Registered Office :
1st Floor, Khivraj Complex 1
No. 480, Anna Salai,
Nandanam, Chennai 600 035
Phone : 24313094 to 97
Fax : 24313093
Email : registered@indbankonline.com
CIN No. L65191TN1989PLC017883

Indbank
Merchant Banking Services Ltd
(A Subsidiary of Indian Bank)

Ref: Sec/2021-22/45

September 02, 2022

Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001 **Scrip Code: 511473**	**National Stock Exchange of India Ltd** Exchange Plaza, Bandra Kurla Complex Bandra (East), Mumbai 400 051 **Scrip Code: INDBANK**

Dear Sir/Madam,

Sub: Submission of Annual Report as per Reg. 34 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Report of the Company for the FY 2021-22.

Kindly take the above on your records.

Thanking you,

Yours faithfully,
for **INDBANK MERCHANT BANKING SERVICES LIMITED**

Chitra

Chitra M A
Company Secretary and Compliance Officer

Encl: a/a

Azadi Ka Amrit Mahotsav

Indbank
Merchant Banking Services Ltd
(A Subsidiary of Indian Bank)



33rd ANNUAL REPORT
2021 - 2022

Indbank
Merchant Banking Services Ltd
(A Subsidiary of Indian Bank)

BOARD OF DIRECTORS



Shri. K. Ramachandran
(upto 30.06.2021)



Shri. Imran Amin Siddiqui
(from 30.09.2021)



Shri. G.R. Sundaravadivel



Smt. Chitra Murali



Shri. Vaijinath Gavarshetty



Shri. Satish Kumar Kalra
(from 30.11.2021)



Shri. Arun Kumar Bansal
(Upto 07.06.2022)



Shri A. Rajaraman
President & Whole Time Director
(Upto 30.11.2021)



Shri. Sunil Jain
(from 22.07.2022)



Shri. V Haribabu
President & Whole Time Director
(from 28.02.2022)

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Board of Directors

Shri K Ramachandran	Nominee Director from Indian Bank (Upto 30.06.2021)
Shri Iman Amin Siddiqui	Nominee Director from Indian Bank (From 30.09.2021)
Shri G R Sundaravadivel	Independent Director
Smt Chitra Murali	Independent Director
Shri Vaijinath Gavarshetty	Independent Director
Shri Satish Kumar Kalra	Independent Director (From 30.11.2021)
Shri Arun Kumar Bansal	Nominee Director from Indian Bank (Upto 07.06.2022)
Shri Sunil Jain	Nominee Director from Indian Bank (From 22.07.2022)
Shri A Rajaraman	President and Whole Time Director (Upto 30.11.2021)
Shri V Haribabu	President and Whole Time Director (from 28.02.2022)

Committees of the Board

Audit Committee	Shri.G R Sundaravadivel Smt.Chitra Murali Shri. Vaijinath Gavarshetty Shri Satish Kumar Kalra (From 30.11.2021) Shri Arun Kumar Bansal (Upto 07.06.2022) Shri Sunil Jain (From 22.07.2022)
Nomination & Remuneration Committee	Smt.Chitra Murali Shri.G R Sundaravadivel Shri. Vaijinath Gavarshetty Shri Satish Kumar Kalra (From 30.11.2021) Shri Arun Kumar Bansal (Upto 07.06.2022) Shri Sunil Jain (From 22.07.2022)
Stakeholder Relationship Committee	Smt.Chitra Murali Shri Arun Kumar Bansal (Upto 07.06.2022) Shri Sunil Jain (From 22.07.2022) Shri A Rajaraman (Upto 30.11.2021) Shri V Haribabu (from 28.02.2022)
Chief Financial Officer	Shri. U Rajkumar (Upto 02.09.2021) Shri V Haribabu (from 03.09.2021 to 21.07.2022) Shri Tausif Inamdar (from 22.07.2022)
Company Secretary	Shri. V.Balamurugan (Upto 28.01.2022) Smt. Chitra M A (from 29.01.2022)
Statutory Auditors	M/s. M.Srinivasan & Associates, Chartered Accountants, Chennai
Secretarial Auditors	M/s.SPNP & Associates, Practising Company Secretaries, Chennai
Bankers	M/s. Indian Bank
Registrar and Share Transfer Agents	M/s. Cameo Corporate Services Limited
Registered Office	First Floor,Khiviraj Complex 1 No.480, Anna Salai, Nandanam Chennai - 600035

Terminals

Tamil Nadu	Nandanam, Harbour, Anna Nagar, Mylapore, CMDA-Egmore, Ashok Nagar, Nanganallur, Adyar, Chetpet, Coimbatore, R S Puram Tiruppur, Tirunelveli, Sivakasi, Tuticorion, Rajapalayam, Madurai, Trichy Contonment, Srirangam, Erode, Salem, Kumbakonam, Thanjavur, Karaikudi, K.K. Nagar, Chromepet, Vellore
Puducherry	Puducherry
Kerala	Ernakulam, Thrissur, Calicut
Telangana	Hyderabad, Secunderabad
Andhra Pradesh	Visakhapatnam, Vijayawada, Guntur
Karnataka	Bangalore, Mangalore
Gujarat	Ashram Road
Maharashtra	Mumbai, Matunga, Thane, Bandra, Pune Cantonment
Delhi	Delhi, Shantiniketan, Punjabi Bagh
West Bengal	Kolkata

NOTICE OF 33RD ANNUAL GENERAL MEETING

Notice is hereby given that the Thirty Third Annual General Meeting of the Company will be held on Tuesday, the 27th day of September 2022 at 11.00 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS

1 To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022, together with the Reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS

2 To appoint Shri Imran Amin Siddiqui (DIN: 09153707) as a Non-Executive Nominee Director of the Company and in this regard to consider and if thought fit, to pass with or without modification the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of section 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time Shri. Imran Amin Siddiqui, (DIN: 09153707) who was appointed as an Additional Director on 30.9.2021 to hold office until the conclusion of the Annual General Meeting be and is hereby appointed as a Non-Executive Nominee Director of the Company, liable to retire by rotation".

3 To appoint Shri. Satish Kumar Kalra (DIN: 01952165) as an Independent Director of the Company and in this regard 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 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time Shri. Satish Kumar Kalra (DIN: 01952165), who was appointed as an Additional Director on 30.11.2022 to hold office until the conclusion of the Annual General Meeting, be and is hereby appointed as a non-executive Independent Director of the Company for a first term of five years commencing from the conclusion of this 33rd Annual General Meeting till the conclusion of 38th Annual General Meeting, not liable to retire by rotation".

4. To appoint Shri. Sunil Jain (DIN: 09665264) as a Non-Executive Nominee Director of the Company and in this regard to consider and if thought fit, to pass with or without modification the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of section 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time Shri. Sunil Jain, (DIN: 09665264), who was appointed as an Additional Director on 22.07.2022 to hold office until the conclusion of the Annual General Meeting, be and is hereby appointed as a Non-Executive Nominee Director of the Company, liable to retire by rotation".

By Order of the Board
for Indbank Merchant Banking Services Ltd

Sd/-
Chitra. M A
Company Secretary and Compliance Officer

Place : Chennai
Date : 22.07.2022

Notes:

1. ANNUAL GENERAL MEETING THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS (AGM):

In view of the continuing Covid-19 pandemic, MCA (Ministry of Corporate Affairs) vide its circular no.02/2022 dated 05.05.2022, allowed companies whose AGMs are due in the Year 2022 to conduct their AGMs through video conferencing (VC) or other audio visual means (OAVM), without the presence of the shareholders, in accordance with the requirements provided in paragraphs 3 and 4 of General Circular No.20/2020. SEBI vide its circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, extended the relaxations in respect of sending physical copies of annual report to shareholders and requirement of proxy for general meetings held through electronic mode, for listed companies, till 31.12.2022. In compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA circulars, the Company is holding the Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Shareholders can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participating in the Meeting through VC/OAVM is given in Note No.8.

The Company has opted Central Depository Services (India) Limited ("CDSL"), to provide VC/OAVM facility for the AGM and the attendant enablers for conducting of the AGM.

In line with the aforesaid SEBI and MCA Circulars, the Notice of AGM along with Annual Report 2021-22 is being sent only through electronic mode to those shareholders whose email addresses are registered with the Company/ Depositories. Shareholders may note that Notice and Annual Report 2021-22 have been uploaded on the website of the Company at www.indbankonline.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com respectively and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.

Shareholders holding shares in physical mode may temporarily register their e-mail Ids by clicking on the link https://investors.cameoindia.com or share the particulars by email to agm@cameoindia.com to get the soft copy of the Notice of AGM and the Annual Report.

2. E -VOTING

The voting period begins on Saturday, 24thSeptember 2022 from 9 AM and ends on Monday, 26th September 2022 at 5 PM. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on Tuesday, 20th September 2022, i.e., the cut-off date (record date), may cast their vote electronically.

The voting rights of members shall be in proportion to their shares to the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, 20th September 2022. The e-voting module shall be disabled by CDSL for voting thereafter.

The Board of directors of the Company has appointed Ms. Nithya Pasupathy, Partner, M/s. SPNP & Associates, Practicing Company Secretaries, as the Scrutinizer of AGM to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall after the conclusion of voting at the AGM unblock the votes cast through remote e-voting including e-voting on the date of AGM. Voting results of AGM will be communicated to the Stock Exchanges not later than two working days of the conclusion of the AGM. The results declared along with the Scrutinizer's Report will be uploaded on the Company's website, www.indbankonline.com.

3. APPOINTMENT OF PROXIES AND AUTHORIZED REPRESENTATIVE(S):

Pursuant to the aforesaid circulars, the facility to appoint proxy to attend and cast vote for the shareholders is not available for this AGM, as it is being held through VC/OAVM.

However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM, participate and cast their votes through e-voting. Institutional /Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to participate in the Annual General Meeting through VC/OAVM on its behalf and to vote through e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to spnpassociates@gmail.com and murali@cameoindia.com with copy marked to the Company at investors@indbankonline.com not later than four days before the date of the meeting, i.e., on or before 5.00 p.m. on September 22, 2022.

4. BOOK CLOSURE :

The Register of Shareholders and the Share Transfer Register of the Company will remain closed from Wednesday, 21st September, 2022 to Tuesday, the September 27, 2022 (both days inclusive) for the purpose of Annual General Meeting.

5. UNCLAIMED DIVIDEND, IF ANY:

There is no unclaimed dividend as on March 31, 2022 remaining to be transferred to Investor Education and Protection Fund (IEPF)

The shareholders who have not claimed / received their Dividend for the years 2007-08 and 2008-09, are requested to contact the Share Transfer Agent of the Company for payment of the dividends immediately. The Company has posted the details of the Unclaimed/Unpaid Dividend Warrants on its site i.e., www.indbankonline.com to enable the shareholders to claim by contacting the Share Transfer Agent / or the Company.

We wish to urge the shareholders for registration or updation of their Permanent Account Number (PAN) and bank mandate as it ensures the receipt of dividend and/or any other consideration timely.

6. INTIMATION OF CHANGE OF NAME, ADDRESS, E MAIL ADDRESS, NOMINATIONS BY SHAREHOLDERS:

Shareholders are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, nominations, bank details.

Shareholders holding shares in physical form are requested to intimate changes, if any, in Form ISR-1 (which is available in the website of the Company, www.indbankonline.com/About us/investors/Investors service requests forms) to the RTA by sending an email to kyc@cameoindia.com or investor@cameoindia.com. Alternatively, the aforesaid information may be sent by post or courier to the RTA viz, Cameo Corporate Services Limited, Unit: Indbank Merchant banking Services Limited, Subramanian Building, 1, Club House Road, Chennai-600002. Ph: 044-40020700.

Shareholders holding shares in electronic form are requested to intimate changes, if any, to their respective Depository Participant(s).

7. GREEN INITIATIVE:

To support the 'Green Initiative', shareholders who have not yet registered their email address are requested to register the same with their DPs in case the shares are held by them in electronic form and with Cameo Corporate Services Limited in case the shares are held by them in physical form.

8. PROCEDURE & INSTRUCTIONS FOR REMOTE E-VOTING, JOINING THE AGM THROUGH VC/ OAVM AND FOR E-VOTING DURING AGM:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

4. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at indbankonline.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

INTRUCTIONS TO SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Saturday, 24.09.2022 from 9 AM and ends on Monday, 26.09.2022 at 5 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e, Tuesday, 20.09.2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to **SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) **In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of shareholders	Login Method
	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
Dividend Bank Details **OR** Date of Birth (DOB)	• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for Indbank Merchant Banking Services Ltd on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors@indbankonline.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number to company's mail id, investors@indbankonline.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number to company's mail id, investors@indbankonline.com. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the 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 available during AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 Aadhaar Card) by email to **Company/RTA email id.**
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.comor call toll free no. 1800 22 55 33.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 and **Information of Directors pursuant to the requirements of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) is furnished below:**

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

Item No 2

Shri Imran Amin Siddiqui, (DIN: 09153707), is an Additional Director of the Company. He is presently an Executive Director of Indian Bank and he is also a director in other listed entities as given below.

Details of other Directorships

Name of the company	Directorship	Committee Membership
Indian Bank	Executive Director	1. Risk Management Committee - (Member) 2. Stakeholders Relationship Committee - (Member)
Ind Bank Housing Limited	Nominee Director	NIL

Shri Imran Amin Siddiqui, (age: 58 years) is an engineering graduate from HBTI, Kanpur and a CAIIB. He started his banking career as a field officer on 28th December 1987. He is having a diversified experience of more than 34 years in the field of banking.

He has a business development background which comes from his strategic positioning as Zonal Manager and Field General Manager in the field for almost 7 years put together in different zones like Kolkata Urban, Barasat and has headed the entire West Bengal and all of the North East states as Field General Manager. He has also worked in various verticals at the administrative offices.

At the Corporate level, he has steered the Credit Department and Credit Monitoring Department with his expertise. He was heading the Resources and Government Relationship department at Corporate Office, Chennai before his elevation.

Disclosure of relationships between directors inter-se; Nil

Shareholding in the Company : Nil

Shri Imran Amin Siddiqui, (DIN: 09153707), is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Shri Imran Amin Siddiqui, (DIN: 09153707) was appointed as an Additional Director by the Board of Directors of the Company at their meeting held on 30.09.2021, till the conclusion of the ensuing Annual General Meeting.

Nomination and Remuneration Committee at their meeting dated 30.09.2021, recommended the Board to propose him as a candidate for the office of Non-Executive Nominee Director in the ensuing Annual General Meeting, liable to retire by rotation.

The Board recommends the proposal set forth in the Notice (Item No 2) for consideration and approval of the shareholders.

Concern or interest, financial or otherwise of Directors and Key Managerial Personnel and their relatives

Except Shri. Imran Amin Siddiqui, none of the Directors / Key Managerial Personnel of the company and their relatives is concerned or interested in this item of business.

Item No. 3

Shri. Satish Kumar Kalra, age (64 years) holds a post-graduation degree in Science (MSc) from MD University, Rohhak Haryana, CAIIB and PGDM (Finance) from All India Management Association, New Delhi. He had attended several advance level training courses/ seminars from top tier management institutions. He is having a diversified experience in different areas of banking such as treasury, funds management, risk management, and infrastructure lending. He had worked as Whole Time Director and Executive Director in Andhra Bank, General Manager (Treasury) in Allahabad Bank and as a director in India First Insurance Company Limited.

Details of other Directorships

Name of the company	Directorship	Committee Membership
PNB GILTS LIMITED	Independent Director	Chairman of Risk Management Committee Member of Audit Committee Member of Nomination and Remuneration Committee Member of Stakeholder's Relationship Committee
CAN FIN HOMES LIMITED	Independent Director	Chairman of Stakeholder's Relationship Committee Member of CSR Committee Member of Nomination and Remuneration Committee
J. K. CEMENT LIMITED	Independent Director	Member of Risk Management Committee Member of Nomination and Remuneration Committee

Disclosure of relationships between Directors inter-se; Nil

Shareholding in the Company : Nil

Shri Satish Kumar Kalra, (DIN: 09153707), is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Shri Satish Kumar Kalra, (DIN: 09153707) was appointed as an Additional Director by the Board of Directors of the Company by passing a circular resolution on 30.11.2021, till the conclusion of the ensuing Annual General Meeting.

Nomination and Remuneration Committee vide a circular resolution passed on 23.11.2021, recommended the Board to propose him as a candidate for the office of Non-Executive Independent Director in the ensuing Annual General Meeting, not liable to retire by rotation. In the opinion of Board of Directors of the Company, he fulfills the conditions specified in the Act for such appointment and therefore the Board recommends the proposal set forth in the Notice (Item No 3) for consideration and approval of the shareholders.

Concern or interest, financial or otherwise of Directors and Key Managerial Personnel and their relatives

Except Shri. Satish Kalra, none of the Directors / Key Managerial Personnel of the company and their relatives is concerned or interested in this item of business.

Item No.4

Shri Sunil Jain (49 years) is having more than 15 years of banking experience. Currently he is working as the Chief Financial Officer (CFO) of Indian Bank. He joined Indian Bank on 06.11.2006. He has also worked with credit verticals and lead corporate branches of Indian Bank. He is a Chartered Accountant and holds a Post-Graduation in Commerce and CAIIB.

Details of other Directorships

Name of the company	Directorship	Committee Membership
Ind Bank Housing Limited	Nominee Director	Audit Committee and Nomination& Remuneration Committee

Disclosure of relationships between directors inter-se; Nil

Shareholding in the Company : Nil

Shri Sunil Jain, (DIN: 09665264), is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Shri Sunil Jain, (DIN: 09665264) was appointed as an additional Director by the Board of Directors of the Company at their meeting held on 22.07.2022, till the conclusion of the ensuing Annual General Meeting.

Nomination and Remuneration Committee at their meeting dated 22.07.2022, recommended the Board to propose him as a candidate for the office of Non-executive Nominee Director in the ensuing Annual General Meeting, liable to retire by rotation.

The Board recommends the proposal set forth in the Notice (Item No 4) for consideration and approval of the shareholders.

Concern or interest, financial or otherwise of Directors and Key Managerial Personnel and their relatives

Except Shri. Sunil Jain, none of the Directors / Key Managerial Personnel of the company and their relatives is concerned or interested in this item of business.

By Order of the Board
for Indbank Merchant Banking Services Ltd

Sd/-
Chitra. M A
Company Secretary and Compliance Officer

Place: Chennai
Date: 22.07.2022

Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their Depository Participants concerned.

BOARD'S REPORT

To the Members,

Your Directors have pleasure in presenting before you the Thirty Third Annual Report together with the Audited Statements of Accounts for the year ended 31st March, 2022.

Operations

During the year your company has earned a gross income of Rs.2452.98 lakhs as against Rs.1947.15 lakhs in the previous year. Under Stock Broking your company has a mix of institutional and individual clients and has achieved a turnover of Rs.13541.03 crores during the year as against Rs.9331.44 crores in the previous financial year. Your company also provides Depository services to institutions and retail customers and has 80160 accounts under DP operations and 31168 accounts under broking operations.

Your company reported a net profit of Rs.685.14 lakhs during the year 2021-22 as against a net profit of Rs.407.43 lakhs in the previous year as under:

Rs. In lakhs

Sl. No.		FY2021-22	FY2020-21
1	Income from Fee based operations	1763.07	1201.15
	Of which income from Stock Broking	1388.48	1062.91
	DP	251.62	126.45
	Merchant Banking/ Mutual Funds	122.97	11.79
2	Other income	689.92	746.01
3	Total income (1+2)	2452.99	1947.16
4	Employee Expenses	692.54	602.60
5	Other expenses	323.62	253.12
6	Interest Expenses	150.68	152.40
7	Depreciation	19.90	18.51
8	Provisions for NPAs/Write off	410.94	432.10
9	Total expenses (4+5+6+7+8)	1597.68	1458.73
10	Profit before exceptional items (3-9)	855.31	488.43
11	Prior period income/Exp	0.00	0.00
12	Profit before tax (10-11)	855.31	488.43
13	Current Tax	143.40	12.53
14	MAT Tax	0.00	0.00
15	Deferred tax	15.55	69.98
16	Prior Year tax	0.00	0.00
17	Items reclassified as per IND-AS - re-measurement of the defined benefit plans	-11.22	1.51
18	Net profit / Loss after tax (12-13-14-15-16+17)	685.14	407.43
19	EPS	1.57	0.91

Dividend

As your Company's profits are not adequate and for the reserves to be ploughed back to improve the networth, your Directors have not recommended any dividend for the year 2021-22.

Board Meetings:

The Board of Directors met 9 times during the year on 22.04.2021, 12.07.2021, 02.09.2021, 30.09.2021, 12.10.2021, 12.01.2022, 28.01.2022, 28.02.2022 and 28.03.2022.

Directors and Key Managerial Personnel

Shri. K. Ramachandran, Nominee Director of the Company submitted his resignation from the Directorship of the Company with effect from 30.06.2021 consequent to attaining his superannuation from Indian Bank. The same was taken on record by our Board of Directors at their meeting held on 12.07.2021. The Board also recorded the valuable services rendered by him during his tenure as director of the Company.

Shri Imran Amin Siddiqui, was co-opted as an Additional Director on the Board with effect from 30th September, 2021, liable to retire by rotation. He is an engineering graduate from HBTI, Kanpur and a CAIIB. He started his banking career as a field officer on 28th December 1987. He is having a diversified experience of more than 34 years in the field of banking.

He has a business development background which comes from his strategic positioning as Zonal Manager and Field General Manager in the field for almost 7 years put together in different zones like Kolkata Urban, Barasat and has headed the entire West Bengal and all of the North East states as Field General Manager. He has also worked in various verticals at the administrative offices.

At the Corporate level, he has steered the Credit Department and Credit Monitoring Department with his expertise. He was heading the Resources and Government Relationship department at Corporate Office, Chennai before his elevation.

Shri U. Rajkumar, resigned from the position of CFO as on 02.09.2021 due to his repatriation to Indian Bank and Shri V. Haribabu was appointed as CFO with effect from 03.09.2021.

Shri. Satish Kumar Kalra, was co-opted as an Additional Director on the Board with effect from 30th November, 2021 by the Board vide resolution passed by circulation passed on 30.11.2021. His qualifications include MSc from MD University, Rohhak Haryana, CAIIB and PGDM (Finance) from All India Management Association, New Delhi. He had attended several advance level training courses/ seminars from top tier management institutions. He is having a diversified experience in different areas of banking such as treasury, funds management, risk management, and infrastructure lending. He had worked as Whole Time Director and Executive Director in Andhra Bank, General Manager (Treasury) in Allahabad Bank and as a director in India First Insurance Company Limited.

Shri. A Rajaraman, President and Whole Time Director submitted his resignation from the directorship of the Company with effect from 30th November 2021, consequent to his repatriation to Indian Bank. The same was taken on record by our Board of Directors in their meeting held on 12.01.2022. The Board also recorded the valuable services rendered by him during his tenure as director of the Company.

Shri V. Balamurugan resigned from the position of Company Secretary and Compliance Officer of the Company as on 28.01.2022 and Mrs. Chitra M.A was appointed on 29.01.2022.

Shri. V. Haribabu was co-opted as an Additional Director and been designated as President and Whole Time Director of the Company by the Board of Directors in their meeting held on 28.02.2022 as recommended by the Nomination and Remuneration Committee at its meeting held on same date with effect from 28.02.2022. Shri V. Haribabu, aged 54, is a graduate in Mathematics from University of Madras and CAIIB. He started his career as Cashier in Indian Bank in the year 1989 and elevated as Manager in Wealth Management Services/Indian Bank Treasury in Advisory role during 2009-2013. He worked in Ind MSME (MSME department of Indian Bank) as Vertical Head during 2016-18. He also worked as CM/BM in Porur and Arni before joining IBMBS. He has 32 years of experience covering various areas of banking like Treasury, MSME and wealth Management. He is presently, holding the designation of Assistant General Manager in Indian Bank.

Retirement of Directors by rotation:

The Company's Board consists of 4 Independent Directors who were appointed for a fixed term of 5 years and are not liable to retire by rotation as per Section 149(13) of the Companies Act, 2013. The President and Whole-time Director who was appointed for fixed tenure cannot retire by rotation. There is only one additional director who shall hold office until the conclusion of the ensuing AGM apart from Independent directors and Whole Time Director, who is not liable to retire by rotation in this AGM.

Hence none of the directors are liable to retire by rotation in the ensuing Annual General Meeting.

Declaration from Independent Directors on Annual Basis:

The Company has received necessary declaration from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 that the Independent Directors of the Company meet with the criteria of their Independence laid down in Section 149(6).

Subsidiary companies

Your Company has no subsidiary Companies as on March 31, 2022.

Vigil Mechanism:

The Company has established a vigil mechanism called Whistle-blower Policy for its directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 and as per Regulation 22 of SEBI (LODR), Regulations, 2015. The details of the Whistle-blower Policy is explained in the Corporate Governance Report and also posted on the website of the Company.

Director's Responsibility Statement:

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby 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 of the profit 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) 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;

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.

Particulars of loans & investments by company

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

Extract of Annual Return:

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in Form No. MGT 9 is annexed herewith. Annual report of the Company is placed in the website of the Company i.e., www.indbankonline.com under About us - Investors - Financials - Annual Report.

Auditors:

The Auditors, M/s M. Srinivasan & Associates, Chartered Accountants, Chennai was appointed by the Office of the Comptroller and Auditor General of India, New Delhi in exercise of the powers conferred on them by section 139 of the Companies Act, 2013 as statutory auditors of the company for the financial year 2021-22.

Auditors Observations in the Audit Report:

There is nil observation from the Auditors.

Secretarial Audit:

Secretarial audit report in Form MR 3 as given by M/s. SPNP & Associates, Practising Company Secretaries, who were appointed as Secretarial Auditors for the year 2021-2022 by the Board of Directors in their meeting held on 12.01.2022, is annexed to this Report and there were no adverse remarks in the said report.

Information as per Section 134 (3) (m) of the Companies Act, 2013

a) The company has no activity relating to conservation of energy or technology absorption.

b) The company did not have any foreign exchange earnings as well as expenses.

Material Changes and commitments, if any:

There were no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which this financial statements relate and the date of this report.

Significant & Material orders passed by the Regulators:

There is no significant and material order passed by the regulators or Courts or Tribunals impacting the going concern status and the company's operations in future.

Details of adequacy of Internal Financial Controls:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

Risk Management Policy:

The company has put in place the Risk Management Policy compatible with the type and size of operations and risk perception. The said policy is drawn up based on the guidelines of SEBI and stock exchanges issued in this regard.

Corporate Social Responsibility Policy:

The company has put in place the Corporate Social Responsibility Policy in terms of Section 135 of the Companies Act, 2013. The said policy is drawn up in terms of the section 135 and other relevant section/ rules of the Companies Act 2013.

As per Section 135 of the Companies Act 2013, CSR provisions will be applicable for every company having a net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more.

As per CSR Rules, every company which ceases to be a company covered under subsection (1) of section 135 of the Act for three consecutive financial years is not required to comply the said Section.

The Company had ceased out of the criteria as per the CSR Rules mentioned above as the Company's Net profit for preceding three financial years, 2020-21, 2019-20 and 2018-19 are Rs.483,67,085, Rs.280,35,877, Rs.175,44,141 respectively. (Below Rs.5 crores)The Annual Report on CSR activities which is to be included in the Board's Report is not included as CSR expenditure was not applicable for the FY 2021-22. CSR Policy of the Company is placed in the website of the Company i.e., www.indbankonline.com under About us-' policies and procedures ' Corporate Social Responsibility Policy.

Policy on criteria for determining qualifications, positive attributes and independence of a director, relating to the remuneration for the directors, key managerial personnel and other employees:

The Nomination and Remuneration Committee of the Company pursuant to section 178 of the Companies Act, 2013, has formulated the Nomination and Remuneration Policy which includes the criteria for determining qualifications, positive attributes and independence of a director, relating to the remuneration for the directors, key managerial personnel and other employees. The said Policy of the Company is placed in the website of the Company i.e., www.indbankonline.com under About us-' policies and procedures ' Nomination and Remuneration Policy.

Related Party Transactions:

During the year under review, the transactions with related party reported in Form AOC 2 under section 188 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules 2014 is annexed herewith.

Disclosure under the sexual harassment of women at workplace (prevention, prohibition and redressal) Act, 2013:

An Internal Complaints Committee (ICC) is set up to redress complaints received regarding sexual harassment and discrimination at work place.

During the year ended March 31, 2022, the ICC has received no complaints pertaining to sexual harassment / discrimination at work place.

a. Number of complaints filed during the financial year : Nil
b. Number of complaints disposed off during the financial year : Nil
c. Number of Complaints pending as on end of the financial year :Nil

Management discussion and analysis report

Management Discussion and Analysis Report of the Company for year under review is given as a separate Statement in the Annual Report

Formal Annual Evaluation:

Pursuant to the provisions of the Companies Act, 2013 of SEBI (LODR), Regulations, 2015 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 Stakeholders Relationship Committees. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the President & Whole Time Director and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process and the performance of the Board.

Ratio of Remuneration to each Director:

Details / Disclosures of Ratio of Remuneration of each Director to the median employee's remuneration is given in Annexure 1.

Listing with Stock Exchanges:

The Company confirms that it has paid the Annual Listing Fees for the year 2021-22 to NSE and BSE where the Company's Shares are listed.

Corporate Governance

Your Company has taken adequate steps to adhere to all the stipulations laid down for Corporate Governance as per SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015. A report on Corporate Governance is included as a part of this Annual Report .

Certificate from the Statutory Auditors of the company confirming the compliance with the conditions of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 is attached to this report.

Particulars of Employees:

The information required pursuant to Section 197 read with Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, attached with this report. None of the employees of the company received remuneration in excess of the limits prescribed Under Rule 5 (2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules of the Companies Act, 2013.

Outlook:

Your company will continue to focus its efforts to increase its activities under fee-based business in addition to concentrating on recovery of over dues and reduction of Non Performing Assets, disinvestment of quoted and unquoted investments. Your company's involved management network, satisfied clientele, quality manpower and diligent internal control and cost control measures will enable your company to continue to report better performance in the coming years.

Acknowledgements:

Your Directors wish to place on record their gratitude to the Ministry of Finance, Government of India, SEBI and Comptroller and Auditor General of India for their valuable guidance.

Your Directors also wish to place on record their thanks to the Bankers of the Company and their appreciation for the assistance, support and guidance received from Indian Bank and its Employees.

Your Directors express their appreciation for the contribution made by the Company's dedicated Employees.

In conclusion, your Directors thank you, the members of the company for your support and seek your continued patronage for achieving better results.

for and on behalf of Board of Directors

V. Haribabu
President and
Whole Time Director

Imran Amin Siddiqui
Director

Place : Chennai
Date : 22.07.2022

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31.03.2022

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN:-	L65191TN1989PLC017883
Registration Date	11th August 1989
Name of the Company	Indbank Merchant Banking Services Ltd.
Category / Sub-Category of the Company	-
Address of the Registered office and contact details	1st Floor, Khivraj Complex, 480, Anna Salai, Nandanam, Chennai - 600035
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s Cameo Corporate Services Ltd, Subramanian Building, No.1 Club House Road, Chennai - 600 002 Phone: + 91-44-28460390 Fax No. : +91-44-28460129 E-mail: investor@cameoindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Stock broking services	803	66.86

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING / SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1	Indian Bank No.66, Rajaji Salai, Chennai 600001	Not Applicable	Holding	64.84	2 (46) of the Companies Act, 2013

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% of Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a. Individual/HUF	--	--	--	--	--	--	--	--	--
b. Central Govt	--	--	--	--	--	--	--	--	--
c. State Govt	--	--	--	--	--	--	--	--	--
d. Bodies Corporate	--	--	--	--	--	--	--	--	--
e. Banks/FI	28773800	--	28773800	64.84	28773800	--	28773800	64.84	0.0000
f. Any other	--	--	--	--	--	--	--		
Sub-Total (A) (1)	--	--	28773800	64.84	--	--	28773800	64.84	0.0000
(2) Foreign									
a. NRIs-Individual	--	--	--	--	--	--	--	--	--
b. Other-Individual	--	--	--	--	--	--	--	--	--
c. Bodies Corporate	--	--	--	--	--	--	--	--	--

d. Banks/FI	--	--	--	--	--	--	--	--	--
e. Any other	--	--	--	--	--	--	--	--	--
Sub-Total (A) (2)	--	--	--	--	--	--	--	--	--
Total shareholding of Promoters (A) = A(1)+A(2)	28773800	--	28773800	64.84	28773800	--	28773800	64.84	0.0000
B. Public Shareholding									
(1)Institutions									
a) Mutual Funds / UTI	0	40600	40600	0.0914	--	40600	40600	0.0914	0.0000
b) Banks/FI	43756	200	43956	0.0990	100	200	300	0.0006	-0.0983
c) Central Govt	--	--	--	--	--	--	--	--	--
d) State Govt (s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify) Foreign Portfolio Investor (Corporate)	--	--	--	--	13	0	13	0.0000	0.0000
Sub-total B (1)	**43756**	**40800**	**84556**	**0.1905**	**113**	**40800**	**40913**	**0.0921**	**-0.0983**
(1) Non-institutions									
a) Bodies Corporate									
i. Indian	244574	25100	269674	0.6076	800929	25100	826029	1.8613	1.2536
ii. Overseas									
b) Individuals									
i. Individual shareholders holding nominal share capital up to Rs. 1 lakh	8574299	1817531	10391830	23.4165	8014615	1801231	9815846	22.1186	-1.2978
ii. Individual shareholders holding nominal share capital more than Rs. 1 lakh	3048882	0	3048882	6.8702	2812488	0	2812488	6.3375	-0.5326
c) Others (specify)									
i. Shares held by Pakistani citizens vested with the Custodian of Enemy Property	--	--	--	--	--	--	--	--	--
ii. Other Foreign Nationals	--	--	--	--	--	--	--	--	--
iii. Foreign Bodies									
iv. NRI/OCBs	309199	0	309199	0.6967	257973	0	257973	0.5813	-0.1154
v. HUF/Resident HUF	330885	1	330886	0.7456	326907	1	326908	0.7366	-0.0089
vi. Clearing Members/ Clearing House	104235	0	104235	0.2348	459405	0	459405	1.0352	0.8003

vii. Directors & their relatives									
viii. Trusts	6	0	6	0.0000	6	0	6	0.0000	0.0000
ix. Limited Liability Partnership	--	--	--	--	--	--	--	--	--
x. Foreign Portfolio Investors (Corporate)	--	--	--	--	--	--	--	--	--
xi. Qualified Foreign Investor	--	--	--	--	--	--	--	--	--
xii. IEPF	1065132	0	1065132	2.4001	1064832	0	1064832	2.3994	-.0006
Sub-Total (B)(2)	**13677212**	**1842632**	**15519844**	**34.9717**	**13737155**	**1826332**	**15563487**	**35.0701**	**0.0983**
Total Public Shareholding (B)=(B)(1)+(2)	**13720968**	**1883432**	**15604400**	**35.1623**	**13737268**	**1867132**	**15604400**	**35.1623**	**0.0000**
C. Shares held by Custodians for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	**42494768**	**1883432**	**44378200**	**100.00**	**42511068**	**1867132**	**44378200**	**100.00**	**0.0000**

(ii) Shareholding of Promoters

	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No.of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No.of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	% change in share holding during the year
1	Indian Bank	28773800	64.8376	Nil	28773800	64.8376	Nil	NIL
	Total	28773800	64.8376	Nil	28773800	64.8376	Nil	NIL

iii) Change in Promoters Shareholding (Please specify, if there is no change)

	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	No change during the year			
Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g., allotment/ transfer/ bonus/sweat equity etc.,	No change during the year			
At the end of the year	No change during the year			

iv) Share holding Pattern of Top Ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY MINISTRY OF CORPORATE AFFAIRS				
	At the beginning of the year 01-Apr-2021	1065132	2.4001	1065132	2.4001
	Sale 20-Aug-2021	-100	0.0002	1065032	2.3998
	Sale 18-Mar-2022	-200	0.0004	1064832	2.3994
	At the end of the Year 31-Mar-2022	1064832	2.3994	1064832	2.3994

2	MAHENDRA GIRDHARILAL				
	At the beginning of the year 01-Apr-2021	300000	0.6760	300000	0.6760
	At the beginning of the year 01-Apr-2021	300000	0.6760	300000	0.6760
	At the end of the Year 31-Mar-2022	300000	0.6760	300000	0.6760
3	KALYANI BASHYAM				
	At the beginning of the year 01-Apr-2021	124500	0.2805	124500	0.2805
	Sale 09-Apr-2021	-9500	0.0214	115000	0.2591
	Purchase 16-Apr-2021	10000	0.0225	125000	0.2816
	Sale 23-Apr-2021	-8303	0.0187	116697	0.2629
	Sale 30-Apr-2021	-21697	0.0488	95000	0.2140
	Sale 11-Jun-2021	-20000	0.0450	75000	0.1690
	Sale 18-Jun-2021	-15000	0.0338	60000	0.1352
	Purchase 25-Jun-2021	30000	0.0676	90000	0.2028
	Purchase 30-Jun-2021	10000	0.0225	100000	0.2253
	Purchase 02-Jul-2021	5000	0.0112	105000	0.2366
	Sale 16-Jul-2021	-25000	0.0563	80000	0.1802
	Purchase 23-Jul-2021	10000	0.0225	90000	0.2028
	Sale 30-Jul-2021	-25000	0.0563	65000	0.1464
	Sale 13-Aug-2021	-5000	0.0112	60000	0.1352
	Sale 20-Aug-2021	-10000	0.0225	50000	0.1126
	Sale 10-Sep-2021	-5000	0.0112	45000	0.1014
	Sale 24-Sep-2021	-23530	0.0530	21470	0.0483
	Purchase 30-Sep-2021	28530	0.0642	50000	0.1126
	Sale 01-Oct-2021	-2000	0.0045	48000	0.1081
	Sale 08-Oct-2021	-14000	0.0315	34000	0.0766
	Purchase 15-Oct-2021	25000	0.0563	59000	0.1329
	Sale 22-Oct-2021	-9000	0.0202	50000	0.1126
	Sale 03-Dec-2021	-7000	0.0157	43000	0.0968
	Sale 10-Dec-2021	-5000	0.0112	38000	0.0856
	Purchase 24-Dec-2021	17000	0.0383	55000	0.1239
	Sale 04-Feb-2022	-5000	0.0112	50000	0.1126
	Purchase 11-Feb-2022	20000	0.0450	70000	0.1577
	Sale 18-Feb-2022	-10000	0.0225	60000	0.1352
	Sale 11-Mar-2022	-2500	0.0056	57500	0.1295
	At the end of the Year 31-Mar-2022	57500	0.1295	57500	0.1295
4	VAIDYANATHAN SUNDARESAN				
	At the beginning of the year 01-Apr-2021	111300	0.2507	111300	0.2507
	At the end of the Year 31-Mar-2022	111300	0.2507	111300	0.2507
5	ANGURI DEVI				
	JT1 : MAHESH KUMAR AGARWAL				
	At the beginning of the year 01-Apr-2021	100000	0.2253	100000	0.2253
	Purchase 15-Oct-2021	100000	0.2253	200000	0.4506
	Sale 22-Oct-2021	-100000	0.2253	100000	0.2253
	Purchase 14-Jan-2022	50000	0.1126	150000	0.3380
	Sale 11-Mar-2022	-23000	0.0518	127000	0.2861
	At the end of the Year 31-Mar-2022	127000	0.2861	127000	0.2861
6	JYOTI HARESH SHAH				
	JT1 : HARESH BABULAL SHAH				
	At the beginning of the year 01-Apr-2021	99500	0.2242	99500	0.2242
	At the end of the Year 31-Mar-2022	99500	0.2242	99500	0.2242
7	ROBIN SIMON SEQUEIRA				
	At the beginning of the year 01-Apr-2021	70001	0.1577	70001	0.1577
	At the end of the Year 31-Mar-2022	70001	0.1577	70001	0.1577
	HAVING SAME PAN				
7	ROBIN SIMON SEQUEIRA				
	At the beginning of the year 01-Apr-2021	0	0.0000	0	0.0000
	Purchase 28-Jan-2022	15000	0.0338	15000	0.0338

	At the end of the Year 31-Mar-2022	15000	0.0338	15000	0.0338
	HAVING SAME PAN				
8	ANIL MOHANLAL PARMAR				
	At the beginning of the year 01-Apr-2021	70000	0.1577	70000	0.1577
	Sale 26-Nov-2021	-40000	0.0901	30000	0.0676
	Sale 03-Dec-2021	-316	0.0007	29684	0.0668
	Sale 10-Dec-2021	-25000	0.0563	4684	0.0105
	Sale 17-Dec-2021	-4684	0.0105	0	0.0000
	At the end of the Year 31-Mar-2022	0	0.0000	0	0.0000
9	KIRAN GOKALDAS GADHIA				
	At the beginning of the year 01-Apr-2021	64377	0.1450	64377	0.1450
	Sale 25-Jun-2021	-7377	0.0166	57000	0.1284
	Sale 16-Jul-2021	-21000	0.0473	36000	0.0811
	At the end of the Year 31-Mar-2022	36000	0.0811	36000	0.0811
10	KAVITHA GUPTA				
	At the beginning of the year 01-Apr-2021	55682	0.1254	55682	0.1254
	Sale 30-Apr-2021	-2900	0.0065	52782	0.1189
	Sale 14-May-2021	-3442	0.0077	49340	0.1111
	At the end of the Year 31-Mar-2022	49340	0.1111	49340	0.1111

v) Shareholding of Directors and Key Managerial Personnel: Nil

V INDEBTEDNESS

Indebtedness of the company including interest outstanding/accrued but not due for payment

Rs. In lakhs

	Secured loans excluding deposits	Unsecured loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the year				
i) Principal amount	0.00	-	-	0.00
ii) Interest due but not paid	0.00	-	-	0.00
iii) Interest accrued but not due	0.00	-	-	0.00
Total ((I + ii + iii)	0.00	-	-	0.00
Change in indebtedness	0.00	-	-	0.00
Addition (by interest)	0.00	-	-	0.00
Reduction (repayment)	0.00	-	-	0.00
Net change	0.00	-	-	0.00
Indebtedness at the end of the year				
i) Principal amount	0.00	-	-	0.00
ii) Interest due but not paid	0.00	-	-	0.00
iii) Interest accrued but not due	0.00	-	-	0.00
Total ((I + ii + iii)	0.00	-	-	0.00

VI. REMUNERATION TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Director and/or Manager

Sl.No	Particulars of Remuneration	Name & Designation
1	Salary - 13.70 lakhs Contribution to PF - 0.86 lakhs	Mr. A.Rajaraman (upto 30.11.2021) President & Whole Time Director
	Salary - 1.84 lakhs Contribution to PF - 0.10 lakhs Total - 16.50 lakhs	Mr. V. Haribabu (from 28.02.2022) President & Whole Time Director
	Ceiling as per the Act	Rs.43.43 Lakhs

B. Remuneration to other Directors:

1. Independent Directors

Rs. Lakhs

Sl.No	Particulars of Remuneration	Name of Directors				
		Shri G R Sundaravadivel	Smt. Chitra Murali	Shri Vaijinath Gavarshetty	Shri Satish Kumar Kalra	Total
1	Fee for attending Board / Committee meetings	1.39	1.50	1.13	0.66	4.68
2.	Commission	--		--		--
3	Others, please specify	--		--		--
	Total B (1)	1.39	1.50	1.13	0.66	4.68

2. Other Non Executive Directors

Sl.No	Particulars of Remuneration	Name of the Directors			
		Shri K. Ramachandran	Shri. Arun Kumar Bansal	Shri. Imran Amin Siddiqui	Total
1	Fee for attending Board/ Committee meetings	NIL			
2	Commission				
3	Others, please specify				
	Total B (1)				

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SI. No.	Particulars of Remuneration	Key Managerial Personnel		
		Vice President & CFO	Company Secretary & Compliance Officer	Total
1.	Gross salary			
	a) Salary as per provisions contained in section 17(1) of the IT Act, 1961	1738345	907215	2645560
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--
	■ Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--
2.	Stock Options	--	--	--
3	Sweat Equity	--	--	--
4	Commission	--	--	--
	- As % of profit	--	--	--
	- Others, specify	--	--	--
5.	Others,(specify)	--	--	--
	Total (C)	1738345	907215	2645560

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: Nil

TYPE	Section of the Companies Act	Brief description	Details of penalty / punishment / compounding fees imposed	Authority (RD/NCLT/ Court)	Appeal made, if any (give details)
A. COMPANY	**NIL**				
Penalty					
Punishment					
Compounding					
B. DIRECTOR					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

Form No.MR-3

SECRETARIAL AUDIT REPORT
FINANCIAL YEAR ENDED 31st MARCH, 2022
[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
Indbank Merchant Banking Services Limited
480, Anna Salai
Chennai - 600 035

I, Nithya Pasupathy, Partner of SPNP & Associates have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Indbank Merchant Banking Services Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of Indbank Merchant Banking Services 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 our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2022 complied with the statutory provisions listed here under 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 the Company for the financial year ended on 31st March, 2022 according to the provisions of:

1. The Companies Act, 2013(the Act)and the rules made there under;
2. The Securities Contracts(Regulation) Act, 1956("SCRA") and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. 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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
e. Securities And Exchange Board Of India (Merchant Bankers) Regulations, 1992
f. Securities And Exchange Board Of India (Stock Brokers and Sub-Brokers) Regulations, 1992
g. Securities And Exchange Board of India (Depositories and Participants) Regulations, 1996 read with amendments thereto.
h. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI).
ii. Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is 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.

I have examined the systems and procedures of the Company as placed to ensure the compliance with general laws like Labour Laws, Employees Provident Funds Act, Employees State Insurance Act, considering and relying upon representations made by the Company and its Officers for systems and mechanisms formed by the Company for compliance under these laws and other applicable sector specific Acts, Laws, Rules and Regulations applicable to the Company and its observance by them., rules, regulations and guidelines.

All decisions were carried out with unanimous approval of the Board and there was no instance of dissent voting by any member during the period under review.

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.

I further report that during the audit period, there were no specific events / actions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc

Place: Chennai
Date: 28.05.2022

For SPNP & Associates

Nithya Pasupathy
FCS No.: 10601
C P No.: 22562
UDIN: F010601D000418690

Annexure A

The Members
Indbank Merchant Banking Services Limited
480, Anna Salai
Chennai - 600 035

My report of even date is to be read along with this supplementary testimony.

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 our 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 processes and practices, the company had followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.,
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, 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.

Place: Chennai
Date: 28.05.2022

For SPNP & Associates

Nithya Pasupathy
FCS No.: 10601
C P No.: 22562
UDIN: F010601D000418690

ANNEXURE - 1

Ratio of Remuneration

(i) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year; The Directors other than President & Whole Time Director & Nominee Directors are not drawing any remuneration other than sitting fees. Hence the computation relates to the remuneration of President & Whole Time Director in relation to the median remuneration of the employee.	6.28
(ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	President & Whole Time Director - 0.57% Vice President & CFO - 0.61%. Company Secretary & Compliance Officer - 0.28%.
(iii) the percentage increase in the median remuneration of employees in the financial year;	16.77
(iv) the number of permanent employees on the rolls of company;	80
(v) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	The average percentile increase / decrease in the salaries of employees other than managerial position and that of managerial remuneration are 13.25% and 21.80% respectively. Hence this provision is not applicable.
(vi) the key parameters for any variable component of remuneration availed by the directors;	Not applicable.
(vii) affirmation that the remuneration is as per the remuneration policy of the company.	The remuneration is as per the remuneration policy of the company.

FORM NO. AOC -2

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

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

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

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

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

SL. No.	Particulars	Details	Details
a)	Name (s) of the related party & nature of relationship	M/s. INDIAN BANK, Holding Entity	M/s. IND BANK HOUSING LIMITED, Fellow subsidiary
b)	Nature of contracts/arrangements/ transaction	Deposits placed- Rs.3616.92 Lakhs Interest paid on Borrowings Rs. 0.68 Lakhs Interest received on Deposits: Rs.190.35 Lakhs Rent paid: Rs.21.71 Lakhs	NA
c)	Duration of the contracts/ arrangements/transaction	NA	NA
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NA	NA
e)	Date of approval by the Board	NA	NA
f)	Amount paid as advances, if any	NA	NA

For and on behalf of Board of Directors

V.Haribabu
President and
Whole Time Director

Imran Amin Siddiqui
Director

REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy on Code of Governance

Your Company has always adhered to good corporate governance practices and maintained the highest levels of fairness, transparency, accountability, ethics and values in all facets of its operations. Your Company's Corporate Governance practices emanate from its commitment towards accountability, transparency and fairness. Your Company ensures timely and accurate disclosure on all material matters including the financial situation, performance and regulatory requirements. Your Company believes that good corporate governance is essential for achieving long-term corporate goals of the Company and for meeting the needs and aspirations of its stakeholders, including shareholders.

2. BOARD OF DIRECTORS

a. Composition of the Board:

The Board of Directors of the Company comprises of an optimum combination of Executive and Non-Executive Directors, which is in conformity with the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015.The Board consists of 7 Directors as on 31st March 2022. The day-to-day management of the company is carried on by the President & Whole Time Director of the company.

Category	No of Directors
President & Whole Time Director	1
Nominee Directors	2
Non-executive Independent Director (including One Independent women Director)	4

All Independent Directors possess the requisite qualifications and are very experienced in their own fields and are not liable to retire by rotation. All Nominee Directors except the President & Whole Time Director are liable to retire by rotation. None of the directors are members of more than ten committees or chairman of more than five committees in public limited companies in which they are directors. Necessary disclosures have been obtained from all the directors regarding their directorship and have been taken on record by the Board.

The Board of the Company is of the Opinion that the Independent Directors fulfil the conditions specified in the listing regulations and are independent of the management.

Disclosure pursuant to Part-C (2)(j) of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of resignation of Independent Directors before the expiry of his / her tenure is not applicable, as none of the Independent Directors resigned before expiry of their tenure.

The names of the Directors and the details of other chairmanship/directorship/ committee membership of each Director as on 31st March 2022 is given below:

Name of Director	Category	Number of Directorships in other companies		Number of Committee Memberships in other companies		Details of Directorship in other listed entities other than Indbank Merchant Banking Services Limited
		Chairman	Member	Chairman	Member	
1. Shri Imran Amin Sidiqui	Nominee from Indian Bank	--	2	--	1	1, Executive Director in Indian Bank. 2. Nominee Director in Ind Bank Housing Limited
2. Shri G R Sundaravadivel	Independent Director	--	1	1	1	Independent Director in Repco Home Finance Limited
3. Smt. Chitra Murali	Independent Director	--	--	--	--	NIL
4. Shri Arun Kumar Bansal	Nominee from Indian Bank	--	1	--	2	Nominee Director in Ind Bank Housing Limited
5. Shri.Vaijinath Gavarshetty	Independent Director	--	1	--	--	Independent Director in GIC Housing Finance Company Limited
6. Shri Satish Kumar Kalra	Independent Director	--	3	1	2	Independent Director in 1. PNB Gilts Limited 2. Can Fin Homes Limited 3.J.K. Cement Limited
7. Shri V. Haribabu	President & Whole Time Director - Nominee from Indian Bank	--	--	--	--	Nil

Notes:

i. Other directorships exclude foreign companies, private limited companies and alternate directorships.

ii. Only membership in Audit Committee and Stakeholders' Relationship Committee have been reckoned as per SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015.

List of core skills / Experience / Competencies of the directors identified by the Board:

S.No	Name of the Director	Skills / Experience / Competencies
1	Imran Amin Siddiqui	Banking, Accounts, Finance
2	G.R Sundaravadivel	Banking, Securities Market, Accounts, Finance
3	Chitra Murali	Accounts, Audit
4	Vaijinath Gavarshetty	Banking, Accounts, Finance, Retail loan
5	Arun Kumar Bansal	Banking, Accounts, Finance
6	Satish Kumar Kalra	Banking, Accounts, Finance
7	V. Haribabu	Banking, Securities Market, Accounts, Finance

A Certificate has been received from Ms. Nithya Pasupathy, Partner of M/s. SPNP & Associates, Practising Company Secretaries, Chennai that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed as directors of the Company by the securities and Exchange Board of India, Ministry of Corporate Affairs or any other Statutory Authority and the same is as given below.

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
INDBANK MERCHANT BANKING SERVICES LIMITED
I FLOOR, KHIVRAJ COMPLEX I NO.480, ANNA SALAI, NANDANAM
CHENNAI 600035

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/s. INDBANK MERCHANT BANKING SERVICES LIMITED having CIN: L65191TN1989PLC017883** and having registered office at I Floor, Khivraj Complex I No.480, Anna Salai, Nandanam Chennai 600035 (hereinafter referred to as 'the Company'), produced before me 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 my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

SR. NO.	NAME OF DIRECTOR	DIN	DATE OF APPOINTMENT IN COMPANY
1	GANAPATHY RAMASAMY SUNDARAVADIVEL	00353590	20/11/2013
2	VAIJINATH GAVARSHETTY	08502484	19/07/2019
3	CHITRA MURALI	06751105	20/11/2013
4	ARUN KUMAR BANSAL	08425582	25/07/2020
5	IMRAN AMIN SIDDIQUI	09153707	30/09/2021
6	SATISH KUMAR KALRA	01952165	30/11/2021
7	HARIBABU	09523733	28/02/2022

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

Place: Chennai
Date: 31.05.2022

For SPNP & Associates

Sd/-
Nithya Pasupathy
FCS No.: 10601
C P No.: 22562
UDIN: F010601D000442384

b. Board Meetings and Attendance at Board Meetings:

The Board met 9 times during the financial year 2021-2022. The Board of Directors of the Company had met within the time gap of one hundred and twenty days.

The relevant details are as under:

S.No	Date	Board Strength	No. of Directors present
1	22.04.2021	6	5
2	12.07.2021	5	5
3	02.09.2021	5	4
4	30.09.2021	5	3
5	12.10.2021	6	6
6	12.01.2022	6	6
7	28.01.2022	6	6
8	28.02.2022	6	6
9	28.03.2022	7	7

The company places before the Board all those details as required under Part A of Schedule II to the SEBI (LODR), Regulations 2015. The dates for the board meetings are fixed after taking into account the convenience of all the directors and sufficient notice is given to them. Detailed agenda notes are sent to the directors. All the information required for decision making are incorporated in the agenda. Those that cannot be included in the agenda are tabled at the meeting. The President & Whole Time Director appraises the Board on the overall performance of the company at every board meeting. Legal issues, write-offs, provisions, purchase and disposal of capital assets are all brought to the notice of the Board. The Board reviews performance, approves capital expenditures, sets the strategy of the company should follow and ensures financial stability. The Board takes on record the actions taken by the company on all its decisions periodically.

c. Disclosure of relationship between directors inter-se:

There is no inter-se relationship within the Directors of the company.

d. Attendance of each Director at Board Meetings and at the previous Annual General Meeting (AGM):

S.No	Name	No. of Board Meetings entitled to attend	No.of Board Meetings attended	Attended the last AGM as on 27th September 2021
1	Shri K.Ramachandran (upto 30.06.2021)	1	1	NA
2	Shri A.Rajaraman (upto 30.11.2021)	5	5	Yes
3	Shri G R Sundaravadivel	9	9	Yes
4	Smt. Chitra Murali	9	9	Yes
5	Shri Vaijinath Gavarshetty	9	7	Yes
6	Shri. Arun Kumar Bansal	9	7	Yes
7	Shri. Imran Amin Siddiqui (from 30.09.2021)	5	5	NA
8	Shri. Satish Kumar Kalra (from 30.11.2021)	4	4	NA
9	Shri. V Haribabu (from 28.02.2022)	1	1	NA

e) Familiarization Programme:

Pursuant to Regulation 25(7) of the Listing Regulations, all new Independent Directors inducted on the Board are given an orientation. Presentations are made by Executive Director and senior management giving an overview of the Company, operations, finance and other important aspects.

At the time of appointment of an Independent Director, the Company issues a formal letter of appointment outlining his/ her role, function, duties and responsibilities as a Director.

The Independent Directors are updated regularly on changes/developments in the industry scenario to enable them to take well informed and timely decisions.

The induction for Independent Directors include interactive sessions with Executive Committee Members, Business and Functional Heads. On the matters of specialized nature, the Company engages external experts/consultants for presentation and discussion with the Board members. The detailed overview of the familiarization program is available on the Company's website as following: www.indbankonline.com under About us-' policies and procedures 'Familiarization Programme for Independent Directors.

3. AUDIT COMMITTEE

a. Reference:

The audit committee assists the board in the dissemination of financial information and in overseeing the financial and accounting processes in the company. The terms of reference of the audit committee covers all matters specified in Regulation 18 of SEBI (LODR), Regulations 2015 and also those specified in section 177 of the Companies Act 2013. The terms of reference broadly include review of internal audit reports and action taken reports, assessment of the efficacy of the internal control systems/ financial reporting systems and reviewing the adequacy of the financial policies and practices followed by the company. The audit committee reviews the compliance with legal and statutory requirements, the quarterly and annual financial statements and related party transactions and reports its findings to the Board. The audit committee takes note of any default in the payments to creditors and shareholders. The committee also looks into those matters specifically referred to it by the Board.

b. Composition:

The audit committee comprised of the following directors for the year ended 31st March 2022:

Name of the Director	Position
Shri G R Sundaravadivel	Chairman
Smt. Chitra Murali	Member
Shri Vaijinath Gavarshetty	Member
Shri Arun Kumar Bansal	Member
Shri Satish Kumar Kalra (wef 30.11.2021)	Member

As on 31st March 2022 the committee comprised of four independent directors and one nominee director, all of whom are financially literate and have relevant finance / audit exposure. The President & Whole Time Director is a permanent invitee to the meetings of the committee. The Company Secretary acts as the Secretary to the committee. The composition of the audit committee is as per Regulation 18 of SEBI (LODR), Regulations 2015.

c. Meetings and Attendance:

The audit committee met 5 times during the year on 22-04-2021, 12-07-2021, 12-10-2021, 12-01-2022 and 28-03-2022.The details are as follows:

Attendance of each Director at Audit Committee Meetings

Name of the Director	No. of Meetings entitled to attend	Number of audit committee meetings attended
Shri G R Sundaravadivel	5	5
Smt Chitra Murali	5	5
Shri Vaijinath Gavarshetty	5	4
Shri Arun Kumar Bansal	5	5
Shri Satish Kumar Kalra (from 30.11.2021)	2	2

4. NOMINATION AND REMUNERATION COMMITTEE

a. Reference:

The Committee was constituted in terms of Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per Section 178 of the Companies Act, 2013 it shall include the following

a) Formulation of the criteria for determining qualifications of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;

b) Formulation of criteria for evaluation of Independent Directors and the Board;

c) Devising a policy on Board diversity;

d) 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 their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.

This committee recommends the appointment/reappointment of executive directors and the appointments of Key Managerial Personnel (KMP) from the level of CFO and above along with the remuneration to be paid to them. The remuneration is fixed keeping in mind the persons track record, his/her potential individual performance, the market trends and scales prevailing in the similar industry and service regulations relating to the organization from where KMP is on deputation

b.Composition:

The Nomination & Remuneration Committee comprised of the following directors for the year ended 31st March 2022:

Name of the Director	Position
Smt Chitra Murali	Chairperson
Shri G R Sundaravadivel	Member
Shri Vaijinath Gavarshetty	Member
Shri Arun Kumar Bansal	Member
Shri Satish Kumar Kalra (wef 30.11.2021)	Member

As on 31st March 2022, the committee comprised of four independent directors and one nominee director. Smt Chitra Murali, is the Chairperson of the committee. Shri G R Sundaravadivel, Shri Vaijinath Gavarshetty, Shri Arun Kumar Bansal and Shri Satish Kumar Kalra are the other members. The Company Secretary is the secretary to the committee.

c. Meetings and Attendance

The Committee met 4 times on 02.09.2021, 30.09.2021, 28.01.2022 and 28.02.2022 during the financial year 2021-22. The details of Members participation at the Meeting of the Committee are as under:

Name of the Director	No. of Meetings entitled to attend	Number of N&R committee meetings attended
Shri G R Sundaravadivel	4	4
Shri Vaijinath Gavarshetty	4	3
Smt Chitra Murali	4	4
Shri Arun Kumar Bansal	4	2
Shri Satish Kumar Kalra	2	2

d. Performance evaluation of Independent Directors

The criteria for evaluation of the Independent Directors will be attendance, participation in deliberations, understanding the Company's business and that of the industry and in guiding the Company in decisions affecting the business and additionally based on the roles and responsibilities as specified in Schedule IV of the Companies Act, 2013. The Board carried out evaluation of the performance of the Independent Directors on the basis of the criteria laid down.

5. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Committee is not required to be constituted as mandated under Section 135 (3) of the Companies Act, 2013 as per Section 135 of Companies Act, 2013.

6. REMUNERATION OF DIRECTORS

a. REMUNERATION POLICY:

The Remuneration Policy of the company provides for the following:

1. Criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
2. Determination of remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies,
3. Evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel.
4. Provision of reward to them linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

b. Details of Remuneration to all the Directors

Of the total 7 directors, one is President & Whole Time Director. The President & Whole Time Director of the company is on deputation from Indian Bank and the remuneration is in accordance with the service rules of Indian Bank and also in terms of appointment as Whole Time Director by the members of the company. The non-executive directors do not draw any remuneration from the company except sitting fees for attending the meetings of the board and the committees.

1. Managerial Remuneration: **Rs. Lakhs**

Name	Designation		2021-22	2020-21
Mr. A. Rajaraman	President & Whole Time Director (Upto 30.11.2021)	Salary Benefits Bonuses Stock Options Pension Performance Linked Incentive Stock Option, If any	13.70	10.60
		Contribution to PF	0.86	0.73
Mr. U. Rajkumar	Vice President (In-Charge) & CFO (Upto 02.09.2021)	Salary Benefits Bonuses Stock Options Pension Performance Linked Incentive Stock Option, If any	4.65	10.40
		Contribution to PF	0.35	0.79

Mr. V Balamurugan	Company Secretary & Compliance Officer (Upto 28.01.2022)	Salary Benefits Bonuses Stock Options Pension Performance Linked Incentive Stock Option, If any	6.88	6.62
		Contribution to PF	0.72	0.81
Mr. V. Haribabu	Vice President (In-Charge) & CFO (From 03.09.2021)	Salary Benefits Bonuses Stock Options Pension Performance Linked Incentive Stock Option, If any	12.74	0.00
		Contribution to PF	0.73	0.00
Mr. V. Haribabu	President & Whole Time Director (from 28.02.2022)	Salary Benefits Bonuses Stock Options Pension Performance Linked Incentive Stock Option, If any	1.84	0.00
		Contribution to PF	0.10	0.00
Mrs. Chitra. M.A	Company Secretary & Compliance Officer (from 29.01.2022)	Salary Benefits Bonuses Stock Options Pension Performance Linked Incentive Stock Option, If any	2.20	0.00
		Contribution to PF	0.24	0.00

2. Details of Sitting Fees paid to Non-Executive Directors during the financial year 2021-2022

(Rs.)

Name of the Director	Board Meeting	Audit Committee Meeting	Nomination & Remuneration Committee Meeting	CSR Committee meeting	Independent Directors' meeting	Stakeholders' Relationship Committee Meeting	Total
Shri G R Sundaravadivel	80000	30000	20000	0	9000	0	139000
Smt. Chitra Murali	80000	30000	20000	0	9000	11000	150000
Shri Vaijinath Gavarshetty	64000	24000	16000	0	9000	0	113000
Shri Satish Kumar Kalra	36000	9000	12000	0	9000	0	66000
Total	260000	93000	68000	0	36000	11000	468000

There were no pecuniary relationship or transactions of the non-executive directors vis-à-vis the company during the Financial Year ended 31st March, 2022.

3. CRITERIA FOR MAKING PAYMENTS TO NON- EXECUTIVE DIRECTORS:

A Non-Executive Director shall be entitled to receive only sitting fees for each meeting of the Board or Committee of the Board attended by him/her, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

c. Details of shareholding of Directors as on 31st March 2022

S.No	Name of Director	No. of Equity Shares held in the Company as on 31.03.2022 (Face Value of Rs.10/- each)
1	Shri Arun Kumar Bansal (Non-Executive Nominee Director)	11,600 shares

Except the aforementioned one Director, no other directors hold shares of your Company.

Note: The Company has not issued any stock options to any of the directors.

7. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Committee looks into redressal of grievances of the investors and the functions of the Committee include the following:

1 Approval of share transfers & share transmission/share transposition.
2 Issue of duplicate share certificates
3 Issue of share certificates for split
4 Rematerialization and consolidation of shares
5 Redressal of shareholders/ stake holders grievances

The Stakeholders' Relationship Committee comprised of the following directors for the year ended 31st March 2022:

Name of the Director	Position
Smt Chitra Murali	Chairperson
Shri Arun Kumar Bansal	Member
Shri A.Rajaraman up to (30.11.2021)	Member
Shri. V. Haribabu (from 28.02.2022)	Member

As on 31st March 2022, Smt. Chitra Murali, Non-executive Independent Director is the Chairperson of the committee. Shri Arun Kumar Bansal and Shri V. Haribabu are the other members of the committee.

The committee met regularly to approve share transfers, transmissions, issue of duplicate share certificates, re-materialisation of shares and all other issues pertaining to shares and also to redress investor grievances like non receipt of dividend warrants, non-receipt of share certificates, etc. The committee regularly reviews the movement in shareholding and ownership structure. The committee also reviews the performance of the Registrar and Share Transfer Agents. The committee met 12 times during the year 2021-2022.

The details of Members participation at the Meeting of the Committee are as under:

Name of the Director	No.of Meetings entitled to attend	Number of committee meetings attended
Smt Chitra Murali	12	12
Shri Arun Kumar Bansal	12	11
Shri A. Rajaraman (up to 30.11.2021)	7	7
Shri V. Haribabu from 28.02.2022)	3	3

Complaints received and redressed during the year 2021-2022

S.No.	Nature of Complaints	Number of Complaints
1	Regarding annual report	Nil
2	Revalidation of dividend warrant	Nil
3	Issue of duplicate share certificate	Nil
4	Issue of duplicate dividend warrant	Nil
5	Procedure for transmission	NIL
6	General queries - IEPF	2
7	Non receipt of refund order	Nil
8	Non receipt of dividend	Nil
9	Correction in share certificate	Nil
10	Change of address	Nil
11	Unclaimed dividend	Nil
12	Correction in dividend cheque	Nil
13	Sending physical copy of Annual Report	Nil
	Total	NIL

All the requests and complaints received from the shareholders were attended to within the stipulated time and nothing was pending for disposal at the end of the year. Mrs. Chitra.MA, Company Secretary is the Compliance Officer of the Company.

8. MEETING OF INDEPENDENT DIRECTORS:

The Independent Directors of the Company had met during the year on 12.01.2022 to review the performance of non-Independent Directors and the Board as a whole, to review the performance of the President & Whole Time Director of the Company and had assessed the quality, quantity and timeliness of flow of information between the company management and the Board.

9. ANNUAL GENERAL MEETINGS AND EXTRAORDINARY GENERAL MEETING

a. The details of the Annual General Meetings / Extraordinary General Meeting held in the last three years are as follows:

Venue	Financial Year	Date & Time
"IMAGE" M.R.C Nagar, R A Puram, Santhome, Chennai - 600 028	2018-2019	21st September, 2019 at 11 a.m.
Held through Video Conferencing	2019-2020	29st September, 2020 at 11 a.m.
Held through Video Conferencing	2020-2021	27th September, 2021 at 12 Noon

b. The details of special resolutions passed in AGM/EGM in the last 3 years are as follows:

AGM/EGM	Subject
32nd AGM held on 27.09.2021	one Special resolution was passed at the AGM • to waive the excess remuneration paid, against the ceiling prescribed under the Companies Act , 2013 to (Late) Shri. Sesha Sai PLVK, DIN 0192892, earlier President and Whole Time Director of the Company.
31st AGM held on 29.09.2020	No special Resolution was passed at the AGM
30th AGM held on 21.09.2019	3 nos of special resolutions were passed at the AGM 1. To re-appoint Shri G R Sundaravadivel (DIN:00353590), as an independent Director of the Company. 2. To approve the continuance of Directorship of Shri G R Sundaravadivel (DIN:00353590) in the second tenure. 3. To re-appoint Smt. Chitra Murali (DIN: 06751105), as an Independent Director.

c. E-Voting/Poll: {Details of E-voting/Poll carried out at AGM)

As per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulation, 2015, the Company has provided the facility of remote e-voting and e-voting at the meeting of the shareholders to enable them to cast their vote electronically on the resolutions proposed in the notice of 32nd AGM. The remote e-voting period began at 24th September 2021 at 10 Am and ended at 26th September 2021 at 5 PM. All the resolutions proposed in the AGM notice were duly approved by the shareholders of the Company.

d. Postal Ballot, if any:

There was no postal ballot conducted by the Company for the FY 2021-22.

10. MEANS OF COMMUNICATION

a. Quarterly / half yearly results are disclosed to Stock Exchanges and also published in daily newspapers viz., Business Standard (English) and Malai Sudar / Makkal Kural (Vernacular).

b. The company's website address is: www.indbankonline.com The website contains basic information about the company and such other details as required under SEBI (LODR) Regulations, 2015. The company ensures periodical updation of its website. The company has designated the email-id investors@indbankonline.com to enable the shareholders to register their grievances.

c. The Company provides information to the stock exchanges as per the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

d. No presentations were made to institutional investors / analysts

e If Official news releases given, then the same will be displayed in the website of the Company

11. GENERAL INFORMATION TO SHAREHOLDERS

a. Annual General Meeting

Date and time :	27.09.2022 at 11 a.m.
Venue :	Through Video Conference
Book Closure Date :	21.09.2022 to 27.09.2022
Financial Year :	1st April 2021 to 31st March 2022

b. Board Meetings during the Financial Calendar 2021-2022 (tentative)

1st Quarter	In the second week of July 2022
2nd Quarter	In the second week of October 2022
3rd Quarter	In the second week of January 2023
4th Quarter	In the second week of April 2023

c. Particulars of Dividend for the year ended 31.03.2022 - Nil

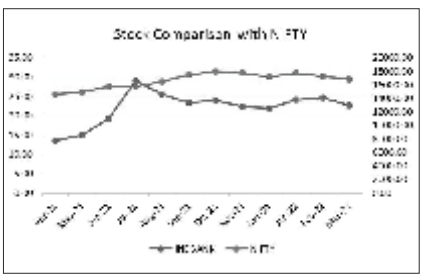
a. Listing of Shares

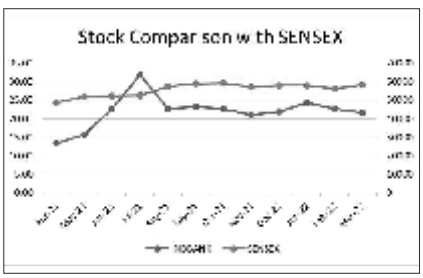
The company's shares are listed in Bombay Stock Exchange Limited (BSE) and The National Stock Exchange of India Limited (NSE). The Listing fees for the financial year 2021-22 have been paid to Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE) where the company's shares are listed.

Name of the Stock Exchange	Address	Scrip Code/Stock Symbol
Bombay Stock Exchange Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 01	511473
The National Stock Exchange of India Limited	Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051	INDBANK

e. Stock Market Data

Market price data								
Performance in comparison with stock exchange index								
Month	Indbank Merchant Banking Services Ltd				BSE Sensex		NSE Nifty	
	BSE		NSE		BSE		NSE	
	High	Low	High	Low	High	Low	High	Low
April 2021	16.68	11.20	16.50	12.50	50375.77	47204.50	15044.35	14151.40
May 2021	16.87	13.00	16.35	13.00	52013.22	48028.07	15606.35	14416.25
June 2021	24.45	14.05	24.75	14.90	53126.73	51450.58	15915.65	15450.90
July 2021	37.25	21.50	37.40	21.55	53290.81	51802.73	15962.25	15513.45
August 2021	33.20	20.30	32.70	20.60	57625.26	52804.08	17153.50	15834.65
September 2021	26.40	22.10	26.35	22.50	60412.32	57263.90	17947.65	17055.05
October 2021	28.00	22.50	26.55	22.40	62245.43	58551.14	18604.45	17452.90
November 2021	24.00	20.10	23.95	20.00	61036.56	56382.93	18210.15	16782.40
December 2021	25.90	20.55	25.45	20.55	59203.37	55132.68	17639.50	16410.20
January 2022	27.75	21.60	26.15	21.70	61475.15	56409.63	18350.95	16836.80
February 2022	30.40	18.65	30.55	21.00	59618.51	54383.20	17794.60	16203.25
March 2022	26.90	21.10	24.65	21.00	58890.92	52260.82	17559.80	15671.45





f. Registrar and Share Transfer Agents

M/s Cameo Corporate Services Limited, having its registered office at "Subramaniam Building" No.1, Club House Road, Chennai - 600002 are the Registrars for the demat segment and also the share transfer agents of the company, to whom communications regarding share transfer and dematerialization requests must be addressed. All matters connected with share transfer, transmission, dividend payment is handled by the share transfer agent. Share transfers are processed within 15 days of lodgement. A practising Company Secretary certifies on a quarterly basis the timely dematerialization of shares of the company.

g. Shareholding Pattern as on 31st March 2022

	Category	No. of Share holders (PAN wise)	No. of shares held in physical form	No. of Shares held in demat	Total No. of shares held	% of shareholding
A	**Promoters holding**					
	Promoters					
1	-Indian Promoters - Indian Bank	1	--	28773800	28773800	64.84
	-Foreign Promoters	--	--	--	--	--
2	Person acting in concert	--	--	--	--	--
	Sub-total	**1**	**--**	**28773800**	**28773800**	**64.84**
B	**Non-Promoters holding**					
	Institutional Investors					
	A Mutual funds and UTI	5	40600	--	40600	0.09

	B Banks, financial institutions, insurance companies, Central / State Government institutions / Non-Government institutions	2	200	100	300	0.00
	Sub-total	**7**	**40800**	**100**	**40900**	**0.09**
C	**Others**					
	A Private Corporate Bodies	126	25100	800929	826029	1.86
	B Indian Public	40818	1801231	10827103	12628334	28.46
	C NRIs/OCBs	128	0	257973	257973	0.58
	D Foreign Portfolio Investor	1	0	13	13	0.00
	E Clearing Member and others	36	0	459405	459405	1.04
	F HUF	294	1	326907	326908	0.74
	G IEPF	1	0	1064832	1064832	2.40
	H TRUST	1	0	6	6	0.00
	Sub-total	**41412**	**1826331**	**13737168**	**15563500**	**34.97**
	Grand Total	**41413**	**1867131**	**42511068**	**44378200**	**100.00**

h. Distribution of Shareholding as on 31st March 2022

Share holding Rs. Rs.	Number of Share holders (Folio wise)	Number of Shares	% of Capital
10 - 5000	38809	4301447	9.6927
5001 - 10000	1771	1519865	3.4248
10001 - 20000	828	1274504	2.8719
20001 - 30000	306	785309	1.7695
30001 - 40000	129	468498	1.0556
40001 - 50000	151	727396	1.6390
50001 - 100000	177	1333515	3.0048
100001 -And above	121	33967666	76.5413
Total	42292	44378200	100.00

i. Dematerialization of Shares and Liquidity:

A total number of 42517168 equity shares representing 95.81% of the paid up equity capital have been dematerialized as on 31st March 2022.

j. Address for Correspondence

To contact Registrars & Share Transfer Agents for matters relating to shares	M/s Cameo Corporate Services Ltd, "Subramaniam Building" No 1, Club House Road, Chennai - 600002. Email : cameo@cameoindia.com
For any other general matters or in case of any difficulties / grievance	Mrs. Chitra. M.A Company Secretary and Compliance Officer Fax : 044 24313093 E-mail : cs@indbankonline.com

k. Information in respect of unclaimed dividends / shares due for remittance / transfer into Investor Education and Protection Fund (IEPF) is given below:

Under the provisions of the Companies Act, 2013 dividends that remain unclaimed for a period of seven years from the date of declaration are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. There is no unclaimed dividend as on March 31, 2022 remaining to be transferred to Investor Education and Protection Fund (IEPF).

Since the Company has already transferred the unclaimed dividends of the shareholders due for the financial years 2007-08 and 2008-09 after 7 years from the date of declaration of the same, to IEPF on their respective dues dates as per the Companies Act, 2013, all shares in respect of these shareholders are liable to be transferred to IEPF Suspense account Pursuant to Section 124 (6) of the Companies Act, 2013 read with the provisions of the Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017 notified by the Ministry of Corporate Affairs effective from February 28, 2017. Accordingly the company has transferred the shares to IEPF suspense account.

It is informed to the shareholders that they can claim both the unclaimed dividends and the shares transferred to IEPF / IEPF Suspense Account including all benefits accruing on such shares, if any, by making an application in IEPF-5 as prescribed under the Rules.

I. Request to Investors

Shareholders are requested to follow the general safeguards/procedures as detailed hereunder in order to avoid risks while dealing in the securities of the company.

- Shareholders are requested to convert their physical holding to demat/electronic form through any of the DPs immediately as request for effecting transfer of securities shall not be processed except in case of transmission or transposition of securities unless the securities are in demat form pursuant to notification issued by SEBI dated 08.06.2018 amending Regulation 40 of SEBI (LODR), Regulations 2015.
- to avoid any possibility of loss, mutilation etc., of physical share certificates and also to ensure safe and speedy transaction in securities.
- Shareholders holding shares in physical form, should communicate the change of address, if any, directly to the Registrars and Share Transfer Agent of the company.
- It has become mandatory for transferees to furnish a copy of Permanent Account Number for registration of transfer of shares held in physical mode.
- Shareholders holding shares in physical form who have not availed nomination facility and would like to do so are requested to avail the same, by submitting the nomination in Form 2B. The form will be made available on request. Those holding shares in electronic form are advised to contact their DPs.
- As required by SEBI, it is advised that the shareholders furnish details of their bank account number and name and address of their bank for incorporating the same in the dividend warrants. This would avoid wrong credits being obtained by unauthorized persons.
- Shareholders holding shares in electronic form are requested to deal only with their Depository Participant in respect of change of address, nomination facility and furnishing bank account number, etc

12. OTHER DISCLOSURES

a. There have been no related party transactions with the company's promoters, directors, the management or relatives which may have potential conflict with the interests of the company at large.

b. There have been no instances of non-compliance by the company on any matters related to the capital markets, nor have any penalty/strictures been imposed on the company by the Stock Exchanges or SEBI or any other statutory authority on such matters, except a penalty notice received by the Company, from NSE vide letter dated 23.09.2021 against the observations during the NSE regular inspection conducted during May 2020. The details of observations and reply/representation given by the company is as under

S.No	Observation and Decision of the Enforcement Committee	Reply / representation submitted
1	For the observation of incorrect data uploaded towards the weekly holding statement. The Enforcement Committee warned to ensure non-recurrence of the observed violation and ensure correct reporting of data to the Exchange.	We have complied all the observation made during the Inspection at the course of Inspection itself and assured that, non-recurrence of such observation in future
2	Non-reconciliation of securities in beneficiary account with back-office records. The Enforcement Committee warned to ensure non-recurrence of the observed violation.	We have complied all the observation made during the Inspection at the course of Inspection itself and assured that, non-recurrence of such observation in future.
3	Non-Settlement of client funds. The Enforcement Committee decided a penalty of Rs 45,000/- be levied in terms of Exchange Circular No. NSE/INSP/36248 dated November 6, 2017, for the observed violation.	We have settled all the client's funds monthly/ quarterly as preferred by the clients. The one instance mentioned in the observation amount to Rs 3.93 Lakh pertains to the client having UCC: V1440. The amount mentioned in the report is the excess value of excess shares pledged to the exchange against his F&O exposure. On noticing the same the excess securities are settled to the client on 19.11.2019 itself. A report from back office is enclosed for your kind perusal. On the second part of the observation, we kindly submit that, we do not have client's bank account for these 497 inactive clients having total amount of Rs 3.52 Lakh. Immediately on perusing the exchange circular No NSE/INSP/43488 dated 10.02.2020, we have sent notice to

		all the inactive clients and informed the nearby dealers to trace the clients and update their bank account to settle the amount during February 2020 itself. We have traced some of such clients and updated their bank account details and settle their funds. Inspite of COVID-19 lockdown with limited operation in banking, during June 2020, after making all such efforts as mentioned in the said circular we have set aside the client funds, by fulfilling the compliance to the said circular.
4	Incorrect data reported towards the monthly client fund and securities balances, including pledge details. The Committee decided that a penalty of Rs 10,000/- be levied in terms of Exchange Circular No. NSE/INSP/36248 dated November 6, 2017, for the observed violation.	These non-reported accounts were suspended accounts, due to no operation / transaction for more than one year. Pursuant to the Circular No.NSE/INSP/44478 'Clients with zero cash and cash equivalent balances and have not traded in last 12 months need not be reported'. While developing reporting module, our back office software vendor "sharepro", misinterpreted and left out all suspended accounts instead of suspended zero balance accounts. On noticing the same, we have immediately informed the vendor vide our email dated 08.06.2020 to rectify the same, the vendor has updated the software and proper report is being sent from the subsequent weeks.

In this background, on 15.11.2021, NSE vide its Email, replied to the Company that as there is no provision for filing review by the Member against the decision of the Committee, our request of waiver of penalty, cannot be acceded to. Further the Company paid the said penalty of Rs.55,000/- (Rupees Fifty Five Thousand only) during the Month of November, 2021.

c. The company has an established mechanism for Directors / Employees to report concerns about unethical behaviour, actual or suspected fraud, or violation of the code of conduct or ethics policy. It also provides for adequate safeguards against victimization of directors/ employees who avail of the mechanism. The key directions/actions will be informed to the President & Whole Time Director of the Company.No personnel have been denied access to the chairman of the Audit Committee to report genuine concerns. The same is available in the company's website address www.indbankonline.com

d. The Company has established a vigil mechanism called Whistle-blower Policy for its directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 and as per Regulation 22 of SEBI (LODR), Regulations, 2015. The details of the Whistle-blower Policy is explained in the Corporate Governance Report and also posted on the website of the Company. No personnel has been denied access to the Chairman of the Audit Committee to report genuine concerns.

e. The Company has complied with the mandatory requirements of Corporate Governance prescribed in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

f. The company does not have any subsidiary.

g. Policy on dealing with related parties is displayed on the Company's website: www. indbankonline.com -' Policies and Procedures -' Policy on related party transactions

h. The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 regarding Board of Directors, Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee etc., and clauses (b) to (i) of sub - regulation (2) of Regulation 46.

i. The Company has formulated various policies pursuant to Companies Act, SEBI regulations and other regulations and same are available in the website of the Company www.indbankonline.com under policies and procedures.

SINo.	Particulars of the policies	Web address
1	Details of business	https://www.indbankonline.com/services.aspx
2	Terms and conditions of appointment of independent directors	https://corporate.indbankonline.com/Terms%20of%20Appointment%20of%20Independent%20 Directors.pdf
3.	composition of various committees of board of directors	https://www.indbankonline.com/bord-mangement.aspx
4.	Code of conduct of board board of directors and senior management personnel	https://corporate.indbankonline.com/Directors%20Code%20of%20Conduct.pdf
5.	details of establishment of vigil mechanism/ Whistle Blower Policy	https://corporate.indbankonline.com/documents/Whistle%20Blower%20Policy.pdf

6.	Criteria of making payments to non -executive, if the same has not been disclosed in annual report	Note given in the Corperate Governance Report
7.	policy on dealing with related party transactions	https://corporate.indbankonline.com/Policy%20on%20Related%20Party%20Transactions%20%202015.pdf
8.	policy for determining material subsidiaries	Not applicable
9.	Details of familiarization programmes	https://corporate.indbankonline.com/Familiraization%20Programme%20for%20Independent%20Directors.pdf

j. All the recommendations of various committees of the Board of Directors of the Company, which are mandatorily required has been accepted by the Board, in the financial year.

k. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditors. -

Particulars	Rs. Lakhs
Audit Fees	4.50
Quarterly Limited Review Audit (For 3 quarters)	1.50
Tax Audit	1.00
Certification Fees	0.00
Total	7.00

l. Disclosures in relation to Sexual Harassment of women at work place (Prevention, Prohibition and Redressal) Act, 2013.

During the year ended March 31, 2022, no complaints was received pertaining to sexual harassment / discrimination at work place.

13. DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II OF SEBI [LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS] REGULATIONS, 2015:

a. Office for Non-Executive Chairman at company's expense: Not Applicable

b. Half-yearly declaration of financial performance including summary of the significant events in last six-months to each household of shareholders:

The Company's quarterly and half yearly results are published in the newspapers and also uploaded on its website www.indbankonline.com and in stock exchange websites namely www.bseindia.com and www.nseindia.com. Therefore, no individual communications are sent to the shareholders in this regard.

c. Modified opinion(s) in audit report: The Auditors of the Company have issued an unmodified report on financial statements for FY 2021-2022.

d. Separate posts of Chairman & Chief Executive Officer: Complied

e. Reporting of Internal Auditors directly to the Audit Committee: Complied

14. CODE OF CONDUCT

The standards for business conduct provide that the directors and the senior management will uphold ethical values and legal standards as the company pursues its objectives, and that honesty and personal integrity will not be compromised under any circumstances. A copy of the said code of conduct is available on the website www.indbankonline.com. As provided under SEBI (LODR), Regulations 2015 with the stock exchanges, the Board members and senior management personnel have affirmed compliance with the code of conduct for the financial year 2021-2022.

15. CEO / CFO CERTIFICATION

Mr. V. Haribabu, President & Whole Time Director and Chief Financial Officer have certified to the Board regarding the financial statements for the period ended 31st March, 2022 in accordance with Regulation 17(8) read with Part B of Schedule II of SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015.

16. AUDITOR'S CERTIFICATION ON CORPORATE GOVERNANCE

The Company has obtained a Certificate from the Statutory Auditors of the Company regarding compliance with the provisions relating to Corporate Governance prescribed by SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

17. DECLARATION

As provided under SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Board of Directors and selected employees have confirmed Compliance with the Code of Conduct.

DECLARATION BY PRESIDENT & WHOLE TIME DIRECTOR ON CODE OF CONDUCT UNDER SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS), REGULATIONS, 2015
INDBANK MERCHANT BANKING SERVICES LIMITED

To
The Members

I, hereby declare that to the best of my knowledge and information, all the Board Members and Senior Management Personnel have affirmed compliance with the code of conduct for the year ended March 31, 2022.

Place: Chennai **V. Haribabu**
Date: 31.03.2022 **President & Whole Time Director**

INDBANK MERCHANT BANKING SERVICES LIMITED
CERTIFICATION BY PRESIDENT& WHOLE TIME DIRECTOR and CHIEF FINANCIAL OFFICER (CFO) TO THE BOARD

I, V. Haribabu, President & Whole Time Director and Chief Financial Officer of Indbank Merchant Banking Services Ltd., certify that:

1. I have reviewed the financial statements and the cash flow statement for the year 2021-2022 and that to the best of my knowledge and belief:
   a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   b) these statements together present a true and fair view of the state of affairs of the company and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
3. I accept overall responsibility for establishing and maintaining internal control for financial reporting. This is monitored by the internal audit function, which encompasses the examination and evaluation of the adequacy and effectiveness, of internal control. The internal auditor works with all levels of management and statutory auditors and reports significant issues to the audit committee of the Board. The auditors and audit committee are appraised of any corrective action taken with regard to significant deficiencies in the design or operation of internal controls.
4. I indicate to the auditors and to the audit committee:
   a) Significant changes in internal control over financial reporting during the year;
   b) Significant changes in accounting policies during the year; and that the same have been disclosed in the notes to the financial statements; and
   c) Instances of significant fraud of which we have become aware of and which involve management or other employees having significant role in the company's internal control system and financial reporting. However, during the year there was no such instance.

Place: Chennai **Chief Financial Officer** **President & Whole Time Director**
Date: 20.04.2022

CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of Indbank Merchant Banking Services Limited, Chennai

We have examined the compliance of the conditions of Corporate Governance by Indbank Merchant Banking Services Limited ("the Company") for the year ended 31st March 2022 as stipulated in SEBI (Listing Obligations Disclosure Requirements) Regulation, 2015 of the said Company with the stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned SEBI (Listing Obligations Disclosure Requirements) Regulation, 2015.

We further state that such compliance 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.

Date : 20/04/2022 **For M.Srinivasan & Associates**
Place : Chennai **Chartered Accountants**
UDIN: 22022959AHKMMC9277 **FRN 004050S**

M.Srinivasan
Partner
M.No : 022959

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Areas of Business Operations

Your company is engaged in Merchant Banking, Stock Broking, Depository Participant and allied activities. Your company is registered with SEBI as a Merchant Banker. Your company is a member of NSE (Equity & Derivatives segments), BSE (Equity & Derivatives) and registered with NSDL and CDSL as a Depository Participant. Your company is also registered with Association of Mutual Funds of India (AMFI) for distribution of Mutual Fund products.

Operations during the year

During the year your company has earned a gross income of Rs.2452.98 lakhs as against Rs.1947.15 lakhs in the previous year. Under Stock Broking your company has a mix of institutional and individual clients and has achieved a turnover of Rs.13541.03 crores during the year as against Rs.9331.44 crores in the previous financial year. Your company also provides Depository services to institutions and retail customers and has 80160 accounts under DP operations and 31168 accounts under broking operations.

Opportunities and Threats

Opportunities

Indian economy is fast growing and amongst top growing economies in the world. Seeing the recent trends of money inflow into various mutual funds, it is evident that there is a significant shift from physical assets to financial assets. We are seeing large number of corporates both SMEs and large companies prefer raising funds from the capital markets. There has been robust retail participation in good quality IPOs. Going forward there lies a huge potential and unmatched opportunities for stock broking firms given the steady increase in institutional and public activity in the financial markets..

Threats

Industry as a whole is seeing significant shift and usage of latest and modern technology such as Artificial Intelligence (AI), Data Analytics and various other applications in broking business irrespective of their costs. Online Zero/free brokerages pose a serious threat and disruption for the industry as a whole.

Segment–wise or product-wise performance.

1. Due to increase in the volume of business in stock broking activities and better performance by our terminals, the fee based income from stock broking operations has increased to Rs.1388.48 lakhs for FY 2021-22 from Rs.1062.91 lakhs for the pervious FY 2020-21 registering an increase of 30.63%.
2. Income from DP operations has increased by 98.98% to Rs.251.62 lakhs from Rs.126.45 lakhs for the previous year ended 31.03.2021.
3. Income under Merchant Banking and Mutual Fund distribution has increased by 942.95% to Rs.122.97 lakhs from Rs.11.79 lakhs for the previous year ended 31.03.2021 mainly due to income of Rs.111.15 lakhs earned by the company for acting as Arranger for QIP / Tier I & Tier II Bond placements made by Indian Bank in 4 public sector banks..
4. Other income has decreased by 7.52% to Rs.689.92 lakhs from Rs.746.01 lakhs for the previous year ended 31.03.2021. To comply with IND-AS disclosure requirements other income also includes income from discontinued fund based operations including reversal of provisions due to sale of quoted investments apart from the major components like interest received from Term deposits and rental income.
5. On the basis of the aforesaid segmental income, total income has increased by 25.98% to Rs.2452.99 lakhs from Rs.1947.16 lakhs for the previous year ended 31.03.2021.

Risk Management & Internal Control Systems

The major risks among others that your company manages include credit risk, liquidity risk, interest rate risk and operational risk. In view of the discontinuance of fund based activities the credit risks on appraisal and disbursement do not arise. The company has put in place an aggressive recovery mechanism for realisation of existing fund-based exposures.

Your company has detailed operating manuals and well laid down delegation of powers to ensure that operational controls are maintained on the business. The policies and procedures are continuously reviewed through interaction between office heads and other support functional heads. Your company also has an adequate internal audit system to ensure feedback on adherence to the defined policies and procedures and regulatory guidelines.

Human Resources

Human Resources of your company comprise a mix of 3 Officers on deputation from Indian Bank and 93 employees on direct rolls. The employees are well qualified and experienced in their field of operations.

Financial Performance

Balance Sheet

Share Capital

The Share Capital of your company comprises 44378200 number of Equity shares of Rs.10/- each. Your company's shares are listed in BSE and The National Stock Exchange. There is no change in share capital of the company during the year.

Reserves & Surplus

The accumulated profits of the pervious years has been carried over to the reserves and the Reserves & surplus stands at Rs.2675.42 lakhs as on 31.03.2022.

Current Liabilities

The current liabilities have increased to Rs.2356.28 lakhs from Rs.1990.50 lakhs mainly in view of increase in credit balances available in clients' accounts under Stock Broking compared to previous year. The provision for leave encashment has increased to Rs.124.66 lakhs from Rs.95.60 lakhs on account of additional provisions made for encashment of leave on actuarial valuation as at the end of the year.

Fixed Assets

Property plant and equipment have increased by Rs.45.97 lakhs in view of purchase new desk top computers for the company. Investment property has decreased by Rs 7.78 lakhs due to provision of depreciation and impairment.

Investments

Other Investments at FVTPL of your company comprise of quoted shares and unquoted investments. Gross investments have increased from Rs.973.64 lakhs as on 31.03.2021 to Rs.1019.46 lakhs as on 31.03.2022 due to fresh investments including in Index funds. Net investments after adjusting provisions have increased in view of increase in the market price of quoted shares necessitating reversal of provisions in the value of the investments. The fair/market value quoted investments (cost - Rs.148.65 lakhs) of the company as on 31.03.2022 was Rs.129.58 lakhs compared to Rs.82.33 lakhs as on 31.03.2021.

Non-current Other Financial Assets

Non-current Other Financial Assets have increased from Rs.1821.86 lakhs to Rs.3248.01 lakhs due to increase in fixed deposits having maturity period above 12 months.

Deferred Tax Assets

During the year the company has provided Rs.11.77 lakhs towards deferred tax asset in the profit and loss account. Accordingly, the net deferred tax assets have decreased from Rs.316.25 lakhs in the previous year to Rs.304.48 lakhs in the current year.

Current Assets

The current assets have decreased to Rs.3933.75 lakhs as on 31.03.2022 from Rs.4525.44 lakhs as on 31.03.2021 in view of decrease in Trade receivables which are less than 90 days old and decrease in fixed deposits having maturity period below 12 months.

Profit and Loss account

Revenue from Operations

Stock Broking / DP income has increased from Rs.1189.36 lakhs in 2020-21 to Rs.1640.10 lakhs in 2021-22 in view increase in the volume of business in stock broking activities and better performance by our terminals.

Merchant Banking and MF income has increased from Rs.11.79 lakhs in 2020-21 to Rs.122.97 lakhs in 2021-22.

Other income includes, rental income, income from fixed deposits, dividend income and income from discontinued fund based activity. Other income has decreased from Rs.746.01 lakhs to Rs.689.92 lakhs mainly due decrease in reversal of provisions on sale of quoted investments.

Expenses

Direct cost has increased from Rs.53.22 lakhs to Rs.86.80 lakhs due to increase in volume of transactions as compared to the previous year.

Employee benefit expenses have increased from Rs.602.61 lakhs in the previous year to Rs.692.54 lakhs in the current year mainly due to recruitment of 15 new employees for the year ended 31.03.2022, revision of service regulations with respect to Salary and allowances with effect form 01.08.2021, periodic revision of DA payable to employees, increase in provision for PL encashment, incentive paid to staff and increase in gratuity provision made during the year.

Depreciation and amortization expenses has increased to Rs.19.90 lakhs in FY 2021-22 from Rs.18.51 lakhs in FY 2020.21.

Finance Cost has decreased from Rs.152.40 lakhs to Rs.150.68 lakhs.

Provision and write offs has decreased from Rs.432.10 lakhs to Rs.410.94 lakhs mainly due to write off of Lease/HP/ICD and Client dues amounting to Rs.383.09 lakhs made during the year.

Other expenses have increased from Rs.199.90 lakhs to Rs.236.82 lakhs mainly due to Rs.51.21 lakhs incurred for availing managed services from software vendor for the new trading software.

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor, including:

Particulars	2021-22	2020-21	Variance in %	Reason for change
(i)Interest Coverage Ratio	6.73	4.34	55.29	Due to higher income from stock broking and DP operations.
(ii) Net Profit Margin	27.93	20.92	33.48	
(iii) Current Ratio	1.67	2.27	(26.43)	

Details of change in Return on Net Worth:

Particulars	2021-22	2020-21	Variance in %	Reason for change
(i) Return on Net Worth	0.096	0.063	51.96	Due to higher income from stock broking and DP operations.

Financial Results Rs.Lakhs

Sl.No.	Description	FY2021-22	FY2020-21
1	Income from Fee based operations	1763.07	1201.15
	Of which income from Stock Broking	1388.48	1062.91
	DP	251.62	126.45
	Merchant Banking/ Mutual Funds	122.97	11.79
2	Other income	689.92	746.01
3	Total income (1+2)	2452.99	1947.16
4	Employee Expenses	692.54	602.60
5	Other expenses	323.62	253.12
6	Interest Expenses	150.68	152.40
7	Depreciation	19.90	18.51
8	Provisions for NPAs/Write off	410.94	432.10
9	Total expenses (4+5+6+7+8)	1597.68	1458.73
10	Profit before exceptional items (3-9)	855.31	488.43
11	Prior period income/Exp	0.00	0.00
12	Profit before tax (10-11)	855.31	488.43
13	Current Tax	143.40	12.53
14	MAT Tax	0.00	0.00
15	Deferred tax	15.55	69.98
16	Prior Year tax	0.00	0.00
17	Items reclassified as per IND-AS - re-measurement of the defined benefit plans	-11.22	1.51
18	Net profit / Loss after tax (12-13-14-15-16+17)	685.14	407.43
19	EPS	1.57	0.91

Outlook

Your company will continue to focus its efforts to increase its activities under fee-based business in addition to concentrating on recovery of overdues and reduction of Non Performing Assets, disinvestment of quoted and unquoted investments. Your company's involved management network, satisfied clientele, quality manpower, profitable expansion and diligent internal control and cost control measures will enable your company to continue to report better performance in the coming years.

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF INDBANK MERCHANT BANKING SERVICES LTD FOR THE YEAR ENDED 31 MARCH 2022

The preparation of financial statements of Indbank Merchant Banking Services Ltd for the year ended 31 March 2022 in accordance with the financial reporting framework prescribed under the Companies Act, 2013(Act) is the responsibility of the management of the company. The statutory auditors appointed by the Comptroller and Auditor General of India under section 139 (5) of the Act are responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 20 April 2022.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of Indbank Merchant Banking Services Ltd for the year ended 31 March 2022 under section 143 (6) (a) of the Act.

For and on behalf of the
Comptroller & Auditor General of India
(DEVIKA NAYAR)
DIRECTOR GENERAL OF COMMERCIAL AUDIT, CHENNAI

Place: Chennai
Date: 27.05.2022

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
INDBANK MERCHANT BANKING SERVICES LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of INDBANK MERCHANT BANKING SERVICES LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2022, 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 standalone financial statements"). In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies {Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, the profits and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 independence requirements that are relevant to our audit of the standalone 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 standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone 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 matter described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
Contingent Liability The contingent liability as defined in AS 37 - provisions, contingent liability and contingent assets requires assessment of probable outcomes and cash flows. The identification and quantification of contingent liabilities require estimation and judgment by management. (Refer Note 37)	We have carried out the validation of information provided by the management by performing the following procedures ▪ Evaluating reasonableness of the underlying assumptions ▪ Understanding the current status of the litigations/tax assessments. ▪ Examination of recent orders and /or communication received from various tax authorities/judicial forums and follow up action thereon. ▪ Examining the relevant documents on record ▪ Relying on the confirmation of status by the consultants wherever applicable ▪ Getting management confirmation where-ever necessary

Information Other than the Standalone 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance, total 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone 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 Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 standalone 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.
- 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on Other Legaland Regulatory Requirements

1) As required by the Companies (Auditors' 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 **"Annexure A",** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

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

d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder;

e) On the basis of written representations received from the directors as on 31st March, 2022, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 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, we give our separate Report in "Annexure B"

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

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

i. The Company has disclosed the impact of pending litigations on its financial position in Note 37 to its standalone financial statements

ii. The Company has made 'provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, 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, 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, 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 ll(e), as provided under (a) and (b) above, contain any material misstatement.

v. Compliance of section 123 of the Act with respect to dividend declared/paid during the year is not applicable since no dividend is declared or paid during the year.

3) As required by section 143(5) we have included in "Annexure C", a statement on the matters specified in the directions issued by the Comptroller and Auditor General of India, and in our opinion, no action is required to be taken thereon and there is no impact on the accounts and the financial statements of the company.

Date : 20/04/2022
Place : Chennai
UDIN: 22022959AHKMMC9277

For M.Srinivasan & Associates
Chartered Accountants
FRN 004050S

M.Srinivasan
Partner
M.No : 022959

ANNEXURE A

Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' of our report of even date

1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
   (b) The Fixed Assets have been physically verified by the management in a phased manner, designed 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 nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
   (c) The title deeds of immovable properties are held in the name of the company.
   (d) The Company has not done any revaluation to its PPE or intangibles during the current year.
   (e) No proceedings have -, been initiated during the year or are pending against the company as at 31st March 2022 for holding any benami property under Benami Transactions• {Prohibition) Act, 1988 and rules thereon
2) (a) The Company is in the business of providing broking Depository Participant Services and Merchant banking services. Accordingly, reporting under clause 3(ii) of the order is not applicable to the Company. Also, the Company are into the proprietary investment in the shares. These shares are part of the inventory and disclosed in the financials accordingly.
   (b) The company has been sanctioned a Loan of more than Rs 5 Cr during the year. However these loans are against the Lien marked on Fixed Deposit margin and not against Inventory or receivables. At any point in time, the Lien on Fixed Deposit was more than the outstanding wherever applicable.
3) According to the information and explanations given to us, the Company has not granted any secured or unsecured loans to any company, firms or any other party covered in the register maintained u/s 189 of the companies act
4) According to the information and explanations given to us, the Company has not directly or indirectly advanced loan to the persons covered under section 185 and 186 of the Act or given guarantees or securities in connection with the loan taken by such persons
5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on bv the company.
7) According to information and explanations given to us and on the basis of our examination of the books of account, and records,
   a) the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Goods and Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities.
   b) According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2022 for a period of more than six months from the date on when they become payable.
   c) According to the information and explanation given to us, there are no dues of Custom duty, Service Tax, Value added Tax, Sales Tax and Goods and Service Tax which have not been deposited with the relevant authorities. Details of dues of Income tax and Excise duty together with cess there on which have not been deposited as at 31st March 2022 on account of disputes are as stated below:

Name of the Statue	Nature of Dues	Disputed dues (Rs in lakhs)	Paid under Protest / order (Rs.in Lakhs)	Balance (Rs in Lakhs)	Period which it relates	Forum where the dispute is pending
Income Tax act, 1961	Income tax and interest	115.02	-	115.02	1992-93	Income Tax Appellate Tribunal
	Income tax and interest	32.13	-	32.13	1998-99	Commissioner of income tax
	Income tax and interest	617.47	18.00	599.47	2007-08	High court - Madras
	Income tax and interest	1129.05	132.00	997.05	2008-09	High court - Madras
	Income tax and interest	96.27	-	96.27	2009-10	Income Tax Appellate Tribunal
	Income tax and interest	24.81	-	24.81	2014-15	Assessing Officer

Sales tax and VAT Laws	Sales tax/ Additional Sales tax, Penalty and Interest	14.20	-	14.20	1998-99	Commercial Tax Officer Tamil Nadu
	Sales tax/ Additional Sales tax, Penalty and Interest	12.05	-	12.05	1995-96	Commercial Tax Officer Tamil Nadu

8) According to the information and explanations given to us and based on our examination of books , no transactions which have not been recorded in books of accounts have been surrendered or disclosed as income during the year in the tax assessments under income tax act 1961.

9) According to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial Institution(s) and' bank(s).

10) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.

11) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and expianations given to us, we have neither come across any instances of fraud by the Company or any fraud on the company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the management.

12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14) a) In our opinion, the internal audit system engaged by the company, commensurate with size and nature of business.

b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16) (a) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

(b) 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.

17) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

18) There has been no resignation of the statutory auditors of the Company during the year.

19) On the basis of the financial ratios, ageing and expected dates of realisation 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.

20) Based upon the audit procedures performed and the information and explanations given by the management, sub-section (5) of section 135 of the said Act is not applicable to the company.

21) The preparation of consolidated financial statements is not applicable to the company and therefore reporting under this clause is not applicable.

Date : 20/04/2022
Place : Chennai
UDIN: 22022959AHKMMC9277

For M.Srinivasan & Associates
Chartered Accountants
FRN 004050S

M.Srinivasan
Partner
M.No : 022959

ANNEXURE B

Referred to in paragraph 2(f) under "Report on other Legal and Regulatory Requirements' of our report of even date

Report on the Internal Financial Controls over financial Reporting under clause (i) of sub-section 3 of Section 143 of the Companies Act.2013

We have audited the internal financial controls over financial reporting of "INDBANK MERCHANT BANKING SERVICES LIMITED'' as of 31st March, 2022 in conjunction with our audit of the standalone 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 Control 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 thatwere operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation • of reliable financial information, as required under the Companies act, 2013.

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risk 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 basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over financial Reporting

A Company's internal financial control over financial reporting is 2 process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose 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 expenditure 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 Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, 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 control Over Financial Reporting issued by The Institute of Chartered Accountants of India.

For M.Srinivasan & Associates
Chartered Accountants
FRN 004050S

M.Srinivasan
Partner
M.No : 022959
Date : 20/04/2022

Place : Chennai
UDIN: 22022959AHKMMC9277

ANNEXURE C

For the directions issued by the Comptroller and Auditor General of India, under section 143(5) of Companies Act 2013

The replies to the following questions and information, required under section 143(5) of the Companies Act, 2013 are given based on our examination and explanation given to us during the course of statutory audit of M/s Indbank Merchant Banking Services Limited.

1. Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any may be stated.
   Yes the company has system in place to process all the accounting transactions through IT system.
2. Whether there is any restructuring of an existing loan or cases of waiver I write off of debts I loans I interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for?
   No such waiver I write off of debts /loans /interest etc made by the lender to the• company during the financial year.
3. Whether fund (grants/subsidy etc) received I receivable for specific schemes from Central I State Government or its agencies were properly accounted for I utilized as per its term and conditions? List the cases of deviation.
   Not applicable to this company

For M.Srinivasan & Associates
Chartered Accountants
FRN 004050S

M.Srinivasan
Partner
M.No : 022959
Date : 20/04/2022

Place : Chennai
UDIN: 22022959AHKMMC9277

BALANCE SHEET AS AT 31ST MARCH 2022

	Note		in Rs.
		As at 31-03-2022	As at 31-03-2021
ASSETS			
Non-Current Assets			
Property Plant and Equipment	4	87,36,017	41,38,820
Capital Work in Progress	4	12,61,200	-
Investment Property	5	2,72,69,932	2,80,47,508
Other Intangible Assets	6	10,50,336	14,89,063
Financial Assets			
(a) Investments	7		
Other Investments at Amortised Cost		-	-
Other Investments at FVTPL		1,29,57,969	79,63,967
Other Investments at FVTOCI		15,000	15,000
(b) Other financial assets	8	32,48,00,835	18,21,86,172
Deferred tax assets	9	3,04,48,159	3,16,25,271
Other non-current assets	10	14,70,37,904	13,38,50,086
		55,35,77,352	**38,93,15,887**
Current Assets			
Inventories	11	-	-
Financial Assets			
(a) Loans	12	3,39,430	3,66,896
(b) Trade receivables	13	3,36,95,783	3,20,50,145
(c) Investment		-	-
(d) Cash and Cash Equivalents	14	9,31,71,523	9,71,30,327
(e) Other Bank Balances	15	24,70,37,636	27,33,57,610
(f) Other financial assets	16	1,51,82,601	4,70,58,790
Other current assets	17	39,48,006	25,80,655
		39,33,74,979	**45,25,44,423**
Total Assets		**94,69,52,331**	**84,18,60,310**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	18	44,37,82,000	44,37,82,000
Other Equity	19	26,75,42,061	19,90,28,051
Total Equity		**71,13,24,061**	**64,28,10,051**
Non-Current Liabilities			
Financial Liabilities			
(a) Borrowings		-	-
(b) Other financial liabilities		-	-
Deferred Tax Liabilities (Net)		-	-
		-	-
Current Liabilities			
Financial Liabilities			
(a) Borrowings	20	-	-
(b) Trade Payables	21		
(i) Due to Micro Small & Medium Enterprises		57,80,500	
(ii) Due to other than Micro Small & Medium Enterprises			

(c) Other financial liabilities	22	1,43,64,096	67,25,744
Short Term Provisions	23	1,24,66,073	95,59,705
Current Tax Liabilities	24	3,19,59,110	1,80,82,033
Other Current Liabilities	25	17,10,58,491	16,46,82,777
		23,56,28,270	**19,90,50,259**
Total Liabilities		**23,56,28,270**	**19,90,50,259**
TOTAL EQUITY AND LIABLITIES		**94,69,52,331**	**84,18,60,310**

IMRAN AMIN SIDDIQUI
DIRECTOR

A K BANSAL
DIRECTOR

As per our report of even date attached
For M. SRINIVASAN & ASSOCIATES
CHARTERED ACCOUNTANTS
(FRN 004050S)

V HARIBABU
PRESIDENT AND
WHOLE TIME DIRECTOR & CFO

CA. M SRINIVASAN
PARTNER
(M.No:022959)

CS. CHITRA M A
COMPANY SECRETARY

Place: Chennai
Date : 20.04.2022

STATEMENT OF PROFIT AND LOSS FOR YEAR ENDED 31ST MARCH 2022

in Rs.

		for the Year ended	
	Note	31-03-2022	31-03-2021
Revenue from Operations			
Income from Operations	26	17,63,06,701	12,01,15,344
Other Income	27	6,89,91,958	7,46,00,504
Total Income		**24,52,98,659**	**19,47,15,848**
Expenses			
Direct Costs	28	86,79,807	53,22,448
Finance Costs	29	1,50,67,733	1,52,39,668
Employee Benefits Expense	30	6,92,53,871	6,02,60,070
Depreciation and Amortisation Expense	31	19,90,256	18,51,132
Provisions and Write Offs	33	4,10,93,750	4,32,09,844
Other Expenses	32	2,36,81,942	1,99,89,523
Total Expense		**15,97,67,359**	**14,58,72,686**
Profit Before Exceptional Items and Tax		**8,55,31,300**	**4,88,43,162**
Exceptional Items		-	-
Profit Before Tax		8,55,31,300	4,88,43,162
Income Tax			
- Current Year	34	1,43,40,254	12,53,903
- MAT Tax		-	-
- Adjustment of tax relating to earlier years		-	-
- Deferred Tax (Net)	9	15,54,613	69,97,965
		1,58,94,867	**82,51,868**
Profit for the year (I)		**6,96,36,433**	**4,05,91,294**
Other Comprehensive income:			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gains and (losses) on defined benefit obligations (net)	35	(14,99,924)	2,02,973
Income tax effect		3,77,501	(51,084)
		(11,22,423)	1,51,889
Net loss/gain on FVTOCI equity security			
Income tax effect		-	-
		-	-
Other comprehensive income/(loss) for the year, net of tax (II)		**(11,22,423)**	**1,51,889**
Total comprehensive income for the year, net of tax (I + II)		**6,85,14,010**	**4,07,43,184**
Earnings per Equity Share of ` 10 each			
Basic		1.57	0.91
Diluted		1.57	0.91

IMRAN AMIN SIDDIQUI
DIRECTOR

A K BANSAL
DIRECTOR

As per our report of even date attached
For M. SRINIVASAN & ASSOCIATES
CHARTERED ACCOUNTANTS
(FRN 004050S)

V HARIBABU
PRESIDENT AND WHOLE TIME DIRECTOR & CFO

CA. M SRINIVASAN
PARTNER
(M.No:022959)

CS. CHITRA M A
COMPANY SECRETARY

Place: Chennai
Date : 20.04.2022

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2022

	2021-22 as on 31.03.2022 Rs.	2020-21 as on 31.03.2021 Rs.
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit after tax	6,85,14,010	4,07,43,184
Adjustments for:		
Add : Depreciation/Lease Adjustments	19,90,256	18,51,132
Provision for taxation - Current	1,43,40,254	12,53,903
- Mat Tax	-	-
- Deferred	11,77,112	70,49,049
- Prior Year taxes	-	-
Loss on sale of assets (net)	25,031	-
Interest Expense	1,50,67,733	1,52,39,668
	10,11,14,396	6,61,36,936
Less:		
Profit on sale of investments(net)	12,84,684	42,380
Dividend income	1,97,091	1,19,607
Profit on sale of assets	-	1,53,498
	14,81,775	3,15,485
Operating Profit before working capital changes	9,96,32,622	6,58,21,451
(Increase)/decrease in Trade Receivables	(16,45,638)	(2,28,71,017)
(Increase)/decrease in other Financials and Non Financial Assets	2,74,18,219	(1,85,14,200)
Increase/(decrease) in Trade Payables and other Financials and Non Financial Liabilities	2,27,00,934	5,82,44,533
	14,81,06,137	8,26,80,767
Add:		
Decrease in other current assets	-	-
Cash generated from operations	14,81,06,137	8,26,80,767
Less : Taxes	1,43,40,254	12,53,903
Cash Flow before Extraordinary Items	13,37,65,883	8,14,26,864
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Purchase of Fixed Assets	(66,85,032)	(22,41,663)
Decrease in Term Deposits with banks	(11,25,14,811)	(7,63,55,526)
Sale of Fixed Assets	27,650	1,97,286
Decrease in Investments net of provision	(37,09,319)	(60,82,124)
Dividend received	1,97,091	1,19,607
Net cash from Investing Activities	(12,26,84,421)	(8,43,62,420)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of Short term loans & Adv.	27,467	1,32,208
Interest expense	1,50,67,733	1,52,39,668
Dividend paid(including taxes thereon)	-	-
Net Cash used in Financing Activities	(1,50,40,266)	(1,51,07,460)
Net increase in cash & cash equivalents	(39,58,804)	(1,80,43,017)
Cash & Cash equivalents as at 01.04.21 (opg.bal.)	9,71,30,327	11,51,73,344
Cash & Cash equivalents as at 31.03.22 (clg. bal.)	9,31,71,523	9,71,30,327

IMRAN AMIN SIDDIQUI
DIRECTOR

A K BANSAL
DIRECTOR

As per our report of even date attached
For M. SRINIVASAN & ASSOCIATES
CHARTERED ACCOUNTANTS
(FRN 004050S)

V HARIBABU
PRESIDENT AND WHOLE TIME DIRECTOR & CFO

CA. M SRINIVASAN
PARTNER
(M.No:022959)

CS. CHITRA M A
COMPANY SECRETARY

Place: Chennai
Date : 20.04.2022

STATEMENT OF CHANGE IN EQUITY

A) Equity Share Capital

(1) Current Reporting Period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
44,37,82,000	0	0	0	44,37,82,000

(2) Previous Reporting Period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
44,37,82,000	0	0	0	44,37,82,000

B) Other Equity

(1) Current Reporting Period

Debt Instruments through other Comprehensive Income	Reserves & Surplus Other Reserves	Debt Instruments through other Comprehensive Income	Other items of Other Comprehensive Income	Total
Balance at the Beginning of the current reporting period	**20,13,86,480**	-	**(23,58,429)**	**19,90,28,051**
Changes in Accounting Policy or prior period errors	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-
Total Comprehensive income for the current year	**6,96,36,433**	-	**(11,22,423)**	**6,85,14,010**
Dividends	-	-	-	-
Transfer to retained earnings	-	-	-	-
Any other change	-	-	-	-
Balance at the end of the current reporting period	**27,10,22,913**	-	- **(34,80,851)**	**26,75,42,061**

(2) Previous Reporting Period

Debt Instruments through other Comprehensive Income	Reserves & Surplus Other Reserves	Debt Instruments through other Comprehensive Income	Other items of Other Comprehensive Income	Total
Balance at the Beginning of the current reporting period	**16,07,95,185**	**-**	**(25,10,318)**	**15,82,84,867**
Changes in Accounting Policy or prior period errors	**-**	**-**	**-**	**-**
Restated balance at the beginning of the current reporting period	**-**	**-**	**-**	**-**
Total Comprehensive income for the current year	**4,05,91,295**	**-**	**1,51,889**	**4,07,43,184**
Dividends	**-**	**-**	**-**	**-**
Transfer to retained earnings	**-**	**-**	**-**	**-**
Any other change	**-**	**-**	**-**	**-**
Balance at the end of the current reporting period	**20,13,86,480**	**-**	**-(23,58,429)**	**19,90,28,051**

IMRAN AMIN SIDDIQUI
DIRECTOR

A K BANSAL
DIRECTOR

As per our report of even date attached
For M. SRINIVASAN & ASSOCIATES
CHARTERED ACCOUNTANTS
(FRN 004050S)

V HARIBABU
PRESIDENT AND WHOLE TIME DIRECTOR & CFO

CA. M SRINIVASAN
PARTNER
(M.No:022959)

CS. CHITRA M A
COMPANY SECRETARY

Place: Chennai
Date : 20.04.2022

Notes forming part of Standalone Financial Statements for the year ended 31 March 2022

Note 1 to 3

1 General Information

Indbank Merchant Banking Services Limited ('the Company') is a listed Company incorporated in India. The address of its registered office and principal place of business are disclosed in the introduction to the annual report. The Company is engaged in Merchant Banking, Stock Broking, Depository Participant services and allied activities. The Company is a member of NSE (Equity and Derivatives), BSE (Equity) and registered with NSDL & CDSL as a Depository Participant. It is also registered with Association of Mutual Funds of India (AMFI) for distribution of Mutual Fund products.

2 Application of new and revised Ind ASs

The company has applied all the Ind ASs notified by MCA. There are no Ind AS that have not been applied by the company.

3 Significant accounting policies

3.1 Statement of compliance

The financial statements have been prepared in accordance with Ind ASs notified under section 133 of Companies Act , 2013 read with relevant rules specified thereunder.

3.2 Basis of preparation and presentation

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

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received on selling an asset or paid on transferring a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

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

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

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

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

The principal accounting policies are set out below.

3.3 Revenue recognition

3.3.1 Rendering of services

"Revenue primarily comprises the following incomes:1. Issue Management Fee and other Managerial Services - Considered on the completion of assignment.2. Underwriting Commission and brokerage on distribution of financial products - Considered on receipt of subscription particulars3. Brokerages under stock broking operations - On completion of contracts4. Annual Maintenance and Transacation charges under Depository Participant operations are considered yearly and on completion of transactions respectively.5. Interest on overdue lease rentals and hire purchase instalments - On receipt basis. Since the outstanding amount is fully provided for in the books of accounts, the amounts received are adjusted towards the principal outstanding and balance if any towards interest. 6. Dividend Income - When right to receive is established."

3.4 Employee benefits

3.4.1 Retirement benefit costs and termination benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days' salary payable for each completed year of service. Vesting occurs upon the completion of five years of service. The Company makes an annual contribution to gratuity fund established as a Trust through a Group Gratuity Policy with Life Insurance Corporation of India. The Company's liability towards Gratuity is actuarially determined at the reporting date using the Project Unit Credit (PUC) method. Actuarial gains and losses on gratuity are recognised in Other Comprehensive Income as per Ind AS 19.

3.4.2 Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

3.4.3 Contribution to Provident Fund and Leave Encashment

The eligible employees of the Company are entitled to receive benefits under Provident Fund, a defined contribution plan in which both employees and the company makes monthly contributions at a specified percentage of the covered employees' salary, the contributions as specified under the Law are paid to the Provident Fund and Pension Fund to the provident fund authorities.

Leave Encashment - The eligible Leave encashment liability to the employees other than those deputed by Indian Bank has been provided for on the basis of actuarial valuation based on number of days unutilised leave at each reporting date. The actuarial gain or loss is recognised in the Statement of Profit and Loss as per Ind AS 19.

3.5 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

3.5.1 Current tax

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

3.5.1.1 "The Company has opted for the new tax rate of 22% plus surcharge from the financial year 2020-2021 as per the newly introduced Section 115BAA of the Income Tax Act, 1961 and the Company cannot avail specified exemptions/ incentives as per the Act and is not required to pay Minimum Alternate Tax (MAT) under section 115JB of the Income Tax Act, 1961. The Income Tax provision and Deferred Tax provisions has been made accordingly."

3.5.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3.5.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

3.6 Property, plant and equipment

Fixtures, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. All repairs and maintenance costs are charged to the income statement during the financial period in which they are incurred

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

Estimated useful lives of the assets are as follows:

	No.of Years
Plant & Machinery	3
Office Equipment	5
Furniture & Fixtures	10
Vehicles	8

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

3.7 Investment Property

Investment Properties are properties held to earn rentals and / or for capital appreciation. These are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirements for cost model.

An investment property is derecognised upon disposal or when it is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

3.8 Intangible assets

3.8.1 Intangible assets acquired separately

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

3.8.1.1 Indian Bank, the parent Bank has transferred the Depository Participant Accounts of Erstwhile Allahabad Bank which got merged with it with effect from 01.04.2020, to the Company at a transaction value of Rs.11 lakhs. The Company has classified the same as an Intangible Asset in the books of accounts as on 31.03.2021.

3.8.2 Derecognition of intangible assets

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

3.8.3 Useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows: - (No. of Years)

Computer Software	3
E-AB DP Accounts	4

3.9 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

3.10 Provisions

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

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

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

3.11 Financial instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

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

3.11.1 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

3.11.2 Classification of financial assets

Bought out deals that meet the following conditions are subsequently measured at amortised cost:

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

• the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Bought out deals that meet the following conditions are subsequently measured at fair value through other comprehensive income:

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and

- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI instruments. Other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for financial instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

All other financial assets are subsequently measured at fair value at Profit or Loss.

3.11.3 Effective interest method

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

Income is recognised on an effective interest basis for instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

A financial asset is held for trading if:

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

The Company has equity investments in entities which not held for trading. The Company has accounted the investments at FVTPL. Dividends on these investments in equity instruments are recognised in profit or loss when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably. Dividends recognised in profit or loss are included in the 'Other income' line item.

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

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.
A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.
Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

3.11.5 Impairment of financial assets

Depository Participant Receivables

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset not designated as at FVTPL.
Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.
The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.
When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.
For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.
Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

Stock Broking Receivables

The Company has obtained power of attorney from the clients to block or debit the securities available in their demat account, when there is delay in payment of dues from them. Hence, the Management has a policy to make provision for the difference between the value of security (Marked to Market as on the reporting date) and the amount receivable as at the end of the reporting date.

3.11.6 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

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

3.11.7 Financial liabilities

All financial liabilities are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method.

3.11.7.1 Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

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

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

3.11.7.2 Derecognition of financial liabilities

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

3.12 Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

3.12.1 Useful lives of property, plant and equipment

As described above, the Company reviews the estimated useful lives of property, plant and equipment at the end of each reporting period.

3.12.2 Fair value measurements and valuation processes

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes.

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

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in "Financial Instruments" note.

3.12.3 Employee Benefits

The cost of defined benefit plans are determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, expected rates of return on assets, future salary increases, mortality rates and future pension increases. Due to the long-term nature of these plans, such estimates are subject to significant uncertainty.

3.12.4 Litigations

"1. Income tax demands for various assessment years is contested by the company and are pending before various forums including Hon'ble High Court, Madras.2. The Company has filed cases before various Courts for recovery of dues under discontinued fund based operations and are being persued."

3.13 Payment of Interest to Indian Bank under Right to Recompense

The Company had a balance liability of Rs.897.48 lakhs as on 31.03.2013 to Indian Bank towards payemnt of interest under Right to Recompense. Indian Bank approved a moratorium period of 3 years from September 2013 to September 2016 for payment of the above amount and repayment of Rs.75 lakhs per half year commencing from the half year ended 31.03.2017 without any interest charge for the period of moratorium/repayment. Accordingly the company has paid two half yearly instalments of Rs.75 lakhs each in the financial year 2021-22.

3.14 Prior Period adjustment

Nil during the year 2021-21. (previous year – Nil).

3.15 Expenditure on Corporate Social Responsibility

Year	2021-22 (Rs.)	2020-21 (Rs.)
Amount to be Spent including carry forward	-	26,25,526
Amount Spent During the year	-	26,25,526
Unspent - Carried Forward	-	-
The company has spent the amount by way of donation to Prime Minister's CARES Fund.		

3.16 Impact of COVID-19 Pandemic

"Due to COVID-19 pandemic the operations are effected due to restricted availability of manpower. However the impact of this on the operations of company and on the profitability for the financial year 2021-22 is not significant. The Company has considered the possible effects that may result from the pandemic relating to COVID-19 in the preparation of these standalone financial statements including the recoverability of carrying amounts of financial and non financial assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company has, at the date of approval of these financial statements, used internal and external sources of information including credit reports and related information and economic forecasts and expects that the carrying amount of these assets will be recovered. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these standalone financial statements."

3.17 "LeaseThe Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease , at inception of a contract. A contract is , or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:(i) the contract involves the use of an identified asset(ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and(iii) the Company has the right to direct the use of the asset.At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term-leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease."

3.18 General

The previous year's figures in the Balance Sheet, Profit and Loss Account and Cash Flow Statement have been regrouped and reclassified, wherever necessary, to conform to the current year's classification.

IMRAN AMIN SIDDIQUI
DIRECTOR

A K BANSAL
DIRECTOR

As per our report of even date attached
For M. SRINIVASAN & ASSOCIATES
CHARTERED ACCOUNTANTS
(FRN 004050S)

V HARIBABU
PRESIDENT AND WHOLE TIME DIRECTOR & CFO

CA. M SRINIVASAN
PARTNER
(M.No:022959)

CS. CHITRA M A
COMPANY SECRETARY

Place: Chennai
Date : 20.04.2022

Notes Forming Part of Standalone Financial Statements For The Year Ended 31.03.2022

Note 4 - Property Plant & Equipment **Note 4**

Particulars	Gross Block at Cost				Depreciation / Amortisation				Net Block	
	As at 01.04.2021	Additions	Deletions	As at 31.03.2022	As at 01.04.2021	For the Year	On Deletions	As at 31.03.2022	As at 31.03.2022	As at 31.03.2021
Plant & Machinery (DPM)	2,19,30,123	52,34,689	4,61,396	2,67,03,416	2,04,22,874	3,89,668	4,52,562	2,03,59,980	63,43,436	15,07,249
Office Equipment	66,25,736	1,57,843	5,78,300	62,05,279	59,53,621	1,61,535	5,44,012	55,71,144	6,34,135	6,72,115
Furniture & Fixtures	91,54,420	31,300	0	91,85,720	78,31,705	1,53,935	0	79,85,640	12,00,079	13,22,715
Vehicles	6,59,717	0	0	6,59,717	22,976	78,374	0	1,01,350	5,58,367	6,36,741
TOTAL	**3,83,69,996**	**54,23,832**	**10,39,696**	**4,27,54,132**	**3,42,31,176**	**7,83,512**	**9,96,574**	**3,40,18,114**	**87,36,017**	**41,38,820**
Work in Progress	**0**	**12,61,200**	**0**	**12,61,200**	**0**	**0**	**0**	**0**	**12,61,200**	**0**

***Other adjustments include acqusitions through business combinations and amount of change due to revaluation**

Particulars	Gross Block at Cost				Depreciation / Amortisation				Net Block	
	As at 01.04.2020	Additions	Deletions	As at 31.03.2021	As at 01.04.2020	For the Year	On Deletions	As at 31.03.2021	As at 31.03.2021	As at 31.03.2020
Plant & Machinery (DPM)	2,16,76,049	2,65,684	11,610	2,19,30,123	2,00,35,026	3,99,456	11,608	2,04,22,874	15,07,249	16,41,023
Office Equipment	66,14,653	1,00,962	89,879	66,25,736	58,66,375	1,58,504	71,258	59,53,621	6,72,115	7,48,278
Furniture & Fixtures	90,51,050	1,15,300	11,930	91,54,420	75,13,081	3,30,551	11,927	78,31,705	13,22,715	15,37,969
Vehicles	5,03,233	6,59,717	5,03,233	6,59,717	4,78,071	22,976	4,78,071	22,976	6,36,741	25,162
TOTAL	**3,78,44,985**	**11,41,663**	**6,16,652**	**3,83,69,996**	**3,38,92,553**	**9,11,487**	**5,72,864**	**3,42,31,176**	**41,38,820**	**39,52,432**
Work in Progress	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**

***Other adjustments include acqusitions through business combinations and amount of change due to revaluation**

Capital-Work-in Progress (CWIP)

Particulars	Amount in CWIP for a period of			
	Less than 1 Year	1-2 Years	2-3 Years	Total
Projects in Progress	**12,61,200**	**0**	**0**	**12,61,200**
Projects temporarily suspended	**0**	**0**	**0**	**0**

Assets on Lease

Particulars	As at 31-03-2022	As at 31-03-2021
Assets on Lease	7,26,54,121	12,22,75,730
Less: Depreciation on Lease	7,22,61,737	13,50,70,181
Less: Lease terminal adjustment	(1,66,59,227)	(5,54,39,623)
Less: Provision for NPAs - Lease	1,70,51,611	4,26,45,173
TOTAL	-	-

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022 **Note 5**

Note 5. Investment Property

Depreciation and impairment	**in Rs.**
I. Cost	
Balance as at 1 April, 2020	4,84,78,385
Additions for the year	-
Disposals or classified as held for sale	-
Balance as at 31 March 2021	4,84,78,385
Additions for the year	-
Disposals or classified as held for sale	-
Balance as at 31 March 2022	4,84,78,385
II. Accumulated depreciation and impairment	
Balance as at 1 April, 2020	1,96,53,300
Amortisation expense for the year	7,77,577
Disposals or classified as held for sale	-
Balance as at 31 March 2021	2,04,30,877
Amortisation expense for the year	7,77,576
Disposals or classified as held for sale	-
Balance as at 31 March 2022	**2,12,08,453**
Carrying amount	
Balance at March 31, 2021	**2,80,47,508**
Balance at March 31, 2022	**2,72,69,932**

Information regarding income and expenditure of Investment property

		In Rs.
	For the Period ended	
Particulars	**31-03-2022**	**31-03-2021**
Rental income derived from investment properties	-	14,73,061
Direct operating expenses (including repairs and maintenance) that did not generate rental income	(11,65,483)	(11,77,441)
Profit arising from investment properties before depreciation and indirect expenses	(11,65,483)	2,95,620
Less – Depreciation	(7,77,576)	(7,77,577)
Profit arising from investment properties before indirect expenses	(19,43,059)	(4,81,957)

Other information regarding Investment Property

	For the Period ended	
Particulars	**31-03-2022**	**31-03-2021**
Fair Market Value of the Properties	4,04,74,250	4,04,74,250
Percentage of Depreciation	1.63%	1.63%
Method of Depreciation	Straight Line	Straight Line
Basis of arriving at the fair value	As per the valuation report of Chartered Accountant	As per the valuation report of Chartered Accountant

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 6. Other intangible Assets **Note 6**

	As at 31-03-2022	As at 31-03-2021
Carrying amounts of :		
Computer software	**2,26,089**	**3,89,816**
E-AB DP Accounts	**8,24,247**	**10,99,247**
	10,50,336	**14,89,063**

I. Cost	
Balance as at 1 April, 2020	59,36,367
Additions for the year	11,00,000
Disposals or classified as held for sale	-
Balance as at 31 March 2021	70,36,367
Additions for the year	-
Disposals or classified as held for sale	11,79,584
Balance as at 31 March 2022	**58,56,783**
II. Accumulated depreciation and impairment	
Balance as at 1 April, 2020	53,85,236
Amortisation expense for the year	1,62,068
Disposals or classified as held for sale	-
Balance as at 31 March 2021	55,47,304
Amortisation expense for the year	4,29,168
Disposals or classified as held for sale	11,70,025
Balance as at 31 March 2022	**48,06,447**
Carrying amount	
Balance at March 31, 2021	**14,89,063**
Balance at March 31, 2022	**10,50,336**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 7. Financial assets - Investments - Non Current

	Cost				Provisions / Fair Value		Cost net of Provisions / Fair Value	
	Number of Shares	Nominal Value per unit	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
Investments at Cost - Bought Out Deals:								
Amaravathi Sri Venkatesa Paper Mills	2,62,390	10	**1,15,45,423**	**1,15,45,423**	**1,15,45,423**	**1,15,45,423**	-	-
Investments at FVTOCI - Bought Out Deals								
Armour Pharmaceuticals Ltd	15,87,500	10	2,54,00,000	2,54,00,000	2,54,00,000	2,54,00,000	-	-
MSE Financial Services Ltd (MSE Ltd.)	4,10,400	1	15,000	15,000	-	-	15,000	15,000
Madras Enterprises Pvt Ltd (Recd through Scheme of Arrangement)	30,286	10	-	-	-	-	-	-
			2,54,15,000	**2,54,15,000**	**2,54,00,000**	**2,54,00,000**	**15,000**	**15,000**
Investments at FVTOCI - Debentures								
14% Khaitan Hostombe Spinners - Debentures	1,25,000	100	**1,11,41,400**	**1,11,41,400**	**1,11,41,400**	**1,11,41,400**	-	-
NTPC Ltd SR-54 8.49 NCD- Bonus	5,000	12.50	-	-	-	-	-	-
Investments at FVTPL - Quoted Equity Shares								
NHPC Ltd	35,000	10	12,76,343	12,76,343	9,73,000	4,20,593	9,73,000	8,55,750
Steel Authority of India Ltd	1,000	10	2,23,100	2,23,100	98,550	1,44,300	98,550	78,800
Hindustan Copper Ltd	-	5	-	93,100	-	-	-	93,100
Indiabulls Real Estate Ltd	2,800	2	6,20,367	6,20,367	2,83,920	3,93,287	2,83,920	2,27,080
Vodafone Idea Ltd	16,736	10	6,36,120	6,36,120	1,61,502	5,22,950	1,61,502	1,13,170
The India Cements Ltd	-	10	-	2,53,400	-	5,575	-	2,47,825
Indian Oil Corporation Ltd (includes 500 bonus shares)	1,000	10	2,11,000	2,11,000	1,18,950	1,19,150	1,18,950	91,850
MMTC Ltd (includes 4000 bonus shares)	-	1	-	5,50,425	-	1,08,450	-	4,41,975
Punjab National Bank	5,500	2	7,97,325	7,97,325	1,92,775	5,95,750	1,92,775	2,01,575
Aditya Birla Sunlife AMC	3,717	5	26,46,504	-	19,84,320	-	19,84,320	-
Anupam Rasayam Ltd	-	10	-	76,590	-	9,087	-	67,503
SBI MF SBIETF NIFTY50 Open Ended Fund	23,059	10	34,54,622	55,45,339	41,19,952	-	41,19,952	55,45,339

	Cost				Provisions / Fair Value		Cost net of Provisions / Fair Value	
	Number of Shares	Nominal Value per unit	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021	As at 31-03-2022	As at 31-03-2021
HDFC MF Banking and Financial Services Fund RG Growth	5,00,000	10	50,00,000	-	50,25,000	-	50,25,000	-
		1,48,65,381	**1,02,83,109**	**1,29,57,969**	**23,19,142**	**1,29,57,969**	**79,63,967**	
Investments at FVTPL - Un-Quoted Equity Shares								
Datar Switchgear	40,100	10	19,04,750	19,04,750	19,04,750	19,04,750	-	-
Doon Valley Rice	2,54,300	10	76,29,000	76,29,000	76,29,000	76,29,000	-	-
GSL (India) Ltd.	12,00,000	10	1,20,00,000	1,20,00,000	1,20,00,000	1,20,00,000	-	-
Greenfield Corp. Ltd	84,600	10	8,46,000	8,46,000	8,46,000	8,46,000	-	-
Indo Gulf Industries	2,000	10	1,95,250	1,95,250	1,95,250	1,95,250	-	-
Krisons Electronics Ltd	1,62,416	10	16,24,160	16,24,160	16,24,160	16,24,160	-	-
K J International	5,300	10	1,32,500	1,32,500	1,32,500	1,32,500	-	-
Karnav Leather Chem.	70,800	10	7,08,000	7,08,000	7,08,000	7,08,000	-	-
Malanpur Leathers	2,25,000	10	25,87,500	25,87,500	25,87,500	25,87,500	-	-
Nova Dhatu Udyog	4,69,700	10	46,97,000	46,97,000	46,97,000	46,97,000	-	-
Tebma Shipyard (OTC)	41,699	10	17,59,748	17,59,748	17,59,748	17,59,748	-	-
Veekay Fibres	1,96,400	10	43,20,800	43,20,800	43,20,800	43,20,800	-	-
Sri Jayalakshmi Spinning Mills	57,400	10	5,74,000	5,74,000	5,74,000	5,74,000	-	-
			3,89,78,708	**3,89,78,708**	**3,89,78,708**	**3,89,78,708**	**-**	**-**
Total investments			**10,19,45,912**	**9,73,63,640**	**10,00,23,500**	**8,93,84,673**	**1,29,72,969**	**79,78,967**

Note 8

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 8. Other Financial assets - Non Current

in Rs.

	As at 31-03-2022	As at 31-03-2021
Other financial assets - amortized cost		
Fixed Deposits with maturity more than 12 months	8,82,57,921	3,82,29,989
Interest on Fixed Deposits with maturity more than 12 months	23,07,113	18,02,058
Fixed Deposits with maturity more than 12 months - Lien Marked	22,36,55,509	13,30,52,874
Interest on Fixed Deposits with maturity more than 12 months-Lien Marked	81,80,292	67,01,251
Lease Rent Receivables - Considered Good*	24,00,000	24,00,000
Lease Rent Receivables - Considered Doubtful	68,65,149	68,65,149
Less: Provision	(68,65,149)	(68,65,149)
Inter Corporate Deposits	82,76,380	82,76,380
Provision for Inter Corporate Deposits	(82,76,380)	(82,76,380)
Total Other financial assets	**32,48,00,835**	**18,21,86,172**

* The other financial assets include an amount of Rs.24 lakhs due towards lease rent receivables (considered good) in account Hico Products Ltd. In terms of the judgment pronounced (08 June 2015) by the Honorable High court Bombay, the Official Liquidator disposed off the machinery leased by the company and the sale proceeds of Rs.24 lakhs is held by Official Liquidator pending final outcome of the suit.

Note 9

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 9. Deferred tax (Liabilities) / Assets

in Rs.

Nature - (Liability) / Asset	As at 31-03-2022	As at 31-03-2021
Deferred Tax Liabilities	(93,55,398)	(1,48,48,304)
Deferred Tax Assets	3,98,03,557	4,64,73,575
Net Deferred Tax (Liabilities)/Assets	**3,04,48,159**	**3,16,25,271**

2021-22			
	Opening Balance	**Recognised in Profit or Loss**	**Closing Balance**
Property, plant and equipment	(1,48,48,304)	54,92,906	(93,55,398)
Provisions	24,44,273	12,17,190	36,61,463
Provision for doubtful debts	4,40,29,302	(78,87,208)	3,61,42,094
Total	**3,16,25,271**	**(11,77,112)**	**3,04,48,159**

Note 10

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 10. Other non-current assets

(Considered Good, Unsecured unless stated otherwise)

in Rs.

	As at 31-03-2022	As at 31-03-2021
Deposits with Government, Public bodies and others:		
Advance Income Tax (Net of Provision)	13,20,37,904	11,88,50,086
Disputed Tax Paid AY2007-08	18,00,000	18,00,000
Disputed Tax Paid AY2008-09	1,32,00,000	1,32,00,000
Total non-current assets	**14,70,37,904**	**13,38,50,086**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 11. Inventories

Note 11

in Rs.

	As at 31-03-2022	As at 31-03-2021
Stock on Hire	10,89,60,300	12,24,92,884
Stock on hire receivables	73,96,141	86,07,150
Total	**11,63,56,441**	**13,11,00,035**
Less: Unmatured finance charges	(3,30,91,907)	(3,51,20,541)
Less: Provision for Derecognition	(50,98,830)	(50,98,830)
Less: Provision for NPAs	(7,81,65,704)	(9,08,80,664)
Net	**-**	**-**
Stock in trade	-	-
Total inventories at the lower of cost and net realisable value	**-**	**-**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 12. Loans - Current		**Note 12**
		in Rs.
	As at 31-03-2022	**As at 31-03-2021**
IBMBS CCIL	18,488	39,729
IBMBS Clean Loan	72,603	1,16,798
IBMBS Silver Jubilee Personal Loan	1,71,094	1,27,629
IBMBS Vehicle Loan	-	1,439
Staff Housing Loan	77,245	81,301
Total	3,39,430	3,66,896

		Note 13
Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
Note 13. Trade Receivables		**in Rs.**
	As at 31-03-2022	**As at 31-03-2021**
Stock Broking Clients - Considered Good		
Secured Less than 90 days	2,45,02,819	2,55,35,998
Secured more than 90 days	58,90,572	56,92,129
Unsecured	-	-
Depository Participants - Considered Good		
Secured	-	-
Unsecured	24,17,392	8,22,018
Merchant Banking Services - Considered Good		
Secured	-	-
Unsecured	8,85,000	-
Non-Performing Assets - Considered Doubtful(Unsecured)	2,81,45,689	2,60,80,311
	6,18,41,472	**5,81,30,456**
Provision for NPA doubtful receivables	(2,81,45,689)	(2,60,80,311)
Total Trade Receivables	**3,36,95,783**	**3,20,50,145**

Trade receivables are non-interest bearing and are generally has credit period upto T+2 days

Stock Broking Client Receivables

The Company has obtained power of attorney from the clients to block or debit the securities available in their demat account when there is a delay in payment of dues from them. Hence, the Management has a policy to make provision for the difference between the value of security (Marked to Market as on the reporting date) and the amount receivable. This method of provisioning is more representative of the business activities than the Expected Credit Loss Model as prescribed under Ind AS 109.

Depository Participants

The dues from Depository Participant operations are mainly the Annual charges collected from clients for maintaining and transacting in their demat accounts. The dues over 90 days have already been provided 100% and 90 days is the normal collection period. The dues less than 90 days are very less and amount to **Rs.24,17,392.** The Management has taken a call not to provide on these balances using the Expected Credit Loss Model as the impact will be immaterial.

Trade Receivable Agenig Schedule

Particulars	**Outstanding for following periods from due date of payment***				
	Less than 6 months	**6 months to 1 year**	**1 to 2 years**	**2-3 years**	**More than 3 years**
(i) Undisputed Trade Receivables - considered good	**2,48,26,142.99**	**43,48,541.93**			
(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					
(vii) Disputed Trade Receivables - Others *					**45,21,097.76**

* The dues are backed by Fixed Deposit Receipts more than the value of the dues outstading which are lien marked in favaour of the Company

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 14. Cash and Cash Equivalents-Current		**Note 14**
		in Rs.
	As at 31-03-2022	**As at 31-03-2021**
Balances with banks:		
On current accounts	3,15,83,620	5,14,82,865
On Fixed deposit accounts - Original maturity 3 months or less	5,68,47,841	4,30,15,183
Interest on Fixed deposit accounts - Original maturity 3 months or less	40,25,704	19,49,658
Funds allocated for Proprietary Tradng in current account	-	-
Cash on hand	283	28,297
Stamps on hand	7,14,075	6,54,324
Total	**9,31,71,523**	**9,71,30,327**

Note 15. Other Bank Balances - Current		**Note 15**
	As at 31-03-2022	**As at 31-03-2021**
Other bank balances:		
Clients Unsettled Funds Account	41,60,182	3,80,304
Unpaid dividend accounts	-	-
On Fixed deposit accounts - Original maturity 3 months or less - Given under Lien	1,53,20,291	1,45,31,646
Interest on Fixed deposit accounts - Original maturity 3 months or less - Given under Lien	6,93,573	7,32,871
Fixed Deposits with maturity more than 3 months and less than 12 months	6,88,40,457	12,05,72,564
Interest on Fixed Deposits with maturity more than 3 months and less than 12 months	8,55,575	36,95,188
Fixed Deposits with maturity more than 3 months and less than 12 months - Given under Lien	14,88,22,722	12,91,04,251
Interest on Fixed Deposits with maturity more than 3 months and less than 12 months - Given under Lien	83,44,836	43,40,786
Total	**24,70,37,636**	**27,33,57,610**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 16. Other Financial assets - Current		**Note 16**
		in Rs.
	As at 31-03-2022	**As at 31-03-2021**
Other financial assets - amortized cost		
Margin Money with exchanges	72,00,000	4,17,10,000
Deposits with stock exchanges	46,00,000	21,60,000
Security deposit - Clients	10,33,520	10,33,520
Security deposits - Internet, leaseline deposits, etc	2,66,475	2,66,475
Other Deposits	3,46,564	3,26,564
Advance Recoverable in cash or kind		
Rent Advance	7,73,300	7,08,300
Festival Advance/IB Int free Salary Advance	2,07,533	3,99,983
Receivable from stock exchanges	6,95,981	3,78,295
Sundry Receivables	59,228	75,653
Clearing Settlement account	50,42,931	50,42,931
Less: Provision for Clearing Settlement	(50,42,931)	(50,42,931)
Total Other fincancial assets	**1,51,82,601**	**4,70,58,790**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 17. Other current assets		**Note 17**
(Considered Good, Unsecured unless stated otherwise)		
		in Rs.
	As at 31-03-2022	**As at 31-03-2021**
Prepaid expenses	28,17,547	18,52,272
GST input credit	5,57,570	4,47,494
Sales Tax Recoverable	2,80,889	2,80,889
Others	2,92,000	-
Total other current assets	**39,48,006**	**25,80,655**

		Note 18
Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
Note - 18. Equity Share Capital		**in Rs.**
	As at 31-03-2022	**As at 31-03-2021**
Authorised Capital		
100000000 Equity Shares of Rs.10 each	1,00,00,00,000	1,00,00,00,000
Issued Capital		
44410000 Equity Shares of Rs.10 each	44,41,00,000	44,41,00,000
Subscribed and Paid-up Capital		
44378200 Equity Shares of Rs.10 each fully paid up	44,37,82,000	44,37,82,000

Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Rs.10 each per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pay dividends in indian Rupees. The dividend if any proposed by the Board of Directors is subject to the approval of share holders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, holders of equity shares will be entitled to receive remaining assets of the Company. The distribution will be in the proportion to equity shareholding.

Of the above, no shares are issued for consideration other than cash.

Details of shareholders holding more than 5% of total shares of the Company

Particulars	**As at 31-03-2022**		**As at 31-03-2021**	
	Nos	**%**	**Nos**	**%**
Indian Bank	28772800	64.84	28772800	64.84

Details of Shareholding of Promoters

Shares held by promoters at the end of the year				% Change during the year
Sl.No.	Promoter Name	No. of Shares	%age of total Shares	
1	**Indian Bank**	28772800	64.84	Nil

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
Note - 19. Other equity		**Note 19**
		in Rs.
	As at 31-03-2022	**As at 31-03-2021**
Retained earnings		
Balance at the beginning of the year	20,13,86,480	16,07,95,186
Add: Current year Profits	6,96,36,433	4,05,91,294
Balance at the end of the Quarter/year	**27,10,22,913**	**20,13,86,480**
Other reserves - Other Comprehensive Income		
Opening Balance	(23,58,429)	(25,10,318)
Remeasurement of Defined Benefit Obligation	**(11,22,423)**	**1,51,889**
	(34,80,851)	**(23,58,429)**
General reserve	26,75,42,061	19,90,28,051
Total other equity	**26,75,42,061**	**19,90,28,051**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
Note 20 Current Borrowings		**Note 20**
		in Rs.
	As at 31-03-2022	**As at 31-03-2021**
Cash credit and overdrafts facilities from banks	-	-
Credit balance in current accounts	-	-
Total	**-**	**-**

The overdraft balances disclosed above are fully secured by the Fixed deposits held with the respective banks.

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
Note 21. Trade Payables		**in Rs.**
	As at 31-03-2022	**As at 31-03-2021**
Due to Micro Small & Medium Enterprises	57,80,500	-
Due to other than Micro Small & Medium Enterprises	-	
	57,80,500	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. The entire closing balancerepresents the principal amount payable to these enterprises. There are no interests due oroutstanding on the same."

i. The principal amount due thereon remaining unpaid to any supplier as at the end of the year	57,80,500	
a) Principal (all are within agreed credit period and not due for payment)	57,80,500	-
b) i. Interest (as no amount is overdue)	-	-
ii. The amount of interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 0f 2006) ("MSMED Act") along with the amount of the payment made to the supplier beyond the appointed day	-	-
iii.The amount of interest due and payable for the year of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act	-	-
iv.The amount of interest accrued and remaining unpaid at the end of the year	-	-
v.The amount of interest remaining due and payable even in the succeeding years for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act	-	-

Trade Payable Agenig Schedule

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
(i) MSME	**57,80,500**				**57,80,500**
(ii) Others					
(iii) Disputed - MSME					
(iv) Disputed dues - Others					

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022

Note 22. Other Financial Liabilities		**Note 22**
		in Rs.
	As at 31-03-2022	**As at 31-03-2021**
Security Deposit received - Others	13,38,185	9,73,709
Other Deposits	3,40,734	1,46,338
Outstanding Liabilities	1,07,82,388	38,06,694
Dividend / Rights payable to Clients	11,81,708	11,45,214
Credit Card Payable	73,799	-
Other Payables to Exchanges and clients	6,47,282	6,53,789
Total other financial liabilities	**1,43,64,096**	**67,25,744**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
Note 23. Short Term Provisions		**Note 23**
		in Rs.
	As at 31-03-2022	**As at 31-03-2021**
Provision for Leave Encashment	1,24,66,073	95,59,705
Total	**1,24,66,073**	**95,59,705**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
Note 24. Current Tax Assets / (Liabilities)		**Note 24**
		in Rs.
	As at 31-03-2022	**As at 31-03-2021**
Advance Tax & TDS - AY 20-21	15,00,000	15,00,000
Less: Provision for tax	(3,34,59,110)	(1,95,82,033)
Total Current Tax Assets / (Liabilities)	**(3,19,59,110)**	**(1,80,82,033)**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
Note 25. Other current liabilities		**Note 25**
		in Rs.
	As at 31-03-2022	**As at 31-03-2021**
TDS Payable	3,02,223	1,84,918
Credit Balances in Broking and DP Accounts	16,26,07,113	16,06,73,677
Client's Unsettled Funds account*	41,60,182	3,80,304
Provident Fund Payable	8,04,260	7,05,521
ESI Payable	4,150	-
Bonus Payable	5,82,093	6,27,390
GST Payable	25,52,001	20,34,371
Stamp Duty to be remitted to Government	-	41,056
Professional Tax Payable	-	-
Other liabilities	46,469	35,540
Total	**17,10,58,491**	**16,46,82,777**

***Unsettled Client Balances**

Where the Company is unable to settle the Clients Balances due to non-availability of client's bank account and demat account details and non-traceability of client, after taking all efforts to trace the clients to settle their funds and securities lying with the Company, the funds outstanding to be paid were set aside during June 2020 with UCC wise proper Audit Trial in a separate bank account as per Exchange circular Ref:06/2020 dated 10.02.2020.

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
		Note 26
Note 26. Revenue from Operations		**in Rs.**
	For the period ended	
	31-03-2022	**31-03-2021**
Income from Operations		
Merchant Banking Income	1,11,15,000	3,00,000
Income from Mutual Fund distribution	11,81,680	8,79,028
Stock Broking Membership Operations	13,88,47,699	10,62,90,954
Depository Participant Operations	2,51,62,322	1,26,45,362
Total	**17,63,06,701**	**12,01,15,344**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
		Note 27
Note 27. Other Income		**in Rs.**
	For the period ended	
	31-03-2022	**31-03-2021**
Rental Income	-	14,73,061
Reversal of Provisions	3,86,44,366	4,39,43,692
Profit on Tangible Assets Sold / Discarded (Net)	-	1,53,498
Profit on Sale of Investments	12,79,378	2,17,672
Profit on Investments through Fair Value	7,95,737	
Miscellaneous Income	23,793	14,921
Interest Income		
Fixed Deposits with Banks	2,80,22,898	2,86,46,776
Others	2,25,786	1,50,884
Total	**6,89,91,958**	**7,46,00,504**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
		Note 28
Note 28. Cost of Services		**in Rs.**
	For the period ended	
	31-03-2022	**31-03-2021**
NSDL Transaction Charges	19,83,361	13,35,091
Share Transfer Fees	3,17,910	3,02,078
Unrealised GST/Transaction charges/Stamp charges borne on behalf of clients	63,78,536	36,85,279
Total Cost of Services	**86,79,807**	**53,22,448**

Note 29. Finance Costs		Note 29
		in Rs.
	For the period ended	
	31-03-2022	31-03-2021
Interest Expense	1,50,00,000	1,50,00,000
Other Borrowing Costs	67,733	2,39,668
Total	**1,50,67,733**	**1,52,39,668**

Note 30. Employee Benefit Expense		Note 30
		in Rs.
	For the period ended	
	31-03-2022	31-03-2021
Salaries, Wages and Bonus	6,03,73,832	5,05,48,314
Gratuity Expenses	14,54,024	25,56,317
Contribution to Provident and Other Funds	52,49,774	49,74,803
Staff Welfare Expenses	21,76,241	21,80,636
Total	**6,92,53,871**	**6,02,60,070**

Note 31. Depreciation and amortization expense		Note 31
		in Rs.
	For the period ended	
	31-03-2022	31-03-2021
Depreciation of tangible assets (Note 4a)	7,83,512	9,11,487
Depreciation on Investment Properties (Note 4b)	7,77,576	7,77,577
Amortisation of Intangible Assets (Note 5)	4,29,168	1,62,068
Total	**19,90,256**	**18,51,132**

Note 32. Other Expense		Note 32
		in Rs.
	For the period ended	
	31-03-2022	31-03-2021
Rent	22,45,878	25,18,502
Postage and Telephone	6,78,357	5,71,259
MPLS & other connectivity charges	21,00,492	18,13,195
Data Center Charges	7,70,400	7,70,400
Repairs and maintenance - Machinery	33,08,152	30,98,999
Repairs and maintenance - Vehicles	1,01,257	2,29,138
Electricity Charges	11,86,723	11,15,642
Subscription Charges	12,53,514	13,79,690
Listing Fees	5,40,000	5,40,000
Bank Charges	13,677	26,881
Insurance	1,51,453	75,494
Rates and Taxes	4,53,483	4,60,243
Travelling and Conveyance	1,29,945	1,69,133
Printing, Stationery and Communication	5,15,067	3,00,132
Advertisement and Publicity	3,70,215	5,04,750
Business Development Expense	3,92,640	2,70,148
Loss on Tangible Assets Sold / Discarded (Net)	25,031	-
Auditor's Remuneration (Note a)	7,00,000	6,35,000
Professional Charges	66,09,401	13,51,924
Internal Audit Fees	5,50,000	4,80,000
Directors' Sitting Fees	4,68,000	2,74,000
Expenditure on Corporate Social Responsibility (Refer Note b below)	-	26,25,526
Loss on Sale of Investments	-	1,75,292
Interest - Others	2,51,360	-
Expenses towards AGM	1,44,386	1,15,400
Auction Penalty / Misdeals	1,41,059	55,446
SEBI Turnover Fees	1,29,843	55,343
Other Expenses	4,51,609	3,77,986
Total	**2,36,81,942**	**1,99,89,523**

(a) Auditor's Remuneration		
	For the period ended	
	31-03-2022	31-03-2021
As Auditor:		
Audit fee	4,50,000	4,00,000
Tax audit fee	1,00,000	80,000
Limited review	1,50,000	1,20,000
In other capacity:		
Company law matters		
Other services (Certification fees)	-	35,000
Total	**7,00,000**	**6,35,000**
(b) Details of CSR expenditure:		
	For the period ended	
	31-03-2022	31-03-2021
a) Gross amount spent during the year	-	26,25,526
(i) Education		
(ii) Others	-	26,25,526
Total	**-**	**26,25,526**
Exceptional Items		
	For the period ended	
	31-03-2022	31-03-2021
Profit on sale of Non Current Investment	-	-
Provision for Impairment of Tangible Assets	-	-
Prior year expenses	-	-
Total	**-**	**-**

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		
		Note 33
Note 33. Provisions and Write Offs		in Rs.
	As at 31-03-2022	As at 31-03-2021
Provision for NPAs on Stock Broking & DP operations	20,81,869	8,17,288
Provision for diminution on investments	7,03,359	9,087
Write off of Client Dues	-	7,074
Write off of Other Dues	3,83,08,522	4,23,76,395
Total	**4,10,93,750**	**4,32,09,844**

Notes forming part of Standalone Financial Statements for the year ended 31 March 2022		Note 34
Note 34. Income Tax Expense		
Profit or loss section		
		in Rs.
	31-Mar-22	31-Mar-21
Current Tax:		
Current income tax charge	1,43,40,254	12,53,903
Mat Tax credit utilised for the year	0	0
Adjustments in respect of current income tax of previous year	0	0
Deferred Tax:	15,54,613	69,97,965
Income Tax expense reported in the statement of profit and loss	**1,58,94,867**	**82,51,868**
Other Comprehensive Income(OCI) section	**-**	**-**

Notes forming part of Standalone Financial Statements for the year ended 31 March 2022 **Note 35**

Employee benefit plans

Defined contribution plans

The eligible employees of the Company are entitled to receive benefits under Provident Fund, a defined contribution plan in which both employees and the company makes monthly contributions at a specified percentage of the covered employees' salary, the contributions as specified under the Law are paid to the Provident Fund and Pension Fund to the provident fund authorities.

Leave Encashment - The eligible Leave encashment liability to the employees other than those deputed by Indian Bank has been provided for on the basis of actuarial valuation based on number of days unutilised leave at each reporting date. The actuarial gain or loss is recognised in the Statement of Profit and Loss as per Ind AS 19.

The total expense recognised in profit or loss of Rs. 52,49,774 (for the year ended March 31, 2021 Rs.49,74,803) represents contributions payable to these plans by the Company at rates specified in the rules of the plans.

Gratuity

Defined benefit plans

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days' salary payable for each completed year of service. Vesting occurs upon the completion of five years of service. The Company makes an annual contribution to gratuity fund established as a Trust through a Group Gratuity Policy with Life Insurance Corporation of India. The Company's liability towards Gratuity is actuarially determined at the reporting date using the Project Unit Credit (PUC) method. Actuarial gains and losses on gratuity are recognised in Other Comprehensive Income as per Ind AS 19.

These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk Since the company contributes to an approved Gratutiy Fund, it is not exposed to any risk.

The principal assumptions used for the purposes of the actuarial valuations were as follows.

"(A) i) Salary escalation by taking into account inflation, seniority, promotion, and other factors mentioned in para 90 of Ind AS 19 ii) Expected rate of return plan assetsiii) Attrition rate by reference to past experience and expected future experience and includes all types of withdrawals other than death but including those due to disability.(B) It is assumed that the active members of the scheme will experience in service mortality in accordance with the Indian Assured Lives Mortality (2012-14) Ultimate Table. (C) Discount Rate has been determined by reference to market yields on 28-02-2022 on Government bonds of term consistent with estimated term of the obligations as per para 83 of Ind AS19. The source for determining the market yields is the Zero Coupon Sovereign Rupee Yield Curve estimated by the Clearing Corporation of India Limited (CCIL) as on 28-02-2022.(D) As per the Company's accounting policy actuarial gains and losses are recognized as per paras 127,128 and 129 of Ind AS19."

"Gratuity is payable as per Payment of Gratuity Act, 1972. In terms of the same Gratuity is computed by multiplying last drawn salary [Basic salary including Dearness Allowance if any] by completed years of continuous service with part thereof in excess of six months and again by 15/26. Act provides for a vesting period of 5 years for withdrawal and retirement and a monetary ceiling on gratuity payable to an employee on separation, as may be prescribed under the Payment of Gratuity Act, 1972, from time to time. However, in cases where an enterprise has more favourable terms in this regard the same has been adopted."

	Valuation as at	
	31-Mar-22	**31-Mar-21**
Discount rate(s)	6.99%	6.83%
Expected rate(s) of salary increase	5%	5%

Amounts recognised in Statement of profit and loss in respect of defined benefit plans are as follows.		
	31-Mar-22	**31-Mar-21**
Service cost:		
Current service cost	3,36,030	12,45,412
Expected Return on Plan Assets	(11,39,501)	8,67,210
Net interest expense	10,14,041	9,15,972
Net Actuarial (gain) / loss recognised in the year	14,99,924	(2,02,973)
Components of defined benefit costs recognised in profit or loss	**27,10,494**	**28,25,621**

The current service cost and the net interest expense for the year are included in the 'Employee benefits expense' line item in the statement of profit and loss. The remeasurernent of the net defined benefit liability is included in other comprehensive income.

The amount included in the consolidated balance sheet arising from the entity's obligation in respect of its defined benefit plans is as follows:

	31-Mar-22	**31-Mar-21**
Present value of funded defined benefit obligation	1,82,26,005	1,52,94,514
Fair value of plan assets	1,66,06,755	1,55,98,048
Net Asset arising from defined benefit obligation	**(16,19,250)**	**3,03,534**

Movements in the present value of the defined benefit obligation are as follows.		
	31-Mar-22	**31-Mar-21**
Opening defined benefit obligation	1,52,94,514	1,44,77,169
Current service cost	13,36,030	12,45,412
Interest cost	10,14,041	9,15,972
Remeasurement (gains)/losses:	14,76,701	(1,04,445)
Benefits paid	(8,95,281)	(12,39,594)
Closing defined benefit obligation	**1,82,26,005**	**1,52,94,514**

Movements in the fair value of the plan assets are as follows.		
	Year ended	Year ended
	31-Mar-22	31-Mar-21
Opening fair value of plan assets	1,55,98,048	1,16,07,030
Expected Return on Plan Assets	(11,39,501)	8,67,210
Actuarial Gain or (Loss) on Plan Assets	(23,223)	98,528
Contributions	30,66,712	42,64,874
Benefits paid	(8,95,281)	(12,39,594)
Closing fair value of plan assets	**1,66,06,755**	**1,55,98,048**

Additional Disclosures required under IND AS 19 (All amounts are in Rupees)		
1.1 Date of valuation	**31-03-2022**	**31-03-2021**
1.2 Average Duration of Defined Benefit Obligations [in years]	8.40	8.40
1.3 Sensitivity Analyses		
A. Discount Rate + 50 BP	7.49%	7.33%
Defined Benefit Obligation [PVO]	1,75,94,251	1,47,39,691
Current Service Cost	13,73,150	12,80,577
B. Discount Rate - 50 BP	6.49%	6.33%
Defined Benefit Obligation [PVO]	1,88,97,644	1,58,85,646
Current Service Cost	14,88,715	13,95,579
C. Salary Escalation Rate + 50 BP	5.50%	5.50%
Defined Benefit Obligation [PVO]	1,89,36,974	1,59,19,051
Current Service Cost	14,92,166	13,98,842
D. Salary Escalation Rate - 50 BP	4.50%	4.50%
Defined Benefit Obligation [PVO]	1,75,51,703	1,47,03,440
Current Service Cost	13,69,446	12,77,063
BP denotes "Basis Points"		
1.4 Expected Contributions in Following Years [mid - year cash flows]		
Year 1	NA	NA
Year 2	NA	NA
Year 3	NA	NA
Year 4	NA	NA
Year 5	NA	NA
Next 5 Years	NA	NA
"NA " denoted " Not Available"		
1.5 Expected Benefit Payments in Following Years [mid - year cash flows]		
Year 1	15,58,453	12,78,010
Year 2	15,26,959	12,74,776
Year 3	15,10,044	12,48,146
Year 4	31,53,329	12,34,318
Year 5	19,80,361	25,98,437
Next 5 Years	87,16,388	77,49,785

Notes forming part of Standalone Financial Statements for the year ended 31 March 2022 **Note 36**

Employee benefit plans

Leave Encashment - The eligible Leave encashment liability to the employees other than those deputed by Indian Bank has been provided for on the basis of actuarial valuation based on number of days unutilised leave at each reporting date. The actuarial gain or loss is recognised in the Statement of Profit and Loss as per Ind AS 19.

1. The principal assumptions used for the purposes of the actuarial valuations were as follows.

"1. As per the enterprise's assertion the following are the basis for fixing various parametersi) Salary escalation by taking into account inflation, seniority, promotion, and other factors mentioned in para 90 of Ind AS 19 ii) Expected rate of return plan assetsiii) Attrition rate by reference to past experience and expected future experience and includes all types of withdrawals other than death but including those due to disability.2 It is assumed that the active members of the scheme will experience in service mortality in accordance with the Indian Assured Lives Mortality (2012-14) Ultimate Table. 3. Discount Rate has been determined by reference to market yields on 28-02-2022 on Government bonds of term consistent with estimated term of the obligations as per para 83 of Ind AS19. The source for determining the market yields is the Zero Coupon Sovereign Rupee Yield Curve estimated by the Clearing Corporation of India Limited (CCIL) as on 28-02-2022.4. Projected Unit Credit (PUC) actuarial method has been used to assess the Plan's liabilities, including those related to death-in-service and incapacity benefits.5 As per the Enterprise's accounting policy actuarial gains and losses are recognized as per paras 127,128 and 129 of Ind AS19.6. A liability for Compensated absences arises in respect of leave to credit as on valuation date on account of i) availment in future ii) encashment during service in future iii) on

separation. Accordingly, in carrying out an actuarial valuation of compensated absence liability, it is assumed that part of the accumulated leave as on the valuation date will get availed in future and a part will get encashed. The leave which gets availed whilst in service is valued on employee's cost to company [CTC] basis whereas the leave encashment is valued on the basis of the criteria specified in the company's leave encashment policy. It is assumed that that leave availed and encashed is first taken out of entitlement after the valuation date and then only if necessary out of balance brought forward from the valuation date."

2. General Description of the Type of Plan

Salient Features of the Earned Leave Plan

Features	Description
Encashment of carried forward leave allowed on separation	YES
Encashment of carried forward leave allowed during remaining service period	YES
Availment of carried forward leave during remaining service period	As per Enterprise Rules
Number of leave days credited per year	18
Maximum number of leave days that can be carried forward upto the date of separation	240
Contingencies under which leave encashment is allowed on separation	All types of separation from the enterprise
Salary Qualifying for leave availment	CTC
Salary Qualifying for leave Encashment	As per Enterprise Rules
Divisor used for calculating the salary per day based on monthly salary	30 days

3.0 Assumptions made and Results of the valuation		
3.1 Date of valuation	**31-03-2022**	**31-03-2021**
3.2 Employee Profile		
Age of Retirement	58	58
Number of employees	81	90
Total monthly relevant salary for leave	34,25,447	29,49,209
Average monthly relevant salary for leave	42,289	32,769
Total monthly cost to company [CTC]	36,56,597	32,06,909
Average monthly cost to company[CTC]	45,143	35,632
Average Age	39	38
Average past service	11	9
Total Number of Leave days [EL] carried forward	8,965	8,834
Average Number of Leave days [EL] carried forward	111	98
Estimated Average Future working life	10	10
3.3 Assumptions:		
Discount rate as per para 83 of Ind AS 19	6.99%	6.83%
Expected rate of return on Plan Assets	0.00%	0.00%
Rate of increase in compensation levels	5.00%	5.00%
Attrition rate fixed by Enterprise	7.00%	7.00%
Expected Utilization Pattern of Carried Forward Leave Days.		
• Proportion of Leave availment	10.00%	10.00%
• Proportion of encashment during service	10.00%	10.00%
• Proportion of encashment on separation	80.00%	80.00%

3.5 FUNDING MECHANISM	**Unfunded**	
4.1 SUMMARY OF KEY RESULTS		
PRESENT VALUE OF OBLIGATION	**1,24,66,073**	**95,59,705**

I. PRINCIPAL ACTUARIAL ASSUMPTIONS		
[Expressed as weighted averages]	**31-03-2022**	**31-03-2021**
Discount Rate	**6.99%**	**6.83%**
Rate of increase in compensation levels	**5.00%**	**5.00%**
Attrition Rate	**7.00%**	**7.00%**
Expected rate of return on Plan Assets	**0.00%**	**0.00%**

All amounts are in Rupees

II. CHANGES IN THE PRESENT VALUE OF THE OBLIGATION (PVO)		
PVO as at the beginning of the period	95,59,705	91,75,621
Interest Cost	6,32,013	5,88,067
Current service cost	4,53,039	4,18,454
Past service cost	0	0
Benefits paid	(6,12,432)	(5,57,996)
Actuarial loss/(gain) on obligation (balancing figure)	24,33,748	(64,441)
PVO as at the end of the period	1,24,66,073	95,59,705

III. CHANGES IN THE FAIR VALUE OF PLAN ASSETS - RECONCILIATION OF OPENING AND CLOSING BALANCES:		
Fair value of plan assets as at the beginning of the period	**0**	0
Expected return on plan assets	0	0
Contributions	6,12,432	5,57,996
Benefits paid	(6,12,432)	(5,57,996)
Actuarial gain/(loss) on plan assets [balancing figure]	0	0
Fair value of plan assets as at the end of the period	0	0

IV. ACTUAL RETURN ON PLAN ASSETS		
Expected return on plan assets	0	0
Actuarial gain (loss) on plan assets	0	0
Actual return on plan assets	0	0

V. ACTUARIAL GAINS AND LOSSES RECOGNIZED		
Actuarial gain (loss) for year - obligation	(24,33,748)	64,441
Actuarial gain (loss) for year - plan assets	0	0
Subtotal	(24,33,748)	64,441
Actuarial (gain) / loss recognized	24,33,748	(64,441)
Unrecognized actuarial gains (losses) at the end of the period	0	0

VI. AMOUNTS RECOGNISED IN THE BALANCE SHEET AND RELATED ANALYSES		
Present value of the obligation	1,24,66,073	95,59,705
Fair value of plan assets	0	0
Difference	1,24,66,073	95,59,705
Liability recognized in the balance sheet	1,24,66,073	95,59,705

VII. EXPENSES RECOGNISED IN THE STATEMENT OF PROFIT AND LOSS:		
Current service cost	4,53,039	4,18,454
Interest on obligation	6,32,013	5,88,067
Expected return on plan assets	0	0
Net actuarial (gain)/loss recognised during the period	24,33,748	(64,441)
Past service cost	0	0
Expenses recognized in the statement of profit and loss	35,18,801	9,42,080

VIII. MOVEMENTS IN THE LIABILITY RECOGNIZED IN THE BALANCE SHEET		
Opening net liability	95,59,705	91,75,621
Expense as above	35,18,801	9,42,080
Contribution paid	(6,12,432)	(5,57,996)
Closing net liability	1,24,66,073	95,59,705

IX. AMOUNT FOR THE CURRENT PERIOD		
Present Value of obligation	1,24,66,073	95,59,705
Plan Assets	0	0
Surplus (Deficit)	(1,24,66,073)	(95,59,705)
Experience adjustments on plan liabilities -(loss)/gain	(26,48,933)	(97,364)
Impact of change in assumptions on plan liabilities - (loss) / gain	2,15,184	1,61,805
Experience adjustments on plan assets -(loss)/gain	0	0

X. MAJOR CATEGORIES OF PLAN ASSETS (AS PERCENTAGE OF TOTAL PLAN ASSETS)		
Government of India Securities	0.00%	0.00%
State Government Securities	0.00%	0.00%
High Quality Corporate Bonds	0.00%	0.00%
Equity shares of listed companies	0.00%	0.00%
Property	0.00%	0.00%
Special Deposit Scheme	0.00%	0.00%
Funds managed by Insurer	0.00%	0.00%
Others (to specify)	0.00%	0.00%
Total	0.00%	0.00%

XI. Enterprise's Best Estimate of Contribution During Next Year	0	0

Notes forming part of Standalone Financial Statements for the year ended 31 March 2022 **Note 37**

Contingent Liabilities

A Disputed demand on taxes

i) Income Tax **Rs.Lakhs**

	2021-22			2020-21		
Asst Year	**Tax Demand**	**Interest**	**Total**	**Tax Demand**	**Interest**	**Total**
1992-93*	71.59	43.43	115.02	71.59	43.43	115.02
1998-99	32.13	0.00	32.13	32.13	0.00	32.13
2007-08**	462.02	155.45	617.47	462.02	155.45	617.47
2008-09***	832.56	296.49	1129.05	832.56	296.49	1129.05
2009-10	76.40	19.87	96.27	76.40	19.87	96.27
2014-15	18.72	6.09	24.81	18.72	6.09	24.81
Total	1493.42	521.33	2014.75	1493.42	521.33	2014.75

*****Relating to disputed tax pertaining to AY 1992-93, the Tribunal at the hearing held on 25.01.22 has accepted our written submissions and arguments and has passed order giving the relief requested by us. Consequent to the Tribunal, the Assessing Officer will now pass an order giving effect to the same substantially reducing the demand and the same is not passed till 31/03/2022.

****** The company has paid Rs. 18 lakhs for this Assessment Year in terms of the orders passed by the CIT on the stay petition filed by the company.

******* The company has paid Rs. 132 lakhs for this Assessment Year in terms of the orders passed by the CIT and High Court, Madras on the stay petition filed by the company.

ii) Sales Tax demand disputed in appeal – Rs.26.04 lakhs (Previous year Rs.26.65 lakhs).

"B Guarantees - Counter guarantee issued to bank for guarantees – Nil (Previous Year- Nil)

C Estimated amount of contracts remaining to be executed on capital account and not provided for – Nil (Previous Year - Nil).

Notes forming part of Standalone Financial Statements for the year ended 31 March 2022

Note 38. Disclosure in respect of Related Parties pursuant to Ind AS 24 **Note 38**

The Company has identified all related parties and transactions with the related parties as per details given below:

Name	Relationship
Indian Bank	Holding Company
Ind Bank Housing Limited	Fellow Subsidiary
Key Management Personnel	Mr. V Haribabu President & Whole Time Director and CFO
Key Management Personnel	CS. Chitra M A Company Secretary & Compliance Officer

Transactions with Holding Company – Indian Bank

Rs.Lakhs

Particulars	**2021-22**	**2020-21**
Borrowings – OD With Indian Bank, Nandanam	0.00	0.00
Deposit – Current Accounts	137.14	186.22
Placement of Deposits	3616.92	3400.54
Interest paid on overdraft facilities	0.68	2.40
Interest paid on Right to Recompense	150.00	150.00
Amount paid for transfer for E-AB DP Business	0.00	11.00
Interest received on Fixed Deposits Placed	190.35	210.19
Receiving of services – Rent Paid	21.71	24.59
Transactions with fellow subsidiary – Ind Bank Housing Limited - Nil		

Managerial Remuneration: Rs.Lakhs

Name	Designation		2021-22	2020-21
Mr. V Haribabu	President & Whole Time /CFO (From 28.02.2022/03.09.2021)	Salary	12.74	0.00
		Contribution to PF	0.73	0.00
Mr. Sesha Sai P L V K	President & Whole Time Director (Upto 27.06.2020)	Salary	0.00	3.96
		Contribution to PF	0.00	0.20
Mr. A Rajaraman	President & Whole Time Director (Upto 30.11.2021)	Salary	13.70	10.60
		Contribution to PF	0.86	0.73
Mr. U Rajkumar	Vice President & CFO (Upto 02.09.2021)	Salary	4.65	10.40
		Contribution to PF	0.35	0.79
Mrs. Chitra M A	Company Secretary & Compliance Officer (from 29.01.2022)	Salary	2.20	0.00
		Contribution to PF	0.24	0.00
Mr. V Balamurugan	Company Secretary & Compliance Officer (Upto 28.01.2022)	Salary	6.88	6.62
		Contribution to PF	0.72	0.81
Sitting Fees paid to Non – Whole Time Independent Directors			4.68	2.74

President and Whole Time Director of the Company is on deputation from Indian Bank and the remuneration is in accordance with the service rules of the said Bank and also in terms of appointment as 'Whole Time Director' by the shareholders of the Company.
Vice President & CFO of the Company is on deputation from Indian Bank and the remuneration is in accordance with the service rules of the said Bank.
Company Secretary & Compliance Officer has been recruited directly by the company and the remuneration is in accordance with the terms of offer of employment given by the company.

Notes forming part of Standalone Financial Statements for the year ended 31-Mar-22

Note 39.Segment information **Note 39**

Information reported to the Chief Operating Decision Maker (CODM - Board of Directors) for the purposes of resource allocation and assessment of segment performance focusses on the Company as a whole. Hence, the management has concluded that the Company has only one segment.

Notes forming part of Standalone Financial Statements for the year ended 31.03.2022		**Note. 40**
Earnings per Share	**As at 31-03-2022**	**As at 31-03-2021**
Basic earnings per share		
From continuing operations	1.57	0.91
From discontinued operations	-	-
Total basic earnings per share	**1.57**	**0.91**
Diluted earnings per share		
From continuing operations	1.57	0.91
From discontinued operations	-	-
Total diluted earnings per share	**1.57**	**0.91**
Basic earnings per share		
The earnings and weighted average number of equity shares used in		
the calculation of basic earnings per share are as follows.		
Profit for the year attributable to owners of the Company	6,96,36,433	4,05,91,294
Earnings used in the calculation of basic earnings per share	6,96,36,433	4,05,91,294
Earnings used in the calculation of basic earnings per share from	**6,96,36,433**	**4,05,91,294**
continuing operations		
Weighted average number of equity shares for the purposes of basic	4,43,78,200	4,43,78,200
earnings per share		
Diluted earnings per share		
The earnings used in the calculation of diluted earnings per share are as follows.		
Earnings used in the calculation of basic earnings per share	6,96,36,433	4,05,91,294
Interest on convertible notes (after tax at 30%)	-	-
Earnings used in the calculation of diluted earnings per share Profit for the year	6,96,36,433	4,05,91,294
from discontinued operations attributable		
Others [describe]	-	-
Earnings used in the calculation of diluted earnings pershare from continuing operations"	**6,96,36,433**	**4,05,91,294**

The weighted average number of equity shares for the purpose of diluted earnings per share reconciles to the weighted average number of equity shares used in the calculation of basic earnings per share as follows:		
Weighted average number of equity shares used in the calculation of basic earnings per share	4,43,78,200	4,43,78,200
Shares deemed to be issued for no consideration in respect of:		
- employee options	-	-
- partly paid equity shares	-	-
- convertible notes	-	-
- others [describe]	-	-
Weighted average number of equity shares used in the calculation of diluted earnings per share	**4,43,78,200**	**4,43,78,200**

Notes forming part of Standalone Financial Statements for the year ended 31 March 2022

Note. 41

Financial instruments

Capital management

The Company manages its Capital to ensure that it continues as a Going Concern while maximising the return to its stakeholders through the optimisation of equity balance.

The capital structure of the Company does not consist of any debt. The business activities are carried out using internal accruals and the equity balance of the Company.

Categories of financial instruments		
	As at 31 March 2022	**As at 31 March 2021**
Financial Assets - Non-current		
(a) Investments		
Other Investments mandatorily measured at Amortised Cost	-	-
Other Investments mandatorily measured at FVTPL	1,29,57,969	79,63,967
Other Investments mandatorily measured at FVTOCI	15,000	15,000
(b) Other financial assets - Mandatorily measured at Amortised Cost	32,48,00,835	18,21,86,172
Financial Assets - Current		
(a) Loans	3,39,430	3,66,896
(b) Trade receivables	3,36,95,783	3,20,50,145
(c) Investment - mandatorily measured at FVTPL	-	-
(d) Cash and Cash Equivalents	9,31,71,523	9,71,30,327
(e) Other Bank Balances	24,70,37,636	27,33,57,610
(f) Other financial assets	1,51,82,601	4,70,58,790
Financial Liabilities - Current		
(a) Borrowings	-	-
(b) Other financial liabilities	1,43,64,096	67,25,744
The carrying amount reflected above represents the Company's maximum exposure to credit risk for such Financial assets.		

Financial risk management objectives

The Company has fixed prudential limits for giving exposure to its clients and also has a elaborate collection process for mitigating the risks. The exposure norms prescribed by various statutory authorities (SEBI, NSDL and RBI) are being adhered to. The risk management policy shall be reviewed every two years.

The risks include market risk, credit risk and liquidity risk.

Market Risk

The Company is not exposed to market risks due to foreign currency exchange rates and interest rates as there are no borrowings and no transactions in foreign currency.

Credit risk management

The credit risk associated with broking comprises failure of the client, intermediary, clearing agents and the exchanges in meeting their respective payment obligations. The Company has a power of attorney to sell the underlying securities when there is delay in receipts from the customers at its discretion. The Company also has fixed margin requirements which have to be adhered to by the customers in order to transact with the Company. Hence, the Company's exposure to credit risk is minimal.

Interest Rate Risk Management

The Company has not obtained any borrowings. Hence, it has no exposure due to interest rate fluctuations.

Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term funding and liquidity management requirements. The liquidity management requirements for the Company are minimal as there are no fund based operations.

Fair value measurements

This note provides information about how the Company determines fair values of various financial assets and financial liabilities.

Some of the Company's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets and financial liabilities are determined (in particular, the valuation technique(s) and inputs used).

Financial assets / financial liabilities	Fair value as at		Fair valuehierarchy	Valuationtechnique(s) and key input(s)
	31-03-2022	31-03-2021		
1) Investments in equity instruments - FVTPL(quoted)	Listed equity securities in various companies - aggregate fairvalue of Rs.1,29,57,969	Listed equity securities in various companies - aggregate fair value of Rs.79,63,967	Level 1	Quoted prices in active market
2) Investments in Bought Out Deals - FVTOCI (Unquoted)	Bought Out Deals in various companies -aggregate fair value of Rs. 15,000	Bought Out Deals in various companies - aggregate fair value of Rs. 15,000	Level 2	Prices quoted by an independent valuer

Footnote 1: These investments in equity instruments are not held for trading. Instead, they are held for medium or long-term strategic purpose. Upon the application of Ind AS 109, the Company has accounted these investments in equity instruments as at FVTPL.

Footnote 2: These investments in Bought out deals are not held for trading. Instead, they are held for medium or long-term strategic purpose. Upon the application of Ind AS 109, the Company has accounted these investments in equity instruments as at FVTOCI.

Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

Except as detailed in the following table, the directors consider that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values.

Particulars	As at 31 March 2022		As at 31 March 2021	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets - Non-Current				
(a) Investments				
Other Investments at Amortised Cost	-	-	-	-
Other Investments at FVTPL	1,29,57,969	1,29,57,969	79,63,967	79,63,967
Other Investments at FVTOCI	15,000	15,000	15,000	15,000
(b) Other financial assets	32,48,00,835	32,48,00,835	18,21,86,172	18,21,86,172

Financial Assets - Current				
(a) Loans	3,39,430	3,39,430	3,66,896	3,66,896
(b) Trade receivables	3,36,95,783	3,36,95,783	3,20,50,145	3,20,50,145
(c) Investment at FVTPL	-	-	-	-
(d) Cash and Cash Equivalents	9,31,71,523	9,31,71,523	9,71,30,327	9,71,30,327
(e) Other Bank Balances	24,70,37,636	24,70,37,636	27,33,57,610	27,33,57,610
(f) Other financial assets	1,51,82,601	1,51,82,601	4,70,58,790	4,70,58,790

Financial liabilities				
Financial liabilities held at amortised cost:				
Financial Liabilities				
(a) Borrowings	-	-	-	-
(b) Other financial liabilities	1,43,64,096	1,43,64,096	67,25,744	67,25,744

31 March 2022

Particulars	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets				
(a) Investments				
Other Investments at FVTPL	1,29,57,969	-	-	**1,29,57,969**
Other Investments at FVTOCI	-	15,000	-	**15,000**
(b) Other financial assets	-	32,48,00,835	-	**32,48,00,835**
Financial Assets - Current				
(a) Loans	-	3,39,430	-	**3,39,430**
(b) Trade receivables	-	3,36,95,783	-	**3,36,95,783**
(c) Investment at FVTPL	-	-	-	**-**
(d) Cash and Cash Equivalents	-	9,31,71,523	-	**9,31,71,523**
(e) Other Bank Balances	-	24,70,37,636	-	**24,70,37,636**
(f) Other financial assets	-	1,51,82,601	-	**1,51,82,601**
Total	**1,29,57,969**	**71,42,42,808**	**-**	**72,72,00,777**
Financial liabilities held at amortised cost:				
Financial Liabilities				
(a) Borrowings	-	-	-	**-**
(b) Other financial liabilities	-	1,43,64,096	-	**1,43,64,096**
Total	**-**	**1,43,64,096**	**-**	**1,43,64,096**

31 March 2021

Financial assets				
(a) Investments				
Other Investments at FVTPL	79,63,967	-	-	**79,63,967**
Other Investments at FVTOCI	-	15,000	-	**15,000**
(b) Other financial assets	-	18,21,86,172	-	**18,21,86,172**
Financial Assets - Current				
(a) Loans	-	3,66,896	-	**3,66,896**
(b) Trade receivables	-	3,20,50,145	-	**3,20,50,145**
(c) Investment at FVTPL	-	-	-	**-**
(d) Cash and Cash Equivalents	-	9,71,30,327	-	**9,71,30,327**
(e) Other Bank Balances	-	27,33,57,610	-	**27,33,57,610**
(f) Other financial assets	-	4,70,58,790	-	**4,70,58,790**
Total	**79,63,967**	**63,21,64,940**	**-**	**64,01,28,907**
Financial liabilities held at amortised cost:				
Financial Liabilities				
(a) Borrowings	-	-	-	**-**
(b) Other financial liabilities	-	67,25,744	-	**67,25,744**
Total	**-**	**67,25,744**	**-**	**67,25,744**

Note 42

Notes forming part of Standalone Financial Statements for the year ended 31 March 2022

Note. 42- Ratios

	As at 31 March 2022	As at 31 March 2021
(a) Current Ratio	1.67	2.27
(b) Debt-Equity Ratio	Not Applicable	Not Applicable
(c) Debt Service Coverage Rario	Not Applicable	Not Applicable
(d) Return on Equity Ratio	0.10	0.06
(e) Inventory Turnover Ratio	Not Applicable	Not Applicable
(f) Trade Receivables Turnover Ratio	0.19	0.27
(g) Trade Payables turnover Ratio	0.03	0.00
(h) Net Capital Turnover Ratio	1.12	0.47
(i) Net Profit Ratio	0.49	0.41
(j) Return on Capital Employed	0.10	0.06
(k) Return on Investment	0.10	0.06

Note 43

Notes forming part of Standalone Financial Statements for the year ended 31 March 2022

Note. 43 - Tax Reconciliation

Particulars	**31.03.2022**	**31.03.2021**
Profit before tax	8,55,31,300	4,88,43,162
Applicable tax rate	25.17%	25.17%
Computed Tax exp	2,15,26,518	1,22,93,824
Tax effect of :		
Expenses allowed / disallowed	(73,34,512)	(96,19,604)
On other tax rate / heads	1,48,249	2,21,205
Current Tax provision	1,43,40,255	28,95,426
Total Tax for the year	16.77%	5.93%

Note 44

Notes forming part of Standalone Financial Statements for the year ended 31-Mar-22

Note 44.Code on Social Security

The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020, and invited suggestions from stakeholders which are under consideration by the Ministry. The Company will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

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