

SIMTO INVESTMENT COMPANY LIMITED

40th ANNUAL REPORT

For the year ended March 31, 2024

SIMTO INVESTMENT COMPANY LIMITED

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SIMTO INVESTMENT COMPANY LIMITED

BOARD OF DIRECTORS:

Mr. Suprakash Mukhopadhyay

Mr. Amit N. Dalal

Mr. P. Venkatesalu

Mr. Mehrab Irani

Mrs. Sandhya Kudtarkar

Mr. Kurush Jal Daruwalla

BANKERS:

ICICI Bank Limited

AUDITORS:

M/S. N. S. Buhariwalla & Associates

Chartered Accountants

CHIEF FINANCIAL OFFICER AND MANAGER:

Ms. Varsha Pawar

COMPANY SECRETARY AND CHIEF COMPLIANCE OFFICER:

Mr. Karan Ganatra

REGISTERED OFFICE:

Simto Investment Company Limited

CIN: U67120MH1983PLC031632

Elphinstone Building,

10 Veer Nariman Road

Mumbai – 400 001.

Tel: 91 22 66657051 / 91 22 66657187

Fax: 91 22 6665 7917

SIMTO INVESTMENT COMPANY LIMITED

NOTICE

NOTICE is hereby given that the Fortieth Annual General Meeting (AGM) of **SIMTO INVESTMENT COMPANY LIMITED** will be held through Video Conferencing / Other Audio-Visual Means on Thursday, July 4, 2024 at 11.30 a.m. (IST), at shorter notice, 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 March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare Dividend/Coupon on Compulsory Convertible Preference Shares for the financial year ended March 31, 2024.
3. To appoint a Director in place of Mr. Amit N. Dalal (DIN:00297603), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. Change in Terms of Appointment of Ms. Varsha V. Pawar as Manager:

To consider and, if thought fit, to pass with or without modification the following Resolution as a Special Resolution:

“RESOLVED THAT in continuation to the resolution passed by the Members at its Annual General Meeting held on September 11, 2023 and pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the Company be and hereby approves the revised terms of remuneration of Ms. Varsha V. Pawar, as Chief Financial Officer and Manager of the Company with effect from May 15, 2024 upto March 23, 2028, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of her appointment), with liberty to the Board of Directors of the Company (hereinafter referred to as “the Board”) to alter and vary the terms and conditions of the said appointment and remuneration in such manner as may be agreed to between the Board and Ms. Varsha V. Pawar.

RESOLVED FURTHER THAT the Board (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorized to take all such steps as may be necessary, proper and expedient and to do any acts, deeds and matters to give effect to this Resolution.”

By Order of the Board

Karan Ganatra
Company Secretary and Chief Compliance Officer
ACS No.: 64026

Mumbai, May 14, 2024

Registered Office:

Simto Investment Company Limited

2nd Floor, Elphinstone Building,

10, Veer Nariman Road,

Mumbai – 400 001.

CIN: U67120MH1983PLC031632

Tel: 91 22 6665 7051/ 91 22 6665 7187

Fax: 91 22 6665 7917

NOTES:

1. In terms of General Circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and Circular No. 09/2023 dated 25th September 2023 (collectively referred to as ‘MCA Circulars’) issued by the Ministry of Corporate Affairs (‘MCA’), the Annual General Meeting (“AGM”) of the Company is held through Video Conferencing or Other Audio Visual Means (“VC / OAVM”), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”) and the MCA Circulars, the AGM of the Company is convening through VC/OAVM on July 4, 2024. The deemed venue for the meeting will be 2nd Floor, Elphinstone Building, 10, Veer Nariman Road, Mumbai – 400 001.
2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
3. Corporate Members intending to send their authorised representative to attend the AGM are required to send a duly certified scanned copy of their resolution authorizing them to attend and vote through VC/OAVM on their behalf at the AGM by e-mail to kganatra@tata.com.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Meeting link will be sent 2 (two) days in advance of the scheduled date for the Meeting at the registered email address of the Authorised Representatives appointed by the Companies/Body Corporate (Shareholders).
6. Since the number of Members are less than 50, the voting shall be conducted through show of hands, unless demand for a poll is made by any member in accordance with Section 109 of the Act. In case of a poll on any resolution at the AGM, members are requested to convey their vote at the designated email ID i.e. kganatra@tata.com
7. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.
8. Members who would like to express their views or ask questions during the AGM may raise the same at the meeting or send them (mentioning their name and folio no.) at least 3 days prior to the date of the EGM by email to kganatra@tata.com
9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act will be available electronically for inspection by the Members during the AGM. The same can be accessed by writing an e-mail to kganatra@tata.com
10. In case any member requires any technical assistance to attend the meeting, he/she may reach out to the Company on 91 22 6665 7196/ 91 22 6665 7187.

EXPLANATORY STATEMENT

The following Explanatory Statement, as required under Section 102 of the Companies Act, 2013 ("Act") sets out all material facts relating to the business under Item No. 4 of the accompanying Notice dated May 14, 2024.

Item No. 4:

The Board of Directors at its meeting held on March 24, 2023 had appointed Ms. Varsha V. Pawar as Manager of the Company for a term of five years from March 24, 2023 to March 23, 2028, subject to the approval of the Members. Subsequently, the Members at its Annual General Meeting held on September 11, 2023 approved the appointment of Ms. Varsha V. Pawar as the Chief Financial Officer and Manager at NIL remuneration.

Further, the Board of Directors at its meeting held on May 14, 2024, had considered and approved change in terms of appointment of Ms. Varsha V. Pawar specifically the remuneration payable to her, for which approval from the Members is sought.

A brief profile of Ms. Pawar is given below:

Ms. Varsha V. Pawar is an alumna of IIM Calcutta Executive Education (2016-17, EPAF – Batch XI) and a Chartered Accountant and has also completed ICWAI(Intermediate). She has various Finance certifications to her credit over the years. She started her career with Tata Group after completing her CA. She is associated with the Group for approx. 20 years now. She has vast experience in the Treasury and Finance field, varying from Fund management and Fund placement- cash and liquidity, fixed income instruments, Fund raising through IPO/ Rights

issuances/ private placements/ Borrowings etc. and option trading. She was a core team member for Tata Consultancy Services Limited, IPO in 2004.

Further details of Ms. Pawar have been given in the Annexure to this Notice. The main terms and conditions of appointment of Ms. Pawar (hereinafter referred to as “Manager”) are given below:

I. General Information:

- a. Nature of industry:** Simto Investment Limited is a non-banking financial company (NBFC) registered with the Reserve Bank of India under the category of Investment Company.
- b. Date or expected date of commencement of commercial production:** The Company was incorporated on December 22, 1983.
- c. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable
- d. Financial Performance based on given indicators:** Financial Performance forms part of the Annual Report.
- e. Foreign Investment or collaborations, if any:** The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company.

II. Information About the Appointee:

- a. Background details:** As mentioned in the brief profile.
- b. Past Remuneration:** NIL
- c. Recognition or awards:** NIL
- d. Job profile and his/her suitability:**
 - (i) Management of day-to-day operations and affairs of the Company and such other duties as may be assigned by the Board of Directors, from time to time, subject to the superintendence, directions and control of the Board.
 - (ii) Review market environment and decide on tactical investment/trading strategies.
 - (iii) Responsible for ensuring that the various processes for investment management are implemented as appropriate.
 - (iv) Actively manage the Investments & Derivative Portfolio of the Company.
- e. Remuneration Proposed:**
 - i. Basic Salary:** Rs. 1,81,486 per month
 - ii. Allowances:** Rs. 2,51,975 per month
 - iii. Retirals:** Rs. 48,652 per month

The annual increments in Basic and / or increase in Allowances will be effective from 1st April of each year, as may be decided by the Board on the recommendation of the NRC, based on merit, taking into account the Company's performance.

iv. Benefits and Perquisites:

- a. Contribution to Provident Fund @12% of Basic Salary as per the Rules of the Company.
- b. Contribution to Gratuity Fund as per the Rules of the Company.
- c. Hospitalisation and major medical expenses for self, spouse and dependent children, as per the Rules of the Company.
- d. Leave and encashment of unavailed leave in accordance with the Rules of the Company.
- e. Telecommunication facilities include Broadband, Internet, and Fax.

- v. Incentive Remuneration:** Incentive Remuneration could be paid annually, at the discretion of the Board, based on certain performance criteria and such other parameters as may be considered appropriate from time to time. The Board, on recommendation of the NRC, will take appropriate decision on payment of commission or incentive remuneration, after taking into consideration the performance of the Company on certain defined qualitative and quantitative parameters (as decided by the Board from time to time), industry benchmarks of remuneration and individual performance.

- f. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):** The proposed remuneration has been considered by the NRC as well as the Board of Directors of the Company, to be in line with the remuneration being drawn by similar positions in the industry.

- g. Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any:** Ms. Pawar and her relatives are deemed to be concerned or interested in the resolution. None of the other Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested in the aforesaid Resolutions.

III. Other Information:

- a. Reasons of loss or inadequate profits –** The Company is in the business of exploring short term wealth generating opportunities in equity markets. Apart from investing through cash market, the Company undertakes to write cash covered puts for stock purchase and covered calls for exploiting divestment opportunities. By this process the Company enhances the business income through option premium. As on March 31, 2024, the asset size of the Company was ~Rs. 560 crore and the total income generated for the year ended March 31, 2024 was Rs 100.94 crore. The total income constitutes dividend income, interest income and net gain on fair value changes including income from derivative transactions.

Contrary to the above, in case of adverse / unfavorable market conditions, it may lead to significant reduction in profits.

Presently, there is no inadequacy of profits for payment of remuneration, however, to enable the continuity in payment of remuneration, it is proposed to seek the approval of members by special resolution.

b. Steps taken or proposed to be taken for improvement – Not Applicable

c. Expected increase in productivity and profits in measurable terms - Not Applicable

Duties: Management of day-to-day operations and affairs of the Company and such other duties as may be assigned by the Board of Directors, from time to time, subject to the superintendence, directions and control of the Board.

The Manager shall carry out such duties as may be entrusted to her by the Board from time to time and separately communicated to her and exercise such powers as may be assigned to her, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

The Manager shall not exceed the powers so delegated by the Board.

Other terms:

- a) The Manager shall not be interested or otherwise concerned, directly or through her spouse and/or children, in any selling agency of the Company.
- b) The terms and conditions of the appointment of the Manager may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard, in such manner as may be agreed to between the Board and the Manager, subject to such approvals as may be required.
- c) The appointment may be terminated by either party by giving to the other party six months' notice of termination.
- d) If at any time, the Manager ceases to be in employment of the Company for any reason whatsoever, she will cease to be a Manager of the Company.
- e) The employment of the Manager may be terminated by the Company without notice or payment in lieu of notice:
 - If the Manger is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company to which he is required by the Agreement to render services; or
 - In the event of any serious repeated or continuing breach (after prior warning) or non-observance by the Manager or any of the stipulations contained in the Agreement;
 - In the event the Board expresses its loss of confidence in the Manager.
- f) In the event the Manager is not in a position to discharge her official duties due to any physical or mental incapacity, the Board shall be entitled to

terminate her contract on such terms as the Board may consider appropriate in the circumstances.

- g) Upon the termination by whatever means of the Manager's employment:
- the Manager shall immediately tender her resignation from offices held by her in any subsidiaries and associated companies without claim for compensation for loss of office;
 - the Manager shall not without the consent of the Company at any time thereafter represent herself as connected with the Company or any of the subsidiaries or associated companies.
- h) The terms and conditions of appointment of Manager also include clauses pertaining to adherence to the Tata Code of Conduct, no conflict of interest with the Company, non-solicitation, non-competition, maintenance of confidentiality, etc.

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor.

Except Ms. Pawar and her relatives, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution at Item No. 4 of the Notice.

Ms. Pawar is not related to any other Director of the Company. The details of the Manager along with a brief profile forms part of the Notice.

The Board commends the Resolution at Item No. 4 of the accompanying Notice for approval of the Members through Special Resolution.

Details of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting

[Pursuant to Secretarial Standard- 2 on General Meetings]

Name of the Director	Mr. Amit N. Dalal
Director Identification No. (DIN)	00297603
Date of Birth and Age	31.01.1963 – Aged: 61 years
Date of first Appointment	31.08.2012
Expertise in specific functional areas	Finance & Investment
Brief Profile	Mr. Amit Dalal has obtained his MBA from the University of Massachusetts, USA. He is the Executive Director of Tata Investment Corporation Ltd. and a Director on the Board of various companies and is associated with Charitable Institutions.
Qualifications	B.Com., MBA (Massachusetts, USA.)
No. of Shares held in the Company	NIL
Relationships with Directors and Key Managerial Personnel	None
Terms and Conditions of appointment / re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013
Directorships held in other public companies (excluding Private Company, Section 8 and Foreign companies)	Tata Investment Corporation Limited Sutlej Textiles & Industries Limited Avadh Sugar & Energy Limited
Remuneration last drawn and sort to be paid	Sitting Fees (No remuneration is paid apart from sitting fees)
Position held in mandatory committees of other companies of other companies	<p>Tata Investment Corporation Limited</p> <p>Member:</p> <ol style="list-style-type: none"> 1. Stakeholders' Relationship Committee; 2. Corporate Social Responsibility Committee; 3. Asset Liability, Risk Management Committee; <p>and</p> <ol style="list-style-type: none"> 4. IT Strategy Committee. <p>Sutlej Textiles & Industries Limited.</p> <p>Chairman: Stakeholders' Relationship Committee.</p> <p>Member:</p> <ol style="list-style-type: none"> 1. Audit Committee; and 2. Corporate Social Responsibility Committee.

Name of the Manager	Ms. Varsha V. Pawar
Director Identification No. (DIN)	-
Date of Birth and Age	26.10.1972, 51 Years
Date of first Appointment	24.03.2023
Expertise in specific functional areas	Treasury & Finance
Brief Profile	Ms. Varsha V. Pawar is an alumna of IIM Calcutta Executive Education (2016-17, EPAF – Batch XI) and a Chartered Accountant and has also completed ICWAI(Intermediate). She has various Finance certifications to her credit over the years. She started her career with Tata Group after completing her CA. She is associated with the Group for approx. 20 years now. She has vast experience in the Treasury and Finance field, varying from Fund management and Fund placement- cash and liquidity, fixed income instruments, Fund raising through IPO/ Rights issuances/ private placements/ Borrowings etc. and option trading. She was a core team member for Tata Consultancy Services Limited, IPO in 2004.
Qualifications	Chartered Accountant
No. of Shares held in the Company	NIL
Relationships with Directors and Key Managerial Personnel	None
Terms and Conditions of appointment / re-appointment	As mentioned in the Notice
Directorships held in other public companies (excluding Private Company, Section 8 and Foreign companies)	-
Remuneration last drawn and sort to be paid	NIL
Remuneration sought to be paid	As mentioned in the Notice
Position held in mandatory committees of other companies of other companies	Ewart Investments Limited - Member of Investment Committee

BOARD'S REPORT

TO,

THE MEMBERS OF SIMTO INVESTMENT COMPANY LIMITED,

The Directors are pleased to present their Fortieth Annual Report with the Audited Financial Statement for the year ended March 31, 2024.

FINANCIAL HIGHLIGHTS (under Ind AS):

Particulars	(₹ in lacs)	
	Year ended 31.3.2024	Year ended 31.3.2023
Total Income	10,093.67	744.50
Total Expenses	3,455.15	1,018.83
Profit / (loss) before tax	6,638.52	(274.33)
Less: Tax Expenses	1,217.39	288.22
Profit / (loss) after tax	5,421.13	(562.55)
Opening balance of retained earnings	5,437.39	6,240.82
Transfer to Statutory Reserve	(1084.50)	-
Other expenses	(54.98)	(240.88)
Closing balance of retained earnings	9,719.04	5,437.39
Earnings Per Share Basic and Diluted (Rupees) (Refer Note 10 of the financial statement)	3,566,532.89	(3,68,197.14)

During the financial year ended March 31, 2024, the Company earned a total income of ₹10,093.67 lacs (previous year ₹744.50 lacs) consisting mainly of dividend income of ₹ 283.91 lacs (previous year ₹ 261.35 lacs), interest income of ₹ 304.11 lacs (previous year ₹ Nil) and Net Gain on Fair Value Changes ₹ 9,505.65 lacs (previous year: ₹ 480.94 lacs). The total profit before tax for the year under review is ₹ 6,638.52 lacs as against loss of ₹ 274.33 lacs for FY 2022-23, whereas the profit after tax for the year under review stands at ₹ 5421.13 lacs as against loss of ₹ 562.55 lacs for FY 2022-23.

TRANSFER TO RESERVES:

In accordance with the provisions of Section 45-IC of the Reserve Bank of India Act, 1934, applicable to the Company as a Non-Banking Financial Companies ("NBFC"), the Company has transferred an amount of Rs. 1,084.50 lacs, being 20% of the Profit after Tax for the year under review.

DIVIDEND:

The Directors do not recommend any dividend on the equity share capital of the Company.

The Directors at their Meeting held on May 14, 2024, considered and recommended payment of Dividend coupon to the preference shareholders based on the agreed terms for the financial year ended March 31, 2024.

DEPOSITS:

The Company has not accepted any public deposits during the year under review.

SHARE CAPITAL:

The paid-up Equity Share Capital as on March 31, 2024, was ₹ 1.52 Crore. During the year under review, the Company has issued, 8.70%, 25,000 Cumulative Compulsory Convertible Preference Shares ("CCPS") having a face value of ₹ 1,00,000/- each at par for cash aggregating to ₹ 2,50,00,00,000/- (Rupees Two Hundred and Fifty Crore) and 8%, 15,000 Cumulative Compulsory Convertible Preference Shares ("CCPS") having a face value of ₹ 1,00,000/- each at par for cash aggregating to ₹ 1,50,00,00,000/- (Rupees One Hundred and Fifty Crore) on rights basis to the existing equity shareholders of the Company, in proportion to their existing equity shareholding in the paid-up share capital of the Company.

REGISTERED OFFICE:

The registered office of the Company is at 2nd Floor, Elphinstone Building, 10 Veer Nariman Road, Mumbai – 400001.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The provisions of Section 186 of the Companies Act, 2013 ("the Act") pertaining to investment, guarantee and lending activities are not applicable to the Company since the Company is an NBFC whose principal business is dealing in securities. During the year under review, the Company has not provided any guarantee.

RELATED PARTY TRANSACTIONS:

There were no materially significant Related Party Transactions entered into by the Company during the year 2023-24 including with Directors which may have a potential conflict with the interest of the Company at large. There are no transactions to be reported in Form AOC-2 and hence it is not part of the report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

In accordance with the provisions of the Act and the Company's Articles of Association, Mr. Amit Dalal retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. A resolution seeking Shareholder approval for his reappointment forms part of the Notice.

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees for the purpose of attending meetings of the Board/Committee of the Company as applicable.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on March 31, 2024, are: Ms. Varsha V. Pawar, Chief Financial Officer & Manager and Mr. Karan Ganatra, Company Secretary and Chief Compliance Officer of the Company.

Details pertaining to the Director seeking re-appointment together with other directorships and committee membership have been given in the annexure to the Notice of the AGM in accordance with the requirements of the Secretarial Standard-2 on General Meetings.

BOARD MEETINGS:

During the year under review, Eight Board Meetings were held. The Board Meetings were held on May 4, 2023, July 13, 2023, August 3, 2023, August 25, 2023, September 21, 2023, November 7, 2023, January 24, 2024, and March 5, 2024. The intervening gap between the Board Meetings was within the period prescribed under the Act.

AUDIT COMMITTEE:

The Company has an Audit Committee in terms of Section 177 of the Act comprising of Mr. Kurush Jal Daruwalla – Chairman of the Committee, Mrs. Sandhya S Kudtarkar and Mr. Amit Dalal as members. The Committee has been constituted on March 24, 2023. During the year under review, the Committee met three times. The details of meetings held during the year have been provided in the Corporate Governance Report.

INDEPENDENT DIRECTORS:

The provisions of Section 149 of the Act relating to the appointment of Independent Directors are applicable to the Company.

Mrs. Sandhya Kudtarkar and Mr. Kurush Jal Daruwalla were appointed as Independent Directors of the Company with effect from March 24, 2023 and April 4, 2023 respectively and were regularised in the previous AGM. Both the Independent Directors confirm their independence and other statutory requirements under the Act.

NOMINATION AND REMUNERATION COMMITTEE:

The Company has a Nomination and Remuneration Committee in terms of Section 178 of the Act comprising of Mr. Kurush Jal Daruwalla – Chairman of the Committee, Mrs. Sandhya S Kudtarkar and Mr. Amit Dalal as members. The Committee has been constituted on March 24, 2023. During the year under review no meetings were held.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

In terms of section 135 and Schedule VII of the Companies Act, 2013, the Board of Directors has constituted a CSR Committee under the Chairmanship of Mr. S. Mukhopadhyay, Mr. A. N. Dalal and Mr. Kurush Jal Daruwalla are the other members of the Committee.

The CSR committee of the Board has also framed a CSR policy. The Annual Report on CSR activities is annexed herewith as “Annexure A”. Since the contribution towards CSR activities for the year under review was Rs. 22 lakh, the Committee did not meet.

RISK MANAGEMENT:

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meeting of the Board of Directors and at the meetings of Risk Management Committee which was held once during the year.

PARTICULARS OF EMPLOYEES:

The information required under Section 197 of the Act read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in the Annexure forming part of the Report. In terms of the first proviso to Section 136 of the Act, the Report and Accounts are being sent to the Shareholders excluding the aforesaid Annexure. Any Shareholder interested in obtaining the same may write to the Company Secretary. None of the employees listed in the said Annexure is related to any Director of the Company.

VIGIL MECHANISM:

The Company has established a vigil mechanism for Directors and employees to report their genuine concerns or grievances. The same is under the preview of the Audit Committee.

DIRECTORS' RESPONSIBILITY STATEMENT:

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal and statutory auditors including audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by Management the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2023-24.

Accordingly, pursuant to Section 134(3)(c) and 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that: -

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- (ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit / loss of the Company for that period;
- (iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) they have prepared the annual accounts on a going concern basis; and
- (v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- (vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company does not have any subsidiary, joint venture or associate company.

POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE:

The Company has adopted a policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder.

The Policy aims to provide protection to employees at the workplace, prevent, and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment. The Company has not received any complaint of sexual harassment during the financial year 2023-24.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has an adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There have been 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 the financial statements relate and the date of the report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

During the year no order has been passed by the Regulators or Courts or Tribunals impacting the Going Concern status and Company's Operation in future. Therefore, the provisions relating to disclosure of details of material orders are not applicable to the Company. However, the Company during the year under review has been identified as a Middle Layer NBFC by the Reserve Bank of India.

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

Being an investment company, the Company's activities involve very low energy consumption and has no particulars to report regarding conservation of energy and technology absorption. However, efforts are made to further reduce energy consumption. During the year under review, there were no foreign exchange earnings and outgo.

SECRETARIAL STANDARDS OF ICSI:

The Company is in compliance with relevant provisions of Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) from time-to-time.

STATUTORY AUDITORS:

M/s. N. S. Buhariwalla & Associates, Chartered Accountants, (Firm Reg. No. 101614W), were appointed as Statutory Auditors of the Company from the conclusion of the Thirty-sixth Annual General Meeting held on September 11, 2020, till the conclusion of Forty-first Annual General Meeting to be held in the year 2025.

As per the provisions of Section 139 of the Act, they have confirmed that they are not disqualified from continuing as Auditors of the Company. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

INTERNAL AUDITORS:

M/s. Dhanbhoora & Company, Chartered Accountants performs the duties of internal auditors of the Company and their report is reviewed by the Board from time to time.

SECRETARIAL AUDITORS:

Pursuant to provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Parikh & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company for FY 2023-24. The Secretarial Audit Report is annexed herewith as "Annexure B".

COST RECORDS AND COST AUDITORS:

The provisions of Cost Audit and Records as prescribed under Section 148 of the Act, are not applicable to the Company.

REPORTING FRAUD:

During the year under review, the Statutory Auditor has not reported any instances of frauds committed in the Company to the Board of Directors under Section 143(12) of the Act.

APPLICATION MADE OR PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:

During the financial period under review, no application was made under the Insolvency and Bankruptcy Code, 2016 ("IBC 2016") by your Company. No proceedings are pending under IBC 2016 against your Company.

PARTICULARS OF VALUATION DONE AT THE TIME OF ONE-TIME SETTLEMENT AND VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS:

During the financial period under review, there were no instances of any one-time settlement against loans taken from Banks or Financial Institutions.

ANNUAL RETURN:

As per the requirements of Section 92(3) of the Companies Act, 2013 ("Act") and Rules framed thereunder, the Annual Return in Form MGT – 7 for FY 2023-24 is prepared and available for inspection if required by any Member.

CORPORATE GOVERNANCE REPORT:

The Corporate Governance Report is appended to this Report.

ACKNOWLEDGEMENTS:

The Board wishes to place on record their sincere appreciation for the continued support which the Company has received from all its stakeholders and above all, its employees.

On behalf of the Board of Directors

S. Mukhopadhyay
Director
DIN: 00019901

Amit N. Dalal
Director
DIN: 00297603

Mumbai: May 14, 2024

Registered Office:

Simto Investment Company Limited

2nd Floor, Elphinstone Building,

10, Veer Nariman Road,

Mumbai: 400 001.

CIN: U67120MH1983PLC031632

Tel: 91 22 6665 7051 / 91 22 6665 7187

Fax: 91 22 6665 7917

ANNEXURE A TO THE BOARD'S REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR)

- | | |
|---|--|
| 1. Brief outline on CSR Policy of the Company. | Simto Investment Company Limited is committed to contributing to the improvement in the quality of life of individuals and empowerment of institutions which serve the community. The Company aims to involve itself in projects and programmes, with due consideration to the environment and existing conditions. Whilst all communities may benefit from the Company's CSR activities, it would focus on those groups that are socially and economically weaker sections. |
| | The Company has framed its CSR Policy in compliance with the provisions of the Companies Act 2013. |
| 2. Composition of CSR Committee:

(No CSR meeting was held during the year) | Mr. S. Mukhopadhyay, Chairman

Mr. A. N. Dalal

Mr. Kurush Jal Daruwalla |
| 3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. | - |
| 4. Executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable. | - |
| 5. a) Average net profit of the company as per sub-section (5) of section 135. | ₹ 1,082 Lacs |
| b) Two percent of average net profit of the company as per sub-section (5) of section 135. | ₹ 22 Lacs |
| c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years. | - |
| d) Amount required to be set-off for the financial year, if any. | - |

e) Total CSR obligation for the financial year [(b)+(c)-(d)].

₹ 22 Lacs

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).

₹ 22 Lacs

(b) Amount spent in Administrative Overheads.

-

(c) Amount spent on Impact Assessment, if applicable.

-

(d) Total amount spent for the Financial Year [(a)+(b)+(c)].

₹ 22 Lacs

(e) CSR amount spent or unspent for the Financial Year.

Total Amount Spent for the Financial Year. (Rs.in lacs)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
22.00	-	-	-	-	-

(f) Excess amount for set-off, if any.

-

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years.

-

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year

-

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of Section 135.

-

Mumbai, May 14, 2024

(S. Mukhopadhyay)
Chairman-CSR Committee
DIN: 00019901

(A. N Dalal)
Director
DIN: 00297603

Annexure to CSR Report point 5 (c) of the CSR Report

(₹ in lacs)

Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project. (State/District)	Amount spent for the project (Rs. In lacs)	Mode of implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
							Name of institution	CSR Registration number
1	Contribution towards Vocational training, assistance for providing education and overall development	Education and Promoting livelihood enhancement projects.	No	Delhi, NCR	2.00	No	Sri Aurobindo Ashram Delhi Branch Trust	CSR0000 0504
2	Protection of culture	Protection of culture	Yes	Mumbai, Maharashtra	10.00	No	Hiralal Parekh Parivar Charity Trust	CSR0000 0249
3	Contribution towards welfare of animals	Animal Welfare	No	New Delhi	10.00	No	Blue Cross Of India	CSR0000 2805

FORM No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
SIMTO INVESTMENT CO LTD

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SIMTO INVESTMENT CO LTD. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information to the extent provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by The Ministry of Corporate Affairs, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31st March, 2024, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March, 2024 according to the provisions of:

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

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (Not applicable to the Company during the audit period)
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (Not applicable to the Company during the audit period)
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; (Not applicable to the Company during the audit period)
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Not applicable to the Company during the audit period)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the audit period)
 - (f) 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; (Not applicable to the Company during the audit period)
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and amendments from time to time; (Not applicable to the Company during the audit period)
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period)
- (vi) Other laws applicable specifically to the Company namely:
 - a) The Reserve Bank of India Act, 1934
 - b) Directions issued under the Reserve Bank of India Act, 1934
 - c) Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 and other directions/notifications issued by RBI from time to time.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.

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

We further report that:

The Board of Directors of the Company is duly constituted with Executive Director and Non-Executive 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 was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, 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.

Decisions at the Board Meetings were taken unanimously.

We further report that there are 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.

We further report that during the audit period following event occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc:

1. During the year, the company has issued following Cumulative Convertible Preference Shares on right issue basis
 - 25,000, 8.70% Cumulative Convertible Preference Shares at face value of Rs. 1,00,000 each ; and
 - 15,000, 8% Cumulative Convertible Preference Shares at face value of Rs. 1,00,000 each
2. During the year, the Company had issued and redeemed the following Commercial Papers ("CPs"):
 - Issued Commercial Papers ("CP") for an aggregate amount of Rs. 60 crore and
 - Redeemed CP for an aggregate amount of Rs. 310 crore.

Place: Mumbai
Date: May 14, 2024

Signature:

For Parikh & Associates
Company Secretaries

Anuja
Hitesh
Parikh

Anuja Parikh
Partner

ACS No: 52937 CP No: 21367
PR No.: 1129/2021

Digitally signed by Anuja Hitesh Parikh
DN: cn=Personal, o=3194,
pseudonym=0A24AC355793A6B2F578
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2.5.4.20=6812c457f1c363b2b57072a25ab
2027d3a569595c557e6a0a9a9ca904a08
-postalCode=400106, st=Maharashtra,
serialNumber=AC7D6E80B48C97FD10638
C4F0980E172359168F91442235F1C09BD
5060CFC, cni=Anuja Hitesh Parikh
Date: 2024.05.14 18:19:07 +05'30'

This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.

Annexure A'

To,
The Members
SIMTO INVESTMENT CO LIMITED

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we 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. Our examination was limited to the verification of procedure 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: Mumbai
Date: May 14, 2024

Signature:

For Parikh & Associates
Company Secretaries

Anuja
Hitesh
Parikh

Digitally signed by Anuja Hitesh Parikh
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pseudoym=4D42ACAC355793A682F57
8918A5054DFBCA31E,
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a08, postalCode=400104, st=Maharashtra,
serialNumber=AACT06E9084C97FD1063
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8D50060CF6, cn=Anuja Hitesh Parikh
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Anuja Parikh
Partner

ACS No: 52937 CP No: 21367
PR No.: 1129/2021

CORPORATE GOVERNANCE REPORT

I. Board of Directors

As on March 31, 2024, the Board of Directors of the Company consists of six Non-Executive Directors, out of which two are Independent Directors. Based on the information received from the Directors, none of them is debarred or disqualified from being appointed or continuing as Directors of companies. Further, none of the Directors is related to each other. None of the Directors or Key Managerial Personnel hold any share in the Company. The Directors have also affirmed that they meet the 'Fit & Proper' criteria on a continuous basis to continue as Directors of the Company as prescribed by the Reserve Bank of India.

Composition of the Board

Sr. No.	Name of Director	Director since	Capacity	DIN	No. of Board Meetings		No. of other Directorships	Remuneration	Number of shares held in the Company
					Held	Attended		Sitting Fees (Rs. in lakh)	
1	Mr. Suprakash Mukhopadhyay	25-04-2019	Non – Executive	00019901	8	8	9	1.60	Nil
2	Mr. Amit Dalal	31-08-2012	Non – Executive	00297603	8	8	3	2.20	
3	Mr. P. Venkatesalu	24-10-2013	Non – Executive	02190892	8	2	8	0.40	
4	Mr. Mehrab Irani	23-06-2017	Non – Executive	07845807	8	8	4	1.75	
5	Mr. Kurush Daruwalla	24-03-2023	Independent Director	00128234	8	8	1	2.35	
6	Mrs. Sandhya Kudtarkar	24-03-2023	Independent Director	00021947	8	8	11	2.35	

Details of change in composition of the Board during the current and previous financial year:

During the previous financial year, Mr. Kurush Daruwalla and Mrs. Sandhya Kudtarkar were appointed as Independent Directors of the Company.

Where an independent director resigns before expiry of her/his term, the reasons for resignation as given by her/him shall be disclosed. – Not applicable

No Directors inter-se are related with other Directors of the Company.

II. Committees of the Board and their Composition

The Company has constituted four Committees of the Board as on March 31, 2024. The details of the Committee along with the extract of terms of reference, category and composition are as follows:

A. Audit Committee

The brief terms of reference of the Audit Committee are as follows:

- recommend for appointment, remuneration and terms of appointment of auditors of the company;
- review and monitor the auditor's independence and performance, and effectiveness of audit process;

- iii. examination of the financial statement and the auditors' report thereon;
- iv. approval or any subsequent modification of transactions of the company with related parties;
- v. scrutiny of inter-corporate loans and investments;
- vi. valuation of undertakings or assets of the company, wherever it is necessary;
- vii. evaluation of internal financial controls and risk management systems;
- viii. monitoring the end use of funds raised through public offers and related matters.

Four Meetings of the Audit Committee were held during the financial year 2023-24 i.e. on May 4, 2023, August 3, 2023, November 7, 2023 and January 24, 2024.

Details of the meetings attended by the Members of the Audit Committee during the financial year 2023-24 are given below:

Sr. No.	Name of Member	Member of Committee since	Capacity	No. of Meetings of the Committee		No. of shares held in the Company
				Held	Attended	
1	Mr. Kurush Daruwalla	24-03-2023	Independent Director	4	4	Nil
2	Mr. Amit Dalal	24-03-2023	Non-Executive Director	4	4	
3	Mrs. Sandhya Kudtarkar	24-03-2023	Independent Director	4	4	

B. Nomination and Remuneration Committee (NRC)

The brief terms of reference of the NRC are as follows:

- i. The Nomination and Remuneration Committee shall identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.
- ii. The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- iii. The Nomination and Remuneration Committee shall, while formulating the policy ensure that—
 - a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
 - b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

No Meeting of NRC was held during the year FY 2023-24.

d) Corporate Social Responsibility Committee (CSR)

The brief terms of reference for the CSR Committee are as follows:

- i. Oversee the company's conduct with regard to its corporate and societal obligations and its reputation as a responsible corporate citizen.
- ii. Oversee activities impacting the quality of life of various stakeholders.
- iii. Monitor the CSR policy and expenditure of the material subsidiaries ("Material Subsidiary" shall have the same meaning assigned to this phrase under the applicable law. However, if the law does not prescribe any definition, then, a subsidiary shall be considered as material if the investment of the company in the subsidiary exceeds twenty per cent of its consolidated net worth as per the audited balance sheet of the previous financial year or if the subsidiary has generated twenty per cent of the consolidated income of the company during the previous financial year.)"

No Meeting of CSR Committee was held during the year FY 2023-24.

e) Asset Liability Management and Risk Management Committee (ALMRC)

The terms of reference of the ALMRC are as follows:

- i. the ALMRC shall formulate and recommend to the Board, an Asset Liability Management Policy in order to manage risks within a framework that includes self-imposed tolerance limits;
- ii. the ALMRC shall be responsible for ensuring adherence to the risk tolerance/limits set by the Board as well as implementing the liquidity risk management strategy of the Company;
- iii. the ALMRC shall delegate the responsibility of liquidity management and interest risk management to Treasury, Finance departments to measure, monitor and report the risk;
- iv. analyse the material risks. It must discuss all risk strategies both at an aggregated level and by type of risk and make recommendations to the Board in accordance with the Group's overall risk appetite;
- v. identify potential intra-group conflicts of interest;
- vi. assess whether there are effective systems in place to facilitate exchange of information for effective risk oversight of the group;
- vii. carry out periodic independent formal review of the group structure and internal controls;
- viii. articulate the leverage of the risk and monitor the same.

One Meeting of the ALMRC were held during the financial year 2023-24 i.e. on March 28, 2024.

Details of the meetings attended by the Members of the RMC during the financial year 2023-24 are given below:

Sr. No.	Name of Member	Member of Committee since	Capacity	No. of Meetings of the Committee		No. of shares held in the Company
				Held	Attended	
1	Mrs. Sandhya Kudtarkar	24-03-2023	Independent Director	1	1	NIL
2	Mr. Kurush Daruwalla	24-03-2023	Independent Director	1	1	
3	Mr. Mehrab Irani	24-03-2023	Non-Executive Director			

III. General Body Meetings

- a. Details of the Annual General Meeting (“AGM”) and the Extra-Ordinary General Meeting (“EGM”) held in the last 3 years:

Sr. No.	Type of Meeting (Annual / Extra-Ordinary)	Date and Place	Special Resolutions Passed
1	EGM	September 21, 2023	<ul style="list-style-type: none"> - Reclassification of Authorised Share Capital of the Company and consequent Alteration of Memorandum of Association - Issuance and allotment of Cumulative Compulsorily Convertible Preference Shares on Rights Basis
2	AGM	September 11, 2023 Mumbai	<ul style="list-style-type: none"> - Appointment of Mrs. Sandhya Kudtarkar (DIN: 00021947) as an Independent Director - Appointment of Mr. Kurush Jal Daruwalla (DIN:00128234) as an Independent Director - Appointment of Ms. Varsha Pawar as Manager - Increase of Authorised Share Capital of the Company and consequent Alteration of Memorandum of Association
3	EGM	March 24, 2023	<ul style="list-style-type: none"> - Reclassification of Authorised Share Capital of the Company and consequent Alteration of Memorandum of Association - Issuance and allotment of Cumulative Compulsorily Convertible Preference Shares on Rights Basis
4	EGM	September 30, 2022	<ul style="list-style-type: none"> - Reclassification and increase of Authorised Share Capital of the Company and consequent - Alteration of Memorandum of Association - Increasing the Borrowing Powers under Section 180(1)(c) of the Companies Act, 2013. - Creation of Charge on the assets of the Company
5	AGM	August 4, 2022	-
6	EGM	February 28, 2022	- Consolidation of Face Value of Equity Shares of the Company
7	AGM	June 28, 2021	-

IV. General Shareholder Information

Details of AGM along with other details are given below:

Corporate Identity Number:

Day, Date and Time: Thursday, July 4, 2024 at 11.30 a.m. (IST)

Venue: VC/OAVM

As per the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, particulars of Directors seeking re-appointment at the ensuing AGM are given in the Notice of the forthcoming AGM.

Financial Year: April 1 to March 31

Dividend Payment: The Board does not recommend dividend for the year.

Address for correspondence: Elphinstone Building, 2nd Floor, 10 Veer Nariman Road, Mumbai - 400 001. Tel: 91 22 6665 8282

V. Details of non-compliance with requirements of the Companies Act, 2013

During the year under review, there were no instances where the Company has failed to comply with the requirements of the Companies Act, 2013, including with respect to compliance with applicable Accounting and Secretarial Standards.

VI. Details of Penalties and Strictures

No penalties or strictures were imposed on the Company during the year under review by the Reserve Bank of India or any other statutory authority.

VII. Breach of covenants

There were no breach of covenant of loan availed or debt securities issued.



N. S. BUHARIWALLA & ASSOCIATES

CHARTERED ACCOUNTANTS

NEVILLE S. BUHARIWALLA

B.Com., FCA

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
SIMTO INVESTMENT COMPANY LIMITED
Report on the Audit of the Financial Statements**

Opinion

We have audited the financial statements of **SIMTO INVESTMENT COMPANY LIMITED**, which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (hereinafter referred to as "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, 2024, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

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

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

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

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

Office : 103, Satyam, 42 Chimbai Road, Bandra, Mumbai - 400 050. ★ Tel.: 2651 4936

Resi. : 201/203, Konark Classic, 85 Hill Road, Bandra, Mumbai - 400 050 ★ Tel.: 2643 3869 / 2640 5029 / 2642 2817

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We also provide those charged with governance with a 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.

Report on Other Legal and Regulatory Requirements

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

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of written representations received from the directors of the Company between 1st April 2024 to 15th April 2024 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in Annexure 'B'.
- (g) With respect to 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 Company has not paid any remuneration to its directors during the year.

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, we further report that:

- i. The Company does not have any pending litigations on its financial position in its financial statements.
 - ii. The Company did not have any Long Term Contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There are no amounts which are 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, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

(c) Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (a) and (b) above contain any material misstatement.
 - v. No dividend has been declared or paid during the year by the company.
 - vi. Audit Trail feature, as mandated by the Companies (Accounts) Rules, 2014 (as amended) with effect from April 1, 2023, has been enabled by the company in the accounting software used by the company. The Company also has set up practices for regular back up of the entire database and its applications.
3. As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government in terms of sub-section 11 of Section 143 of the Act, we give in the "Annexure B" of this report a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable. As Company does not have any subsidiary, joint venture or associate enterprise, consolidated financial statements is not prepared. Hence Paragraph 3(xxii) of Companies (Auditor's Report) Order (CARO) is not applicable.

For **N. S. Buhariwalla & Associates**
Chartered Accountants
(Registration No. 101614W)

N. S. Buhariwalla
Proprietor
(Membership No. 43963)
UDIN: 24043963BJZ60V

Annexure 'A' to the Independent Auditor's Report

Referred to in Para I under 'Report on Other Legal and Regulatory Requirements' of our Report to the members of the Company on the financial statements for the year ended March 31, 2024:

Statement on matters specified in paragraphs 3 and 4 of the Companies (Auditors Report) Order, 2020

- 1 (a)
 - A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - B. The Company does not have any intangible assets.
 - b. All Property, Plant and Equipment have been physically verified by the management during the year. As the number of assets are very less, the Management carries out periodic verification of the same. The system of verification is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
 - c. The company does not have any immovable properties.
 - d. The Company has not revalued its Property, Plant and Equipment during the year.
 - e. According to the information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- 2.(a) The Company does not have any inventory and hence reporting under clause (ii) of the CARO 2020 is not applicable.
- (b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets and hence, reporting under clause 3(ii)(b) of the Order is not applicable to the Company.
3. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, and limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act.
4. The Company has neither granted any loans to any director or person in whom the director is interested, nor made any investments in any company as specified in Section 185 and 186 of the Act. Thus, paragraph 3(iv) of the Order is not applicable.
5. According to the information and explanations given to us, the Company has not accepted any deposits from the public as per the directives issued by Reserve Bank of India and the provisions of sections 73 to 76 or any other applicable provisions of the Act and the rules framed there under. Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
6. Company being in Non-Banking Financial Company, maintenance of cost records is not applicable. Therefore, clause 3 (vi) of the CARO 2020 is not applicable to the Company.

- a). According to the information and explanations given to us and the records examined by us, the Company is generally regular in depositing undisputed statutory dues, including dues pertaining to Income tax and profession tax with the appropriate authorities. As regards statutory dues pertaining to provident fund, employees' state insurance, service tax and cess, the same are not applicable to the company. According to the information and explanations given to us, there are no undisputed dues which have remained outstanding as at the end of the financial year, for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of income tax, service tax, profession tax, provident fund, employee state insurance and other statutory dues which have not been deposited on account of any disputes.
8. According to the information and explanation given to us and based on the records of the Company examined by us, there are no transactions to be recorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
9. a. According to the information and explanation given to us and based on the records of the Company examined by us, the Company has not defaulted in repayment of loans or borrowings or in the payment of interest thereon to the Lender.
- b. According to the information and explanation given to us and based on the records of the Company examined by us, the Company has not been declared as willful defaulter by any bank or financial institution or other lender.
- c. According to the information and explanation given to us and based on the records of the Company examined by us, no term loans have been taken by the Company. Hence, reporting under clause 3(ix)© of the Order is not applicable to the Company.
- d. According to the information and explanation given to us and based on the records of the Company examined by us, and on an overall examination of the financial statements of the company, we report that no funds were raised on short term basis for long term purposes.
- e. According to the information and explanation given to us and based on the records of the Company examined by us, the company does not have subsidiary, associates and joint venture and thus the provisions of para 3(ix)(e) is not applicable.
- f. According to the information and explanation given to us and based on the records of the Company examined by us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, associates or joint ventures.
- 10 a. According to the information and explanation given to us and based on the records of the Company examined by us, during the year Company has not raised any money by way of initial public offer or further public offer. Therefore, clause 3 (x)(a) of the CARO 2020 is not applicable to the Company.
- b. During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.



11. (a) To the best of our knowledge and belief and according to the information and explanation given to us, no fraud by the Company or any fraud on the Company by its officers / employees has been noticed or reported, during the year.
- (b) According to the information and explanations given to us no report under sub-section (12) of Section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules 2014 with the Central Government, during the year and upto to the date of this report.
- (c) As represented to us by the management, there were no whistle blower complaints received by the Company during the year.
12. In our opinion and according to information and explanations given to us, Company is not a Nidhi Company. Therefore, Para 3 (xii) of the CARO 2020 is not applicable to the Company.
13. According to the information and explanations given to us and based on the documents and records produced before us, the transactions with related parties are in compliance with section 177 and 188 of the Act and the details thereof have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. According to the information and explanation given to us and based on our verification of the records of the Company, Company has an internal audit system commensurate with the size and nature of its business. The reports of the Internal Auditors for the year were considered by us.
15. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, associate company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
16. a. The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) and it has obtained the registration.
- b. The company has conducted Non-Banking Financial activities with a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- c. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- d. According to the information and explanation given to us by the management, the Group has five CICs which are registered with the Reserve Bank of India and 2 CICs which are not required to be registered with the Reserve Bank of India.
17. The company has not incurred cash losses in the financial year and the immediately preceding financial year.
18. There has been no resignation of the statutory auditors during the year and accordingly reporting under this clause is not applicable.



9. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report 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 upto to the date of Audit report and we neither give any guarantee nor any assurance that all the 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. a. In respect of other than ongoing projects, the company does not have any amount unspent to be transferred to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- b. There is no amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, which has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act.
21. According to the information and explanation given to us and based on our verification of the records of the Company, Consolidated financial statement is not prepared as there is no subsidiary, joint venture or associate enterprise. Therefore para 3(xxi) of the CARO 2020 is not applicable.

For **N. S. Buhariwalla & Associates**
Chartered Accountants
(Registration No. 101614W)



N. S. Buhariwalla
Proprietor
(Membership No. 43963)
UDIN: 24043963BJWQV930

Mumbai, 14th May 2024

Annexure 'B' to the Independent Auditor's Report

The Annexure referred to in Para 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our Independent Auditors' Report to the members of the Company on the financial statements for the year ended March 31, 2024:

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

We have audited the internal financial controls over financial reporting of SIMTO INVESTMENT COMPANY LIMITED ("the Company") as at March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the 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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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



Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls 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 controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, 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, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **N. S. Buhariwalla & Associates**
Chartered Accountants
(Registration No. 101614W)



N. S. Buhariwalla
Proprietor
(Membership No. 43963)
UDIN: 24043963BJZ WQV
9901

Mumbai, 14th May 2024

SIMTO INVESTMENT COMPANY LIMITED

Balance Sheet as at 31st March, 2024

Particulars	Note No.	(Rs. in lacs)	
		As at 31.03.2024	As at 31.03.2023
ASSETS			
(1) Financial Assets			
(a) Cash and cash equivalents	7.1	9,913.23	65.15
(b) Bank Balance other than (a) above	7.2	22,867.82	-
(c) Receivables			
(i) Trade receivables	7.3	568.16	1,034.20
(d) Investments	7.4	22,507.09	45,793.61
(e) Other Financial assets	7.5	0.20	0.20
(2) Non-financial Assets			
(a) Current tax assets (Net)	7.6	136.91	54.96
(b) Property, plant and equipment	7.7	0.74	0.96
(c) Other non financial assets	7.8	0.96	2.62
Total assets		55,995.11	46,951.70
Liabilities and Equity			
Liabilities			
(1) Financial Liabilities			
(a) Derivative financial instruments	7.9	23.42	42.19
(b) Payables			
(i) Trade Payables	7.1		
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		40.09	2.52
(c) Debt securities	7.11	-	24,043.63
(d) Other financial liability	7.12	42,391.70	15,000.00
		42,455.21	39,088.34
(2) Non-financial liabilities			
(a) Provisions	7.13	0.72	3.14
(b) Current tax Liability (Net)	7.14	0.70	-
(c) Deferred Tax liability	7.15	18.34	-
(d) Other non-financial liabilities	7.16	3.93	4.10
		23.69	7.24
(3) Equity			
(a) Equity share capital	7.17	152.00	152.79
(b) Other equity	7.18	13,364.21	7,703.33
Total equity		13,516.21	7,856.12
Total liabilities and equity		55,995.11	46,951.70

Accompanying Notes are an integral part of the Financial Statements.

In terms of our report attached.
For N. S. Buhariwalla & Associates
 Chartered Accountants
 Registration No. 101614W

Sd/-
N. S. Buhariwalla
 Proprietor
 Membership No. 43963

Sd/-
Varsha V. Pawar
 Chief Financial Officer
 and Manager
 (ACA : 104199)

Sd/-
Karan Ganatra
 Company Secretary and
 Chief Compliance Officer
 (ACS : 64026)

For and on behalf of the Board of Directors

Sd/-
Suprakash Mukhopadhyay
 (00019901)

Sd/-
Amit N. Dalal
 (00297603)

Sd/-
Mehrab N. Irani
 (07845807)

Sd/-
Sandhya Kudtarkar
 (00021947)

Sd/-
Kurush J. Daruwalla
 (00128234)

Mumbai, 14th May, 2024

Mumbai, 14th May, 2024

SIMTO INVESTMENT COMPANY LIMITED

Statement of Profit and Loss for the year ended 31st March, 2024

(Rs. in lacs)			
Particulars	Note No.	Year Ended 31.03.2024	Year Ended 31.03.2023
Revenue from operations			
Dividend Income		283.91	261.35
Interest Income	8.1	304.11	-
Net gain on fair value changes	8.2	9,505.65	480.94
Total Revenue from operations		10,093.67	742.29
Other Income	8.3	-	2.21
Total Income		10,093.67	744.50
Expenses			
Employee Benefits Expenses	8.4	27.62	9.90
Finance costs	8.5	3,321.00	943.62
Depreciation, amortisation and impairment	7.7	0.21	0.06
Other expenses	8.6	106.32	65.25
Total Expenses		3,455.15	1,018.83
Profit Before Tax		6,638.52	(274.33)
Tax Expense:			
(a) Current Tax		1,124.00	312.27
(b) Short / (Excess) provision of tax relating to earlier years		75.05	(24.05)
(b) Deferred Tax		18.34	-
		1,217.39	288.22
Profit After Tax (A)		5,421.13	(562.55)
Other Comprehensive Income			
<i>Items that will not be reclassified to profit or loss:</i>			
- Changes in fair valuation of equity instruments		341.05	(7.69)
- Tax impacts on above		-	-
Other Comprehensive Income (B)		341.05	(7.69)
Total Comprehensive Income for the period (A + B)		5,762.18	(570.24)
Earnings per equity share			
Basic and Diluted (Figures in Rs.)	10	35,66,532.89	(3,68,197.14)

In terms of our report attached.
For N. S. Buhariwalla & Associates
Chartered Accountants
Registration No. 101614W

For and on behalf of the Board of Directors

Sd/-
N. S. Buhariwalla
Proprietor
Membership No. 43963

Sd/-
Varsha V. Pawar
Chief Financial Officer
and Manager
(ACA : 104199)

Sd/-
Karan Ganatra
Company Secretary and
Chief Compliance Officer
(ACS : 64026)

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(07845807)

Sd/-
Sandhya Kudtarkar
(00021947)

Sd/-
Kurush J. Daruwalla
(00128234)

Mumbai, 14th May, 2024

Mumbai, 14th May, 2024

SIMTO INVESTMENT COMPANY LIMITED

Statement of Cash Flows for the year ended 31st March, 2024

	(Rs. in lacs)	
	For the Year ended	
	31.03.2024	31.03.2023
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net profit before tax	6,638.52	(274.33)
<u>Adjustments for :</u>		
Depreciation expense	0.21	0.06
Net gain on fair value changes	(6,852.85)	1,081.19
Adjustments relating to finance cost	3,319.49	943.62
Expenses incurred towards increase in authorised share capital	-	(240.88)
Expenditure towards issue of Cumulative Compulsorily Convertible Preference Shares	(54.98)	-
Loss on derecognition of Property, plant & equipment	0.24	-
Operating profit before working capital changes	3,050.63	1,509.66
Adjustments for :		
Trade Receivables	466.04	363.85
Other non-financial assets	1.66	(2.60)
Other financial assets	(229.82)	17.89
Trade Payables	37.57	(0.31)
Derivative financial instruments	(21.41)	27.76
Provisions	(2.42)	3.14
Other non-financial liabilities	(0.17)	4.09
Cash generated from operations	3,302.08	1,923.48
Direct taxes paid - (Net of refunds)	(1,280.30)	(354.99)
Net cash from operating activities	2,021.78	1,568.49
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of property, plant and equipment	(0.25)	(1.02)
Sale proceeds of property, plant and equipment	0.02	-
Purchase of investments	(8,97,506.59)	(3,27,675.40)
Sale proceeds of investments	9,27,989.18	2,87,539.63
Deposits placed	(25,500.00)	-
Deposits matured	3,000.00	-
Net cash from / (used in) investing activities	7,982.36	(40,136.79)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Borrowings taken	-	2,000.00
Repayment of Borrowings	-	(2,000.00)
Proceeds from Commercial Papers received	5,891.05	23,239.11
Repayment of liability towards Commercial Papers	(31,000.00)	-
Interest Paid on borrowings (other than debt securities)	-	(139.11)
Proceeds from Issue of Cumulative Compulsorily Convertible Preference Shares	25,000.00	15,000.00
Adjustments relating to consolidation of share capital	(47.11)	-
Net cash (used in) / from financing activities	(156.06)	38,100.00
Net increase / (decrease) in cash and cash equivalents (A+B+C)	9,848.08	(468.30)
Cash and cash equivalents at the beginning of the year	65.15	533.45
Cash and cash equivalents at the end of the year	9,913.23	65.15

Notes :

- i) The above standalone statement of cash flows has been prepared under the 'Indirect Method' as set out in Ind AS 7 - 'Statement of Cash Flows'.
- ii) Since the Company is an investment company, purchase and sale of investments have been considered as part of "Cash flow from investing activities" and interest earned (net) of Rs. 304.11 lacs (Previous year Rs. Nil) and dividend earned of Rs. 283.91 lacs (Previous year Rs. 261.35 lacs) have been considered as part of "Cash flow from operating activities".
- iii) Direct taxes paid is treated as arising from operating activities and is not bifurcated between investing and financing activities.
- iv) Cash and cash equivalents included in the Statement of Cash Flows comprises the following balance sheet items :-

	As at 31.03.2024	As at 31.03.2023
	----- (Rupees in lacs) -----	
Cash and cash equivalents as per Balance Sheet	9,913.23	65.15

v) Previous year's figures have been regrouped, wherever necessary.

In terms of our report attached,
For N. S. Buhariwalla & Associates
Chartered Accountants
Registration No. 101614W

For and on behalf of the Board of Directors

Sd/-
N. S. Buhariwalla
Proprietor
Membership No. 43963

Sd/-
Varsha V. Pawar
Chief Financial Officer
and Manager
(ACA : 104199)

Sd/-
Suprakash Mukhopadhyay
(00019901)

Sd/-
Amit N. Dalal
(00297603)

Sd/-
Mehrab N. Irani
(07845807)

Sd/-
Karan Ganatra
Company Secretary and
Chief Compliance Officer
(ACS : 64026)

Sd/-
Sandhya Kudtarkar
(00021947)

Sd/-
Kurush J. Daruwalla
(00128234)

SIMTO INVESTMENT COMPANY LIMITED

Statement of Changes in Equity for the Year ended 31st March, 2024

A. Equity Share Capital

	(Rs.in lacs)	
	2023-24	2022-23
Balance at the beginning of the current reporting period	152.79	152.79
Changes in Equity Share Capital due to prior period errors	-	-
Changes in equity share capital during the current year	(0.79)	-
Balance at the end of the current reporting period	152.00	152.79

B. Other equity

	Reserves and Surplus					Total
	Capital Redemption Reserve	General Reserve	Statutory Reserve (u/s 45-IC of RBI Act, 1934)	Retained Earnings	Equity Instruments Through Other Comprehensive income	
Balance as at April 1, 2022	281.65	173.74	1,678.26	6,240.82	139.98	8,514.45
Profit for the year	-	-	-	(562.55)	-	(562.55)
Other Comprehensive Income for the year	-	-	-	-	(7.69)	(7.69)
Total Comprehensive Income	-	-	-	(562.55)	(7.69)	(570.24)
Stamp duty expenses towards increase in authorised share capital	-	-	-	(240.88)	-	(240.88)
Transfer to/from retained earnings	-	-	-	-	-	-
Balance as at March 31, 2023	281.65	173.74	1,678.26	5,437.39	132.29	7,703.33
Profit for the year	-	-	-	5,421.13	-	5,421.13
Other Comprehensive Income for the year	-	-	-	-	341.05	341.05
Total Comprehensive Income for the year	-	-	-	5,421.13	341.05	5,762.18
Reclassification of gain on sale of FVOCI equity instrument	-	-	-	-	-	-
Adjustment on account of consolidation	-	(46.32)	-	-	-	(46.32)
Expenditure incurred on account of issue of CCPs	-	-	-	(54.98)	-	(54.98)
Transfer to/from retained earnings	-	-	1,084.50	(1,084.50)	-	-
Balance as at March 31, 2024	281.65	127.42	2,762.76	9,719.04	473.34	13,364.21

In terms of our report attached
For N. S. Buhariwalla & Associates
Chartered Accountants
Registration No. 101614W

For and on behalf of the Board of Directors

Sd/-
N. S. Buhariwalla
Proprietor
Membership No. 43963

Sd/-
Varsha V. Pawar
Chief Financial Officer
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Sandhya Kudtarkar
(00021947)

Sd/-
Kurush J. Daruwalla
(00128234)

Mumbai, 14th May, 2024

Mumbai, 14th May, 2024

1 Background Information:

Simto Investment Company Limited referred to as ("The Company") is a non-banking financial company (NBFC) registered with the Reserve Bank of India under the category of Investment Company. The Company is a Systemically Important Non Banking Financial Company (NBFC) as classified by Reserve Bank of India.

The Company is in the business of exploring short term wealth generating opportunities in equity markets. Apart from investing through cash market, the Company undertakes to write cash covered puts for stock purchase and covered calls for exploiting divestment opportunities. By this process the Company enhances the business income through option premium. The Company is subsidiary of Tata Investment Corporation Limited.

The financial statements of the Company as on 31st March, 2024 were approved and authorised for issue by the Board of Directors on May 14, 2024.

2 Statement of Compliance with IND AS

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

3 Basis of Preparation of Financial Statements

The financial statements have been prepared on accrual basis under the historical cost convention except for certain financial instruments measured at fair value at the end of each reporting period as explained in accounting policies below.

The financial statements are presented in Indian Rupees (INR) and all values are rounded to the nearest lacs, unless otherwise indicated.

4 Use of estimates

The preparation of financial statements in conformity with the recognition and measurement principles of IND AS requires management of the Company to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures including disclosures of contingent assets and contingent liabilities as at the date of financial statements and the reported amounts of revenues and expenses during the period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods which are affected.

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of: valuation of long term benefits.

5 Material Accounting policies

(a) Financial Instruments

Classification

A Financial instrument is any contract that give rise to a financial asset of one entity and financial liability or equity instruments of another entity.

Financial assets, other than equity, are classified into, Financial assets at fair value through other comprehensive income (FVOCI) or fair value through profit and loss account (FVTPL) or at amortised cost. Financial assets that are equity instruments are classified as FVTPL or FVOCI. Financial liabilities are classified as amortised cost category and FVTPL.

Business Model assessment:

Classification and measurement of financial assets depends on the business model and results of SPPI test (i.e. solely payment of principal & interest). The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including

- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel
- The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed
- How managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected)

- The expected frequency, value and timing of sales are also important aspects of the Company's assessment

If cash flows after initial recognition are realised in a way that is different from the Company's original expectations, the Company does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

SPPI

Initial recognition:

The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments.

Financial assets and financial liabilities, with the exception of loans, debt securities and deposits are recognised on the trade date i.e. when a Company becomes a party to the contractual provisions of the instruments. Loans, debt securities and deposits are recognised when the funds are transferred to the customers account. Trade receivables are measured at the transaction price.

Equity Instruments at FVOCI

These include financial assets that are equity instruments as defined in IND AS 32 Financial Instruments: Presentation and are not held for trading and where the Company's management has elected to irrevocably designated the same as Equity instruments at FVOCI upon initial recognition. Subsequently, these are measured at fair value and changes therein are recognised directly in other comprehensive income, net of applicable income taxes.

Gains and losses on these equity instruments are never recycled to profit or loss. However, on derecognition of an equity instrument, the realised gains or losses (net profit or loss on sale of equity instruments the realised gains or losses (net of taxes) are transferred to retained earnings.

Dividends from these equity investments are recognised in the statement of profit and loss when the right to receive the payment has been established.

Fair value through Profit and loss account:

Financial assets are measured at FVTPL unless it is measured at amortised cost or at FVOCI on initial recognition.

Derivatives recorded at fair value through profit or loss

The Company trades in derivative financial instruments which are in the nature of equity-related futures and options contracts. Such derivative financial instruments are initially recognised at fair value on the date on which the derivative contract is entered into and are subsequently re-measured at their fair value at the end of each reporting period. Derivatives are classified as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of such derivative financial instruments are taken directly to statement of profit and loss and included in net gain on fair value changes. The Company has not designated any derivative instruments as a hedging instrument

Other Financial Liabilities:

These are measured at amortised cost using effective interest rate.

Derecognition of Financial assets and Financial liabilities:

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires.

Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(b) Determination of fair value:

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of a financial instrument on initial recognition is normally the transaction price (fair value of the consideration given or received). Subsequent to initial recognition, the Company determines the fair value of financial instruments that are quoted in active markets using the quoted bid prices (financial assets held) or quoted ask prices (financial liabilities held) and using valuation techniques for other instruments. Valuation techniques include discounted cash flow method and other valuation models.

(c) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short term deposits, as defined above, net of outstanding bank overdrafts, if any, as they are considered an integral part of the Company's cash management.

(d) Property plant and equipment

Property, plant and equipment are stated at cost of acquisition less accumulated depreciation. Cost includes all expenses incidental to the acquisition of the Property, plant and equipment and any attributable cost of bringing the asset to its working condition for its intended use.

(e) Depreciation of property, plant and equipment

Depreciation on following tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013;

Tangible Asset	Useful life in years
Office Equipment	5

Property plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in other income / expense in the statement of profit and loss in the year the asset is derecognised. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

(f) Employee benefits

(i) Short term employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, performance incentives, etc., are recognised as an expense at the undiscounted amount in the Statement of profit and loss for the year in which the employee renders the related service.

(g) Accounting for provisions, contingent liabilities

Provisions are recognised in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. Where the time value of money is material, provisions are measured on a discounted basis. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

Constructive obligation is an obligation that derives from an entity's actions where:

- (a) by an established pattern of past practice, published policies or a sufficiently specific current statement, the entity has indicated to other parties that it will accept certain responsibilities and
- (b) as a result, the entity has created a valid expectation on the part of those other parties that it will discharge those responsibilities.

Contingent liabilities are not recognised in the financial statements. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

(h) Income taxes:

Income tax expense comprises both current and deferred tax. Current and deferred taxes are recognised in the statement of profit and loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity.

Current income-tax is recognised at the amount expected to be paid to the tax authorities, using the tax rates and tax laws, enacted or substantially enacted as at the balance sheet date.

Taxable profit differs from net profit as reported in the statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

Deferred income tax assets and liabilities are recognised for temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements and is accounted for using the balance sheet liability method.

Deferred income tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

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

Deferred tax assets and liabilities are measured using tax rates and laws, enacted or substantially enacted as of the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as an income or expense in the period that includes the enactment or substantive enactment date.

Deferred tax assets and liabilities are offset to the extent that they relate to taxes levied by the same tax authority and they are in the same taxable entity, or a Group of taxable entities where the tax losses of one entity are used to offset the taxable profits of another and there are legally enforceable rights to set off current tax assets and current tax liabilities within that jurisdiction.

(i) Recognition of Dividend and Interest income

Dividend income (including from FVOCI investments) is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably. This is generally when the shareholders or Board of Directors approve the dividend.

Interest income on all financial assets mandatorily required to be measured at FVTPL is recognised using the contractual interest rate in net gain on fair value changes.

(j) Dividends on ordinary shares

The Company recognises a liability to make cash or non-cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

(k) Segment reporting

The Company is in the business of exploring short term wealth generating opportunities in equity markets. Apart from investing through cash market, the Company undertakes to write cash covered puts for stock purchase and covered calls for exploiting divestment opportunities. By this process the Company enhances the business income through option premium.

As such the Company's financial statements are largely reflective of this business and thus there are no separate reportable segment.

Pursuant to Ind AS 108 - Operating Segments, no segment disclosure has been made in these financial statements, as the Company has only one geographical segment and no other separate reportable business segment.

SIMTO INVESTMENT COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

7.1 Cash and cash equivalents	(Rs.in lacs)	
	As at 31.03.2024	As at 31.03.2023
(a) Cash on hand	-	-
(b) Balances with Banks		
i) In Current Accounts	9,913.23	65.15
Total	9,913.23	65.15

7.2 Bank Balance other than cash and cash equivalents	(Rs.in lacs)	
	As at 31.03.2024	As at 31.03.2023
(a) Balance in Escrow Account	138.00	-
(b) Deposit accounts	22,729.82	-
Total	22,867.82	-

7.3 Receivables	(Rs.in lacs)	
	As at 31.03.2024	As at 31.03.2023
Trade Receivables		
(Unsecured, considered good)		
Receivables against sale of Investments	568.16	1,034.20
Total	568.16	1,034.20

Notes:

- All Trade receivables are unsecured and considered good. None of the trade receivables are impaired. None of the trade receivables have a significant increase in credit risk.
- No trade or other receivables are due by directors or other officers of the NBFC or any of them either severally or jointly with any other person or debts due by firms including limited liability partnerships (LLPs), private companies respectively in which any director is a partner or a director or a member.
- Trade receivable ageing

As at March 31, 2024

(Rs.in lacs)

Particulars	Not Due	Outstanding from due date of	
		Less than 6 months	Total
Undisputed trade receivables - considered good	568.16	-	568.16
Disputed	-	-	-
	568.16	-	568.16

As at March 31, 2023

(Rs.in lacs)

Particulars	Not Due	Outstanding from due date of	
		Less than 6 months	Total
Undisputed trade receivables - considered good	1,034.20	-	1,034.20
Disputed	-	-	-
	1,034.20	-	1,034.20

SIMTO INVESTMENT COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

7.4 Investments

	As at 31.03.2024	(Rs. in lacs) As at 31.03.2023
A) In India		
I. Fair value through Other Comprehensive Income		
i) Quoted Equity shares	591.66	250.62
ii) Unquoted Equity shares	0.02	0.02
II. Fair value through Profit and Loss		
i) Quoted Equity shares	1,353.95	10,077.74
ii) Exchange traded funds	-	25,535.28
iii) Debt Mutual Fund	20,561.46	9,929.95
Total	22,507.09	45,793.61

Notes :

- a) The scriptwise details of instruments giving scriptwise fair value are in note 7.4.1
- b) The Book value of the above investments are as follows :
- | | | |
|----------------------------|------------------|------------------|
| i) Quoted Equity shares | 1,457.14 | 11,387.48 |
| ii) Unquoted Equity shares | 0.02 | 0.02 |
| iii) Exchange traded funds | - | 26,375.45 |
| iv) Debt Mutual Fund | 20,485.86 | 9,928.88 |
| | 21,943.02 | 47,691.83 |
- c) Of the total dividend recognised during the year from investment in equity shares designated at FVOCI, Rs. Nil is relating to investment derecognised during the period and Rs.1.19 lacs pertains to investments held at the end of reporting period.
- d) During the year, previous year total cumulative loss of Rs. Nil (Previous Year - Rs. Nil) on investment in equity shares designated at FVOCI have been transferred to retained earnings on derecognition of related investments.
- e) During the current or previous reporting periods the company has not reclassified any investments since its initial classification.
- f) The other disclosure regarding fair value and risk arising from financial instruments are explained in note No.13.

7.4.1 Details of Investments

(Rs in lacs)

Particulars	Face value	As at 31.03.2024		As at 31.03.2023	
		Holding	Fair Value	Holding	Fair Value
A) FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME :-					
<u>I) QUOTED EQUITY SHARES :-</u>					
Tata Motors Ltd.	2	59,583	591.66	59,583	250.62
Total			591.66		250.62
<u>II) UNQUOTED EQUITY SHARES:-</u>					
Agro Foods Punjab Ltd.	100	2,80,000	-	2,80,000	-
OMC Computers Ltd.	10	1,53,562	-	1,53,562	-
Westerwork Engineers Ltd.	100	600	-	600	-
Carrier Airconditioning & Refrigeration Co.Ltd.	10	400	0.02	400	0.02
Total			0.02		0.02
<u>B. FAIR VALUE THROUGH PROFIT AND LOSS</u>					
<u>I) QUOTED EQUITY SHARES :-</u>					
Asian Paints	10	30,788.00	876.23	45,200	1,248.27
Bajaj Finance Limited		-	-	4,487	251.96
Bajaj Finserve Limited		-	-	12,500	158.29
Bandhan Bank Ltd.	10	-	-	3,82,600	748.75
Indian Energy Exchange Ltd.	1	-	-	2,06,250	263.79
Indian Railway Catering & Tourism Corporation Ltd.	2	-	-	67,375	386.06
ICICI Bank	10	-	-	55,540	487.20
Kotak Mahindra Bank		-	-	25,750	446.38
Matrimony.Com Ltd.	5	-	-	928	4.77
NMDC Steel Limited	10	-	-	4,02,000	124.86
Reliance Industries Limited	10	-	-	1,62,475	3,787.37
State Bank of India	10	-	-	4,14,367	2,170.04
SBI Cards And Payment Services Ltd		70,000.00	477.72	-	-
Total			1,353.95		10,077.74
<u>II) EXCHANGE TRADED FUNDS:-</u>					
Nippon India ETF Nifty BEES	1	-	-	83,68,632	15,888.68
Nippon India ETF Nifty Bank BEES	1	-	-	23,49,160	9,646.60
Total					25,535.28
<u>III) DEBT MUTUAL FUNDS :-</u>					
Sbi Overnight Fund -Direct Plan - Growth	1000	-	-	1,34,295	4,901
Tata Overnight Fund - Direct Plan - Growth	1000	1,54,511	1,951.83	4,25,445	5,029.19
Tata Liquid Fund - Direct Plan - Growth	1000	4,88,409	18,609.63	-	-
Total			20,561.46		9,929.95

SIMTO INVESTMENT COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

7.5 Other Financial assets

	As at 31.03.2024	(Rs.in lacs) As at 31.03.2023
Security deposits	0.20	0.20
Total	0.20	0.20

7.6 Current tax assets (Net)

	As at 31.03.2024	(Rs.in lacs) As at 31.03.2023
Advance Tax (net of provision Rs. 1,189.05 lacs(previous year Rs. 377.35 lacs))	136.91	54.96
Total	136.91	54.96

7.7 Property, Plant and Equipment

(Rs.in lacs)

Name of the Asset	Gross Block				Accumulated Depreciation				Net Block
	As at 01.04.2023	Additions during the year	Deductions/ Adjustments	As at 31.03.2024	As at 01.04.2023	For the year	Deductions/ Adjustments	As at 31.03.2024	As at 31.03.2024
i) Office Equipment	1.02	0.25	0.35	0.92	0.06	0.21	0.09	0.18	0.74
<i>Previous year</i>	-	-	-	-	-	-	-	-	-
GRAND TOTAL	1.02	0.25	0.35	0.92	0.06	0.21	0.09	0.18	0.74
<i>Previous year</i>	-	1.02	-	1.02	-	0.06	-	0.06	0.96

7.8 Other Non Financial Assets

	(Rs in lacs)	
	As at 31.03.2024	As at 31.03.2023
Prepaid Expenses	0.96	2.62
Total	0.96	2.62

7.9 Derivative financial instruments

	(Rs in lacs)	
	As at 31.03.2024	As at 31.03.2023
Option contracts:		
Notional Amount	1,766.00	2,785.12
Fair Value (Assets)	23.42	42.19
Total	23.42	42.19

The Company enters into options contracts on their portfolio as a part of its ongoing business operations. These instruments are not designated as hedging instruments. These are considered as business income.

7.10 Trade Payables

	(Rs in lacs)	
	As at 31.03.2024	As at 31.03.2023
(I) Trade Payables		
(a) total outstanding dues of micro enterprises and small enterprises	-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	40.09	2.52
Total	40.09	2.52

a) Disclosure of amounts due to Micro, Small and Medium enterprises is based on information available with the Company regarding the status of the suppliers as defined under 'The Micro, Small and Medium Enterprises Development Act, 2006' (MSMED). This has been relied upon by the auditors.

b) Trade payables are recognised at their original invoice amounts which represents their fair values on initial recognition. Trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

c) Trade Payables ageing schedule

As at March 31, 2024

Particulars	Not Due	(Rs in lacs)	
		Outstanding from due date of	
		Less than 1 year	Total
Other than MSME			
(1) Disputed dues	-	-	-
(2) Other than Disputed dues			
- Billed	-	-	-
- Unbilled dues	40.09	-	40.09
	40.09	-	40.09

As at March 31, 2023

Particulars	Not Due	(Rs in lacs)	
		Outstanding from due date of	
		Less than 1 year	Total
Other than MSME			
(1) Disputed dues	-	-	-
(2) Other than Disputed dues			
- Billed	-	-	-
- Unbilled dues	2.52	-	2.52
	2.52	-	2.52

Details of MSME Vendors

Particulars	(Rs in lacs)	
	As at 31.03.2024	As at 31.03.2023
(i) the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	-	-
(ii) the amount of interest paid by the buyer in terms of section 16 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;	-	-
(iv) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23	-	-

SIMTO INVESTMENT COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

7.11 Borrowings (other than debt securities)	(Rs.in lacs)	
	As at 31.03.2024	As at 31.03.2023
<u>At amortised cost</u>		
- Commercial paper	-	24,043.63
	-	24,043.63
Debt securities in India	-	24,043.63
Debt securities outside India	-	-
Total	-	24,043.63
7.12 Other Financial Liabilities	(Rs.in lacs)	
	As at 31.03.2024	As at 31.03.2023
Share application money pending allotment	-	15,000.00
Issue of Cumulative Compulsorily Convertible Preference Shares	42,253.70	-
Other Financial Liabilities	138.00	-
Total	42,391.70	15,000.00
7.13 Provisions	(Rs.in lacs)	
	As at 31.03.2024	As at 31.03.2023
Provisions for employee benefits	0.72	3.14
Total	0.72	3.14
7.14 Current tax Liability (Net)	(Rs.in lacs)	
	As at 31.03.2024	As at 31.03.2023
Provision for tax (net of advance tax Rs. 386.62 lacs (previous year Rs.94 lacs))	0.70	-
Total	0.70	-

7.15 Deferred Tax liability

Significant components of net deferred tax assets and liabilities as at 31.03.2024 are as follows :

(Rs.in lacs)				
	Opening Balance	Recognised in Statement of Profit and Loss	Recognised in OCI	Closing Balance
Deferred tax liabilities in relation to:				
Financial Assets carried at fair valued through Profit and Loss	-	18.34	-	18.34
Financial Assets carried at fair valued through Other Comprehensive Income	-	-	-	-
Equity carried at fair valued through Other Comprehensive Income	-	-	-	-
Others	-	-	-	-
Deferred tax liabilities (Net)	-	18.34	-	18.34

Significant components of net deferred tax assets and liabilities as at 31.03.2023 are as follows :

(Rs.in lacs)				
	Opening Balance	Recognised in Statement of Profit and Loss	Recognised in OCI	Closing Balance
Deferred tax liabilities in relation to:				
Financial Assets carried at fair valued through Profit and Loss	-	-	-	-
Financial Assets carried at fair valued through Other Comprehensive Income	-	-	-	-
Equity carried at fair valued through Other Comprehensive Income	-	-	-	-
Others	-	-	-	-
Deferred tax liabilities (Net)	-	-	-	-

7.16 Other non-financial liabilities

		(Rs.in lacs)	
		As at 31.03.2024	As at 31.03.2023
Statutory liabilities		3.93	4.10
Total		3.93	4.10

7.17 Equity Share Capital

(Rs. in lacs)

Particulars	As at	As at
	31.03.2024	31.03.2023
(a) Authorised Capital		
250 Equity Shares of Rs. 100,000/- each (Previous year: 25,00,000 Equity Shares of Rs. 10/- each)	250.00	250.00
8,55,000, 14% Redeemable Preference Shares of Rs. 100/- each (Previous year: 8,55,000, 14% Redeemable Preference Shares of Rs. 100/- each)	855.00	855.00
40,000, Preference Shares of Rs. 100,000/- each (Previous year: 250 Preference Shares of Rs. 1,00,00,000/- each)	40,000.00	25,000.00
Issued, Subscribed and Paid up:		
152 (Previous year: 15,27,850 equity Shares of Rs. 10/-) Equity Shares of Rs. 100,000/- each fully paid up.	152.00	152.79
	152.00	152.79

(b) 152 Equity shares - 100% (Previous year 14,92,650 Equity shares -97.70%) of Rs.10/- each are held by the Holding Company, Tata Investment Corporation Limited

(c) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

	2023-24		2022-23	
	No. of Shares	Amount (Rs. In lacs)	No. of Shares	Amount (Rs. In lacs)
Outstanding at the beginning of the year	15,27,850	152.79	15,27,850	152.79
Add: Issued during the year	-	-	-	-
Less: sale of fractional entitlement	(7,850)	(0.79)	-	-
	15,20,000	152.00	-	-
Consolidation from Face Value of Rs. 10 to Rs. 100,000 (Refer Note 10)	152	152.00	-	-
Outstanding at the end of the year	152	152.00	15,27,850	152.79

(d) Par value per equity share is Rs. 100,000 each (Previous Year Rs. 10 each).

(e) The Company has only one class of Ordinary shares having a par value of Rs. 100,000 (Previous Year : Face Value Rs. 10 each) per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, if any, in proportion to their shareholding.

(f) The details of Shareholding of Promoters are as under :-

Equity Shares held by promoters as at 31.03.2024

Promoter Name	No. of Shares	% of total Shares	% Change during the year
Tata Investment Corporation Limited	152	100.00	2.30

Equity Shares held by promoters as at 31.03.2023

Promoter Name	No. of Shares	% of total Shares	% Change during the year
Tata Investment Corporation Limited	14,92,650	97.70	-

7.18 Other Equity

(Rs. in lacs)

	As at	As at
	31.03.2024	31.03.2023
Capital Redemption Reserve		
Balance at the beginning and end of the year	281.65	281.65
	281.65	281.65
General reserve		
Balance at the beginning and end of the year	173.74	173.74
Adjustment on account of consolidation	(46.32)	-
	127.42	173.74
Statutory Reserve		
Balance at the beginning of the year	1,678.26	1,678.26
Add: Transfer from retained earnings	1,084.50	-
	2,762.76	1,678.26

SIMTO INVESTMENT COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

Retained Earnings		
Balance at the beginning of the year	5,437.39	6,240.82
Add: (Loss) / Profit for the year	5,421.13	(562.55)
Less: Stamp duty expenses towards increase in authorised capital	-	(240.88)
Expenditure on CCPs	(54.98)	-
Less: Transfer to Statutory Reserve	(1,084.50)	-
	9,719.04	5,437.39
Items of Other Comprehensive Income		
<u>Equity Instrument Through OCI</u>		
Balance at the beginning of the year	132.29	139.98
Add: Profit for the year	341.05	(7.69)
Less: Reclassification of gain on sale of FVOCI equity instrument	-	-
	473.34	132.29
Total	13,364.21	7,703.33

Nature and purpose of reserves:**(a) Capital redemption reserve**

Whenever there is a buy-back or redemption of share capital the nominal value of the capital is transferred to a reserve called Capital Redemption Reserve so as to retain the capital intact.

(b) General reserve

The General reserve is used from time to time to transfer profits from retained earnings for appropriation

(c) Statutory reserve

The statutory reserve is created due to the statutory requirement.

SIMTO INVESTMENT COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024**8.1 Interest Income**

	(Rs in lacs)	
	Year Ended 31.03.2024	Year Ended 31.03.2023
<u>Measured at amortised cost:</u>		
Interest on deposits with Banks	304.11	-
Total	304.11	-

8.2 Net gain/ (loss) on fair value changes

	(Rs in lacs)	
	Year Ended 31.03.2024	Year Ended 31.03.2023
(A) Net gain/ (loss) on financial instruments at fair value through profit and loss account :-		
a) On trading portfolio		
- Derivative gain on financial instruments	2,650.16	1,562.13
b) Others		
- Equity instruments	2,717.80	(609.67)
- Exchange traded funds	2,992.69	(836.52)
- Mutual Funds	1,145.00	365.00
Total	9,505.65	480.94
Fair Value changes:		
-Realised	7,387.05	1,803.12
-Unrealised	2,118.60	(1,322.18)
Total	9,505.65	480.94

8.3 Other income

	(Rs in lacs)	
	Year Ended 31.03.2024	Year Ended 31.03.2023
Miscellaneous Income	-	2.21
Total	-	2.21

8.4 Employee Benefits Expenses

	(Rs in lacs)	
	Year Ended 31.03.2024	Year Ended 31.03.2023
(a) Salaries and wages including bonus	22.67	8.69
(b) Contribution to provident and other funds	1.29	0.40
(c) Staff welfare expenses	3.66	0.81
Total	27.62	9.90

8.5 Finance Cost

	(Rs in lacs)	
	Year Ended 31.03.2024	Year Ended 31.03.2023
<u>Measured at amortised cost</u>		
(i) Interest on borrowings (other than debt securities)	-	128.49
(ii) Interest on debt securities	1,065.79	804.51
(iii) Other finance cost	1.51	10.62
<u>Measured at fair value through Profit or Loss</u>		
(i) Other finance cost	2,253.70	-
Total	3,321.00	943.62

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

8.6 Other expenses	(Rs. in lacs)	
	Year Ended 31.03.2024	Year Ended 31.03.2023
(i) Payments to auditors		
(a) Statutory Auditor		
(i) Audit fees	1.00	1.00
(ii) Tax Audit fees	0.08	0.01
(iii) GST on above	0.19	0.18
	<u>1.27</u>	<u>1.19</u>
(b) Internal Auditor	0.91	0.91
Total (a) + (b)	<u>2.18</u>	<u>2.10</u>
(ii) Corporate Social Responsibility	22.00	40.00
(iii) Loss on decognition of Property, plant & equipment	0.24	-
(iv) Miscellaneous expenses	81.90	23.15
Total	<u><u>106.32</u></u>	<u><u>65.25</u></u>

8.6.1 Details of CSR expenditure:

	(Rs in lacs)	
	Year Ended 31.03.2024	Year Ended 31.03.2023
- amount required to be spent by the company during the year	21.64	40.00
- amount of expenditure incurred	22.00	40.00
- shortfall at the end of the year	-	-
- total of previous years shortfall	-	-
- reason for shortfall	-	-
- nature of CSR activities	-	-
- details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	-	-
- where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	-	-
During the current year, the Company has carried out CSR activities in the following areas:		
- Towards Education - Rs. 2 lacs (Year ended 31.3.23 - Rs. 30 lacs)		
- Towards environmental sustainability others - Rs. 20 lacs (Year ended 31.3.23 - Rs. 10 lacs)		

9 Tax Expense

	(Rs. in lacs)	
	Year Ended 31.03.2024	Year Ended 31.03.2023
(a) Amounts recognised in profit and loss		
- Current Tax	1,124.00	312.27
- Deferred tax relating to origination and reversal of temporary differences	18.34	-
- Excess provision of tax relating to earlier years	75.05	(24.05)
	<u>1,217.39</u>	<u>288.22</u>
(b) Amounts recognised in other comprehensive income		
- Equity Instruments through Other Comprehensive Income	-	-
(c) Reconciliation of the total tax charge:		
- Accounting profit before tax	6,638.52	(274.33)
- At India's statutory income tax rate of 25.168% (2020: 25.168%)	1,670.78	(69.04)
- Adjustment in respect of current income tax of prior years	75.05	(24.05)
- Non deductible expenses	572.75	10.08
- Dividend income exempted from tax	(71.45)	-
- Other adjustments (including fair value changes)	(1,029.74)	371.23
Income tax expense reported in the Standalone statement of profit and loss	<u>1,217.39</u>	<u>288.22</u>

The effective income tax rate for 31 March 2024 is 18.34% (March 2023:105.06%).

SIMTO INVESTMENT COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

(Rs. In lacs)

	Year Ended 31.03.2024	Year Ended 31.03.2023
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10 Details of Earnings per share :

Net profit from continued operation attributable to equity holders of the parent	5,421.13	-562.55
Weighted average number of Ordinary shares for computing - Basic and Diluted earnings per share	152	152.79
Basic and Diluted (Rupees)	35,66,532.89	-3,68,197.14

Pursuant to receipt of National Company Law Tribunal (NCLT) order dated March 29, 2023 number C.P. 125/MB/2022, the Company has consolidated its equity share capital from Rs. 10/- per Equity Share to Rs. 100,000/- per Equity Share effective August 14, 2023. Consequently the EPS for the prior period have been restated.

There have been no transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of the completion of these financial statements which would require the restatement of EPS.

11 Segment Information :

As the Company has no activities other than those of an investment company, the segment reporting under Indian Accounting Standard Ind AS 108 - 'Operating Segments' is not applicable. The Company does not have any reportable geographical segment.

12 Related Party Disclosures :**List of Related party**

Ultimate Holding Company
Tata Sons Private Limited

Holding Company
Tata Investment Corporation Limited

Other Fellow Subsidiaries of Holding Company
Tata AIA Life Insurance Company Limited

Related parties where transactions have taken place

(Rs. In lacs)

	Year Ended 31.03.2024	Year Ended 31.03.2023
Tata Investment Corporation Limited		
Interest on Inter Corporate Deposits	-	128.49
Reimbursement of expenses	0.94	2.92
Subscription towards Compulsorily convertible preference shares (CCPs)	25,000.00	15,000.00
Refund of application money	52.00	-
Receipt of fractional entitlement on consolidation	15.90	-
Intercorporate deposits taken	-	2,000.00
Intercorporate deposits repaid	-	2,000.00
Finance cost on CCPs	2,253.70	-
Tata AIA Life Insurance Company Limited		
Insurance	-	0.05
Tata Sons Private Limited		
Brand Equity	29.78	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

13 Disclosures on financial instruments

(a) Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2024.

Particulars	Amortised cost	Fair value through profit or loss	Fair value through OCI	Total carrying value	Total fair value	Fair value			
						Level 1	Level 2	Level 3	Total
(Rs. in lacs)									
Financial Assets									
Cash and cash equivalents	9,913.23	-	-	9,913.23	9,913.23	-	-	-	-
Bank Balance other than Cash and cash equivalents	22,867.82	-	-	22,867.82	22,867.82	-	-	-	-
Trade receivables	568.16	-	-	568.16	568.16	-	-	-	-
Investments									
- in mutual funds	-	20,561.46	-	20,561.46	20,561.46	-	20,561.46	-	20,561.46
- in equity shares	-	1,353.95	591.68	1,945.63	1,945.63	1,945.61	-	0.02	1,945.63
Other financial assets	0.20	-	-	0.20	0.20	-	-	-	-
	33,349.41	21,915.41	591.68	55,856.50	55,856.50	1,945.61	20,561.46	0.02	22,507.09
Financial Liabilities									
Derivative financial instruments	23.42	-	-	23.42	23.42	23.42	-	-	23.42
Trade payables	40.09	-	-	40.09	40.09	-	-	-	-
Debt securities	-	-	-	-	-	-	-	-	-
Other financial liability	42,391.70	-	-	42,391.70	42,391.70	-	-	-	-
	42,455.21	-	-	42,455.21	42,455.21	23.42	-	-	23.42

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2023:

Particulars	Amortised cost	Fair value through profit or loss	Fair value through OCI	Total carrying value	Total fair value	Fair value			
						Level 1	Level 2	Level 3	Total
(Rs. in lacs)									
Financial Assets									
Cash and cash equivalents	65.15	-	-	65.15	65.15	-	-	-	-
Trade receivables	1,034.20	-	-	1,034.20	1,034.20	-	-	-	-
Investments									
- in mutual funds	-	9,929.95	-	9,929.95	9,929.95	-	9,929.95	-	9,929.95
- in exchange trade funds	-	25,535.28	-	25,535.28	25,535.28	-	-	-	-
- in equity shares	-	10,077.74	250.64	10,328.38	10,328.38	10,328.36	-	0.02	10,328.38
Other financial assets	0.20	-	-	0.20	0.20	-	-	-	-
	1,099.55	45,542.97	250.64	46,893.16	46,893.16	10,328.36	9,929.95	0.02	20,258.33
Financial Liabilities									
Derivative financial instruments	42.19	-	-	42.19	42.19	42.19	-	-	42.19
Trade payables	2.52	-	-	2.52	2.52	-	-	-	-
Debt securities	24,043.63	-	-	24,043.63	24,043.63	-	-	-	-
Other financial liability	15,000.00	-	-	15,000.00	15,000.00	-	-	-	-
	39,088.34	-	-	39,088.34	39,088.34	42.19	-	-	42.19

(b) Measurement of fair values

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below.

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

(i) Current financial assets and liabilities are stated at carrying value which is approximately equal to their fair value.

(ii) Investments carried at fair value are generally based on market price quotations.

(iii) There have been no transfers between Level 1 and Level 2 for the years ended March 31, 2024 and March 31, 2023.

(iii) There was no movement in Level 3 valuation during the year.

(c) Derivative Financial Instruments

The notional value of outstanding derivative financial contracts during the current period is disclosed in notes 7.9.

(d) Financial risk management

In the course of its business, the Company is exposed primarily to credit risk, liquidity and Market risk.

The Company has a risk management policy which not only covers the market risks but also other risks associated with the financial assets and liabilities such as interest rate risks and credit risks.

All derivative activities for risk management purposes are carried out by specialist persons that have the appropriate skills, experience and supervision.

The risk management policy is approved by the Board of Directors. The risk management framework aims to:

(i) create a stable business planning environment by reducing the impact of currency and interest rate fluctuations on the Company's business plan

(ii) achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.

a) Credit Risk:

Credit risk is the risk of financial loss to the company if a customer or counter-party fails to meet its contractual obligations.

Trade receivables

Credit risk with respect to trade receivables is limited, since the trade receivables amount is immaterial.

Cash and cash equivalents

The company holds cash and cash equivalents of Rs. 9913.23 lacs at 31 March 2024 (31 March 2023: Rs. 65.15 lacs). The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

b) Liquidity Risk:

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements.

The following table shows a maturity analysis of the anticipated cash flows including interest obligations for the Company's financial liabilities on an undiscounted basis, which therefore differ from both carrying value and fair value.

	As at 31.03.2024				As at 31.03.2023			
	Derivative Financial Instruments	Trade Payables	Debt securities	Other Financial Liabilities	Derivative Financial Instruments	Trade Payables	Debt securities	Other Financial Liabilities
Carrying Value	23.42	40.09	-	42,391.70	42.19	2.52	24,043.63	15,000.00

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

Contractual Cash flows	23.42	40.09	-	42,391.70	42.19	2.52	24,043.63	15,000.00
- Less than one year	23.42	40.09	-	2,253.70	42.19	2.52	24,043.63	-
- Between one to five years	-	-	-	40,138.00	-	-	-	15,000.00
- More than five years	-	-	-	-	-	-	-	-

c) Market Risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as equity price, interest rates etc.) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. The Company is exposed to market risk primarily related to the market value of its investments and derivative instruments.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company has no borrowings from banks and financial institutions.

Exposure to interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Floating rate instruments expose the Company to Cash flow interest risk, whereas fixed interest rate instruments expose the Company to fair value interest risk.

The Company does not have any financial instrument which is subject to floating interest rates.

Currency risk

Currently company does not have transaction in foreign currencies and hence the company is not exposed to currency risk.

Price Risk**(a) Exposure**

The company is exposed to equity price risk arising from investments held by the company and classified in the balance sheet either as fair value through OCI or at fair value through profit or loss. To manage its price risk arising from investment in equity securities, the company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the company. The majority of the company's equity investments are listed on the Bombay stock exchange (BSE) or the National stock exchange (NSE) in India.

(b) Sensitivity analysis - Equity price risk

The table below summarizes the impact of increases/decreases of the index on the company's equity and profit for the period. The analysis is based on the assumption that the equity/index had increased by 2% or decreased by 2% with all other variables held constant, and that all the company's equity instruments moved in line with the index.

	(Rs. in lacs)			
	Impact on profit after tax		Impact on other components of equity	
	As at 31.03.2024	As at 31.03.2023	As at 31.03.2024	As at 31.03.2023
NSE / BSE Index - increase by 2%	27.08	712.26	11.83	5.01
NSE / BSE Index - decrease by 2%	(27.08)	(712.26)	(11.83)	(5.01)

Profit for the period would increase/decrease as a result of gain/losses on equity securities classified as at fair value through profit or loss. Other components of equity would increase/decrease as a result of gain/losses on equity securities classified as fair value through other comprehensive income.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

14 Maturity analysis of Assets and Liabilities :

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

(Rs. in lacs)

Particulars	As at 31.03.2024			As at 31.03.2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
ASSETS						
Financial Assets						
- Cash And Cash Equivalents	9,913.23	-	9,913.23	65.15	-	65.15
- Bank Balance other than Cash And Cash Equivalents	22,867.82	-	22,867.82	-	-	-
- Trade Receivables	568.16	-	568.16	1,034.20	-	1,034.20
- Investments	21,915.41	591.68	22,507.09	45,542.97	250.64	45,793.61
- Other Financial assets	-	0.20	0.20	0.20	-	0.20
Non Financial Assets						
- Property, plant & equipment	-	0.74	0.74	0.96	-	0.96
- Current Tax Asset (net)	-	136.91	136.91	54.96	-	54.96
- Other Non Financial Assets	0.96	-	0.96	2.62	-	2.62
TOTAL ASSETS	55,265.58	729.53	55,995.11	46,701.06	250.64	46,951.70
LIABILITIES						
Financial Liabilities						
- Derivative financial instruments	23.42	-	23.42	42.19	-	42.19
- Trade Payables	40.09	-	40.09	2.52	-	2.52
- Debt securities	-	-	-	24,043.63	-	24,043.63
- Other Financial Liabilities	-	42,391.70	42,391.70	-	15,000.00	15,000.00
Non Financial Liabilities						
- Provisions	-	0.72	0.72	3.14	-	3.14
- Current tax Liability (Net)	0.70	-	0.70	-	-	-
- Deferred Tax liability	18.34	-	18.34	-	-	-
- Other Non Financial Liabilities	3.93	-	3.93	4.10	-	4.10
TOTAL LIABILITIES	86.48	42,392.42	42,478.90	24,095.58	15,000.00	39,095.58

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024**15 Ratio as per the Schedule III requirements**

i) Tier I CRAR

Particulars	As at 31.03.2024*	As at 31.03.2023
Ratio	235.38%	48.68%
% Change from previous period/ year	186.70%	-17.48%

* DNBS03 return yet to be filed.

c) Tier II CRAR

Particulars	As at 31.03.2024*	As at 31.03.2023
Ratio	-	-
% Change from previous period/ year	-	-

* DNBS03 return yet to be filed.

16 Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Company has adequate cash and bank balances. The company monitors its capital by a careful scrutiny of the cash and bank balances, and a regular assessment of any debt requirements. In the absence of any debt, the maintenance of debt equity ratio etc. may not be of any relevance to the Company.

17 Following are the additional disclosures required as per Schedule III to the Companies Act, 2013 vide Notification dated March 24, 2021:

- a. **Details of Benami Property held:**
There are no proceedings which have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- b. **Wilful Defaulter:**
The Company has not been declared as Wilful Defaulter by any Bank or Financial Institution or other Lender.
- c. **Relationship with Struck off Companies :**
During the year, the Company does not have any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.
- d. **Compliance with number of layers of companies:**
The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- e. **Utilisation of Borrowed funds and share premium:**
During the financial year ended 31.03.2024, other than the transactions undertaken in the normal course of business and in accordance with extant regulatory guidelines as applicable.
- (i) 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.
- (ii) 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.
- f. **Undisclosed Income:**
The Company does not have any transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961). Also, there are nil previously unrecorded income and related assets.
- g. **Details of Crypto Currency or Virtual Currency:**
The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- h. **Capital work in progress (CWIP) and Intangible asset:**
The Company does not have any CWIP and Intangible asset under development.
- i. The Company has not revalued its Property, Plant and Equipment during the current year as well as in previous year.

18 Events after Reporting date

There have been no events after the reporting date that require disclosure in these financial statements.

- 19 The following disclosure is required pursuant to Master Direction – Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023, as amended.

Asset classification as per RBI Norms	Asset Classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provision required as per IRACP Norms	Difference Between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7)=(4)-(6)
Performing Assets Standard	Stage 1	-	-	-	-	-

- 20 The following additional information, to the extent applicable, (other than what is already disclosed elsewhere) is disclosed in terms of Master Direction - Reserve Bank of India (Non Banking Finance Company - Scale Based Regulation) Directions, 2023 as amended.

(a) **Capital to Risk Assets Ratio (CRAR) -**

Particulars	Current Year *	Previous Year
i) CRAR (%)	235.38%	48.68%
ii) CRAR - Tier I capital (%)	235.38%	48.68%
iii) CRAR - Tier II capital (%)	-	-

*DNBS-03 return yet to be filed.

(b) **Investments -**

Particulars		(Rs.in crore)	
		Current Year	Previous Year
(1) Value of Investments :			
(i)	Gross Value of Investments		
(a)	In India	22,507.09	45,793.61
(b)	Outside India	-	-
(ii)	Provision for Depreciation		
(a)	In India	-	-
(b)	Outside India	-	-
(iii)	Net Value of Investments		
(a)	In India	22,507.09	45,793.61
(b)	Outside India	-	-
(2) Movement of provisions held towards depreciation on investments :			
(i)	Opening Balance	-	-
(ii)	Add : Provisions made during the year	-	-
(iii)	Less : Write-off / write-back of excess provisions during the year	-	-
(iv)	Closing balance	-	-

(c) **Exposure to Real Estate Sector:**

Particulars		(Rs.in crore)	
		Current year	Previous Year
(A)	Direct Exposure		
(i)	Residential Mortgages:-		
	Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented	-	-
(ii)	Commercial Real Estate:-		
	Lending secured by mortgages on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based limits;	-	-
(iii)	Investments in Mortgage Backed Securities (MBS) and other securitised exposures:-		
(a)	Residential	-	-
(b)	Commercial Real Estate	-	-
(B)	Indirect Exposure		
	Fund based and non-fund-based exposures on National Housing Bank and Housing Finance Companies	-	-
Total Exposure to Real Estate Sector		-	-

(d) Exposure to Capital Market -

Particulars		(Rs. in crore)	
		Current year	Previous Year
(i)	direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt;	1,945.61	35,863.64
(ii)	advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds , convertible debentures , and units of equity-oriented mutual funds;	-	-
(iii)	advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security;	-	-
(iv)	advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds 'does not fully cover the advances;	-	-
(v)	secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers;	-	-
(vi)	Loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources.	-	-
(vii)	bridge loans to companies against expected equity flows / issues;	-	-
(viii)	Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	-	-
(ix)	<u>Financing to stockbrokers for margin trading</u>	-	-
	All exposures to Alternative Investment Funds (a) Category - I (b) Category - II (c) Category - III	-	-
(ix)	<u>all exposures to Venture Capital Funds (both registered and unregistered)</u>	-	-
Total Exposure to Capital Market		1,945.61	35,863.64

(e) **Asset Liability Management -**

Maturity pattern of certain items of assets and liabilities as on 31.3.2024

	1 to 7 days	8 to 14 days	15 days to 30/31 days	Over 1 month upto 2 months	Over 2 months upto 3 months	Over 3 months & upto 6 months	Over 6 months & upto 1 year	Over 1 year & upto 3 years	Over 3 years & upto 5 years	Over 5 years	Total
Deposits	-	-	-	-	-	-	-	-	-	-	-
Advances	-	-	-	-	-	-	-	-	-	-	-
Investments @	205.61	-	-	-	-	-	-	-	-	-	205.61
Borrowings	-	-	-	-	-	-	-	-	-	-	-
Foreign Currency assets	-	-	-	-	-	-	-	-	-	-	-
Foreign Currency liabilities	-	-	-	-	-	-	-	-	-	-	-

@ Investment in equity shares aggregating to Rs. 19.46 crores, are not included above, since there is no set maturity pattern for the same.

Maturity pattern of certain items of assets and liabilities as on 31.3.2023

	1 to 7 days	8 to 14 days	15 days to 30/31 days	Over 1 month upto 2 months	Over 2 months upto 3 months	Over 3 months & upto 6 months	Over 6 months & upto 1 year	Over 1 year & upto 3 years	Over 3 years & upto 5 years	Over 5 years	Total
Deposits	-	-	-	-	-	-	-	-	-	-	-
Advances	-	-	-	-	-	-	-	-	-	-	-
Investments @	354.65	-	-	-	-	-	-	-	-	-	354.65
Borrowings	-	-	-	-	-	-	-	-	-	-	-
Foreign Currency assets	-	-	-	-	-	-	-	-	-	-	-
Foreign Currency liabilities	-	-	-	-	-	-	-	-	-	-	-

@ Investment in equity shares aggregating to Rs. 103.28 crores, are not included above, since there is no set maturity pattern for the same.

In compiling the information in the above note, certain assumptions have been made by the Company and the same have been relied upon by the Auditors.

(f) **Sectoral Exposures**

The Company does not have any exposures (including off balance sheet items), in the nature of loans as at March 31, 2024 and March 31, 2023.

(g) **Intra group Exposures**

The Company has investment in group companies as disclosed in Note 7.4 of the notes to financial statements as at March 31, 2024 and March 31, 2023.

(h) **Unhedge foreign currency exposure**

The Company does not have any unhedge foreign currency exposures as at March 31, 2024 and March 31, 2023.

(i) **Disclosure of complaints**

The Company does not have any customer interface and thus there are no complaints received by the NBFCs from customers and from the Offices of Ombudsman during the year ended March 31, 2024 and March 31, 2023.

(j) **Details of penalties and strictures**

There are no penalties or strictures imposed on the Company by the Reserve Bank or any other statutory authority.

(k) **Related Party Disclosure**

For related party disclosures refer to Note 15 of the notes to standalone financial statements.

(l) **Provisions & contingencies**

Particulars	(Rs. In crore)	
	Year ended 31.3.2024	Year ended 31.3.2023
Provision for depreciation in investments	-	-
Provision towards NPA	-	-
Provision made towards income tax (including deferred taxes)	12.17	2.88
Provision for standard assets	-	-
Other provision & contingencies	-	-
	12.17	2.88

(m) **Liquidity Coverage Ratio (LCR)**

Particulars	(Rs. In crore)			
	As at March 31, 2024		As at March 31, 2023	
	Total Unweighted Value (average)	Total weighted Value (average)	Total Unweighted Value (average)	Total weighted Value (average)
High Quality Liquid Assets				
1. Total High Quality Liquid Assets (HQLA)	304.75	304.75	355.30	355.30
- Cash and Cash Equivalent	99.13	99.13	0.65	0.65
- Liquid Investments	205.61	205.61	354.65	354.65
Cash Outflows				
2. Deposits (for deposit taking companies)	-	-	-	-
3. Unsecured wholesale funding	-	-	-	-
4. Secured wholesale funding	-	-	-	-
5. Additional requirements, if any,	-	-	-	-
6. Other contractual funding obligations	0.00	0.00	0.00	0.01
- Statutory dues	0.04	0.05	0.04	0.05
- Derivative obligations	0.23	0.27	0.42	0.49
7. Other contingent funding obligations	-	-	-	-
8. Total Cash Outflows	0.27	0.31	0.46	0.53
Cash Inflows				
9. Secured lending	-	-	-	-
10. Inflows from fully performing exposures	-	-	-	-
11. Other cash inflows	5.68	4.26	10.34	7.76
- Other receivables	5.68	4.26	10.34	7.76
12. Total Cash Inflows	5.68	4.26	10.34	7.76
13. Total HQLA	304.75	304.75	355.30	355.30
14. TOTAL NET CASH OUTFLOWS / (INFLOWS)	5.41	3.95	9.88	7.22
15. LIQUIDITY COVERAGE RATIO (%)	**	**	**	**

** Since there is a net cash inflow, LCR cannot be computed.

Qualitative Details

The Company's liquidity risk management policy focuses on ensuring maintenance of sufficient liquidity including a cushion of unencumbered, high quality liquid assets to withstand a range of stress events, including those involving the loss or impairment of both unsecured and secured funding sources. Key elements of the liquidity risk management framework are governance of Liquidity Risk Management, liquidity risk tolerance, Off-balance Sheet Exposures and Contingent Liabilities, collateral position management, intra group transfers.

The Company's HQLA mainly comprise of current account balances with scheduled commercial banks and highly liquid investment in mutual funds subject to minimal risk. The Company does not have any borrowings or any foreign currency exposure.

21 Events after Reporting date

There have been no events after the reporting date that require disclosure in these financial statements.

22 Previous year's figures have been regrouped / reclassified, wherever necessary, to correspond with current year's classification.

SIMTO INVESTMENT COMPANY LIMITED

Schedule of a Non-deposit taking non-banking financial company

[as required in terms of Para 31 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023]

23

(Rs in lacs)

Particulars	Current Year		Previous Year	
	Amount outstanding	Amount overdue	Amount outstanding	Amount overdue
Liabilities Side :				
(1) Loans and advances availed by the NBFCs				
Inclusive of interest accrued thereon but not paid :				
(a) Debentures: Secured	-	-	-	-
: Unsecured (other than falling within the meaning of public deposits)	-	-	-	-
(b) Deferred Credits	-	-	-	-
(c) Term Loans	-	-	-	-
(d) Inter-corporate loans and borrowing	-	-	-	-
(e) Commercial Paper	-	-	-	-
(f) Public Deposits	-	-	-	-
(g) Other Loans (Overdraft from a bank)	-	-	-	-
	Current Year		Previous Year	
	Amount outstanding		Amount outstanding	
(2) Break-up of Loans and Advances including bills receivables [other than those included in 3 below]				
(a) Secured	-		-	
(b) Unsecured	568.36		1,034.40	
(3) Break up of Leased Assets and stock on hire and other assets counting towards AFC activities				
(i) Lease assets including lease rentals under sundry debtors :				
(a) Financial lease	-		-	
(b) Operating Lease	-		-	
(ii) Stock on hire including hire charges under sundry debtors :				
(a) Assets on hire	-		-	
(b) Repossessed Assets	-		-	
(iii) Other loans counting towards AFC activities				
(a) Loans where assets have been repossessed	-		-	
(b) Loans other than (a) above	-		-	
(4) Break-up of Investments :				
Current Investments :				
1. Quoted :				
(i) Shares : (a) Equity	1,353.95		10,077.74	
(b) Preference	-		-	
(ii) Debentures and Bonds	-		-	
(iii) Units of mutual funds	-		-	
(iv) Government Securities	-		-	
(v) Others	-		-	
2. Unquoted :				
(i) Shares : (a) Equity	-		-	
(b) Preference	-		-	
(ii) Debentures and Bonds	-		-	
(iii) Units of mutual funds	20,561.46		9,929.95	
(iv) Government Securities	-		-	
(v) Others	-		-	
- Exchange traded funds	-		25,535.28	

SIMTO INVESTMENT COMPANY LIMITED

Schedule of a Non-deposit taking non-banking financial company

[as required in terms of Para 31 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023]

(Rs in lacs)

	Current Year		Previous Year	
	Amount outstanding		Amount outstanding	
Long Term Investments				
1 Quoted				
(i) Shares (a) Equity	591.66		250.62	
(b) Preference	-		-	
(ii) Debentures/Bonds	-		-	
(iii) Units of mutual funds	-		-	
(iv) Government Securities	-		-	
(v) Others	-		-	
2 Unquoted				
(i) Shares (a) Equity	0.02		0.02	
(b) Preference	-		-	
(ii) Debentures and Bonds	-		-	
(iii) Units of mutual funds	-		-	
(iv) Government Securities	-		-	
(v) Others	-		-	
TOTAL	22,507.09		45,793.61	

5) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances (including other Current Assets)

	Current Year			Previous Year		
	Secured	Unsecured	Total	Secured	Unsecured	Total
1. Related Parties						
a) Subsidiaries	-	-	-	-	-	-
b) Companies in the same group	-	-	-	-	-	-
c) Other related parties	-	-	-	-	-	-
2. Other than related parties		568.36	568.36		1,034.40	1,034.40
TOTAL		568.36	568.36		1,034.40	1,034.40

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

Category	Current Year		Previous Year	
	Market Value/Break up or fair value or NAV	Book Value (Net of Provisions)	Market Value/Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties				
a) Subsidiaries	-	-	-	-
b) Companies in the same group	-	-	-	-
c) Other related parties	591.66	99.19	250.62	99.19
2. Other than related parties				
TOTAL	21,915.43	21,843.83	45,542.99	47,592.64
	22,507.09	21,943.02	45,793.61	47,691.83

Other Information

Gross Non-Performing Assets

- (a) Related parties
(b) Other than related parties

Net Non-Performing Assets

- (a) Related parties
(b) Other than related parties

Assets acquired in satisfaction of debt

In terms of our report attached.
For N. S. Buhariwalla & Associates
Chartered Accountants
Registration No. 101614W

For and on behalf of the Board of Directors

Sd/-
N. S. Buhariwalla
Proprietor
Membership No. 43963

Sd/-
Varsha V. Pawar
Chief Financial Officer
and Manager
(ACA : 104199)

Sd/-
Karan Ganatra
Company Secretary and
Chief Compliance Officer
(ACS : 64026)

Sd/-
Suprakash Mukhopadhyay
(00019901)

Sd/-
Amit N. Dalal
(00297603)

Sd/-
Mehrab N. Irani
(07845807)

Sd/-
Sandhya Kudtarkar
(00021947)

Sd/-
Kurush J. Daruwalla
(00128234)