of complaint

#### (1) Summary information on complaints received by the NBFCs from customers and from the Offices of Ombudsman

		(In nos.)	
S. No.	Particulars	March 31, 2026	March 31, 2025
Complaints received by NBFC from its customers			
1.	No. of complaints pending at the beginning of the year	-	-
2.	No. of complaints received during the year	1,985	130
3.	No. of complaints disposed during the year	1,985	130
3.1	Of which No. of complaints rejected by the NBFC	-	-
4.	No. of complaints pending at the end of the year	-	-
Maintainable complaints received by the NBFC from the office of the ombudsman			
5.	No. of maintainable complaints received by the NBFC from Office of Ombudsman	-	-
5.1	Of 5, No. of complaints resolved in favour of the NBFC by Office of Ombudsman	-	-
5.2	Of 5, No. of complaints resolved through conciliation/mediation/ advisories issued by Office of Ombudsman	-	-
5.3	Of 5, No. of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	-	-
6.	Number of Awards unimplemented within the stipulated time (other than those appealed)	-	-

#### (2) Top five grounds of complaints received by the NBFCs from customers

Grounds of complaints	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase/ decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Of 5, number of complaints pending beyond 30 days
1	2	3	4	5	6
<b>Year ended March 31, 2026</b>					
NOC/ Foreclosure related issue	-	364	2700.00%	-	-
Refund related issue	-	14	-26.32%	-	-
Recovery Services related issue	-	769	773.86%	-	-
Direct Debit/ NACH related issue	-	15	0.00%	-	-
CIC updation related issue	-	133	2116.67%	-	-
Rates & Charges related issue	-	6	50.00%	-	-
<b>Total</b>	-	<b>1,301</b>		-	-

Grounds of complaints	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase/ decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Of 5, number of complaints pending beyond 30 days
1	2	3	4	5	6
<b>Year ended March 31, 2025</b>					
NOC/ Foreclosure related issue	-	13	44.44%	-	-
Refund related issue	-	19	533.33%	-	-
Recovery Services related issue	-	88	-30.16%	-	-
Direct Debit/ NACH related issue	-	-	-100.00%	-	-
CIC updation related issue	-	6	-14.29%	-	-
Rates & Charges related issue	-	4	-89.19%	-	-
<b>Total</b>	-	<b>130</b>		-	-

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### (r) Exposure

#### (i) Exposure to real estate sector

Not applicable

#### (ii) Exposure to capital market

Not applicable

#### (iii) Sectoral exposure

Sectors	As on March 31, 2026			As on March 31, 2025		
	Total exposure (includes on balance sheet and off balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector	Total exposure (includes on balance sheet and off balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector
<b>1. Agriculture and allied activities</b>	Not applicable					
<b>2. Industry</b>						
Manufacturing		Not Applicable				Not Applicable
<b>3. Services</b>						
Other services		Not Applicable				Not Applicable
<b>4. Personal Loans</b>						
i) Unsecured	47,786.56	-	0.00%	10,092.35	136.31	1.35%
ii) Secured	Not applicable					

#### (s) Credit default Swap Nil

#### (t) Off-balance Sheet Exposures and Structured Products

The Company has managed loan portfolios under Business Correspondent ("BC") arrangements with certain NBFCs. The aggregate outstanding amount of such loans as at March 31, 2026 amounted to ₹3,236.40 lakhs (Previous year: Nil). In accordance with the contractual obligations under these arrangements, the Company has recognised a provision amounting to ₹11.05 lakhs (Previous year: Nil).

Further, pursuant to the terms of the respective agreements, the Company is required to maintain performance security in relation to such managed portfolio. Accordingly, the performance security obligation corresponding to the aforesaid portfolio stood at ₹161.82 lakhs as at March 31, 2026 (Previous year: Nil), against which the Company has placed principal performance security deposits aggregating to ₹194.34 lakhs (Previous year: Nil).

#### Reconciliations of the provision for Guarantee liability managed portfolio

Particulars	As at March 31, 2026	As at March 31, 2025
	Guarantee liability managed portfolio	
Opening balance as at the beginning of the year	-	-
Addition during the year	11.05	-
Write offs during the year	-	-
<b>Closing balance at the end of the year</b>	<b>11.05</b>	<b>-</b>

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

Particulars	Other Related Party			Key managerial persons			Relatives of KMP			Total
	31-Mar-26	31-Mar-25	31-Mar-26	31-Mar-26	31-Mar-25	31-Mar-26	31-Mar-25	31-Mar-26	31-Mar-25	
	Repayment of Borrowings	910.00	-	-	-	-	5.63	10.00	915.63	
Borrowings taken	600.00	-	-	-	-	-	-	600.00	-	
Interest paid	411.00	82.85	-	-	-	-	-	411.00	82.85	
Shares issued (including premium)	-	-	105.53	-	-	-	-	-	105.53	
Service and administration fees received	30.45	-	-	-	-	-	-	30.45	-	
Interest income	-	-	-	-	-	-	-	-	-	
Provision for Leave Encashment Expenses	-	-	17.01	-	-	-	-	17.01	-	
Provision for Gratuity Expenses	-	-	6.65	-	-	-	-	6.65	-	
Interim dividend	-	-	102.24	20.22	0.24	1.19	0.24	103.43	20.46	
Sale of services	-	-	-	-	-	-	-	-	-	
Purchase of services	-	-	-	-	-	-	-	-	-	
Director's Sitting Fees	-	-	17.45	10.94	-	-	-	17.45	10.94	
Remuneration and expense reimbursements	-	-	204.46	355.54	-	-	-	204.46	355.54	
<b>Closing balance</b>	-	-	-	-	-	-	-	-	-	
Borrowings (Outstanding)	1,600.00	999.96	-	-	5.63	-	-	1,600.00	1,005.59	
Other Payable	14.78	-	-	-	-	-	-	14.78	-	
Trade receivable	30.45	-	-	-	-	-	-	30.45	-	
Remuneration and other payables	-	-	141.90	36.83	0.24	1.19	0.24	143.09	37.07	

### (u) Related party disclosure

## Notes Forming Part of the Financial Statements

as at March 31, 2026

(All amounts are in Rs. Lakhs, unless otherwise stated)

### (v) Breach of covenant

No covenants have been breached during the year.

### (w) Divergence in asset classification and provisioning

The Company's asset classification policy is in accordance with RBI's asset classification norms.

**46** The comparative financial information of the Company for the year ended March 31, 2025 was audited by another firm of Chartered Accountants who expressed an unmodified opinion vide report dated 30.05.2025.

**47** The figures for the previous year have been re-grouped to conform with the current year's presentation. This reclassification does not affect the overall financial position, results of operations, or cash flows of the company. The changes were made to improve the comparability of financial information.

In terms of our report of even date attached

**For R Gopal & Associates**  
Chartered Accountants  
FRN. 0001239C

For and on behalf of the Board of Directors  
**Unifnz Capital India Limited**

**Vikash Aggarwal**  
Partner  
Membership No.: 519574

**Manish Aggarwal**  
Director  
DIN: 09197754

**Ritu Sharma**  
Director  
DIN: 07960832

Place: Delhi  
Date: May 27 2026

**Kaushik Chatterjee**  
Chief Executive Officer  
ADFPC1422N

**Vijay Kumar Singh**  
Chief Financial Officer  
AXNPS7197L

**Ritu Tomar**  
Company Secretary  
AXSPT9451F



**Unifinz Capital India Limited**

**Registered Office**

Rajlok Building (Floor-5), 24 Nehru Place, New Delhi-110 019