NEW OPPORTUNITY CONSULTANCY PRIVATE LIMITED

12TH ANNUAL REPORT
2024-25

CORPORATE INFORMATION

	Name of the Director	Designation
BOARD OF DIRECTORS	Mr. K. R. Kamath	Chairman and Non-Executive Director
	Mr. Mohan Vasant Tanksale	Independent Director
	Dr. Ambadas Mukundrao Pedgaonpkar	Independent Director
	Mr. Ganesh Ramanand Rao	Managing Director and Chief Executive Officer
	Mrs. Meenakshi Ganesh Rao	Executive Director
KEY MANAGERIAL PERSONNEL	Mr. Ganesh Ramanand Rao	Managing Director & Chief Executive Officer
	Mrs. Meenakshi Ganesh Rao	Executive Director
	Mr. Loganathan R.	Chief Financial Officer
	Mrs. Suvarnalata Sumit Gurav	Company Secretary
REGISTERED OFFICE 7th Floor, No. 707/708, Cyber One, Plot No 4 & 6, Sector No. 30A, Vashi, Navi Mumbai - 400703	**ZONAL OFFICE** No: 68/A2, 2nd & 3rd Floor, Jagadamba Towers, Valluvar Street, Sivanandha Colony, Coimbatore – 641012	
STATUTORY AUDITORS Haribhakti and Co., LLP 705, Leela Business Park, Andheri Kurla Road, Andheri (East), Mumbai - 400059. Email ID: snehal.shah1@haribhakti.co.in	**INTERNAL AUDITORS** Ramakrishnan & Co. LLP Office No.418, Amanora Chambers, East Block, Amanora Town Centre, Hadapsar Kharadi Bypass Road, Pune 411 028 Email ID: ramk@rkco.co.in	**REGISTRAR & TRANSFER AGENTS** Satellite Corporate Services Pvt. Ltd. A 106 & 107, Dattani Plaza, East West Compound, Andheri Kurla Road, Safed Pool, Sakinaka, Mumbai – 400072 Email ID: info@satellitecorporate.com
CORPORATE IDENTIFICATION NUMBER	U93030MH2014PTC252078	
ISIN	INE528V01018	
COMPANY WEBSITE	**www.nocpl.in**	

DIRECTORS' REPORT

To
The Members,

The Board of Directors hereby submits the Report of the business and operations of your Company (**'the Company'** or **'NOCPL'**), along with the audited financial statements, for the financial year ended March 31, 2025 **(FY 25)**. The consolidated performance of the Company and its subsidiaries have been referred to wherever required.

1. FINANCIAL HIGHLIGHTS:

Your Company's performance during FY'25 as compared to previous financial year ended March 31, 2024 **(FY'24)** is summarized below:

(Rs. in lakh)

Particulars	Standalone		Consolidated	
	For the financial year ended 31st March 2025	For the financial year ended 31st March 2024	For the financial year ended 31st March 2025	For the financial year ended 31st March 2024
Income from operations	28,479.42	27,706.95	28,579.14	27,708.41
Other Income	135.95	102.42	64.53	114.36
Total Income	**28,615.37**	**27,809.37**	**28,643.67**	**27,822.77**
Total Expenses	34,308.81	26,193.50	34,444.86	26,123.16
Exceptional / Extra ordinary items	-	-	-	-
Profit /(Loss) before tax	**(5693.44)**	**1,615.87**	**(5,801.19)**	**1,699.61**
Current Tax	-	-	46.74	46.74
Previous Year Tax Adjustment	17.70	35.82	10.18	46.00
Deferred Tax (Charge)/ Credit	137.27	(362.57)	120.50	(323.86)
Profit /(Loss) for the year	**(5848.41)**	**1,942.62**	**(5,978.61)**	**1,930.75**
Other comprehensive income Items that will not be reclassified to profit or loss				
-Re-measurement of post-employment benefit obligation	50.10	88.20	50.12	88.16
- Income tax relating to these items	(12.61)	(22.20)	(12.63)	(22.19)
Total other comprehensive Income	**37.49**	**66.00**	**37.49**	**65.97**
Total comprehensive income	**(5810.92)**	**2,008.62**	**(5,941.12)**	**1,996.70**
Earnings Per Share - Basic & Diluted	**(109.16)**	**36.26**	**(109.47)**	**37.10**

Notes: The above figures are extracted from the audited standalone and consolidated financial statements as per Indian Accounting Standards (Ind AS).

FINANCIAL PERFORMANCE:

Operating Results and Profits

- Income from operations increased from Rs. 27,706.95 lakh in FY 24 to Rs. 28,479.42 lakh in FY 25 recording an annual growth of 2.78%
- Loss before Tax stood at Rs. 5,693.44 lakh in FY 25, against a Profit before Tax of Rs. 1,615.87 lakh in FY 24.
- Loss after Tax amounted to Rs. 5,848.41 lakh in FY 25, against a Profit after Tax of Rs. 1,942.62 lakh in FY 24.
- Assets under Management (AUM) of your Company has degrown at 19.52% on a Y-O-Y basis from Rs. 331,002.24 lakh in FY 24 to Rs. 248,849.42 lakh in FY 25
- Branch network has decreased from 802 branches across 17 states in FY 24 to 768 branches across 17 states in FY 25.
- Your Company works as Business Correspondent with 15 BC partners

STATE OF AFFAIRS AND FUTURE OUTLOOK:

Your Company chose prudence over pace. As a first-order risk action, the Company now originates new business only with partners that have opted for credit-guarantee schemes. The Company has also strengthened and tightened the overall onboarding process. By discounting risk upfront through a credit-guarantee scheme, the Company is materially reducing tail risk and is positioned to scale without legacy overhang.

Looking ahead, the Company is positioned for a measured and durable growth. As sector-initiated guardrails take hold and the Company's internal controls mature, it anticipates a gradual build-up of a high-quality portfolio through selective expansion in districts with low overlap and proven on-ground collections capacity. The Company's guiding principles remain unchanged: prudence in risk management, transparency with borrowers, and the creation of long-term value for customers, partners, and shareholders—reflected in stronger unit economics, a more resilient portfolio, and sustainable growth.

During FY 2024-25, the Company strategically de-grew its portfolio to mitigate expected credit losses arising from potential FLDG invocation. Further, Principals were transitioned to the Credit Guarantee Fund for Micro Units (CGFMU) model, which is expected to eliminate future credit loss liability for the Company.

2. DIVIDEND AND RESERVES

A] The Board of Directors of your Company do not recommend any final dividend on the equity shares of the Company for FY 25

B] The Company has not transferred any amount to the general reserve during FY 25

3. CHANGE IN NATURE OF BUSINESS

There is no change in the nature of business of your Company during the FY 25.

4. CHANGES IN SHARE CAPITAL

(A) Authorized Share Capital

During the year under review, there has been no change in the authorized share capital of the Company.

The authorized share capital as on March 31, 2025 is as follows:

Particulars	Number of Shares	Face Value (in ₹)	Total Amount (in ₹ Lakhs)
Authorized Share Capital: Equity Share Capital	66,00,000	10/-	660.00
Total	66,00,000	10/-	660.00

(B) Issued, Subscribed and Paid-up Share Capital of the Company

During the year under review, there has been no change in the issued, subscribed and paid-up share capital of the Company.

The issued, subscribed and paid-up share capital as on March 31, 2025 is as follows:

Particulars	Number of Shares	Face Value (in ₹)	Total Amount (in ₹ Lakhs)
Issued, Subscribed and Paid Up Capital: Equity Share Capital	53,57,500	10/-	535.75
Total	53,57,500	10/-	535.75

(C) Your Company has not issued any debentures or debt securities during the financial year under review.

(D) Details of issue of Sweat Equity Shares

The Company has not issued any Sweat Equity Shares during the year under review.

(E) Disclosure in respect of voting rights not exercised directly by the employees in respect of shares to which the scheme relates

The Company does not have any employee share scheme and employees do not hold any shares in the Company under Section 67(3) of the Companies Act, 2013.

(F) Details of issue of Equity Shares with differential Rights

The Company has not issued any Equity Shares with differential rights during the year under review.

(G) Bonus Shares

The Company has not issued any Bonus Shares during the year under review.

(H) Employee Stock Option Plan

The Company has not announced or implemented any Employee Stock Option Plan during the year under review.

(I) Conversion of Loan into Equity

During the year under review, no Loans were converted into Equity Shares.

5. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

There was no unclaimed/unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, remaining unclaimed/ unpaid in relation to the Company under Section 125 of the Companies Act,2013 and therefore the Company is not required to transfer any amount to Investor Education and Protection Fund (IEPF) for a period of 7 years.

6. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the FY 25, your Company had made additional investment of Rs. 22.40 lakh in M/s. Crescendo Finserve Private Limited, Subsidiary Company by way subscription to equity shares in accordance with the provisions of Section 186 of the Companies Act, 2013.

The relevant details have been disclosed in Note No. 4 – Investments, forming part of the financial statements for FY 25.

During the FY 25, the Company has not granted any loans or guarantees covered under Section 186 of the Act.

7. NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

As on March 31, 2025, your Company has two Subsidiaries, viz. Indian Association for Savings & Credit (IASC) and Crescendo Finserve Private Limited (CFPL).

Indian Association for Savings and Credit (IASC)

Indian Association for Savings and Credit (IASC) is a wholly owned subsidiary of New Opportunity Consultancy Private Limited, with a holding of 99.98% equity stake. As per the Company's financial statements, the Equity investment in IASC stands at Rs. 180.50 lakh as on March 31, 2025.

There being no business activity in IASC during the FY 25, Profit After Tax is derived from the Interest Income received by the Company from the loans provided.

Crescendo Finserve Private Limited (CFPL)

Crescendo Finserve Private Limited is a subsidiary of New Opportunity Consultancy Private Limited, with a holding of 64% equity stake. As per the Company's financial statements, the Company's investment in Crescendo stood at Rs. 352.00 lakhs as on March 31, 2025, compared to Rs. 128.00 lakhs in the previous year, reflecting further capital infusion during FY 25. The subsidiary remains an integral part of the Group structure and is aligned with the Company's long-term strategic objectives.

In accordance with Section 129(3) of the Companies Act, a statement containing salient features of the financial statements of the subsidiary companies, viz. IASC and CFPL (in form AOC-1 is appended as **Annexure A** which forms a part of this Report.

There was no Company which has ceased to be Company's Subsidiary or step-down subsidiary during the FY 25.

Further, the Company does not have any Joint Venture / Associate Companies.

8. DEPOSITS FROM PUBLIC

During the year under review, the Company has not invited or accepted any deposits from the public within the meaning of Section 73 of the Companies Act, 2013 read with Rule 2(1)(c)(viii) of the Companies (Acceptance of Deposits) Rules, 2014

DISCLOSURE RELATING TO THE PROVISION OF SECTION 73 OF THE COMPANIES ACT, 2013

(i)	Deposits accepted during year	Nil
(ii)	Deposits remained unpaid or unclaimed at end of year	Nil
(iii)	Amount of default in repayment of deposits or payment of interest thereon beginning of year	Nil
(iv)	Maximum amount of default in repayment of deposits or payment of interest thereon during year	Nil
(v)	Amount of default in repayment of deposits or payment of interest thereon end of year	Nil
(vi)	Number of cases of default in repayment of deposits or payment of interest thereon beginning of year	Nil
(vii)	Maximum number of cases of default in repayment of deposits or payment of interest thereon during year	Nil
(viii)	Number of cases of default in repayment of deposits or payment of interest thereon end of year	Nil
(ix)	Details of deposits which are not in compliance with requirements of Chapter V of Act	Nil

9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the year under review, all contracts / arrangements / transactions entered into by the Company with Related Parties were in the ordinary course of business and on an arm's length basis. All the Related Party Transactions of repetitive nature entered into during the financial year under review were approved by the Audit Committee through a prior omnibus approval. A statement giving details of all Related Party Transactions entered into, as approved, was placed before the Audit Committee for review on a quarterly basis. None of the transactions with any of the related parties were in conflict with the interest of the Company, rather, these were synchronized and synergized with the Company's operations.

The Company has not entered into any material related party transaction (RPT) under Section 188 of the Companies Act, 2013 during the year under review.

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Company recognizes and embraces the importance of a diverse Board in its success.

A] As on March 31, 2025, following was the composition of the Board of Directors of the Company:

Sl. No.	Name of the Director	Designation	DIN
1	Mr. K. R. Kamath	Chairman and Non-Executive Director	01715073
2	Mr. Mohan Vasant Tanksale	Independent Director	02971181
3	Dr. Ambadas Mukundrao Pedgaonkar	Independent Director	03540861
4	Mr. Ganesh Ramanand Rao	Managing Director and Chief Executive Officer	02302989
5	Mrs. Meenakshi Ganesh Rao	Executive Director	06748708

Note 1: Cessation of Directors:

None of the Directors have demitted office during FY 25

Cessation of Director after the end of the year and upto the date of the Report:

None of the Directors have demitted office after the end of the FY 25 and up to the date of this Report.

There was no change in the composition of the Board of Directors during the FY 25

B] Details of Key Managerial Personnel during the year under review are as below:

Sr. No.	Name of the Key Managerial Personnel (KMP)	Designation
1.	Mr. Ganesh Ramanand Rao	Managing Director and CEO
2.	Mrs. Meenakshi Ganesh Rao	Executive Director
3.	Mr. R Loganathan	Chief Financial Officer
4.	Mrs. Suvarnalata Sumit Gurav	Company Secretary

There was no change in the composition of the KMPs during the FY 25

11. A] DECLARATION OF INDEPENDENT DIRECTORS

The Independent Directors (IDs) have submitted declaration of independence, as required pursuant to Section 149(7) of the Companies Act, 2013, stating that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In the opinion of the Board, these IDs fulfill the conditions specified in the Act and the

rules made thereunder for appointment as IDs and confirm that they are independent of the Management.

All the Independent Directors of the Company have registered themselves in the data bank maintained by the Indian Institute of Corporate Affairs and have confirmed their compliance with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

In the opinion of the Board, all Independent Directors possess strong sense of integrity and having requisite experience, qualification and expertise as well as independence of the management.

B] SEPARATE MEETING OF INDEPENDENT DIRECTORS

During the year under review, one separate meeting of the Independent Directors was held on November 16, 2024. At the said meeting, the Independent Directors reviewed the performance of the Non-Executive Director, of the Board as a whole, the Chairman, the Managing Director & CEO and the Executive Director.

12. PERFORMANCE EVALUATION OF THE BOARD

The Board has carried out the Annual performance evaluation for FY 25, on November 16, 2024 of its own performance, the Directors individually as well as the working of its Committees. A structured exercise was carried out based on checklist circulated. Inputs were received from the Directors covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, attendance at Meetings, Board culture, duties of Directors, and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including Independent Directors and the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its Stakeholders etc.

13. BOARD MEETINGS

During the Financial Year, the Company held 4 board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of the Companies Act, 2013 were adhered to while considering the time gap between the two meetings.

Sr. No.	Date of Meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11.05.2024	5	5	100
2	03.08.2024	5	5	100
3	16.11.2024	5	5	100
4	12.02.2025	5	5	100

14. GENERAL MEETING(S) HELD DURING THE YEAR

During the financial year, the Annual general meeting was held. The provisions of the Companies Act, 2013 were adhered to while conducting the meeting:

Sr. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	03.08.2024	5	5	100

Sr. No.	Date of meeting	Total Number of Members as on the date of meeting	Attendance		
			Number of members attended	% of attendance	% of Shareholding
1	03.08.2024	7	7	100	100

15. RISK MANAGEMENT

Your Company, being a Business Correspondent to various Banks/ NBFCs, has to manage various risks. The management reviews and monitors these risks at periodical intervals. Your company has adopted Risk Management Policy which lays down the framework for risk management.

During FY 25, your Company successfully renewed its ISO/IEC 27001 certification through QRC Assurance & Solutions under the latest 2022 standards, reaffirming its commitment to robust information security practices.

16. BOARD COMMITTEES

Currently, the Board has 4 (four) Committees:

1. Audit Committee
2. Nomination & Remuneration Committee,
3. Corporate Social Responsibility Committee, and
4. Management Committee.

The Chairman of the Board, in consultation with the Company Secretary and the respective Committee Chairperson, determines the frequency of the Committee meetings. The recommendations of the Committees are submitted to the Board for approval. During the year, all recommendations of the Committees were approved by the Board.

A] Audit Committee

The Audit Committee met four (4) times during the financial year under review on 10.05.2024, 03.08.2024, 16.11.2024 and 12.02.2025

The composition of the Committee as on March 31, 2025 and attendance details of meetings during FY 2025, are as follows:

Members Attendance		
Name of Members	**No. of Audit Committee Meetings held during the year 2024-25**	
	No. of Meetings Held	**Attended**
Mr. Mohan Vasant Tanksale (Chairman)	4	4
Mr. K R Kamath (Member)	4	4
Dr. Ambadas Mukundrao Pedgaonkar (Member)	4	4

All members are financially literate and bring in expertise in the fields of finance, accounting, development, strategy and management.

Mr. Mohan Vasant Tanksale, Chairman of the Committee, was present at the last AGM held on August 03, 2024.

All the recommendations made by the Committee during the year under review were accepted by the Board.

B] Nomination and Remuneration Committee (NRC)

The Nomination and Remuneration Committee met once during the financial year under review on 10.05.2024

The composition of the Committee as on March 31, 2025 and attendance details of meeting during FY 2025, are as follows:

NRC Meeting Date	**10.05.2024**	
Members Attendance	**No. of Meetings Held**	**Attended**
Dr. Ambadas Mukundrao Pedgaonkar (Chairman)	1	1
Mr. K R Kamath (Member)	1	1
Mr. Mohan Vasant Tanksale (Member)	1	1

Dr. Ambadas Mukundrao Pedgaonkar, Chairman of the Committee, was present at the last AGM held on August 03, 2024.

C] Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee met once during the financial year under review on 10.05.2024.

The composition of the Committee as on March 31, 2025 and attendance details of meeting during FY 2025, are as follows:

CSR Meeting Date	**10.05.2024**	
Members Attendance	**No. of Meetings Held**	**Attended**
Mrs. Meenakshi Ganesh Rao (Chairperson)	1	1
Dr. Ambadas Mukundrao Pedgaonkar (Member)	1	1
Mr. Mohan Vasant Tanksale (Member)	1	1

Mrs. Meenakshi Ganesh Rao, Chairperson of the Committee, was present at the last AGM held on August 03, 2024.

D] Management Committee:

During FY 2024-25, 19 (Nineteen) meetings of the Management Committee were held on -

22.04.2024	13.05.2024	22.05.2024	20.06.2024	13.07.2024	18.07.2024
30.08.2024	07.10.2024	18.10.2024	18.11.2024	06.12.2024	08.01.2025
08.02.2025	01.03.2025	07.03.2025	20.03.2025	22.03.2025	25.03.2025
26.03.2025					

Particulars of the composition and attendance of Members at the Management Committee Meetings are given below:

Sr. No.	Name	Nature	No. of Meetings Held	No. of Meetings Attended
1	Mr. Ganesh Ramanand Rao	Chairman and Managing Director	19	19
2	Mrs. Meenakshi Ganesh Rao	Executive Director	19	19
3	Mr. Loganathan R.	Chief Financial Officer	19	19

17. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirm that-

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and loss of the Company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) Company being unlisted sub-clause (e) of Section 134(5) is not applicable.

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

18. LOAN FROM DIRECTORS

During the FY25, the Company has availed loans amounting to Rs. 31.80 lakh from one of its Directors to meet operational and strategic requirements. In addition, an amount of Rs. 0.50 lakh was repaid to the said Director during the year. As at the year-end, the outstanding loan from the Director stands at Rs. 31.30 lakhs.

19. FRAUD REPORTING

There were no frauds reported by the auditor during the year under sub-section (12) of Section 143 of the Companies Act, 2013.

20. WEB-LINK OF ANNUAL RETURN

As per Section 134 (3) (a) of the Companies Act, 2013 (the Act), annual return referred to in Section 92 of the Act has been placed at the Company's web site as given below: https://www.nocpl.in/financial.html

21. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

A) Conservation of energy

The Company is not in the Energy intensive sector and hence the provisions of clause (m)of sub-section (3) of Section 134 of the Act, read with rule 8(3) of the Companies(Accounts) Rules, 2014 relating to conservation of energy and technology absorption are not applicable to the Company. However, the Company has taken various measures towards reducing energy costs by using energy-efficient equipment.

B) Technology absorption

The efforts made towards technology absorption	The Company's efforts are towards absorption and usage of latest technology and innovative methodology to achieve customer satisfaction.
The benefits derived like product improvement, cost reduction, product development or import substitution	NIL
In case of imported technology (imported during the last three years reckoned from the beginning of Financial year)	Company has not imported any technology during the last three years.

(a)	The details of technology imported	NA
(b)	The year of the import	NA
(c)	Whether the technology been fully absorbed	NA
(d)	If not fully absorbed area where absorption has not taken place, and the reason there of	NA
(e)	The expenditure on research and development	NA

C) Foreign exchange earnings and outgo

Particulars	FY 2024-25 (In ₹)	FY 2023-24 (In ₹)
Foreign Exchange earnings (actual inflows)	-	-
Foreign Exchange Loss (actual outflows)	-	-

22. PARTICULARS OF EMPLOYEES

The Company being a private company is not required to disclose particulars of employees as required under Section 197 of the Companies Act, 2013.

23. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

In pursuance to Clause (vii) of sub-rule (5) of Rule 8 of the Companies (Accounts) Rules, 2014, no significant or material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

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

Your Company has in place a 'Policy for Prevention of Sexual Harassment at Workplace' in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees and visitors at the workplace are covered under the Policy. As per provisions of the Act, Internal Complaint Committees (ICCs) have been set up at Head Office and Zonal level to redress complaints regarding sexual harassment. With a view to publicize the Company's Policy and as a measure for prevention of sexual harassment, the external members of all the ICCs (Practicing Advocates/ NGO Professional dealing with Women Issues) conducted 'Awareness Sessions' by explaining the nuances of relevant provisions of the Act to the employees and shared their views/ experiences in resolving such complaints.

Statement of Complaints in Relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

(a) number of complaints of sexual harassment received in the year - NIL
(b) number of complaints disposed off during the year – NIL
(c) number of cases pending for more than 90 days – NIL

The Policy is disclosed on the Company's website in the link https://nocpl.in/posh.html.

25. DISCLOSURE UNDER THE MATERNITY BENEFIT (AMENDMENT) ACT, 2017

Pursuant to Clause (xiii) of sub-rule (5) of Rule 8 of the Companies (Accounts) Rules, 2014, the Board of Directors hereby confirms that the Company has complied with the provisions of the Maternity Benefit Act, 1961 during the year under review. All eligible female employees were extended maternity benefits in accordance with the Act, including paid maternity leave, nursing breaks, and protection from dismissal during the maternity period. During the review period, no instances of non-compliance were observed.

26. COST RECORDS

The maintenance of cost records and requirement of cost audit as prescribed by the Central Government under the provisions of Section 148(1) of the Act are not applicable to the business activities carried out by the Company. Accordingly, such cost accounts and records are not maintained by the Company.

27. AUDITORS AND AUDITORS' OBSERVATIONS

A] Statutory Auditors:

M/s. Haribhakti & Co. LLP, Chartered Accountants (Firm Reg. No. 103523W/ W100048), were appointed as the Statutory Auditors of the Company for a term of five (5) years from the conclusion of the 7th Annual General Meeting held on 24th July 2020, to hold office until the conclusion of the ensuing 12th Annual General Meeting to be held in the year 2025. Accordingly, their present term comes to an end at the ensuing Annual General Meeting.

The Board of Directors have placed the proposal for appointment of Statutory Auditors for the next term before the members at the forthcoming Annual General Meeting, based on the recommendation of the Audit Committee.

The Auditor's Report on the financial statements for FY 25 forms part of this Annual Report. The report does not contain any qualification, reservation or adverse remark. The notes to the accounts forming part of the financial statements are self-explanatory

and do not call for any further comments. Further, no frauds have been reported by the Auditors under Section 143(12) of the Companies Act, 2013 during the year.

B] Internal Auditors:

Your company has appointed M/s. Ramakrishnan and Co. LLP, Chartered Accountants, as the Internal Auditors for FY 25 in order to strengthen the Internal Control Mechanism.

C] Secretarial Auditor and Secretarial Compliance Certificate:

Secretarial audit is not applicable to the Company as it does not fall under the purview of the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder.

M/s. S. Sandeep & Associates, Practicing Company Secretaries, have issued a Secretarial Compliance Certificate for the FY 25

The Secretarial Compliance Certificate for FY 25 forms part of Annual Report as Annexure C. The Secretarial Compliance Certificate does not contain any qualification, reservation or adverse remark.

28. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE AUDITOR IN HIS REPORT

The auditors have not made any qualification, reservation, adverse remark or disclaimer in their report, hence, no explanations or comments are required from the Board.

29. THE DETAILS OF DIFFERENCE IN VALUATION BETWEEN THE AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

There were no instances of one-time settlement during the year under review, and accordingly the requirement to disclose the difference in valuation vis-à-vis bank loans is not applicable.

30. DETAILS OF CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)

During the Financial Year 2024-25, there was no application made and proceedings initiated /pending against your Company under the Insolvency and Bankruptcy Code, 2016, by any Financial and/or Operational Creditors. As on the date of this report, there

is no application or proceedings pending against your Company under the Insolvency and Bankruptcy Code, 2016.

31. STATEMENT REGARDING COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

32. DETAILS OF FAILURE TO IMPLEMENT ANY CORPORATE ACTION

During the year the Company has not failed to execute any corporate action.

33. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments during the period commencing from the end of the financial year 2024-25, till the date of this report, which affect the financial position of the Company.

34. WHISTLE BLOWER POLICY AND VIGIL MECHANISM

Your Company has established a Vigil Mechanism and has adopted a Whistle Blower Policy for Directors and Employees as per Section 177 of the Companies Act, 2013 to report their genuine concerns to the Chairman of the Audit Committee. Your Company has also developed an online Portal to enable any employee in lodging complaint and/or reporting financial as well as non-financial fraud/ misconduct committed by another employee, even anonymously.

The Policy is disclosed on the Company's website in the link https://nocpl.in/whistle-blower-policy.html.

35. MANAGERIAL REMUNERATION

Disclosure pursuant to Rule 5(2) & Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to your Company since none of the employees are in receipt of the remuneration as stated under these rules.

36. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has adopted Internal Control Systems and Procedures considering the nature of business and complexity of its operations for ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, processes for prevention and detection of frauds and errors, accuracy and

NEW OPPORTUNITY CONSULTANCY PRIVATE LIMITED

completeness of the accounting records, and timely preparation of reliable financial statements.

With a view to suggest improvements, add value and strengthen the overall internal control system including risk management, the Company has appointed a Chartered Accountants' firm as Internal Auditors, who has been providing an independent and critical appraisal of the functioning of the Company on a continuous basis. All significant observations of Internal Audit, its suggestions and follow-up actions are being presented to the Audit Committee of the Board at periodical intervals.

M/s. Ramakrishnan & Co. LLP, Chartered Accountants, were appointed as Internal Auditors of your Company for the FY 25.

37. VOLUNTARY REVISION OF FINANCIAL STATEMENTS OR BOARD'S REPORT

There was no revision of Financial Statements or Board's Report during the year under review.

38. RECEIPT OF ANY COMMISSION BY MANAGING DIRECTOR/ WHOLE TIME DIRECTOR FROM THE COMPANY OR RECEIPT OF COMMISSION/ REMUNERATION FROM IT'S HOLDING OR SUBSIDIARY

The Company being a Private Company, disclosure under Section 197(14) of Companies Act, 2013 is not required.

39. NUMBER OF EMPLOYEES AS ON THE CLOSURE OF FINANCIAL YEAR: -

Female	447
Male	5203
Transgender	0

40. POLICY INITIATIVE

The Policy framework of the Company was constantly reviewed, updated and strengthened, to enhance the business value and to meet the statutory requirements and amendments thereto.

In order to keep its HR practices employee friendly, the Company reviewed and updated its recruitment rules, promotion policy, medical welfare measures etc., during the year under review.

41. HUMAN RESOURCE MANAGEMENT

Your Company believes that its employees are the most important assets. Accordingly, the Company is committed to hiring and retaining the best talent and being among the industry's leading employers. For this purpose, the Company focuses on promoting a collaborative, transparent and participative organization culture, by rewarding merit and sustained high performance. Your Company's human resource management focuses on allowing its employees to develop their skills, grow in their career.

42. CORPORATE SOCIAL RESPONSIBILITY (CSR)

CSR forms an integral part of your Company's business activities. The Company carries out its CSR initiatives not just in letter but also in spirit and thus has touched thousands of lives across the country. In compliance with Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has adopted a CSR policy, which is available at https://nocpl.in/corporate-social-responsibility-policy.html.

The Annual Report on CSR initiatives, composition of CSR Committee, salient features of the Policy including change/s therein, etc. as required under section 135 of the Companies Act, 2013 is annexed as Annexure B to this report.

Even though your Company is not required to incur CSR expenditure for the year under review, the Company, in line with its commitment to corporate social responsibility, voluntarily spent Rs. 76.82 lakhs during the FY 25 towards CSR activities.

43. CREDIT RATING

The Company has been assigned SMERA MFI Grading of M2, indicating a high capacity to manage microfinance operations in a sustainable manner.

The Credit Rating is available on the Company's website at https://nocpl.in/wp-content/themes/wp-fcgroup/assets/images/pdf/SMERA-MFI-Grading-2024.pdf

44. ACKNOWLEDGEMENT

The Directors wish to thank the Principal Banks/ NBFCs, Customers, Service Agencies, and other Stakeholders for their support. The Directors also thank the Employees for their contribution during the FY 25 despite challenging environment.

For and on behalf of the Board

Meenakshi Rao

Place: Navi Mumbai	**Ganesh Ramanand Rao**	**Meenakshi Ganesh Rao**
Date: 11.09.2025	**Managing Director & CEO**	**Director**
	DIN: 02302989	**DIN: 06748708**

ANNEXURE A

FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries:

(Rs. in lakh)

Sl. No.	**Particulars**	**Details**	
1.	Name of the subsidiary	**Indian Association for Savings and Credit**	**Crescendo Finserve Private Limited**
2.	The date since when subsidiary was acquired/ incorporated	January 30, 2014	May 27, 2023
3.	Reporting period for the subsidiary concerned, if different from the Holding Company's reporting period	March 31, 2025	March 31, 2025
4.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of Foreign Subsidiaries	NA	NA
5.	Share capital	60.00	550.00
6.	Reserves & surplus	1994.34	(474.11)
7.	Total assets	2101.30	145.78
8.	Total Liabilities	46.96	44.89
9.	Investments	103.07	-
10.	Turnover	365.40	102.39
11.	Profit before taxation	200.34	(323.14)
12.	Provision for taxation	30.10	(7.66)
13.	Profit after taxation	170.24	(315.47)
14.	Proposed Dividend	Nil	Nil
15.	% of shareholding	**99.98**	**64**

ANNEXURE B

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

[Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. **CSR Objectives and Brief Outline of Company's CSR Policy:**

Being a new generation service provider in the business of promoting financial inclusion, your Company acts as Authorized Business Correspondent to multiple Banks and Non-Banking Finance Companies (NBFCs) in India. The Company's goal of financial inclusion is incomplete unless it provides or enhances the livelihood opportunities of its customers.

Your Company has adopted a Corporate Social Responsibility (CSR) Policy pursuant to Section 135 of the Companies Act, 2013. The CSR policy lays down thrust areas for CSR activities which include projects benefitting the communities around the Company, its neighboring locations and other under-developed areas. The policy mentions that the CSR activities of the Company would mainly focus on education, employability and health care; it also outlines the nature of activities/ programs proposed to be undertaken by the Company.

2. **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Meenakshi Ganesh Rao	Chairperson and Executive Director	1	1
2	Dr. Ambadas Pedgaonkar	Independent Director	1	1
3	Mr. Mohan Tanksale	Independent Director	1	1

3. Provide the web-link where Composition of CSRcommittee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

https://nocpl.in/corporate-social-responsibility-policy.html

4. **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 –**

There are no projects undertaken or completed for which the impact assessment report is applicable for FY 25

5. **Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set-off for financial year, if any:**

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set- off for the financial year, if any (in Rs)
	NA		

6. Average net profit of the Company as per section 135(5) of the Companies Act, 2013 : **Rs. (1257.58) lakh**

7 (a) Two percent of average net profit of the company as per section 135(5) of the Companies Act, 2013 : **Nil**

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : **Nil**

(c) Amount required to be set off for the financial year, if any : **Nil**

(d) Total CSR obligation for the financial year (7a+7b+7c) : **Nil**

8 **a) CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year. (in Rs. In Lakh)	Amount Unspent (in Rs.)				
	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 (in Rs.)	Date of transfer	Name of the Fund	Amount	Date of transfer
44.06	Nil	NA	NA	Nil	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

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		Project duration	Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (Rs. in Lakh)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation – Through Implementing Agency	
				State	District						Name	CSR Registration number.
1	Nukkad Pathasala	Promotion of Education	Yes			Ongoing	Nil	16.41	Nil	Direct	NA	NA
				Tamilnadu	Tuticorin, Virudhunagar, Coimbatore, Trichy, Thanjavur, Dindigul, Theni, Madurai, Salem, Thirupur, Erode, Namakkal, Thuvarur, Thiruvallur, Ramnadu, Nagarkovil, Tirunelveli, Pudukkottai, Dharmapuri							
					Total - 09							
				Kerala	Pattanamthitta							
					Idukki							
					Palakkadu							
					Total - 3							
				Karnataka	Tumkur							
					Hassan							
					Chikkamangalore							
					Yadgir							
					Dharwad							
					Bidar							
					Kalaburagi							
					Belagavi							
					Vijayapura							
					Mandiya							
					Mysore							
					Ramnagar							
					Shimoga							
					Total - 13							
2	Pillor Tribal Village	Promotion of Education	Yes	Tamilnadu	Coimbatore			1.31	Nil	Direct	NA	NA
					Total - 1							
3	Khammam branch Flood Relief Activity (Telangana)	Flood Relief	Yes	Telangana	Telangana			1.8	Nil	Direct	NA	NA
4	Skill Training - Members	Enhancing vocation skills especially among women and livelihood enhancement projects	Yes	Tamilnadu	Coimbatore			4.34	Nil	Direct	NA	NA
					Total - 1							
					Total - 1							
Total							Nil	44.06				

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to theAct	Local area (Yes/ No)	Location of the project		Amount spent for the project (in Rs.)	Mode of impleme ntation - Direct (Yes/No)	Mode of implementation – Through implementingagency	
				State.	District.			Name	CSR registra tion number
NA									

(d) Amount spent in Administrative Overheads – Nil
(e) Amount spent on Impact Assessment, if applicable – Not Applicable
(f) Total amount spent for the Financial Year (8b+8c+8d+8e) –Rs 44.06 Lakh
(g) Excess amount for set off, if any - NA

Sl. No.	Particulars	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5) of the Companies Act, 2013	Not Applicable
(ii)	Total amount spent for the Financial Year	44.06
(iii)	Excess amount spent for the financial year [(ii)-(i)]	44.06
(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)]	44.06

9. (a) Details of Unspent CSR amount for the preceding three financial years:

(1)	(2)	(3)	(4)	(5)			(6)
Sl. No.	Preceding Financial Year	Amount transferred toUnspent CSR Account under section 135 (6)(in Rs.)	Amount spent inthe reporting Financial Year(in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining tobe spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
1	FY 23-24	Nil	Nil	NA	NA	NA	Nil
2	FY 22-23	Nil	Nil	NA	NA	NA	Nil
3	FY 21-22	Nil	Nil	NA	NA	NA	Nil

(b) 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)
Sl. No.	Project ID	Name ofthe Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial Year (in Rs).	Cumulative amount spent at the end of reporting Financial Year (in Rs.)	Status of theproject - Completed /Ongoing
NA	NA	NA	NA	NA	NA	NA	NA	NA

10. In case of creation or acquisition of capital asset, furnish the details relating to theasset so created or acquired through CSR spent in the financial year (asset-wise details). - NA

(a) Date of creation or acquisition of the capital asset(s). - None

(b) Amount of CSR spent for creation or acquisition of capitalasset. - NA

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. - NA

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). - NA

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): NA

For New Opportunity Consultancy Private Limited

Ganesh Rao
Managing Director & CEO
DIN: 02302989

Meenakshi Rao
Chairman of CSR Committee
DIN: 06748708

SCHEDULE – I
IMPARTING SKILLS AND BUILDING LIVES

The Corporate Social Responsibility (CSR) activities of NOCPL commenced since its very inception, before the same was mandatorily applicable to the Companies under the Companies Act, 2013. CSR philosophy of the Company is in line with its organizational objective to contribute to the cause of uplifting less-privileged members of the society by providing platform for developing livelihood skills, health/ environmental awareness as also education for communities, particularly around the Company's areas of operation.

A brief outline of your Company's CSR activities and highlights of FY 2024-25 are given below:

CSR Activities

- **Education:**
  - To support the children in some of our command areas of operations, NOCPL has established free after-school informal learning centers, known as ***Nukkad Pathshalas***. Currently, 39 such centers are operational across Karnataka, Tamil Nadu, and Kerala, staffed by 45 teachers and serving 1,287 students. These centers focus on imparting foundational skills in English, Mathematics, and Science to children aged 5 to 15 years.
  - ***Nukkad Pathshala*** in Thiruvarur, Tamil Nadu, has started an impactful initiative, coaching specifically to students in 10th and 12th standards. This center, with dedicated teachers for English, Mathematics, Chemistry, Biology, and Physics, supports 127 students who have achieved good results in the Tamil Nadu Board examinations. Building on the success, a new coaching center in Coimbatore focused on 10th standard students has been launched, having around 45 students.

- **Skill Training:**
  - In collaboration with polytechnics, ITIs, approved institutions, and NGOs, the Company continued to offer skill-building programs for women in local communities.
  - Students who completed their 10th or 12th through ***Nukkad Pathshalas*** were offered a three-year diploma program in micro motor manufacturing for automotive OEMs, in partnership with **Johnson Electric and Central University of Tamil Nadu** — including accommodation, meals, industry exposure, and a decent stipend. Similarly, 12th-grade graduates were admitted to three-year Bachelor's programs in Automobile and Electrical & Electronics at **Ramakrishna Mission Vidyalaya**, with full residential support and stipends. Additionally, 10th and 12th-grade students joined two-year Turner/Fitter courses with renowned ***Murugappa Group***, receiving accommodation, food, and stipends.

- In collaboration with Chinmaya Organisation for Rural Development (CORD), the Company continued to offer skill-building training courses for women borrowers, their family members, and other community members. The first batch of the Tailoring Programme positively impacted the lives of 19 women, enhancing their income through the acquired tailoring skill. In the second batch, 21 economically disadvantaged housewives received hands-on training in sewing, garment construction, and design. As the program progressed, a Jute bag training module was introduced to further enhance participants' skills and broaden their potential income opportunities. This training empowered the women with new avenues for self-employment and income generation. In view of the high demand, third batch of the programme was launced in October 2024, consisting of 23 women from the same area.
- **National Apprenticeship Promotion Scheme (NAPS):** With a view to provide employment opportunities for educated youth, NAPS has been promoted by Govt. of India to facilitate apprenticeship training in various grades. The Scheme provides for mandatory engagement of apprentices by companies (having employee strength above 30) for minimum 2.5% and maximum 15% of their total manpower. During FY 2024-25, the Company had arranged training for 545 apprentices under NAPS; further, 389 apprentices were absorbed in the services of the Company after successful completion of apprenticeship.

- **Rural Development**:
  The Company had adopted a tribal village, Pillur in Tamilnadu, wherein general developmental activities, viz. upgrading infrastructure of the Government primary school, were undertaken, in association with the local administration.

Success Stories:

The Power to Build Resilient Livelihoods

Through this initiative, three women have strengthened their livelihoods by developing multiple income sources, each earning an additional ₹2,000 per month. Shanthamani, a woman farmer, enhanced her financial security by integrating tailoring with farming, allowing her to balance seasonal agricultural income with a steady secondary livelihood. Bindhu and Muthulakshmi, both working women, supplemented their existing employment with tailoring, improving income stability and household resilience.

Stitching a Path to Self-Reliance

Thangamani, a trained tailor, has built a sustainable livelihood by offering home-based garment stitching services within her local community. Working from home, she earns an additional ₹2,000 per month, enabling her to balance income generation with family responsibilities. This initiative has provided her with a reliable source of earnings and strengthened her contribution to household finances while maintaining work–life balance.

Diwali Celebration at Tribal village

As part of its CSR initiatives, the Company celebrated **Diwali at a tribal village** by distributing clothes to underprivileged families. This initiative aimed to spread festive joy, promote social inclusion, and support the basic needs of the tribal community during the festive season.

For New Opportunity Consultancy Private Limited

Ganesh Ramanand Rao
Managing Director & CEO
DIN: 02302989

Meenakshi Ganesh Rao
Chairman of CSR Committee
DIN: 06748708

CS Sandeep S FCS, LLB, Registered Valuer
Managing Partner

S.SANDEEP & ASSOCIATES
COMPANY SECRETARIES

SECRETARIAL COMPLIANCE CERTIFICATE

We have examined the registers, records and documents of **M/s New Opportunity Consultancy Private Limited** having its registered office at 7th Floor, No.707/708, Cyber One, Plot No. 4 & 6, Sector No. 30A, Vashi, Navi Mumbai-400703 for the financial year ended 31st March 2025, according to the provisions of the Companies Act, 2013 and the rules made thereunder.

Based on our examination and verification of records produced to us and according to the information and explanations given to us by the Company, in our opinion the Company has complied with the provisions of the Companies Act, 2013 **("the Act")** and the Rules made under the Act, and the Memorandum and Articles of Association of the Company with regard to:

1. Maintenance of statutory registers and documents and making necessary entries therein.

2. Filing of the requisite forms and returns with the Registrar of Companies, Ministry of Corporate Affairs ("MCA") as prescribed under the Act and the rules made thereunder

3. Convening and holdings of the meetings of Directors, shareholders and Committees.

4. Minutes of the proceedings of meetings of the Board, Committees and General meetings.

5. Constitution of Board of Directors, Committees of the Board and appointment of Directors.

6. The Directors have disclosed their interest and concerns in contracts and arrangements, shareholdings and directorships in other companies and interests in other entities and their disclosures have been noted and recorded by the Board.

7. Remuneration paid to Auditors.

8. The Company has not invited accepted any deposits falling within the purview of Section 73 of the Companies Act, 2013 during the financial year.

9. The Company has not bought back any shares during the financial year.

10. The Company has made borrowings during the financial year in compliance with the provisions of the Act.

11. The Company has not made inter corporate loans during the financial year, under review.

12. The Company has made investments in accordance with the provisions of the Act.

13. There was no transfer and transmission of shares during the financial year, under review.

S SANDEEP COMPANY SECRETARY COP 5987 FCS 5853

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14. The Company has not altered any provisions of its Memorandum and Articles of Association during the financial year under review.

15. There was no prosecution initiated against or show cause notice received by the Company and no fines or any other punishment was imposed on the Company, its Directors and officers during the financial year for any offences under the Act.

For S Sandeep & Associates

S SANDEEP COMPANY SECRETARY COP 5987 FCS 5853

S Sandeep

Place: Chennai
Date: 28/04/2025
UDIN: F005853G000216316