



ICL Fincorp



29th
**Annual
Report
2019-2020**

**COMMITMENT
FOR ENRICHMENT**



**The goal as a Company is to have
Customer Service that is not just
the best but legendary**

Sam Walton, Wal-Mart





ICL Fincorp

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BOARD OF DIRECTORS



MR. K.G ANILKUMAR
Managing Director



MRS. UMADEVI ANILKUMAR
Whole Time Director



MR. NADARAJAN K IPS [RTD]
Independent Director



MR. K.K. WILSON
Director



CS SHINTO STANLY
Independent Director



MR. SAJISH GOPALAN
Independent Director

ADVISORY BOARD

As responsible company, ICL has formed an Advisory Board of select group of 'independent and eminent' people who will provide non-binding strategic advice and support to the owners/shareholders/directors. The Advisory Board will enhance the Company's reputation and credibility in all spheres of its business activities.

ICL Fincorp Ltd., management and Board of Directors have great pleasure in announcing the following list of Advisory Board.



Hon'ble Justice T N Valli Nayagam

**Judge, Lok Adalat & Former Judge - High Court of Madras & Karnataka
Chairman, National Cyber Defence Research Centre Tamil Nadu, India.**

Justice Dr. T. N. Vallinayagam (B.A., M.A.) is a Doctor of Philosophy in English Literature. Outstanding achievements in the fields of: English Literature, Poetry, Creative Writing.



Justice Ramachandran

He had his early education at the Government High School, Vadakkancherry. He is an expert in labour laws. He has argued several questions of law on labour matters. His lordship worked as legal advisor to the Motor Transport Workers Welfare Fund from its inception. He has also handled several constitutional matters.



Ramadevan V Krishnaswamy

Sri Ramadevan V Krishnaswamy, is Director Redbricks Realtors P Ltd. Chennai, With almost two decades of experience in the real estate business, with a healthy portfolio of projects in the Chennai City Center locations, augured by a steady growth of the company, he has given Redbrick Realtor a reputation of one that caters to the needs of a discerning customer.



MJF Ln. Dr. G. Manilal

The Cosmopolitan University honored him by awarding "Honoris Causa" Doctorate Award. Dr. Manilal (Industrialist) being the Chairman & Managing Director of M/s Manilal Associates Pvt Ltd., Chennai. Dr.Manilal has participated in many social activities such as, President, World Peace & Safety Council. President, Chennai Social & Cultural Academy. Hon. President, Flowers Social Welfare Trust. Vice. President, Indo-American Unity Centre. Enrollment, Special Fellowship from American Institute of Management Science.



CA Subramanian. R
Chief Financial Officer



CS Karthika . P.S
Company Secretary

CORPORATE INFORMATION

DIRECTORS

K G Anilkumar
Managing Director

Umadevi Anilkumar
Whole Time Director

K K Wilson
Director

Nadarajan IPS
Independent Director

Shinto Stanly
Independent Director

Sajish Gopalan
Independent Director

CHIEF FINANCIAL OFFICER

CA Subramanian R

COMPANY SECRETARY

CS Karthika P.S

REGISTERED OFFICE

No.61/1,
VGP Complex First Avenue,
Ashok Nagar,
Chennai -600083

ADMINISTRATIVE OFFICE

VKK Building,
Main Road, Irinjalakuda- 680121

AUDITORS

M/s.Mohandas& Associates
Chartered Accountants,
Sree Residency, 3rd Floor,
Press Club Road, Thrissur,
Kerala - 680001

INTERNAL AUDITOR (for Branches)

Saji Mathew & Associates
Vytila, Ernakulam

PRACTISING COMPANY SECRETARIES

M/s.Mundhra & Co., Chennai
CS Yacob P O, Ernakulam

REGISTRAR AND

SHARE TRANSFER AGENTS

M/s Cameo Corporate Services Ltd
'Subramanian Building',
No 1 Club House Road,
Chennai 600 002

BANKERS

Dhanlaxmi Bank
South Indian Bank
Axis Bank
State Bank of India
ICICI Bank

VISION & MISSION

VISION

Our vision is to brand ourselves globally and become the most preferred and trusted financial institution, excelling in the customer service delivery through committed, caring and empowered employees.

MISSION

Our mission is to provide the best and trusted financial solutions to our clients and strive to build long term relationships with them taking into account their needs as well as the changing market dynamics.



OUR CORE VALUES

- Customer Satisfaction
- Passionate About Excellence
- Fair to All
- Seeking Excellence
- Accountability and Ownership
- Teamwork and Collaboration

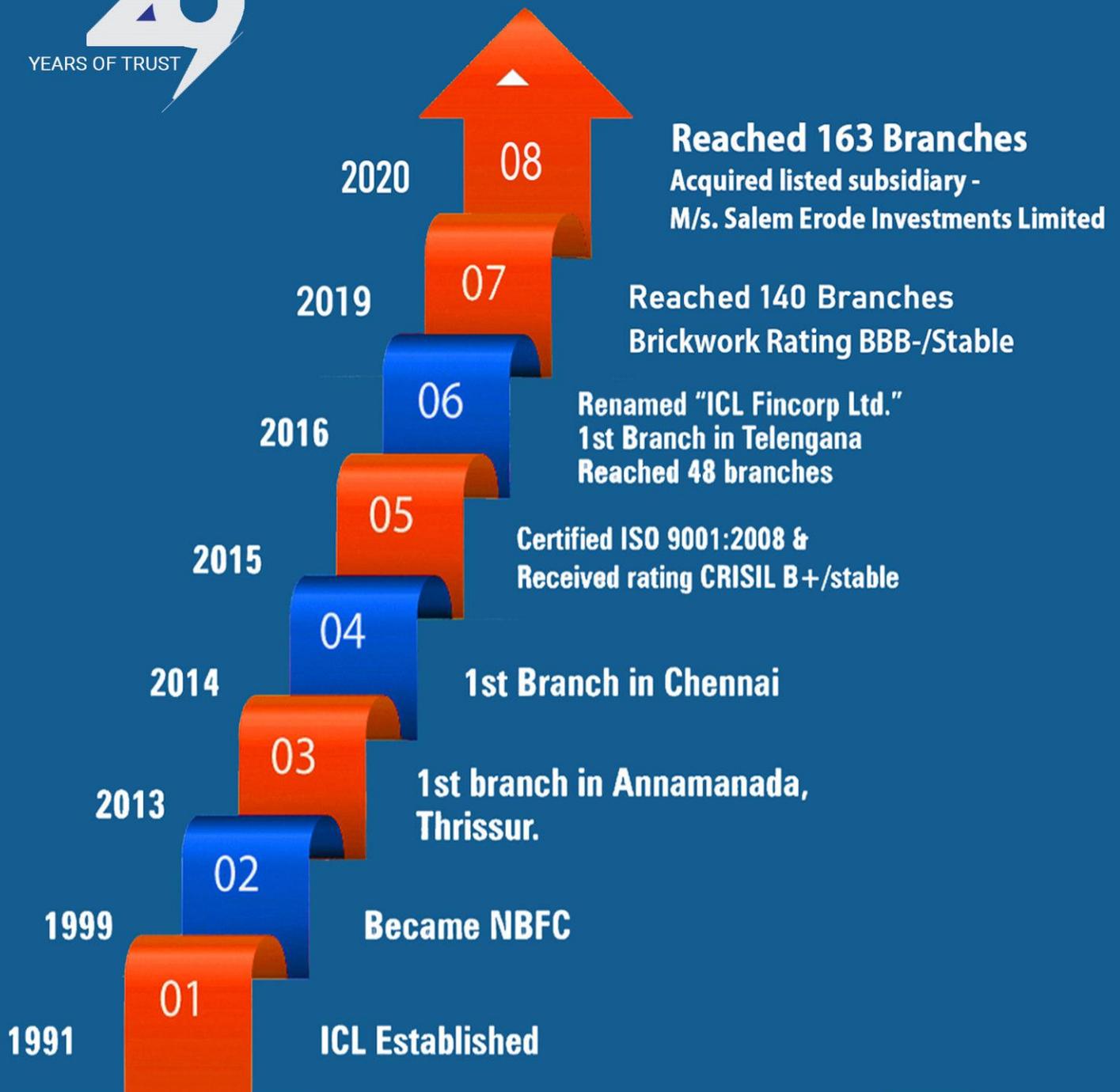
OUR PRINCIPLES

- We will be a Thinking Organisation. We will constantly bring ‘thought’ to everything we do. Our clients’ and our own success depend on our ability to use greater ideation and more imagination in our approach.
- We will be fair to our clients, our employees and all stakeholders.
- We will take care of our People. Our policies - in spirit and in letter - will ensure transparency and equal opportunity for all. We will go beyond the normal goals of attracting, recruiting, retaining and rewarding new talent. We will ensure that every individual in ICL has an opportunity to achieve their fullest potential
- Our Reputation and Image is more important than any financial reward. Reputation is hard to build and even harder to rebuild. Reputation will be impacted by our ability to think for our clients, maintain confidentiality and by our adherence to our value system.
- We will listen to our customers. Listening is the start of the relationship wherein we understand their needs and full these with the most appropriate products and solutions.



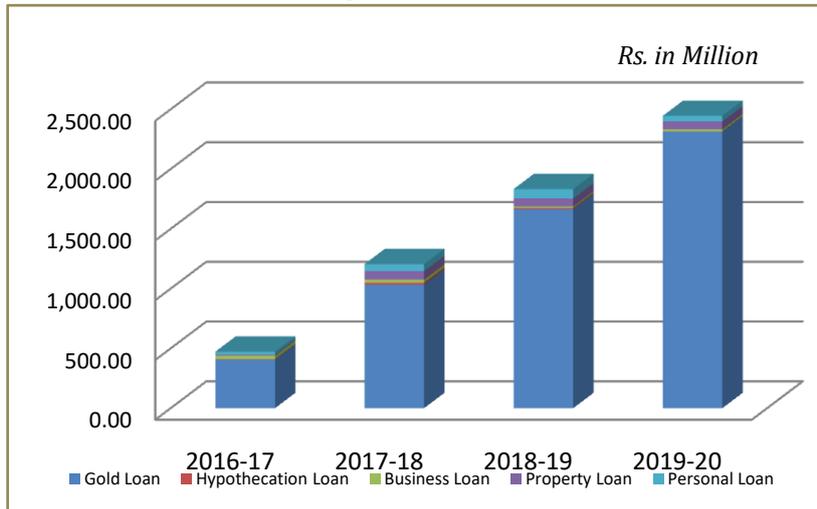
We recognise that we need to satisfy the Needs, sometimes connecting, of all stakeholders; shareholders who entrust us with their capital, employees who create the organisation, customers who are the reason we exist and society which has given us the resources and opportunity to create value.

COMPANY AT GLANCE

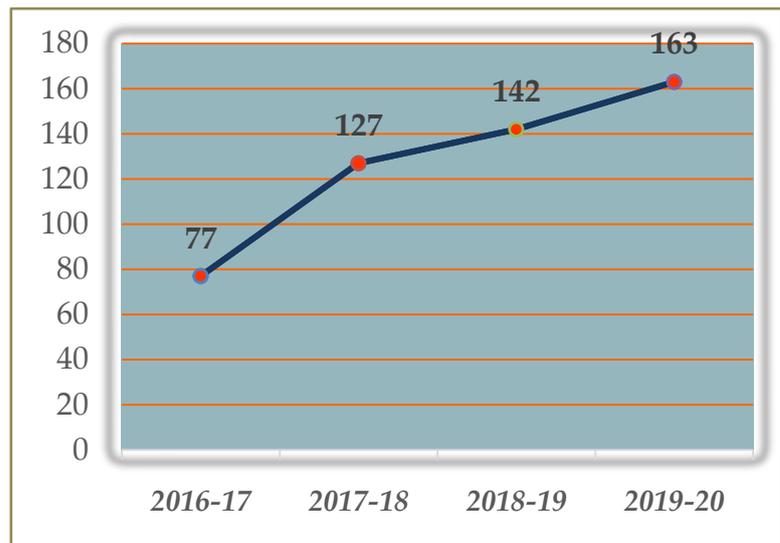


KEY PARAMETERS IN LAST 4 YEARS

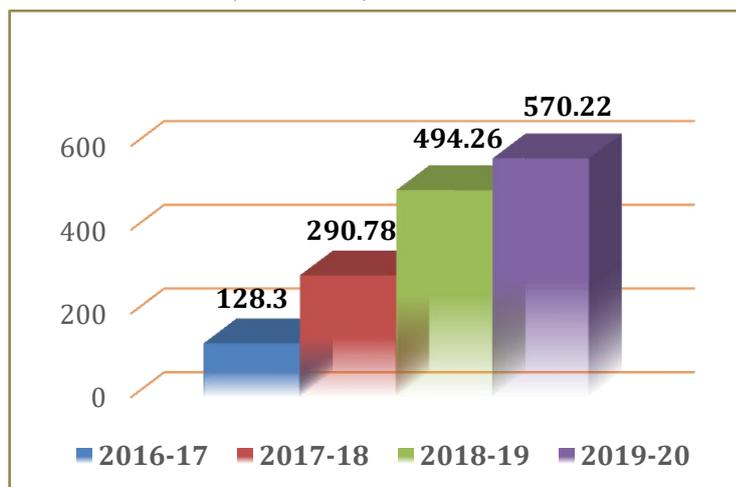
Assets under Management



No. of Branches

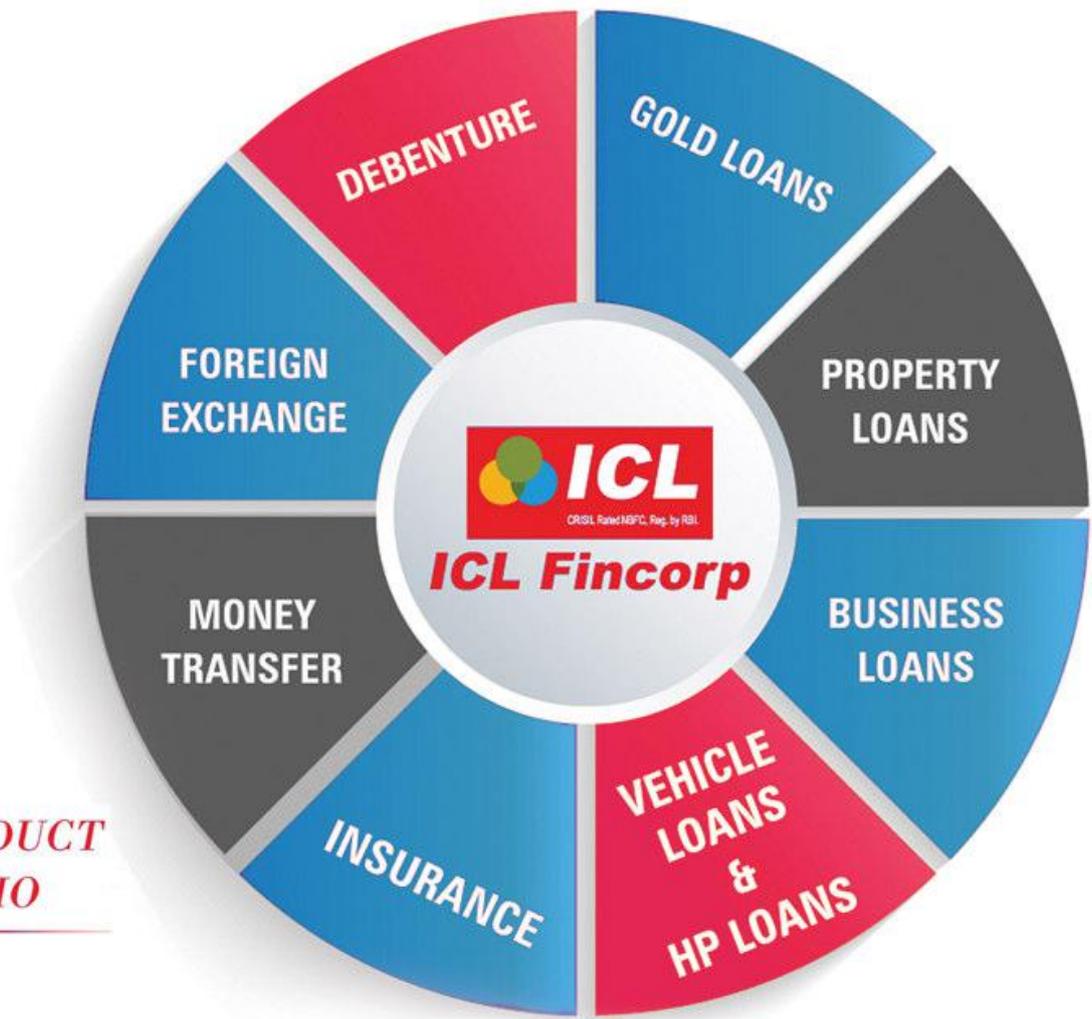


Turnover (in Million)



ICL FINCORP

PRODUCT PORTFOLIO



THE PRODUCT PORTFOLIO



NETWORK THAT CONNECTS PEOPLE AND EMPOWERS ASPIRATIONS

ICL has **163** branches across 5 states in South India



CHAIRMAN'S NOTE: THE RESILIENCE MANTRA

Dear stakeholders,

First of all let me begin this letter by thanking each and every person associated with our Establishment for showing immense trust and faith in this high challenging economical phase and we promise that this trust and faith that you have shown today will continue for years and years to come and it will only glorify and enable us to prosper our growth together. Even as I write this letter there is still a truth lurking in the back of our minds that we are in the middle of the biggest crisis we have ever seen in our lifetimes, the COVID-19 Pandemic where we are facing India's worst recession after independence and challenging business environment with lower GDP growth.



According to International Monetary Fund (IMF) review in the month of June, 2020 they have clearly and specifically mentioned that "It is a crisis like no other and an uncertain recovery. Global growth is projected at -4.9 percent in 2020, 1.9 percentage points below the April 2020 World Economic Outlook (WEO) forecast. The COVID-19 pandemic has had a more negative impact on activity in the first half of 2020 than anticipated, and the recovery is projected to be more gradual than previously forecasted. In 2021 global growth is projected at 5.4 percent. Overall, this would leave 2021 GDP some 6½ percentage points lower than in the pre-COVID-19 projections of January 2020. The adverse impact on low-income households is particularly acute, imperilling the significant progress made in reducing extreme poverty in the world since the 1990s."

The economic Impact of the Corona Virus Pandemic in India is also no exception and has been largely disruptive. Further, Government-imposed lockdown will raise operational complications for the NBFCs also.

However, this impact on economy is well recognized by our Government and has introduced many multiple packages to support the shrinking economy. The Economic stimulus announced by our Government is only for considering the lives and livelihood of millions of people across our Country and also for supporting the MSME's. The NBFC's play a critical role in the field of economic development of our Country and touches all nuke and corners and are also engaged in seamless funding for all the small, startups and MSME's.

Financial Year 2019-20 challenged our resilience and readiness to respond to this challenging environment and our vibrant and strong risk management framework allowed us to remain stable in the NBFC space. However a new plan of action and re-strategizing the existing policies are required since NBFC industry is facing serious challenges as it tries to combat the economic impact of the COVID-19 outbreak. Even as the Indian economy is reopening towards the later part of the year, NBFCs will continue to face challenges in improving their asset quality and cash crunch.

In ICL, our main intention is to keep helping people to achieve their dreams and goals. As our Government has also come up with Aatmanirbhar Bharat- Swatantra Bharat wherein the concept focuses on commitment for working towards self-reliance in all sectors of economy, this will only encourage the startups to register in MSME and our motto will be to help such startups to achieve their goals and all other people in reaching out for their dreams. As already said in our previous Annual Reports our mission is to assist people in making their dreams come true.

Despite being the most challenging year in the Global Economy amidst lockdown and such other major blockages in the business, we are very proud to inform you that we were able to maintain stability all throughout in FY 2019-20. It is true that this difficult times has slowed down our work but it is also true that we will come back with the same energy and hunger for growth once things get back to normalcy.

We are rigorously continuing to expand our reach to various other states as well and it won't take much time to establish ourselves as PAN India Company. As on date our Company has 163 branches spread across South India with a strong workforce of 750 employees. Our Company has always remained alert while displaying resilience to ensure business continuity.

In these difficult times our main focus is to ensure the well - being of our employees, customers, clients and communities in what is an unprecedented and uncertain environment. The safety and well-being of our people will be the most primary concern for our Company.

We have also gradually built up a brand. People have started recognizing our brand. Our brand is a promise to our customers and the customers know what to expect from our products and services. We have built a trust among our clients and this trust is our Company's asset.

Global Economy:

COVID-19 has delivered an enormous global shock, leading to steep recessions in many countries. The baseline forecast envisions a 5.2 percent contraction in global GDP in 2020—the deepest global recession in decades. Per capita incomes in most emerging and developing economies will shrink this year. The pandemic highlights the urgent need for policy action to cushion its consequences, protect vulnerable populations, and improve countries' capacity to cope with similar future events. It is also critical to address the challenges posed by informality and limited safety nets and undertake reforms that enable strong and sustainable growth.

Indian Economy:

Fiscal Scenario

Several economies of the world including India are focusing on the reduction of public debt and fiscal deficit in order to make their fiscal policy more effective. Empirical studies have demonstrated that India has been successful in making these attempts. The underlying effect of this success has been found to be raising public expenditure by the government in subsequent years. While major macro economic data points like increase in FDI activity due to budgetary policy action, adequate growth in exports, pick up in industrial activities and expansion in government capital expenditure coupled with revival in private sector would provide fiscal support, rich demographic dividend with the higher share of working age population would bring a faster than expected growth in the economy.

Financial services sector

India's financial services sector is diversified, comprising of entities such as commercial banks, co-operatives, insurance companies, pension funds, mutual funds, non-banking financial companies (NBFCs) and other various entities. NBFCs continued to grow their share in the financial services industry.

As per data published by RBI in its Financial Stability Report, NBFCs have outperformed Scheduled Commercial Banks (SCBs) on growth in advances and in asset quality. The growth momentum of NBFCs will result in their share in the financial services sector increasing in the near future.

Opportunities & Challenges ahead...

India's short-term GDP growth perspective may be adversely affected by renewed asset-quality encounters in banks and liquidity issues in NBFCs.

The financial sector was already facing weak business, consumer confidence and delinquent portfolio crunch for some years before the crisis and this was worsened by certain high-profile defaults in the NBFC sector arising from lapses in appropriate governance and continuous surveillance. The year 2021 could possibly be a turning point, with the Government taking a series of fiscal and monetary initiatives to generate demand and ease the liquidity pressure, which gives rise to hopes of promising signals appearing in coming months. These measures include guiding public sector banks to lend more to NBFCs, introducing credit guarantee scheme, relaxation in norms on external commercial borrowings, loan co-origination with banks, equity finance support etc.

Company performance

Your company continued to remain focused on maintaining asset quality. The total AUM for the company as a whole grew by 31% (YoY) and the growth of on-balance sheet assets was 36%. The business AUM (including on book and assigned and net of provisions) in FY 20 stood at INR 249 crores as against INR 189 crores recorded in FY 19. The company earned a profit after tax (PAT) of INR 57,31,734/- during the year. And the Earnings per Share is INR 0.15/-

Acknowledgement

To conclude, I express my sincere thanks to our customers, stakeholders, bankers, financial institutions, rating agencies, service providers and all other constituents for their valuable support and unstinted co-operation. To my colleagues on the board, I owe a great deal of gratitude for their prudent counsel and continued guidance. My special thanks and appreciation goes to the employees at all levels of the company, for their hard work, dedication and continued commitment. I also take this opportunity to thank all the shareholders for their unstinted support in all our endeavours. We continue to be committed towards creating value for all our stakeholders and adhering to the highest standards of corporate governance.

Finally looking at the current global scenario shaping up, I would rather like to finish by saying **“When the going gets TOUGH, the TOUGH gets going.”**

Thank you,

K G ANILKUMAR

Managing Director

NOTICE OF 29TH ANNUAL GENERAL MEETING

Notice is hereby given that the 29th Annual General Meeting of the Members of M/s. ICL Fincorp Limited will be held on Wednesday, the 30th day of September, 2020 at 11.00 a. m. IST (“AGM”) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) facility to transact the following businesses:

Ordinary Businesses:

1. *Approval of Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020.*

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

“RESOLVED THAT the Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020 including Balance Sheet as at March 31, 2020, Statement of Profit and Loss Account as at March 31, 2020 and Cash Flow Statement for the year ended as on that date together with Notes forming part of Accounts as audited and reported by the Auditors of the Company and the Directors’ Report, as circulated to the Members and laid before meeting, be and are hereby received, considered, approved and adopted.”

2. *Approval of Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020.*

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

“RESOLVED THAT the Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 including Balance Sheet as at March 31, 2020, Statement of Profit and Loss Account as at March 31, 2020 and Cash Flow Statement for the year ended as on that date together with Notes forming part of Accounts as audited and reported by the Auditors of the Company and the Directors’ Report, as circulated to the Members and laid before meeting, be and are hereby received, considered, approved and adopted.”

3. *Appointment of a Director in place of Mr. K. G. Anilkumar who retires by rotation and being eligible, offers himself for re-appointment.*

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

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. K.G. Anilkumar, Managing Director (DIN: 00766739) of the Company, who retires by rotation at the 29th Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby re - appointed as a Director of the Company, liable to retire by rotation.”

4. *Re - appointment of M/s. Mohandas & Associates, Chartered Accountants, Thrissur as the Statutory Auditors of the Company and fixation of remuneration.*

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

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit & Auditors) Rules, 2014, as amended from time to time and pursuant to the recommendations of the Audit Committee and the Board of Directors, the consent of the Members of the Company be and is hereby accorded to the re - appointment of M/s. Mohandas & Associates (Firm Registration No. 02116S) Chartered Accountants, Sree Residency, 3rd Floor, Press Club Road, Thrissur, Kerala - 680001 as the Statutory Auditors of the Company for 5 (five) consecutive Financial Years commencing from 2020 - 2021 to 2024 – 2025 and to hold office from the conclusion of 29th Annual General Meeting to the conclusion of 34th Annual General Meeting for the Financial Year ending March 31, 2025, at a fixed remuneration of Rs.6,00,000/- (Rupees Six Lakhs Only) for the Financial Year 2020 – 2021, with an annual increment of 10% per annum for the rest of tenure of appointment, payable in one or more installments, exclusive of applicable taxes thereon and reimbursement of out-of-pocket expenses incurred and such other variable remuneration not exceeding 20% of the fixed remuneration for respective Financial Years, according to nature and volume of work and as may be mutually decided between the Auditors and the Board of Directors of the Company.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps, as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings, that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs, Reserve Bank of India and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution.”

Special Businesses

5. Appointment of Mr. Shinto Stanly as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), regulations issued by the Reserve Bank of India and pursuant to the provisions of the Articles of Association of the Company, Mr. Shinto Stanly (DIN: 06534505), who was appointed as an Additional Director of the Company with effect from 03rd day of December, 2019 and holds office up to the date of 29th Annual General Meeting of the Company and being eligible for appointment and in respect of whom the Company has received a notice under the provisions of Section 160 of the Act, proposing candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 consecutive years i.e. from 03rd day of December, 2019 to 02nd day of December, 2024, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps, as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings, that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs, Reserve Bank of India and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution."

6. Appointment of Ms. Umadevi Anilkumar as the Whole Time Director of the Company and designated as "Whole Time Director and Chief Executive Officer" and revision of remuneration.

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions, if any of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Schedule V to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), regulations issued by the Reserve Bank of India and pursuant to the provisions of the Articles of Association of the Company,

consent of the Members of the Company be and is hereby accorded to the appointment of Ms. Umadevi Anilkumar (DIN: 06434467) as the Whole Time Director of the Company and designated as “Whole Time Director and Chief Executive Officer”, for a term of consecutive 5 Years effective from 01st day of September, 2020 to 30th day of August, 2025, on a monthly remuneration of Rs. 5,00,000/- (Rupees Five Lakhs Only), by way of salary, perquisites, allowances etc. for a period of three years effective from 01st day of September, 2020 to 30th day of August, 2023, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice.”

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 197, 198 and any other applicable provisions, if any of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Schedule V to the Companies Act, 2013 (including any statutory modifications or any re-enactment thereof for the time being in force), regulations issued by the Reserve Bank of India and pursuant to the provisions of the Articles of Association of the Company, consent of the Members be and is hereby accorded to ratify the remuneration paid to Ms. Umadevi Anilkumar, Whole Time Director (DIN: 06434467) of the Company amounting to Rs. 2,00,000/- (Rupees Two Lakhs Only) per month, by way of salary, perquisites, allowances etc. effective from 01st day of April, 2020 to 30th day of August, 2020.”

“RESOLVED FURTHER THAT where in any of the Financial Years commencing from 2020 – 2021 to 2022 – 2023, the Company has no profits or its profits are inadequate, the Company may pay to Ms. Umadevi Anilkumar, the above remuneration as the minimum remuneration by way of salary, perquisites and other allowances and benefits as specified above, subject to receipt of the requisite approvals, if any.”

“RESOLVED FURTHER THAT pursuant to the limits laid down in section 197 and computed in the manner laid down in section 198 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), in addition to the above minimum remuneration, Ms. Umadevi Anilkumar, Whole Time Director (DIN: 06434467) of the Company be and is hereby entitled to such commission based on the net profits of the Company for the Financial Years commencing from 2020 – 2021 to 2022 – 2023, not exceeding 1% (one percent) of such profits, as may be decided by the Nomination and Remuneration Committee and Board of Directors of the Company.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers conferred on it by or under the aforesaid resolution to any Director or to the Company Secretary, as it may consider appropriate in order to give effect to the resolution.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs, Reserve Bank of India and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution.”

7. *Revision of remuneration to Mr. K. G. Anilkumar, Managing Director of the Company.*

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

“RESOLVED THAT pursuant to the provisions of Sections 197, 198 and any other applicable provisions, if any of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Schedule V to the Companies Act, 2013 (including any statutory modifications or any re-enactment thereof for the time being in force), regulations issued by the Reserve Bank of India and pursuant to the provisions of the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to revise the monthly remuneration of Mr. K.G. Anilkumar, Managing Director (DIN: 00766739) of the Company to Rs. 10,00,000/- (Rupees Ten Lakhs Only), by way of salary, perquisites, allowances etc. for a period of one year effective from 01st day of September, 2020 to 30th day of August, 2021, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice.”

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 197, 198 and any other applicable provisions, if any of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Schedule V to the Companies Act, 2013 (including any statutory modifications or any re-enactment thereof for the time being in force), regulations issued by the Reserve Bank of India and pursuant to the provisions of the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to ratify the remuneration paid to Mr. K.G. Anilkumar, Managing Director (DIN: 00766739) of the Company amounting to Rs. 5,00,000/- (Rupees Five Lakhs Only) per month, by way of salary, perquisites, allowances etc. effective from 01st day of April, 2020 to 30th day of August, 2020.”

“RESOLVED FURTHER THAT where in the Financial Year 2020 – 2021, the Company has no profits or its profits are inadequate, the Company may pay to Mr. K.G. Anilkumar, the above remuneration as the minimum remuneration by way of salary, perquisites and other allowances and benefits as specified above, subject to receipt of the requisite approvals, if any.”

“RESOLVED FURTHER THAT pursuant to the limits laid down in section 197 and computed in the manner laid down in section 198 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), in addition to the above minimum remuneration, Mr. K.G. Anilkumar, Managing Director (DIN: 00766739) of the Company be and is hereby entitled to such commission based on the net profits of the Company for the Financial Year 2020 – 2021, not exceeding 1% (one percent) of such profits, as may be decided by the Nomination and Remuneration Committee and Board of Directors of the Company.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers conferred on it by or under the aforesaid resolution to any Director or to the Company Secretary, as it may consider appropriate in order to give effect to the resolution.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs, Reserve Bank of India, and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution.”

8. *Approval of Borrowing Limit.*

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

“RESOLVED THAT pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modifications or amendments thereto or re-enactments thereof for the time being in force) and in terms of Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by the Resolution) to borrow any sum or sums of moneys from time to time from any one or more Banks, Company’s Directors, firms, Bodies Corporate, Financial Institutions, Insurance Companies, Mutual Funds, Trusts, Investment Institutions, any other persons or other acceptable sources(hereinafter also referred to as the “Lending Agencies”) whether by way of Secured or Unsecured Debentures (Non – Convertible or Convertible), Bonds, Commercial Papers, Securitized instruments such as floating rates notes, fixed rate notes etc., Securities with or without detachable warrants, with a right exercisable by the warrant holder(s) to convert or subscribe for Equity or Preference Shares,

Long term or short term loans, advances and any other instruments or securities or otherwise permitted by law for the time being in force, designated in Indian or foreign currency and on such terms and conditions as the Board may deem fit, notwithstanding that such sum or sums of monies to be borrowed, together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company's Bankers in the ordinary course of business), may exceed aggregate of its paid-up capital, free reserves and Securities Premium of the Company, provided that the total amount so borrowed by the Board shall not exceed Rs.1200,00,00,000/- (Rupees One Thousand and Two Hundred Crores Only), together with interest thereon at the agreed rates, further interest, liquidated damages, premium on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company to the Trustees under the Trust Deed and to the Lending Agencies under their respective Agreements/Loan Agreements entered/to be entered into by the Company in respect of the said borrowings."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers conferred on it by or under the aforesaid resolution to any Director or to the Company Secretary, as it may consider appropriate in order to give effect to the resolution."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution."

9. Creation of mortgage or charge on the assets, properties or undertaking(s) of the Company.

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

"RESOLVED THAT pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modifications or amendments thereto or re-enactments thereof) and in terms of Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by the Resolution) to sell, lease or dispose of in any manner including but not limited to mortgaging, hypothecating, pledging or in any manner creating charge on all or any part of the present and future moveable or immovable

assets or properties of the Company or the whole or any part of the undertaking(s)

of the Company of every nature and kind whatsoever (hereinafter referred to as the "Assets") and/or creating a floating charge on the Assets, together with the power to take over the management of the business and concern of the Company in certain events of default, to or in favour of Banks, Debenture Trustees, Firms, Bodies Corporate, Financial Institutions, Insurance Companies, Mutual Funds, Trusts, Investment Institutions, any other persons or any other lenders to secure the amount borrowed by the Company or Subsidiary(ies) of the Company from time to time for the due re-payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company in respect of the said borrowings provided that the aggregate indebtedness so secured by the assets do not at any time exceed the value of limits approved under Section 180(1)(c) of the Act."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers conferred on it by or under the aforesaid resolution to any Director or to the Company Secretary, as it may consider appropriate in order to give effect to the resolution."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution."

10. *Investments, Loans, Guarantees and security in excess of limits specified under section 186 of Companies Act, 2013*

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

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modifications or amendments thereto or re-enactments thereof) and in terms of Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by the Resolution) to give any loan(s) to any other body corporate or person and/or give any guarantee(s) or provide any security(ies) in connection with any loan(s) to any other body corporate or person and/ or to make any investments or acquisition by way of subscription, purchase or otherwise, the securities (including equity shares, preference shares, debentures, or any other kind of instruments, whether convertible or not) of other body corporate, whether in India or

outside India, as may be considered appropriate, beneficial and in the interest of the Company,

provided that the aggregate of the loans and investments so far made in and the amount or which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of Rs. 300,00,00,000/- (Rupees Three Hundred Crore Only), over and above the limits available to the Company of 60% (Sixty Percent) of its paid up share capital, free reserves and securities premium account or 100% (One Hundred Percent) of its free reserves and securities premium account, whichever is more as prescribed under Section 186 of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers conferred on it by or under the aforesaid resolution to any Director or to the Company Secretary, as it may consider appropriate in order to give effect to the resolution."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution."

11. Issuance of Equity Shares on Preferential Issue basis

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

"RESOLVED THAT pursuant to the provisions of Sections 42, 62 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules 2014, and Rule 13 of Companies (Share Capital and Debenture) Rules 2014 (including any statutory modification thereof for the time being in force and as may be enacted from time to time) and in terms of Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by the Resolution) to offer, issue and allot 1,00,00,000 Equity Shares of face value of Rs.10/- (Rupees Ten Only) each for cash at an issue price of Rs.20/- (Rupees Twenty Only) for a total consideration of Rs.20,00,00,000/- (Rupees Twenty Crores Only) on preferential basis to Mr. K.G. Anilkumar, Promoter and Managing Director (DIN: 00766739) of the Company in one or more tranches, provided that the minimum price of Equity Shares so issued shall not be less than the price determined on the basis of valuation report of a

Registered Valuer and on such terms and conditions, as stipulated in the Explanatory Statement attached and as the Board may deemed fit in its absolute discretion.”

“RESLOVED FURTHER THAT Equity Shares to be issued and allotted by the Board shall be subject to provisions of Memorandum of Association and Article of Association of the Company and shall rank pari-passu in all respect, including dividend with the existing Equity Shares of the Company.”

“RESOLVED FURTHER THAT Private Placement Offer Letter in Form PAS-4 together with Application Form, inviting to subscribe to the Equity Shares be and is hereby approved.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers conferred on it by or under the aforesaid resolution to any Director or to the Company Secretary, as it may consider appropriate in order to give effect to the resolution.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution.”

12. Issue of Non - Convertible Securities.

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

“RESOLVED THAT pursuant to the provisions of Section 23, 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactments thereof for the time being in force) and subject to other applicable rules, regulations and guidelines issued by the Reserve Bank of India, as amended from time to time, the Memorandum and Articles of Association of the Company, any other applicable laws for the time being in force and subject to such other approvals, as may be required from regulatory authorities from time to time, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by the Resolution) to offer, issue and allot from time to time, Non-Convertible Securities

including but not limited to Non-Convertible Debentures or Bonds, secured or unsecured, subordinate debentures/debts and such other debt instruments,

in one or more series / tranches aggregating upto an amount not exceeding 1000,00,00,000/- (Rupees One Thousand Crores Only), on a private placement basis or public issue or otherwise, listed or unlisted, at par or at such premium or such discount, as may be decided by the Board to such person or persons, including one or more Companies, Bodies Corporate, Statutory Corporations, Commercial Banks, Lending Agencies, Financial Institutions, Insurance Companies, Mutual Funds, Pension/Provident Funds and Individuals, as the case may be or to such other person/ persons as the Board may from time to time determine and consider proper and most beneficial to the Company and on such terms and conditions, as the Board may from time to time deem fit, proper and appropriate”.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers conferred on it by or under the aforesaid resolution to any Director or to the Company Secretary, as it may consider appropriate in order to give effect to the resolution.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution.”

13. Increase in Authorized Share Capital and amendment in the Capital clause of Memorandum of Association of the Company.

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

“RESOLVED THAT pursuant to Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modifications or amendments thereto or re-enactments thereof for the time being in force) and in terms of Articles of Association of the Company and subject to applicable permissions, sanctions and approvals as may be required, consent of the Members of the Company be and is hereby accorded to increase the present Authorized Share Capital of the Company amounting to Rs. 60,00,00,000/- (Rupees Sixty Crores Only) consisting of 6,00,00,000 Equity Shares of Rs.10/- (Rupees Ten Only) each to Rs.100,00,00,000/- (Rupees One Hundred Crores Only) divided into 10,00,00,000 Equity Shares of Rs.10/- (Rupees Ten Only) each, which would rank *paripassu* in all respect with the existing Equity Shares.”

“RESOLVED FURTHER THAT pursuant to the provisions of Section 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013, the existing Clause of the Memorandum of Association of the Company relating to the Share Capital be and is hereby altered by substituting in place thereof the following Clause:-

5. The Authorized Share Capital of the Company is Rs.100,00,00,000/- (Rupees One Hundred Crores Only) divided into 10,00,00,000 Equity Shares of Rs.10/- (Rupees Ten Only) each.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution.”

14. *Alteration of Memorandum of Association of the Company with respect to the Other Object Clause, Liability Clause and numberings.*

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

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or amendments thereto or re-enactments thereof for the time being in force), and subject to such terms, conditions, amendments or modifications if any, as may be required or suggested by the Registrar of Companies and any other appropriate authorities, the Memorandum of Association of the Company be altered as follows:

- a) Clause 3 (a) of the Objects clause of the Memorandum of Association of the Company be titled as ‘The objects to be pursued by the Company on its incorporation are:-.
- b) Clause 3 (b) of the Objects clause of the Memorandum of Association of the Company be titled as ‘Matters which are necessary for furtherance of the objects specified in clause 3 (a) are:-.
- c) The Other Objects Clause of the Memorandum of Association of the Company be removed by completely deleting the clause 3 (C).
- d) The declarations as mentioned after the Other Objects Clauses of the Memorandum of Association be removed by completely deleting the same.

e) The Clause 4 of the Liability Clause of the Memorandum of Association of the Company be altered by replacing and substituting the same with the following new clause:

4. The liability of the Members is limited to the amount unpaid, if any, on the shares held by them."

"RESOLVED FURTHER THAT necessary revision in numbering of the clauses of the Memorandum of Association of the Company shall be carried out."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers conferred on it by or under the aforesaid resolution to any Director or to the Company Secretary, as it may consider appropriate in order to give effect to the resolution."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution."

By Order of Board,
For ICL Fincorp Limited

Sd/-
K. G. Anilkumar
Managing Director
(DIN: 00766739)

Place: Irinjalakuda
Date: 28.08.2020

Notes & Instructions

1. The Explanatory Statement pursuant to Section 102 of the Act read with Rules setting out the material facts pertaining to the proposed resolutions and reasons thereof are annexed for your consideration and requisite action.
2. The Annual Report of the Annual General Meeting (hereinafter referred to as "AGM") is being sent by e - mail to all the Members, whose names appear in the Register of Members / list of Beneficial Owners as furnished by the Depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as at the close of business hours on **Thursday, the 03rd day of September, 2020** and who have registered their e-mail address in respect of electronic holdings with the depository through the concerned Depository Participants and in respect of physical holding with the Company's Registrar & Share Transfer Agent i.e. M/s. Cameo Corporate Services Limited (hereinafter referred to as "RTA").
3. Members whose name appears on the Registrar of Members/ List of Beneficial owners as on the cut-off date will be considered for the purpose of remote e - voting and voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on that date. A person who is not a Member as on the record date should treat this Notice for information purposes only. The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, 23rd day of September, 2020 to Wednesday, the 30th day of September, 2020 (both days inclusive) for annual closing.
4. The Board of Directors has appointed M/s. Cameo Corporate Services Limited, having office at Subramanian Building, No.1, Club House Road, Near Spencer's Signal, Anna Salai, Chennai, Tamil Nadu - 600002, as the Registrar and Share Transfer Agent of the Company for the Share Registry Work (Physical and Electronic).
5. The Board of Directors of the Company, vide meeting held on Thursday, the 27th day of August, 2020 has appointed Mr. K. G. Anilkumar, Managing Director (DIN: 00766739) of the Company, as the person responsible for the entire process of Annual General Meeting and e - voting.
6. The Board of Directors of the Company, vide meeting held on Thursday, the 27th day of August, 2020 has appointed Mr. Yacob Pothumuriyil Ouseph, Practising Company Secretary having office at 02nd Floor, Kalarikkal Building, Karingachira, Tripunithura, Kerala – 682301 as the Scrutinizer for scrutinizing e-voting process in a fair and transparent manner.

7. The Company has issued paper notice on Friday, the 28th day of August, 2020 in newspapers requesting all the members to register their permanent e - mail address. It is clarified that members are required to register their e - mail address, in respect of electronic holdings with the depositories/depository participant and in respect of physical holding with the RTA.
8. In view of the outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (hereinafter referred to as "MCA") has vide its General Circular No. 20/2020 dated 05th May, 2020 read together with General Circular Nos. 14/2020 & 17/2020 dated 08th April, 2020 and 13th April, 2020 respectively (hereinafter collectively referred to as "MCA Circulars"), permitted the holding of Annual General Meeting through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (hereinafter referred to as "the Act") and the MCA Circulars, the AGM of the Company is being held through VC/OAVM, without the physical presence of the Members at a common venue.
9. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
10. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
11. The Member's log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for record of attendance at the AGM and such Member attending the Meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

12. Pursuant to the provisions of the Section 105 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/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 and attendance slip are not annexed to this notice.

13. In line with the MCA Circulars, AGM Notice and Annual Report is being sent through electronic mode to those Members whose e - mail addresses are registered with the Company/ RTA/ Depositories. The Notice calling the AGM and Annual Report has been uploaded on the website of the Company at www.iclfincorp.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com. In case a member is desirous of obtaining an e - mail of Annual Report, he/she may send an e - mail to shareholder@iclfincorp.com.
14. In accordance with the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India (hereinafter referred to as "ICSI") read with Clarification/Guidance on applicability of Secretarial Standards – 1 and 2 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.
15. Corporate/Institutional Members are entitled to appoint authorized representatives to attend the AGM through VC/OAVM on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/Institutional Members (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy of the Board Resolution/Authority Letter, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting or during the AGM. The said Resolution/Authorisation shall be sent to the Scrutinizer by e - mail through its registered email address to csevoting@gmail.com.
16. The voting period shall commence on **Sunday, the 27th day of September, 2020 at 10.00 a.m. IST** and ends on **Tuesday, the 29th day of September, 2020 at 05.00 p.m. IST**. The remote e - voting facility shall be disabled by the CDSL for e-voting thereafter.
17. The Scrutinizer will submit a consolidated Scrutinizer's Report to the Chairman/Director after the completion of scrutiny on remote e-voting as well as the venue e - voting at the Annual General Meeting on the 02nd day of October, 2020 at 05.00 p.m. at the Corporate of the Company at V.K.K. Building, Main Road, Irinjalakuda, Thrissur, Kerala – 680121 and will also be displayed on the

website of the Company www.iclfincorp.com and on the website of CDSL www.evotingindia.com.

18. The Resolution shall be deemed to be passed on the date of the Meeting, i.e. 30th day of September, 2020, subject to receipt of the requisite number of votes in favour of the Resolution.
19. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to shareholder@iclfincorp.com. The same will be replied by the Company suitably.
20. As per Sections 124 and 125 of the Act, the amount of unpaid or unclaimed dividend lying in unpaid dividend account for a period of seven (7) years from the date of its transfer to the unpaid dividend account and the underlying Equity Shares of such unpaid or unclaimed dividend, are required to be transferred to the Investor Education and Protection Fund established by the Central Government. Once the amount is so transferred, no claim shall lie against the Fund or the Company in respect of dividend amount thereafter. Shareholders are requested to send their claims, if any, for the Financial Year 2016-17 onwards, before the amount becomes due for transfer to the above Fund.
21. In case of any queries or grievances connected with the e – voting process, Members may contact the following official:

Mr. K. G. Anilkumar
Managing Director, M/s. ICL Fincorp Limited
V. K. K. Building, Main Road,
Irinjalakuda, Thrissur, Kerala – 680121
Ph: 85890 23110, E mail: md@iclfincorp.com
22. The instructions for Shareholders for Remote E-Voting are as under:
 - i. The voting period begins on **Sunday, the 27th day of September, 2020 at 10.00 a.m. IST** and ends on **Tuesday, the 29th day of September, 2020 at 05.00 p.m.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date (record date) i.e. **Wednesday, the 23rd day of September, 2020** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- ii. The voting rights of the Members shall be in proportion to their shares of the Paid up Equity Share Capital of the Company, as on the cut-off date ie. **Wednesday, the 23rd day of September, 2020.**

Voting rights in the e-voting cannot be exercised by a proxy, though corporate and institutional Members shall be entitled to vote through authorized representatives with proof of their authorization. The voting right of the Equity Share is one vote per Equity Share, registered in the name of the Member.

- iii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue. Further, once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.
- iv. Procedures of E Voting:
 - a) The shareholders should log on to the e-voting website www.evotingindia.com.
 - b) Click on “Shareholders” module.
 - c) Now enter your User ID
 - For CDSL: 16 digits beneficiary ID.
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID.
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

Or

Alternatively, if you are registered for CDSL’s **EASI/EASIEST** e - services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL’s **EASI/EASIEST** e - services, click on **e - Voting** option and proceed directly to cast your vote electronically.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e - voting of any Company, then your existing password is to be used.

vii. If you are a first time user follow the steps given below:

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

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e - voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For shareholders holding shares in physical form, the details can be used only for e - voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the relevant **ICL Fincorp Limited** on which you choose to vote.

- xii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
 - xiii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 - xiv. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
 - xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 - xvi. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
 - xvii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - xviii. Shareholders can also cast their vote using CDSL’s mobile app “m - Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
23. Process for those Shareholders whose e - mail addresses are not registered with the depositories for obtaining login credentials for e - voting for the resolutions proposed in this Notice:
- i. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhaar Card) by e - mail to Company e - mail id shareholder@iclfincorp.com and to the RTA e - mail id cameo@cameoindia.com.
 - ii. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhaar Card) to Company e-mail id shareholder@iclfincorp.com and to the RTA e-mail id cameo@cameoindia.com.

24. Instructions for Shareholders attending the AGM through VC/OAVM are as under:

- i. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e - voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- ii. Shareholders are encouraged to join the Meeting through Laptops, Smartphones, Tablets and iPads for better experience. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
- iii. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **3 days prior to meeting** mentioning their name, demat account number/folio number, e - mail id, mobile number at Company email id shareholder@iclfincorp.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **3days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at Company email id shareholder@iclfincorp.com. These queries will be replied to by the Company suitably by email.
- iv. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

25. Instructions for Shareholders for e-voting during the AGM are as under:-

The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

- i. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.
- ii. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

iii. Shareholders who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

26. Note for Non – Individual Shareholders and Custodians

- i. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- ii. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- iii. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- iv. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- v. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- vi. Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer csevoting@gmail.com and to the Company at the email address shareholder@iclfincorp.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- vii. If you have any queries or issues regarding attending AGM & e-voting from the e-voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
- viii. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4 – Re - appointment of M/s. Mohandas & Associates, Chartered Accountants, Thrissur as the Statutory Auditors of the Company and fixation of remuneration.

The Board of Directors of the Company, on the recommendation of the Audit Committee, has proposed M/s. Mohandas & Associates (Firm Registration No. 02116S) Chartered Accountants, 3rd Floor, Sree Residency, Press Club Road, Thrissur, Kerala – 680001 as the Statutory Auditors of the Company for 5 (five) consecutive Financial Years commencing from 2020 - 2021 to 2024 – 2025. M/s. Mohandas & Associates is holding the office of the Statutory Auditors of the Company since the Financial Year 2015 – 2016. In accordance with the provisions of Section 139(1) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. Mohandas & Associates were appointed as the Statutory Auditors of the Company at the 25th Annual General Meeting held on 30th day of September, 2016 for a term of 4 years i.e. to hold office upto the Annual General Meeting for the Financial Year 2019 – 2020 and the Statutory Auditors would be completing 5 years as the Statutory Auditors of the Company at the ensuing Annual General Meeting ie. 29th Annual General Meeting. In accordance with Section 139(2) of the Companies Act, 2013 and Rule 6 of the Companies (Audit and Auditors) Rules, 2014, M/s. Mohandas & Associates is eligible for re-appointment for a term of 5 (five) Financial Years. The Company has also received consent and eligibility letter to act as the Statutory Auditors of the Company, in accordance with the provisions of Section 139 and Section 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014.

Terms and Conditions of re-appointment are as under:

Term of Appointment	5 (five) consecutive Financial Years commencing from 2020 - 2021 to 2024 – 2025 and to hold office from the conclusion of 29 th Annual General Meeting to the conclusion of 34 th Annual General Meeting for the Financial Year ending 31 st March, 2025.
Proposed Audit Fees	Fixed remuneration of Rs.6,00,000/- (Rupees Six Lakhs Only) for the Financial Year 2020 – 2021 with an annual increment of 10% per annum for the rest of tenure of appointment, payable in one or more installments, exclusive of applicable taxes thereon and reimbursement of out-of-pocket expenses incurred and such other variable remuneration not exceeding 20% of the fixed remuneration for respective Financial Years, according to nature and volume of work and as may be mutually decided between the Auditors and the Board of Directors of the Company.

The proposed fees is based on knowledge, expertise, industry experience, time and efforts required to be put in by M/s. Mohandas & Associates during association with the Company. The proposed fees are also in line with the industry benchmarks. The fees for services in the nature of limited review, statutory certifications and other professional work will be in addition to the audit fee as above and will be decided by the management in consultation with the Auditors.

A brief profile of M/s. Mohandas & Associates is annexed hereto for reference and evaluation.

Sl. No.	Particulars	Response
01.	Name and address of the Firm	M/s. Mohandas & Associates, Chartered Accountants Sree Residency, 3 rd Floor, Press Club Road, Thrissur, Kerala – 680001 Ph: 0487 2333124, 2321290 Email: ma.auditors2gmail.com
02.	PAN of Firm	AADFM8074D
03.	Firm Registration Number	02116S
04.	Terms & Conditions of Appointment	As explained above
05.	Nationality	Indian
06.	Date of Establishment	01.09.1986
07.	Details of Partners and Educational/professional qualifications	1) Mr. Mohandas A BSC, FCA 2) Mr. G. Anoop B.Com, FCA, DISA(ICAI) 3) Ms. Mini Chandrankaipulli FCA, CIFR,DISA(ICAI) 4) Mr. Sohanlal M.S. M.com, FCA, DISA(ICAI) 5) Mr. Rakhi K. R. ACA
08.	Experience	Around 34 years of experience in accounts, audit, taxation and allied matters
09.	Details of Remuneration for the Financial Year 2019 – 2020	Rs.5,50,000/-
10.	Date of first appointment as Statutory Auditors	Appointed as Statutory Auditors in Casual Vacancy for the Financial Year 2015 – 2016 vide. Extra Ordinary General Meeting held as on 07 th day of March, 2016

11.	Relation with other Directors, Managers or Key Managerial Personnel	Not Applicable
12.	Shareholding in the Company a) As on 31.03.2020 b) As on 21.08.2020	Nil Nil
13.	<p>Brief Resume</p> <p>M/s. Mohandas & Associates is an old and well established Chartered Accountancy firm, having been setup in the year 1986 and established as an independent Indian partnership firm in 1995. The firm is head-quartered in Thrissur District of Kerala and its operations are adequately supported by 5 partners and 50 staffs. All the partners are equipped with adequate professional qualification, skill and knowledge and are in full time practice. With a track record of over three decades, the firm is providing services in the field of Accounting, Audit (Statutory/Internal), Taxation, Management Consultancy and other allied areas. The firm has been Statutory Auditors of large reputed Companies including Non – Banking Finance Companies, Listed Companies, Banks, Government Companies etc. and carries a good professional track-record. Multi-disciplinary experience, timely service, online interaction/solutions, ethical values, professional excellence, integrity confidentiality etc. paves the Firm to a strong standing and brand name in Kerala.</p>	
14.	<p>Performance Evaluation</p> <p>M/s. Mohandas & Associates has exercised duties with due and reasonable care, skill and diligence, along with cent percent independent judgment and in the best in the interest of the Members of the Company. M/s. Mohandas & Associates has complied with all the guidelines with respect to the professional conduct, role, functions and duties, as mentioned under the provisions of the Companies Act, 2013.</p> <p>The performance evaluation criteria for accessing the re – appointment of Statutory Auditors inter-alia, includes factors like participation at General Meetings, Audit Committees, Managing Relationship with Board Members, Knowledge and skill, Personal attributes like ethics and integrity, independent judgment with regard to auditing and reporting, corporate governance improvement suggestions, knowledge about the Company and external environment in which it operates, confidentiality level, adherence to the applicable code of conduct for Independent Auditors etc.</p>	

The Board is of the view that the continued association of M/s. Mohandas & Associates and rich experience in the audit field would definitely benefit the Company. Further, M/s. Mohandas & Associates also possess appropriate skills, expertise and competencies in the context of the Company's present and proposed businesses. In the opinion of the Board, M/s. Mohandas & Associates fulfills the conditions specified in the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 for the proposed re-appointment as the Statutory Auditors of the Company and is independent of the management. Hence, your Board recommends the re-appointment of M/s. Mohandas & Associates as the Statutory Auditors of the Company for a term of 5 (five) consecutive Financial Years commencing from 2020 - 2021 to 2024 – 2025 and to hold office from the conclusion of 29th Annual General Meeting to the conclusion of 34th Annual General Meeting for the Financial Year ending 31st March, 2025, at a fixed remuneration of Rs.6,00,000/- (Rupees Six Lakhs Only) for the Financial Year 2020 – 2021 with an annual increment of 10% per annum for the rest of tenure of appointment, payable in one or more installments, exclusive of applicable taxes thereon and reimbursement of out-of-pocket expenses incurred and such other variable remuneration not exceeding 20% of the fixed remuneration for respective Financial Years, according to nature and volume of work and as may be mutually decided.

Pursuant to the provisions of Section 139 (1) of the Companies Act 2013, an individual or a firm shall be appointed as the Statutory Auditors of the Company in a General Meeting by way of Ordinary Resolution. Hence, the proposed resolution is recommended for the consideration and approval of the Members of the Company.

Copy of draft Letter of Appointment constituting terms and conditions of appointment and other allied documents, being referred in the resolution would be available for inspection by the Members free of cost, in physical or electronic form during business hours ie, 09.30 a.m. to 05.30 p.m. at the Registered Office and Corporate Office of the Company and at the ensuing Annual General Meeting.

None of the Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

Item No. 5 - Appointment of Mr. Shinto Stanly as an Independent Director of the Company.

The Board of Directors of the Company, on the recommendation of the Nomination & Remuneration committee, had appointed Mr. Shinto Stanly (DIN: 06534505), as an Additional Director (Independent) of the Company with effect from 03rd day of December, 2019. Pursuant to Section 161(1) of the Companies Act 2013, Mr. Shinto Stanly shall hold office only upto the date of 29th Annual General Meeting. The Company has received notice under Section 160 of the Companies Act, 2013 signifying candidature of Mr. Shinto Stanly for Directorship of the Company. The Company has also received consent to act as a Director of the Company in form DIR 2, declaration that he is not disqualified from being appointed as a Director of the Company in Form DIR 8 and Declaration of Independence and compliance under Section 149 (6) of the Companies Act, 2013.

Disclosures under Secretarial Standard - 2, issued by the Institute of Company Secretaries of India is detailed as below.

Sl. No.	Particulars	Response
01.	Name	Mr. Shinto Stanly
02.	Director Identification Number (DIN)	06534505
03.	Terms & Conditions of Appointment	Independent Director for a period of five consecutive years with effect from 03.12.2019 to 02.12.2024. During the tenure, Mr. Shinto Stanly may receive sitting fees under Section 197 (5) of the Companies Act, 2013 and other reimbursement of expenses for participation in the Board and other Committee Meetings.
04.	Nationality	Indian
05.	Date of Birth Age as on the date of Application	17.01.1986, 34 Years
06.	Business Address (along with Phone, Fax and Email)	Elenjickal House, Edavilangu P.O., Kodungallur, Thrissur, Kerala - 680671 Mob : 8589001421 Email: shintodirector@gmail.com
07.	Residential Address (along with Phone, Fax and Email) with supporting document	Elenjickal House, Edavilangu P.O., Kodungallur, Thrissur, Kerala - 680671 Mob : 8589001421 Email: shintodirector@gmail.com
08.	Educational/professional qualifications	1. Associate Company Secretary 2. Chartered Financial Analyst 3. Master of Financial Analysis 4. Master of Business Administration 5. Bachelor of Commerce
09.	Experience if any, in the Financial Services Sector (including Banking Sector)	Having approximately 10 years of experience in the Finance & Secretarial field.
10.	Details of Remuneration for the Financial Year 2019 - 2020	Sitting Fees for 4 Board Meetings – Rs.40,000/-
11.	Designation and Date of first appointment on Board	Additional Director (Independent) w.e.f 03.12.2019
12.	Relation with other Directors, Managers or Key Managerial Personnel	Not Applicable

13.	Number of Board Meetings attended during the a) Financial Year 2019 - 2020 b) Financial Year 2020 - 2021	4 meetings 2 meetings
14.	Name(s) of other organizations or entities or associations or Unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the Company and regulators, if any	Not Applicable
15.	Memberships / Chairmanships of Committees of the Board	<u>ICL Fincorp Limited</u> a. Audit Committee (Chairman) b. Nomination & Remuneration Committee (Chairman) c. Stakeholders Relationship Committee (Chairman)
16.	Directorship and Membership of Committees of the Board in Listed entities	Nil
17.	Shareholding in the Company a) as on 31.03.2020 b) as on 21.08.2020	Nil Nil
18.	<p>Brief Resume</p> <p>Mr. Shinto Stanly, having rich experience of 10 years in corporate field, is a member of The Institute of Company Secretaries of India and also a member of the Institute of Chartered Financial Analysts of India, Tripura. He also holds Post Graduate Degrees including Master of Financial Analysis (MFA) and Master of Business Administration (HRM). He has vast experience and expertise in the field of Corporate Secretarial, Accounts and allied businesses of Non - Banking Financial Companies, Manufacturing Companies, Multi - National Companies etc. Presently, he is a Strategic Consultant to various Finance Companies and Multi National Business oriented Companies in Kerala. Being a Practicing Professional, his vision is to provide entire business services to needy and promote the business community.</p>	

19.	<p>Performance Evaluation</p> <p>Mr. Shinto Stanly has awarded with 100% attendance at Board Meetings and various Committee Meetings and actively participated throughout the meetings. The Board evaluated and confirmed that the said Director has exercised duties with due and reasonable care, skill and diligence, along with cent percent independent judgment and in the best in the interest of the Company. Mr. Shinto Stanly has complied with all the guidelines with respect to the professional conduct, role, functions and duties, as mentioned in the Schedule IV to the Companies Act, 2013.</p> <p>The performance evaluation criteria for accessing the re – appointment or regularization of Independent Directors, inter-alia, includes factors like participation at Board/Committee Meetings, Managing Relationship with fellow Board Members, Knowledge and skill, Personal attributes like ethics and integrity, independent judgment with regard to corporate strategy, performance, risk management, corporate governance implementation, knowledge about the Company and external environment in which it operates, confidentiality level, adherence to the applicable code of conduct for Independent Directors etc.</p>
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The Board is of the view that the continued association of Mr. Shinto Stanly and rich experience and knowledge in the financial and secretarial sectors would definitely benefit the Company and support the Board to discharge its functions and duties effectively. Further, Mr. Shinto Stanly also possess appropriate skills, expertise and competencies in the context of the Company's present and proposed businesses. In the opinion of the Board, Mr. Shinto Stanly fulfills the conditions specified in the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 for the proposed appointment as an Independent Director of the Company and is independent of the management. Further, Mr. Shinto Stanly is not disqualified from being appointed as Director in terms of section 164 of the Act. Further to the consideration of performance evaluation covering various aspects including attendance and level of participation, interpersonal relationship, independent judgement, understanding of roles and responsibilities etc., Mr. Shinto Stanly may be appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 03.12.2019 till 02.12.2024.

Mr. Shinto Stanly shall be paid sitting fees for attending the meetings of the Board and Committees thereof, according to the Remuneration Policy of the Company. Pursuant to the provisions of Section 152 (2) of the Companies Act, 2013, every Director shall be appointed in a General Meeting by way of Ordinary Resolution. Further, manner of appointment as mentioned in para IV (2) of Schedule IV to the Companies Act, 2013 mandates the appointment of Independent Director to be approved in the General Meeting by way of Ordinary Resolution. Hence, the proposed resolution is recommended for the consideration and approval of the Members of the Company.

Copy of draft letter of appointment constituting terms and conditions of appointment and other allied documents, being referred in the resolution would be available for inspection by the Members free of cost, in physical or electronic form during business hours ie, 09.30 a.m. to 05.30 p.m. at the Registered Office and Corporate Office of the Company and at the ensuing Annual General Meeting.

Save and except Mr. Shinto Stanly, to the extent of shareholding interest, if any, in the Company, none of the other Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

Item No. 6 - Appointment of Ms. Umadevi Anilkumar as the Whole Time Director of the Company and designated as "Whole Time Director and Chief Executive Officer" and revision of remuneration.

The Members at the 22nd Annual General Meeting held on 30th day of September, 2013 had appointed Ms. Umadevi Anilkumar (DIN: 06434467) as a Director of the Company, liable to retire by rotation. In supersession to earlier resolutions, the Members vide. 27th Annual General Meeting held on 29th day of September, 2018 had also approved a minimum remuneration of Rs.1,50,00,000/- (Rupees One Lakh and Fifty Thousand Only) per month.

The Members are hereby informed that the Board of Directors of the Company had, on the recommendation of the Nomination & Remuneration Committee, appointed Ms. Umadevi Anilkumar (DIN: 06434467) as the Whole Time Director of the Company and designated as "Whole Time Director and Chief Executive Officer" of the Company, for a term of consecutive 5 Years effective from 01st day of September, 2020 to 30th day of August, 2025, subject to Schedule V to the Act and approval of the Members of the Company.

Considering the performance exhibited by Ms. Umadevi Anilkumar in the challenging market environment, expansion of businesses etc. and to bridge the compensation gap as reflected in the peer benchmarking exercise carried out by the Company, the Board of Directors of the Company, on recommendation of the Nomination and Remuneration Committee had revised the monthly remuneration of Ms. Umadevi Anilkumar from Rs.1,50,00,000/- (Rupees One Lakh and Fifty Thousand Only) to Rs.2,00,000/- (Rupees Two Lakhs Only) effective from 01st day of April, 2020 to 30th day of August, 2020, subject to Schedule V to the Act and approval of the Members.

Further to the appointment of Ms. Umadevi Anilkumar as the Whole Time Director and Chief Executive Officer of the Company, your Board, on recommendation of the Nomination and Remuneration Committee, revised the monthly remuneration to Rs. 5,00,000/- (Rupees Five Lakhs Only), by way of salary, perquisites, allowances etc. for a period of three years effective from 01st day of September, 2020 to 30th day of August, 2023, subject to Schedule V to the Act and approval of the Members.

The Board is taking continued efforts to expand the branches to different parts of the Country and to increase diversified businesses and the same will be rewarding both in financial and non - financial terms in coming Financial Years. The Members are hereby informed that the net profits of the Company for the Financial Year 2019 - 2020 is inadequate for the payment of proposed managerial remuneration. Further, due to the proposed expansion of branches, the Company may likely to have inadequate profits in the coming few years also. In case of no profits or inadequacy of profits as calculated under Section 198 of the Companies Act, 2013, the Company may pay remuneration in accordance with the provisions of Schedule V to the Companies Act, 2013. Being the Company is under a remarkable progress under the present management and considering the current market position, your Board recommends the above remuneration, exclusive of the out of pocket expenses, as minimum remuneration payable to Ms. Umadevi Anilkumar. The said minimum remuneration proposed is appropriate and in the best interest of the Company.

In addition to the minimum remuneration as above, considering the growth of the Company in non – financial terms, managerial remuneration, if approved by the Nomination and Remuneration Committee, commission based on the net profits of the Company for the Financial Years commencing from 2020 – 2021 to 2022 – 2023 during the tenure of appointment not exceeding 1% (one percent) of such profits may also be provided.

Disclosures under Secretarial Standard - 2, issued by the Institute of Company Secretaries of India is detailed as below.

Sl. No	Particulars	Response
01.	Name	Ms. Umadevi Anilkumar
02.	Director Identification Number (DIN)	06434467
03.	Terms & Conditions of Appointment	<p>Whole Time Director and Chief Executive Officer of the Company, for a term of consecutive 5 Years effective from 01st day of September, 2020 to 30th day of August, 2025.</p> <p>Monthly remuneration of Rs. 5,00,000/- (Rupees Five Lakhs Only), for a period of three years effective from 01st day of September, 2020 to 30th day of August, 2023.</p> <p>Commission based on the net profits for the Financial Years commencing from 2020 – 2021 to 2022 – 2023 not exceeding 1% (one percent) of such profits, according to the performance of the Company and subject to the approval of Nomination and Remuneration Committee and Board of Directors.</p>

04.	Nationality	Indian
05.	Date of Birth Age as on the date of application	06.04.1972, 48 Years
06.	Business Address (along with Phone, Fax and Email)	V. K. K. Building, Main Road, Irinjalakuda, Thrissur, Kerala – 680121 Mob : 9605353125, Email: ceo@iclfincorp.com
07.	Residential Address (along with Phone, Fax and Email) with supporting document	Errekheth House, Sugrtham, Santhi Nagar, Irinjalakuda, North P. O., Thrissur, Kerala, India - 680125, Mob : 9605353125, Email: ceo@iclfincorp.com
08.	Educational/professional qualifications	B.Com; MBA
09.	Experience if any, in the Financial Services Sector (including Banking Sector), including name of the Company, designation held, Experience in years etc.	Having approximately 10 years of Experience in the Non - Banking Financial Sector and other related areas.
10.	Details of Remuneration for the Financial Year 2019 - 2020	Rs.18,00,000/-
11.	Designation and Date of first appointment on Board	Director w.e.f 21.03.2013
12.	Relation with other Directors, Managers or Key Managerial Personnel	Spouse of Mr. K. G. Anilkumar, Managing Director of the Company
13.	Number of Board Meetings attended during the a) Financial Year 2019 - 20 b) Financial Year 2020 - 21	10 meetings 2 meetings
14.	Name(s) of other organizations or entities or associations or Unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the Company and regulators, if any	1) Salem Erode Investments Limited (Director) Activity – NBFC 2) ICL Chits Limited (Director) Activity – Chits 3) ICL Tours and Travels Private Limited (Managing Director) Activity – Tours and Travels 4) ICL Nidhi Limited (Director) Activity - Nidhi 5) Snow View Tex Collections Private Limited (Managing Director) Activity – Retail trade of textiles and garments 6) ICL Medilab Private Limited (Director) Activity – Medical

15.	Memberships / Chairmanships of Committees of the Board	<p><u>Salem Erode Investments Limited</u></p> <ul style="list-style-type: none"> a. Audit Committee (Member) b. Stakeholders Grievance Committee (Member) c. Nomination and Remuneration Committee (Member) d. Corporate Social Responsibility Committee (Member) <p><u>ICL Fincorp Limited</u></p> <ul style="list-style-type: none"> a. Stakeholders Relationship Committee (Member) b. Risk Management Committee (Member) c. Asset Liability Management Committee (Member)
16.	Directorship and Membership of Committees of the Board in Listed entities	<p><u>Salem Erode Investments Limited</u></p> <ul style="list-style-type: none"> a. Non – Executive Director b. Audit Committee (Member) c. Stakeholders Grievance Committee (Member) d. Nomination and Remuneration Committee (Member) e. Corporate Social Responsibility Committee (Member)
17.	Shareholding in the Company a) as on 31.03.2020 b) as on 21.08. 2020	<p>40,99,799 Equity Shares (9.25%) 41,01,799 Equity Shares (9.25%)</p>

18.	<p>Brief Resume</p> <p>Ms. Umadevi Anilkumar, wife of Mr. K.G. Anilkumar is a woman of determination and vision. She describes entrepreneurship as the path that allowed her to break the glass ceilings of the corporate world. She has done graduation in B.com and Post-Graduation in Business Management (MBA). Further studies on LLB are going on, which will be a mile stone of professional career. She is an Executive Director of M/s. ICL Fincorp Limited and is strong backbone behind the success of the Company. Being a confessed workaholic, the success of Ms. Umadevi Anilkumar is reinventing herself and her business. She has been involved in the operations and growth of the business empire since its inception. She has drastically transformed herself from being a homemaker to the level of being a woman entrepreneur and had taken serious steps to be more professional, devoting her entire time for the growth of the Company.</p>
19.	<p>Performance Evaluation</p> <p>Ms. Umadevi Anilkumar has awarded with 100% attendance at Board Meetings, General Meeting and various Committee Meetings and actively participated throughout the meetings. The Board evaluated and confirmed that the said Director has exercised duties with due and reasonable care, skill and diligence, along with cent percent independent judgment and in the best in the interest of the Company. Ms. Umadevi Anilkumar has complied with all the guidelines with respect to the professional conduct, role, functions and duties, as mentioned in the Companies Act, 2013.</p> <p>The performance evaluation criteria for accessing the appointment or regularization of Directors, inter-alia, includes factors like participation at Board/Committee Meetings, Managing Relationship with fellow Board Members, Knowledge and skill, Personal attributes like ethics and integrity, independent judgment with regard to corporate strategy, performance, risk management, corporate governance implementation, knowledge about the Company and external environment in which it operates, confidentiality level, adherence to the applicable code of conduct for Directors etc.</p>

Information as per Schedule V to the Companies Act, 2013 is as under:

I. General Information:

01.	Nature of Industry	Non - Banking Financial activities
02.	Date or expected date of commencement of commercial production	Not applicable
03.	In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
04.	Financial performance based on given indicators	Financial performance for the Financial Year 2019 – 2020 Gross Revenue – Rs.57,02,16,165/- Profit after Tax – Rs. 57, 31,734/- Dividend – Nil EPS – 0.15
05.	Foreign investments or collaborations, if any.	Not applicable

II. Information about the Directors to whom remuneration is payable as mentioned above.

01.	Background Details	Detailed in brief resume as above
02.	Past Remuneration	Rs.1,50,000/- per month
03.	Recognition or awards	Detailed in brief resume as above
04.	Job Profile and suitability	Detailed in brief resume as above and as in Explanatory Statement
05.	Remuneration proposed	Rs.5,00,000/- per month for a term of three years. 1% Net Profits of the Company as Commission for the Financial Years 2020 – 2021 to 2022 - 2023, subject to the approval of Nomination and Remuneration Committee and Board of Directors from time to time.

06.	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 Company requires expertise for appropriate fund allocation, optimum utilization of various resources in the business etc. Ms. Umadevi Anilkumar has successfully proved expertise in the said are as invery effective manner. Considering the Covid 9 impact, your Board is of the view that Ms. Umadevi Anilkumar could play a vital and inevitable role to overcome the economic crisis, which may arises. The remuneration proposed is commensurate with other organisations of the similar type, size and nature.
07.	Pecuniary relationship directly or indirectly with the Company, or relationship with the Managerial Personnel, if any	<p>a) Ms. Umadevi Anilkumar is holding 41,01,799 numbers of Equity Shares, constituting 9.25% percentage voting power in the Company as on 21.08.2020.</p> <p>b) Mr. K.G. Anilkumar, Managing Director of the Company, being Spouse of Ms. Umadevi Anilkumar is holding 1,29,32,050 numbers of Equity Shares, constituting 29.17% percentage voting power in the Company as on 21.08.2020.</p>

III. Other Information:

01.	Reasons of loss or inadequate profits
	<p>The total revenue for the Financial Year 2019 - 2020 was Rs. 56,87,57,303/- (Rupees Fifty Six Crores Eighty Seven Lakhs Fifty Seven Thousand Three Hundred and Three Only) compared to the Financial Year 2018 -2019 of Rs. 48,88,12,246/- (Rupees Forty Eight Crores Eighty Eight Lakhs Twelve Thousand Two Hundred and Forty</p> <p>Six Only), which was an increment of 16.35%. The net profit ratio was 38.69 times when compared to the Financial Year 2018 - 2019. The Net Profit after tax for the Financial Year 2019 - 2020 is Rs. 57, 31,734 /-(Rupees Fifty Seven Lakhs Thirty One Thousand Seven Hundred and Thirty Four Only). The expenses for the current year were 14.56% higher than the previous year.</p>

	<p>COVID 19 had been affecting even the well capitalized Companies who – absent COVID 19 – would have been profitable. But, the Company have managed to have a better position with regard to liquidity and business outlook by working capital improvements. The initial nation-wide lock down was announced on March 25, 2020 which lasted up to April 14, 2020 which witnessed a period where the disbursements were totally stopped. Since the main business is Gold Loans, the Company cannot operate without opening branches and accepting the collateral. The spread of the pandemic had hit the business of the Company even from February, 2020 onwards.</p> <p>The branch network of the Company has increased from 142 to 164 during the current year. The promotional and inauguration expenses for expansion of branch network are a factor for low/ inadequate profits in spite of improved operations. The Company has made significant efforts and expenditure for enhancement of the branch presence across geographies in south India. The fruits of the expansion activity carried out are in the ripening stage and would be reflecting in the profitability of coming years as well.</p> <p>The impairment loss allowance during the Financial Year could have been further brought down to benefit the profit edge, should the Company be able to conduct the auctions as scheduled. But, the auctions which were planned during February and March, 2020 could not be conducted due to operational disparities caused by the COVID 19 pandemic.</p> <p>The adoption of Ind AS is a significant change in the financial reporting framework used by the Non-Banking Finance Companies to report their financial results. The Ind AS standards apply not only to the Company which fulfills the net worth criterion but also to its holding, subsidiary, associate and joint ventures. Hence, the Company has also converged its accounts into Ind AS reporting due to applicability of those standards pursuant to acquisition of the listed subsidiary M/s. Salem Erode Investments Limited. Hence, the required impairment provisions have been made and the previous year figures have been adjusted by cumulative impact of the restatements.</p>
02.	Steps taken or proposed to be taken for improvement
	<p>The first strength that the Company feels will help in improving its profitability even during the economically distress scenario is the stability in the inflow of Debentures when compared to normal scenario even during the times of lockdown across the nation. The reduction in rates of Interest in banks is an added advantage to attract and channelize funds to the Company from even new investors. Hence, by the end of May, 2020, the working capital position of the Company was almost back to normal even though the pandemic spread impact had not stabilized. The demand for gold loans is high in the market and adequacy of funds will be the trigger and the Company would be able to grow its loans portfolio thereby resulting in better AUM, increased revenue and improved profitability.</p>

As mentioned earlier, during the lock down period commencing from 25.03.2020 up to 18.04.2020 the Company witnessed a period where the disbursements were totally stopped. Since the main business of the Company is Gold Loans, the Company could not operate without opening branches and accepting the collateral. But even though the growth in the asset side was hit slightly, the Company managed collection efficiency by offering customers the option to make remittances through online banking/ phone transfers and other electronic modes. The management had waived off the penal/ additional interest burden on the loans remittances which were due during the lock down days. Hence, customers were ready to co-operate and make remittances of their dues once the relaxation was granted to the lock down condition. This ensured that the collection efficiency is not hit badly and facilitated revenue generation as well.

In the context of the rising gold prices, the Company had lowered LTV to 70%, keeping in mind the asset quality post the lock down period. Because, even though AUM might grow, if the Company keep LTV higher, there is a risk of the account running in to NPA and as of now there is restrictions on auctions too. The Company focus on maintaining the asset quality and also serving the existing customer base of the Company effectively. The management also has decided to bring in new schemes for gold loans in order to facilitate the growth in AUM. Even though the LTV has been lowered, considerably negative impact has not been experienced till date which shows the strong presence of the Company through its branches spread across South India.

The sales and marketing team of the Company has planned to push in many offer based incentives and attractive prizes both to branch staff and customers. This will ensure that the customers make prompt repayments to avail the rebates in interest and the Company can maintain its collection efficiency. In order to widen the customer base and thereby increase the reach of the brand, many small budget business promotion activities are also being carried out.

The Company had in its vision, expansion into northern geographies during the year 2020- 2021. But the same has to be put for rethinking based on the prevailing COVID 19 pandemic scenario. Hence, immediate capital expenditures are not in picture.

Since, the demand for gold loans are high in the market, the Company would be able to manage its operational efficiency provided adequacy of funds are ensured. The same would be crystalized through an upcoming public issue of debentures for Rs. 100 crores. This being the first public issue in the history of the Company, needs a lot of paper works and procedural compliances which are in progress with the help of the merchant bankers appointed for this purpose. Earlier this was planned by mid of June, 2020 which had to be postponed in the light of the COVID 19 disruptions in operations.

03.	Expected increase in productivity and profits in measurable terms
	<p>With political clarity, the business and consumer confidence are expected to improve in the coming financial years, geared with a streamlined organizational design, the Company intends to grow its financial businesses. The Company expects that with the improvement in consumer sentiment and increased consumer spending will enable the growth momentum to pick up. The management continuous to be cautiously optimistic towards the external economic environment and expects consumer demand to become more consistent and robust in the current financial year. Further, various policy decisions taken would act as growth channel for the Company which would contribute in increased revenues and higher margins.</p>

IV. Disclosures

The remuneration package of Ms. Umadevi Anilkumar is as given above. The Explanatory Statement together with other allied documents, being referred in the resolution shall be construed to be memorandum setting out the terms of the appointment as specified under Section 190 of the Companies Act, 2013.

The Board is of the view that the continued association of Ms. Umadevi Anilkumar, as the Whole Time Director and Chief Executive Officer of the Company and rich experience and knowledge in the financial and administration sectors would definitely benefit the Company. Further, Ms. Umadevi Anilkumar also possesses appropriate skills, expertise and competencies in the context of the Company's present and proposed businesses.

Pursuant to the provisions of Section 196 (4) of the Companies Act 2013, appointment of Whole Time Director along with the terms and conditions of such appointment and remuneration payable shall be approved in a General Meeting by way of Ordinary Resolution. Further para 1 of Part III of Schedule V to the Companies Act, 2013 mandates the appointment and remuneration of Managerial Personnel to be approved in the General Meeting by way of Resolution. As the Managerial Remuneration and Commission based Profits recommended to Ms. Umadevi Anilkumar may exceed the ceiling limits prescribed under Table A of Section II of Part II of Schedule V to the Companies Act, 2013, the proposed resolution is recommended for the consideration and approval of the Members of the Company by way of Special Resolution.

Copy of draft letter of appointment constituting terms and conditions of appointment and other allied documents, being referred in the resolution would be available for inspection by the Members free of cost, in physical or electronic form during business hours ie, 09.30 a.m. to 05.30 p.m. at the Registered Office and Corporate Office of the Company and at the ensuing Annual General Meeting.

Save and except Ms. Umadevi Anilkumar and Mr. K.G. Anilkumar, spouse of Ms. Umadevi Anilkumar and relatives to the extent of shareholding interest in the Company, none of the other Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

Item No. 7 - Revision of remuneration to Mr. K. G. Anilkumar, Managing Director of the Company.

The Members at the 25th Annual General Meeting held on 30th day of September, 2016 had re - appointed Mr. K.G. Anilkumar (DIN: 00766739) as the Managing Director of the Company for a term of 5 consecutive years commencing from 01.10.2016 to 30.09.2021. In supersession to earlier resolutions, the Members vide. 27th Annual General Meeting held on 29th day of September, 2018 had also approved a minimum remuneration of Rs.3,00,00,000/- (Rupees Three Lakhs Only) per month.

Considering the performance exhibited by Mr. K.G. Anilkumar in the challenging market environment, expansion of businesses etc. and to bridge the compensation gap as reflected in the peer benchmarking exercise carried out by the Company, the Board of Directors of the Company, on recommendation of the Nomination and Remuneration Committee has revised the monthly remuneration from Rs.3,00,00,00/- (Rupees Three Lakhs Only) to Rs.5,00,000/- (Rupees Five Lakhs Only) effective from 01st day of April, 2020 to 30th day of August, 2020, subject to Schedule V to the Act and approval of the Members.

Considering the remarkable efforts and continued progress with respect to proposed public issue of Non – Convertible Debentures and completion of takeover of M/s. Salem Erode Investments Limited, a Listed Subsidiary, your Board, on recommendation of the Nomination and Remuneration Committee, further revised the monthly remuneration to Rs. 10,00,000/- (Rupees Ten Lakhs Only), by way of salary, perquisites, allowances etc. for a period of one year effective from 01st day of September, 2020 to 30th day of August, 2021, subject to Schedule V to the Act and approval of the Members.

Mr. K.G. Anilkumar is taking continued efforts to expand the branches to different parts of the Country and to increase diversified businesses and the same will be rewarding both in financial and non - financial terms in coming Financial Years. The Members are hereby informed that the net profits of the Company for the Financial Year 2019 - 2020 is inadequate for the payment of proposed managerial remuneration. Further, due to the proposed expansion of branches, the Company may likely to have inadequate profits in the coming few years also. In case of no profits or inadequacy of profits as calculated under Section 198 of the Companies Act, 2013, the Company may pay remuneration in accordance with the provisions of Schedule V to the Companies Act, 2013. Being the Company is under a remarkable progress under the leadership of Mr. K.G. Anilkumar and considering the current market position, your Board recommends the above remuneration, exclusive of the out of pocket expenses, as minimum remuneration payable to Mr. K.G. Anilkumar.

The said minimum remuneration proposed is appropriate and in the best interest of the Company.

In addition to the minimum remuneration as above, considering the growth of the Company in non – financial terms, managerial remuneration, if approved by the Nomination and Remuneration Committee, in the form of commission based on the net profits of the Company for the Financial Year 2020 – 2021, not exceeding 1% (one percent) of such profits may also be provided. All other terms and conditions of the appointment remain same as approved by the Members at the 25th Annual General Meeting held on 30th day of September, 2016.

Disclosures under Secretarial Standard - 2, issued by the Institute of Company Secretaries of India is detailed as below.

Sl. No.	Particulars	Response
01.	Name	Mr. Kuzhuppilly Govinda Menon Anilkumar
02.	Director Identification Number (DIN)	00766739
03.	Terms & Conditions of Appointment	<p>Managing Director of the Company upto to 30th day of September, 2021.</p> <p>Monthly remuneration of Rs. 10,00,000/- (Rupees Ten Lakhs Only), for a period of one year effective from 01st day of September, 2020 to 30th day of August, 2021.</p> <p>1% Net Profits of the Company as Commission for the Financial Year 2020 - 2021, subject to the approval of Nomination and Remuneration Committee and Board of Directors.</p>
04.	Nationality	Indian
05.	Date of Birth Age as on the date of Application	28.06.1963, 57 Years
06.	Business Address (along with Phone, Fax and Email)	V. K. K. Building, Main Road, Irinjalakuda, Thrissur, Kerala – 680121 Mob : 9605353135, Email: md@iclfincorp.com

07.	Residential Address (along with Phone, Fax and Email) with supporting document	Errekheth House, Sugrtham, Santhi Nagar, Irinjalakuda, North P. O., Thrissur, Kerala - 680125, Mob : 9605353135, Email: md@iclfincorp.com
08.	Educational/professional qualifications	BA; MBA; LLB
09.	Experience if any, in the Financial Services Sector (including Banking Sector)	Having approximately 25 years of experience in the Non - Banking Financial Sector and other related areas.
10.	Details of Remuneration for the Financial Year 2019 - 2020	Rs.36,00,000/-
11.	Designation and Date of first appointment on Board	Director w.e.f 14.07.2004
12.	Relation with other Directors, Managers or Key Managerial Personnel	Spouse of Ms. Umadevi Anilkumar, Whole Time Director of the Company
13.	Number of Board Meetings attended during the a) Financial Year 2019 - 20 b) Financial Year 2020 - 21	10 meetings 2 meetings
14.	Name(s) of other organizations or entities or associations or Unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the Company and regulators, if any	<ol style="list-style-type: none"> 1) Salem Erode Investments Limited (Managing Director) Activity – NBFC 2) ICL Chits Limited (Director) Activity – Chits 3) ICL Tours and Travels Private Limited (Director) Activity – Tours and Travels 4) ICL Nidhi Limited (Chairman & Director) Activity - Nidhi 5) Snow View Tex Collections Private Limited (Director) Activity – Retail trade of textiles and garments 6) ICL Medilab Private Limited (Chairman & Director) Activity – Medical

15.	Memberships / Chairmanships of Committees of the Board	<u>ICL Fincorp Limited</u> a. Debenture and Bond Committee (Chairman) b. Stakeholders Relationship Committee (Member) c. Risk Management Committee (Member) d. Asset Liability Management Committee (Member)
16.	Directorship and Membership of Committees of the Board in Listed entities	Managing Director of M/s. Salem Erode Investments Limited
17.	Shareholding in the Company a) as on 31.03.2020 b) as on 21.08.2020	1,28,75,300 Equity Shares (29.04%) 1,29,32,050 Equity Shares (29.17%)

18.	<p data-bbox="327 211 507 241">Brief Resume</p> <p data-bbox="327 286 1398 702">Mr. K.G. Anilkumar belongs to Irinjalakuda, a place of cultural and historical importance in the State of Kerala. His better half, friend and life time companion is Ms. Umadevi Anilkumar. His father, late Mr. Kuzhuppilly Govinda Menon was a famous freedom fighter in Kerala. He has done graduation in B.A, Post-Graduation in Business Management (MBA) as well as an LLB holder. He is currently undergoing PhD in Banking & Finance, which shows his insatiable thirst for knowledge. He is the Managing Director of M/s. ICL Fincorp Limited since 14.07.2004. It's his great business acumen and quiet strength that led ICL group to grow into a nationally known brand. His unique capabilities have won him several awards and accolades, to name a few:</p> <ul data-bbox="347 750 1398 1979" style="list-style-type: none"> • "Bharat Excellence Award" for the year 2015 from His Excellency the Governor of Tamil Nadu, Mr. Rosaiah. • Consumer Protection Award for the year 2015 by Kerala Chief Whip Adv. Thomas Unniyadan, MLA. • JCI group "Business Excellence Award" for the year 2015 by Mr. P. K. Kunhalikutty (Minister of Industries and Information Technology, Kerala). • Business Excellence Award 2016 – Mangalalosavam – by Mr. A. C. Moideen, Minister for Industries, Sports and Youth Affairs. • Business Reliability Award 2016 – Reporter Channel. • Dharmamudhra Award, 2016. • Karma Sreshta Puraskaram, 2016 - Kerala Kaladeepam. • Best Achiever Award, 2016 - Lions International. • Phoenix Award, 2016 - Kairali TV by Padma Shri Bharat Mammooty, film actor. • Jeevan T V Felicitation Award, 2017 by Ms. Nirmala Sitharaman, Defence Minister together with Mr. Ravi Shankar Prasad, Minister of Electronics and Information Technology. • Kerala Kaladeepam Felicitation Award, 2017 for the Best Performing NBFC of the year. • Consumer Protection Award.
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He oversees the planning, designing and funding of new projects, with a view to directing the Group towards the optimum utilization of resources and funds. Under his leadership the Group has made substantial efforts to strengthen and improve customer relationship and established its strong presence in retail finance. His operations and management skills have been crucial in the smooth transition of the Company from being a local player to one with a pan-India presence. His inputs are central to the structure and has aided in the financial inclusion of giving gold loans to the masses, especially the economically weaker sections of society and the lower middle classes living in rural and semi-urban areas.

Today, the Company has emerged as one among the profitable NBFCs in the regions of Kerala, Tamil Nadu, Telangana, Andhra Pradesh and Karnataka. ICL Fincorp Limited is an ISO certified Company. It is a fast growing entity and has branches all over the regions of Kerala, Tamil Nadu, Telangana, Andhra Pradesh and Karnataka and is continuously striving to expand its wings by opening branches all over India. There are six other Companies falling under the umbrella of ICL Group viz. Salem Erode Investments Limited, ICL Tours & Travels Private Limited, ICL Chits Limited, ICL Nidhi Limited, Snow View Tex Collections Private Limited and ICL Medilab Private Limited.

The contribution of Mr. K. G. Anilkumar to the social services sector assumes immense value in today's not so broadminded world and his efforts are much acclaimed. Even during his busy schedule, he has found time and energy to pursue his philanthropic work to help poor and needy and also help promoting cultural activities and artists. To support his efforts he has established ICL Cultural & Charitable Trust which undertakes various charitable activities like helping/sponsoring students who are economically backward by distributing educational help, adopting needy children and ensuring that their wellbeing and educational needs are fulfilled, conducting blood donation camps, helping palliative care units etc.

19.	<p>Performance Evaluation</p> <p>Mr. K. G. Anilkumar has awarded with 100% attendance at Board Meetings, General Meeting and various Committee Meetings and actively participated throughout the meetings. The Board evaluated and confirmed that the said Director has exercised duties with due and reasonable care, skill and diligence, along with cent percent independent judgment and in the best in the interest of the Company. Mr. K. G. Anilkumar has complied with all the guidelines with respect to the professional conduct, role, functions and duties, as mentioned in the Companies Act, 2013.</p> <p>The performance evaluation criteria for accessing the appointment or regularization of Directors, inter-alia, includes factors like participation at Board/Committee Meetings, Managing Relationship with fellow Board Members, Knowledge and skill, Personal attributes like ethics and integrity, independent judgment with regard to corporate strategy, performance, risk management etc., corporate governance implementation, knowledge about the Company and external environment in which it operates, confidentiality level, adherence to the applicable code of conduct for Directors etc.</p>
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Information as per Schedule V to the Companies Act, 2013 is as under:

I. General Information:

01.	Nature of Industry	Non - Banking Financial activities
02.	Date or expected date of commencement of commercial production	Not applicable
03.	In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
04.	Financial performance based on given indicators	Detailed as above
05.	Foreign investments or collaborations, if any.	Not applicable

II. Information about the Directors to whom remuneration is payable as mentioned above.

01.	Background Details	Detailed in brief resume as above
02.	Past Remuneration	Rs.3,00,000/- per month
03.	Recognition or awards	Detailed in brief resume as above
04.	Job Profile and suitability	Detailed in brief resume as above
05.	Remuneration proposed	<p>Rs.10,00,000/- per month for a period of one year effective from 01st day of September, 2020 to 30th day of August, 2021.</p> <p>1% Net Profits of the Company as Commission for the Financial Year 2020 - 2021, subject to the approval of Nomination and Remuneration Committee and Board of Directors.</p>
06.	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)	<p>The Company requires expertise for appropriate fund allocation, optimum utilization of various resources in the business etc. Mr. K. G. Anilkumar has successfully proved expertise in the said areas in every effective manner. Considering the Covid 9 impact, your Board is of the view that Mr. K. G. Anilkumar could play a vital and inevitable role to overcome the economic crisis, which may arise. The remuneration proposed is commensurate with other organisations of the similar type, size and nature.</p>

07.	Pecuniary relationship directly or indirectly with the Company, or relationship with the Managerial Personnel, if any	<p>a) Mr. K.G. Anilkumar is holding 1,29,32,050 number of Equity Shares, constituting 29.17% percentage voting power in the Company as on 21.08.2020.</p> <p>b) Spouse of Mr. Umadevi Anilkumar, Whole Time Director and Chief Executive Officer of the Company is holding 41,01,799 number of Equity Shares, constituting 9.25% percentage voting power in the Company as on 21.08.2020.</p>
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III. Other Information:

01.	Reasons of loss or inadequate profits	Detailed as above.
02	Steps taken or proposed to be taken for improvement	Detailed as above.
03.	Expected increase in productivity and profits in measurable terms	Detailed as above.

IV. Disclosures

The remuneration package of Mr. K.G. Anilkumar is as given above. The Explanatory Statement together with other allied documents, being referred in the resolution shall be construed to be memorandum setting out the terms of the appointment as specified under Section 190 of the Companies Act, 2013.

The Board is of the view that the continued association of Mr. K.G. Anilkumar, as the Managing Director of the Company and rich experience and knowledge in the financial and administration sectors would definitely benefit the Company. Further, Mr. K.G. Anilkumar also possesses appropriate skills, expertise and competencies in the context of the Company's present and proposed businesses.

Pursuant to para 1 of Part III of Schedule V to the Companies Act, 2013 mandates the appointment and remuneration of Managerial Personnel to be approved in the General Meeting by way of Resolution. As the Managerial Remuneration recommended to Mr. K.G. Anilkumar exceeds the stipulated ceiling limits, as prescribed under Table A of Section II of Part II of Schedule V to the Companies Act, 2013, the proposed resolution is recommended for the consideration and approval of the Members of the Company by way of Special Resolution.

Copy of draft letter of appointment constituting terms and conditions of appointment and other allied documents, being referred in the resolution would be available for inspection by the Members free of cost, in physical or electronic form during business hours ie, 09.30 a.m. to 05.30 p.m. at the Registered Office and Corporate Office of the Company and at the ensuing Annual General Meeting.

Save and except Mr. K.G. Anilkumar and Ms. Umadevi Anilkumar, spouse of Mr. K.G. Anilkumar and relatives to the extent of shareholding interest in the Company, none of the other Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

Item No. 8 - Approval of Borrowing Limit

The Members vide. 28th Annual General Meeting held on Saturday, the 28th day of September, 2019 had approved borrowing limits of the Company under Section 180 (1) (c) of the Companies Act, 2013 upto Rs.900,00,00,000/- (Rupees Nine Hundred Crores Only). The aggregate borrowings of the Company for the Financial Year ended 31st day of March, 2020 is Rs. 252,70,70,937 (Rupees Two Hundred Fifty Two Crores Seventy Lakhs Seventy Thousand Nine Hundred and Thirty Seven Only). Therefore, the maximum borrowing limit available to the Company under Section 180 (1) (c) of the Companies Act, 2013 is Rs 647,29,29,063/- (Rupees Six Hundred Forty Seven Crores Twenty Nine Lakhs Twenty Nine Thousand and Sixty Three Only).

The Members are hereby informed that the Company is in continuous requirement of working capital for meeting existing and future financial requirements to support its business operations and branch expansions. Presently, the main source of finance is through issue of Debt Securities like Non - Convertible Debentures and Bonds, both secured & unsecured. Your Board has also approached various Banks and Financial Institutions for availing various credit facilities. Even though, the Banks have various credit schemes to promote the Non-Banking Financial activities like Lines of Credits, Term Loans for the purpose of on-lending to Priority Sector customers, Partial Credit Guarantee scheme etc., the benefits of the same to the small and mid – sized NBFCs are debatable. However, your Board is trying its best in availing fund based and non-fund based loans from Banks and other financial institutions and the same is in progress. Hence, it is advisable to continue the existing fund raising mechanism of issue of Debt Securities along with the proposed availing of loans from Banks and other financial institutions at lower interest rates.

The Members are further informed that the Public Issue of Non - Convertible Debentures aggregating to Rs.100,00,00,000/- (Rupees One Hundred Crores Only) is in progress and expected to be completed by the end of December, 2020. Considering the market conditions and response of the said Public Issue of Non - Convertible Debentures, the Company may raise additional funds in the same form from the market. Considering the above requirements and expectations of the Company, the ceiling limits of borrowings may be enhanced from the present approved limits of Rs.900,00,00,000/- (Rupees Nine Hundred Crores Only) to Rs.1200,00,00,000/- (Rupees One Thousand and Two Hundred Crores Only).

Pursuant to Section 180 (1) (c) of the Companies Act, 2013 the borrowings, together with the money already borrowed exceeding aggregate of its paid-up share capital, free reserves and Securities Premium, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, shall be approved in the General Meeting by way of Special Resolution. As the proposed borrowing limits exceed the said stipulated statutory limits, the proposed resolution is recommended for the consideration and approval of the Members of the Company by way of Special Resolution.

None of the Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

Item No. 9 - Creation of mortgage or charge on the assets, properties or undertaking(s) of the Company

The Members vide. 28th Annual General Meeting held on Saturday, the 28th day of September, 2019 had approved limits of creation of mortgage or charge on the assets, properties or undertaking(s) of the Company under Section 180 (1) (a) of the Companies Act, 2013 upto Rs.900,00,00,000/- (Rupees Nine Hundred Crores Only).

The Members are hereby informed that the Company may require to create security by way of charge, mortgage, hypothecation or pledge of the present and future moveable or immovable assets or properties of the Company or the whole or any part of the undertaking(s) of the Company of every nature and kind whatsoever (hereinafter referred to as the "Assets") and/or creating a floating charge on the Assets, together with the power to take over the management of the business and concern of the Company in certain events of default in favour of Lenders, as per the terms and conditions mutually agreed in the course of borrowing of funds from time to time to support the operations of the Company.

Consequent to the proposed enhancement of the ceiling limits of borrowings from the present approved limits of Rs.900,00,00,000/- (Rupees Nine Hundred Crores Only) to Rs. Rs.1200,00,00,000/- (Rupees One Thousand and Two Hundred Crores Only) under agenda item no.8, the limits of creation of mortgage or charge on the assets, properties or undertaking(s) of the Company may also be enhanced accordingly.

Pursuant to Section 180 (1) (a) of the Companies Act, 2013 the selling, leasing or otherwise disposing of assets of the Company shall be approved in the General Meeting by way of Special Resolution. As the creation of charges in favor of the Lending Institutions are required for the availing the borrowings, the proposed resolution is recommended for the consideration and approval of the Members of the Company.

None of the Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

Item No. 10 - Investments, Loans, Guarantees and security in excess of limits specified under section 186 of Companies Act, 2013

The Members vide. Postal Ballot and e - voting on Friday, the 11th day of May, 2018 had approved ceiling limits with respect to Investments, Loans, Guarantees and security as provided under Section 186 (2) of the Companies Act, 2013 upto Rs.200,00,00,000/- (Rupees Two Hundred Crores Only).

The Members are hereby informed that pursuant to the Share Purchase Agreement dated 28th day of December, 2018 your Company had purchased 85,15,240 number of Equity Shares of Re.1/ each, representing 74.27% shareholding in M/s. Salem Erode Investments Limited from the existing promoters and had also taken over the management effective from 17th day of February, 2020. Consequent to the same, M/s. Salem Erode Investments Limited became the Subsidiary of the Company and further to the approval of Members of M/s. Salem Erode Investments Limited, your Company has re – classified as the Promoter of the said Subsidiary Company, effective from Friday, the 07th day of August, 2020. In addition to the said subscription, the Subsidiary Company may require additional investment or financial support for meeting the fund requirements for carrying out routine operations as well as for business and branch expansions. Further, the Group Companies of the Company may also require investments or financial support of the Company for their short term requirement of funds in various tranches from time to time.

As per the latest audited Financial Statements of the Company as on 31st March, 2020, sixty per cent of the paid-up share capital, free reserves and securities premium account amounts to Rs.41,55,10,548/- (Rupees Forty One Crores Fifty Five Lakhs Ten Thousand Five Hundred and Forty Eight Only), while one hundred per cent of its free reserves and securities premium account amounts to Rs.24,91,68,061/- (Rupees Twenty Four Crores Ninety One Lakhs Sixty Eight Thousand and Sixty One Only). The aggregate value of investments and loans made and guarantee and securities issued by the Company amounts to Rs. 23,33,91,880/- (Rupees Twenty Three Crores Thirty Three Lakhs Ninety One Thousand Eight Hundred and Eighty Only). Therefore, the maximum limit available to the Company under Section 186(2) of the Companies Act, 2013 for making investments or giving loans or providing guarantees / securities in connection with a loan, as the case may be, is Rs.176,66,08,120 (Rupees One Seventy Six Crores Sixty Six Lakhs Eight Thousand One Hundred and Twenty Only).

The said Subsidiary and other Group Companies of the Company may require financial support of the Company for their short term requirement of funds in various tranches from time to time, for which adequate approval from the Members of the Company is necessary. In view of the requirements of Subsidiary and other Group Companies and considering the long term business plans of the Company, which requires the Company to make sizeable loans / investments and issue guarantees / securities to persons or bodies corporate, from time to time, it is advisable to enhance the limits under Section 186 of the Companies Act, 2013 from Rs.200,00,00,000/- (Rupees Two Hundred Crores Only) to Rs.300,00,00,000/- (Rupees Three Hundred Crores Only).

Pursuant to Section 186 (2) of the Companies Act, 2013 read with Rule 11 & 13 of the Companies (Meetings of Board and its Powers) Rules, 2014 any loan to any person or other body corporate; give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more, shall be approved in the General Meeting by way of Special Resolution. As the proposed loan or investment limits exceeds the said stipulated statutory limits, the proposed resolution is recommended for the consideration and approval of the Members of the Company by way of Special Resolution.

None of the Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

Item No. 11 - Issuance of Equity Shares by way of Preferential Issue on private placement basis.

The Members are hereby informed that the Board of Directors of the Company had proposed to offer, issue and allot 1,00,00,000 Equity Shares of face value of Rs.10/- (Rupees Ten Only) each for cash at an issue price of Rs.20/- (Rupees Twenty Only) on preferential basis to Mr. K.G. Anilkumar, Chief Promoter and Managing Director of the Company. As informed in Agenda No.8 the Company is in continuous requirement of working capital for meeting existing and future financial requirements to support its business operations and branch expansions. The Company is on a growth phase and additional equity investment in the Company will further help in evolution and expansion of networks. The equity infusion will also strengthen the Company's balance sheet and reduce finance cost for the Company. In order to achieve the above objective, strengthen its financial position and considering the market financial uncertainty generated due to Covid 9 pandemic through the Country, it is advisable to raise equity by way of preferential offer in addition to the raising of funds through Debt Securities.

Disclosures under Section 62 of the Companies Act, 2013 and Rule 13 of the Companies (Share Capital and Debenture) Rules 2014 is detailed as below.

	Particulars	Response
i.	Objects of the issue	a) General Corporate purposes and to meet working capital requirements. b) To overcome the financial uncertainty generated due to Covid 19 pandemic through the Country.
ii.	Total number of Shares or other Securities to be issued	1,00,00,000 Equity Shares of face value of Rs.10/- each
iii.	Price or price band at/within which the allotment is proposed	The issue price is Rs.20/- per Equity Share, provided that the minimum price of Equity Shares so which the allotment is issued shall not be less than the price arrived by a Registered Valuer.
iv.	Basis on which the price has been arrived at along with report of the Registered Valuer	Discounted Free Cash Flow (DCF) method
v.	Relevant date with reference to which the price has been arrived at	01 st day of September, 2020, being 30 days prior to the date of Annual General Meeting i.e. Wednesday, September 30, 2020.
vi.	Class or classes of persons to whom the allotment is proposed to be made	Mr. K.G. Anilkumar, Chief Promoter and Managing Director of the Company
vii.	Intention of Promoters, Directors or Key Managerial Personnel to subscribe to the offer	Save and except Mr. K.G. Anilkumar, Managing Director and Ms. Umadevi Anilkumar, Whole Time Director, none of the other Promoters, Directors or Key Managerial Personnel of the Company are subscribing to the Preferential Allotment. However, upon completion of the proposed preferential issue, there will be no change in the classification of Promoter and Promoters' Group, except change in shareholding from 29.17% to 42.20%.
viii.	Proposed time within which the allotment shall be completed	Offer shall be valid for one year and the allotment shall be completed within a period of twelve months from the date of passing of the Special Resolution in one or more tranches.

ix.	Names of the proposed allottees and the percentage of post preferential offer capital that may be held by them	Mr. K.G. Anilkumar 42.20%
x.	Change in control, if any, in the Company that would occur consequent to the preferential offer	Presently, Mr. K.G. Anilkumar is classified as Promoter of the Company and consequent to the completion of the preferential offer Mr. K.G. Anilkumar will continue to be classified as Promoter and will be in control of the Company.
xi.	Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of Securities as well as price	During the period from 1 st day of April, 2020 till 21 st day of August, 2020, the Company has not made any preferential allotments.
xii.	Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the Registered Valuer	Not Applicable
xiii.	The pre issue and post issue Shareholding pattern of the Company	As on 21.08.2020

Sl. No.	Category	Pre Issue		Post Issue	
		No. of Shares held	% of Share holding	No. of Shares held	% of Share holding
A	Promoters' holding				
1.	Indian				
	Individual	1,70,55,182	38.47	2,70,55,182	49.79
	Bodies Corporate				
	Sub Total	1,70,55,182	38.47	2,70,55,182	49.79
2.	Foreign Promoters				
	Sub Total (A)	1,70,55,182	38.47	2,70,55,182	49.79

B	Non-Promoters' holding				
1.	Institutional Investors				
2.	Non-Institution :				
	Private Corporate Bodies	37,900	0.09%	37,900	0.07%
	Directors and Relatives	1,12,805	0.25%	1,12,805	0.21%
	Indian Public	2,64,89,765	59.75%	2,64,89,765	48.75%
	Others (Including NRIs)	6,39,300	1.44%	6,39,300	1.18%
	Sub Total(B)	2,72,79,770	61.53%	2,72,79,770	50.21%
	Grand Total	4,43,34,952	100%	5,43,34,952	100%

Disclosures under Section 42 of the Companies Act, 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 is detailed as below.

Sl. No.	Particulars	Response
i.	Particulars of the offer including date of passing of Board Resolution	The Board of Directors vide meeting held on 27 th day of August, 2020 has proposed to offer, issue and allot 1,00,00,000 Equity Shares of face value of Rs.10/- (Rupees Ten Only) each for cash at an issue price of Rs.20/- (Rupees Twenty Only) for a total consideration of Rs.20,00,00,000/- (Rupees Twenty Crores Only) on preferential basis to Mr. K.G. Anilkumar, Managing Director (DIN: 00766739) of the Company in one or more tranches for meeting the general corporate purposes, working capital requirements of the Company and to overcome the financial uncertainty generated due to Covid 19 pandemic through the Country.
ii.	Kinds of Securities offered and the price at which security is being offered	Equity Shares of face value of Rs.10/- (Rupees Ten Only) each for cash at an issue price of Rs.20/- each.

iii.	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	The issue price is Rs.20/- per share, provided that the minimum price of Equity Shares so which the allotment is issued shall not be less than the price arrived by a Registered Valuer.
iv.	Name and address of Valuer who performed valuation	Tipsons Consultancy Services Pvt. Ltd. CIN:U74140GJ2010PTC062799 Merchant Banker, SEBI Regn. No. INM000011849 401, Sheraton House, Opp. Ketav Petrol Pump, Polytechnic Road, Ambawadi, Ahmedabad - 380015
v.	Amount which the Company intends to raise by way of such Securities	Rs.20,00,00,000/-
vi.	Material terms of raising such Securities, proposed time schedule, purposes or objects of offer, contribution being made by the Promoters or Directors either as part of the offer or separately in furtherance of objects principle terms of assets charged as Securities.	<p><u>Material terms</u> The Company shall offer, issue and allot for 1,00,00,000 Equity Shares of face value of Rs.10/- (Rupees Ten Only) each for cash at an issue price of Rs.20/- (Rupees Twenty Only) for a total consideration of Rs.20,00,00,000/- (Rupees Twenty Crores Only) on preferential basis to Mr. K.G. Anilkumar, Managing Director (DIN: 00766739) of the Company.</p> <p><u>Proposed time schedule</u> Offer shall be valid for one year and the allotment shall be completed within a period of twelve months from the date of passing of the Special Resolution in one or more tranches.</p> <p><u>Objects of offer</u> General Corporate purposes and to meet working capital requirements and to overcome the financial uncertainty generated due to Covid 19 pandemic through the Country.</p> <p><u>Contribution being made by the Promoters</u> Preferential Offer is being proposed to Mr. K.G. Anilkumar, Promoters and Managing Director of the Company.</p> <p><u>Principle terms of assets charged as Securities</u> Not applicable</p>

The Board of Directors is of view that the proposed issue is in the best interest of the Company. Section 62 (1) (c) and 42 of the Companies Act, 2013 mandates that the issue of Equity Shares on Preferential basis shall be previously approved in the General Meeting by way of Special Resolution. Hence, the proposed resolution is recommended for the consideration and approval of the Members of the Company.

Copy of draft PAS 4 along with application form, inviting to subscribe to the Equity Shares, and other allied documents, being referred in the resolution would be available for inspection by the Members free of cost, in physical or electronic form during business hours ie, 09.30 a.m. to 05.30 p.m. at the Registered Office and Corporate Office of the Company and at the ensuing Annual General Meeting.

Save and except Mr. K.G. Anilkumar, Managing Director and Ms. Umadevi Anilkumar, Executive Director, being spouse of Mr. K.G. Anilkumar and relatives to the extent of shareholding interest in the Company, none of the other Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

Item No. 12 - Issue of Non - Convertible Securities.

The Members vide. 28th Annual General Meeting held on Saturday, the 28th day of September, 2019 had approved ceiling limits with respect to issue of debt securities on private placement basis as provided under Section 23, 42 and 71 of the Companies Act, 2013 upto Rs.700,00,00,000/- (Rupees Seven Hundred Crores only). As informed in Agenda No. 8 & 11 the Company is in continuous requirement of working capital for meeting existing and future financial requirements to support its business operations and branch expansions. Presently, the main source of finance is through issue of Debt Securities like Non - Convertible Debentures and Bonds, both secured & unsecured. Your Board is of the view that the fund raising by way of Debt Securities is much easier and cost effective, as compared to credit facilities from Banks and Financial Institutions. Even though, the Banks have various credit schemes to promote the Non-Banking Financial activities like Lines of Credits, Term Loans for the purpose of on-lending to Priority Sector customers, Partial Credit Guarantee scheme etc., the benefits to the same to the small and mid – sized NBFCs are debatable. Considering the financial uncertainty generated due to Covid 19 pandemic through the Country, it is advisable to continue the existing fund raising mechanism of issue of Debt Securities.

The Members are hereby informed that the Board of Directors of the Company had proposed to offer, issue and allot 1,00,00,000 Non – Convertible Debentures, both Secured & Unsecured of face value of Rs.1000/- (Rupees One Thousand Only) each for cash on private placement and public issue basis aggregating to Rs.1000,00,00,000/- (Rupees One Thousand Crores Only). The Company is on a growth phase and additional funds by way of debt instruments will further help in evolution and expansion of networks. The source of finance through debt instruments help in reduction of finance cost, expansion of lender base, improve debt maturity profile and reduction in exposure with the scheduled and commercial banks. Further,

it will also strengthen the Company's balance sheet and reduce finance cost for the Company which in turn will improve the capability to obtain credit facilities at better terms and overall reduced cost.

The Members are further informed that the Public Issue of Non - Convertible Debentures aggregating to Rs.100,00,00,000/- (Rupees One Hundred Crores Only) is in progress and expected to be completed by the end of December, 2020. Further, it is proposed to raise additional Rs.500,00,00,000/- Rupees Five Hundred Crores Only) from the market within a year, subject to the market conditions. During the Financial Year 2019 – 2020 the Company has raised Rs. 115,25,70,000/- (Rupees One Hundred Fifteen Crores Twenty Five Lakhs and Seventy Thousand Only) by issue of Non - Convertible Debentures/Bonds on Private Placement basis and the projected offer & issue of the same for the Financial Year 2020 – 2021 is Rs.200,00,00,000/- (Rupees Two Hundred Crores Only). The outstanding Non - Convertible Debentures as on 31st day of March, 2020 stood at Rs.188,69,55,000/- (Rupees One Eighty Eight Crores Sixty Nine Lakhs and Fifty Five Thousand Only). Considering the above requirements and future expectations of the Company, the ceiling limits of Non - Convertible Securities may be enhanced from the present approved limits of Rs.700,00,00,000/- (Rupees Seven Hundred Crores only) to Rs. Rs.1000,00,00,000/- (Rupees One Thousand Crores Only).

Disclosures under Section 42 of the Companies Act, 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 is detailed as below.

Sl. No.	Particulars	Response
i.	Particulars of the offer including date of passing of Board Resolution	The Board of Directors vide meeting held on 27 th day of August, 2020 has proposed to offer, issue and allot 1,00,00,000 Non – Convertible Debentures, both Secured & Unsecured of face value of Rs.1000/- (Rupees One Thousand Only) each for cash on both private placement and public issue basis aggregating to Rs.1000,00,00,000/- (Rupees One Thousand Crores Only) to public and various invitees, in one or more tranches for meeting the general corporate purposes, working capital requirements of the Company and to overcome the financial uncertainty generated due to Covid 19 pandemic through the Country.
ii.	Kinds of Securities offered and the price at which security is being offered	Non - Convertible Debentures, both secured & unsecured of face value of Rs.1000/- (Rupees One Thousand Only) each.
iii.	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	Not Applicable

iv.	Name and address of Valuer who performed valuation	Not Applicable
v.	Amount which the Company intends to raise by way of such Securities	Rs.1000,00,00,000/-
vi.	Material terms of raising such Securities, proposed time schedule, purposes or objects of offer, contribution being made by the Promoters or Directors either as part of the offer or separately in furtherance of objects principle terms of assets charged as Securities.	<p><u>Material terms</u> The Company shall offer, issue and allot 1,00,00,000 Non – Convertible Debentures, both Secured & Unsecured of face value of Rs.1000/- (Rupees One Thousand Only) each for cash on both private placement and public issue basis aggregating to Rs.1000,00,00,000/- (Rupees One Thousand Crores Only) to the Public and various invitees, as decided by the Board.</p> <p><u>Proposed time schedule</u> Private Placement Offer shall be valid for one year and the allotment shall be completed within a period of twelve months from the date of passing of the Special Resolution in one or more tranches. Public Issue Offers shall be according to the provisions of Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p><u>Objects of offer</u> General Corporate purposes and to meet working capital requirements and to overcome the financial uncertainty generated due to Covid 19 pandemic through the Country.</p> <p><u>Contribution being made by the Promoters</u> Private Placement Offers are used to be subscribed by Promoters of the Company. Public Issue subscription shall be according to the provisions of Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p>

		<p><u>Principle terms of assets charged as Securities</u></p> <p>Fully secured by hypothecation of all loan receivables, advances, fixed assets and other unencumbered assets of the Company, both present and future</p>
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The Board of Directors is of view that the proposed issue of debt securities is in the best interest of the Company. Public Issue and allotment shall be done according to the provisions of Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Section 42 of the Companies Act, 2013 and rules made thereunder mandates that all the offer of securities or invitation to subscribe to securities on Private Placement basis shall be previously approved in the General Meeting by way of Special Resolution. Further the said Act stipulates that in case of an offer or invitation for Non – Convertible Debentures, it would be sufficient if the Company passes Special Resolution only once in a year for all offer(s) or invitation(s) for such Non – Convertible Debentures issued on a private placement basis during the year. Hence, the proposed resolution is recommended for the consideration and approval of the Members of the Company.

Copy of draft PAS 4 along with application form and other allied documents, being referred in the resolution would be available for inspection by the Members free of cost, in physical or electronic form during business hours ie, 09.30 a.m. to 05.30 p.m. at the Registered Office and Corporate Office of the Company and at the ensuing Annual General Meeting.

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

Item No. 13 - Increase in Authorized Share Capital and amendment in the Capital clause of Memorandum of Association of the Company.

The Members vide. Postal Ballot including E – Voting on Friday, the 11th day of May, 2018 had enhanced the Authorized Share Capital of the Company from Rs. 40,00,00,000/- (Rupees Forty Crores Only) to Rs. 60,00,00,000/- (Rupees Sixty Crores Only).

As informed in previous agendas the Company is in continuous requirement of working capital for meeting existing and future financial requirements to support its business operations and branch expansions. Your Board proposes to raise a portion of the fund requirements for ensuing few years by way of issue of Equity Shares on Right basis. Further to meet the wide expansion activities of the Company, your Directors also propose to issue further shares to the existing Promoters and Directors of the Company on Private Placement basis. Your Board is planning to raise Rs.50,00,00,000/- (Rupees Fifty Crores Only) through the aforesaid sources during the Financial Years 2020 – 2021 and 2021 – 2022.

The present paid up share capital of the Company as on the 21st day of August, 2020 is Rs. 44,33,49,520/- (Rupees Forty Four Crores Thirty Three Lakhs Forty Nine Thousand Five Hundred and Twenty Only) and therefore, the maximum capital can be raised under the present ceiling is only Rs.15,66,50,480/- (Rupees Fifteen Crores Sixty Six Lakhs Fifty Thousand Four Hundred and Eighty Only), which is not sufficient as per the budgeted fund raising of the Company. Considering the above requirements and in order to avoid any delay in raising fund during any unforeseen exigencies on account of breach of Authorized Share Capital limit, the same may be enhanced from Rs. 60,00,00,000/- (Rupees Sixty Crores Only) to Rs.100,00,00,000/- (Rupees One Hundred Crores Only). Consequent to the same, Memorandum of Association of the Company has also to be amended accordingly.

Pursuant to the provisions of Section 61 of the Companies Act, 2013, the increase in Authorized Capital and the consequential changes in Clause of the Memorandum requires approval of Members by way of Ordinary Resolution. Hence, the proposed resolution is recommended for the consideration and approval of the Members of the Company.

Copy of the existing Memorandum of Association of the Company and copy of Memorandum of Association, indicating the proposed amendments, being referred in the resolution would be available for inspection by the Members free of cost, in physical or electronic form during business hours ie, 09.30 a.m. to 05.30 p.m. at the Registered Office and Corporate Office of the Company, up to and including the last date of Annual General Meeting.

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

Item No. 14 - Alteration of Memorandum of Association of the Company with respect to the Other Object Clause, Liability Clause and numberings.

With the enactment of the Companies Act, 2013, Other Object Clauses falls under 3 (C) of the Memorandum of Association of the Company have become redundant and the same has to be deleted completely. Further, the Liability Clause, heading of the clauses and numbering of the Memorandum of Association of the Company has also to be re -aligned as per the Companies Act, 2013. Hence, your Board proposes to amend the Memorandum of Association of the Company, as mentioned in the aforesaid resolution, to have in line with the provisions of the Companies Act, 2013.

Section 13 of the Companies Act, 2013, prescribes that alteration of the Memorandum of Association of the Company requires prior approval of the Shareholders by means of Special Resolution. Hence, the proposed resolution is recommended for consideration and approval of the Members of the Company.

Copy of the existing Memorandum of Association of the Company and copy of Memorandum of Association, indicating the proposed amendments, being referred in the resolution would be available for inspection by the Members free of cost, in physical or electronic form during business hours ie, 09.30 a.m. to 05.30 p.m. at the Registered Office and Corporate Office of the Company, up to and including the last date of Annual General Meeting.

None of the Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

By Order of Board,
For **ICL Fincorp Limited**

Place: Irinjalakuda
Date: 28.08.2020

Sd/-
K. G. Anilkumar
Managing Director
(DIN: 00766739)

BOARD'S REPORT

To,
The Members,
M/s. ICL Fincorp Limited

Your Directors present before you the 29th Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2020.

I. Financial Summary and Highlights

a) Operations

Over the last few years, the Company has established itself as one of the leading Non-Banking Financial Companies in Kerala. It has consciously built a diversified lending business covering retail consumers, small and medium enterprises and commercial borrowers. The business model of the Company is built on well-defined multiple product offerings and well developed systems and processes. Today, the Company has emerged as one among the profitable NBFCs in the regions of Tamil Nadu, Telangana, Andhra Pradesh, Karnataka and Kerala and is continuously striving to expand its wings by opening branches all over India.

The commercial operations during the year under report were progressive. The Company has earned an income of Rs.57,02,16,165/- (Rupees Fifty Seven Crores Two Lakhs Sixteen Thousand One Hundred and Sixty Five Only) as compared to Rs. 49,42,59,349/- (Rupees Forty Nine Crores Forty Two Lakhs Fifty Nine Thousand Three Hundred and Forty Nine Only) during the previous year. The total expenditure of the Company for the year was Rs. 56,19,38,853/- (Rupees Fifty Six Crores Nineteen Lakhs Thirty Eight Thousand Eight Hundred and Fifty Three Only) as compared to Rs. 49,03,45,533/- (Rupees Forty Nine Crores Three Lakhs Forty Five Thousand Five Hundred and Thirty Three Only), mainly due to finance cost and employee related expenses, which were unavoidable. The Company incurred profit of Rs.57,31,734/- (Rupees Fifty Seven Lakhs Thirty One Thousand Seven Hundred and Thirty Four Only) as against net profit amounting to Rs. 1,45,006/- (Rupees One Lakh Forty Five Thousand and Six Only) during the previous financial year. Your Directors are hopeful to further expand the operations of the Company in the coming year.

Standalone Financial Summary

<i>Particulars</i>	<i>For the Year ended 31st March, 2020 (Rs.)</i>	<i>For the year ended 31st March, 2019 (Rs.)</i>
Total Income	57,02,16,165	49,42,59,349
Total Expense	56,19,38,853	49,03,45,533
Profit/Loss before depreciation and Interest	82,77,312	39,13,816
Less Current Income Tax	51,30,740	58,51,180
Less Deferred Tax	(23,37,751)	(20,62,011)
(Excess)/Short provision of Previous Years	(2,47,410)	(20,359)
Net Profit/Loss after Tax	57,31,734	1,45,006
Earnings per share (Basic)	0.15	0.00
Earnings per Share (Diluted)	0.15	0.00

Consolidated Financial Summary

<i>Particulars</i>	<i>For the Year ended 31st March, 2020 (Rs.)</i>	<i>For the year ended 31st March, 2019 (Rs.)</i>
Total Income	57,98,39,217	49,42,59,349
Total Expense	57,20,73,781	49,03,45,533
Profit/Loss before depreciation and Interest	77,65,436	39,13,816
Less Current Income Tax	53,64,448	58,51,180
Less Deferred Tax	(18,83,106)	(20,62,011)
(Excess)/Short provision of Previous Years	(2,47,410)	(20,359)
Net Profit/Loss after Tax	45,31,505	1,45,006
Earnings per share (Basic)	0.12	0.00
Earnings per Share(Diluted)	0.12	0.00

b) Reserves

During the year the Company had transferred an amount of Rs. 14,00,000/- (Rupees Fourteen Lakhs Only) and Rs. 8,57,099/- (Rupees Eight Lakhs Fifty Seven Thousand and Ninety Nine Only) to the Statutory Reserve and Impairment Reserves respectively. An amount of Rs. 34,74,634/- (Rupees Thirty Four Lakhs Seventy Four Thousand Six Hundred and Thirty Four Only) is proposed to be retained in the Statement of Profit and Loss.

c) Dividend

With a view to conserve profit for expansion activities of the Company and considering the challenging situation caused by outbreak of the COVID-19 pandemic, the Board of Directors has not recommended any dividend on Equity Shares of the Company for the Financial Year ended 31st March, 2020.

d) Change in Accounting Standards

The financial presentation of the Company has been changed from the Accounting Standards to Indian Accounting Standards due to the takeover of Listed Subsidiary Company, M/s Salem Erode Investments Limited.

II. State of Company's affairs

a) Key Business Developments

i. Branch Network

During the year under report, the number of branches of the Company expanded from 142 to 163 across the 5 states in South India, ie. Kerala, Tamil Nadu, Telangana, Andhra Pradesh and Karnataka. Having a widespread branch network enable the Company to service and support the existing as well as fresh customers from proximate locations which gives easy access to services and also enables the Company to reach new potential customers.

ii. Merging, shifting or closure of branches.

The Company is in the process of improving efficiency of operations of existing branches by identifying those branches which are below the Break Even Point in terms of revenue generation and taking appropriate actions like merging, shifting or closure through due statutory procedures. Discussions and scrutiny on merger, shifting and closure of various branches are on Board.

iii. Status of Corporate License for Insurance Business

Corporate License for Insurance Business, proposed to be implemented by the Company is at its final stage of processing and your Board is hopeful to implement the same by the end of December, 2020.

iv. New Corporate Office

Your Board is taking continuous efforts to complete the construction of the proposed new Corporate Office of the Company at Irinjalakuda, Thrissur District of Kerala. All necessary arrangements with Interior Consultant, Fire Consultant, Electrical Consultant, Network Consultant etc. has already been done and the same is expected to be inaugurated by the month of April, 2021.

v. Public Issue of Non - Convertible Debentures

You Board is in the process of raising of Rs.100,00,00,000/- (Rupees One Hundred Crores Only) into the business through Initial Public Issue of Non-Convertible Debentures. M/s. Vivro Financial Services Private Limited has already been appointed for expert assistance for the same. The Due Diligence and allied workings are going on in a sound manner and final discussions with the intermediaries to the issue are in progress.

The Lock Down in response to the Coronavirus disease (COVID-19) throughout the Country paved the way to a slowdown in the process of Public Issue. Even though in the adverse situation is going on, your Board is trying its best to complete the process via. work at home, video calls, telephones etc. and is hopeful to complete the entire process by the end of March, 2021.

b) Details and status of acquisition, merger, expansion, modernization and diversification

In terms of the Share Purchase Agreement dated 28th day of December, 2018 the Company had purchased 85,15,240 number of Equity Shares of Re.1/ (Rupee One Only) each, representing 74.27% shareholding in M/s. Salem Erode Investments Limited from erstwhile promoters, Ms. Kusum Kanoria, Ms. Padma Kanoria and M/s. Tara Investments Limited against a total purchase consideration of Rs. 22,45,46,879/- (Rupees Twenty Two Crores Forty Five Lakhs Forty Six Thousand Eight Hundred and Seventy Nine Only). Further to the mandatory open offer, the Company had also acquired 2,02,550 Equity Shares of the face value of Re. 1/- (Rupee One Only) each of M/s. Salem Erode Investments Limited, representing 1.77% shareholding, resulting in total shareholding coming to 76.03% as on Notice date and became the Listed Subsidiary of the Company.

Further to the takeover, new management has taken over the charge of M/s. Salem Erode Investments Limited vide. Board Meeting held on 17th day of February, 2020. Mr. K. G. Anilkumar (DIN: 00766739) and Ms. Umadevi Anilkumar (DIN: 06434467), Directors of the Company were appointed as the Managing Director and Director of the Subsidiary Company respectively. Mr. Subramanian, Chief Financial Officer of the Company was also appointed as the Chief Financial Officer of the Subsidiary Company.

The Members of M/s. Salem Erode Investments Limited vide. E - Voting results declared as on 07th day of August, 2020 has accorded its approval for Re - classification of Promoters of the Company, Shifting of Registered Office of the Company from the State Of West Bengal to the State of Tamil Nadu and Regularization of appointment of all the Directors of M/s. Salem Erode Investments Limited. The post compliances to the said approval are in progress and your Board is hopeful to complete all the formalities including Registered Office shifting and Merger process within a period of one year. The impact of Coronavirus disease (COVID-19) throughout the World has also affected the pace off completion of take over and merger process of M/s. Salem Erode Investments Limited with the Company and your Board is taking all the necessary efforts in a war footing basis to complete the merger process by complying all the preventive protocols implemented by both the Central and State Governments.

c) Other material event having an impact on the affairs of the Company

Impact of Coronavirus disease (COVID-19)

COVID 19 had been affecting even the well capitalized Companies and your Company is no exception. But your Board has taken sufficient measures to have a better position with regard to liquidity and business outlook by working capital improvements. All the preventive measures and guidelines implemented by both the Central Government and State Government to contain the spread of pandemic, including but not limited to withdrawal of biometric punching facility for taking attendance, regular sanitization, online meetings, digital banking facilities, work from home, restrictions on entry of visitors, home quarantines etc., are being carried out by the Company. The Management has also constituted a Quick Response Team consisting of a Director and top management officials at the initial stage of lock down implemented by the Central Government to provide regular updates to the Board on significant developments and other regulators/outside institutions/agencies. Further to support the society and being part of Corporate Social Responsibility Policy of the Company, the Company has set up an isolation ward in the Government Hospital, Irinjalakuda, Thrissur District of Kerala and upcoming projects with respect to the same are on Board.

- *Disbursement & Recovery*

The initial lock down which was announced on March 25, 2020 which lasted up to April 14, 2020 witnessed a period where disbursements were completely stopped. Since the Branches were not in a position to operate without opening branches and accepting the collateral, Gold Loans segment, the main business of the Company was turned into a standstill situation. However the growth in the asset side was hit slightly, the Company managed the recovery effectively by offering customers the option to make remittances through online banking/ phone transfers and other electronic modes. The Management had also waived off the penal/ additional interest burden on the loans remittances which were due during the lock down days. Hence, customers were ready to co-operate and make remittances of dues once the relaxation was granted to the lock down condition. It has been understood from the response from branch staff that customers are willing to remit their dues through banking channels. Hence, the management did not come up with a policy to allow moratorium to its customers.

Since the collection efficiency of the Company has not been significantly impaired, the revenue edge of the Company has not been hit adversely. The Company is also able to source funds through Non – Convertible Debentures route with more than average efficiency. We are not expecting a significant deterioration in credit quality of loan portfolios.

- *Impact on ancillary businesses*

More than 90% of the total portfolio is Gold Loan. When it comes to other loans, there are no fresh disbursements but renewal of loans is allowed to genuine customers. Recovery and collection mechanism is taken care of in these segments as well. Forex and money transfer operations were also hindered during the lock down period.

- *Fund Raising*

The major financial resource of the Company is through the issue of Non – Convertible Debentures. The Company expects to maintain 80% stability in the inflow of Debentures when compared to normal. Overall, the Management doesn't expect an impaired position in the Company after operating for more than a month during these partial lock down days.

- *Non-Performing Assets*

Gold Loans are having a rapid growth than other retail loan products. Rising gold prices have also turned out to be a boon to the customers since borrowers become eligible for higher loan amounts. For a gold loan Company, this is the safest asset class to boost revenue and earnings, and for the borrowers' it is the easiest option to meet short-term needs.

The Company had completed auction procedures as planned for the Financial Year 2019 - 2020 by the end of February, 2020 and hence, NPA is below 1% as on 31st day of March, 2020. More than 90% of our loan portfolio is under GL category and market value of gold will continue increasing trend in coming year also. Further, the Company has reduced the LTV to 70% as a strategic policy during the first half of the new Financial Year. So the possibility of an account running into NPA category is low.

Your Board expects that auction procedure can be started by the end of 3rd quarter of Financial Year 2020 - 2021. So, there will not be any NPA increase in the next year also.

In the context of the rising gold prices, we had lowered LTV to 70% which would be reset to normalcy in coming months, keeping in mind the asset quality post the lock down period. Because, even though our AUM might grow, if we keep our LTV higher, there is a risk of the account running into NPA and as of now there is restrictions on auctions too. We focus on maintaining the asset quality and also serving the existing customer base of the Company effectively.

Macro-economic factors will be a key input in computing expected credit loss since the Reserve Bank of India and the Finance Ministry has introduced several measures in this regard. Apart from that, the Company is all set to source Rs. 100 Crores through the public issue of Non – Convertible Debentures planned in the coming months whereby the Company would be able to cater to the credit requirements of the general public without liquidity limits and thereby increase our AUM and market size.

The impact of COVID 19 would be more or less the same in future operations of the Company as well. But your Board believes that the Company would be able to perform even better during the later periods because now we are equipped to face the situations. At the beginning stages of lockdown, there was uncertainty which covered up our strengths. But later on, through rigorous discussions with our expert consultants and involvement of technology in our operations, we could gain a grip over the situation.

Our Company with its 163 branches, operates mostly in its premises for procuring its advances (gold loans). So, travel restrictions and border closures are not expected to make material impact on our ability to operate. But, marketing activities including cluster marketing, road shows, brand value addition etc. which are carried out centrally at various locations will stand affected thereby impairing the sales edge.

III. Material Changes and Commitments

Other than the takeover of M/s. Salem Erode Investments Limited, Listed Subsidiary, there have been no other material changes or commitments, affecting the financial position of the Company, which have occurred between the end of the Financial Year of the Company and the date of this Report. Further, there was no change in the nature of the business during the year under report.

IV. External environment and economic outlook

The word economic slowdown grabbed not only the headlines but business cycles of lenders as well. Some hard lessons have been to focus on being prudent and building robust models. The National Statistics Office has forecast India's GDP growth to slip to an 11-year low of 5% in the Financial Year 2020 - 2021. The Government has taken a series of measures to generate demand and ease the liquidity by ensuring public sector banks lend further to NBFCs, introducing partial credit guarantee scheme, organizing loan mela etc. The overall economic outlook is currently challenging and expecting some favourable actions by the Finance Minister in the next budget. These could include a change in personal tax rules in order to put more money in the hands of the common man for a consumption-led revival of the economy.

V. Capital and Debt Structure

i. Share Capital of the Company

The Authorized Share Capital of the Company is Rs. 60,00,00,000/- (Rupees Sixty Crores Only) consisting of 6,00,00,000 Equity Shares of Rs.10/- (Rupees Ten Only) each. The Issued, Subscribed and Paid up Share Capital of the Company is Rs. 44,33,49,520/- (Rupees Forty Four Crores Thirty Three Lakhs Forty Nine Thousand Five Hundred and Twenty Only) divided into 4,43,34,952 Equity Shares of Rs.10/- (Rupees Ten Only) each. During the year under report, the Company had issued 84,02,028 Equity Shares on Right Issue basis on 17.12.2019 and 18.12.2019 by which the Issued, Subscribed and Paid up Share Capital Paid up Share Capital of the Company has increased from Rs. 35,93,29,240/- (Rupees Thirty Five Crores Ninety Three Lakhs Twenty Nine Thousand Two Hundred and Forty Only) to Rs. 44,33,49,520/- (Rupees Forty Four Crores Thirty Three Lakhs Forty Nine Thousand Five Hundred and Twenty Only). The details of allotment are as follows:

Date of Offer and allotment	Date of allotment	Method of allotment	Issue Price	Number of shares allotted	Number of shares or securities allotted to the Promoter Group
24.08.2019	17.12.2019	Right Issue	Rs.20	5,74,155	0
24.08.2019	18.12.2019	Right Issue	Rs.20	76,92,873	19,65,500
24.08.2019	18.12.2019	Right Issue	Rs.20	1,35,000	48,750

ii. *Non-Convertible Debentures/Bonds*

During the year under review, your Company has issued Secured/Unsecured Redeemable Non-Convertible Debentures and Bonds and raised an amount aggregating to Rs. 96,28,10,000/- (Rupees Ninety Six Crores Twenty Eight Lakhs and Ten Thousand Only) by way of issuance of Non-Convertible Debentures and Rs.18,97,60,000/- (Rupees Eighteen Crores Ninety Seven Lakhs and Sixty Thousand Only) by way of issuance of Sub Ordinate Debts(Bonds) on private placement basis. The funds raised from Non-Convertible Debentures and Sub Ordinate Debts (Bonds) were utilized for the purpose of financing and for short term & long term working capital.

Date of allotment	Number of Debentures allotted	Method of allotment	Issue Price	Amount raised
12.04.2019	79,465	Private Placement	1,000	7,94,65,000
07.05.2019	54,616	Private Placement	1,000	5,46,16,000
07.06.2019	72,304	Private Placement	1,000	7,23,04,000
08.07.2019	60,943	Private Placement	1,000	6,09,43,000
07.08.2019	65,097	Private Placement	1,000	6,50,97,000
07.09.2019	79,703	Private Placement	1,000	7,97,03,000
09.10.2019	66,059	Private Placement	1,000	6,60,59,000
07.11.2019	96,196	Private Placement	1,000	9,61,96,000
19.12.2019	1,43,812	Private Placement	1,000	14,38,12,000
13.01.2020	71,628	Private Placement	1,000	7,16,28,000
18.02.2020	74,997	Private Placement	1,000	7,49,97,000
18.03.2020	97,990	Private Placement	1,000	9,79,90,000

Date of allotment	Number of Sub Ordinate Debts allotted	Method of allotment	Issue Price	Amount raised
06.06.2019	37,450	Private Placement	1,000	3,74,50,000
06.07.2019	51,260	Private Placement	1,000	5,12,60,000
06.08.2019	11,800	Private Placement	1,000	1,18,00,000
06.09.2019	2,200	Private Placement	1,000	22,00,000
30.09.2019	20,500	Private Placement	1,000	2,05,00,000
22.10.2019	10,500	Private Placement	1,000	105,00,000
30.11.2019	18,650	Private Placement	1,000	1,86,50,000
31.12.2019	7,600	Private Placement	1,000	76,00,000
09.01.2020	7,500	Private Placement	1,000	75,00,000
06.02.2020	8,100	Private Placement	1,000	81,00,000
05.03.2020	14,200	Private Placement	1,000	1,42,00,000

VI. Credit Rating

The Credit Rating by ACUITE is ACUITE BB+ Stable

Facilities	Amount	Rating	Date on which the credit rating was obtained	Revision in the credit rating	Reasons provided by the rating agency for a downward revision, if any.
Non – Convertible Debentures	100 Crores	ACUITE BB+ Stable	29.08.18	NA	NA

The Credit Rating by CRISIL is CRISIL BB-/ Stable

Facilities	Amount	Rating	Date on which the credit rating was obtained	Revision in the credit rating	Reasons provided by the rating agency for a downward revision, if any.
Non – Convertible Debentures	6.41 Crores	CRISIL BB-/ Stable	21.06.17	NA	NA

The Credit Rating by BRICKWORK RATINGS is BWR BBB- Stable

Facilities	Amount	Rating	Date on which the credit rating was obtained	Revision in the credit rating	Reasons provided by the rating agency for a downward revision, if any.
Non – Convertible Debentures	150 Crores	BWR BBB- Stable	11.11.19	NA	NA

VII. *Management*

i. Directors and Key Managerial Personnel

The changes in the constitution of the Board of Directors of the Company during the year under report are as follows:-.

Your Board has appointed Mr. Shinto Stanly (DIN: 06534505) as an Independent Director (Additional) of the Company with effect from 03rd day of December, 2019 to holds office up to the date of 29th Annual General Meeting of the Company. The Board is of the view that the continued association of Mr. Shinto Stanly and rich experience and knowledge in the financial and secretarial sectors would definitely benefit the Company and support the Board to discharge its functions and duties effectively. Further, Mr. Shinto Stanly also possess appropriate skills, expertise and competencies in the context of the Company's present and proposed businesses. In the opinion of the Board, Mr. Shinto Stanly fulfills the conditions specified in the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 for the proposed appointment as an Independent Director of the Company and is independent of the management. Further, Mr. Shinto Stanly is not disqualified from being appointed as Director in terms of section 164 of the Act. Further to the consideration of performance evaluation covering various aspects including attendance and level of participation, interpersonal relationship, independent judgement, understanding of roles and responsibilities etc., Mr. Shinto Stanly may be appointed as an Independent Director of the Company, not liable to retire by rotation. Being eligible for appointment and in the best interest of the Company, your Board recommends the appointment of Mr. Shinto Stanly as an Independent Director of the Company to hold office for a term of 5 consecutive years i.e. from 03rd day of December, 2019 to 02nd day of December, 2024.

Ms. Karthika Pottekkatt Surendranath, an Associate Member of Institute of Company Secretaries of India (Membership No: A36137) was appointed as the Whole Time Company Secretary of the Company with effect from 11th day of December, 2019 in place of Ms. Nandini Vijayaragavan, former Whole Time Company Secretary of the Company, who resigned from the said position with effect from 23rd day of October, 2019.

Mr. Ramasamy Subramanian (DIN: 01884672) who hold position as Director in the Company resigned with effect from 15th day of July, 2019 due to limitation of time.

Mr. Polassery Raman Sudhakaran (DIN: 02685096) who hold position as Director in the Company resigned with effect from 07th day of March, 2020 due to busy work schedule.

Mr. Narayanan Raghumohan (DIN: 08587131) who hold position as the Director and Whole time Director of the Company effective from 15th day of October, 2019 resigned with effect from 11th day of February, 2020 due to personal reasons.

Mr. Saseendran Veliyath (DIN: 08205871) who hold position as Independent Director in the Company resigned with effect from on 17th day of February, 2020 due to pre-occupancies.

Mr. K.G. Anilkumar, Managing Director (DIN: 00766739) of the Company, who retires by rotation and being eligible offered himself for re-appointment. Being eligible for appointment and in the best interest of the Company, your Board recommends the re-appointment of Mr. K.G. Anilkumar as a Director of the Company, liable to retire by rotation.

ii. Declaration from Independent Directors on Annual Basis

The Company has received necessary declaration from all the Independent Directors of the Company as per section 149(7) of the Companies Act, 2013 confirming that they meets with the criteria of Independence as laid down under Section 149 (6) of Companies Act, 2013. Further, the Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Companies Act, 2013 and Code of Conduct for Directors and senior management personnel of the Company.

iii. Meetings of the Board of Directors of the Company

During the year, the Board of Directors of the Company had convened 10 (ten) meetings, details of the same are as mentioned below.

Sl. No.	Date of the Meeting	Present throughout the meeting	Percentage of attendance
01.	25.04.2019	Mr. K. G. Anilkumar Ms. Umadevi Anilkumar Mr. K. K. Wilson Mr. Earatte Gopalan Sajish Mr. Ramasamy Subramanian Mr. Saseendran Veliyath	75%
02.	13.06.2019	Mr. K. G. Anilkumar Ms. Umadevi Anilkumar Mr. K. K. Wilson Mr. Ramasamy Subramanian Mr. Saseendran Veliyath	62.5%

03.	23.07.2019	Mr. K. G. Anilkumar Ms. Umadevi Anilkumar Mr. K. K. Wilson Mr. Earatte Gopalan Sajish Mr. Saseendran Veliyath Mr. Nadarajan	85.71%
04.	24.08.2019	Mr. K. G. Anilkumar Ms. Umadevi Anilkumar Mr. K. K. Wilson Mr. Earatte Gopalan Sajish Mr. Nadarajan Mr. Sudhakaran Polassery Mr. Saseendran Veliyath	100%
05.	02.09.2019	Mr. K. G. Anilkumar Ms. Umadevi Anilkumar Mr. K. K. Wilson Mr. Earatte Gopalan Sajish Mr. Sudhakaran Polassery Mr. Saseendran Veliyath Mr. Nadarajan	100%
06.	28.09.2019	Mr. K. G. Anilkumar Ms. Umadevi Anilkumar Mr. K. K. Wilson Mr. Earatte Gopalan Sajish Mr. Sudhakaran Polassery Mr. Saseendran Veliyath Mr. Nadarajan	100%
07.	03.12.2019	Mr. K. G. Anilkumar Ms. Umadevi Anilkumar Mr. K. K. Wilson Mr. Earatte Gopalan Sajish Mr. Saseendran Veliyath Mr. Nadarajan	75%
08.	31.01.2020	Mr. K. G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K. K. Wilson Mr. Earatte Gopalan Sajish Mr. Saseendran Veliyath Mr. Nadarajan	77.78%

09.	17.02.2020	Mr. K. G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K. K. Wilson Mr. Earatte Gopalan Sajish Mr. Nadarajan Mr. Saseendran Veliyath	87.5%
10.	07.03.2020	Mr. K. G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K. K. Wilson Mr. Nadarajan Mr. Earatte Gopalan Sajish	85.71%

iv. *General Meetings held during the financial year*

During the Financial Year one general meeting of the shareholders were held, details of the same are disclosed below:

Nature of Meeting	Date of Meeting	Number of Members attended	Percentage of attendance
28 th Annual General Meeting	28.09.2019	89	2.62

v. *Committees of the Board*

The Company has various Committees which have been constituted as a part of good corporate governance practices and the same are in compliance with the requirements of the relevant provisions of applicable laws and statutes.

a) Audit Committee

i) Description & Terms of reference

The Company has constituted and maintained Independent, Competent and Qualified Audit Committee by complying the provisions of Section 177 of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and amendments made thereunder.

The functions of the Audit Committee include the following:

- Review of Financial Statements and Auditors' Report.
- Recommendation for appointment, retention, termination, remuneration and terms of appointment of Statutory Auditors of the Company and allied matters.
- Recommendation for appointment, retention, termination, remuneration and terms of appointment of Internal Auditors of the Company, review of Internal Auditors' report and allied matters.
- Recommendation for appointment, retention, termination, remuneration and terms of appointment of Chief Financial Officer of the Company, review of Internal Auditors' report and allied matters.
- Statement of uses / application of funds.
- Overview the financial performance of Subsidiary Company.
- Approval of Related Party Transactions and such other subsequent related modifications.
- Such other matters envisaged in the aforesaid provisions of the Companies Act, 2013 and rules made thereunder.

ii) Composition

The Audit Committee comprises of 03 (three) Members during the year under report are as follows:

Name & Designation	Nature of Directorship	Position in Committee
Mr. Earatte Gopalan Sajish	Independent Director	Chairman
Mr. K. G. Anilkumar	Managing Director	Member
Mr. Nadarajan	Independent Director	Member

Events occurred after Balance Sheet date

Further, to the change in Directors and Company Secretary of the Company, the existing Audit Committee was reconstituted with following Members vide. approval of Board of Directors dated 30th day of June, 2020.

Name & Designation	Nature of Directorship	Position in Committee
Mr. Shinto Stanly	Independent Director	Chairman
Mr. Earatte Gopalan Sajish	Independent Director	Member
Mr. K.K. Wilson	Non-Executive Director	Member

iii) Meetings & Attendance

During the year, the Audit Committee of the Company had convened 3 (three) meetings, details of the same are as mentioned below.

Sl. No.	Date of the Meeting	Present throughout the meeting	Percentage of attendance
01.	24.08.2019	Mr. Earatte Gopalan Sajish Mr. K. G. Anilkumar Mr. Nadarajan	100%
02.	28.09.2019	Mr. Earatte Gopalan Sajish Mr. K. G. Anilkumar Mr. Nadarajan	100%
03.	26.02.2020	Mr. Earatte Gopalan Sajish Mr. K. G. Anilkumar Mr. Nadarajan	100%

b) Nomination & Remuneration Committee

i) Description & Terms of reference

The Company has constituted and maintained Competent and Qualified Nomination and Remuneration Committee by complying the provisions of Section 178 of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and amendments made thereunder.

The functions of the Nomination and Remuneration Committee include the following:

- Review and approval of appointment, removal, resignation and retirement of Directors, Key Managerial Personnel and Senior Management Staff of the Company.
- Review and approval of remuneration to Directors, Key Managerial Personnel and Senior Management Staff of the Company.
- Evaluation of performance of Directors, Key Managerial Personnel, Senior Management Staff and Committees of Board
- Review performance of Directors, Key Managerial Personnel and Senior Management Staff of subsidiary Companies.
- Such other matters envisaged in the aforesaid provisions of the Companies Act, 2013 and rules made thereunder.

ii) Composition

The Nomination and Remuneration Committee comprises of 03 (three) Members during the year under report are as follows:

Name & Designation	Nature of Directorship	Position in Committee
Mr. Nadarajan	Independent Director	Chairman
Mr. Earatte Gopalan Sajish	Independent Director	Member
Mr. K.K. Wilson	Non-Executive Director	Member

Events occurred after Balance Sheet date

Further, to the change in Directors and Company Secretary of the Company, the existing Nomination and Remuneration Committee was reconstituted with following Members vide. approval of Board of Directors dated 30th day of June, 2020.

Name & Designation	Nature of Directorship	Position in Committee
Mr. Shinto Stanly	Independent Director	Chairman
Mr. Nadarajan	Independent Director	Member
Mr. K.K. Wilson	Non-Executive Director	Member

iii) Meetings & Attendance

During the year, the Nomination and Remuneration Committee of the Company had convened 2 (two) meetings, details of the same as mentioned below.

Sl. No.	Date of the Meeting	Present throughout the meeting	Percentage of attendance
01.	28.09.2019	Mr. Nadarajan Mr. Earatte Gopalan Sajish Mr. K.K. Wilson	100%
02.	20.10.2019	Mr. Nadarajan Mr. Earatte Gopalan Sajish	66.67%

c) Stakeholders Relationship Committee

i) Description & Terms of reference

The Company has constituted and maintained Competent and Qualified Stakeholders Relationship Committee by complying the provisions of Section 178 (5) of the Companies Act, 2013 and amendments made thereunder. The functions of the Stakeholders Relationship Committee include the following:

- Ensure that the views / concerns of the shareholders are highlighted to the Board at appropriate time and that the steps are taken to address such concerns.
- Resolve complaints related to transfer/transmission of shares, non-receipt of annual report and non-receipt of declared dividends, General Meetings, issue of new/duplicate certificates and new certificates on split/consolidation/renewal etc., transfer/ transmission, dematerialization and re-materialization of Equity Shares in a timely manner and oversee the performance of the Register and Transfer Agents.

- Review the process and mechanism of redressal of investor complaints and suggesting measures of improving the existing system of redressal of investor grievances
- Such other matters envisaged in the aforesaid provisions of the Companies Act, 2013 and rules made thereunder.

ii) Composition

The Stakeholders Relationship Committee comprises of 03 (three) Members during the year under report are as follows:

Name & Designation	Nature of Directorship	Position in Committee
Mr. K.G. Anilkumar	Managing Director	Chairman
Ms. Umadevi Anilkumar	Whole Time Director	Member
Mr. K.K. Wilson	Non-Executive Director	Member

Events occurred after Balance Sheet date

Further, to the change in Directors and Company Secretary of the Company, the existing Nomination and Remuneration Committee was reconstituted with following Members vide. approval of Board of Directors dated 30th day of June, 2020.

Name & Designation	Nature of Directorship/Designation	Position in Committee
Mr. Shinto Stanly	Independent Director	Chairman
Mr. K. G. Anilkumar	Managing Director	Member
Ms. Umadevi Anilkumar	Whole Time Director	Member
Mr. K.K. Wilson	Non-Executive Director	Member
Ms. Soumya Parameswaran	Finance Manager	Member
Mr. Sam S. Maliakal	Human Resource Manager	Member
Mr. Anoop K.P.	Relationship Manager	Member

iii) Meetings & Attendance

During the year, the Stakeholders Relationship Committee of the Company had convened 18 (eighteen) meetings, details of the same are as mentioned below.

Sl. No.	Date of the Meeting	Present throughout the meeting	Percentage of attendance
01.	05.10.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
02.	23.10.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
03.	02.11.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
04.	05.11.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
05.	12.11.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
06.	19.11.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
07.	25.11.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
08.	02.12.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
09.	07.12.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
10.	19.12.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
11.	26.12.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
12.	31.12.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%

13.	07.01.2020	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
14.	22.01.2020	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
15.	05.02.2020	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
16.	28.02.2020	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
17.	11.03.2020	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%
18.	20.03.2020	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson	100%

d) Debenture & Bond Committee

i) Description & Terms of reference

The Company has constituted and maintained Competent and Qualified Debenture & Bond Committee by complying the provisions of the Companies Act, 2013 and amendments made thereunder. The functions of the Debenture & Bond Committee include the following:

- Processing, verifying and approving of Debenture, Bond or other debt instrument Applications, Offer Letters, Record of Offers and such other related documents.
- Approval of issue and allotment of Secured Redeemable Non – Convertible Debentures, Bonds or Unsecured Redeemable Non – Convertible Debentures or such other debt instruments on Private Placement basis.
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- Such other matters envisaged in the aforesaid provisions of the Companies Act, 2013 and rules made thereunder.

ii) Composition

The Debenture & Bond Committee comprises of 03 (three) Members during the year under report are as follows:

Name & Designation	Nature of Directorship/ Designation	Position in Committee
Mr. K.G. Anilkumar	Managing Director	Chairman
Mr. K.K. Wilson	Non-Executive Director	Member
Ms. Shajitha Suresh	Head of Debenture department	Member

Events occurred after Balance Sheet date

Further, to the change in Directors and Company Secretary of the Company, the existing Debenture & Bond Committee was reconstituted with following Members vide approval of Board of Directors dated 30th day of June, 2020.

Name & Designation	Nature of Directorship	Position in Committee
Mr. K.G. Anilkumar	Managing Director	Chairman
Ms. Umadevi Anilkumar	Whole Time Director	Member
Mr. K.K. Wilson	Non-Executive Director	Member
Ms. Shajitha Suresh	Head of Debenture department	Member

iii) Meetings & Attendance

During the year, the Debenture & Bond Committee of the Company had convened 23 (twenty three) meetings, details of the same are as mentioned below.

Sl. No.	Date of the Meeting	Present throughout the meeting	Percentage of attendance
01.	12.04.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
02.	07.05.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
03.	06.06.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
04.	07.06.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
05.	06.07.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
06.	08.07.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
07.	06.08.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
08.	07.08.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
09.	06.09.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
10.	07.09.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
11.	30.09.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
12.	09.10.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
13.	22.10.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
14.	07.11.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%

15.	30.11.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
16.	19.12.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
17.	31.12.2019	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
18.	09.01.2020	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
19.	13.01.2020	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
20.	06.02.2020	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
21.	18.02.2020	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
22.	05.03.2020	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%
23.	18.03.2020	Mr. K.G. Anilkumar Mr. K.K. Wilson Ms. Shajitha Suresh	100%

e) Risk Management Committee (RMC)

i) Description & Terms of reference

The Company has constituted Risk Management Committee (RMC). The Committee reviews the Risk Management Policy, document and improve risk management practices, ensure appropriate / adequate reporting to the Board, manage the integrated risk, review the functioning of the Risk Management Department and any other matter as the Committee may deem fit. The Committee is involved in the process of identification, measurement, monitoring and mitigation of the various risks faced by the Company. The RMC shall meet at least twice in a year and reports to the Board.

ii) Composition

The Risk Management Committee comprises of 03 (three) Members during the year under report are as follows:

Name & Designation	Nature of Directorship / Designation	Position in Committee
Mr. K.G. Anilkumar	Managing Director	Chairman
Ms. Umadevi Anilkumar	Whole Time Director	Member
Mr. Subramanian R.	Chief Financial Officer	Member

iii) Meetings & Attendance

During the year, the Risk Management Committee of the Company had convened 2 (two) meetings, details of the same as mentioned below.

Sl. No.	Date of the Meeting	Present throughout the meeting	Percentage of attendance
01.	28.09.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Subramanian R.	100%
02.	20.10.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Subramanian R.	100%

f) Asset- Liability Management Committee (ALCO)

i) Description & Terms of reference

The Company has constituted Asset Liability Management Committee (ALCO) in line with provisions of Reserve Bank of India Master Direction, 2016.

ii) Composition

The Asset Liability Management Committee comprises of 03 (three) Members during the year under report are as follows:

Name & Designation	Nature of Directorship/ Designation	Position in Committee
Mr. K.G. Anilkumar	Managing Director	Chairman
Ms. Umadevi Anilkumar	Whole Time Director	Member
Mr. Subramanian R.	Chief Financial Officer	Member

iii) Meetings & Attendance

During the year, the Asset Liability Management Committee of the Company had convened 2 (two) meetings, details of the same as mentioned below.

Sl. No.	Date of the Meeting	Present throughout the meeting	Percentage of attendance
01.	28.09.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Subramanian R.	100%
02.	20.10.2019	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Subramanian R.	100%

iv) Policy on Appointment of Directors

Pursuant to the provisions of Section 134 (3) (e) the Company's policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 178(3) is annexed as 'Annexure 1'.

v) Board Evaluation

Your Board has in place a well-defined performance evaluation framework for evaluating the appointment or regularization of Directors, inter-alia, includes factors like participation at Board/Committee Meetings, Managing Relationship with fellow Board Members, Knowledge and skill, Personal attributes like ethics and integrity, independent judgment with regard to corporate strategy, performance, risk management, corporate governance implementation, knowledge about the Company and external environment in which it operates, confidentiality level, adherence to the applicable code of conduct for Directors etc.

vi. Directors' Responsibility Statement

Pursuant to the requirements under Section 134 (3) (c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed:

- a. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with the proper explanation relating to material departures;
- b. that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of profit of the Company for that period;
- c. that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. that the Directors had prepared the annual accounts for the year ended 31st March, 2020 on a going concern basis;
- e. that the Directors have laid down internal financial controls for the Company and such internal financial controls are adequate and were operating effectively; and
- f. that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

vii. Internal Control

The Company has in place adequate internal controls with reference to financial statements and operations, which is commensurate with the size and nature of its business. The Internal Control System is supported by an Internal Audit Department which conducts regular internal audits. During the year under review, these controls were evaluated and no significant weakness was identified either in the design or operation of the control.

viii. Frauds reported by the Auditor

The Auditor has not reported any frauds during the Financial Year under report.

VIII. Financial Position and performance of Subsidiaries, Joint ventures and associates

Consequent to the takeover as mentioned above, M/s. Salem Erode Investments Limited became the Listed Subsidiary of the Company. A brief summary of financial position of the same is as follows:

<i>Particulars</i>	<i>For the Year ended 31st March, 2020 (Rs.)</i>	<i>For the year ended 31st March, 2019 (Rs.)</i>
Revenue from Operations	120,86,867	133,96,880
Other Income	31,158	2,32,381
Total Revenue	121,18,025	1,36,29,261
Total Expenses	1,26,29,901	74,18,059
Profit Before Depreciation and Tax	14,89,303	77,47,411
Profit Before Tax	(5,11,876)	62,11,202
Current Tax	2,33,708	1,32,06,961
Deferred Tax	4,54,645	(62,94,300)
Profit After Tax	(12,00,229)	(7,01,459)
Earning per Equity Share	(0.10)	(0.06)

The loss of the Company for the year under review is Rs. 12,00,229/- (Rupees Twelve Lakhs Two Hundred and Twenty Nine Only) as against loss of Rs 7,01,459/- (Rupees Seven Lakhs One Thousand Four Hundred and Fifty Nine Only) in the previous year. These losses are due to the effect of transition from GAAP to Indian Accounting Standard. There was no change in the nature of business of the Subsidiary Company during the year under report. There was no transfer of Special Reserve in accordance with the provision of Section 45-IC of the RBI Act, 1934 due to loss. The Company is not having any other Subsidiary, Associates or Joint Venture Companies.

IX. Deposits

As you are aware, your Company is a Category B Non-Deposit Taking Company and hence, the Company has not accepted any deposit coming within the purview of public deposits.

X. Loans, Guarantee and Investments of the Company

The Company has not provided any loans or guarantees to any other body corporate or other persons in the Current year but there was balance of Rs. 1,52,61,767/- (Rupees One Crore Fifty Two Lakhs Sixty One Thousand Seven Hundred and Sixty Seven only) to ICL Chits Limited and Rs. 3,36,21,052/- (Rupees Three Crore Thirty Six Lakhs Twenty One Thousand and Fifty Two Only) to ICL Tours & Travels Private Limited standing in the balance sheet as on 31.03.2020 represents the amount of expenditure incurred for and on behalf of the specified Companies, which are treated as advances and the Company is charging interest @ 13% per annum. This amount is repayable on demand within a period of three years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the Companies. Out of Rs. 249,45,76,802/- (Rupees Two Hundred Forty Nine Crore Forty Five Lakhs Seventy Six Thousand Eight Hundred and Two Only) loans receivable in the Financial Statements, Rs. 6,53,20,927/- (Rupees Six Crore Fifty Three Lakhs Twenty Thousand Nine Hundred and Twenty Seven Only) was loan due by Directors or other officers of the Company which are arm's length transactions. During the reporting period your Company has taken loan from M/s. Salem Erode Investments Limited, (Subsidiary Company) for Rs. 20,65,00,000/- (Rupees Twenty Crores Sixty Five Lakhs only). The loan from Directors stood at Rs.31,17,188/- (Thirty One Lakhs Seventeen Thousand One Hundred and Eighty Eight Only) in the Financial Statements of the Company as on 31.03.2020. The Company has closed the Cash Credit account of Rs.3,33,91,013/- (Rupees Three Crore Thirty Three Lakhs Ninety One Thousand and Thirteen Only), the balance stood as on 31.03.2019 during the period under review.

XI. Particulars of contracts or arrangements with related parties

The Company has complied with the provisions of Section 188 (1) of the Companies Act, 2013 and rules made thereunder with respect to the contracts or arrangements with related parties, details of the same is enclosed as 'Annexure 2'.

XII. Corporate Social Responsibility Policy

The Company does not fall within the provision of Section 135 of the Companies Act, 2013 with regard to constituting Corporate Social Responsibility Committee of the Board.

XIII. Particulars regarding conservation of energy, technology absorption and foreign exchange earnings & outflow

a) Conservation of Energy

Due to nature of our business, energy conservation has limited applicability. However, the Company follows a practice of purchase and use of energy efficient electrical and electronic equipment and gadgets in its operations.

b) Technology Absorption

During the year under review there was no major technology absorption undertaken by the Company. However, the Company has been increasingly using information technology in its operations and promotes conservation of resources.

c) Foreign Exchange Earnings and Outgo

During the year under review, the Company has not entered into any transactions resulting in Foreign Exchange Earnings or Foreign Exchange Outflow.

XIV. Risk Management Policy

The Company has internal Risk Management Policy wherein all material risks faced by the Company are managed by competent personnel and the same is reviewed by Risk Management Committee on a periodic basis. For each of the Risks identified in the process, corresponding controls are assessed and policies and procedure are put in place for monitoring, mitigating and reporting risk on a periodic basis is annexed as 'Annexure 3'.

In the opinion of the Board there are no risks which may threaten the existence of the Company.

XV. Vigil Mechanism

The Company has established a vigil mechanism to promote ethical behavior in all its business activities and has in place a mechanism for employees to report any genuine grievances, illegal, unethical behaviors, suspected fraud, violation of laws, rules and regulation or conduct to the Whistle Blower Officer or Audit Committee or the Board of Directors of the Company. The policy also provides for adequate protection to the whistle blower against victimization or discriminatory practices. The details of the Whistle Blower Policy IS available in the website of the Company at www.iclfincorp.com.

XVI. Significant or Material Orders passed by Regulators / Courts

During the year under review, there were no significant or material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

XVII. Auditors

The Statutory Auditors, M/s. Mohandas & Associates (Firm Registration No. 02116S) Chartered Accountants, Sree Residency, 3rd Floor, Press Club Road, Thrissur, Kerala - 680001 being eligible offers themselves for re – appointment for 5 (five) consecutive Financial Years commencing from 2020 - 2021 to 2024 – 2025. M/s. Mohandas & Associates fulfills the conditions specified in the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 for the proposed appointment as the Statutory Auditors of the Company and is independent of the management. Your Board recommend for the re-appointment of M/s. Mohandas & Associates, Chartered Accountants, as the Statutory Auditors of the Company for a second term of 5 (five) consecutive Financial Years.

XVIII. Comments by the Board on qualification, reservation or adverse remark or disclaimer made

- i. by the Auditor in his report :

Qualified Opinion

"As on 31st March 2020, the Company has deferred advertisement and business promotion expenditure of Rs. 1,96,27,066/- (Incurred up to 31st March 2018 less amortized till 31st March 2020) and it is disclosed as an asset (Note 15 of financial statement) under the head "Non-Financial Assets". As it is not possible to identify future economic benefits that are attributable only due to this advertisement cost, we are of the opinion that it cannot be capitalized as an asset as Ind AS 38 prohibits recognizing the same as an asset. Accordingly the Reserves and Surplus balance of financial statement is inflated to the extent of Rs. 1,96,27,066/- ."

Reply to Qualified Opinion

The Board is of the opinion that, in order to align the practices of the Company with the laid down accounting standard, all amounts spend for advertisement and business promotion from 01.04.2018 onward is being treated as expenditure in the same year in which it is incurred - no more deferment. Deferment was being done in earlier years as the benefits of expenditure were accruing in the coming years only. The balance in Deferred Revenue Expenditure which is pointed out by the Auditors is the unamortized portion deferred during earlier years. The balance in the said account would be amortized at 20% every year.

ii. by the Company Secretary in Practice in his
Secretarial Audit Report

: Not Applicable

XIX. Compliance with Secretarial Standards

The Company has complied with all the provisions stipulated under Secretarial Standards issued by the Institute of Company Secretaries of India.

XX. Extracts of Annual Return and other disclosures under Companies (Appointment & Remuneration) Rules, 2014

The Extract of Annual Return in form No. MGT-9 as per Section 134 (3) (a) of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 and Rule 12 of Companies (Management & Administration) Rules, 2014 as available in the website of the Company at www.iclfincorp.com forms part of this report.

XXI. Other Disclosures

- 1) The Consolidated Financial Statements are also being presented in addition to the Standalone Financials Statement of the Company.
- 2) The Company has taken sufficient measures to maintain good and well-structured Stakeholder relationship, Customer relationship, Environment, Sustainability and Health and Safety and various Committees were constituted and maintained to monitor the same.
- 3) The cost records required to be maintained by the Companies pursuant to an order of the Central Government is not applicable to the Company.

XXII. Disclosure under Sexual Harassment of Women at the Work Place (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has not received any complaint of sexual harassment during the year under report.

XXIII. Capital Adequacy

As on March 31, 2020, the Capital to Risk Assets Ratio (CRAR) of your Company was 20.60% which is well above the minimum requirement of 12% CRAR prescribed by the Reserve Bank of India. Out of the above, Tier I Capital Adequacy Ratio stood at 14.42% and Tier II Capital Adequacy Ratio stood at 6.18% respectively.

XXIV. Compliance with NBFC Regulations

Your Company has complied and continues to comply with all the regulatory requirements applicable to Non-Banking Financial Institutions as per Reserve Bank of India's guidelines pertaining to Non-Performing Assets, Know Your Customer (KYC), Loan to Value, Fair Practices Code, CRAR, Leverage Ratios etc.

XXV. Particulars of Employees

The Company does not have any employee whose remuneration would exceed the limits prescribed under Section 197(12) of the Companies Act, 2013 and Rule 5 (2) of the Company's (Appointment and Remuneration of Managerial Personnel Rules) 2014.

XXVI. Other Matter

A. Details of Auctions Held During the Year 2019-20.

Additional disclosures as required by RBI NDSI Master Directions, 2016:

Year	Number of Loan Accounts	Principal Amount outstanding at the dates of auctions (A) (in million)	Interest & Other Charges outstanding at the dates of auctions (B) (in million)	Total (A+B) (in million)	Value fetched (in million)
31 March, 2020	2,159	64.11	35.06	99.17	95.36
31 March, 2019	1,703	61.13	31.87	93.00	80.47

Note: No sister concern participated in the auctions during the year ended 31st day of March, 2020 and 31st day of March, 2019.

B. Grievance Redressal

The Company has designated Mr. Sam Maliakal, HR Manager as Customer Grievances Redressal Officer. In case of any grievances Customers shall contact –

Mr. Sam S. Maliakal
HR Manager,
M/s. ICL Fincorp Limited,
V. K. K. Building, Main Road, Irinjalakuda – 680121
Ph: 8138001251, Mail id: hrm@iclfincorp.com

The Company has designated Ms. Simi Binil, HR and Administration Manager as Employee Grievances Redressal Officer. In case of any grievances employees shall contact –

Ms. Simi Binil
HR and Administration Manager,
M/s. ICL Fincorp Limited,
V. K. K. Building, Main Road, Irinjalakuda - 680121
Ph: 8589020159, Mail id: hradminmgr@iclfincorp.com / ahr@iclfincorp.com

Acknowledgement

The Board wishes to place on record its sincere appreciation to the Company's Customers, Central and State Government Bodies, Statutory Auditors, Secretarial Auditors, Legal Advisors, Consultants, Registrar and Bankers for their continued support to the Company during the year under report. The Board also expresses its sincere gratitude to the Members and other Security holders for their continued trust, co-operation and support.

By order of Board,
For M/s. ICL Fincorp Limited

Sd/-
K.G. Anilkumar
Managing Director
(DIN: 00766739)

Sd/-
Umadevi Anilkumar
Whole Time Director
(DIN: 06434467)

Place: Irinjalakuda
Date: 27.08.2020

Annexure 1

Nomination and Remuneration Committee Policy of M/s. ICL Fincorp Limited for the Financial Year 2020 – 2021 as approved by the Board of Directors vide. Meeting dated 30th day of June, 2020.

(This policy is in supersession of previous policy and consistence with provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I. Background

M/s. ICL Fincorp Limited (hereinafter referred to as “the Company”) is a leading financial services providing Company established and emerged in 1991 with a registration under the Companies Act, 1956 and expanded its operation into Non-Banking Financial Sector in 1999 with the approval of Reserve Bank of India. Few decades back on a strong launching in Chennai and Kerala, the Company has expanded its operations in terms of business volume and geographical reach. Today, the Company has 163 branches spread across five states in South India viz. Kerala, Tamil Nadu, Karnataka, Telengana and Andhra Pradesh and is poised to spread its wings Pan India very soon.

As the Company falls under the purview of the provisions of Section 178 of the Companies Act, 2013 (hereinafter referred to as “Act”) and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and amendments made thereunder, the constitution and maintenance of Competent and Qualified Nomination and Remuneration Committee (hereinafter referred to as “Nomination and Remuneration Committee” or “Committee”) is mandatory. Being the Act mandates certain transactions to be approved by the Committee, continuance of the same in a transparent manner is necessary. To review and oversee the performance of Directors, system of recruitments and remuneration, monitoring compliance with laws and regulations and the Code of Conduct, the Board of Directors vide. Meeting dated 30th day of June, 2020 reconstituted the existing Committee and approved the revised policy structure for the same. The Committee is established with the aim of enhancing confidence in the integrity of an organisation's processes and procedures relating to recruitment and remuneration of Key Managerial Personnels. The Committee provides an ‘independent’ reassurance to the Board through its oversight and monitoring role.

II. Purpose

The Policy would lay down the guiding principles for appointment, removal, and performance appraisal etc. of Directors, Key Managerial Personnel and Senior Management Officials and related statutory compliances by the Committee.

III. Applicability

The policy shall be applicable to all functions as detailed below of the Company, effective from 30.06.2020 to 31.03.2021 or next meeting in which Policy is revised, whichever is earlier.

IV. Composition of the Nomination and Remuneration Committee

- 1) The Committee shall have minimum three Directors as members, with cent percent Non-Executive Directors and having Independent Directors forming one half of the Members.
- 2) All Members of Committee shall have sound knowledge of business and market conditions and at least one member shall have accounting or related financial management expertise.
- 3) The Chairperson of the Committee shall be an Independent Director and he shall be present at Annual General Meeting to answer shareholder queries.
- 4) The Company Secretary shall act as the Secretary to the Committee.
- 5) The Board of Directors may, at its discretion reconstitute the Committee by inducting or removing any Director, with or without any reasons.

V. Role and Responsibilities of the Committee

- 1) Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with criteria as laid down and recommend to Board their appointment and removal.
- 2) Ensure persons proposed to be appointed on the Board do not suffer any disqualifications for being appointed as a Director under the Companies Act, 2013.
- 3) Ensure that the proposed appointees have given their consent in writing to the Company.
- 4) Review and carry out every Director's performance, the structure, size and composition including skills, knowledge and experience required of the Board compared to its current position and make recommendations to the Board with regard to any changes.
- 5) Plan for the succession planning for Directors in the course of its work, taking into account the challenges and opportunities facing the Company, and what skills and expertise are therefore needed on the Board in the future.

- 6) Be responsible for identifying and nominating for the approval of the Board, candidates to fill Board vacancies as and when they arise.
- 7) Keep under review the leadership needs of the organization, both Executive and Non - Executive, with a view to ensure the continued ability of the organization to compete efficiently in the market place.
- 8) Ensure that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment setting out clearly what is expected of them in terms of services and involvement outside Board Meetings.
- 9) Determine and agree with the Board the framework for broad policy for criteria for determining qualifications, positive attitudes and independence of a Director and recommend to the Board a policy, relating to remuneration for the Directors, Key Managerial Personnel and other employees.
- 10) Review the on-going appropriateness and relevance of the remuneration policy.
- 11) Ensure that contractual terms of the agreement that Company enters into with Directors as part of their employment in the Company are fair to the individual and the Company.
- 12) Ensure that all provisions regarding disclosure of remuneration and Remuneration Policy as required under the Companies Act, 2013 or such other acts, rules, regulations or guidelines are complied with.
- 13) Devising a policy on diversity of Board of Directors.
- 14) Draft and submit a Remuneration Policy on Annual Basis for the approval of Board of Directors of the Company.
- 15) Review and recommend any amendments to be made in the Nomination & Remuneration Committee policy of the Company on Annual Basis.
- 16) Sign and submit copies of the Minutes or Resolutions of the Meetings of the Committee with any judicial, quasi-judicial, regulatory, other government department or anyone concerned or interested in the matter signed by the Chairman of the Committee, whenever and wherever required.
- 17) Submit Minutes of the Committee Meetings at the subsequent meeting of Board of Directors of the Company for consideration and approval.
- 18) Review and submit an Annual Report for the approval of Board of Directors of the Company.

VI. Powers of Committee

- 1) The Committee may call for a meeting with the Management to review and discuss the performance of Directors, Key Managerial Personnel and Senior Management Staff.

- 2) The Committee shall have authority to investigate into any matter in relation to the items as specified below or referred to it by the Board and for this purpose and have full access to information contained in the records of the Company.
- 3) The Committee shall have powers to investigate any activity within its terms of reference, seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.
- 4) To retain external legal, accounting or other professional advisors as the Committee deems necessary or appropriate to carry out its duties.
- 5) The Committee at its discretion shall invite the Finance Director or Head of the finance function, Human Resource Manager and any other such executives to be present at the meetings of the Committee.
- 6) Periodically report to the Board or Committee of the Board inter alia all significant matters that have come to the knowledge of the Committee, covering policies and statutory/regulatory compliances related to the same.

VII. Scope

1) Directors, Key Managerial Personnel and senior management Staff

a) Appointment

The Committee shall recommend appointment of Directors, Key Managerial Personnel and Senior Management Staff of the Company by considering the following:

- i. Ensure the candidate possess adequate qualification, expertise and experience commensurate with the position.
- ii. Priority may be given to persons with Professional Qualifications and experience.
- iii. Persons with experience in similar line of business and holding positions in other Company's Board may be considered with added advantage.
- iv. Persons with experience and connection with Government Departments, Financial and Risk Management, Media, Public Relations, Marketing, Business Networks, Philanthropy etc shall be considered.

- v. Code of Conduct of Independent Directors and other Statutory compliances with respect to the appointment/remuneration of Independent Directors.
- vi. Code of Conduct of Senior Management with respect to the appointment/remuneration of Directors other than Independent Directors, Key Managerial Persons and other Senior Management.

b) Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable law, rules and regulations, thereunder, the Committee may recommend, to the Board with reasons to be recorded in writing, removal of a Director, Key Managerial Personnel or Senior Management, subject to the provisions and compliance of the said Act, such other applicable law, rules and regulations.

c) Retirement

The Directors, Key Managerial Personnel and Senior Management shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, Key Managerial Personnel and Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

d) Remuneration

The Committee shall ensure:

- i. Level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- ii. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- iii. The 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.

2) Evaluation of performance of Directors, Key Managerial Personnel, Senior Management Staff and Committees of Board

- a) Ensure that all Directors have attended and actively participated in meetings.

- b) Ensure that the Directors have contributed own skills, experience and knowledge to support the growth and success of the organisation.
- c) Ensure that the Directors have promoted constructive and respectful relations between the Board and Management.
- d) Ensure that the Directors worked with the Board to adopt an annual work plan that is consistent with the organisation's vision, mission and strategic directions.
- e) Review and monitor the independence and performance, and effectiveness of work process of Directors, Key Managerial Personnel, Senior Management Staff and Committees of Board.

3) *Subsidiary*

1. The Committee may recommend the adoption of policies, procedures and processes laid down by it to the Nomination and Remuneration Committee of its subsidiaries.
2. The Committee may review the critical issues that may be referred by the Nomination and Committees of material subsidiaries to the Committee of the Company.
3. Review performance of Directors, Key Managerial Personnel and Senior Management Staff of subsidiary Companies.
4. Carrying out any other function as is mentioned in the terms of reference of the Nomination and Remuneration Committee.

VIII. Guidelines for convening a Meeting

1. Any Member of the Committee may, at any time, summon a Meeting of the Committee and the Secretary or where there is no Secretary, any person authorized by the Committee in this behalf, on the requisition of a Member, shall convene a Meeting of the Committee, in consultation with the Chairman or in his absence, any Independent Member.
2. The Committee shall meet at least four times in a year and not more than one hundred and twenty days shall elapse between two meetings.
3. The quorum for Committee meeting shall either be two members or one third of the members of the Committee, whichever is greater, with at least two Independent Directors. A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
4. Every Meeting shall have a serial number and may be convened at any time and place, on any day.

5. The Chief Financial Officer, Internal Auditor, Statutory Auditors, Human Resource Manager or an external consultant may be requested to be present as invitees for the Meetings of the Committee.
6. The Committee may invite such executives including Key Managerial Persons and Senior Management, as it considers appropriate, to be present at the meetings of the Committee. Such persons shall not have the right to vote.
7. Notice convening a Meeting along with Agenda and Notes shall be given at least seven days before the date of the Meeting. To transact urgent business, the Notice, Agenda and Notes on Agenda may be given at shorter period of time than stated above, if at least Chairman or majority of Independent Directors, if any, shall be present at such Meeting. Notice of the Meeting shall clearly mention a venue, whether Registered Office or otherwise, to be the venue of the Meeting and all the recordings of the proceedings of the Meeting, if conducted through Electronic Mode, shall be deemed to be made at such place. The Notice in writing of every Meeting shall be given to every Member by hand or by speed post or by registered post or by facsimile or by e-mail or by any other electronic means. Notice shall be issued by the Secretary or where there is no Secretary, any Member or any other person authorized by the Committee for the purpose.
8. The Chairman of the Committee shall be decided by the Board of Directors of the Company from time to time. The Chairman of the Committee shall conduct the Meetings of the Committee. If the Chairman is unable to attend the Meeting, the Members present at the Meeting shall elect one of the Independent Directors to chair and conduct the Meeting, unless otherwise informed by the Board of Directors of the Company.
9. The Committee shall maintain attendance register in a bounded form for the Meetings of the Committee. The pages of the attendance register shall be serially numbered. The attendance register shall be in the custody of the Secretary.
10. The Committee shall keep Minutes of all Committee Meetings in a Minutes Book. The Minutes of the meeting shall be recorded by the Secretary or in absence, by any Member, nominated by the Chairman of the Meeting and may maintain in physical or electronic mode. Within fifteen days from the date of the conclusion of the Meeting of the Committee, the draft Minutes thereof shall be circulated by hand or by speed post or by registered post or by courier or by e-mail or by any other recognized electronic means to all the Members of the Committee, as on the date of the Meeting, for their comments. Minutes shall be entered in the Minutes Book within thirty days from the date of conclusion of the Meeting. Minutes of the Meeting of the Board shall be signed and dated by the Chairman of the Meeting or by the Chairman of the next Meeting. Within fifteen days of signing of the Minutes, a copy of the said signed Minutes, certified by the Secretary or where there is no Secretary by any Member authorized by the Committee, shall be circulated to all the Members of the Committee. Minutes of the Meetings of any Committee shall be noted at a Meeting of the Board held immediately following the date of entry of such Minutes in the Minutes Book.

11. Any actions of the Members of the Committee beyond the scope of their authorities will attract civil and criminal liabilities. The Board of Directors of the Company always reserves the power to appoint, expel or replace any Member of the Committee, as and when required.
12. The Committee shall follow the principles enunciated in the Secretarial Standard-1 (SS-1) on "Meetings of the Board of Directors", issued by the Council of the Institute of Company Secretaries of India, unless otherwise stated herein or stipulated by any other applicable Guidelines, Rules or Regulations.

IX. Sitting Fees

Members of the Committee shall receive such sitting fees, if any, for their services as Committee members as may be determined by the Board at its sole discretion.

X. Committee Evaluation

The Committee shall undergo an annual self-evaluation of its performance and report the result to the Board. Indicative areas for evaluation as part of this exercise include:

- Degree of fulfillment of key responsibilities.
- Adequacy of Committee composition.
- Effectiveness of meetings.
- Committee dynamics.
- Quality of relationship of the Committee with the Board and the Management.

XI. Amendment

The Nomination and Remuneration Committee of the Company will be guided by this policy and subject to the power granted to/ terms of reference of the Committee as decided by Board of Directors of Company from time to time and requirement under the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 or such other acts, rules, regulations or guidelines. This policy can be modified at any time by the Board of Directors of the Company.

For M/s. ICL Fincorp Limited

Sd/-
K. G. Anilkumar
Managing Director
(DIN: 00766739)

Annexure 2

Form AOC.2

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

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

1) Details of contracts or arrangements or transactions not at arm's length basis : Nil

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

2) Details of material contracts or arrangements or transactions at arm's length basis

Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Mr. K. G. Anilkumar, Promoter & Managing Director
b)	Nature of contracts/ arrangements/ transaction	Loan against property
c)	Duration of the contracts/ arrangements/transactions	Ongoing transaction
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.6,85,48,973/-
e)	Date of approval by the Board, if any	10.11.2016
f)	Amount paid as advances, if any	-

a)	Name (s) of the related party & nature of relationship	Ms. Umadevi Anilkumar, Promoter & Whole Time Director
b)	Nature of contracts/ arrangements/ transaction	Rental Agreement
c)	Duration of the contracts/ arrangements/transactions	Ongoing transaction
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Monthly Rent of Rs.19,845
e)	Date of approval by the Board, if any	-
f)	Amount paid as advances, if any	-

By order of Board,
For M/s. ICL Fincorp Limited

Sd/-
K.G. Anilkumar
Managing Director
(DIN: 00766739)

Sd/-
Umadevi Anilkumar
Whole Time Director
(DIN: 06434467)

Place: Irinjalakuda
Date: 27.08.2020

Annexure 3

Risk Management Policy

1. BACKGROUND

ICL Fincorp Limited (hereinafter referred to as “the Company” or “ICL”) is a leading financial services providing Company established and emerged in 1991 with a registration under the Companies Act 1956 and expanded its operation into non-banking financial sector in 1999 with the approval of Reserve Bank of India. Few decades back on a strong launching at Chennai and Kerala, ICL grew up and enlarged its operations to the business of loans and advances, both personal and business, hire-purchase loans, gold loans, home appliance loans, money transfer, forex, travel and tourism etc. The business activities of the Company carry various internal and external risks.

‘Risk’ in literal terms can be defined as the effect of uncertainty on the objectives. Risk is measured in terms of consequences and likelihood. Risks can be internal and external and are inherent in all administrative and business activities. Every member of any organization continuously manages various types of risks. Formal and systematic approaches to managing risks have evolved and they are now regarded as good management practice also called as Risk Management.

‘Risk Management’ is the identification, assessment, and prioritization of risks followed by coordinated and economical application of resources to minimize, monitor, and control the probability and/or impact of uncertain events or to maximize the realization of opportunities. Risk management also provides a system for the setting of priorities when there are competing demands on limited resources.

Effective risk management requires:

- A strategic focus
- Forward thinking and active approaches to management
- Balance between the cost of managing risk and the anticipated benefits, and
- Contingency planning in the event that critical threats are realized.

In today’s challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, return on investments, business cycle, increase in price and costs, limited resources, retention of talent etc.

2. LEGAL FRAMEWORK

Risk Management is a key aspect of Corporate Governance Principles and Code of Conduct which aims to improvise the governance practices across the business activities of any organization. The new Companies Act, 2013 and the Clause 49 of the Equity Listing Agreement have also incorporated various provisions in relation to Risk Management policy, procedure and practices.

The provisions of Section 134(3)(n) of the Companies Act, 2013 necessitate that the Board's Report should contain a statement indicating development and implementation of a risk management policy for the Company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company.

Further, the provisions of Section 177(4)(vii) of the Companies Act, 2013 require that every Audit Committee shall act in accordance with the terms of reference specified in writing by the Board which shall inter alia include evaluation of risk management systems.

In line with the above requirements, it is therefore, required for the Company to frame and adopt a "Risk Management Policy" of the Company

3. PURPOSE AND SCOPE OF THE POLICY

The main objective of this Policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the Company's business. In order to achieve the key objective, this Policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

The specific objectives of this Policy are:

- To ensure that all the current and future material risk exposures of the Company are identified, assessed, quantified, appropriately mitigated, minimized and managed i.e. to ensure adequate systems for risk management.
- To establish a framework for the Company's risk management process and to ensure its implementation.
- To enable compliance with appropriate regulations, wherever applicable, through the adoption of best practices.
- To assure business growth with financial stability.

4. APPLICABILITY

This Policy applies to all areas of the Company's operations.

5. KEY DEFINITIONS

- **Risk Assessment** – The systematic process of identifying and analyzing risks. Risk Assessment consists of a detailed study of threats and vulnerability and resultant exposure to various risks.
- **Risk Management** – The systematic way of protecting business resources and income against losses so that the objectives of the Company can be achieved without unnecessary interruption.
- **Risk Management Process** - The systematic application of management policies, procedures and practices to the tasks of establishing the context, identifying, analyzing, evaluating, treating, monitoring and communicating risk.

6. RISK FACTORS

The objectives of the Company are subject to both external and internal risks that are enumerated below:-

➤ External Risk Factors

- Economic Environment and Market conditions
- Political Environment
- Competition
- Revenue Concentration and liquidity aspects

Each business area of products such as Business loan, hire-purchase loans, gold loans, home appliance loans, money transfer, forex, travel and tourism, etc has specific aspects on profitability and liquidity. The risks are therefore associated on each business segment contributing to total revenue, profitability and liquidity. Since the projects have inherent longer time-frame and milestone payment requirements, they carry higher risks for profitability and liquidity.

- Inflation and Cost structure

Inflation is inherent in any business and thereby there is a tendency of costs going higher. Further, the project business, due to its inherent longer timeframe, as much higher risks for inflation and resultant increase in costs.

- Technology Obsolescence

The Company strongly believes that technological obsolescence is a practical reality. Technological obsolescence is evaluated on a continual basis and the necessary investments are made to bring in the best of the prevailing technology.

- Legal

Legal risk is the risk in which the Company is exposed to legal action. As the Company is governed by various laws and the Company has to do its business within four walls of law, the Company is exposed to legal risk.

➤ Internal Risk Factors

- Project Execution
- Contractual Compliance
- Operational Efficiency
- Hurdles in optimum use of resources
- Quality Assurance
- Environmental Management
- Human Resource Management
- Culture and values

7. RESPONSIBILITY FOR RISK MANAGEMENT

Generally every staff member of the Organization is responsible for the effective management of risk including the identification of potential risks. Management is responsible for the development of risk mitigation plans and the implementation of risk reduction strategies. Risk management processes should be integrated with other planning processes and management activities.

8. COMPLIANCE AND CONTROL

All the Senior Executives under the guidance of the Chairman and Board of Directors has the responsibility for over viewing management's processes and results in identifying, assessing and monitoring risk associated with Organization's business operations and the implementation and maintenance of policies and control procedures to give adequate protection against key risk. In doing so, the Senior Executive considers and assesses the appropriateness and effectiveness of management information and other systems of internal control, encompassing review of any external agency in this regards and action taken or proposed resulting from those reports.

9. REVIEW

This Policy shall be reviewed at least every year to ensure it meets the requirements of legislation and the needs of organization.

10. AMENDMENT

This Policy can be modified at any time by the Board of Directors of the Company.

For M/s. ICL Fincorp Limited

Sd/-
K. G. Anilkumar
Managing Director
(DIN: 00766739)

Form No. MGT-9

Extract of Annual Return

as on Financial Year ended on 31.03.2020

Of

ICL Fincorp Limited

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

I. REGISTRATION AND OTHER DETAILS

i)	CIN	U65191TN1991PLC021815
ii)	Registration Date [DDMMYY]	09.12.1991
iii)	Name of the Company	ICL Fincorp Limited
iv)	Category/ Sub-category of the Company	Public Company Limited by Shares NBFC
v)	Address of the Registered Office & Contact details	No.61/1, VGP Complex, First Avenue, Ashok Nagar Chennai, Tamil Nadu – 600083 Ph: 0480-2828071 E- mail: ceo@iclfincorp.com Website: www.iclfincorp.com
vi)	Whether Listed Company	No
vii)	Name, Address & contact details of the Registrar & Transfer Agent, if any	Cameo Corporate Services Limited "Subramanian Building", #1, Club House Road, Chennai, Tamil Nadu - 600 002 Ph: 044-28460390 E- mail: cameo@cameoindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10% or more of the total turnover of the Company shall be stated)

Sl.No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
01.	Providing Non-Banking Financial Services	64990	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE

Sl. No.	Name & Address of the Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of Share Held	Applicable Section
01.	Salem Erode Investments Limited 14 Motilal Nehru Road, Kolkata, West Bengal - 700029	L31200WB1931PLC 007116	Subsidiary Company	76.03	2(87)

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

i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31.03.2019]				No. of Shares held at the end of the year [As on 31.03.2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
Individual/ HUF	15084887	83999	15168886	42.21	16996432	-	16996432	38.34	(3.87)
Central Govt.	-	-	-	-	-	-	-	-	-
State Govt.(s)	-	-	-	-	-	-	-	-	-
Bodies Corp.	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	15084887	83999	15168886	42.21	16996432	-	16996432	38.34	(3.87)

(2) Foreign										
NRI	-	-	-	-	-	-	-	-	-	-
Other – Individuals	-	-	-	-	-	-	-	-	-	-
Bodies Corp.	-	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-	-
Sub -total (A) (2)	-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A) (2)	15084887	83999	15168886	42.21	16996432	-	16996432	38.34	(3.87)	
B. Public Shareholding										
1. Institutions	-	-	-	-	-	-	-	-	-	-
Mutual Funds	-	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-	-
Central Govt.	-	--	-	-	-	--	-	-	-	-
State Govt.(s)	-	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-	-
FIs	-	--	-	-	-	--	-	-	-	-
Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
Others (specify)	346193	20417845	20764038	57.78	-	-	-	-	-	-
Sub-total (B)(1):-	346193	20417845	20764038	57.78	-	-	-	-	-	-
2. Non- Institutions										
Bodies Corp.	-	-	-	-	-	30000	30000	0.07	-	-
Indian	-	-	-	-	-	-	-	-	-	-
Overseas	-	-	-	-	-	-	-	-	-	-
Individuals	-	--	-	-	-	--	-	-	-	-

Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	7261838	6027405	13289243	29.97	-
Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	8435327	4947150	13382477	30.18	-
Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	629000	7800	636800	1.44	-
Overseas Corporate Bodies	-	--	-	-	-	--	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	--	-	-	-	--	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	346193	20417845	20764038	57.78	16326165	10982355	27338520	61.66	3.87
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	15431080	20501844	35932924	100	33322597	11012355	44334952	100	-

ii) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
01.	K.G. Anilkumar	11072950	30.81	Nil	12875300	29.04	Nil	(1.77%)
02.	Umadevi Anilkumar	3849799	10.71	Nil	4099799	9.25	Nil	(1.46%)
03.	K.K.Wilson	21333	0.06	Nil	21333	0.05	Nil	Nil

iii) Change in Promoters' Shareholding

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
01.	K. G. Anilkumar				
	At the beginning of the year	11072950	30.82		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment /transfer / bonus/ sweat equity etc):				
	Increase of 2000 shares on 15.10.2019 by way of transfer				
	Increase of 2000 shares on 16.10.2019 by way of transfer				
	Increase of 1000 shares on 11.11.2019 by way of transfer				
	Increase of 5000 shares on 12.11.2019 by way of transfer				

	Increase of 1715500 shares on 18.12.2019 by way of Right issue				
	Increase of 48750 shares on 18.12.2019 by way of Right issue				
	Increase of 2500 shares on 23.01.2020 by way of transfer				
	Increase of 10600 shares on 04.02.2020 by way of transfer				
	Increase of 15000 shares on 05.02.2020 by way of transfer				
	At the end of the year			12875300	29.04
02.	Umadevi Anilkumar				
	At the beginning of the year	3849799	10.71		
	Increase of 250000 shares on 18.12.2019 by way of Right Issue				
	At the end of the year			4099799	9.25
03.	K.K. Wilson				
	At the beginning of the year	21333	0.06		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			21333	0.05

iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For each of the top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
01.	K. K.Rajan				
	At the beginning of the year	225001	0.63		

	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 50000 shares on 18.12.2019 by way of Right issue				
	At the end of the year			275001	0.62
02.	Gopinathan A. K.				
	At the beginning of the year	200000	0.56		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 10000 shares on 18.12.2019 by way of Right issue				
	At the end of the year			210000	0.47
03.	Swaminadhan K. J.	0	0.00		
	At the beginning of the year	0	0		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 200000 shares on 18.12.2019 by way of Right issue				
	At the end of the year			200000	0.45
04.	Jisha Davis				
	At the beginning of the year	198000	0.55		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			198000	0.45

05.	Karthikeyan C. K.				
	At the beginning of the year	150000	0.42		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			150000	0.34
06.	George Thomas				
	At the beginning of the year	0	0.00		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 150000 shares on 18.12.2019 by way of Right issue				
	At the end of the year			150000	0.34
07.	Jerry C. Iftoop				
	At the beginning of the year	140000	0.39		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			140000	0.32
08.	Gopinathan T. S.				
	At the beginning of the year	138668	0.39		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			138668	0.31

09.	Thirunilath Vinayakumar				
	At the beginning of the year	100000	0.28		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 20000 shares on 18.12.2019 by way of Right issue				
	At the end of the year			120000	0.27
10.	Thomas C. I.				
	At the beginning of the year	100000	0.28		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 20000 shares on 18.12.2019 by way of Right issue				
	At the end of the year			120000	0.27

v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
01.	K. G. Anilkumar Managing Director				
	At the beginning of the year	11072950	30.82		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 2000 shares on 15.10.2019				

	by way of transfer				
	Increase of 2000 shares on 16.10.2019 by way of transfer				
	Increase of 1000 shares on 11.11.2019 by way of transfer				
	Increase of 5000 shares on 12.11.2019 by way of transfer				
	Increase of 1715500 shares on 18.12.2019 by way of Right issue				
	Increase of 48750 shares on 18.12.2019 by way of Right issue				
	Increase of 2500 shares on 23.01.2020 by way of transfer				
	Increase of 10600 shares on 04.02.2020 by way of transfer				
	Increase of 15000 shares on 05.02.2020 by way of transfer				
	At the end of the year			12875300	29.04
02.	Umadevi Anilkumar Whole time Director				
	At the beginning of the year	3849799	10.71		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	Increase of 250000 shares on 18.12.2019 by way of Right Issue				
	At the end of the year			4099799	9.25
03.	K.K. Wilson Non-Executive Director				
	At the beginning of the year	21333	0.06		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			21333	0.05
04.	Sajish E. G. Independent Director				
	At the beginning of the year	1333	0.004		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase	Nil	Nil		

	/decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			1333	0.003
05.	Shinto Stanly Independent Director				
	At the beginning of the year	Nil	Nil		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			Nil	Nil
06.	Nadarajan Independent Director				
	At the beginning of the year	Nil	Nil		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			Nil	Nil
07.	Subramanian R. Chief Financial Officer				
	At the beginning of the year	2000	0.006		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			2000	0.005
08.	Karthika P. S. Company Secretary				
	At the beginning of the year	3335	0.009		
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year			3335	0.007

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,44,53,50,268	24,40,12,084	Nil	1,68,93,62,352
ii) Interest due but not paid	52,34,750	9,10,123	Nil	61,44,873
iii) Interest accrued but not due	7,93,31,006	3,45,50,878	Nil	11,38,81,884
Total (i+ii+iii)	1,52,99,16,024	27,94,73,085		1,80,93,89,109
Change in Indebtedness during the financial year				
* Addition	97,41,75,000	39,62,60,000	Nil	1,37,04,35,000
* Reduction	70,96,14,700	2,19,94,896	Nil	73,16,09,597
Net Change	26,45,60,300	37,42,65,104		63,88,25,403
Indebtedness at the end of the financial year				
i) Principal Amount	1,70,99,10,568	61,82,77,188	Nil	2,32,81,87,756
ii) Interest due but not paid	97,05,150	36,44,397	Nil	1,33,49,547
iii) Interest accrued but not due	12,84,87,857	5,70,45,778	Nil	18,55,33,635
Total (i+ii+iii)	1,84,81,03,574	67,89,67,363		2,52,70,70,937

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		K. G. Anilkumar Managing Director	Umadevi Anilkumar Whole time Director	Raghu Mohan N. Whole time Director	
01.	Gross salary	36,00,000	18,00,000	3,61,251	57,61,251
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
02.	Stock Option				
03.	Sweat Equity				
04.	Commission- as % of profit - others, specify...				
05.	Others, please specify sitting fee				
	Total (A)	36,00,000	18,00,000	3,61,251	57,61,251
	Ceiling as per the Act				

B. Remuneration to other Directors

Sl. No.	Particulars of Remuneration	Name of Directors		
01.	Non- Executive Directors	Ramasamy Subramanian	K.K. Wilson	Sudhakaran Polassery
	Fee for attending Board committee meetings	20,000	1,10,000	40,000
	Commission	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil
	Total (1)	20,000	1,10,000	40,000

02.	Independent Directors	Sajish E. G.	Nadarajan	Saseendaran Veliyath	Shinto Stanly
	Fee for attending Board committee meetings	1,00,000	90,000	1,00,000	40,000
	Commission	Nil	Nil		Nil
	Others, please specify	Nil	Nil		Nil
	Total (2)	1,00,000	90,000	1,00,000	40,000
	Total (B)=(1+2)	5,00,000			
	Total Managerial Remuneration	5,00,000			
	Overall Ceiling as per the Act				

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

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			
		Karthika P.S. CS	*Nandini V. CS	Subramanian R. CFO	Total
01.	Gross salary	239,033	5,61,418	9,30,000	17,30,451
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
02.	Stock Option				
03.	Sweat Equity				
04.	Commission				
	- as % of profit				
	others, specify...				
05.	Others, please specify				
	Total	239,033	5,61,418	9,30,000	17,30,451

* Ms. Nandini Vijayaragavan, former Whole Time Company Secretary of the Company, resigned from the said position with effect from 23rd day of October, 2019.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: Nil

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

By order of Board,
For M/s. ICL Fincorp Limited

Sd/-	Sd/
K.G. Anilkumar	Umadevi Anilkumar
Managing Director	Whole Time Director
(DIN: 00766739)	(DIN: 06434467)

Place: Irinjalakuda
Date: 27.08.2020

INDEPENDENT AUDITOR'S REPORT

To the members of ICL Fincorp Limited

Report on the Audit of the Standalone financial statements

Qualified Opinion

We have audited the accompanying Standalone financial statements of **M/s. ICL Fincorp Limited** ("the Company") which comprises the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the period then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India as referred to notes to Standalone financial statements, of the state of affairs of the Company as at March 31, 2020, and its profit, total comprehensive income, its cash flows and the changes in equity for the period ended on that date.

Basis for Qualified Opinion

As on 31st March 2020, the Company has deferred advertisement and business promotion expenditure of ₹1,96,27,066/- (Incurred up to 31st March 2018 less amortized till 31st March 2020) and it is disclosed as an asset (Note 15 of financial statement) under the head "Non-Financial Assets". As it is not possible to identify future economic benefits that are attributable only due to this advertisement cost, we are of the opinion that it cannot be capitalized as an asset as IndAS 38 prohibits recognizing the same as an asset. Accordingly the Reserves and Surplus balance of financial statement is inflated to the extent of ₹1,96,27,066/- .

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

sufficient and appropriate to provide a basis for our qualified audit opinion on the Standalone financial statements.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone financial statements of the current period. These matters were addressed in the context of our audit of the Standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Information other than the financial statements and auditor's report thereon.

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include Standalone financial statements and our auditor's report thereon.

- Our opinion on the Standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's responsibility for the Standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making

judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls,

that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone financial statements, Board of Directors 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.

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

Auditor's responsibility for the audit of the Standalone financial statements

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

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

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The comparative financial information of the Company for the year ended March 31, 2019 and the related transition date opening balance sheet as at April 1, 2018 included in these Standalone financial statements, have been prepared after adjusting previously issued the Standalone financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 to comply with Ind AS.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, based on our audit we report that:

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

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

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

d) In our opinion, the aforesaid Standalone financial statements comply with the Ind AS specified under Section 133 of the Act and other accounting principles generally accepted in India (Refer Note 5 of the Standalone financial statements) except for the possible effects of the matter described in the basis for qualified opinion paragraph.

e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31st, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

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

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Mohandas & Associates
Chartered Accountants
ICAI Firm Reg No: 02116S

Sd/-
Mohandas A
[Partner]
Membership No.036726
UDIN: 20036726AAAAKI7125

Place: Thrissur
Date: 27thAugust 2020

ANNEXURE A

The Annexure A referred to in paragraph 1 under the heading “Report on other Legal and Regulatory Requirements” of our Report of even date to the members of the Company on the accounts of the company for the period ended 31st March, 2020.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

- i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) All the fixed assets have not been physically verified by the management during the period but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such verification.
 - c) In our opinion and according to the information and explanations given to us, the title deeds of immovable properties are held in the name of the Company.
- ii) The Company is a Non Banking Finance Company engaged in the business of providing loans and does not hold any type of inventory. Therefore, the provisions of paragraph 3(ii) of the Companies (Auditor’s Report) Order, 2016 are not applicable to the Company.
- iii) In our opinion and according to the information and explanations given to us, during the period the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 (‘the Act’).
- iv) The Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and securities made.
- v) In our opinion and according to the information and explanations given to us, the Company has not accepted any Deposits from the public. Therefore the Directives issued by the Reserve Bank Of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Rules framed there under are not applicable to the Company. According to the information and explanations given to us, the Company has not received any order from the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal in this regard.

- vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act, 2013 for any of the services rendered by the Company.
- vii) a) According to information and explanations given to us and on the basis of records produced before us for verification, the Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident fund, Employees' state insurance, income-tax, sales-tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities wherever applicable to it.
- b) According to the information and explanation given to us, there are no dues of income tax or sales tax or service tax or goods and service tax or duty of customs or duty of excise or value added tax which have not been deposited on account of dispute.
- viii) In our opinion and according to the information and explanation given to us, Company has not defaulted in repayment of loans or borrowing to any financial institutions, banks, Government or dues to debenture holders.
- ix) In our opinion and according to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) and the term loans were applied for the purposes for which those were raised.
- x) According to the information and explanation given to us, no fraud by the company or on by its officers or employees has been noticed or reported during the course of our audit.
- xi) According to the information and explanations given to us and based on our examination of the records of the Company, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act, 2013.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with the sections 177 and 188 of the Companies Act, 2013 and the details of such transactions have been disclosed in the Standalone financial statements of the Company as required by the applicable accounting standards.
- xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debenture during the period under review.

- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly paragraph 3 (xv) of the Order is not applicable.
- xvi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has obtained required registration under section 45-IA of the Reserve Bank of India Act, 1934.

For Mohandas & Associates
Chartered Accountants
ICAI Firm Reg No: 02116S

Place: Thrissur
Date: 27th August 2020

Mohandas A
[Partner]
Membership No.036726
UDIN:20036726AAAAKI7125

ANNEXURE B

Annexure 'B' to the Independent Auditors' Report of **ICL Fincorp Limited** for the period ended 31stMarch, 2020

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

We have audited the internal financial controls over financial reporting of **ICL Fincorp Limited** ('the Company') as of 31stMarch, 2020 in conjunction with our audit of the Ind AS Standalone financial statements of the Company for the period 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 (the 'Standards') issued by ICAI and deemed to be prescribed under section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 Standalone 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 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 Standalone 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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone 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, the Company has, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the guidance note issued by the ICAI.

For Mohandas & Associates
Chartered Accountants
ICAI Firm Reg No:02116S

Place: Thrissur
Date: 27th August 2020

Mohandas A
[Partner]
Membership No.036726
UDIN: 20036726AAAAKI7125

ICL FINCORP LIMITED

STANDALONE BALANCE SHEET AS AT 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

Assets	Notes	31-Mar-20	31-Mar-19	01-Apr-18
Financial Assets				
Cash and Cash Equivalents	7	15,19,59,467	9,26,80,691	4,56,84,387
Bank Balances other than above	8	36,57,614	2,06,08,482	1,51,14,979
Loans	9	2,49,45,76,802	1,89,89,02,112	1,28,07,44,886
Investments	10	23,33,91,880	1,21,38,945	-
Other Financial Asset	11	15,73,55,469	21,65,75,547	10,36,32,528
		3,04,09,41,233	2,24,09,05,777	1,44,51,76,781
Non-Financial Assets				
Current tax assets	12	1,59,77,816	2,58,502	5,59,568
Deferred tax assets (net)	32	70,48,913	48,77,192	28,14,731
Property, Plant and Equipment	13(A)	10,67,15,951	8,91,77,660	8,98,09,465
Capital work in progress		68,36,786	43,72,390	41,68,020
Right-of-Use Asset	13(B)	4,87,42,252	3,54,90,635	3,29,27,975
Other Intangible Assets	14	23,84,565	8,38,216	10,65,762
Other Non-Financial Asset	15	9,22,15,335	6,66,34,871	8,59,09,411
		27,99,21,617	20,16,49,466	21,72,54,932
TOTAL ₹		3,32,08,62,850	2,44,25,55,243	1,66,24,31,713
Liabilities and Equity				
Financial Liabilities				
Trade payables	16			
(A) total outstanding dues of micro enterprises and small enterprises; and		5,22,475	2,88,157	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		52,96,329	43,56,008	68,85,701
Debt Securities	17	1,69,71,95,000	1,40,50,85,000	92,78,14,000
Borrowings (Other than Debt Securities)	18	22,11,42,756	5,94,70,248	5,42,47,380
Subordinate Liabilities	19	40,86,60,000	21,89,00,000	21,89,00,000
Lease Liability	13(B)	4,41,64,585	3,26,79,621	2,99,99,616
Other financial liabilities	20	22,18,03,978	18,03,74,289	9,51,30,149
		2,59,87,85,122	1,90,11,53,324	1,33,29,76,845
Non-Financial Liabilities				
Provisions	21	94,23,105	83,26,422	90,66,190
Other non-financial liabilities	22	99,18,614	46,30,838	29,14,101
		1,93,41,719	1,29,57,260	1,19,80,291
Equity				
Equity Share capital	23	44,33,49,520	35,93,29,240	25,39,40,180
Other Equity	24	25,93,86,489	16,91,15,420	6,35,34,397
		70,27,36,009	52,84,44,660	31,74,74,577
TOTAL ₹		3,32,08,62,850	2,44,25,55,243	1,66,24,31,713

Summary of significant accounting policies 5.0

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Mohandas & Associates
Chartered Accountants

ICAI Firm Reg No.: 02116S

Sd/-

Mohandas A

[Partner]

Membership no.: 036726

Place: Thrissur

Date: 27th August 2020

For and on behalf of the board of directors of
ICL Fincorp Limited

Sd/-

K G Anilkumar

[Managing Director]

(DIN:00766739)

Sd/-

Subramanian R

[Chief Financial Officer]

Place: Thrissur

Date: 27th August 2020

Sd/-

Umadevi Anilkumar

[Director]

(DIN: 06434467)

Sd/-

Karthika P S

[Company Secretary]

ICL FINCORP LIMITED

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

	Notes	31-Mar-20	31-Mar-19
(I) Income			
Revenue from operations	25		
I) Interest Income		56,87,57,303	48,88,12,246
II) Revenue from other Financial Services		6,84,108	13,48,086
Other income	26	7,74,754	40,99,017
Total Revenue (I)		57,02,16,165	49,42,59,349
(II) Expenses			
Finance costs	27	25,92,92,671	20,18,07,120
Impairment of Financial Instruments	28	(44,41,143)	35,36,625
Employee benefits expense	29	15,03,70,555	12,61,27,227
Depreciation and amortization expense	30	5,56,68,641	4,48,37,100
Other expenses	31	10,10,48,129	11,40,37,460
Total Expenses (II)		56,19,38,853	49,03,45,533
(III) Profit/(loss) before tax (I) - (II)		82,77,312	39,13,816
(IV) Tax expenses	32		
Current tax		51,30,740	58,51,180
(Excess)/Short provision of Previous Years		(2,47,410)	(20,359)
Deferred tax(Income)/Expense		(23,37,751)	(20,62,011)
Total tax expense (IV)		25,45,579	37,68,810
(V) Profit/(loss) for the year (III) - (IV)		57,31,734	1,45,006
(VI) Other comprehensive income			
Items that will not be re classified to profit or loss - Remeasurements of the defined benefit asset		6,85,085	46,507
Income tax relating to items that will not be reclassified to profit or loss		(1,66,030)	450
Total other comprehensive income (VI)		5,19,055	46,957
Total comprehensive income for the year (V) + (VI)		62,50,789	1,91,963
<i>(Comprising profit and other comprehensive income for the year)</i>			
Earnings per equity share	33		
<i>[nominal value of share ₹10]</i>			
(Basic)		0.15	0.00
(Diluted)		0.15	0.00
Summary of significant accounting policies	5.0		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Mohandas & Associates **For and on behalf of the board of directors of**
Chartered Accountants ICL Fincorp Limited
 ICAI Firm Reg No.: 02116S

Sd/-
Mohandas A
 [Partner]
 Membership no.: 036726

Sd/-
K G Anilkumar
 [Managing Director]
 (DIN:00766739)

Sd/-
Umadevi Anilkumar
 [Director]
 (DIN: 06434467)

Sd/-
Subramanian R
 [Chief Financial Officer]

Sd/-
Karthika P S
 [Company Secretary]

Place: Thrissur
 Date: 27th August 2020

Place: Thrissur
 Date: 27th August 2020

ICL FINCORP LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

Particulars	31-Mar-20	31-Mar-19
Net Profit before tax	82,77,312	39,13,816
Adjustments for:		
Depreciation and amortization expense	5,56,68,641	2,32,88,149
Impairment on financial instruments	(44,41,143)	35,36,625
Profit on sale of Property ,Plant and Equipment	-	(10,00,000)
Provision for Gratuity	25,02,208	12,77,527
Loss on current investment due to market fluctuation	33,78,739	14,81,805
Finance cost	25,92,92,671	20,18,07,120
Interest on Fixed deposit	(11,26,618)	(25,25,964)
Dividend on Investments	(1,43,001)	(7,500)
Lease payments	3,03,26,034	2,24,93,240
Property ,Plant and Equipment Writtenoff	-	5,86,721
Net Gain/(Loss) on sale of investments	(4,93,677)	(8,84,548)
Operating profit before working capital changes	35,32,41,166	25,39,66,991
Changes in working capital :		
Decrease / (increase) in non-financial asset	(2,55,80,464)	1,92,74,540
Decrease / (increase) in loans	(59,12,33,548)	(62,16,93,850)
Decrease / (increase) in investments	(22,12,52,935)	(1,21,38,945)
Decrease / (increase) in current tax assets	(1,57,19,314)	3,01,067
Decrease / (increase) in other financial asset	5,92,20,078	(11,29,43,019)
Increase / (decrease) in trade payables	11,74,638	(22,41,536)
Increase / (decrease) in other financial liabilities	4,14,29,688	8,52,44,141
Increase / (decrease) in Lease Liability (Net)	1,14,84,964	26,80,005
Increase / (decrease) in other non-financial liabilities	52,87,776	17,16,737
Cash generated from / (used in) operations	(38,19,47,950)	(38,58,33,869)
Net income Taxes Paid	56,03,770	78,01,609
Net cash flow from/ (used in) operating activities (A)	(38,75,51,720)	(39,36,35,478)
Cash flows from investing activities		
Net Gain/(Loss) on sale of investments	4,93,677	8,84,548
Loss on current investment due to market fluctuation	(33,78,739)	(14,81,805)
Purchase of property, plant and equipments including CWIP	(4,69,63,426)	(2,40,19,889)
Dividend on Investments	1,43,001	7,500
Purchase of intangible assets	(20,23,376)	-
Sale of property, plant and equipments	-	18,00,000
Bank balance not considered as cash and cash equivalents	1,69,50,868	(54,93,503)
Net cash flow from/ (used in) investing activities (B)	(3,47,77,994)	(2,83,03,150)
Cash flows from financing activities		
Proceed from Debt Security (Net)	29,21,10,000	47,72,71,000
Proceed from Borrowings (Net)	16,16,72,508	52,22,868
Proceed from Subordinate Liabilities (Net)	18,97,60,000	-
Finance cost	(25,92,92,671)	(20,18,07,120)
Interest on Fixed deposit	11,26,618	25,25,964
Proceeds from issue of equity share capital	8,40,20,280	10,53,89,060
Proceeds from securities premium	8,40,20,280	10,53,89,060
Lease payments	(3,03,26,034)	(2,24,93,240)
Right to Use Asset (Net)	(4,14,82,492)	(25,62,661)
Net cash flow from/ (used in) in financing activities (C)	48,16,08,490	46,89,34,931
Net increase/(decrease) in cash and cash equivalents (A + B + C)	5,92,78,777	4,69,96,304
Cash and cash equivalents at the beginning of the year	9,26,80,691	4,56,84,387
Cash and cash equivalents at the end of the year	15,19,59,467	9,26,80,691
Components of cash and cash equivalents		
Cash on hand	4,35,42,002	3,51,58,924
With banks	10,84,17,465	5,75,21,766
Total cash and cash equivalents (Note 7)	15,19,59,467	9,26,80,691

Summary of significant accounting policies
As per our report of even date

For Mohandas & Associates
Chartered Accountants
ICAI Firm Reg No.: 02116S
Sd/-

Mohandas A
[Partner]
Membership no.: 036726

Place: Thrissur
Date: 27th August 2020

For and on behalf of the board of directors of
ICL Fincorp Limited

Sd/-
K G Anilkumar
[Managing Director]
(DIN:00766739)

Sd/-
Subramanian R
[Chief Financial Officer]
Place: Thrissur
Date: 27th August 2020

Sd/-
Umadevi Anilkumar
[Director]
(DIN: 06434467)

Sd/-
Karthika P S
[Company Secretary]

ICL FINCORP LIMITED**STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

A Equity Share capital**Balance at the beginning of the reporting period As at 01-Apr-2018**

Changes in equity share capital during the year

Balance at the end of the reporting period As at 31-Mar-2019

Changes in equity share capital during the year

Balance at the end of the reporting period As at 31-Mar-2020

Number	Amount
25394018	25,39,40,180
10538906	10,53,89,060
35932924	35,93,29,240
8402028	8,40,20,280
44334952	44,33,49,520

B Other Equity

	Reserves and Surplus				Other comprehensive income (Actuarial gain/(loss))	Total
	Statutory Reserves	Impairment Reserves	Securities Premium	Retained Earnings		
Balance as at 01-Apr-2018	32,41,973	35,10,232	5,39,67,535	27,78,962	35,695	6,35,34,397
Dividends	-	-	-	-	-	-
Transfer to/from retained earnings	4,00,000	2,07,417	-	(6,07,417)	-	-
Other Additions/ Deductions during the year						
Other Comprehensive Income (Net of Taxes)	-	-	-	-	46,957	46,957
Securities premium received during the year	-	-	10,53,89,060	-	-	10,53,89,060
Profit for the year (net of taxes)	-	-	-	1,45,006	-	1,45,006
Balance as at 31-Mar-2019	36,41,973	37,17,649	15,93,56,595	23,16,551	82,652	16,91,15,420

B Other Equity (Contd.)

	Reserves and Surplus				Other Comprehensive Income	Total
	Statutory Reserves	Impairment Reserves	Securities Premium Reserves	Retained Earnings		
Balance as at 31-Mar-2019	36,41,973	37,17,649	15,93,56,595	23,16,551	82,652	16,91,15,420
Dividends	-	-	-	-	-	-
Transfer to/from retained earnings	14,00,000	8,57,099	-	(22,57,099)	-	-
Other Additions / Deductions during the year						
Other Comprehensive Income (Net of Taxes)	-	-	-	-	5,19,055	5,19,055
Securities premium received during the year	-	-	8,40,20,280	-	-	8,40,20,280
Profit for the period (net of taxes)	-	-	-	57,31,734	-	57,31,734
Balance as at 31-Mar-2020	50,41,973	45,74,748	24,33,76,875	57,91,185	6,01,707	25,93,86,489

As per our report of even date
For Mohandas & Associates
Chartered Accountants
 ICAI Firm Reg No.: 02116S

Sd/-
Mohandas A
 [Partner]
 Membership no.: 036726

For and on behalf of the board of directors of
ICL Fincorp Limited

Sd/-
K G Anilkumar
 [Managing Director]
 (DIN:00766739)

Sd/-
Umadevi Anilkumar
 [Director]
 (DIN: 06434467)

Sd/-
Karthika P S
 [Company Secretary]

Sd/-
Subramanian R
 [Chief Financial Officer]

Place: Thrissur
 Date: 27th August 2020

Place: Thrissur
 Date: 27th August 2020

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

1 CORPORATE INFORMATION

ICL Fincorp Limited was incorporated as Jawahar Finance Limited on 9th December, 1991 at Chennai. The Company was later renamed to Irinjalakuda Credits & Leasing Company Limited on 26th April, 2004, which was further renamed to ICL Fincorp Limited on 8th May, 2016. The company is a non-deposit accepting Non Banking Financial Company (NBFC) which provides a wide range of fund-based services including Gold loans, Business loans, Hypothecation loans, Property loans etc.

The registration details are as follows:

Reserve Bank of India Registration No: B-07.00437

Corporate Identity

Number (CIN): U65191TN1991PLC021815

The Company is the ultimate parent company of the Salem Erode Investments Limited.

2 BASIS OF PREPARATION

The financial statements of the company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time). The financial statements have been prepared under the historical cost convention, as modified by the application of fair value measurements required or allowed by relevant Accounting Standards and on accrual basis except for interest on Non Performing Assets which are recognised on realisation basis. Accounting policies have been consistently applied to all periods presented, unless otherwise stated.

The Company has adopted Indian Accounting Standards ("Ind AS") with effect from 1 April, 2019 and the effective date of transition being 1 April, 2018. Accordingly, the above financial statements have been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India mainly considering the Master Directions issued by the Reserve Bank of India ('RBI') as applicable to a non deposit accepting NBFC. The financial statements for the year ended 31 March, 2019 and the opening Balance Sheet as at 1 April, 2018 have been restated in accordance with Ind AS for comparative information. Reconciliations and explanations of the effect of the transition from previous GAAP to Ind AS on the Company's Balance Sheet & Statement of Profit and Loss are provided in note 38.

The preparation of financial statements requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and the disclosed amount of contingent liabilities. Areas involving a higher degree of judgement or complexity, or areas where assumptions are significant to the Company are discussed in Note 6 - Significant accounting judgements, estimates and assumptions.

The financial statements are presented in Indian Rupees (INR) except when otherwise indicated.

3 PRESENTATION OF FINANCIAL STATEMENT

The financial statements of the Company are presented as per Schedule III (Division III) of the Companies Act, 2013 applicable to NBFCs, as notified by the Ministry of Corporate Affairs (MCA). Financial assets and financial liabilities are generally reported on a gross basis except when, there is an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event and the parties intend to settle on a net basis in the following circumstances:

- (i) The normal course of business
- (ii) The event of default
- (iii) The event of insolvency or bankruptcy of the Company and/or its counterparties.

4 STATEMENT OF COMPLIANCE

These separate financial statements of the Company have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 and the generally accepted accounting principles as referred to in paragraph 2 "Basis of Preparation" above.

5 SIGNIFICANT ACCOUNTING POLICIES (ALSO REFER NOTE 2 ABOVE)

Significant Accounting Policies adopted in the Preparation and Presentation of Financial Statements are as under:-

A. INVESTMENTS IN SUBSIDIARY

Investment in subsidiaries are measured at cost less impairment, if any.

B. FINANCIAL INSTRUMENTS

(I) Classification of financial instruments

The Company classifies its financial assets into the following measurement categories:

- i) Financial assets to be measured at amortised cost.
- ii) Financial assets to be measured at fair value through other comprehensive income.
- iii) Financial assets to be measured at fair value through profit or loss account.

The classification depends on the contractual terms of the financial assets' cash flows and the Company's business model for managing financial assets. The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The business model is assessed on the basis of aggregated portfolios based on observable factors. These factors include:

- Reports reviewed by the entity's key management personnel on the performance of the financial assets.
- The risks impacting the performance of the business model (and the financial assets held within that business model) and its management thereof.
- The compensation of the managing teams (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 trades. The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account.

The Company also assesses the contractual terms of financial assets on the basis of its contractual cash flow characteristics that are solely for the payments of principal and interest on the principal amount outstanding. 'Principal' is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/discount).

In making this assessment, the Company considers whether the contractual cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss.

The Company classifies its financial liabilities at amortised costs unless it has designated liabilities at fair value through the profit and loss account or is required to measure liabilities at fair value through profit or loss such as derivative liabilities.

(II) Financial assets measured at amortised cost

These Financial assets comprise bank balances, Loans, investments and other financial assets.

Financial Assets with contractual terms that give rise to cash flows on specified dates, and represent solely payments of principal and interest on the principal amount outstanding; and are held within a business model whose objective is achieved by holding to collect contractual cash flows are measured at amortised cost.

These financial assets are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at amortised cost. Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of a financial asset or a financial liability.

(III) Financial assets measured at fair value through other comprehensive income

Debt instruments

Investments in debt instruments are measured at fair value through other comprehensive income where they have:

- a) contractual terms that give rise to cash flows on specified dates, that represent solely payments of principal and interest on the principal amount outstanding; and
- b) are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.

These debt instruments are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at fair value. Gains and losses arising from changes in fair value are included in other comprehensive income (a separate component of equity). Impairment losses or reversals, interest revenue and foreign exchange gains and losses are recognised in profit and loss. Upon disposal, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the statement of profit and loss. As at the reporting date the Company does not have any financial instruments measured at fair value through other comprehensive income.

Equity instruments

Investments in equity instruments are generally accounted for as at fair value through the profit and loss account unless an irrevocable election has been made by management to account for at fair value through other comprehensive income. Such classification is determined on an instrument by instrument basis. Contingent consideration recognised by the company in a business combination to which Ind AS 103 'Business Combination' applies are measured at fair value through profit and loss account, where amounts presented in other comprehensive income for equity instruments are not subsequently transferred to profit or loss. Dividends on such instruments are recognised in profit or loss. As at the reporting date the Company does not have any equity instruments measured at fair value through other comprehensive income.

(IV) Items at fair value through profit or loss

Items at fair value through profit or loss comprise:

- Investments (including equity shares) held for trading;
 - Items specifically designated as fair value through profit or loss on initial recognition;
- and
- Debt instruments with contractual terms that do not represent solely payments of principal and interest.

Financial instruments held at fair value through profit or loss are initially recognised at fair value, with transaction costs recognised in the statement of profit and loss as incurred. Subsequently, they are measured at fair value and any gains or losses are recognised in the statement of profit and loss as they arise.

Financial instruments held for trading

A financial instrument is classified as held for trading if it is acquired or incurred principally for selling or repurchasing in the near term, or forms part of a portfolio of financial instruments that are managed together and for which there is evidence of short-term profit taking, or it is a derivative not designated in a qualifying hedge relationship.

(V) Debt securities and other borrowed funds

After initial measurement, debt issued and other borrowed funds are subsequently measured at amortised cost. Amortised cost is calculated by taking into account any discount or premium on issue funds, and transaction costs that are an integral part of the Effective Interest Rate (EIR).

(VI) Recognition and derecognition of financial assets and liabilities

A financial asset or financial liability is recognised in the balance sheet when the Company becomes a party to the contractual provisions of the instrument, which is generally on trade date. Loans and receivables are recognised when cash is advanced (or settled) to the borrowers. Financial assets at fair value through profit or loss are recognised initially at fair value. All other financial assets are recognised initially at fair value plus directly attributable transaction costs.

The Company derecognises a financial asset when the contractual cash flows from the asset expire or it transfers its rights to receive contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership are transferred. Any interest in transferred financial assets that is created or retained by the Company is recognised as a separate asset or liability. A financial liability is derecognised from the balance sheet when the Company has discharged its obligation or the contract is cancelled or expires.

(VII) Impairment of financial assets

The Company recognises impairment allowance for expected credit loss on financial assets held at amortised cost. In addition to that the Company has provided for Non-Performing Assets (NPA) as per Prudential Norms of RBI.

The Company recognises loss allowances (provisions) for expected credit losses on its financial assets (including non-fund exposures) that are measured at amortised costs or at fair value through other comprehensive income account. The Company applies a three-stage approach to measuring expected credit losses (ECLs) for the following categories of financial assets that are not measured at fair value through profit or loss:

- debt instruments measured at amortised cost and fair value through other comprehensive income;
 - loan commitments.
- No ECL is recognised on equity investments.

Financial assets migrate through the following three stages based on the change in credit risk since initial recognition:

Stage 1: ECL

For exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit impaired upon origination, ECL associated with the probability of default events is recognised.

Stage 2: Lifetime ECL – not credit impaired

For exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired, a lifetime ECL (i.e. reflecting the remaining lifetime of the financial asset) is recognised.

Stage 3: Lifetime ECL – credit impaired

Exposures are assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred. For exposures that have become credit impaired, a lifetime ECL is recognised

(VIII) Write-offs

The Company reduces the gross carrying amount of a financial asset when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subjected to write-offs. Any subsequent recoveries against such loans are credited to the statement of profit and loss.

(IX) 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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. The Financial assets and liabilities are presented in ascending order of their liquidity. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36.

C. REVENUE FROM OPERATIONS

(I) Interest Income

Interest income is recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial assets other than credit-impaired assets

The EIR in case of a financial asset is computed

- a) As the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.
- b) By considering all the contractual terms of the financial instrument in estimating the cash flows
- c) Including all fees received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts. Any subsequent change the estimation of the future cash flows is recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

(II) Dividend Income

Dividend income is recognised

- a) when the right to receive the payment is established,
- b) it is probable that the economic benefits associated with the dividend will flow to the entity and
- c) the amount of the dividend can be measured reliably.

(III) Net gain on Fair value changes

Any differences between the fair values of financial assets classified as fair value through the profit or loss, held by the Company on the balance sheet date is recognised as an unrealised gain / loss. In cases there is a net gain in the aggregate, the same is recognised as Revenue and if there is a net loss the same is disclosed under as Expense in the statement of Profit and Loss.

However, net gain / loss on derecognition of financial instruments classified as amortised cost is presented separately under the respective head in the Statement of Profit and Loss.

D. EXPENSES

(I) Finance costs

Finance costs represents Interest expense recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial liabilities other than financial liabilities classified as FVTPL.

The EIR in case of a financial liability is computed

- a) As the rate that exactly discounts estimated future cash payments through the expected life of the financial liability to the gross carrying amount of the amortised cost of a financial liability.
- b) By considering all the contractual terms of the financial instrument in estimating the cash flows
- c) Including all fees received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts. Any subsequent change the estimation of the future cash flows is recognised in interest with the corresponding adjustment to the carrying amount .

(II) Employee benefits

Short term employee benefit

Employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include short term compensated absences such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised as an expense during the period. Benefits such as salaries and wages, etc. and the expected cost of the bonus/ex-gratia are recognised in the period in which the employee renders the related service.

Post-employment employee benefits

a) Defined contribution schemes

All the employees of the Company are entitled to receive benefits under the Provident Fund and Employees State Insurance scheme, defined contribution plans in which both the employee and the Company contribute monthly at a stipulated rate. The Company has no liability for future benefits other than its annual contribution and recognises such contributions as an expense in the period in which employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to a reduction in future payment or a cash refund.

b) Defined Benefit schemes

The Company provides for the gratuity, a defined benefit retirement plan covering all employees. The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated years mentioned under 'The Payment of Gratuity Act, 1972'. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation, carried out by an independent actuary at each Balance Sheet date, using the Projected Unit Credit Method, which recognizes each period of service as giving rise to an additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan are based on the market yields on Government Securities as at the Balance Sheet date.

An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, attrition rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

Re-measurement, comprising of actuarial gains and losses are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit and loss in subsequent periods.

(III) Leases

Identification of Lease:

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether : (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset. At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases). For these short-term leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

For arrangements entered into prior to 1 April, 2018, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised. The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

(IV) Other income and expenses

All Other income and expense are recognized in the period they occur.

(V) Impairment of non-financial assets

The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets, net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

In the case of impairment of investment in subsidiary, the Company reviews its carrying value of investments in subsidiaries at cost, annually, or more frequently when there is an indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

(VI) Taxes

Current Tax

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax assets and liabilities are recognised for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are only recognised for temporary differences, unused tax losses and unused tax credits if it is probable that future taxable amounts will arise to utilise those temporary differences and losses. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities are realised simultaneously.

E. CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise the net amount of short-term, highly liquid investments that are readily convertible to known amounts of cash (short-term deposits with an original maturity of three months or less) and are subject to an insignificant risk of change in value, cheques on hand and balances with banks. They are held for the purposes of meeting short-term cash commitments (rather than for investment or other purposes).

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

F. PROPERTY, PLANT AND EQUIPMENT (PPE)

Property, plant and equipment (PPE) are measured at cost less accumulated depreciation and accumulated impairment, (if any). The total cost of assets comprises its purchase price, freight, duties, taxes and any other incidental expenses directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management. Changes in the expected useful life are accounted for by changing the amortisation period or methodology, as appropriate, and treated as changes in accounting estimates.

Subsequent expenditure related to an item of tangible asset are added to its gross value only if it increases the future benefits of the existing asset, beyond its previously assessed standards of performance and cost can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred. Depreciation is calculated using the Written Down Value (WDV) method to write down the cost of property and equipment to their residual values over their estimated useful lives. Land is not depreciated.

The estimated useful lives are, as follows:

Particulars	Useful life estimated by Company (Years)
Building	60
Furniture And Fixtures	10
Electrical Installations & Equipments	10
Motor Vehicles	8
Office Equipments	5
Computer And Accessories	3

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. 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.

G. INTANGIBLE ASSETS

An intangible asset is recognised only when its cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to it will flow to the Company.

Intangible assets acquired separately are measured on initial recognition at cost. The cost of an intangible asset comprises its purchase price and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life, or the expected pattern of consumption of future economic benefits embodied in the asset, are accounted for by changing the amortisation period or methodology, as appropriate, which are then treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is presented as a separate line item in the statement of profit and loss. Amortisation on assets acquired/sold during the year is recognised on a pro-rata basis to the Statement of Profit and Loss from / upto the date of acquisition/sale.

Amortisation is calculated using the straight-line method to write down the cost of intangible assets to their residual values over their estimated useful lives. Intangible assets comprising of software are amortised on a straight-line basis over a period of 6 years, unless it has a shorter useful life.

The Company's intangible assets consist of computer software with definite life. Gains or losses from derecognition of intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Statement of Profit and Loss when the asset is derecognised.

H. PROVISIONS

Provisions are recognised when the enterprise has a present obligation (legal or constructive) as a result of past events, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

I. CONTINGENT LIABILITIES

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

J. EARNINGS PER SHARE

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

6 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with the Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

A. BUSINESS MODEL ASSESSMENT

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. 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 assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

B. DEFINED EMPLOYEE BENEFIT ASSETS AND LIABILITIES

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

C. FAIR VALUE MEASUREMENT

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

D. IMPAIRMENT OF LOANS PORTFOLIO

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances. It has been the Company's policy to regularly review its models in the context of actual loss experience and adjust when necessary. The impairment loss on loans and advances is disclosed in more detail in Note 9 Overview of ECL principles. In case, higher provisions are to be considered as per the prudential norms of the Reserve Bank of India, they are considered and routed through Impairment Reserves.

E. CONTINGENT LIABILITIES AND PROVISIONS OTHER THAN IMPAIRMENT ON LOAN PORTFOLIO

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration in the ordinary course of the Company's business. When the Company can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be probable, the Company records a provision against the case.

Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed. Given the subjectivity and uncertainty of determining the probability and amount of losses, the Company takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.

F. EFFECTIVE INTEREST RATE (EIR) METHOD

The Company's EIR methodology, recognises interest income /expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments and other fee income/expense that are integral parts of the instrument.

G. OTHER ESTIMATES

These include contingent liabilities, useful lives of tangible and intangible assets etc.

ICL FINCORP LIMITED**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
7 <u>Cash and cash equivalents</u>			
Cash on hand	4,35,42,002	3,51,58,924	1,46,54,199
Balance with Banks	10,84,17,465	5,75,21,766	3,10,30,189
Total ₹	15,19,59,467	9,26,80,691	4,56,84,387

8 Bank balance other than above

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Bank Deposit with more than 3 months maturity but less than 12 months	-	-	1,50,00,000
<i>Earmarked balances with banks:</i>			
For unpaid dividend	1,09,029	1,09,029	1,14,979
Escrow account#	-	1,94,72,000	-
Debenture trustee account	29,58,585	10,27,453	-
Share application money due for refund	5,90,000	-	-
Total ₹	36,57,614	2,06,08,482	1,51,14,979

ICL Open Offer Escrow Account maintained with ICICI Bank Limited at Nariman point branch as per Share Purchase Agreement entered with the promoters of Salem Erode Investments Limited.

ICL FINCORP LIMITED**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

9 Loans

As at 31-Mar-2020

	At Fair value			Subtotal	Total
	Amortised Cost	Through Other Comprehensive Income	Designated at Fair Value Through profit or loss		
Loans					
(A)					
i) Loans repayable on demand					
Gold Loan	2,28,83,24,657	-	-	-	2,28,83,24,657
Personal Loan	3,68,49,931	-	-	-	3,68,49,931
Related Party#	4,88,82,819	-	-	-	4,88,82,819
Other	70,55,390	-	-	-	70,55,390
ii) Term Loans					
Gold Loan	2,35,62,234	-	-	-	2,35,62,234
Hypothecation Loan	34,48,571	-	-	-	34,48,571
Business Loan	1,72,69,291	-	-	-	1,72,69,291
Property Loan	6,57,27,056	-	-	-	6,57,27,056
Personal Loan	96,11,484	-	-	-	96,11,484
Total (A) - Gross	2,50,07,31,433	-	-	-	2,50,07,31,433
Less: Impairment loss allowance	61,54,631	-	-	-	61,54,631
Total (A) - Net	2,49,45,76,802	-	-	-	2,49,45,76,802
(B)					
i) Secured by tangible assets					
ii) Unsecured	2,39,83,31,810	-	-	-	2,39,83,31,810
	10,23,99,624	-	-	-	10,23,99,624
Total (B) - Gross	2,50,07,31,433	-	-	-	2,50,07,31,433
Less: Impairment loss allowance	61,54,631	-	-	-	61,54,631
Total (B) - Net	2,49,45,76,802	-	-	-	2,49,45,76,802

**ICL Fincorp**

(C)					
(I) Loans in India					
i) Public Sector	-	-	-	-	-
ii) Others	2,50,07,31,433	-	-	-	2,50,07,31,433
Total (C) (I)-Gross	2,50,07,31,433	-	-	-	2,50,07,31,433
Less: Impairment loss allowance	61,54,631	-	-	-	61,54,631
Total (C) (I)-Net	2,49,45,76,802	-	-	-	2,49,45,76,802

#This amount includes ₹1,52,61,767/- to ICL Chits Ltd and ₹3,36,21,052/- to ICL Tours and Travels. It represents the amount of expenditure incurred for and on behalf of the specified companies, which are treated as advances and the Company is charging interest @ 13% per annum and the same is disclosed under Note No. 9. This amount is repayable on demand within a period of three years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the companies.

Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	6,53,20,927	Nil	Nil	Nil	6,53,20,927
Amounts due by firms or private companies in which any director is a partner or a director or a member	3,36,21,052	Nil	Nil	Nil	3,36,21,052

As at 31-Mar-2019

	At Fair value				Total
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at Fair Value Through profit or loss	
Loans					
(A)					
i) Loans repayable on demand					
Gold Loan	1,63,18,06,804	-	-	-	1,63,18,06,804
Personal Loan	5,98,95,536	-	-	-	5,98,95,536
Related Party#	6,93,84,076	-	-	-	6,93,84,076
Other	73,75,914	-	-	-	73,75,914
ii) Term Loans					
Gold Loan	3,31,01,273	-	-	-	3,31,01,273
Hypothecation Loan	95,11,027	-	-	-	95,11,027
Business Loan	1,26,50,937	-	-	-	1,26,50,937
Property Loan	6,74,57,599	-	-	-	6,74,57,599
Personal Loan	1,83,14,719	-	-	-	1,83,14,719
Total (A) - Gross	1,90,94,97,886	-	-	-	1,90,94,97,886
Less: Impairment loss allowance	1,05,95,774	-	-	-	1,05,95,774
Total (A) - Net	1,89,89,02,112	-	-	-	1,89,89,02,112
(B)					
i) Secured by tangible assets	1,75,45,27,640	-	-	-	1,75,45,27,640
ii) Unsecured	15,49,70,245	-	-	-	15,49,70,245
Total (B) - Gross	1,90,94,97,886	-	-	-	1,90,94,97,886
Less: Impairment loss allowance	1,05,95,774	-	-	-	1,05,95,774
Total (B) - Net	1,89,89,02,112	-	-	-	1,89,89,02,112

(C)					
(I) Loans in India					
i) Public Sector	-	-	-	-	-
ii) Others	1,90,94,97,886	-	-	-	1,90,94,97,886
Total (C) (I)-Gross	1,90,94,97,886	-	-	-	1,90,94,97,886
Less: Impairment loss allowance	1,05,95,774	-	-	-	1,05,95,774
Total (C) (I)-Net	1,89,89,02,112	-	-	-	1,89,89,02,112

#This amount includes ₹1,77,23,678/- to ICL Chits Ltd and ₹5,16,60,397/- to ICL Tours and Travels. It represents the amount of expenditure incurred for and on behalf of the specified companies, which are treated as advances and the Company is charging interest @ 13% per annum and the same is disclosed under Note No. 9. This amount is repayable on demand within a period of three years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the companies.

Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	6,74,68,904	Nil	Nil	Nil	6,74,68,904
Amounts due by firms or private companies in which any director is a partner or a director or a member	5,16,60,398	Nil	Nil	Nil	5,16,60,398

As at 01-Apr-2018

	At Fair value				Total
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at Fair Value Through profit or loss	
Loans					
(A)					
i) Loans repayable on demand					
Gold Loan	98,51,93,929	-	-	-	98,51,93,929
Personal Loan	5,95,11,509	-	-	-	5,95,11,509
Related Party#	8,33,23,204	-	-	-	8,33,23,204
ii) Other Loan					
Gold Loan	4,72,02,946	-	-	-	4,72,02,946
Hypothecation Loan	1,68,17,492	-	-	-	1,68,17,492
Business Loan	2,49,74,968	-	-	-	2,49,74,968
Property Loan	7,07,79,988	-	-	-	7,07,79,988
Personal Loan	-	-	-	-	-
Total (A) - Gross	1,28,78,04,035	-	-	-	1,28,78,04,035
Less: Impairment loss allowance	70,59,149	-	-	-	70,59,149
Total (A) - Net	1,28,07,44,886	-	-	-	1,28,07,44,886
(B)					
i) Secured by tangible assets	1,14,49,69,323	-	-	-	1,14,49,69,323
ii) Unsecured	14,28,34,712	-	-	-	14,28,34,712
Total (B) - Gross	1,28,78,04,035	-	-	-	1,28,78,04,035
Less: Impairment loss allowance	70,59,149	-	-	-	70,59,149
Total (B) - Net	1,28,07,44,886	-	-	-	1,28,07,44,886

(C)					
(I) Loans in India					
i) Public Sector	-	-	-	-	-
ii) Others	1,28,78,04,035	-	-	-	1,28,78,04,035
Total (C) (I)-Gross	1,28,78,04,035				1,28,78,04,035
Less: Impairment loss allowance	70,59,149	-	-	-	70,59,149
Total (C) (I)-Net	1,28,07,44,886				1,28,07,44,886

#This amount includes ₹1,79,92,825/- to ICL Chits Ltd and ₹6,53,30,379/- to ICL Tours and Travels. It represents the amount of expenditure incurred for and on behalf of the specified companies, which are treated as advances and the Company is charging interest @ 13% per annum and the same is disclosed under Note No. 9. This amount is repayable on demand within a period of three years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the companies.

Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	6,95,13,199	Nil	Nil	Nil	6,95,13,199
Amounts due by firms or private companies in which any director is a partner or a director or a member	6,53,30,379	Nil	Nil	Nil	6,53,30,379

Summary of ECL provisions

Particulars	FY 2019-20			Total`
	Stage 1	Stage 2	Stage 3	
i)Gold Loan	16,10,308	1,98,470	18,94,287	37,03,065
ii)Hypothecation Loan	10,200	74,153	2,46,672	3,31,025
iii)Business Loan	86	19,610	4,225	23,921
iv)Property Loan	-	1,75,183	25,891	2,01,074
v)Personal Loan	1,69,469	9,14,234	5,22,484	16,06,187
vi)Other Loan	92,802	1,96,557	-	2,89,359
Total closing ECL provisions	18,82,865	15,78,207	26,93,559	61,54,631
FY 2018-19				
Particulars	Stage 1	Stage 2	Stage 3	Total`
i)Gold Loan	12,02,828	11,14,751	51,58,728	74,76,307
ii)Hypothecation Loan	9,421	1,67,718	2,41,113	4,18,252
iii)Business Loan	14,702	1,20,062	13,26,674	14,61,438
iv)Property Loan	-	-	49,054	49,054
v)Personal Loan	10,964	8,56,097	3,23,662	11,90,723
vi)Other Loan	-	-	-	-
Total closing ECL provisions	12,37,915	22,58,628	70,99,231	1,05,95,774
FY 2017-18				
Particulars	Stage 1	Stage 2	Stage 3	Total`
i)Gold Loan	3,76,232	2,97,720	38,34,143	45,08,095
ii)Hypothecation Loan	39,473	40,302	1,27,559	2,07,334
iii)Business Loan	44,665	5,59,561	15,89,094	21,93,320
iv)Property Loan	-	-	-	-
v)Personal Loan	4,226	1,46,174	-	1,50,400
vi)Other Loan	-	-	-	-
Total closing ECL provisions	4,64,596	10,43,757	55,50,796	70,59,149

(All amounts are in Indian Rupees unless otherwise stated)

As at 31-Mar-2020

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	Provisions 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	2,35,16,99,697	18,82,865	2,34,98,16,832	58,79,252	(39,96,387)
	Stage 2	11,98,72,703	15,78,207	11,82,94,496	2,99,740	12,78,467
	Subtotal	2,47,15,72,400	34,61,072	2,46,81,11,328	61,78,991	(27,17,919)
Non-Performing Assets (NPA)						
Substandard	Stage 3	2,71,23,927	23,83,909	2,47,40,018	27,12,397	(3,28,488)
Doubtful - up to 1 year	Stage 3	19,68,290	3,02,300	16,65,990	3,93,658	(91,358)
1 to 3 years	Stage 3	51,603	5,677	45,926	15,481	(9,804)
More than 3 years	Stage 3	15,214	1,673	13,541	7,607	(5,934)
	Subtotal for doubtful	20,35,106	3,09,650	17,25,456	4,16,746	(1,07,096)
Loss	Stage 3	-	-	-	-	-
	Subtotal for NPA	2,91,59,033	26,93,559	2,64,65,474	31,29,142	(4,35,583)
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
	Subtotal	-	-	-	-	-
Total	Stage 1	2,35,16,99,697	18,82,865	2,34,98,16,832	58,79,252	(39,96,387)
	Stage 2	11,98,72,703	15,78,207	11,82,94,496	2,99,740	12,78,467
	Stage 3	2,91,59,033	26,93,559	2,64,65,474	31,29,142	(4,35,583)
	Total	2,50,07,31,433	61,54,631	2,49,45,76,802	93,08,134	(31,53,503)

As at 31-Mar-2019

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	Provisions 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	1,70,72,65,870	12,37,915	1,70,60,27,955	42,72,575	(30,34,660)
	Stage 2	13,06,04,573	22,58,628	12,83,45,945	3,26,816	19,31,812
	Subtotal	1,83,78,70,443	34,96,543	1,83,43,73,900	45,99,391	(11,02,848)
Non-Performing Assets (NPA)						
Substandard	Stage 3	7,01,40,346	68,49,255	6,32,91,091	70,14,059	(1,64,804)
Doubtful - up to 1 year	Stage 3	14,00,920	2,40,496	11,60,424	2,80,184	(39,688)
	Stage 3	86,177	9,480	76,697	25,854	-
More than 3 years	Stage 3	-	-	-	-	-
	Subtotal for doubtful	14,87,097	2,49,976	12,37,121	3,06,038	(39,688)
Loss	Stage 3	-	-	-	-	-
	Subtotal for NPA	7,16,27,443	70,99,231	6,45,28,212	73,20,097	(2,04,492)
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
	Subtotal	-	-	-	-	-
Total	Stage 1	1,70,72,65,870	12,37,915	1,70,60,27,955	42,72,575	(30,34,660)
	Stage 2	13,06,04,573	22,58,628	12,83,45,945	3,26,816	19,31,812
	Stage 3	7,16,27,443	70,99,231	6,45,28,212	73,20,097	(2,04,492)
	Total	1,90,94,97,886	1,05,95,774	1,89,89,02,112	1,19,19,488	(13,07,340)

As on 01-Apr-2018

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	Provisions 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	1,18,73,92,204.85	4,64,596.00	1,18,69,27,608.85	29,67,927.00	(25,03,331.00)
	Stage 2	4,46,99,824.43	10,43,757.00	4,36,56,067.43	1,11,817.00	9,31,940.00
	Subtotal	1,23,20,92,029	15,08,353	1,23,05,83,676	30,79,744	(15,71,391)
Non-Performing Assets (NPA)						
Substandard	Stage 3	5,08,76,903.69	49,99,992.00	4,58,76,911.69	50,87,679.00	(87,687.00)
Doubtful - up to 1 year	Stage 3	36,15,787.77	4,40,282.00	31,75,505.77	7,23,160.00	(2,82,878.00)
	Stage 3	12,19,313.93	1,10,522.00	11,08,791.93	3,65,793.00	(2,55,271.00)
	Stage 3	-	-	-	-	-
Subtotal for doubtful		48,35,102	5,50,804	42,84,298	10,88,953	(5,38,149)
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		5,57,12,005	55,50,796	5,01,61,209	61,76,632	(6,25,836)
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	1,18,73,92,205	4,64,596	1,18,69,27,609	29,67,927	(25,03,331)
	Stage 2	4,46,99,824	10,43,757	4,36,56,067	1,11,817	9,31,940
	Stage 3	5,57,12,005	55,50,796	5,01,61,209	61,76,632	(6,25,836)
	Total	1,28,78,04,035	70,59,149	1,28,07,44,886	92,56,376	(21,97,227)

(All amounts are in Indian Rupees unless otherwise stated)

	At Fair Value					Total
	Amortised Cost	Through Other Comprehensive income	Through Profit or Loss	Designated at fair value through profit or loss	Sub-total	
10 Investments						
As at 31-March-2020						
Mutual funds	-	-	-	-	-	-
Government securities	-	-	-	-	-	-
Debt Securities	-	-	-	-	-	-
Equity instruments	-	-	-	-	-	-
Subsidiaries	-	-	-	-	-	-
<i>Salem Erode Investments Ltd (Quoted)</i>	-	-	-	-	-	22,98,94,199
Others (Quoted)	-	34,97,681	-	-	34,97,681	34,97,681
Total Gross (A)	-	34,97,681	-	-	34,97,681	22,98,94,199
Investment Outside India	-	-	-	-	-	-
Investment In India	-	-	34,97,681	-	34,97,681	22,98,94,199
Total Gross (B)	-	-	34,97,681	-	34,97,681	22,98,94,199
Less : Allowance for impairment loss (C)	-	-	-	-	-	-
Total - Net (D) = (A) - (C)	-	34,97,681	-	-	34,97,681	22,98,94,199
As at 31-March-2019						
Mutual funds	-	-	50,59,599	-	50,59,599	-
Government securities	-	-	-	-	-	-
Debt Securities	-	-	-	-	-	-
Equity instruments	-	-	-	-	-	-
Subsidiaries	-	-	-	-	-	-
Equity instruments (Quoted)	-	-	70,79,346	-	70,79,346	-
Total Gross (A)	-	-	1,21,38,945	-	1,21,38,945	-
						1,21,38,945

Investments [Contd.]

Investment Outside India	-	-	-	-	-	-
Investment In India	-	-	1,21,38,945	-	1,21,38,945	-
Total Gross (B)	-	-	1,21,38,945	-	1,21,38,945	1,21,38,945
Less : Allowance for impairment loss (C)	-	-	-	-	-	-
Total - Net (D) = (A) - (C)	-	-	1,21,38,945	-	1,21,38,945	1,21,38,945

As at 01-April-2018

Mutual funds	-	-	-	-	-	-
Government securities	-	-	-	-	-	-
Debt Securities	-	-	-	-	-	-
Equity instruments	-	-	-	-	-	-
Subsidiaries	-	-	-	-	-	-
Equity instruments (Quoted)	-	-	-	-	-	-
Total Gross (A)	-	-	-	-	-	-

Investment Outside India	-	-	-	-	-	-
Investment In India	-	-	-	-	-	-
Total Gross (B)	-	-	-	-	-	-
Less : Allowance for impairment loss (C)	-	-	-	-	-	-
Total - Net (D) = (A) - (C)	-	-	-	-	-	-

Details of Investments in Equity Instruments and Mutual Funds.

Name of Body Corporate	As at 31-March-2020		As at 31-March-2019	
	Quantity of Shares	Market value	Quantity of Shares	Market value
Axis Bank Ltd	-	-	500	3,76,300
Bandhan Bank Ltd	-	-	500	2,69,675
Birlasoft Ltd	500	30,500	500	37,800
Corporation Ltd	-	-	2000	1,12,500
Dhanlaxmi Bank Ltd	-	-	8130	1,47,560
Dredging Corporation Of India Ltd	500	72,725	800	3,06,960
Goa Carbons Ltd	-	-	107	33,496
Graphite India Ltd	1500	1,90,875	1000	3,01,450
Hexaware Technologies Ltd	-	-	500	1,79,550
Himatsingka Seide Ltd	-	-	500	79,375
ICICI Bank Ltd	-	-	500	2,12,350
India Nippon Electricals Ltd	-	-	600	2,36,520
Infosys Ltd	-	-	500	3,97,075
Jindal Stainless(Hisar) Ltd	-	-	1000	72,750
Kings Infra Ventures Ltd	9285	1,66,666	-	-
KSE Ltd	437	4,80,700	600	6,03,000
Lemon Tree Hotels Ltd	5000	1,10,000	2000	1,29,600
Motherson Sumi Systems Ltd	-	-	2000	2,36,900
Neuland Laboratories Ltd	1000	2,82,950	800	4,20,000
NHPC Ltd	1998	39,860	3000	71,400
Piramal Enterprises Ltd	700	6,57,650	-	-
Reliance Communications Ltd	15000	9,750	15000	24,750
Salem Erode Investments Ltd	-	-	-	-
SBI Life Insurance Company Ltd	-	-	500	3,82,625
SJVN Ltd	1000	20,750	1000	25,850
SKM Egg Products Export(India) Ltd	2230	69,130	1400	49,000
Sun TV Network Ltd	500	1,42,975	-	-
Tata Coffee Ltd	1000	56,150	1000	78,450
Tata Consultancy Services Ltd	-	-	400	8,46,900
Tata Motors Ltd	-	-	4000	6,71,600
Tata Sponge Iron Ltd	-	-	300	1,53,525
Tata Steel Ltd	500	1,34,800	-	-
Tech Mahindra Ltd	-	-	700	4,83,560
South Indian Bank Ltd	14000	79,800	-	-
Venky's (India) Ltd	1000	8,44,700	-	-
Vodafone Idea Ltd	27500	85,250	7500	89,625
YES Bank Ltd	1000	22,450	500	49,200
SUB TOTAL ₹		34,97,681		70,79,346
Tata Mutual Fund	-	-	499990	50,59,599
SUB TOTAL ₹		-		50,59,599
TOTAL ₹		34,97,681		1,21,38,945

During the period the company has debited an amount of `3378738.69/- (Previous Year: ₹ 14,81,805/- being difference between the Cost and Market value as on 31st March 2020 to the statement of Profit and Loss as Loss on current investment due to market fluctuations.

ICL FINCORP LIMITED**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

11 Other Financial Asset

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Interest accrued on loan portfolio	12,13,52,785	12,56,50,755	8,13,80,421
Interest accrued on Fixed deposit	-	-	4,67,183
Security deposits	3,22,99,572	2,71,61,874	2,14,45,184
Advance against Company acquisition#	-	6,00,00,000	-
Balance with Demat account (Kotak Securities)	1,32,649	12,13,703	-
Other Receivables	35,70,463	25,49,215	3,39,741
Total ₹	15,73,55,469	21,65,75,547	10,36,32,528

Advance paid to the promoters of Salem Erode Investment Limited as per Share Purchase Agreement executed on 28th December 2018.

12 Current tax assets

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Advance Income Tax & Tax Deducted at Source	1,59,77,816	2,58,502	5,59,568
Total ₹	1,59,77,816	2,58,502	5,59,568

13(A) Property, Plant and Equipment

	Land	Building	Electrical installations & Equipments	Furniture and fixtures	Office Equipments	Motor Vehicles	Computer and accessories	Total ₹
Cost or valuation								
At 1 April 2018	2,04,07,370	33,12,220	1,21,55,156	6,34,80,753	1,21,74,548	20,77,340	1,64,45,238	13,00,52,624
Additions	-	-	22,82,249	1,52,86,411	40,37,966	-	22,08,893	2,38,15,519
Disposals	8,00,000	-	-	-	-	-	-	8,00,000
Write off	-	-	1,79,140	6,78,803	1,41,980	-	1,87,370	11,87,293
At 31 March 2019	1,96,07,370	33,12,220	1,42,58,265	7,80,88,361	1,60,70,534	20,77,340	1,84,66,761	15,18,80,851
Additions	-	-	30,04,390	2,01,53,356	27,36,612	1,45,74,658	40,30,015	4,44,99,030
Disposals	-	-	-	-	-	-	-	-
Write off	-	-	-	-	-	-	-	-
As at 31 March 2020	1,96,07,370	33,12,220	1,72,62,654	9,82,41,716	1,88,07,146	1,66,51,998	2,24,96,776	19,63,79,880
Depreciation								
At 1 April 2018	-	2,37,521	43,55,898	1,93,37,789	50,06,587	6,94,873	1,06,10,491	4,02,43,160
Charge for the year	-	1,49,738	22,72,732	1,23,13,915	38,60,073	4,31,745	40,32,400	2,30,60,603
Disposals	-	-	-	-	-	-	-	-
Write off	-	-	78,744	3,12,908	69,226	-	1,39,694	6,00,572
At 31 March 2019	-	3,87,259	66,28,630	3,16,51,704	88,66,660	11,26,618	1,46,42,891	6,27,03,191
Charge for the period	-	1,42,446	24,17,381	1,42,61,921	38,95,524	25,85,298	36,58,169	2,69,60,739
Disposals	-	-	-	-	-	-	-	-
Write off	-	-	-	-	-	-	-	-
As at 31 March 2020	-	5,29,705	90,46,011	4,59,13,625	1,27,62,184	37,11,916	1,83,01,060	8,96,63,930
Net Block								
At 1 April 2018	2,04,07,370	30,74,699	77,99,258	4,41,42,963	71,67,961	13,82,467	58,34,747	8,98,09,465
At 31 March 2019	1,96,07,370	29,24,961	76,29,635	4,64,36,656	72,03,874	9,50,722	38,23,870	8,91,77,660
As at 31 March 2020	1,96,07,370	27,82,515	82,16,643	5,23,28,091	60,44,962	1,29,40,082	41,95,716	10,67,15,951

13(B) Right-of-Use Asset

	Total ₹
Building	
At 1 April 2018	3,29,27,975
Additions	2,41,11,612
Disposals	
At 31 March 2019	5,70,39,587
Additions	4,14,82,492
Disposals	-
As at 31 March 2020	9,85,22,078
Depreciation	
At 1 April 2018	-
Charge for the year	2,15,48,951
Disposals	-
At 31 March 2019	2,15,48,951
Charge for the period	2,82,30,875
Disposals	-
As at 31 March 2020	4,97,79,826
Net Right-of-use asset	
At 1 April 2018	3,29,27,975
At 31 March 2019	3,54,90,635
As at 31 March 2020	4,87,42,252

13(B) Lease Liability

Balance at the beginning as on 01-04-2018	2,99,99,616
Additions	2,14,25,277
Finance cost accrued during the year	37,47,969
Deletions	-
Payment of lease liabilities	2,24,93,240
Balance at the end as on 31-3-2019	3,26,79,621
Additions	3,66,23,052
Finance cost accrued during the year	51,87,945
Deletions	-
Payment of lease liabilities	3,03,26,034
Balance at the end as on 31-3-2020	4,41,64,585
Particulars	As at 31 March 2020
Less than one year	1,95,07,300
One to five years	2,46,57,285
More than five years	-
Total ₹	4,41,64,585

14 Other Intangible Assets

	Computer Software
Cost	
At 1 April 2018	13,65,000
Additions	-
Disposals	-
At 31 March 2019	13,65,000
Additions	20,23,376
Disposals	-
As at 31 March 2020	33,88,376
Amortization	
At 1 April 2018	2,99,238
Charge for the year	2,27,546
Disposals	-
At 31 March 2019	5,26,784
Charge for the period	4,77,027
Disposals	-
As at 31 March 2020	10,03,811
Net Block	
At 1 April 2018	10,65,762
At 31 March 2019	8,38,216
As at 31 March 2020	23,84,565

(All amounts are in Indian Rupees unless otherwise stated)

15 Other Non-Financial Asset

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Prepaid Expenses	3,62,98,975	1,88,47,354	12,27,112
GST Receivables	78,74,578	62,19,519	25,51,503
Other Advances	2,84,14,716	58,12,940	2,93,82,880
Deferred Revenue Expenditure	1,96,27,066	3,57,55,058	5,27,47,916
Total ₹	9,22,15,335	6,66,34,871	8,59,09,411

The outstanding balance of Deferred Revenue Expenditure represents advertisement amount spent during earlier years upto 31st March 2015 which is being amortized @ 25% per annum and expenditure related to balance period upto 31st March 2018 is amortised @20%. Accordingly a total amount of ₹1,61,27,991/- is written off to the Statement of Profit and Loss during the period and the balance amount of ₹1,96,27,066/- is retained as Deferred Revenue Expenditure.

(All amounts are in Indian Rupees unless otherwise stated)

16 Trade payables

*Total outstanding dues of micro enterprises and small enterprises; and
Total outstanding dues of creditors other than micro enterprises and small
enterprises.*

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
	5,22,475	2,88,157	-
	52,96,329	43,56,008	68,85,701
Total ₹	58,18,804	46,44,165	68,85,701

Disclosure:- Micro, Small and Medium Enterprises

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	5,22,475	2,88,157	-
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil	Nil
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	Nil	Nil	Nil
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil	Nil
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil	Nil

Dues to Micro and Small Enterprises have been determined to the extend such parties have been identified on the basis of information collected by the Management.

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
17 Debt Securities			
At Amortised Cost			
Privately placed redeemable non-convertible debentures (Secured)	1,69,71,95,000	1,40,50,85,000	92,78,14,000
Others - Non-convertible Debentures - Public issue (Secured)	-	-	-
Total (A)	1,69,71,95,000	1,40,50,85,000	92,78,14,000
Debt securities in India	1,69,71,95,000	1,40,50,85,000	92,78,14,000
Debt securities outside India	-	-	-
Total (B)	1,69,71,95,000	1,40,50,85,000	92,78,14,000

Nature of Security

Secured (first ranking) by a hypothecation of all loan receivables, advances, fixed assets and other unencumbered assets of the Company, both present and future. The immovable properties owned by the Managing Director, Director and shareholders, valued at ₹ 2.80 crores, ₹ 2.02 crores, ₹ 0.50 crores and ₹ 0.70 crores are also hypothecated as security. The Company has executed a separate deed of hypothecation in favour of Trustees for creation of this security.

Debentures are offered for a period of 13 months to 65 months.

ICL FINCORP LIMITED**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

17 Debt Securities (contd.)***AJ Non Convertible Debentures (Secured)***

Non Convertible Debentures of ₹1,000/- each. Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

As at 31-Mar-2020

Redeemable at par within	Rate of interest						Total	
	>= 10% < 12%		>= 12% < 14%		>= 14%		Number	Amount
	Number	Amount	Number	Amount	Number	Amount		
Due within 5-6 years	-	-	72,710	7,27,10,000	-	-	72,710	7,27,10,000
Due within 4-5 years	-	-	86,134	8,61,34,000	-	-	86,134	8,61,34,000
Due within 3-4 years	-	-	96,395	9,63,95,000	-	-	96,395	9,63,95,000
Due within 2-3 years	-	-	3,34,933	33,49,33,000	28,881	2,88,81,000	3,63,814	36,38,14,000
Due within 1-2 years	7,009	70,09,000	3,32,254	33,22,54,000	28,504	2,85,04,000	3,67,767	36,77,67,000
Due within 1 year	47,671	4,76,71,000	6,55,356	65,53,56,000	7,348	73,48,000	7,10,375	71,03,75,000
Grand Total	54,680	5,46,80,000	15,77,782	1,57,77,82,000	64,733	6,47,33,000	16,97,195	1,69,71,95,000

As at 31-Mar-2019

Redeemable at par within	Rate of interest						Total	
	>= 10% < 12%		>= 12% < 14%		>= 14%		Number	Amount
	Number	Amount	Number	Amount	Number	Amount		
Due within 5-6 years	-	-	37,570	3,75,70,000	-	-	37,570	3,75,70,000
Due within 4-5 years	-	-	95,545	9,55,45,000	-	-	95,545	9,55,45,000
Due within 3-4 years	-	-	31,860	3,18,60,000	28,881	2,88,81,000	60,741	6,07,41,000
Due within 2-3 years	-	-	31,392	3,13,92,000	28,504	2,85,04,000	59,896	5,98,96,000
Due within 1-2 years	6,110	61,10,000	4,77,480	47,74,80,000	7,348	73,48,000	4,90,938	49,09,38,000
Due within 1 year	53,191	5,31,91,000	6,06,204	60,62,04,000	1,000	10,00,000	6,60,395	66,03,95,000
Grand Total	59,301	5,93,01,000	12,80,051	1,28,00,51,000	65,733	6,57,33,000	14,05,085	1,40,50,85,000

As at 01-Apr-2018

Redeemable at par within	Rate of interest									
	>= 10% < 12%		>= 12% < 14%		>= 14%		Total			
	Number	Amount	Number	Amount	Number	Amount	Number	Amount		
Due within 5-6 years	-	-	34,301	3,43,01,000	-	-	34,301	3,43,01,000		
Due within 4-5 years	-	-	31,860	3,18,60,000	28,881	2,88,81,000	60,741	6,07,41,000		
Due within 3-4 years	-	-	-	-	28,524	2,85,24,000	28,524	2,85,24,000		
Due within 2-3 years	-	-	-	-	7,348	73,48,000	7,348	73,48,000		
Due within 1-2 years	2,420	24,20,000	4,07,830	40,78,30,000	1,000	10,00,000	4,11,250	41,12,50,000		
Due within 1 year	31,443	3,14,43,000	3,54,035	35,40,35,000	172	1,72,000	3,85,650	38,56,50,000		
Grand Total	33,863	3,38,63,000	8,28,026	82,80,26,000	65,925	6,59,25,000	9,27,814	92,78,14,000		

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

17 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2020

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
1	09-06-2015	2,00,000	14.50%	58
2	24-06-2015	5,00,000	14.50%	58
3	15-08-2015	50,000	14.50%	58
4	17-08-2015	1,00,000	14.50%	58
5	30-08-2015	2,00,000	14.50%	58
6	12-09-2015	3,00,000	14.50%	58
7	30-09-2015	10,00,000	14.50%	58
8	15-10-2015	7,50,000	14.50%	58
9	15-11-2015	1,55,000	14.50%	58
10	30-11-2015	2,93,000	14.50%	58
11	15-12-2015	11,00,000	14.50%	58
12	30-01-2016	8,00,000	14.50%	58
13	15-02-2016	13,00,000	14.50%	58
14	15-04-2016	21,60,000	14.87-14.5%	60-58
15	30-04-2016	9,50,000	14.87%	60
16	02-05-2016	1,00,000	14.87%	60
17	15-05-2016	16,00,000	14.87%	60
18	31-05-2016	1,00,000	14.87%	60
19	15-06-2016	2,00,000	14.87%	60
20	30-06-2016	3,00,000	14.87%	60
21	15-07-2016	17,25,000	14.87%	60
22	28-07-2016	1,00,000	14.50%	58
23	31-07-2016	5,75,000	14.87%	60
24	31-08-2016	12,00,000	14.87%	60
25	15-09-2016	13,20,000	14.87%	60
26	30-09-2016	6,50,000	14.87%	60
27	15-10-2016	37,20,000	14.87%	60
28	31-10-2016	9,00,000	14.87%	60
29	15-11-2016	23,50,000	14.87%	60
30	30-11-2016	1,00,000	14.87%	60
31	15-12-2016	3,00,000	14.87%	60
32	31-12-2016	18,00,000	14.87%	60
33	15-01-2017	16,00,000	14.87%	60
34	31-01-2017	10,50,000	14.87%	60
35	15-02-2017	34,54,000	14.87%	60
36	28-02-2017	27,80,000	14.87%	60
37	15-03-2017	23,69,000	14.87%	60-62
38	31-03-2017	36,59,000	14.87%	62

17 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2020

39	15-04-2017	40,10,000	14.87%	62
40	30-04-2017	51,71,000	14.87%	62
41	15-05-2017	70,20,000	14.87%	62
42	31-05-2017	2,70,000	14.87%	62
43	15-06-2017	27,40,000	14.87%	62
44	30-06-2017	23,12,000	14.87%	62
45	15-07-2017	29,07,000	14.87%-13.66%	62-65
46	31-07-2017	30,04,000	14%	65
47	16-08-2017	44,50,000	14%	65
48	31-08-2017	23,94,000	14%	65
49	15-09-2017	18,85,000	14%	65
50	30-09-2017	24,60,000	14%	65
51	15-10-2017	79,45,000	14%	65
52	31-10-2017	75,15,000	14%	65
53	15-11-2017	17,25,000	14%	65
54	30-11-2017	34,10,000	14%	65
55	15-12-2017	35,03,000	14%	65
56	31-12-2017	23,75,000	14%	65
57	15-01-2018	39,20,000	14%	65
58	31-01-2018	27,60,000	14%	65
59	15-02-2018	26,00,000	14%	65
60	28-02-2018	43,03,000	14%	65
61	05-03-2018	6,20,000	13.66%-12.5%	24-65
62	12-03-2018	53,90,000	13.66%-12.5%	24-65
63	19-03-2018	25,75,000	13.66%-12.5%	24-65
64	26-03-2018	19,10,000	13.66%-12%	24-65
65	03-04-2018	2,05,99,000	13.66%-12%	24-65
66	10-04-2018	1,98,13,000	13.66%-12%	24-65
67	16-04-2018	1,03,04,000	13.66%-12%	24-65
68	23-04-2018	1,95,12,000	13.66%-12%	24-65
69	30-04-2018	85,70,000	13.66%-12%	24-65
70	07-05-2018	1,57,80,000	13.66%-12%	24-65
71	14-05-2018	1,38,25,000	13.66%-12%	24-65
72	21-05-2018	1,87,65,000	13.66%-12%	24-65
73	28-05-2018	80,75,000	13.66%-12%	24-65
74	04-06-2018	94,12,000	13.66%-12%	24-65
75	11-06-2018	92,62,000	13.66%-12%	24-65
76	18-06-2018	98,80,000	13.66%-12%	24-65

17 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2020

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
77	25-06-2018	1,89,27,000	13.66%-12%	24-65
78	02-07-2018	2,66,88,000	13.66%-12%	24-65
79	09-07-2018	1,19,15,000	13.66%-12%	24-65
80	16-07-2018	1,00,39,000	13.66%-12%	24-65
81	23-07-2018	1,93,26,000	13.66%-12%	24-65
82	30-07-2018	1,22,85,000	13.66%-12%	24-65
83	06-08-2018	1,53,39,000	13.66%-12%	24-65
84	13-08-2018	1,65,81,000	13.66%-12%	24-65
85	20-08-2018	82,59,000	13.66%-12%	24-65
86	27-08-2018	35,00,000	13%-12%	24-65
87	03-09-2018	1,57,38,000	13.66%-12%	24-65
88	10-09-2018	1,55,20,000	13.66%-12%	24-65
89	17-09-2018	1,15,40,000	13.66%-12%	24-65
90	24-09-2018	63,51,000	13.66%-12%	24-65
91	01-10-2018	1,62,30,000	13.66%-12%	24-65
92	07-11-2018	4,11,19,000	13.66%-12%	24-65
93	07-12-2018	4,99,36,000	13.66%-12%	24-65
94	07-01-2019	3,76,88,000	13.66%-12%	24-65
95	07-02-2019	4,74,03,000	13.66%-12%	24-65
96	07-03-2019	5,64,10,000	13.66%-11.5%	13-65
97	12-04-2019	7,94,65,000	13.66%-11.5%	13-65
98	07-05-2019	5,46,16,000	13.66%-11.5%	13-65
99	07-06-2019	7,23,04,000	13.66%-11.5%	13-65
100	08-07-2019	6,09,43,000	13.66%-11.5%	13-65
101	07-08-2019	6,50,97,000	13.66%-11.5%	13-65
102	07-09-2019	7,97,03,000	13.66%-11.5%	13-65
103	09-10-2019	6,60,59,000	13.66%-11.5%	13-65
104	07-11-2019	9,61,96,000	13.66%-11.5%	13-65
105	19-12-2019	14,38,12,000	13.66%-11.5%	13-65
106	13-01-2020	7,16,28,000	13.66%-11.5%	13-65
107	18-02-2020	7,49,97,000	13.66%-11.5%	13-65
108	18-03-2020	9,79,90,000	13.66%-11.5%	13-65
Total ₹		1,69,83,85,000		

17 Debt Securities (contd.)

D] Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2019

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
1	08-04-2015	10,00,000	14.87%	58
2	09-06-2015	2,00,000	14.87%	58
3	24-06-2015	5,00,000	14.87%	58
4	15-08-2015	50,000	14.87%	58
5	17-08-2015	1,00,000	14.87%	58
6	30-08-2015	2,00,000	14.87%	58
7	12-09-2015	3,00,000	14.87%	58
8	30-09-2015	10,00,000	14.87%	58
9	15-10-2015	7,50,000	14.87%	58
10	15-11-2015	1,55,000	14.87%	58
11	30-11-2015	2,93,000	14.87%	58
12	15-12-2015	11,00,000	14.87%	58
13	30-01-2016	8,00,000	14.87%	58
14	15-02-2016	13,00,000	14.87%	58
15	15-04-2016	21,60,000	14.87%	58-60
16	30-04-2016	9,50,000	14.87%	60
17	02-05-2016	1,00,000	14.87%	60
18	15-05-2016	16,00,000	14.87%	60
19	31-05-2016	1,00,000	14.87%	60
20	15-06-2016	2,00,000	14.87%	60
21	30-06-2016	3,00,000	14.87%	60
22	15-07-2016	17,25,000	14.87%	60
23	28-07-2016	1,00,000	14.87%	58
24	31-07-2016	5,75,000	14.87%	60
25	31-08-2016	12,00,000	14.87%	60
26	15-09-2016	18,20,000	14.87%	60
27	30-09-2016	1,50,000	14.87%	60
28	15-10-2016	37,20,000	14.87%	60
29	31-10-2016	9,00,000	14.87%	60
30	15-11-2016	23,50,000	14.87%	60
31	30-11-2016	1,00,000	14.87%	60
32	15-12-2016	3,00,000	14.87%	60
33	31-12-2016	18,00,000	14.87%	60
34	15-01-2017	16,00,000	14.87%	60
35	31-01-2017	10,50,000	14.87%	60
36	15-02-2017	39,54,000	12.50% -14.87%	24-60
37	28-02-2017	28,80,000	13% -14.87%	24-60
38	15-03-2017	23,89,000	13% -14.87%	24-62

17 Debt Securities (contd.)

D] Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2019

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
39	31-03-2017	54,99,000	12.50% -14.87%	24-62
40	15-04-2017	1,76,90,000	12.50% -14.87%	24-62
41	30-04-2017	96,43,000	12.50% -14.87%	24-62
42	15-05-2017	1,94,88,000	12.50% -14.87%	24-62
43	31-05-2017	1,59,95,000	12.50% -14.87%	24-62
44	15-06-2017	1,99,18,000	12.50% -14.87%	24-62
45	30-06-2017	1,03,02,000	12.50% -14.87%	24-62
46	15-07-2017	1,73,61,000	12.00% -14.87%	24-65
47	31-07-2017	89,49,000	12.00% -13.66%	24-65
48	16-08-2017	1,57,50,000	12.00% -13.66%	24-65
49	31-08-2017	2,10,61,000	11.50% -13.66%	24-65
50	15-09-2017	1,73,80,000	12.00% -13.66%	24-65
51	30-09-2017	1,67,85,000	12.00% -13.66%	24-65
52	15-10-2017	2,15,77,000	12.00% -13.66%	24-65
53	31-10-2017	3,52,79,000	11.50% -13.66%	24-65
54	15-11-2017	2,36,97,000	11.50% -13.66%	24-65
55	30-11-2017	2,03,39,000	11.50% -13.66%	24-65
56	15-12-2017	2,54,66,000	11.50% -13.66%	24-65
57	31-12-2017	1,98,16,000	11.50% -13.66%	24-65
58	15-01-2018	2,38,42,000	11.50% -13.66%	13-65
59	31-01-2018	2,00,24,000	11.50% -13.66%	13-65
60	15-02-2018	1,93,08,000	11.50% -13.66%	13-65
61	28-02-2018	3,22,15,000	12% -13.66%	13-65
62	05-03-2018	1,02,46,000	11.50% -13.66%	13-65
63	12-03-2018	1,62,97,000	11.50% -13.66%	13-65
64	19-03-2018	1,64,49,000	11.50% -13.66%	13-65
65	26-03-2018	1,75,85,000	11.50% -13.66%	13-65
66	03-04-2018	2,54,59,000	11.50% -13.66%	13-65
67	10-04-2018	2,29,25,000	11.50% -13.66%	13-65
68	16-04-2018	1,73,49,000	11.50% -13.66%	13-65
69	23-04-2018	2,94,22,000	11.50% -13.66%	13-65
70	30-04-2018	1,32,32,000	11.50% -13.66%	13-65
71	07-05-2018	2,15,74,000	11.50% -13.66%	13-65
72	14-05-2018	1,73,30,000	11.50% -13.66%	13-65
73	21-05-2018	2,52,70,000	11.50% -13.66%	13-65
74	28-05-2018	1,26,03,000	11.50% -13.66%	13-65
75	04-06-2018	1,55,48,000	11.50% -13.66%	13-65
76	11-06-2018	1,43,31,000	11.50% -13.66%	13-65

17 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2019

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
77	18-06-2018	1,63,10,000	11.50% -13.66%	13-65
78	25-06-2018	2,96,16,000	11.50% -13.66%	13-65
79	02-07-2018	3,53,72,000	11.50% -13.66%	13-65
80	09-07-2018	1,93,65,000	11.50% -13.66%	13-65
81	16-07-2018	1,94,64,000	11.50% -13.66%	13-65
82	23-07-2018	2,63,65,000	11.50% -13.66%	13-65
83	30-07-2018	2,34,85,000	11.50% -13.66%	13-65
84	06-08-2018	2,98,75,000	11.50% -13.66%	13-65
85	13-08-2018	2,51,19,000	11.50% -13.66%	13-65
86	20-08-2018	1,34,74,000	11.50% -13.66%	13-65
87	27-08-2018	56,05,000	11.50% -13.00%	13-24
88	03-09-2018	2,59,37,000	11.50% -13.66%	13-65
89	10-09-2018	2,21,57,000	11.50% -13.66%	13-65
90	17-09-2018	2,35,22,000	11.50% -13.66%	13-65
91	24-09-2018	1,14,50,000	11.50% -13.66%	13-65
92	01-10-2018	2,80,24,000	11.50% -13.66%	13-65
93	07-11-2018	5,15,24,000	11.50% -13.66%	13-65
94	07-12-2018	7,48,35,000	11.50% -13.66%	13-65
95	07-01-2019	5,44,55,000	11.50% -13.66%	13-65
96	07-02-2019	6,58,52,000	11.50% -13.66%	13-65
97	07-03-2019	5,64,10,000	11.50% -13.66%	13-65
Total ₹		1,41,09,91,000		

17 Debt Securities (contd.)

D] Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 01-Apr-2018

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
1	15-06-2013	50,000	14.87%	58
2	27-06-2013	50,000	14.87%	58
3	08-04-2015	10,00,000	14.87%	58
4	09-06-2015	2,00,000	14.87%	58
5	24-06-2015	5,00,000	14.87%	58
6	15-08-2015	50,000	14.87%	58
7	17-08-2015	1,00,000	14.87%	58
8	30-08-2015	2,00,000	14.87%	58
9	12-09-2015	3,00,000	14.87%	58
10	30-09-2015	10,00,000	14.87%	58
11	15-10-2015	7,50,000	14.87%	58
12	15-11-2015	1,55,000	14.87%	58
13	30-11-2015	2,93,000	14.87%	58
14	15-12-2015	11,00,000	14.87%	58
15	30-01-2016	8,00,000	14.87%	58
16	15-02-2016	13,00,000	14.87%	58
17	15-04-2016	94,82,000	12.50%-14.87%	24-60
18	30-04-2016	91,50,000	12.50%-14.87%	24-60
19	02-05-2016	1,00,000	14.87%	60
20	09-05-2016	5,60,000	12.50%	24
21	15-05-2016	75,90,000	12.50%-14.87%	24-60
22	31-05-2016	29,50,000	13%-14.87%	24-60
23	15-06-2016	16,80,000	12.50%-14.87%	24-60
24	30-06-2016	8,30,000	12.50%-14.87%	24-60
25	15-07-2016	53,25,000	12.50%-14.87%	24-60
26	28-07-2016	1,00,000	14.87%	58
27	31-07-2016	73,05,000	13%-14.87%	24-60
28	15-08-2016	24,50,000	13%	24
29	31-08-2016	22,00,000	13%-14.87%	24-60
30	15-09-2016	75,32,000	12.50%-14.87%	24-60
31	30-09-2016	36,50,000	12.50%-14.87%	24-60
32	15-10-2016	1,07,25,000	12.50%-14.87%	24-60
33	31-10-2016	33,00,000	13%-14.87%	24-60
34	15-11-2016	91,35,000	12.50%-14.87%	24-60
35	30-11-2016	17,74,000	12.50%-14.87%	24-60
36	15-12-2016	34,46,000	12.50%-14.87%	24-60
37	31-12-2016	1,13,90,000	12.50%-14.87%	13-60
38	15-01-2017	49,35,000	12.50%-14.87%	24-60

17 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 01-Apr-2018

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
39	31-01-2017	46,36,000	12.50%-14.87%	24-60
40	15-02-2017	1,90,60,000	12%-14.87%	13-60
41	28-02-2017	92,23,000	12%-14.87%	13-60
42	15-03-2017	2,20,10,000	12%-14.87%	13-62
43	31-03-2017	2,60,84,000	12%-14.87%	13-62
44	15-04-2017	2,77,55,000	12%-14.87%	13-62
45	30-04-2017	1,76,30,000	12%-14.87%	13-62
46	15-05-2017	2,35,96,000	12%-14.87%	13-62
47	31-05-2017	3,09,02,000	12%-14.87%	13-62
48	15-06-2017	3,59,02,000	12%-14.87%	13-62
49	30-06-2017	2,90,62,000	12%-14.87%	13-62
50	15-07-2017	3,58,86,000	11.50%-14.87%	13-62
51	31-07-2017	1,95,55,000	11.50%-13.66%	13-65
52	16-08-2017	2,94,08,000	11.50%-13.66%	13-65
53	31-08-2017	3,42,41,000	11.50%-13.66%	13-65
54	15-09-2017	3,54,68,000	11.50%-13.66%	13-65
55	30-09-2017	2,77,74,000	11.50%-13.66%	13-65
56	15-10-2017	2,65,32,000	11.50%-13.66%	13-65
57	31-10-2017	4,63,96,000	11.50%-13.66%	13-65
58	15-11-2017	3,59,67,000	11.50%-13.66%	13-65
59	30-11-2017	2,96,13,000	11.50%-13.66%	13-65
60	15-12-2017	3,25,76,000	11.50%-13.66%	13-65
61	31-12-2017	2,69,47,000	11.50%-13.66%	13-65
62	15-01-2018	3,17,02,000	11.50%-13.66%	13-65
63	31-01-2018	3,05,74,000	11.50%-13.66%	13-65
64	15-02-2018	2,73,96,000	11.50%-13.66%	13-65
65	28-02-2018	3,82,08,000	11.50%-13.66%	13-65
66	05-03-2018	1,02,46,000	11.50%-13.66%	13-65
67	12-03-2018	1,62,97,000	11.50%-13.66%	13-65
68	19-03-2018	1,64,49,000	11.50%-13.66%	13-65
69	26-03-2018	1,75,85,000	11.50%-13.66%	13-65
Total		92,81,37,000		

(All amounts are in Indian Rupees unless otherwise stated)

18 Borrowings (Other than Debt Securities)

	As at 31-March-2020	As at 31-March-2019	As at 01-April-2018
At Amortised Cost			
Inter Corporate Loans			
Salem Erode Investments Ltd	20,65,00,000	-	-
Term Loan			
Vehicle Loan- HDFC Bank	6,72,237	9,67,150	12,32,457
Vehicle Loan- Axis Bank	1,08,53,331	-	-
Cash Credit	-	3,33,91,013	3,97,05,132
Loan against deposit	-	-	1,20,90,035
Loan From Related Parties			
Loan from Directors	31,17,188	2,51,12,084	12,19,755
Total ₹	22,11,42,756	5,94,70,248	5,42,47,380
Borrowings in India	22,11,42,756	5,94,70,248	5,42,47,380
Borrowings outside India	-	-	-
Total ₹	22,11,42,756	5,94,70,248	5,42,47,380

A] Terms and Conditions of borrowings

Name of the financial Institution	Security	Nature of Loan	Interest Rate	Margin
HDFC Bank Limited	Vehicle - Maruti Wagon R	Auto Loan	10.70%	20%
HDFC Bank Limited	Vehicle - Mahindra Xylo	Auto Loan	10.51%	17%
Axis Bank Limited	Vehicle - BMW	Auto Loan	8.73%	14%
Dhanlaxmi Bank	Floating charge on entire loan receivables of the company (existing/proposed) excluding the specific charge of the existing NCD holders. Commercial Land & Building in the name of ICL Fincorp Limited , Land & Residential Building (dilapidated condition) in the name of Mrs. Umadevi Anilkumar (Director)	Cash Credit	MCLR+2.20%	25%
Salem Erode Investments Ltd	Nil	Inter Corporate Loan	10.5%	Nil
K.G Anilkumar	Nil	Loan from Directors	Nil	Nil
Umadevi Anilkumar	Nil	Loan from Directors	Nil	Nil

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

18 Borrowings (Other than Debt Securities)

Term Loan- Vehicle loans (Secured)

Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

31-Mar-20

Repayable within	Rate of Interest			
	10.51%	10.70%	8.73%	Total
Due Within 6-7 year	-	-	12,13,815	12,13,815
Due Within 5-6 year	-	-	19,74,989	19,74,989
Due Within 4-5 year	-	-	18,10,457	18,10,457
Due Within 3-4 year	-	-	16,59,631	16,59,631
Due Within 2-3 year	69,008	-	15,21,370	15,90,378
Due Within 1-2 year	2,58,527	16,873	13,94,627	16,70,027
Due Within 1 year	2,32,640	95,190	12,78,442	16,06,272
Grand Total	5,60,174	1,12,063	1,08,53,331	1,15,25,568

31-Mar-19

Repayable within	Rate of Interest			
	10.51%	10.70%	8.73%	Total
Due Within 4-5 year	-	-	-	-
Due Within 3-4 year	69,007	-	-	69,007
Due Within 2-3 year	2,58,527	16,874	-	2,75,401
Due Within 1-2 year	2,32,639	95,188	-	3,27,827
Due Within 1 year	2,09,344	85,571	-	2,94,915
Grand Total	7,69,517	1,97,633	-	9,67,150

31-Mar-18

Repayable within	Rate of Interest			
	10.51%	10.70%	8.73%	Total
Due Within 4-5 year	69,007	-	-	69,007
Due Within 3-4 year	2,58,527	16,874	-	2,75,401
Due Within 2-3 year	2,32,639	95,188	-	3,27,827
Due Within 1-2 year	2,09,344	85,571	-	2,94,915
Due Within 1 year	1,88,381	76,925	-	2,65,306
Grand Total	9,57,899	2,74,558	-	12,32,457

(All amounts are in Indian Rupees unless otherwise stated)

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
19 Subordinate Liabilities			
At Amortised Cost			
Subordinated debt from Others	40,86,60,000	21,89,00,000	21,89,00,000
Total ₹	40,86,60,000	21,89,00,000	21,89,00,000
Borrowings in India	40,86,60,000	21,89,00,000	21,89,00,000
Borrowings outside India	-	-	-
Total ₹	40,86,60,000	21,89,00,000	21,89,00,000

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

19 Subordinate Liabilities (contd.)

B) Subordinated Debts from Others(Unsecured)

Subordinated debts have a face value of ₹ 1,000/- each. Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

As at 31-Mar-2020

Redeemable at par within	Rate of Interest					
	≥ 12% < 14%		≥ 14%		Total	
	Number	Amount	Number	Amount	Number	Amount
Due within 4-5 years	82,500	8,25,00,000	1,07,260	10,72,60,000	1,89,760	18,97,60,000
Due within 3-4 years	-	-	-	-	-	-
Due within 2-3 years	21,927	2,19,27,000	13,968	1,39,68,000	35,895	3,58,95,000
Due within 1- 2 years	45,028	4,50,28,000	38,584	3,85,84,000	83,612	8,36,12,000
Due within 1 year	84,534	8,45,34,000	14,859	1,48,59,000	99,393	9,93,93,000
Grand Total	2,33,989	23,39,89,000	1,74,671	17,46,71,000	4,08,660	40,86,60,000

As at 31-Mar-2019

Redeemable at par within	Rate of Interest					
	≥ 12% < 14%		≥ 14%		Total	
	Number	Amount	Number	Amount	Number	Amount
Due within 4-5 years	-	-	-	-	-	-
Due within 3-4 years	21,927	2,19,27,000	13,918	1,39,18,000	35,845	3,58,45,000
Due within 2-3 years	44,828	4,48,28,000	38,634	3,86,34,000	83,462	8,34,62,000
Due within 1- 2 years	84,734	8,47,34,000	14,859	1,48,59,000	99,593	9,95,93,000
Due within 1 year	-	-	-	-	-	-
Grand Total	1,51,489	15,14,89,000	67,411	6,74,11,000	2,18,900	21,89,00,000

As at 01-Apr-2018

Redeemable at par within	Rate of Interest					
	≥ 12% < 14%		≥ 14%		Total	
	Number	Amount	Number	Amount	Number	Amount
Due within 4-5 years	-	-	-	-	-	-
Due within 3-4 years	21,927	2,19,27,000	13,918	1,39,18,000	35,845	3,58,45,000
Due within 2-3 years	44,828	4,48,28,000	38,634	3,86,34,000	83,462	8,34,62,000
Due within 1- 2 years	84,734	8,47,34,000	14,859	1,48,59,000	99,593	9,95,93,000
Due within 1 year	-	-	-	-	-	-
Grand Total	1,51,489	15,14,89,000	67,411	6,74,11,000	2,18,900	21,89,00,000

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

20 Other financial liabilities

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Interest accrued on borrowings	19,59,31,717	12,07,41,417	5,90,94,580
Unclaimed dividend	1,09,029	1,09,029	1,14,979
Unpaid matured debentures and interest accrued thereon;	41,41,464	70,85,381	3,33,833
Earnest Money Deposit	13,53,000	14,25,000	-
Debenture Application money	10,00,000	3,80,04,000	2,46,94,000
Application money against Subordinate Debts	11,00,000	-	-
Application money received for allotment of shares to the extent refundable	5,90,000	-	-
Employee related payables	1,60,02,011	1,22,71,988	1,07,84,476
Others	15,76,756	7,37,474	1,08,280
Total ₹	22,18,03,978	18,03,74,289	9,51,30,149

21 Provisions

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Employee Benefits			
- Gratuity	42,92,365	24,75,242	12,44,222
Provisions for taxation	51,30,740	58,51,180	78,21,968
Total ₹	94,23,105	83,26,422	90,66,190

22 Other non-financial liabilities

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Statutory dues payable	63,87,001	45,38,081	23,70,101
Other liabilities	35,31,613	92,757	5,44,000
Total ₹	99,18,614	46,30,838	29,14,101

23
Equity Share capital
The reconciliation of equity shares outstanding at the beginning and at the end of the period

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Authorized shares			
6,00,00,000 (31-Mar-2019 : 6,00,00,000, 01-Apr-2018: 4,00,00,000) Equity shares of ₹10/- each	60,00,00,000	60,00,00,000	40,00,00,000
Issued, subscribed and fully paid-up shares			
4,43,34,952 (31-Mar-2019 : 3,59,32,924, 01-Apr-2018: 2,53,94,018) Equity shares of ₹10/- each	44,33,49,520	35,93,29,240	25,39,40,180
Total	44,33,49,520	35,93,29,240	25,39,40,180

a. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

b. Details of shareholders holding more than 5% shares in the company

Equity Share Capital :-	As at 31-Mar-2020		As at 31-Mar-2019		As at 01-Apr-2018	
	Number	% holding in the class	Number	% holding in the class	Number	% holding in the class
Shares of ₹10 each fully paid						
K G Anilkumar	1,28,75,300	29.04%	1,10,72,950	30.82%	91,79,900	36.15%
Umadevi Anilkumar	40,99,799	9.25%	38,49,799	10.71%	36,13,632	14.23%

(as per records of the Company, including its Register of share holders/members and other declarations received from share holders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.)

c. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

	As at 31-Mar-2020		As at 31-Mar-2019		As at 01-Apr-2018	
	Number	Amount	Number	Amount	Number	Amount
Equity Shares						
At the beginning of the year	3,59,32,924	35,93,29,240	2,53,94,018	25,39,40,180	2,08,62,512	20,86,25,120
Issued during the period	84,02,028	8,40,20,280	1,05,38,906	10,53,89,060	45,31,506	4,53,15,060
Outstanding at the end of the period	4,43,34,952	44,33,49,520	3,59,32,924	35,93,29,240	2,53,94,018	25,39,40,180

d. Aggregate number of bonus shares issued, for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

	Number	Amount
Equity shares allotted as fully paid bonus shares by capitalisation of the balances in the Statement of Profit & Loss and Retained Earnings during the Financial Year 2014-15	5,36,587	53,65,870
	5,36,587	53,65,870

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

24 Other Equity

	As at 31-Mar-2020	As at 31-Mar-2019
Statutory Reserves		
Balance as per the last financial statements	36,41,973	32,41,973
Add: Transferred from statement of Profit and loss account	14,00,000	4,00,000
Closing Balance	50,41,973	36,41,973
Impairment Reserves		
Balance as per the last financial statements	37,17,649	35,10,232
Add: Transferred from statement of Profit and loss account	8,57,099	2,07,417
Closing Balance	45,74,748	37,17,649
Securities Premium Reserves		
Balance as per the last financial statements	15,93,56,595	5,39,67,535
Add: Additions during the period	8,40,20,280	10,53,89,060
Closing Balance	24,33,76,875	15,93,56,595
Surplus/(deficit) in the statement of profit and loss		
Balance as per last financial statements	23,16,551	27,78,962
Add: Profit/(loss) during the period	57,31,734	1,45,006
Less: Transferred to Statutory Reserve	14,00,000	4,00,000
Transferred to Impairment Reserve	8,57,099	2,07,417
Net surplus in the statement of profit and loss	57,91,185	23,16,551
Other Comprehensive Income		
Balance as per last financial statements	82,652	35,695
Add: Additions during the period	5,19,055	46,957
Net surplus in the statement of profit and loss	6,01,707	82,652
Total	25,93,86,489	16,91,15,420

Nature and purpose of Reserves

Statutory reserve (Statutory Reserve pursuant to Section 45-IC of The RBI Act, 1934): Section 45IC of Reserve Bank of India Act, 1934 ("RBI Act, 1934") defines that every non banking finance institution which is a Company shall create a reserve fund and transfer therein a sum not less than twenty percent of its net profit every year as disclosed in the statement of profit and loss before any dividend is declared.

The Company has transferred an amount of Rs14,00,000(Previous year Rs4,00,000) to Statutory reserve pursuant to Section 45-IC of RBI Act, 1934

Impairment reserve: Where impairment allowance under Ind AS 109 is lower than the provisioning required under IRACP(including standard asset provisioning),the differential amount is transferred to impairment reserve. The balance in the impairment reserves shall not be reckoned for regulatory capital

Securities premium: Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

Other comprehensive income: Other items of other comprehensive income consist of remeasurement of net defined benefit liability/asset.

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

25 Revenue from operations

I) Interest Income:

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
On Financial Assets measured at Amortised cost		
Interest on Loans	56,76,30,685	48,62,86,281
Interest on Fixed deposit	11,26,618	25,25,964
Total ₹	56,87,57,303	48,88,12,246

II) Revenue from other Financial Services:

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
Income From Money Transfer	92,732	59,770
Service Charges Received	5,91,377	12,88,316
Total ₹	6,84,108	13,48,086

26 Other income

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
Miscellaneous income	1,38,076	14,82,969
Profit on sale of land	-	10,00,000
Insurance claim received	-	7,24,000
Dividend on Investments	1,43,001	7,500
Net Gain/(Loss) on sale of investments	4,93,677	8,84,548
Total ₹	7,74,754	40,99,017

27 Finance costs

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
On Financial Assets measured at Amortised cost:		
Interest on Debentures	20,07,04,988	16,07,68,137
Interest on Subordinated Debts	4,81,86,114	3,28,35,276
Interest on Bank Borrowings	16,47,718	35,19,060
Interest on Intercompany Loan	24,94,973	-
Interest on Lease Liability	51,87,945	37,47,969
Interest Paid On Vehicle Loan	4,83,430	1,18,213
Other Interest expense:		
Interest on short fall in payment of advance Income Tax	5,87,502	8,18,466
Total ₹	25,92,92,671	20,18,07,120

28 Impairment of Financial Instruments

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
On financial liabilities measured at amortised cost:		
Loans Assets	(44,41,143)	35,36,625
Total ₹	(44,41,143.00)	35,36,625.00

29 Employee benefits expense

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
Salaries & Wages	13,75,54,017	11,49,50,362
Contribution to provident and other fund	1,23,94,024	1,10,61,711
Staff Welfare Expenses	4,22,514	1,15,154
Total ₹	15,03,70,555	12,61,27,227

30 Depreciation and amortization expense

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
Depreciation of tangible assets	2,70,74,645	2,30,60,603
Depreciation of right-of- use asset	2,82,30,875	2,15,48,951
Amortization of intangible assets	3,63,121	2,27,546
Total ₹	5,56,68,641	4,48,37,100

31 Other expenses

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
Advertising and sales promotion	2,29,20,232	3,91,52,918
Bank charges	15,79,759	11,11,434
Bad Debt	2,10,256	-
Deferred Revenue Expenditure Written Off	1,61,27,991	1,69,92,859
Director's sitting fees	5,45,000	1,50,000
Donation	20,25,190	11,160
Insurance	12,58,824	8,67,198
Miscellaneous expenses	50,962	1,61,961
Office Expenses	48,53,817	27,91,446
Payment to auditor (Refer details below)	8,50,000	5,45,000
Postage and Telephone	61,46,575	43,60,733
Printing and stationery	18,05,541	6,86,840
Professional Charges	1,13,82,164	1,30,08,361
Rent	38,17,550	39,87,973
Repairs and maintenance	54,82,811	23,95,438
Security charges	80,46,447	1,00,31,440
Tax and fee	29,17,902	94,92,239
Travelling and boarding	20,07,328	18,73,479
Water & Electricity	56,41,043	43,48,455
Loss on current investment due to market fluctuation	33,78,739	14,81,805
Property ,Plant and Equipment Writtenoff	-	5,86,721
Total ₹	10,10,48,129	11,40,37,460

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
Payment to the auditor: (excluding tax)		
as auditor	5,50,000	4,70,000
for taxation matters	3,00,000	75,000
for company law matters	-	-
for management services	-	-
for other services	-	-
for reimbursement of expenses	-	-
Total ₹	8,50,000	5,45,000

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

32 Income Tax

The components of income tax expense for the year ended 31 March 2020 and year ended 31 March 2019 are:

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
Current tax	51,30,740	58,51,180
Adjustment in respect of current income tax of prior years	(2,47,410)	(20,359)
Deferred tax relating to origination and reversal of temporary differences	(23,37,751)	(20,62,011)
Total tax charge	25,45,579	37,68,810
Current tax	48,83,330	58,30,821
Deferred tax	(23,37,751)	(20,62,011)

Reconciliation of Income tax expense:

Accounting profit before tax as per Ind AS	82,77,312	39,13,816
Add/(Less) : Ind AS Adjustments on PBT	-	3,78,906
Accounting profit before tax for IT Computation	82,77,312	42,92,722
Allowances / Disallowances and other adjustments (Net)	1,22,43,370	1,73,32,167
Adjusted profit / (Loss) before tax for Income Tax	2,05,20,682	2,16,24,889
<u>Current Tax as per Books</u>		
Tax at Normal Rate (Effective rate of 25.17%, March 2019: 27.82%)	50,58,085	54,91,762
Tax at Special Rate (Short Term Capital Gain Effective rate of 17.16%, March 2019: 16.69%, Long Term Capital Gain Effective rate of 22.56%, March 2019: 22.56%)	72,655	3,59,418
Adjustment of prior year tax and MAT Credit	(2,47,410)	(20,359)
Total Tax as given in Books	48,83,331	58,30,821
All India Statutory income tax rate of 25.17%, March 2019: 27.82%	51,30,740	58,51,180

Deferred Tax

The following table shows deferred tax recorded in the balance sheet and changes recorded in the Income tax expense:

	Deferred Tax Assets	Deferred Tax Liabilities	Income Statement	OCI	Others
	31-Mar-20	31-Mar-20	2019-20	2019-20	2019-20
Depreciation	64,27,210	-	6,85,109	-	-
Impairment allowance for financial assets	-	3,66,744	12,74,170	-	-
Remeasurement gain/ (loss) on defined benefit plan	-	1,78,122	-	(1,66,030)	-
Provisions	10,80,302	-	3,91,690	-	-
Financial assets measured at amortised cost	-	-	(49,138)	-	-
Other temporary differences	86,267	-	35,920	-	-
Total	75,93,779	5,44,866	23,37,751	(1,66,030.00)	-
Net Deferred tax liabilities as at 31 March, 2020	70,48,913	-			

	Deferred Tax Assets	Deferred Tax Liabilities	Income Statement	OCI	Others
	31-Mar-19	31-Mar-19	2018-19	2018-19	2018-19
Depreciation	57,42,101.00	-	24,97,644	-	-
Impairment allowance for financial assets	-	16,40,914	(7,05,828)	-	-
Remeasurement gain/ (loss) on defined benefit plan	-	12,092	-	450	-
Provisions	6,88,612.00	-	3,45,798	-	-
Financial assets measured at amortised cost	49,138.00	-	(1,25,950)	-	-
Other temporary differences	50,347.00	-	50,347	-	-
Total	65,30,198.00	16,53,006	20,62,011	450.00	-
Net Deferred tax liabilities as at 31 March, 2019	48,77,192.00	-			

	Deferred Tax Assets	Deferred Tax Liabilities
	01-Apr-18	01-Apr-18
Depreciation	32,44,457	-
Impairment allowance for financial assets	-	9,35,086
Remeasurement gain/ (loss) on defined benefit plan	-	12,542
Provisions	3,42,814	-
Financial assets measured at amortised cost	1,75,088	-
Other temporary differences	-	-
Total	37,62,359	9,47,628
Net Deferred tax asset as at 1 April, 2018	28,14,731	

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

33 Earnings per equity share

The following reflects the profit and share data used in the basic and diluted EPS computations:

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
Profit/(loss) after tax	57,31,734	1,45,006
Less : Dividends on convertible preference shares & tax thereon	-	-
Net profit/(loss) for calculation of basic EPS	57,31,734	1,45,006
Net profit as above	57,31,734	1,45,006
Add : dividends on convertible preference shares & tax thereon	-	-
Add : interest on bonds convertible into equity shares (net of tax)	-	-
Net profit/(loss) for calculation of diluted EPS (A)	57,31,734	1,45,006
Weighted average number of equity shares in calculating basic EPS (B)	3,84,49,965	3,44,55,507
Effect of dilution:		
Convertible preference shares	-	-
Weighted average number of equity shares in calculating diluted EPS (C)	3,84,49,965	3,44,55,507
Earnings Per Share (A/B) (Basic)	0.15	0.00
Earnings Per Share (A/C) (Diluted)	0.15	0.00
Par value per share	10.00	10.00

(All amounts are in Indian Rupees unless otherwise stated)

34 Retirement Benefit Plan

Defined Contribution Plan

The Company makes Provident Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹86,76,508/- (Previous Year: ₹68,24,120/-) for Provident Fund contributions and ₹37,17,516/- (Previous Year: ₹42,37,591/-) for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the Schemes.

Defined Benefit Plan

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service.

i) Gratuity

<i>Changes in Present value of obligation</i>	<i>As at 31-Mar-2020</i>	<i>As at 31-Mar-2019</i>	<i>As at 01-Apr-2018</i>
Present value of obligation at the beginning of the year	24,75,242	12,44,222	3,68,854
Acquisition adjustment	-	-	-
Interest cost	2,35,309	1,85,643	87,096
Past service cost	-	-	-
Current service cost	22,66,898	10,91,885	8,36,509
Curtailment cost	-	-	-
Settlement cost	-	-	-
Benefits paid	-	-	-
Actuarial gain/loss on obligation	30,062	4,38,540	(48,237)
Change in financial assumptions	(7,15,146)	(4,85,047)	
Experience variance	42,92,365	24,75,244	
Present value of obligations at the end of the year			12,92,460

Changes in fair value of plan assets
Not applicable as scheme is unfunded

Funded status
Not applicable as scheme is unfunded

Expense recognised in the statement of Profit/Loss	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Current service cost	22,66,898	10,91,885	8,36,509
Past service cost	-	-	-
Interest cost	2,35,309	1,85,643	87,096
Expected return of plan asset	-	-	-
Curtailment cost	-	-	-
Settlement cost	-	-	-
Actuarial gain/loss recognised in the year	(6,85,085)	-	-
Expense recognised in the statement of Profit/Loss	18,17,122	12,77,527	9,23,605

Actuarial assumptions	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Mortality table	IALM 2006-08 Ultimate table 65	IALM 2006-08 Ultimate table 65	IALM 2006-08 Ultimate table 62
Superannuation age	40 per 1000	40 per 1000	30 per 1000
Early retirement and disablement	7.5%	7.5%	7.0%
Discount rate	3%	5%	5%
Inflation rate	N/A	N/A	N/A
Return on asset	31	31	28
Remaining working life	Projected unit credit method	Projected unit credit method	Projected unit credit method
Formula used			

Movements in Liability			
	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Recognised in Balancesheet:			
Opening Net liability	24,75,242	12,44,222	3,68,854
Expenses as above	18,17,122	12,31,020	8,75,368
Contributions	-	-	-
Closing Net liability	42,92,365	24,75,242	12,92,460
Closing fund/provision at the end of year	42,92,365	24,75,242	12,92,460

Notes to Appendix B of AS 15(r 2005)

As the scheme is unfunded, charges to Profit/Loss account has been based on the following assumptions:

1. Previous obligation was provided for at last accounting date
2. Benefit to exits has been paid to debit of above provisions
3. Current obligation will be provided for at current accounting date
4. Gratuity amount has changed significantly since there is a change in the salary structure to streamline as per labor law. This has led to increase in Basic and DA components of salary, hence, leading to increase in gratuity liability

Experience adjustment	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Fair value on plan assets	NA	NA	NA
Status (Surplus/Deficit)	-	-	-
Actuarial Gain/Loss on plan assets	NA	NA	NA
Difference due to change in assumptions	-	-	-
Experience Adjustment of Plan Assets (Gain / loss)	-	-	-
Actuarial Gain/Loss on Obligation	(6,85,085)	(46,507)	(48,237)
Diference due to change in assumptions	(30,062)	(4,38,540)	-
Experience Adjustment of obligation (Gain/ loss)	(7,15,148)	(4,85,047)	(48,237)

Other Comprehensive Income	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Re-measurement costs or Actuarial (gains)/losses	-	-	-
- change in demographic assumptions	30,062	4,38,540	-
- change in financial assumptions	-	-	-
- experience variance (i.e. Actual experience vs assumptions)	(7,15,148)	(4,85,047)	(48,237)
Return on plan assets, excluding amount recognized in net interest expense	-	-	-
Re-measurement arising because of change in effect of asset ceiling	-	-	-
Components of defined benefit costs recognized in other comprehensive income	(6,85,085)	(46,507)	(48,237)

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

35 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. With regard to loans and advances to customers, the Company uses the same basis of expected repayment behaviour as used for estimating the EIR.

	As at 31-Mar-2020		As at 31-Mar-2019		As at 01-Apr-2018		Total
	Within 12 Months	After 12 Months	Within 12 Months	After 12 Months	Within 12 Months	After 12 Months	
Assets							
Financial Assets							
Cash and Cash Equivalents	15,19,59,467	-	15,19,59,467	9,26,80,691	-	9,26,80,691	4,56,84,387
Bank Balances other than above Loans	36,57,614	-	36,57,614	2,06,08,482	-	2,06,08,482	1,51,14,979
Investments	2,39,37,86,657	10,07,90,145	2,49,45,76,802	1,71,44,24,366	18,44,77,745	1,89,89,02,112	1,10,21,35,736
Other Financial Asset	34,97,681	22,98,94,199	23,33,91,880	1,21,38,945	-	1,21,38,945	-
	13,94,84,412	1,78,71,057	15,73,55,469	14,30,63,603	7,35,11,944	21,65,75,547	8,84,66,534
Total (A)	2,69,23,85,831	34,85,55,401	3,04,09,41,233	1,98,29,16,088	25,79,89,689	2,24,09,05,777	1,25,14,01,637
							19,37,75,144
Non-Financial Assets							
Current tax assets (net)	1,59,77,816	-	1,59,77,816	2,58,502	-	2,58,502	5,59,568
Deferred tax assets (net)	-	70,48,913	70,48,913	-	48,77,192	48,77,192	-
Property, Plant and Equipment	-	10,67,15,951	10,67,15,951	-	8,91,77,660	8,91,77,660	-
Right-of-Use Asset	20,55,566	4,66,86,686	4,87,42,252	44,62,262	3,10,28,373	3,54,90,635	15,59,152
Capital work in progress	-	68,36,786	68,36,786	-	43,72,390	43,72,390	-
Other Intangible assets	-	23,84,565	23,84,565	-	8,38,216	8,38,216	-
Other Non-Financial Asset	6,62,16,260	2,59,99,075	9,22,15,335	4,70,07,804	1,96,27,067	6,66,34,871	4,23,54,353
Total (B)	8,42,49,642	19,56,71,975	27,99,21,617	5,17,28,568	14,99,20,898	20,16,49,466	4,44,73,073
							17,27,81,858
Total Assets (A+B)	2,77,66,35,473	54,42,27,376	3,32,08,62,850	2,03,46,44,656	40,79,10,587	2,44,25,55,243	1,29,58,74,711
							36,65,57,002
							1,66,24,31,712

**Liabilities and Equity
Financial Liabilities**

Trade payables

(A) total outstanding
dues of micro
enterprises and small
enterprises; and

5,22,475	-	5,22,475	2,88,157	-	2,88,157	-	-
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(B) total outstanding
dues of creditors
other than micro
enterprises and
small enterprises.

52,96,329	-	52,96,329	43,56,008	-	43,56,008	68,85,701	68,85,701
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71,03,75,000	98,68,20,000	1,69,71,95,000	73,87,84,000	66,63,01,000	1,40,50,85,000	38,56,50,000	54,21,64,000	92,78,14,000
21,12,23,460	99,19,296	22,11,42,756	5,87,98,010	6,72,238	5,94,70,248	5,32,80,228	9,67,152	5,42,47,380
9,93,93,000	30,92,67,000	40,86,60,000	-	21,89,00,000	21,89,00,000	-	21,89,00,000	21,89,00,000
37,21,313	4,04,43,272	4,41,64,585	77,45,906	2,49,33,716	3,26,79,621	14,70,991	2,85,28,625	2,99,99,616
10,46,80,612	11,71,23,366	22,18,03,978	5,16,02,404	12,87,71,885	18,03,74,289	3,31,39,524	6,19,90,624	9,51,30,149

Total (C)	1,13,52,12,188	1,46,35,72,934	2,59,87,85,122	86,15,74,485	1,03,95,78,839	1,90,11,53,324	48,04,26,444	85,25,50,401	1,33,29,76,845
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Non-Financial Liabilities

Provisions	51,30,740	42,92,365	94,23,105	58,51,180	24,75,242	83,26,422	78,21,968	12,44,222	90,66,190
Other non-financial liabilities	99,18,614	-	99,18,614	46,30,838	-	46,30,838	29,14,101	-	29,14,101

Total (D)	1,50,49,354	42,92,365	1,93,41,719	1,04,82,018	24,75,242	1,29,57,260	1,07,36,069	12,44,222	1,19,80,291
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Total Liabilities (C+D)	1,15,02,61,542	1,46,78,65,299	2,61,81,26,841	87,20,56,503	1,04,20,54,081	1,91,41,10,583	49,11,62,513	85,37,94,623	1,34,49,57,136
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Net	1,62,63,73,931	(92,36,37,923)	70,27,36,008	1,16,25,88,153	(63,41,43,493)	52,84,44,660	80,47,12,198	(48,72,37,621)	31,74,74,577
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36 Change In Liabilities Arising From Financing Activities

Particulars	As at 31-Mar-2019			As at 31-Mar-2020		
	As at 31-Mar-2019	Cash Flows	Other	As at 31-Mar-2020	Cash Flows	Other
Debt Securities	1,40,50,85,000	29,21,10,000	-	1,69,71,95,000	-	-
Borrowings	5,94,70,248	16,16,72,508	-	22,11,42,756	-	-
Subordinate Liabilities	21,89,00,000	18,97,60,000	-	40,86,60,000	-	-
Total	1,68,34,55,248	64,35,42,508	-	2,32,69,97,756	-	-

Particulars	As at 01-Apr-2018			As at 31-Mar-2019		
	As at 01-Apr-2018	Cash Flows	Other	As at 31-Mar-2019	Cash Flows	Other
Debt Securities	92,78,14,000	47,72,71,000	-	1,40,50,85,000	-	-
Borrowings	5,42,47,380	52,22,868	-	5,94,70,248	-	-
Subordinate Liabilities	21,89,00,000	-	-	21,89,00,000	-	-
Total	1,20,09,61,380	48,24,93,868	-	1,68,34,55,248	-	-

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

37 Related party transactions

Names of related parties

<i>Relationship</i>	<i>Name of the party</i>
Key Management Personnel	Mr. Anilkumar K G (Managing Director) Ms. Umadevi Anilkumar (Whole Time Director) Ms. Karthika Potttekatt Surendranath (CS) (Appointed on 11/12/2019) Ms. Nandhini Vijayaragavan (CS) (Resigned on 23/10/2019) Mr. Subramanian R (CFO) Mr. Ramasamy Subramanian (Director) (Resigned on 15/07/2019) Mr. Sajish Gopalan (Independent Director) Mr. Nadarajan (Independent Director) Mr. Sudhakaran Polassery(Director) (Resigned on 07/03/2020) Mr. Saseendran Veliyath(Independent Director) (Resigned on 17/02/2020) Mr. Narayanan Raghumohan(Whole Time Director) (Appointed on 15/10/2019) Mr. Shinto Stanley(Independent Director) (Appointed on 03/12/2019) Mr. Wilson K K(Director)
Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	Salem Erode Investments Limited ICL Tours And Travels Private Limited ICL Chits Limited ICL Nidhi Limited ICL Medilab Private Limited Snow View Tex Collections Private Ltd Kichappu Entertainments Amaljith A Menon (Son of K G Anilkumar and Umadevi Anilkumar) Pankajakshy (Mother of Umadevi Anilkumar)

Particulars	Key Management Personnel/Directors		
	31-Mar-20	31-Mar-19	01-Apr-18
Balance outstanding at the period end:			
<u>Loan from Directors</u>	31,17,188	2,51,12,084	12,19,755
K G Anilkumar			
<i>Balance outstanding at the beginning</i>	2,46,63,794	6,87,921	1,72,793
<i>Amount Accepted</i>	1,20,69,760	13,52,55,140	6,93,83,650
<i>Amount Repaid</i>	3,43,26,345	11,12,79,267	6,88,68,522
<i>Balance outstanding at the period end</i>	24,07,209	2,46,63,794	6,87,921
Umadevi Anilkumar			
<i>Balance outstanding at the beginning</i>	4,48,290	5,31,834	54,606
<i>Amount Accepted</i>	6,63,349	32,18,290	62,58,212
<i>Amount Repaid</i>	4,01,660	33,01,834	57,80,984
<i>Balance outstanding at the period end</i>	7,09,979	4,48,290	5,31,834
<u>Sale of Investments</u>	-	-	3,15,000
K.G Anilkumar	-	-	3,15,000
<u>Property Loan including Interest receivable from Directors</u>	6,85,48,973	6,74,68,904	6,95,13,199
K G Anilkumar			
<i>Balance outstanding at the beginning</i>	6,74,68,904	6,82,00,000	-
<i>Amount Advanced</i>	-	-	6,82,00,000
<i>Interest Accrued</i>	98,39,239	1,19,90,340	-
<i>Amount Repaid</i>	87,59,170	1,27,21,436	-
<i>Balance outstanding at the period end</i>	6,85,48,973	6,74,68,904	6,82,00,000
Umadevi Anilkumar			
<i>Balance outstanding at the beginning</i>	-	13,13,199	-
<i>Amount Advanced</i>	-	-	30,00,000.00
<i>Interest Accrued</i>	-	4,30,380	3,30,579.00
<i>Amount Repaid</i>	-	17,43,579	20,17,380.00
<i>Balance outstanding at the period end</i>	-	-	13,13,199

37 Related party transactions (contd.)

Particulars	Key Management Personnel/Directors		
	31-Mar-20	31-Mar-19	01-Apr-18
<u>Advance against purchase of asset</u>	-	-	2,00,00,000.00
Umadevi Anilkumar	-	-	2,00,00,000.00
<u>Debenture Outstanding</u>	8,90,000	23,90,000	-
K G Anilkumar	-	10,00,000	-
Umadevi Anilkumar	8,90,000	13,90,000	-
<u>Debenture Accepted</u>	30,96,64,000	28,79,35,000	25,99,77,000
K G Anilkumar	30,96,64,000	28,79,35,000	25,99,77,000
<u>Subordinate Debt Outstanding</u>	4,50,69,000	2,48,99,000	2,10,14,000
K G Anilkumar	3,62,15,000	1,70,45,000	1,64,25,000
Umadevi Anilkumar	88,54,000	78,54,000	45,89,000
<u>Subordinate Debt Accepted</u>	1,85,50,000	-	1,19,86,000
K G Anilkumar	-	-	1,18,86,000
Umadevi Anilkumar	1,85,50,000	-	1,00,000
<u>Subscription to Equity Shares including premium</u>	4,02,85,000	4,96,50,000	1,73,05,965
K G Anilkumar	3,52,85,000	4,46,50,000	1,44,97,980
Umadevi Anilkumar	50,00,000	50,00,000	28,07,985
<u>Interest payable on Subordinate Debt</u>	1,30,88,562	75,46,946	42,67,556
K G Anilkumar	92,80,021	49,48,371	31,07,248
Umadevi Anilkumar	38,08,541	25,98,575	11,60,309
<u>Interest payable on Debenture</u>	54,854	38,018	-
K G Anilkumar	-	4,603	-
Umadevi Anilkumar	54,854	33,415	-
<u>Rent Payable</u>	17,860	17,010	16,200
Umadevi Anilkumar	17,860	17,010	16,200
Income recorded in the books:	98,39,239	1,24,20,720	89,17,237
K G Anilkumar	98,39,239	1,19,90,340	85,86,658
Umadevi Anilkumar	-	4,30,380	3,30,579
Expenses recorded in the books:			
<u>Remuneration to Directors</u>	57,61,251	54,00,000	42,27,000
K G Anilkumar	36,00,000	36,00,000	28,20,000
Umadevi Anilkumar	18,00,000	18,00,000	14,07,000
Raghu Mohan N	3,61,251	-	-
<u>Remuneration to others</u>	17,30,451	14,46,836	12,58,256
Binu Thomas (CS)	-	-	30,000
Sariga P Gokul (CS)	-	-	6,43,136
Karthika P S (CS)	2,39,033	-	-
Nandhini Vijayaragavan (CS)	5,61,418	7,28,772	1,11,780
Subramanian R (CFO)	9,30,000	7,18,064	4,73,340

37 Related party transactions (contd.)

Particulars	Key Management Personnel/Directors		
	31-Mar-20	31-Mar-19	01-Apr-18
<u>Interest on Debenture</u>	2,48,888	1,44,166	-
K G Anilkumar	96,000	1,10,000	-
Umadevi Anilkumar	1,52,888	34,166	-
<u>Interest on Subordinate Debt</u>	55,62,785	26,34,540	22,82,564
K G Anilkumar	40,69,921	16,86,256	16,58,269
Umadevi Anilkumar	14,92,864	9,48,284	6,24,295
<u>Sitting Fees paid to Directors</u> <u>(Excluding GST)</u>	5,00,000	1,50,000	35,000
Sajish Gopalan	1,00,000	30,000	11,000
Nadarajan	90,000	10,000	5,000
Praveesh P Thirupathy	-	-	8,000
Ramasamy Subramanian	20,000	30,000	8,000
Wilson K K	1,10,000	30,000	3,000
Sudhakaran Polassery	40,000	20,000	-
Saseendaran V	1,00,000	30,000	-
Shinto Stanly	40,000	-	-
<u>Rent</u>	2,38,140	2,26,800	2,16,000
Umadevi Anilkumar	2,38,140	2,26,800	2,16,000

Particulars	Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives		
	31-Mar-20	31-Mar-19	01-Apr-18
<u>Advances with Interest receivables from Sister Concerns</u>	6,58,03,956	9,37,35,230	14,81,80,140
ICL Chits Limited			
Balance outstanding at the beginning	2,17,06,451	1,93,53,868	49,26,042
Amount Advanced	-	-	1,37,21,910
Interest accrued	29,16,436	26,54,841	10,55,916
Amount Repaid	47,00,000	3,02,258	3,50,000
Balance outstanding with Interest Receivable at the period end	1,99,22,887	2,17,06,451	1,93,53,868
ICL Tours & Travels Private Limited			
Balance outstanding at the beginning	7,20,28,778	7,79,76,859	4,78,09,930
Amount Advanced	-	-	2,48,28,523
Interest accrued	94,52,290	99,51,865	79,38,406
Amount Repaid	3,56,00,000	1,58,99,945	26,00,000
Balance outstanding with Interest Receivable at the period end	4,58,81,068	7,20,28,778	7,79,76,859
ICL Builders Limited			
Balance outstanding at the beginning	-	-	3,97,42,801
Amount Advanced	-	-	1,11,06,613
Interest accrued	-	-	-
Amount Repaid	-	-	-
Balance outstanding with Interest Receivable at the period end	-	-	5,08,49,414
Snow View Tex Collections Private Ltd			
Balance outstanding at the beginning	-	-	49,00,000
Amount Advanced	-	-	-
Interest accrued	-	-	-
Amount Repaid	-	-	49,00,000
Balance outstanding with Interest Receivable at the period end	-	-	-

37 Related party transactions (contd.)

Particulars	Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives		
	31-Mar-20	31-Mar-19	01-Apr-18
<u>Advances with Interest payable to Subsidiary</u>			
Salem Erode Investments Limited			
<i>Balance outstanding at the beginning</i>	-	-	-
<i>Amount Accepted</i>	20,65,00,000	-	-
<i>Interest accrued</i>	24,94,973	-	-
<i>Amount Repaid</i>	-	-	-
<i>Balance outstanding with Interest Payable at the period end</i>	20,89,94,973	-	-
<u>Payable against Purchase</u>	-	-	14,510
Snow View Tex Collections Private Ltd	-	-	14,510
Income recorded in the books:	1,23,68,726	1,26,06,706	1,26,56,418
ICL Chits Limited	29,16,436	26,54,841	10,55,916
ICL Tours & Travels Private Limited	94,52,290	99,51,865	79,38,406
ICL Builders Limited	-	-	31,90,777
Snow View Tex Collections Private Ltd	-	-	4,71,319
<u>Purchase</u>	-	-	10,52,554
Snow View Tex Collections Private Ltd	-	-	10,52,554
Expense recorded in the books:	24,94,973	-	-
Salem Erode Investments Limited	24,94,973	-	-

Particulars	Relatives of key management personnel/directors		
	31-Mar-20	31-Mar-19	01-Apr-18
<u>Debenture Outstanding</u>	3,00,000	-	-
Amaljith A Menon	3,00,000	-	-
<u>Debenture Accepted</u>	33,73,03,000	-	28,49,89,000
Pankajakshy	33,73,03,000	-	28,49,89,000
<u>Subordinate Debt Outstanding</u>	6,20,000	-	-
Amaljith A Menon	6,20,000	-	-
<u>Subordinate Debt Accepted</u>	62,00,000	-	95,59,000
Pankajakshy	62,00,000	-	95,59,000
<u>Subscription to Equity Shares including premium</u>	10,00,000	-	-
Amaljith A Menon	10,00,000	-	-
<u>Interest payable on Subordinate Debt</u>	66,069	-	-
Amaljith A Menon	66,069	-	-
<u>Interest payable on Debenture</u>	64,795	-	-
Amaljith A Menon	64,795	-	-
<u>Interest on Debenture</u>	46,851	-	-
Amaljith A Menon	46,851	-	-
<u>Interest on Subordinate Debt</u>	87,380	-	-
Amaljith A Menon	87,380	-	-

Note:

- Related parties have been identified on the basis of declaration received by the management and other records available
- The remuneration to the key managerial personnel doesnot include the provisions made for gratuity, as they are determined on actuarial basis for the company as a whole.

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

38 First-Time Adoption Of Ind AS

These financial statements, for the year ended 31 March, 2020, are the first financial statements the Company has prepared in accordance with Ind AS. For periods up to and including the year ended 31 March, 2019, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP or previous GAAP).

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for year ending on 31 March, 2020, together with the comparative period data as at and for the year ended 31 March, 2019, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1 April, 2018, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 1 April, 2018 and the financial statements as at and for the year ended 31 March, 2019.

Exemptions applied:

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

1] Deemed cost of PPE / investment property and certain intangible assets

An entity may elect to measure an item of property, plant and equipment at the date of transition to Ind ASs at its fair value and use that fair value as its deemed cost at that date. Ind AS 16 further mandate that PPE should be recorded basis component accounting, Major overhaul expenses to be capitalized and other dismantling cost treatment etc.

Exemptions Availed

A first-time adopter to Ind ASs may elect to continue with the carrying value for all its property, plant and equipment as recognized in the financial statements as at the date of transition to Ind ASs, measured as per the previous GAAP and use that as its deemed cost as at the date of Transition.

ICL Fincorp Limited has taken that exemption and no revaluation has been done for the PPE as on date of Transition.

Estimates:

The estimates at 1 April, 2018 and at 31 March, 2019 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies) apart from the following items where application of Indian GAAP did not require estimation:

- FVPTL / FVOCI - equity and debt instrument
- Impairment of financial assets based on expected credit loss model

The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at 1 April, 2018, the date of transition to Ind AS and as of 31 March, 2019.

Equity Reconciliation for 1 April 2018

	Previous GAAP	Adjustment	Ind AS
Assets			
Financial Assets			
Cash and Cash Equivalents	4,56,84,387	-	4,56,84,387
Bank Balances other than above	1,51,14,979	-	1,51,14,979
Loans	1,29,62,39,504	(1,54,94,618)	1,28,07,44,886
Investments	-	-	-
Other Financial Asset	16,08,05,840	(5,71,73,312)	10,36,32,528
Total (A)	1,51,78,44,711	(7,26,67,930)	1,44,51,76,781
Non-Financial Assets			
Current tax assets (net)	5,59,568	-	5,59,568
Deferred tax assets (net)	56,86,989	(28,72,258)	28,14,731
Property, Plant and Equipment	8,98,09,465	-	8,98,09,465
Right to Use Asset	-	3,29,27,975	3,29,27,975
Capital work in progress	41,68,020	-	41,68,020
Other Intangible assets	10,65,762	-	10,65,762
Other Non-Financial Asset	2,53,61,495	6,05,47,916	8,59,09,411
Total (B)	12,66,51,299	9,06,03,633	21,72,54,932
Total Assets (A+B)	1,64,44,96,010	1,79,35,703	1,66,24,31,713
Liabilities and Equity			
Financial Liabilities			
Trade payables			
<i>(A) total outstanding dues of micro enterprises and small enterprises; and</i>	-	-	-
<i>(B) total outstanding dues of creditors other than micro enterprises and small enterprises.</i>	68,85,701	-	68,85,701
Debt Securities	92,78,14,000	-	92,78,14,000
Borrowings	5,42,49,133	(1,753)	5,42,47,380
Subordinate Liabilities	21,89,00,000	-	21,89,00,000
Lease Liability		2,99,99,616	2,99,99,616
Other financial liabilities	8,42,37,393	1,08,92,756	9,51,30,149
Total (C)	1,29,20,86,226	4,08,90,619	1,33,29,76,845
Non-Financial Liabilities			
Provisions	1,84,02,789	(93,36,599)	90,66,190
Other non-financial liabilities	1,38,06,857	(1,08,92,756)	29,14,101
Total (D)	3,22,09,646	(2,02,29,355)	1,19,80,291
Total Liabilities (C+D)	1,32,42,95,872	2,06,61,264	1,34,49,57,136
Equity			
Equity Share capital	25,39,40,180	-	25,39,40,180
Other Equity	6,62,59,958	(27,25,561)	6,35,34,397
Total Equity	32,02,00,138	(27,25,561)	31,74,74,577
Total Liabilities and equity	1,64,44,96,010	1,79,35,703	1,66,24,31,713

Equity Reconciliation for 31 March 2019

	Previous GAAP	Adjustment	Ind AS
Assets			
Financial Assets			
Cash and Cash Equivalents	9,26,80,691	-	9,26,80,691
Bank Balances other than above	2,06,08,482	-	2,06,08,482
Loans	1,90,96,74,513	(1,07,72,401)	1,89,89,02,112
Investments	1,19,04,481	2,34,464	1,21,38,945
Other Financial Asset	19,67,18,576	1,98,56,971	21,65,75,547
Total (A)	2,23,15,86,742	93,19,034	2,24,09,05,777
Non-Financial Assets			
Current tax assets (net)	2,58,502	-	2,58,502
Deferred tax assets (net)	89,65,356	(40,88,164)	48,77,192
Property, Plant and Equipment	8,91,77,660	-	8,91,77,660
Right-of-Use Asset	-	3,54,90,635	3,54,90,635
Capital work in progress	43,72,390	-	43,72,390
Other Intangible assets	8,38,216	-	8,38,216
Other Non-Financial Asset	9,08,79,814	(2,42,44,943)	6,66,34,871
Total (B)	19,44,91,937	71,57,529	20,16,49,466
Total Assets (A+B)	2,42,60,78,680	1,64,76,563	2,44,25,55,243
Liabilities and Equity			
Financial Liabilities			
Trade payables			
<i>(A) total outstanding dues of micro enterprises and small enterprises; and</i>	2,88,157	-	2,88,157
<i>(B) total outstanding dues of creditors other than micro enterprises and small enterprises.</i>	43,56,008	-	43,56,008
Debt Securities	1,40,50,85,000	-	1,40,50,85,000
Borrowings	5,94,71,352	(1,105)	5,94,70,248
Subordinate Liabilities	21,89,00,000	-	21,89,00,000
Lease Liability	-	3,26,79,621	3,26,79,621
Other financial liabilities	16,73,64,827	1,30,09,462	18,03,74,289
Total (C)	1,85,54,65,345	4,56,87,979	1,90,11,53,324
Non-Financial Liabilities			
Provisions	2,02,54,509	(1,19,28,087)	83,26,422
Other non-financial liabilities	1,76,40,300	(1,30,09,462)	46,30,838
Total (D)	3,78,94,809	(2,49,37,549)	1,29,57,260
Total Liabilities (C+D)	1,89,33,60,153	2,07,50,430	1,91,41,10,583
Equity			
Equity Share capital	35,93,29,240	-	35,93,29,240
Other Equity	17,33,89,286	(42,73,867)	16,91,15,420
Total Equity	53,27,18,526	(42,73,867)	52,84,44,660
Total Liabilities and equity	2,42,60,78,680	1,64,76,563	2,44,25,55,243

The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

Profit Reconciliation for the year ended 31 March 2019

	Previous GAAP	Adjustment	Ind AS
(I) Income			
Revenue from operations			
I) Interest Income	48,15,45,060	72,67,186	48,88,12,246
II) Revenue from other Financial Services	29,06,706	(15,58,620)	13,48,086
Other income	66,24,982	(25,25,964)	40,99,017
Total Revenue (I)	49,10,76,747	31,82,602	49,42,59,349
(II) Expenses			
Finance costs	19,80,58,503	37,48,617	20,18,07,120
Impairment of Financial Instruments	25,91,488	9,45,137	35,36,625
Employee benefits expense	12,60,80,720	46,507	12,61,27,227
Depreciation and amortization expense	2,32,88,149	2,15,48,951	4,48,37,100
Other expenses	13,67,65,164	(2,27,27,704)	11,40,37,460
Total Expenses (II)	48,67,84,025	35,61,509	49,03,45,533
(III) Profit/(loss) before tax (I) - (II)	42,92,722	(3,78,906)	39,13,816
(IV) Tax expenses			
Current tax	58,51,180	-	58,51,180
(Excess)/Short provision of Previous Years	(20,359)	-	(20,359)
Deferred tax(Income)/Expense	(32,78,367)	12,16,356	(20,62,011)
Total tax expense (IV)	25,52,454	12,16,356	37,68,810
(V) Profit/(loss) for the year (III) - (IV)	17,40,268	(15,95,262)	1,45,006
(VI) Other comprehensive income			
Items that will not be re classified to profit or loss - Remeasurements of the defined benefit asset	-	46,507	46,507
Income tax relating to items that will not be reclassified to profit or loss	-	450	450
Total other comprehensive income (VI)	-	46,957	46,957
Total comprehensive income for the year (V) + (VI)	17,40,268	(15,48,305)	1,91,963
<i>(Comprising profit and other comprehensive income for the year)</i>			

ICL FINCORP LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

39 Draw Down From Reserves

Details of Draw down from reserves, if any, are provided in Statement of Changes in Equity to these financial statements.

40 Additional Disclosures As Required By The Reserve Bank Of India

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Total Gold loan portfolio	2,31,18,86,891	1,66,49,08,077	1,03,23,96,875
Total Assets	3,32,08,62,850	2,44,25,55,243	1,66,24,31,713
Gold loan portfolio as a percentage of total assets	70%	68%	62%

41 Details of Auction held during the year

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
No. of Loan accounts	2,159	1,703	Nil
Principal amount Outstanding at the dates of auction(A)	6,41,13,920	6,11,33,806	Nil
Interest and Other charges Outstanding at the dates of auction(B)	3,50,60,050	3,18,69,760	Nil
Total(A+B)	9,91,73,970	9,30,03,566	Nil
Value fetched*	9,53,56,073	8,04,74,541	Nil

*excluding GST / Sales tax collected from the buyer.

No sister concerns participated in the auctions held during the period.

42 Contingent Liabilities, Commitments And Contracts

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
I. Contingent Liabilities			
Claims against the company not acknowledged as debts			
Demand from Income Tax Department on account of TDS default*	Nil	5,58,360	Nil
Guarantees	Nil	Nil	Nil
Other money for which the company is contingently liable	Nil	Nil	Nil
II. Commitments			
Estimated amounts of contracts remaining to be executed on capital account and not provided for.#	84,45,500	16,45,46,879	Nil
Uncalled liability on shares and other investments partly paid	Nil	Nil	Nil
Other commitments	Nil	Nil	Nil

Balance amount payable to S and A associates as per the Agreement for a construction work executed on 7th September 2019.

*The Income tax department has raised demand of ₹5,58,360/- on account of TDS Default. This happens due to clerical error in PAN data entry made by the company while filing the quarterly TDS return and company proposes to revise the return to remove PAN errors. Since the company didn't expects any liability after revising the return no provision has been made for the same.

43 Expenditure In Foreign Currency

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Expenditure in foreign currency	Nil	Nil	Nil

44 Utilisation of proceeds

During the period, the Company has raised ₹ 16,80,40,560/- (Previous Year: ₹21,07,78,120/-) by way of equity shares and securities premium, ₹96,28,10,000/- (Previous Year: ₹87.32,59,000/-) by way of secured non-convertible debentures and ₹ 18,97,60,000/- (Previous Year: Nil) by way of subordinated debts and the same has been utilised to meet the working capital requirements of the Company.

45 Comparatives

Previous year figures have been regrouped/reclassified, wherever considered necessary, to conform to this period's classification.

As per our report of even date
For Mohandas & Associates
Chartered Accountants
ICAI Firm Reg
No.: 02116S

For and on behalf of the board of directors of
ICL Fincorp Limited

Sd/-
Mohandas A
[Partner]
Membership no.: 036726

Sd/-
K G Anilkumar
[Managing Director]
(DIN:00766739)

Sd/-
Umadevi Anilkumar
[Director]
(DIN: 06434467)

Place: Thrissur
Date: 27th August 2020

Sd/-
Subramanian R
[Chief Financial Officer]
Place: Thrissur
Date: 27th August 2020

Sd/-
Karthika P S
[Company Secretary]

Schedule to the Standalone Balance Sheet of a NBFC

(₹ in lakhs)

Sl. No	Particulars		
		Amount outstanding	Amount overdue
	Liabilities side:		
(1)	Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:		
	(a) Debentures : Secured	18324	41
	: Unsecured (other than falling within the meaning of public deposits*)	0	0
	(b) Deferred Credits	0	0
	(c) Term Loans	115	0
	(d) Inter-corporate loans and borrowing	2087	0
	(e) Commercial paper	0	0
	(f) Public Deposits*		
	(g) Other Loans (specify nature)		
	(i) Subordinated Bond	4671	0
	(ii) Overdraft	0	0
	(iii) Loan against deposit	0	0
	(iv) Loan from Director	31	0
	*Please see Note 1 below		
(2)	Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :		
	(a) In the form of Unsecured debentures	0	0
	(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	0	0
	(c) Other public deposits	0	0
	* Please see Note 1 below		
	Assets side:	Amount outstanding	
(3)	Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:		
	(a) Secured	23983	
	(b) Unsecured	1024	
(4)	Break-up of Leased Assets and stock on hire and other assets counting towards AFC activities		
	(i) Lease assets including lease rentals under sundry debtors:		
	(a) Financial lease		0
	(b) Operating lease		0
	(ii) Stock on Hire including hire charges under sundry debtors:		
	(a) Asset on Hire		0
	(b) Repossessed assets		0
	(iii) Other loan counting towards AFC activities		
	(a) Loans where assets have been repossessed		0
	(b) Loans other than (a) above		0

(5)	Break-up of Investments:			
	<u>Current Investments :</u>			
	1. <u>Quoted</u>			
	(i) Shares: (a) Equity		35	
	(b) Preference		0	
	(ii) Debentures and Bonds		0	
	(iii) Units of Mutual funds		0	
	(iv) Government securities		0	
	(v) Others (please specify)		0	
	2. <u>Unquoted:</u>			
	(i) Shares: (a) Equity		0	
	(b) Preference		0	
	(ii) Debentures and Bonds		0	
	(iii) Units of Mutual funds		0	
	(iv) Government securities		0	
	(v) Others (please specify)		0	
	<u>Long term Investments:</u>			
	1. <u>Quoted</u>			
	(i) Shares: (a) Equity		2299	
	(b) Preference		0	
	(ii) Debentures and Bonds		0	
	(iii) Units of Mutual funds		0	
	(iv) Government securities		0	
	(v) Others (please specify)		0	
	2. <u>Unquoted:</u>			
	(i) Shares: (a) Equity		0	
	(b) Preference		0	
	(ii) Debentures and Bonds		0	
	(iii) Units of Mutual funds		0	
	(iv) Government securities		0	
	(v) Others (please specify)		0	
(6)	Borrower Group-wise classification of assets financed as in (3) and (4) above :			
	Please see Note 2 below			
	Category	Amount net of provisions		
		Secured	Unsecured	Total
	1. Related Parties**			
	(a) Subsidiaries	0	0	0
	(b) Companies in the same group	0	489	489
	(c) Other related Parties	651	0	651
	2. Other than related parties	23289	516	23805
	Total	23941	1005	24946

(7)	Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):		
	Please see note 3 below		
	Category	Market value/Break-up or fair value or NAV	Book value (net of Provisions)
	1. Related Parties**		
	(a) Subsidiaries	2299	2299
	(b) Companies in the same group	Nil	Nil
(c) Other related Parties	Nil	Nil	
2. Other than related parties	35	35	
Total	35	35	
**As per Accounting Standard of ICAI (Please see Note 3)			
(8)	Other information		
	Particulars		Amount
	(i) <u>Gross Non-Performing Assets</u>		
	(a) Related Parties		0
	(b) Other than related parties		292
	(ii) <u>Net Non-Performing Assets</u>		
	(a) Related Parties		0
	(b) Other than related parties		265
(iii) Asset acquired in Satisfaction of Debt		0	

Notes:

- 1) As defined in point xix of paragraph 3 of Chapter -2 of these Directions.
- 2) Provisioning norms shall be applicable as prescribed in these Directions.
- 3) All Relevant Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, Market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in column (5) above.

As per our report of even date

**For Mohandas & Associates
Chartered Accountants**

ICAI Firm Reg No.: 02116S

Sd/-

Mohandas A

[Partner]

Membership no.: 036726

**For and on behalf of the board of directors of
ICL Fincorp Limited**

Sd/-

K G Anilkumar

[Managing Director]

(DIN:00766739)

Sd/-

Subramanian R

[Chief Financial Officer]

Sd/-

Umadevi Anilkumar

[Director]

(DIN: 06434467)

Sd/-

Karthika P S

[Company Secretary]

Place: Thrissur

Date: 27th August 2020

INDEPENDENT AUDITOR'S REPORT

To the members of ICLFincorp Limited

Report on the Audit of the Consolidated Financial Statements Qualified Opinion

We have audited the accompanying Consolidated Financial statements of **M/s. ICL Fincorp Limited** ("the Holding Company") and its subsidiary, (the Holding Company and its subsidiary together referred to as the "Group"), which comprises the Consolidated Balance Sheet as at 31stMarch, 2020, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report and based on the consideration of reports of other auditor on Separate financial statements/ financial information of the subsidiary referred to the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India as referred to notes to consolidated financial statements, of the consolidated state of affairs of the Group as at March 31, 2020, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Qualified Opinion

As on 31st March 2020, the Holding Company has deferred advertisement and business promotion expenditure of ₹1,96,27,066/- (Incurred up to 31st March 2018 less amortized till 31st March 2020) and it is disclosed as an asset (Note 16 of consolidated financial statement) under the head "Non-Financial Assets". As it is not possible to identify future economic benefits that are attributable only due to this advertisement cost, we are of the opinion that it cannot be capitalized as an asset, as Ind AS 38 prohibits recognizing the same as an asset. Accordingly the Reserves and Surplus balance of consolidated financial statement is inflated to the extent of ₹1,96,27,066/- .

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group 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 consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor in terms of their reports referred to in the sub-paragraph (a) of the Other Matters section below, is sufficient and appropriate to provide a basis for our qualified audit opinion on the consolidated financial statements.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the company as it is an unlisted company.

Information other than the financial statements and auditor's report thereon.

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

- Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiary audited by the other auditor, to the extent it relates to this entity and, in doing so, place reliance on the work of the other auditor and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiary, is traced from their financial statements audited by the other auditor.

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

Management's responsibility for the consolidated financial statements

The Holding 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 consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the Company's financial reporting process of the Group.

Auditor's responsibility for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the consolidated financial statements of which we are the independent auditors. For the other entity included in the consolidated financial statements, which have been audited by the other auditor, such other auditor remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosures about the matter or when, in extremely rare circumstances, we determine that a matter should be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

a) We did not audit the financial statements / financial information of the subsidiary, whose financial statements reflect total assets of ₹25.20 crores as at 31 March 2020, total revenues of ₹1.20 crores and net cash outflows amounting to ₹ 29.37 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information has been audited by other auditor whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditor.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditor.

The comparative financial information of the Group for the year ended 31 March, 2019 and the related transition date opening balancesheet as at 1 April, 2018 included in these consolidated financial statements.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditor on the separate financial statement/ financial information of the subsidiary referred to in the other matters section above we report, to the extent applicable 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 of the aforesaid consolidated financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books, returns and the reports of the other auditors.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act, except for the possible effects of the matter described in the basis for qualified opinion paragraph.

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2020 taken on record by the Board of Directors of the Company and the reports of the statutory auditor of its subsidiary company incorporated in India, none of the directors of the subsidiary company is disqualified as on 31st March, 2020 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 and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors reports of the Holding company and subsidiary company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of those companies.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

- i. The Group does not have any pending litigations which would impact its financial position.
- ii. The Group does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India.

For Mohandas & Associates
Chartered Accountants
ICAI Firm Reg No: 02116S

Sd/-
Mohandas A
[Partner]
Membership No.036726
UDIN: 20036726AAAAKJ5779

Place: Thrissur
Date: 27rd August 2020

ANNEXURE A

Annexure 'A' to the Independent Auditors' Report of **ICL Fincorp Limited** for the period ended 31st March, 2020

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31 March, 2020, we have audited the internal financial controls over financial reporting of **ICL Fincorp Limited** ('the Holding Company') and its subsidiary company, which includes internal financial controls over financial reporting of the Company's and its subsidiary which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 the respective 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 internal financial controls over financial reporting of the Holding Company, its subsidiary company, which are incorporated in India, based on our audit. We conducted our audit in accordance with the guidance note on audit of internal financial controls over financial reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 and the audit evidence obtained by the other auditor of the subsidiary company, which is company incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding Company and its subsidiary company, which is company incorporated in India.

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

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 and based on the consideration of the reports of the other auditor referred to in the Other Matters paragraph below, the Holding Company and its subsidiary company, which is company incorporated in India, have, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, based on the criteria for internal financial control over financial reporting established by the respective Companies considering the essential components of internal control stated in the guidance note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to one subsidiary company, which is a company incorporated in India, is based solely on the corresponding reports of the auditor of such company incorporated in India.

Our opinion is not modified in respect of the above matters.

For Mohandas & Associates
Chartered Accountants
ICAI Firm Reg No:02116S

Sd/-
Mohandas A
[Partner]
Membership No.036726
UDIN: 20036726AAAKJ5779

Place: Thrissur
Date: 27th August 2020

ICL FINCORP LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

Assets	Notes	31-Mar-20	31-Mar-19	01-Apr-18
Financial Assets				
Cash and Cash Equivalents	8	15,21,33,182	9,26,80,691	4,56,84,387
Bank Balances other than above	9	36,57,614	2,06,08,482	1,51,14,979
Loans	10	2,49,44,26,897	1,89,89,02,112	1,28,07,44,886
Investments	11	87,17,703	1,21,38,945	-
Other Financial Asset	12	15,73,55,469	21,65,75,547	10,36,32,528
		2,81,62,90,866	2,24,09,05,777	1,44,51,76,781
Non-Financial Assets				
Current tax assets	13	1,59,77,816	2,58,502	5,59,568
Deferred tax assets (net)	33	2,83,48,546	48,77,192	28,14,731
Property, Plant and Equipment	14(A)	10,67,15,951	8,91,77,660	8,98,09,465
Capital work in progress		68,36,786	43,72,390	41,68,020
Right-of-Use Asset	14(B)	4,87,42,252	3,54,90,635	3,29,27,975
Goodwill		4,77,96,409	-	-
Other Intangible Assets	15	23,84,565	8,38,216	10,65,762
Other Non-Financial Asset	16	10,90,12,959	6,66,34,871	8,59,09,411
		36,58,15,283	20,16,49,466	21,72,54,932
TOTAL ₹		3,18,21,06,149	2,44,25,55,243	1,66,24,31,713
Liabilities and Equity				
Financial Liabilities				
Trade payables	17			
(A) total outstanding dues of micro enterprises and small enterprises; and		5,22,475	2,88,157	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		52,96,329	43,56,008	68,85,701
Debt Securities	18	1,69,71,95,000	1,40,50,85,000	92,78,14,000
Borrowings (Other than Debt Securities)	19	1,46,42,756	5,94,70,248	5,42,47,380
Subordinate Liabilities	20	40,86,60,000	21,89,00,000	21,89,00,000
Lease Liability	14(B)	4,41,64,585	3,26,79,621	2,99,99,616
Other financial liabilities	21	21,97,06,867	18,03,74,289	9,51,30,149
		2,39,01,88,011	1,90,11,53,324	1,33,29,76,845
Non-Financial Liabilities				
Provisions	22	2,22,83,025	83,26,422	90,66,190
Other non-financial liabilities	23	99,20,714	46,30,838	29,14,101
		3,22,03,739	1,29,57,260	1,19,80,291
Equity				
Equity Share capital	24	44,33,49,520	35,93,29,240	25,39,40,180
Other Equity	25	25,90,58,319	16,91,15,420	6,35,34,397
Equity attributable to equity holders of parent		70,24,07,839	52,84,44,660	31,74,74,577
Non-controlling Interest		5,73,06,561	-	-
Total equity		75,97,14,400	52,84,44,660	31,74,74,577
TOTAL ₹		3,18,21,06,149	2,44,25,55,243	1,66,24,31,713

Summary of significant accounting policies 6.0

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Mohandas & Associates
Chartered Accountants

ICAI Firm Reg No.: 02116S

Sd/-

Mohandas A

[Partner]

Membership no.: 036726

Place: Thrissur

Date: 27th August 2020

For and on behalf of the board of directors of
ICL Fincorp Limited

Sd/-

K G Anilkumar

[Managing Director]

(DIN:00766739)

Sd/-

Subramanian R

[Chief Financial Officer]

Place: Thrissur

Date: 27th August 2020

Sd/-

Umadevi Anilkumar

[Director]

(DIN: 06434467)

Sd/-

Karthika P S

[Company Secretary]

ICL FINCORP LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

	Notes	31-Mar-20	31-Mar-19
(I) Income			
Revenue from operations	26		
I) Interest Income		57,76,79,771	48,88,12,246
II) Revenue from other Financial Services		6,84,108	13,48,086
Other income	27	14,75,338	40,99,017
Total Revenue (I)		57,98,39,217	49,42,59,349
(II) Expenses			
Finance costs	28	25,67,97,698	20,18,07,120
Impairment of Financial Instruments	29	(42,36,958)	35,36,625
Employee benefits expense	30	15,27,04,965	12,61,27,227
Depreciation and amortization expense	31	5,56,68,641	4,48,37,100
Other expenses	32	11,11,39,435	11,40,37,460
Total Expenses (II)		57,20,73,781	49,03,45,533
(III) Profit/(loss) before tax (I) - (II)		77,65,436	39,13,816
(IV) Tax expenses	33		
Current tax		53,64,448	58,51,180
(Excess)/Short provision of Previous Years		(2,47,410)	(20,359)
Deferred tax(Income)/Expense		(18,83,106)	(20,62,011)
Total tax expense (IV)		32,33,932	37,68,810
(V) Profit/(loss) for the year (III) - (IV)		45,31,505	1,45,006
(VI) Other comprehensive income			
Items that will not be re classified to profit or loss - Remeasurements of the defined benefit asset		6,85,085	46,507
Income tax relating to items that will not be reclassified to profit or loss		(1,66,030)	450
Total other comprehensive income (VI)		5,19,055	46,957
Total comprehensive income for the year (V) + (VI)		50,50,560	1,91,963
<i>(Comprising profit and other comprehensive income for the year)</i>			
Profit for the year attributable to			
Equity holders of the parent		48,19,200	-
Non-Controlling Interest		(2,87,695)	-
Other comprehensive income for the year, net of tax			
Equity holders of the parent		5,19,055	-
Non-Controlling Interest		-	-
Total comprehensive income for the year, net of tax			
Equity holders of the parent		53,38,255	-
Non-Controlling Interest		(2,87,695)	-
Earnings per equity share	34		
<i>[nominal value of share ₹10]</i>			
(Basic)		0.12	0.00
(Diluted)		0.12	0.00

Summary of significant accounting policies

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Mohandas & Associates
Chartered Accountants
ICAI Firm Reg No.: 02116S

Sd/-
Mohandas A
[Partner]
Membership no.: 036726

Place: Thrissur
Date: 27th August 2020

For and on behalf of the board of directors of
ICL Fincorp Limited

Sd/-
K G Anilkumar
[Managing Director]
(DIN:00766739)

Sd/-
Subramanian R
[Chief Financial Officer]
Place: Thrissur
Date: 27th August 2020

Sd/-
Umadevi Anilkumar
[Director]
(DIN: 06434467)

Sd/-
Karthika P S
[Company Secretary]

ICL FINCORP LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

Particulars	31-Mar-20	31-Mar-19
Net Profit before tax	77,65,436	39,13,816
Adjustments for:		
Depreciation and amortization expense	5,56,68,641	2,32,88,149
Impairment on financial instruments	(44,41,143)	35,36,625
Profit on sale of Property ,Plant and Equipment	-	(10,00,000)
Provision for Gratuity	25,02,208	12,77,527
Loss on current investment due to market fluctuation	51,75,733	14,81,805
Finance cost	25,92,92,671	20,18,07,120
Interest on Fixed deposit	(11,26,618)	(25,25,964)
Dividend on Investments	(1,43,001)	(7,500)
Lease payments	3,03,26,034	2,24,93,240
Property ,Plant and Equipment Writtenoff	-	5,86,721
Net Gain/(Loss) on sale of investments	(4,93,677)	(8,84,548)
Operating profit before working capital changes	35,45,26,284	25,39,66,991
Changes in working capital :		
Decrease / (increase) in non-financial asset	(2,55,80,464)	1,92,74,540
Decrease / (increase) in loans	(38,45,83,643)	(62,16,93,850)
Decrease / (increase) in investments	(22,12,52,935)	(1,21,38,945)
Decrease / (increase) in current tax assets	(1,57,19,314)	3,01,067
Decrease / (increase) in other financial asset	5,10,48,236	(11,29,43,019)
Increase / (decrease) in trade payables	8,16,262	(2,41,536)
Increase / (decrease) in other financial liabilities	3,83,44,930	8,52,44,141
Increase / (decrease) in Lease Liability (Net)	1,14,84,964	26,80,005
Increase / (decrease) in other non-financial liabilities	61,27,058	17,16,737
Increase / (decrease) in other bank balance	20,25,00,000	-
Cash generated from / (used in) operations	1,77,11,380	(38,58,33,869)
Net income Taxes Paid	(47,64,823)	78,01,609
Net cash flow from/ (used in) operating activities (A)	2,24,76,203	(39,36,35,478)
Cash flows from investing activities		
Net Gain/(Loss) on sale of investments	4,93,677	8,84,548
Loss on current investment due to market fluctuation	(33,02,112)	(14,81,805)
Purchase of property, plant and equipments including CWIP	(4,69,63,426)	(2,40,19,889)
Dividend on Investments	1,43,001	7,500
Purchase of intangible assets	(20,23,376)	-
Sale of property, plant and equipments	-	18,00,000
Bank balance not considered as cash and cash equivalents	1,69,50,868	(54,93,503)
Net cash flow from/ (used in) investing activities (B)	(3,47,01,367)	(2,83,03,150)
Cash flows from financing activities		
Proceed from Debt Security (Net)	29,21,10,000	47,72,71,000
Proceed from Borrowings (Net)	(25,13,27,492)	52,22,868
Proceed from Subordinate Liabilities (Net)	18,97,60,000	-
Finance cost	(25,92,92,671)	(20,18,07,120)
Interest on Fixed deposit	11,26,618	25,25,964
Proceeds from issue of equity share capital	8,40,20,280	10,53,89,060
Proceeds from securities premium	8,40,20,280	10,53,89,060
Lease payments	(3,03,26,034)	(2,24,93,240)
Right to Use Asset (Net)	(4,14,82,492)	(25,62,661)
Dividend paid	(41,622)	-
Net cash flow from/ (used in) in financing activities (C)	6,85,66,868	46,89,34,931
Net increase/(decrease) in cash and cash equivalents (A + B + C)	5,63,41,704	4,69,96,304
Cash and cash equivalents at the beginning of the year	9,57,91,478	4,56,84,387
Cash and cash equivalents at the end of the year	15,21,33,182	9,26,80,691
Components of cash and cash equivalents		
Cash on hand	4,35,86,748	3,51,58,924
With banks	10,85,46,434	5,75,21,766
Total cash and cash equivalents (Note 8)	15,21,33,182	9,26,80,691

Summary of significant accounting policies

As per our report of even date

For Mohandas & Associates
Chartered Accountants
ICAI Firm Reg No.: 021165

Sd/-
Mohandas A
[Partner]
Membership no.: 036726

Place: Thrissur
Date: 27th August 2020

For and on behalf of the board of directors of
ICL Fincorp Limited

Sd/-
K G Anilkumar
[Managing Director]
(DIN:00766739)
Sd/-
Subramanian R
[Chief Financial Officer]
Place: Thrissur
Date: 27th August 2020

Sd/-
Umadevi Anilkumar
[Director]
(DIN: 06434467)
Sd/-
Karthika P S
[Company Secretary]

6

ICL FINCORP LIMITED**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 - MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

	Number	Amount
A Equity Share capital		
Balance at the beginning of the reporting period As at 01-Apr-2018	25394018	25,39,40,180
Changes in equity share capital during the year	10538906	10,53,89,060
Balance at the end of the reporting period As at 31-Mar-2019	35932924	35,93,29,240
Changes in equity share capital during the year	8402028	8,40,20,280
Balance at the end of the reporting period As at 31-Mar-2020	44334952	44,33,49,520

B Other Equity

	Reserves and Surplus					Other comprehensive income (Actuarial gain/(loss))	Total
	Statutory Reserves	Impairment Reserves	Securities Premium Reserves	Capital Reserve	Retained Earnings		
Balance as at 01-Apr-2018	32,41,973	35,10,232	5,39,67,535	-	27,78,962	35,695	6,35,34,397
Dividends	-	-	-	-	-	-	-
Transfer to/from retained earnings	4,00,000	2,07,417	-	-	(6,07,417)	-	-
Other Additions/ Deductions during the year							
Other Comprehensive Income (Net of Taxes)	-	-	-	-	-	46,957	46,957
Securities premium received during the year	-	-	10,53,89,060	-	-	-	10,53,89,060
Profit for the year (net of taxes)	-	-	-	-	1,45,006	-	1,45,006
Balance as at 31-Mar-2019	36,41,973	37,17,649	15,93,56,595	-	23,16,551	82,652	16,91,15,420

B Other Equity (Contd.)

	Reserves and Surplus					Other Comprehensive Income	Total
	Statutory Reserves	Impairment Reserves	Securities Premium Reserves	Capital Reserve	General Reserve		
Balance as at 31-Mar-2019	36,41,973	37,17,649	15,93,56,595		23,16,551	82,652	16,91,15,420
Dividends	-	-	-	-	-	-	-
Transfer to/from retained earnings	14,00,000	8,57,099	-	-	(22,57,099)	-	-
Other Additions/ Deductions during the year							
Other Comprehensive Income (Net of Taxes)	-	-	-	-	-	5,19,055	5,19,055
Securities premium received during the year	-	-	8,40,20,280	-	-	-	8,40,20,280
Profit for the period (net of taxes)	-	-	-	-	45,31,505	-	45,31,505
Others	-	-	-	-	8,72,059	-	8,72,059
Balance as at 31-Mar-2020	50,41,973	45,74,748	24,33,76,875		54,63,016	6,01,707	25,90,58,319

As per our report of even date
For Mohandas & Associates
Chartered Accountants
 ICAI Firm Reg No.: 021165

Sd/-
Mohandas A
 [Partner]
 Membership no.: 036726

For and on behalf of the board of directors of
ICL Fincorp Limited

Sd/-
K G Anilkumar
 [Managing Director]
 (DIN:00766739)

Sd/-
Umadevi Anilkumar
 [Director]
 (DIN: 06434467)

Sd/-
Karthika P S
 [Company Secretary]
 Place: Thrissur
 Date: 27th August 2020

Sd/-
Subramanian R
 [Chief Financial Officer]

Place: Thrissur
 Date: 27th August 2020

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

1 CORPORATE INFORMATION

ICL Fincorp Limited ('the Company' or 'the Holding Company') was incorporated as Jawahar Finance Limited on 9th December, 1991 at Chennai. The Company was later renamed to Irinjalakuda Credits & Leasing Company Limited on 26th April, 2004, which was further renamed to ICL Fincorp Limited on 8th May, 2016. The company is a non-deposit accepting Non Banking Financial Company (NBFC) which provides a wide range of fund-based services including Gold loans, Business loans, Hypothecation loans, Property loans etc. The company currently operates through 164 branches spread across country.

The Company has one subsidiary, Salem Erode Investments Limited which is incorporated in India. The date of acquisition was on 17th February, 2020. The Company along with the subsidiary is collectively referred to as "Group"

Salem Erode Investments Limited was incorporated as a non-banking financial company (NBFC) registered with the Reserve Bank of India under the category of Loan Company.

2 BASIS OF PREPARATION

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time). The consolidated financial statements have been prepared under the historical cost convention, as modified by the application of fair value measurements required or allowed by relevant Accounting Standards. Accounting policies have been consistently applied to all periods presented, unless otherwise stated

The Group has adopted Indian Accounting Standards ("Ind AS") with effect from 1 April, 2019 and the effective date of transition being 1 April, 2018. Accordingly, the above financial statements have been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India mainly considering the Master Directions issued by the Reserve Bank of India ("RBI") as applicable to a non deposit accepting NBFC. The financial statements for the year ended 31 March, 2019 and the opening Balance Sheet as at 1 April, 2018 have been restated in accordance with Ind AS for comparative information. Reconciliations and explanations of the effect of the transition from previous GAAP to Ind AS on the Company's Balance Sheet & Statement of Profit and Loss are provided in note 39.

The preparation of Consolidated financial statements requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and the disclosed amount of contingent liabilities. Areas involving a higher degree of judgement or complexity, or areas where assumptions are significant to the Group are discussed in Note 7 - Significant accounting judgements, estimates and assumptions.

The Consolidated financial statements are presented in Indian Rupees (INR) except when otherwise indicated.

3 PRESENTATION OF FINANCIAL STATEMENT

The Consolidated financial statements of the Group are presented as per Schedule III (Division III) of the Companies Act, 2013 applicable to NBFCs, as notified by the Ministry of Corporate Affairs (MCA). Financial assets and financial liabilities are generally reported on a gross basis except when, there is an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event and the parties intend to settle on a net basis in the following circumstances:

- (i) The normal course of business
- (ii) The event of default
- (iii) The event of insolvency or bankruptcy of the Company and/or its counterparties.

4 STATEMENT OF COMPLIANCE

These Consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 and the other relevant provisions of the Act.

5 BASIS OF CONSOLIDATION

The consolidated financial statements comprise the financial statements of the Company and its subsidiary as at 31 March, 2020. The Company consolidates a subsidiary when it controls it. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

The contractual arrangement with the other vote holders of the investee

- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31 March.

Consolidation procedure:

- a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiary. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- b) Offset (eliminate) the carrying amount of the parent's investment in subsidiary and the parent's portion of equity of subsidiary. Business combinations policy explains how to account for any related goodwill.
- c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of OCI are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiary to bring their accounting policies in line with the Group's accounting policies. All intra-group assets, liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

6 SIGNIFICANT ACCOUNTING POLICIES (ALSO REFER NOTE 2 ABOVE)

Significant Accounting Policies adopted in the Preparation and Presentation of Financial Statements are as under:-

A. FINANCIAL INSTRUMENTS

(I) Classification of financial instruments

The Group classifies its financial assets into the following measurement categories:

- i) Financial assets to be measured at amortised cost.
- ii) Financial assets to be measured at fair value through other comprehensive income.
- iii) Financial assets to be measured at fair value through profit or loss account.

The classification depends on the contractual terms of the financial assets' cash flows and the Group's business model for managing financial assets. The Group determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The business model is assessed on the basis of aggregated portfolios based on observable factors. These factors include:

- Reports reviewed by the entity's key management personnel on the performance of the financial assets.
- The risks impacting the performance of the business model (and the financial assets held within that business model) and its management thereof.
- The compensation of the managing teams (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 trades. The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account.

The Group also assesses the contractual terms of financial assets on the basis of its contractual cash flow characteristics that are solely for the payments of principal and interest on the principal amount outstanding. 'Principal' is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/discount).

In making this assessment, the Group considers whether the contractual cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss.

The Group classifies its financial liabilities at amortised costs unless it has designated liabilities at fair value through the profit and loss account or is required to measure liabilities at fair value through profit or loss such as derivative liabilities.

(II) Financial assets measured at amortised cost

These Financial assets comprise bank balances, Loans, investments and other financial assets.

Financial Assets with contractual terms that give rise to cash flows on specified dates, and represent solely payments of principal and interest on the principal amount outstanding; and are held within a business model whose objective is achieved by holding to collect contractual cash flows are measured at amortised cost.

These financial assets are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at amortised cost. Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of a financial asset or a financial liability.

(III) Financial assets measured at fair value through other comprehensive income

Debt instruments

Investments in debt instruments are measured at fair value through other comprehensive income where they have:

- a) contractual terms that give rise to cash flows on specified dates, that represent solely payments of principal and interest on the principal amount outstanding; and
- b) are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.

These debt instruments are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at fair value. Gains and losses arising from changes in fair value are included in other comprehensive income (a separate component of equity). Impairment losses or reversals, interest revenue and foreign exchange gains and losses are recognised in profit and loss. Upon disposal, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the statement of profit and loss. As at the reporting date the Group does not have any financial instruments measured at fair value through other comprehensive income.

Equity instruments

Investments in equity instruments are generally accounted for as at fair value through the profit and loss account unless an irrevocable election has been made by management to account for at fair value through other comprehensive income. Such classification is determined on an instrument by instrument basis. Contingent consideration recognised by the Group in a business combination to which Ind AS 103 'Business Combination' applies are measured at fair value through profit and loss account, where amounts presented in other comprehensive income for equity instruments are not subsequently transferred to profit or loss. Dividends on such instruments are recognised in profit or loss. As at the reporting date the Group does not have any equity instruments measured at fair value through other comprehensive income.

(IV) Items at fair value through profit or loss

Items at fair value through profit or loss comprise:

- Investments (including equity shares) held for trading;
- Items specifically designated as fair value through profit or loss on initial recognition; and
- Debt instruments with contractual terms that do not represent solely payments of principal and interest.

Financial instruments held at fair value through profit or loss are initially recognised at fair value, with transaction costs recognised in the statement of profit and loss as incurred. Subsequently, they are measured at fair value and any gains or losses are recognised in the statement of profit and loss as they arise.

Financial instruments held for trading

A financial instrument is classified as held for trading if it is acquired or incurred principally for selling or repurchasing in the near term, or forms part of a portfolio of financial instruments that are managed together and for which there is evidence of short-term profit taking, or it is a derivative not designated in a qualifying hedge relationship.

Trading derivatives and trading securities are classified as held for trading and recognised at fair value.

(V) Debt securities and other borrowed funds

After initial measurement, debt issued and other borrowed funds are subsequently measured at amortised cost. Amortised cost is calculated by taking into account any discount or premium on issue funds, and transaction costs that are an integral part of the Effective Interest Rate (EIR).

(VI) Recognition and derecognition of financial assets and liabilities

A financial asset or financial liability is recognised in the balance sheet when the Group becomes a party to the contractual provisions of the instrument, which is generally on trade date. Loans and receivables are recognised when cash is advanced (or settled) to the borrowers. Financial assets at fair value through profit or loss are recognised initially at fair value. All other financial assets are recognised initially at fair value plus directly attributable transaction costs.

The Group derecognises a financial asset when the contractual cash flows from the asset expire or it transfers its rights to receive contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership are transferred. Any interest in transferred financial assets that is created or retained by the Group is recognised as a separate asset or liability. A financial liability is derecognised from the balance sheet when the Group has discharged its obligation or the contract is cancelled or expires.

(VII) Impairment of financial assets

The Group recognises impairment allowance for expected credit loss on financial assets held at amortised cost. In addition to that the Group has provided for Non-Performing Assets (NPA) as per Prudential Norms of RBI.

The Group recognises loss allowances (provisions) for expected credit losses on its financial assets (including non-fund exposures) that are measured at amortised costs or at fair value through other comprehensive income account. The Group applies a three-stage approach to measuring expected credit losses (ECLs) for the following categories of financial assets that are not measured at fair value through profit or loss:

- debt instruments measured at amortised cost and fair value through other comprehensive income;
- loan commitments.

No ECL is recognised on equity investments.

Financial assets migrate through the following three stages based on the change in credit risk since initial recognition:

Stage 1: ECL

For exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit impaired upon origination, ECL associated with the probability of default events is recognised.

Stage 2: Lifetime ECL – not credit impaired

For exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired, a lifetime ECL (i.e. reflecting the remaining lifetime of the financial asset) is recognised.

Stage 3: Lifetime ECL – credit impaired

Exposures are assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred. For exposures that have become credit impaired, a lifetime ECL is recognised

(VIII) Write-offs

The Group reduces the gross carrying amount of a financial asset when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Group determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subjected to write-offs. Any subsequent recoveries against such loans are credited to the statement of profit and loss.

(IX) 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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

The Financial assets and liabilities are presented in ascending order of their liquidity. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36.

B. REVENUE FROM OPERATIONS

(I) Interest Income

Interest income is recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial assets other than credit-impaired assets

The EIR in case of a financial asset is computed

- a) As the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.
- b) By considering all the contractual terms of the financial instrument in estimating the cash flows
- c) Including all fees received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

Any subsequent change in the estimation of the future cash flows is recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

(II) Dividend Income

Dividend income is recognised

- a) when the right to receive the payment is established,
- b) it is probable that the economic benefits associated with the dividend will flow to the entity and
- c) the amount of the dividend can be measured reliably.

(III) Net gain on Fair value changes

Any differences between the fair values of financial assets classified as fair value through the profit or loss, held by the Group on the balance sheet date is recognised as an unrealised gain / loss. In cases there is a net gain in the aggregate, the same is recognised as Revenue and if there is a net loss the same is disclosed under as Expense in the statement of Profit and Loss.

However, net gain / loss on derecognition of financial instruments classified as amortised cost is presented separately under the respective head in the Statement of Profit and Loss.

C. EXPENSES

(I) Finance costs

Finance costs represents Interest expense recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial liabilities.

The EIR in case of a financial liability is computed

- a) As the rate that exactly discounts estimated future cash payments through the expected life of the financial liability to the gross carrying amount of the amortised cost of a financial liability.
- b) By considering all the contractual terms of the financial instrument in estimating the cash flows
- c) Including all fees received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

Any subsequent changes in the estimation of the future cash flows is recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

(II) Employee benefits

Short term employee benefit

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include short term compensated absences such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised as an expense during the period. Benefits such as salaries and wages, etc. and the expected cost of the bonus/ex-gratia are recognised in the period in which the employee renders the related service.

Post-employment employee benefits

a) Defined contribution schemes

All the employees of the Group are entitled to receive benefits under the Provident Fund and Employees State Insurance scheme, defined contribution plans in which both the employee and the Group contribute monthly at a stipulated rate. The Group has no liability for future benefits other than its annual contribution and recognises such contributions as an expense in the period in which employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to a reduction in future payment or a cash refund.

b) Defined Benefit schemes

The Group provides for the gratuity, a defined benefit retirement plan covering all employees. The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated years mentioned under 'The Payment of Gratuity Act, 1972'. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation, carried out by an independent actuary at each Balance Sheet date, using the Projected Unit Credit Method, which recognizes each period of service as giving rise to an additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan are based on the market yields on Government Securities as at the Balance Sheet date.

An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, attrition rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

Re-measurement, comprising of actuarial gains and losses are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit and loss in subsequent periods.

(III) Leases

Identification of Lease:

The Group's lease asset classes primarily consist of leases for land and buildings. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether :

- (i) the contract involves the use of an identified asset
- (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases). For these short-term leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

For arrangements entered into prior to 1 April, 2018, the Group has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised. The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Group changes its assessment of whether it will exercise an extension or a termination option. Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

(IV) Other income and expenses

All Other income and expense are recognized in the period they occur.

(V) Impairment of non-financial assets

The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets, net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

(VI) Taxes

Current Tax

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax assets and liabilities are recognised for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are only recognised for temporary differences, unused tax losses and unused tax credits if it is probable that future taxable amounts will arise to utilise those temporary differences and losses. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities are realised simultaneously.

D. CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise the net amount of short-term, highly liquid investments that are readily convertible to known amounts of cash (short-term deposits with an original maturity of three months or less) and are subject to an insignificant risk of change in value, cheques on hand and balances with banks. They are held for the purposes of meeting short-term cash commitments (rather than for investment or other purposes).

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

E. PROPERTY, PLANT AND EQUIPMENT (PPE)

Property, plant and equipment (PPE) are measured at cost less accumulated depreciation and accumulated impairment, (if any). The total cost of assets comprises its purchase price, freight, duties, taxes and any other incidental expenses directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management. Changes in the expected useful life are accounted for by changing the amortisation period or methodology, as appropriate, and treated as changes in accounting estimates. Subsequent expenditure related to an item of tangible asset are added to its gross value only if it increases the future benefits of the existing asset, beyond its previously assessed standards of performance and cost can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred.

Depreciation

Depreciation is calculated using the Written Down Value (WDV) method to write down the cost of property and equipment to their residual values over their estimated useful lives. Land is not depreciated.

The estimated useful lives are, as follows:

Particulars	Useful life estimated by Company (Years)
Building	60
Furniture And Fixtures	10
Electrical Installations & Equipments	10
Motor Vehicles	8
Office Equipments	5
Computer And Accessories	3

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. 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. INTANGIBLE ASSETS

An intangible asset is recognised only when its cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to it will flow to the Group. Intangible assets acquired separately are measured on initial recognition at cost. The cost of an intangible asset comprises its purchase price and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life, or the expected pattern of consumption of future economic benefits embodied in the asset, are accounted for by changing the amortisation period or methodology, as appropriate, which are then treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is presented as a separate line item in the statement of profit and loss. Amortisation on assets acquired/sold during the year is recognised on a pro-rata basis to the Statement of Profit and Loss from / upto the date of acquisition/sale.

Amortisation is calculated using the straight-line method to write down the cost of intangible assets to their residual values over their estimated useful lives. Intangible assets comprising of software are amortised on a straight-line basis over a period of 6 years, unless it has a shorter useful life.

The Group's intangible assets consist of computer software with definite life.

G. PROVISIONS

Provisions are recognised when the enterprise has a present obligation (legal or constructive) as a result of past events, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

H. CONTINGENT LIABILITIES

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation.

A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

I. EARNINGS PER SHARE

The Group reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

J. BUSINESS COMBINATION

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary comprises of the,

- fair values of the assets transferred,
- liabilities incurred to the former owners of the acquired business,
- equity interests issued by the Group and
- fair value of any asset or liability resulting from a contingent consideration arrangement

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The excess of the fair value of consideration over the identifiable net asset acquired is recorded as goodwill. If the consideration is lower, the gain is recognised directly in equity as capital reserve. In case, business acquisition is classified as bargain purchase, the aforementioned gain is recognised in the other comprehensive income and accumulated in equity as capital reserve. The Group recognises any noncontrolling interest in the acquired entity at fair value.

Changes in ownership that do not result in a change of control are accounted for as equity transactions and therefore do not have any impact on goodwill. The difference between consideration and the non-controlling share of net assets acquired is recognised within equity. Business combinations involving entities or businesses under common control are accounted for using the pooling of interest method. Under pooling of interest method, the assets and liabilities of the combining entities are reflected at their carrying amounts, with adjustments only to harmonise accounting policies. Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

If the initial accounting for a business combination can be determined only provisionally by the end of the first reporting period, the business combination is accounted for using provisional amounts. Adjustments to provisional amounts, and the recognition of newly identified asset and liabilities, must be made within the 'measurement period' where they reflect new information obtained about facts and circumstances that were in existence at the acquisition date. The measurement period cannot exceed one year from the acquisition date and no adjustments are permitted after one year except to correct an error.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in the statement of profit and loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

7 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with the Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

A. BUSINESS MODEL ASSESSMENT

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Group 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 assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Group monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

B. DEFINED EMPLOYEE BENEFIT ASSETS AND LIABILITIES

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

C. FAIR VALUE MEASUREMENT

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

D. IMPAIRMENT OF LOANS PORTFOLIO

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances. It has been the Group's policy to regularly review its models in the context of actual loss experience and adjust when necessary. The impairment loss on loans and advances is disclosed in more detail in Note 10 Overview of ECL principles. In case, higher provisions are to be considered as per the prudential norms of the Reserve Bank of India, they are considered and routed through Impairment Reserves.

E. CONTINGENT LIABILITIES AND PROVISIONS OTHER THAN IMPAIRMENT ON LOAN PORTFOLIO

The Group operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration in the ordinary course of the Group's business. When the Group can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be probable, the Group records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed. Given the subjectivity and uncertainty of determining the probability and amount of losses, the Group takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.

F. EFFECTIVE INTEREST RATE (EIR) METHOD

The Group's EIR methodology, recognises interest income /expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty, interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments and other fee income/expense that are integral parts of the instrument.

G. OTHER ESTIMATES

These include contingent liabilities, useful lives of tangible and intangible assets etc.

8 Cash and cash equivalents

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Cash on hand	4,35,86,748	3,51,58,924	1,46,54,199
Balance with Banks	10,85,46,434	5,75,21,766	3,10,30,189
Total ₹	15,21,33,182	9,26,80,691	4,56,84,387

9 Bank balance other than above

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Bank Deposit with more than 3 months maturity but less than 12 months	-	-	1,50,00,000
Earmarked balances with banks:			
For unpaid dividend	1,09,029	1,09,029	1,14,979
Escrow account#	-	1,94,72,000	-
Debenture trustee account	29,58,585	10,27,453	-
Share application money due for refund	5,90,000	-	-
Total ₹	36,57,614	2,06,08,482	1,51,14,979

ICL Open Offer Escrow Account maintained with ICICI Bank Limited at Nariman point branch as per Share Purchase Agreement entered with the promoters of Salem Erode Investments Limited.

ICL FINCORP LIMITED**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

10 Loans

	As at 31-Mar-2020			
	At Fair value		Designated at	Total
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Subtotal
Loans				
(A)				
i) Loans repayable on demand				
Gold Loan	2,28,83,24,657	-	-	2,28,83,24,657
Personal Loan	3,68,49,931	-	-	3,68,49,931
Related Party#	4,88,82,819	-	-	4,88,82,819
Other	76,48,855	-	-	76,48,855
ii) Term Loans				
Gold Loan	2,35,62,234	-	-	2,35,62,234
Hypothecation Loan	34,48,571	-	-	34,48,571
Business Loan	1,72,69,291	-	-	1,72,69,291
Property Loan	6,57,27,056	-	-	6,57,27,056
Personal Loan	96,11,484	-	-	96,11,484
Total (A)- Gross	2,50,13,24,898	-	-	2,50,13,24,898
Less: Impairment loss allowance	68,98,001	-	-	68,98,001
Total (A)- Net	2,49,44,26,897	-	-	2,49,44,26,897
(B)				
i) Secured by tangible assets				
ii) Unsecured	2,39,83,31,810	-	-	2,39,83,31,810
	10,29,93,089	-	-	10,29,93,089
Total (B)- Gross	2,50,13,24,898	-	-	2,50,13,24,898
Less: Impairment loss allowance	68,98,001	-	-	68,98,001
Total (B)- Net	2,49,44,26,897	-	-	2,49,44,26,897

(C)					
(I) Loans in India					
i) Public Sector	-	-	-	-	-
ii) Others	2,50,13,24,898	-	-	-	2,50,13,24,898
Total (C) (I)-Gross	2,50,13,24,898	-	-	-	2,50,13,24,898
Less: Impairment loss allowance	68,98,001	-	-	-	68,98,001
Total (C) (I)-Net	2,49,44,26,897	-	-	-	2,49,44,26,897

#This amount includes ₹1,52,61,767/- to ICL Chits Ltd and ₹3,36,21,052/- to ICL Tours and Travels. It represents the amount of expenditure incurred for and on behalf of the specified companies, which are treated as advances and the Company is charging interest @ 13% per annum and the same is disclosed under Note No. 9. This amount is repayable on demand within a period of three years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the companies.

Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	6,53,20,927	Nil	Nil	Nil	6,53,20,927
Amounts due by firms or private companies in which any director is a partner or a director or a member	3,36,21,052	Nil	Nil	Nil	3,36,21,052

As at 31-Mar-2019

	At Fair value				Total
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at Fair Value Through profit or loss	
Loans					
(A)					
i) Loans repayable on demand					
Gold Loan	1,63,18,06,804	-	-	-	1,63,18,06,804
Personal Loan	5,98,95,536	-	-	-	5,98,95,536
Related Party#	6,93,84,076	-	-	-	6,93,84,076
Other	73,75,914	-	-	-	73,75,914
ii) Term Loans					
Gold Loan	3,31,01,273	-	-	-	3,31,01,273
Hypothecation Loan	95,11,027	-	-	-	95,11,027
Business Loan	1,26,50,937	-	-	-	1,26,50,937
Property Loan	6,74,57,599	-	-	-	6,74,57,599
Personal Loan	1,83,14,719	-	-	-	1,83,14,719
Total (A) - Gross	1,90,94,97,886	-	-	-	1,90,94,97,886
Less: Impairment loss allowance	1,05,95,774	-	-	-	1,05,95,774
Total (A) - Net	1,89,89,02,112	-	-	-	1,89,89,02,112
(B)					
i) Secured by tangible assets					
ii) Unsecured	1,75,45,27,640	-	-	-	1,75,45,27,640
	15,49,70,245	-	-	-	15,49,70,245
Total (B) - Gross	1,90,94,97,886	-	-	-	1,90,94,97,886
Less: Impairment loss allowance	1,05,95,774	-	-	-	1,05,95,774
Total (B) - Net	1,89,89,02,112	-	-	-	1,89,89,02,112

(C)					
(I) Loans in India					
i) Public Sector	-	-	-	-	-
ii) Others	1,90,94,97,886	-	-	-	1,90,94,97,886
Total (C) (I)-Gross	1,90,94,97,886	-	-	-	1,90,94,97,886
Less: Impairment loss allowance	1,05,95,774	-	-	-	1,05,95,774
Total (C) (I)-Net	1,89,89,02,112	-	-	-	1,89,89,02,112

#This amount includes ₹1,77,23,678/- to ICL Chits Ltd and ₹5,16,60,397/- to ICL Tours and Travels. It represents the amount of expenditure incurred for and on behalf of the specified companies, which are treated as advances and the Company is charging interest @ 1.3% per annum and the same is disclosed under Note No. 9. This amount is repayable on demand within a period of three years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the companies.

Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	6,74,68,904	Nil	Nil	Nil	6,74,68,904
Amounts due by firms or private companies in which any director is a partner or a director or a member	5,16,60,398	Nil	Nil	Nil	5,16,60,398

As at 01-Apr-2018

	At Fair value				Subtotal	Total
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at Fair Value Through profit or loss		
Loans						
(A)						
i) Loans repayable on demand						
Gold Loan	98,51,93,929	-	-	-	-	98,51,93,929
Personal Loan	5,95,11,509	-	-	-	-	5,95,11,509
Related Party#	8,33,23,204	-	-	-	-	8,33,23,204
ii) Other Loan						
Gold Loan	4,72,02,946	-	-	-	-	4,72,02,946
Hypothecation Loan	1,68,17,492	-	-	-	-	1,68,17,492
Business Loan	2,49,74,968	-	-	-	-	2,49,74,968
Property Loan	7,07,79,988	-	-	-	-	7,07,79,988
Personal Loan	-	-	-	-	-	-
Total (A) - Gross	1,28,78,04,035	-	-	-	-	1,28,78,04,035
Less: Impairment loss allowance	70,59,149	-	-	-	-	70,59,149
Total (A) - Net	1,28,07,44,886	-	-	-	-	1,28,07,44,886
(B)						
i) Secured by tangible assets	1,14,49,69,323	-	-	-	-	1,14,49,69,323
ii) Unsecured	14,28,34,712	-	-	-	-	14,28,34,712
Total (B) - Gross	1,28,78,04,035	-	-	-	-	1,28,78,04,035
Less: Impairment loss allowance	70,59,149	-	-	-	-	70,59,149
Total (B) - Net	1,28,07,44,886	-	-	-	-	1,28,07,44,886

(C)					
(I) Loans in India					
i) Public Sector	-	-	-	-	-
ii) Others	1,28,78,04,035	-	-	-	1,28,78,04,035
Total (C) (I)-Gross	1,28,78,04,035	-	-	-	1,28,78,04,035
Less: Impairment loss allowance	70,59,149	-	-	-	70,59,149
Total (C) (I)-Net	1,28,07,44,886	-	-	-	1,28,07,44,886

#This amount includes ₹1,79,92,825/- to ICL Chits Ltd and ₹6,53,30,379/- to ICL Tours and Travels. It represents the amount of expenditure incurred for and on behalf of the specified companies, which are treated as advances and the Company is charging interest @ 13% per annum and the same is disclosed under Note No. 9. This amount is repayable on demand within a period of three years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the companies.

Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	6,95,13,199	Nil	Nil	Nil	6,95,13,199
Amounts due by firms or private companies in which any director is a partner or a director or a member	6,53,30,379	Nil	Nil	Nil	6,53,30,379

Summary of ECL provisions

Particulars	FY 2019-20			
	Stage 1	Stage 2	Stage 3	Total ₹
i) Gold Loan	16,10,308	1,98,470	18,94,287	37,03,065
ii) Hypothecation Loan	10,200	74,153	2,46,672	3,31,025
iii) Business Loan	86	19,610	4,225	23,921
iv) Property Loan	-	1,75,183	25,891	2,01,074
v) Personal Loan	1,69,469	9,14,234	5,22,484	16,06,187
vi) Other Loan	92,802	1,96,557	-	10,32,729
Total closing ECL provisions	18,82,865	15,78,207	26,93,559	68,98,001
Particulars	FY 2018-19			
	Stage 1	Stage 2	Stage 3	Total ₹
i) Gold Loan	12,02,828	11,14,751	51,58,728	74,76,307
ii) Hypothecation Loan	9,421	1,67,718	2,41,113	4,18,252
iii) Business Loan	14,702	1,20,062	13,26,674	14,61,438
iv) Property Loan	-	-	49,054	49,054
v) Personal Loan	10,964	8,56,097	3,23,662	11,90,723
vi) Other Loan	-	-	-	-
Total closing ECL provisions	12,37,915	22,58,628	70,99,231	1,05,95,774
Particulars	FY 2017-18			
	Stage 1	Stage 2	Stage 3	Total ₹
i) Gold Loan	3,76,232	2,97,720	38,34,143	45,08,095
ii) Hypothecation Loan	39,473	40,302	1,27,559	2,07,334
iii) Business Loan	44,665	5,59,561	15,89,094	21,93,320
iv) Property Loan	-	-	-	-
v) Personal Loan	4,226	1,46,174	-	1,50,400
vi) Other Loan	-	-	-	-
Total closing ECL provisions	4,64,596	10,43,757	55,50,796	70,59,149

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

11 Investments	At Fair Value					Total ₹
	Amortised Cost	Through Other Comprehensive income	Through Profit or Loss	Designated at fair value through profit or loss	Sub-total	
As at 31-March-2020						
Mutual funds	-	-	52,20,022	-	52,20,022	52,20,022
Government securities	-	-	-	-	-	-
Debt Securities	-	-	-	-	-	-
Equity instruments	-	-	34,97,681	-	34,97,681	34,97,681
Others (Quoted)	-	-	87,17,703	-	87,17,703	87,17,703
Total Gross (A)	-	-	87,17,703	-	87,17,703	87,17,703
Investment Outside India						
Investment In India	-	-	87,17,703	-	87,17,703	87,17,703
Total Gross (B)	-	-	87,17,703	-	87,17,703	87,17,703
Less : Allowance for impairment loss (C)	-	-	-	-	-	-
Total - Net (D) = (A) - (C)	-	-	87,17,703	-	87,17,703	87,17,703
As at 31-March-2019						
Mutual funds	-	-	50,59,599	-	50,59,599	50,59,599
Government securities	-	-	-	-	-	-
Debt Securities	-	-	-	-	-	-
Equity instruments	-	-	-	-	-	-
Subsidiaries	-	-	-	-	-	-
Equity instruments (Quoted)	-	-	70,79,346	-	70,79,346	70,79,346
Total Gross (A)	-	-	1,21,38,945	-	1,21,38,945	1,21,38,945

11 Investments [Contd.]

Investment Outside India	-	-	-	-	-	-
Investment In India	-	1,21,38,945	-	1,21,38,945	-	1,21,38,945
Total Gross (B)	-	1,21,38,945	-	1,21,38,945	-	1,21,38,945
Less : Allowance for impairment loss (C)	-	-	-	-	-	-
Total - Net (D) = (A) - (C)	-	1,21,38,945	-	1,21,38,945	-	1,21,38,945
As at 01-April-2018						
Mutual funds	-	-	-	-	-	-
Government securities	-	-	-	-	-	-
Debt Securities	-	-	-	-	-	-
Equity instruments	-	-	-	-	-	-
Subsidiaries	-	-	-	-	-	-
Equity instruments (Quoted)	-	-	-	-	-	-
Total Gross (A)	-	-	-	-	-	-
Investment Outside India	-	-	-	-	-	-
Investment In India	-	-	-	-	-	-
Total Gross (B)	-	-	-	-	-	-
Less : Allowance for impairment loss (C)	-	-	-	-	-	-
Total - Net (D) = (A) - (C)	-	-	-	-	-	-

Details of Investments in Equity Instruments and Mutual Funds

Name of Body Corporate	As at 31-March-2020		As at 31-March-2019	
	Quantity of Shares	Market value	Quantity of Shares	Market value
Axis Bank Ltd	-	-	500	3,76,300
Bandhan Bank Ltd	-	-	500	2,69,675
Birlasoft Ltd	500	30,500	500	37,800
Corporation Ltd	-	-	2000	1,12,500
Dhanlaxmi Bank Ltd	-	-	8130	1,47,560
Dredging Corporation Of India Ltd	500	72,725	800	3,06,960
Goa Carbons Ltd	-	-	107	33,496
Graphite India Ltd	1500	1,90,875	1000	3,01,450
Hexaware Technologies Ltd	-	-	500	1,79,550
Himatsingka Seide Ltd	-	-	500	79,375
ICICI Bank Ltd	-	-	500	2,12,350
India Nippon Electricals Ltd	-	-	600	2,36,520
Infosys Ltd	-	-	500	3,97,075
Jindal Stainless(Hisar) Ltd	-	-	1000	72,750
Kings Infra Ventures Ltd	9285	1,66,666	-	-
KSE Ltd	437	4,80,700	600	6,03,000
Lemon Tree Hotels Ltd	5000	1,10,000	2000	1,29,600
Motherson Sumi Systems Ltd	-	-	2000	2,36,900
Neuland Laboratories Ltd	1000	2,82,950	800	4,20,000
NHPC Ltd	1998	39,860	3000	71,400
Piramal Enterprises Ltd	700	6,57,650	-	-
Reliance Communications Ltd	15000	9,750	15000	24,750
Salem Erode Investments Ltd	-	-	-	-
SBI Life Insurance Company Ltd	-	-	500	3,82,625
SJVN Ltd	1000	20,750	1000	25,850
SKM Egg Products Export(India) Ltd	2230	69,130	1400	49,000
Sun TV Network Ltd	500	1,42,975	-	-
Tata Coffee Ltd	1000	56,150	1000	78,450
Tata Consultancy Services Ltd	-	-	400	8,46,900
Tata Motors Ltd	-	-	4000	6,71,600
Tata Sponge Iron Ltd	-	-	300	1,53,525
Tata Steel Ltd	500	1,34,800	-	-
Tech Mahindra Ltd	-	-	700	4,83,560
South Indian Bank Ltd	14000	79,800	-	-
Venky's (India) Ltd	1000	8,44,700	-	-
Vodafone Idea Ltd	27500	85,250	7500	89,625
YES Bank Ltd	1000	22,450	500	49,200
SUB TOTAL ₹		34,97,681		70,79,346
Total Mutual Fund	-	52,20,022.00	499990	50,59,599
SUB TOTAL ₹		52,20,022		50,59,599
TOTAL ₹		87,17,703		1,21,38,945

During the period the company has debited an amount of Rs.5175733/- (Previous Year: Rs 14,81,805/- being difference between the Cost and Market value as on 31st March 2020 to the statement of Profit and Loss as Loss on current investment due to market fluctuations.

(All amounts are in Indian Rupees unless otherwise stated)

12 Other Financial Asset

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Interest accrued on loan portfolio	12,13,52,785	12,56,50,755	8,13,80,421
Interest accrued on Fixed deposit	-	-	4,67,183
Security deposits	3,22,99,572	2,71,61,874	2,14,45,184
Advance against Company acquisition#	-	6,00,00,000	-
Balance with Demat account (Kotak Securities)	1,32,649	12,13,703	-
Other Receivables	35,70,463	25,49,215	3,39,741
Total ₹	15,73,55,469	21,65,75,547	10,36,32,528

Advance paid to the promoters of Salem Erode Investment Limited as per Share Purchase Agreement executed on 28th December 2018.

13 Current tax assets

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Advance Income Tax & Tax Deducted at Source	1,59,77,816	2,58,502	5,59,568
Total ₹	1,59,77,816	2,58,502	5,59,568

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

14(A) Property, Plant and Equipment

	Land	Building	Electrical installations & Equipments	Furniture and fixtures	Office Equipments	Motor Vehicles	Computer and accessories	Total ₹
Cost or valuation								
At 1 April 2018	2,04,07,370	33,12,220	1,21,55,156	6,34,80,753	1,21,74,548	20,77,340	1,64,45,238	13,00,52,624
Additions	-	-	22,82,249	1,52,86,411	40,37,966	-	22,08,893	2,38,15,519
Disposals	8,00,000	-	-	-	-	-	-	8,00,000
Write off	-	-	1,79,140	6,78,803	1,41,980	-	1,87,370	11,87,293
At 31 March 2019	1,96,07,370	33,12,220	1,42,58,265	7,80,88,361	1,60,70,534	20,77,340	1,84,66,761	15,18,80,851
Additions	-	-	30,04,390	2,01,53,356	27,36,612	1,45,74,658	40,30,015	4,44,99,030
Disposals	-	-	-	-	-	-	-	-
Write off	-	-	-	-	-	-	-	-
As at 31 March 2020	1,96,07,370	33,12,220	1,72,62,654	9,82,41,716	1,88,07,146	1,66,51,998	2,24,96,776	19,63,79,880
Depreciation								
At 1 April 2018	-	2,37,521	43,55,898	1,93,37,789	50,06,587	6,94,873	1,06,10,491	4,02,43,160
Charge for the year	-	1,49,738	22,72,732	1,23,13,915	38,60,073	4,31,745	40,32,400	2,30,60,603
Disposals	-	-	-	-	-	-	-	-
Write off	-	-	78,744	3,12,908	69,226	-	1,39,694	6,00,572
At 31 March 2019	-	3,87,259	66,28,630	3,16,51,704	88,66,660	11,26,618	1,46,42,891	6,27,03,191
Charge for the period	-	1,42,446	24,17,381	1,42,61,921	38,95,524	25,85,298	36,58,169	2,69,60,739
Disposals	-	-	-	-	-	-	-	-
Write off	-	-	-	-	-	-	-	-
As at 31 March 2020	-	5,29,705	90,46,011	4,59,13,625	1,27,62,184	37,11,916	1,83,01,060	8,96,63,930
Net Block								
At 1 April 2018	2,04,07,370	30,74,699	77,99,258	4,41,42,963	71,67,961	13,82,467	58,34,747	8,98,09,465
At 31 March 2019	1,96,07,370	29,24,961	76,29,635	4,64,36,656	72,03,874	9,50,722	38,23,870	8,91,77,660
As at 31 March 2020	1,96,07,370	27,82,515	82,16,643	5,23,28,091	60,44,962	1,29,40,082	41,95,716	10,67,15,951

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

14(B) Right-of-Use Asset

	Total ₹
Building	
At 1 April 2018	3,29,27,975
Additions	2,41,11,612
Disposals	
At 31 March 2019	5,70,39,587
Additions	4,14,82,492
Disposals	-
As at 31 March 2020	9,85,22,078
Depreciation	
At 1 April 2018	-
Charge for the year	2,15,48,951
Disposals	-
At 31 March 2019	2,15,48,951
Charge for the period	2,82,30,875
Disposals	-
As at 31 March 2020	4,97,79,826
Net Right-of-use asset	
At 1 April 2018	3,29,27,975
At 31 March 2019	3,54,90,635
As at 31 March 2020	4,87,42,252

14(B) Lease Liability

Balance at the beginning as on 01-04-2018	2,99,99,616
Additons	2,14,25,277
Finance cost accrued during the year	37,47,969
Deletions	-
Payment of lease liabilities	2,24,93,240
Balance at the end as on 31-3-2019	3,26,79,621
Additons	3,66,23,052
Finance cost accrued during the year	51,87,945
Deletions	-
Payment of lease liabilities	3,03,26,034
Balance at the end as on 31-3-2020	4,41,64,585
Particulars	As at 31 March 2020
Less than one year	1,95,07,300
One to five years	2,46,57,285
More than five years	-
Total ₹	4,41,64,585

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

15 Other Intangible Assets

	Computer Software
Cost	
At 1 April 2018	13,65,000
Additions	-
Disposals	-
At 31 March 2019	13,65,000
Additions	20,23,376
Disposals	-
As at 31 March 2020	33,88,376
Amortization	
At 1 April 2018	2,99,238
Charge for the year	2,27,546
Disposals	-
At 31 March 2019	5,26,784
Charge for the period	4,77,027
Disposals	-
As at 31 March 2020	10,03,811
Net Block	
At 1 April 2018	10,65,762
At 31 March 2019	8,38,216
As at 31 March 2020	23,84,565

ICL FINCORP LIMITED**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

16 Other Non-Financial Asset

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Prepaid Expenses	3,62,98,975	1,88,47,354	12,27,112
GST Receivables	78,74,578	62,19,519	25,51,503
Other Advances	2,84,14,716	58,12,940	2,93,82,880
Deferred Revenue Expenditure	1,96,27,066	3,57,55,058	5,27,47,916
Balance with government authorities*	1,67,97,624		
Total ₹	10,90,12,959	6,66,34,871	8,59,09,411

The outstanding balance of Deferred Revenue Expenditure represents advertisement amount spent during earlier years upto 31st March 2015 which is being amortized @ 25% per annum and expenditure related to balance period upto 31st March 2018 is amortised @20%. Accordingly a total amount of ₹1,61,27,991/- is written off to the Statement of Profit and Loss during the period and the balance amount of ₹1,96,27,066/- is retained as Deferred Revenue Expenditure.

*Represents balance laying with Revenue authorities

(All amounts are in Indian Rupees unless otherwise stated)

17 Trade payables

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
<i>Total outstanding dues of micro enterprises and small enterprises; and</i>	5,22,475	2,88,157	-
<i>Total outstanding dues of creditors other than micro enterprises and small enterprises.</i>	52,96,329	43,56,008	68,85,701
Total ₹	58,18,804	46,44,165	68,85,701

Disclosure:- Micro, Small and Medium Enterprises

- | | As at 31-Mar-2020 | As at 31-Mar-2019 | As at 01-Apr-2018 |
|---|-------------------|-------------------|-------------------|
| a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year; | 5,22,475 | 2,88,157 | - |
| (b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year; | Nil | Nil | Nil |
| (c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006; | Nil | Nil | Nil |
| (d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and | Nil | Nil | Nil |
| (e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006. | Nil | Nil | Nil |
- Dues to Micro and Small Enterprises have been determined to the extend such parties have been identified on the basis of information collected by the Management.

ICL FINCORP LIMITED**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

18 Debt Securities

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
At Amortised Cost			
Privately placed redeemable non-convertible debentures (Secured)	1,69,71,95,000	1,40,50,85,000	92,78,14,000
Others - Non-convertible Debentures - Public issue(Secured)	-	-	-
Total (A)	1,69,71,95,000	1,40,50,85,000	92,78,14,000
Debt securities in India	1,69,71,95,000	1,40,50,85,000	92,78,14,000
Debt securities outside India	-	-	-
Total (B)	1,69,71,95,000	1,40,50,85,000	92,78,14,000

Nature of Security

Secured (first ranking) by a hypothecation of all loan receivables, advances, fixed assets and other unencumbered assets of the Company, both present and future. The immovable properties owned by the Managing Director, Director and shareholders, valued at ₹ 2.80 crores, ₹ 2.02 crores, ₹ 0.50 crores and ₹ 0.70 crores are also hypothecated as security. The Company has executed a separate deed of hypothecation in favour of Trustees for creation of this security.

Debentures are offered for a period of 13 months to 65 months.

ICL FINCORP LIMITED**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

18 Debt Securities (contd.)***A/Non Convertible Debentures (Secured)***

Non Convertible Debentures of ₹1,000/- each. Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

As at 31-Mar-2020

Redeemable at par within	Rate of interest									
	>= 10% < 12%		>= 12% < 14%		>= 14%		Total			
	Number	Amount	Number	Amount	Number	Amount	Number	Amount		
Due within 5-6 years	-	-	72,710	7,27,10,000	-	-	72,710	7,27,10,000		
Due within 4-5 years	-	-	86,134	8,61,34,000	-	-	86,134	8,61,34,000		
Due within 3-4 years	-	-	96,395	9,63,95,000	-	-	96,395	9,63,95,000		
Due within 2-3 years	-	-	3,34,933	33,49,33,000	28,881	2,88,81,000	3,63,814	36,38,14,000		
Due within 1-2 years	7,009	70,09,000	3,32,254	33,22,54,000	28,504	2,85,04,000	3,67,767	36,77,67,000		
Due within 1 year	47,671	4,76,71,000	6,55,356	65,53,56,000	7,348	73,48,000	7,10,375	71,03,75,000		
Grand Total ₹	54,680	5,46,80,000	15,77,782	1,57,77,82,000	64,733	6,47,33,000	16,97,195	1,69,71,95,000		

As at 31-Mar-2019

Redeemable at par within	Rate of interest									
	>= 10% < 12%		>= 12% < 14%		>= 14%		Total			
	Number	Amount	Number	Amount	Number	Amount	Number	Amount		
Due within 5-6 years	-	-	37,570	3,75,70,000	-	-	37,570	3,75,70,000		
Due within 4-5 years	-	-	95,545	9,55,45,000	-	-	95,545	9,55,45,000		
Due within 3-4 years	-	-	31,860	3,18,60,000	28,881	2,88,81,000	60,741	6,07,41,000		
Due within 2-3 years	-	-	31,392	3,13,92,000	28,504	2,85,04,000	59,896	5,98,96,000		
Due within 1-2 years	6,110	61,10,000	4,77,480	47,74,80,000	7,348	73,48,000	4,90,938	49,09,38,000		
Due within 1 year	53,191	5,31,91,000	6,06,204	60,62,04,000	1,000	10,00,000	6,60,395	66,03,95,000		
Grand Total ₹	59,301	5,93,01,000	12,80,051	1,28,00,51,000	65,733	6,57,33,000	14,05,085	1,40,50,85,000		

As at 01-Apr-2018

Redeemable at par within	Rate of interest							
	>= 10% < 12%		>= 12% < 14%		>= 14%		Total	
	Number	Amount	Number	Amount	Number	Amount	Number	Amount
Due within 5-6 years	-	-	34,301	3,43,01,000	-	-	34,301	3,43,01,000
Due within 4-5 years	-	-	31,860	3,18,60,000	28,881	2,88,81,000	60,741	6,07,41,000
Due within 3-4 years	-	-	-	-	28,524	2,85,24,000	28,524	2,85,24,000
Due within 2-3 years	-	-	-	-	7,348	73,48,000	7,348	73,48,000
Due within 1-2 years	2,420	24,20,000	4,07,830	40,78,30,000	1,000	10,00,000	4,11,250	41,12,50,000
Due within 1 year	31,443	3,14,43,000	3,54,035	35,40,35,000	172	1,72,000	3,85,650	38,56,50,000
Grand Total ₹	33,863	3,38,63,000	8,28,026	82,80,26,000	65,925	6,59,25,000	9,27,814	92,78,14,000

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

18 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2020

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
1	09-06-2015	2,00,000	14.50%	58
2	24-06-2015	5,00,000	14.50%	58
3	15-08-2015	50,000	14.50%	58
4	17-08-2015	1,00,000	14.50%	58
5	30-08-2015	2,00,000	14.50%	58
6	12-09-2015	3,00,000	14.50%	58
7	30-09-2015	10,00,000	14.50%	58
8	15-10-2015	7,50,000	14.50%	58
9	15-11-2015	1,55,000	14.50%	58
10	30-11-2015	2,93,000	14.50%	58
11	15-12-2015	11,00,000	14.50%	58
12	30-01-2016	8,00,000	14.50%	58
13	15-02-2016	13,00,000	14.50%	58
14	15-04-2016	21,60,000	14.87-14.5%	60-58
15	30-04-2016	9,50,000	14.87%	60
16	02-05-2016	1,00,000	14.87%	60
17	15-05-2016	16,00,000	14.87%	60
18	31-05-2016	1,00,000	14.87%	60
19	15-06-2016	2,00,000	14.87%	60
20	30-06-2016	3,00,000	14.87%	60
21	15-07-2016	17,25,000	14.87%	60
22	28-07-2016	1,00,000	14.50%	58
23	31-07-2016	5,75,000	14.87%	60
24	31-08-2016	12,00,000	14.87%	60
25	15-09-2016	13,20,000	14.87%	60
26	30-09-2016	6,50,000	14.87%	60
27	15-10-2016	37,20,000	14.87%	60
28	31-10-2016	9,00,000	14.87%	60
29	15-11-2016	23,50,000	14.87%	60
30	30-11-2016	1,00,000	14.87%	60
31	15-12-2016	3,00,000	14.87%	60
32	31-12-2016	18,00,000	14.87%	60
33	15-01-2017	16,00,000	14.87%	60
34	31-01-2017	10,50,000	14.87%	60
35	15-02-2017	34,54,000	14.87%	60
36	28-02-2017	27,80,000	14.87%	60
37	15-03-2017	23,69,000	14.87%	60-62
38	31-03-2017	36,59,000	14.87%	62

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

18 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2020

39	15-04-2017	40,10,000	14.87%	62
40	30-04-2017	51,71,000	14.87%	62
41	15-05-2017	70,20,000	14.87%	62
42	31-05-2017	2,70,000	14.87%	62
43	15-06-2017	27,40,000	14.87%	62
44	30-06-2017	23,12,000	14.87%	62
45	15-07-2017	29,07,000	14.87%-13.66%	62-65
46	31-07-2017	30,04,000	13.66%	65
47	16-08-2017	44,50,000	13.66%	65
48	31-08-2017	23,94,000	13.66%	65
49	15-09-2017	18,85,000	13.66%	65
50	30-09-2017	24,60,000	13.66%	65
51	15-10-2017	79,45,000	13.66%	65
52	31-10-2017	75,15,000	13.66%	65
53	15-11-2017	17,25,000	13.66%	65
54	30-11-2017	34,10,000	13.66%	65
55	15-12-2017	35,03,000	13.66%	65
56	31-12-2017	23,75,000	13.66%	65
57	15-01-2018	39,20,000	13.66%	65
58	31-01-2018	27,60,000	13.66%	65
59	15-02-2018	26,00,000	13.66%	65
60	28-02-2018	43,03,000	13.66%	65
61	05-03-2018	6,20,000	13.66%-12.5%	24-65
62	12-03-2018	53,90,000	13.66%-12.5%	24-65
63	19-03-2018	25,75,000	13.66%-12.5%	24-65
64	26-03-2018	19,10,000	13.66%-12%	24-65
65	03-04-2018	2,05,99,000	13.66%-12%	24-65
66	10-04-2018	1,98,13,000	13.66%-12%	24-65
67	16-04-2018	1,03,04,000	13.66%-12%	24-65
68	23-04-2018	1,95,12,000	13.66%-12%	24-65
69	30-04-2018	85,70,000	13.66%-12%	24-65
70	07-05-2018	1,57,80,000	13.66%-12%	24-65
71	14-05-2018	1,38,25,000	13.66%-12%	24-65
72	21-05-2018	1,87,65,000	13.66%-12%	24-65
73	28-05-2018	80,75,000	13.66%-12%	24-65
74	04-06-2018	94,12,000	13.66%-12%	24-65
75	11-06-2018	92,62,000	13.66%-12%	24-65
76	18-06-2018	98,80,000	13.66%-12%	24-65

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

18 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2020

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
77	25-06-2018	1,89,27,000	13.66%-12%	24-65
78	02-07-2018	2,66,88,000	13.66%-12%	24-65
79	09-07-2018	1,19,15,000	13.66%-12%	24-65
80	16-07-2018	1,00,39,000	13.66%-12%	24-65
81	23-07-2018	1,93,26,000	13.66%-12%	24-65
82	30-07-2018	1,22,85,000	13.66%-12%	24-65
83	06-08-2018	1,53,39,000	13.66%-12%	24-65
84	13-08-2018	1,65,81,000	13.66%-12%	24-65
85	20-08-2018	82,59,000	13.66%-12%	24-65
86	27-08-2018	35,00,000	13%-12%	24-65
87	03-09-2018	1,57,38,000	13.66%-12%	24-65
88	10-09-2018	1,55,20,000	13.66%-12%	24-65
89	17-09-2018	1,15,40,000	13.66%-12%	24-65
90	24-09-2018	63,51,000	13.66%-12%	24-65
91	01-10-2018	1,62,30,000	13.66%-12%	24-65
92	07-11-2018	4,11,19,000	13.66%-12%	24-65
93	07-12-2018	4,99,36,000	13.66%-12%	24-65
94	07-01-2019	3,76,88,000	13.66%-12%	24-65
95	07-02-2019	4,74,03,000	13.66%-12%	24-65
96	07-03-2019	5,64,10,000	13.66%-11.5%	13-65
97	12-04-2019	7,94,65,000	13.66%-11.5%	13-65
98	07-05-2019	5,46,16,000	13.66%-11.5%	13-65
99	07-06-2019	7,23,04,000	13.66%-11.5%	13-65
100	08-07-2019	6,09,43,000	13.66%-11.5%	13-65
101	07-08-2019	6,50,97,000	13.66%-11.5%	13-65
102	07-09-2019	7,97,03,000	13.66%-11.5%	13-65
103	09-10-2019	6,60,59,000	13.66%-11.5%	13-65
104	07-11-2019	9,61,96,000	13.66%-11.5%	13-65
105	19-12-2019	14,38,12,000	13.66%-11.5%	13-65
106	13-01-2020	7,16,28,000	13.66%-11.5%	13-65
107	18-02-2020	7,49,97,000	13.66%-11.5%	13-65
108	18-03-2020	9,79,90,000	13.66%-11.5%	13-65
Total ₹		1,69,83,85,000		

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

18 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2019

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
1	08-04-2015	10,00,000	14.87%	58
2	09-06-2015	2,00,000	14.87%	58
3	24-06-2015	5,00,000	14.87%	58
4	15-08-2015	50,000	14.87%	58
5	17-08-2015	1,00,000	14.87%	58
6	30-08-2015	2,00,000	14.87%	58
7	12-09-2015	3,00,000	14.87%	58
8	30-09-2015	10,00,000	14.87%	58
9	15-10-2015	7,50,000	14.87%	58
10	15-11-2015	1,55,000	14.87%	58
11	30-11-2015	2,93,000	14.87%	58
12	15-12-2015	11,00,000	14.87%	58
13	30-01-2016	8,00,000	14.87%	58
14	15-02-2016	13,00,000	14.87%	58
15	15-04-2016	21,60,000	14.87%	58-60
16	30-04-2016	9,50,000	14.87%	60
17	02-05-2016	1,00,000	14.87%	60
18	15-05-2016	16,00,000	14.87%	60
19	31-05-2016	1,00,000	14.87%	60
20	15-06-2016	2,00,000	14.87%	60
21	30-06-2016	3,00,000	14.87%	60
22	15-07-2016	17,25,000	14.87%	60
23	28-07-2016	1,00,000	14.87%	58
24	31-07-2016	5,75,000	14.87%	60
25	31-08-2016	12,00,000	14.87%	60
26	15-09-2016	18,20,000	14.87%	60
27	30-09-2016	1,50,000	14.87%	60
28	15-10-2016	37,20,000	14.87%	60
29	31-10-2016	9,00,000	14.87%	60
30	15-11-2016	23,50,000	14.87%	60
31	30-11-2016	1,00,000	14.87%	60
32	15-12-2016	3,00,000	14.87%	60
33	31-12-2016	18,00,000	14.87%	60
34	15-01-2017	16,00,000	14.87%	60
35	31-01-2017	10,50,000	14.87%	60
36	15-02-2017	39,54,000	12.50% -14.87%	24-60
37	28-02-2017	28,80,000	13% -14.87%	24-60
38	15-03-2017	23,89,000	13% -14.87%	24-62

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

18 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2019

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
39	31-03-2017	54,99,000	12.50% -14.87%	24-62
40	15-04-2017	1,76,90,000	12.50% -14.87%	24-62
41	30-04-2017	96,43,000	12.50% -14.87%	24-62
42	15-05-2017	1,94,88,000	12.50% -14.87%	24-62
43	31-05-2017	1,59,95,000	12.50% -14.87%	24-62
44	15-06-2017	1,99,18,000	12.50% -14.87%	24-62
45	30-06-2017	1,03,02,000	12.50% -14.87%	24-62
46	15-07-2017	1,73,61,000	12.00% -14.87%	24-65
47	31-07-2017	89,49,000	12.00% -13.66%	24-65
48	16-08-2017	1,57,50,000	12.00% -13.66%	24-65
49	31-08-2017	2,10,61,000	11.50% -13.66%	24-65
50	15-09-2017	1,73,80,000	12.00% -13.66%	24-65
51	30-09-2017	1,67,85,000	12.00% -13.66%	24-65
52	15-10-2017	2,15,77,000	12.00% -13.66%	24-65
53	31-10-2017	3,52,79,000	11.50% -13.66%	24-65
54	15-11-2017	2,36,97,000	11.50% -13.66%	24-65
55	30-11-2017	2,03,39,000	11.50% -13.66%	24-65
56	15-12-2017	2,54,66,000	11.50% -13.66%	24-65
57	31-12-2017	1,98,16,000	11.50% -13.66%	24-65
58	15-01-2018	2,38,42,000	11.50% -13.66%	13-65
59	31-01-2018	2,00,24,000	11.50% -13.66%	13-65
60	15-02-2018	1,93,08,000	11.50% -13.66%	13-65
61	28-02-2018	3,22,15,000	12% -13.66%	13-65
62	05-03-2018	1,02,46,000	11.50% -13.66%	13-65
63	12-03-2018	1,62,97,000	11.50% -13.66%	13-65
64	19-03-2018	1,64,49,000	11.50% -13.66%	13-65
65	26-03-2018	1,75,85,000	11.50% -13.66%	13-65
66	03-04-2018	2,54,59,000	11.50% -13.66%	13-65
67	10-04-2018	2,29,25,000	11.50% -13.66%	13-65
68	16-04-2018	1,73,49,000	11.50% -13.66%	13-65
69	23-04-2018	2,94,22,000	11.50% -13.66%	13-65
70	30-04-2018	1,32,32,000	11.50% -13.66%	13-65
71	07-05-2018	2,15,74,000	11.50% -13.66%	13-65
72	14-05-2018	1,73,30,000	11.50% -13.66%	13-65
73	21-05-2018	2,52,70,000	11.50% -13.66%	13-65
74	28-05-2018	1,26,03,000	11.50% -13.66%	13-65
75	04-06-2018	1,55,48,000	11.50% -13.66%	13-65
76	11-06-2018	1,43,31,000	11.50% -13.66%	13-65

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

18 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 31-Mar-2019

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
77	18-06-2018	1,63,10,000	11.50% -13.66%	13-65
78	25-06-2018	2,96,16,000	11.50% -13.66%	13-65
79	02-07-2018	3,53,72,000	11.50% -13.66%	13-65
80	09-07-2018	1,93,65,000	11.50% -13.66%	13-65
81	16-07-2018	1,94,64,000	11.50% -13.66%	13-65
82	23-07-2018	2,63,65,000	11.50% -13.66%	13-65
83	30-07-2018	2,34,85,000	11.50% -13.66%	13-65
84	06-08-2018	2,98,75,000	11.50% -13.66%	13-65
85	13-08-2018	2,51,19,000	11.50% -13.66%	13-65
86	20-08-2018	1,34,74,000	11.50% -13.66%	13-65
87	27-08-2018	56,05,000	11.50% -13.00%	13-24
88	03-09-2018	2,59,37,000	11.50% -13.66%	13-65
89	10-09-2018	2,21,57,000	11.50% -13.66%	13-65
90	17-09-2018	2,35,22,000	11.50% -13.66%	13-65
91	24-09-2018	1,14,50,000	11.50% -13.66%	13-65
92	01-10-2018	2,80,24,000	11.50% -13.66%	13-65
93	07-11-2018	5,15,24,000	11.50% -13.66%	13-65
94	07-12-2018	7,48,35,000	11.50% -13.66%	13-65
95	07-01-2019	5,44,55,000	11.50% -13.66%	13-65
96	07-02-2019	6,58,52,000	11.50% -13.66%	13-65
97	07-03-2019	5,64,10,000	11.50% -13.66%	13-65
Total ₹		1,41,09,91,000		

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

18 Debt Securities (contd.)

DJ Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 01-Apr-2018

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
1	15-06-2013	50,000	14.87%	58
2	27-06-2013	50,000	14.87%	58
3	08-04-2015	10,00,000	14.87%	58
4	09-06-2015	2,00,000	14.87%	58
5	24-06-2015	5,00,000	14.87%	58
6	15-08-2015	50,000	14.87%	58
7	17-08-2015	1,00,000	14.87%	58
8	30-08-2015	2,00,000	14.87%	58
9	12-09-2015	3,00,000	14.87%	58
10	30-09-2015	10,00,000	14.87%	58
11	15-10-2015	7,50,000	14.87%	58
12	15-11-2015	1,55,000	14.87%	58
13	30-11-2015	2,93,000	14.87%	58
14	15-12-2015	11,00,000	14.87%	58
15	30-01-2016	8,00,000	14.87%	58
16	15-02-2016	13,00,000	14.87%	58
17	15-04-2016	94,82,000	12.50%-14.87%	24-60
18	30-04-2016	91,50,000	12.50%-14.87%	24-60
19	02-05-2016	1,00,000	14.87%	60
20	09-05-2016	5,60,000	12.50%	24
21	15-05-2016	75,90,000	12.50%-14.87%	24-60
22	31-05-2016	29,50,000	13%-14.87%	24-60
23	15-06-2016	16,80,000	12.50%-14.87%	24-60
24	30-06-2016	8,30,000	12.50%-14.87%	24-60
25	15-07-2016	53,25,000	12.50%-14.87%	24-60
26	28-07-2016	1,00,000	14.87%	58
27	31-07-2016	73,05,000	13%-14.87%	24-60
28	15-08-2016	24,50,000	13%	24
29	31-08-2016	22,00,000	13%-14.87%	24-60
30	15-09-2016	75,32,000	12.50%-14.87%	24-60
31	30-09-2016	36,50,000	12.50%-14.87%	24-60
32	15-10-2016	1,07,25,000	12.50%-14.87%	24-60
33	31-10-2016	33,00,000	13%-14.87%	24-60
34	15-11-2016	91,35,000	12.50%-14.87%	24-60
35	30-11-2016	17,74,000	12.50%-14.87%	24-60
36	15-12-2016	34,46,000	12.50%-14.87%	24-60
37	31-12-2016	1,13,90,000	12.50%-14.87%	13-60
38	15-01-2017	49,35,000	12.50%-14.87%	24-60

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

18 Debt Securities (contd.)

D] Non Convertible Debentures of ₹1,000/- each - series-wise classification

As at 01-Apr-2018

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
39	31-01-2017	46,36,000	12.50%-14.87%	24-60
40	15-02-2017	1,90,60,000	12%-14.87%	13-60
41	28-02-2017	92,23,000	12%-14.87%	13-60
42	15-03-2017	2,20,10,000	12%-14.87%	13-62
43	31-03-2017	2,60,84,000	12%-14.87%	13-62
44	15-04-2017	2,77,55,000	12%-14.87%	13-62
45	30-04-2017	1,76,30,000	12%-14.87%	13-62
46	15-05-2017	2,35,96,000	12%-14.87%	13-62
47	31-05-2017	3,09,02,000	12%-14.87%	13-62
48	15-06-2017	3,59,02,000	12%-14.87%	13-62
49	30-06-2017	2,90,62,000	12%-14.87%	13-62
50	15-07-2017	3,58,86,000	11.50%-14.87%	13-62
51	31-07-2017	1,95,55,000	11.50%-13.66%	13-65
52	16-08-2017	2,94,08,000	11.50%-13.66%	13-65
53	31-08-2017	3,42,41,000	11.50%-13.66%	13-65
54	15-09-2017	3,54,68,000	11.50%-13.66%	13-65
55	30-09-2017	2,77,74,000	11.50%-13.66%	13-65
56	15-10-2017	2,65,32,000	11.50%-13.66%	13-65
57	31-10-2017	4,63,96,000	11.50%-13.66%	13-65
58	15-11-2017	3,59,67,000	11.50%-13.66%	13-65
59	30-11-2017	2,96,13,000	11.50%-13.66%	13-65
60	15-12-2017	3,25,76,000	11.50%-13.66%	13-65
61	31-12-2017	2,69,47,000	11.50%-13.66%	13-65
62	15-01-2018	3,17,02,000	11.50%-13.66%	13-65
63	31-01-2018	3,05,74,000	11.50%-13.66%	13-65
64	15-02-2018	2,73,96,000	11.50%-13.66%	13-65
65	28-02-2018	3,82,08,000	11.50%-13.66%	13-65
66	05-03-2018	1,02,46,000	11.50%-13.66%	13-65
67	12-03-2018	1,62,97,000	11.50%-13.66%	13-65
68	19-03-2018	1,64,49,000	11.50%-13.66%	13-65
69	26-03-2018	1,75,85,000	11.50%-13.66%	13-65
Total ₹		92,81,37,000		

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

19 Borrowings (Other than Debt Securities)

	As at 31- March-2020	As at 31-March- 2019	As at 01- April-2018
At Amortised Cost			
Term Loan			
Vehicle Loan- HDFC Bank	6,72,237	9,67,150	12,32,457
Vehicle Loan- Axis Bank	1,08,53,331	-	-
Cash Credit	-	3,33,91,013	3,97,05,132
Loan against deposit	-	-	1,20,90,035
Loan From Related Parties			
Loan from Directors	31,17,188	2,51,12,084	12,19,755
Total ₹	1,46,42,756	5,94,70,248	5,42,47,380
Borrowings in India	1,46,42,756	5,94,70,248	5,42,47,380
Borrowings outside India	-	-	-
Total ₹	1,46,42,756	5,94,70,248	5,42,47,380

A] Terms and Conditions of borrowings

Name of the financial Institution	Security	Nature of Loan	Interest Rate	Margin
HDFC Bank Limited	Vehicle - Maruti Wagon R	Auto Loan	10.70%	20%
HDFC Bank Limited	Vehicle - Mahindra Xylo	Auto Loan	10.51%	17%
Axis Bank Limited	Vehicle - BMW	Auto Loan	8.73%	14%
Dhanlaxmi Bank	Floating charge on entire loan receivables of the company (existing/proposed) excluding the specific charge of the existing NCD holders. Commercial Land & Building in the name of ICL Fincorp Limited , Land & Residential Building (dilapidated condition) in the name of Mrs. Umadevi Anilkumar (Director)	Cash Credit	MCLR+2.20%	25%
K.G Anilkumar	Nil	Loan from Directors	Nil	Nil
Umadevi Anilkumar	Nil	Loan from Directors	Nil	Nil

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

19 Borrowings (Other than Debt Securities)

Term Loan- Vehicle loans (Secured)

Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

31-Mar-20

Repayable within	Rate of Interest			
	10.51%	10.70%	8.73%	Total
Due Within 6-7 year	-	-	12,13,815	12,13,815
Due Within 5-6 year	-	-	19,74,989	19,74,989
Due Within 4-5 year	-	-	18,10,457	18,10,457
Due Within 3-4 year	-	-	16,59,631	16,59,631
Due Within 2-3 year	69,008	-	15,21,370	15,90,378
Due Within 1-2 year	2,58,527	16,873	13,94,627	16,70,027
Due Within 1 year	2,32,640	95,190	12,78,442	16,06,272
Grand Total₹	5,60,174	1,12,063	1,08,53,331	1,15,25,568

31-Mar-19

Repayable within	Rate of Interest			
	10.51%	10.70%	8.73%	Total
Due Within 4-5 year	-	-	-	-
Due Within 3-4 year	69,007	-	-	69,007
Due Within 2-3 year	2,58,527	16,874	-	2,75,401
Due Within 1-2 year	2,32,639	95,188	-	3,27,827
Due Within 1 year	2,09,344	85,571	-	2,94,915
Grand Total₹	7,69,517	1,97,633	-	9,67,150

31-Mar-18

Repayable within	Rate of Interest			
	10.51%	10.70%	8.73%	Total
Due Within 4-5 year	69,007	-	-	69,007
Due Within 3-4 year	2,58,527	16,874	-	2,75,401
Due Within 2-3 year	2,32,639	95,188	-	3,27,827
Due Within 1-2 year	2,09,344	85,571	-	2,94,915
Due Within 1 year	1,88,381	76,925	-	2,65,306
Grand Total₹	9,57,899	2,74,558	-	12,32,457

ICL FINCORP LIMITED**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
20 Subordinate Liabilities			
At Amortised Cost			
Subordinated debt from Others	40,86,60,000	21,89,00,000	21,89,00,000
Total ₹	40,86,60,000	21,89,00,000	21,89,00,000
Borrowings in India	40,86,60,000	21,89,00,000	21,89,00,000
Borrowings outside India	-	-	-
Total ₹	40,86,60,000	21,89,00,000	21,89,00,000

(All amounts are in Indian Rupees unless otherwise stated)

20 Subordinate Liabilities (contd.)
B] Subordinated Debts from Others(Unsecured)

Subordinated debts have a face value of ₹ 1,000/- each. Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

As at 31-Mar-2020

Redeemable at par within	Rate of Interest					
	>= 12% < 14%		> =14%		Total	
	Number	Amount	Number	Amount	Number	Amount
Due within 4-5 years	82,500	8,25,00,000	1,07,260	10,72,60,000	1,89,760	18,97,60,000
Due within 3-4 years	-	-	-	-	-	-
Due within 2-3 years	21,927	2,19,27,000	13,968	1,39,68,000	35,895	3,58,95,000
Due within 1- 2 years	45,028	4,50,28,000	38,584	3,85,84,000	83,612	8,36,12,000
Due within 1 year	84,534	8,45,34,000	14,859	1,48,59,000	99,393	9,93,93,000
Grand Total₹	2,33,989	23,39,89,000	1,74,671	17,46,71,000	4,08,660	40,86,60,000

As at 31-Mar-2019

Redeemable at par within	Rate of Interest					
	>= 12% < 14%		> =14%		Total	
	Number	Amount	Number	Amount	Number	Amount
Due within 4-5 years	-	-	-	-	-	-
Due within 3-4 years	21,927	2,19,27,000	13,918	1,39,18,000	35,845	3,58,45,000
Due within 2-3 years	44,828	4,48,28,000	38,634	3,86,34,000	83,462	8,34,62,000
Due within 1- 2 years	84,734	8,47,34,000	14,859	1,48,59,000	99,593	9,95,93,000
Due within 1 year	-	-	-	-	-	-
Grand Total₹	1,51,489	15,14,89,000	67,411	6,74,11,000	2,18,900	21,89,00,000

As at 01-Apr-2018

Redeemable at par within	Rate of Interest		> = 12% < 14%		> = 14%		Total	
	Number	Amount	Number	Amount	Number	Amount	Number	Amount
Due within 4-5 years	-	-	-	-	-	-	-	-
Due within 3-4 years	21,927	2,19,27,000	13,918	1,39,18,000	35,845	3,58,45,000		
Due within 2-3 years	44,828	4,48,28,000	38,634	3,86,34,000	83,462	8,34,62,000		
Due within 1- 2 years	84,734	8,47,34,000	14,859	1,48,59,000	99,593	9,95,93,000		
Due within 1 year	-	-	-	-	-	-	-	-
Grand Total	1,51,489	15,14,89,000	67,411	6,74,11,000	2,18,900	21,89,00,000		

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

21 Other financial liabilities

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Interest accrued on borrowings	19,36,86,241	12,07,41,417	5,90,94,580
Unclaimed dividend	1,55,364	1,09,029	1,14,979
Unpaid matured debentures and interest accrued thereon;	41,41,464	70,85,381	3,33,833
Earnest Money Deposit	13,53,000	14,25,000	-
Debenture Application money	10,00,000	3,80,04,000	2,46,94,000
Application money against Subordinate Debts	11,00,000	-	-
Application money received for allotment of shares to the extent refundable	5,90,000	-	-
Employee related payables	1,60,02,011	1,22,71,988	1,07,84,476
Others	16,78,786	7,37,474	1,08,280
Total ₹	21,97,06,867	18,03,74,289	9,51,30,149

22 Provisions

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Employee Benefits			
- Gratuity	42,92,365	24,75,242	12,44,222
Provisions for taxation	1,79,90,660	58,51,180	78,21,968
Total ₹	2,22,83,025	83,26,422	90,66,190

23 Other non-financial liabilities

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Statutory dues payable	63,87,001	45,38,081	23,70,101
Other liabilities	35,33,713	92,757	5,44,000
Total ₹	99,20,714	46,30,838	29,14,101

(All amounts are in Indian Rupees unless otherwise stated)

24 Equity Share capital
The reconciliation of equity shares outstanding at the beginning and at the end of the period

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Authorized shares			
6,00,00,000 (31-Mar-2019 : 6,00,00,000, 01-Apr-2018: 4,00,00,000) Equity shares of ₹10/- each	60,00,00,000	60,00,00,000	40,00,00,000
Issued, subscribed and fully paid-up shares			
4,43,34,952 (31-Mar-2019 : 3,59,32,924, 01-Apr-2018: 2,53,94,018) Equity shares of ₹10/- each	44,33,49,520	35,93,29,240	25,39,40,180
Total ₹	44,33,49,520	35,93,29,240	25,39,40,180

a. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

b. Details of shareholders holding more than 5% shares in the company

Equity Share Capital :-	As at 31-Mar-2020		As at 31-Mar-2019		As at 01-Apr-2018	
	Number	% holding in the class	Number	% holding in the class	Number	% holding in the class
Shares of ₹10 each fully paid						
K G Anilkumar	1,28,75,300	29.04%	1,10,72,950	30.82%	91,79,900	36.15%
Umadevi Anilkumar	40,99,799	9.25%	38,49,799	10.71%	36,13,632	14.23%

(as per records of the Company, including its Register of share holders/members and other declarations received from share holders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.)

c. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares	As at 31-Mar-2020		As at 31-Mar-2019		As at 01-Apr-2018	
	Number	Amount	Number	Amount	Number	Amount
At the beginning of the year	3,59,32,924	35,93,29,240	2,53,94,018	25,39,40,180	2,08,62,512	20,86,25,120
Issued during the period	84,02,028	8,40,20,280	1,05,38,906	10,53,89,060	45,31,506	4,53,15,060
Outstanding at the end of the period	4,43,34,952	44,33,49,520	3,59,32,924	35,93,29,240	2,53,94,018	25,39,40,180

d. Aggregate number of bonus shares issued, for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

	Number	Amount
Equity shares allotted as fully paid bonus shares by capitalisation of the balances in the Statement of Profit & Loss and Retained Earnings during the Financial Year 2014-15	5,36,587	53,65,870
	5,36,587	53,65,870

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

25 Other Equity

	As at 31-Mar- 2020	As at 31-Mar- 2019
Statutory Reserves		
Balance as per the last financial statements	36,41,973	32,41,973
Add: Transferred from statement of Profit and loss account	14,00,000	4,00,000
Closing Balance	50,41,973	36,41,973
Impairment Reserves		
Balance as per the last financial statements	37,17,649	35,10,232
Add: Transferred from statement of Profit and loss account	8,57,099	2,07,417
Closing Balance	45,74,748	37,17,649
Securities Premium Reserves		
Balance as per the last financial statements	15,93,56,595	5,39,67,535
Add: Additions during the period	8,40,20,280	10,53,89,060
Closing Balance	24,33,76,875	15,93,56,595
Surplus/(deficit) in the statement of profit and loss		
Balance as per last financial statements	23,16,551	27,78,962
Add: Other Net additions	8,72,059	-
Profit/(loss) during the period	45,31,505	1,45,006
Less: Transferred to Statutory Reserve	14,00,000	4,00,000
Transferred to Impairment Reserve	8,57,099	2,07,417
Net surplus in the statement of profit and loss	54,63,016	23,16,551
Other Comprehensive Income		
Balance as per last financial statements	82,652	35,695
Add: Additions during the period	5,19,055	46,957
Net surplus in the statement of profit and loss	6,01,707	82,652
Total ₹	25,90,58,319	16,91,15,420

Nature and purpose of Reserves

Statutory reserve (Statutory Reserve pursuant to Section 45-IC of The RBI Act, 1934): Section 45IC of Reserve Bank of India Act, 1934 ("RBI Act, 1934") defines that every non banking finance institution which is a Company shall create a reserve fund and transfer therein a sum not less than twenty percent of its net profit every year as disclosed in the statement of profit and loss before any dividend is declared.

The Company has transferred an amount of Rs1,400,000(Previous year Rs 400,000) to Statutory reserve pursuant to Section 45-IC of RBI Act, 1934

Impairment reserve: Where impairment allowance under Ind AS 109 is lower than the provisioning required under IRACP(including standard asset provisioning),the differential amount is transferred to impairment reserve.The balance in the impairment reserves shall not be reckoned for regulatory capital
Securities premium: Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

Other comprehensive income: Other items of other comprehensive income consist of remeasurement of net defined benefit liability/asset.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

26 Revenue from operations

I) Interest Income:

On Financial Assets measured at Amortised cost

	For the year ended 31-Mar- 2020	For the year ended 31-Mar- 2019
Interest on Loans	56,76,30,685	48,62,86,281
Interest on Fixed deposit	1,00,49,086	25,25,964
Total ₹	57,76,79,771	48,88,12,246

II) Revenue from other Financial Services:

	For the year ended 31-Mar- 2020	For the year ended 31-Mar- 2019
Income From Money Transfer	92,732	59,770
Service Charges Received	5,91,377	12,88,316
Total ₹	6,84,108	13,48,086

27 Other income

	For the year ended 31-Mar- 2020	For the year ended 31-Mar- 2019
Miscellaneous income	1,69,234	14,82,969
Profit on sale of land	-	10,00,000
Insurance claim received	-	7,24,000
Dividend on Investments	8,12,427	7,500
Net Gain/(Loss) on sale of investments	4,93,677	8,84,548
Total ₹	14,75,338	40,99,017

28 Finance costs

	For the year ended 31-Mar- 2020	For the year ended 31-Mar- 2019
On Financial Assets measured at Amortised cost:		
Interest on Debentures	20,07,04,988	16,07,68,137
Interest on Subordinated Debts	4,81,86,114	3,28,35,276
Interest on Bank Borrowings	16,47,718	35,19,060
Interest on Lease Liability	51,87,945	37,47,969
Interest Paid On Vehicle Loan	4,83,430	1,18,213
Other Interest expense:		
Interest on short fall in payment of advance Income Tax	5,87,502	8,18,466
Total ₹	25,67,97,698	20,18,07,120

29 Impairment of Financial Instruments

	For the year ended 31-Mar- 2020	For the year ended 31-Mar- 2019
On financial liabilities measured at amortised cost:		
Loans Assets	(42,36,958)	35,36,625
Total ₹	(42,36,958)	35,36,625.00

30 Employee benefits expense

	For the year ended 31-Mar- 2020	For the year ended 31-Mar- 2019
Salaries & Wages	13,98,88,427	11,49,50,362
Contribution to provident and other fund	1,23,94,024	1,10,61,711
Staff Welfare Expenses	4,22,514	1,15,154
Total ₹	15,27,04,965	12,61,27,227

31 Depreciation and amortization expense

	For the year ended 31-Mar- 2020	For the year ended 31-Mar- 2019
Depreciation of tangible assets	2,70,74,645	2,30,60,603
Depreciation of right-of- use asset	2,82,30,875	2,15,48,951
Amortization of intangible assets	3,63,121	2,27,546
Total ₹	5,56,68,641	4,48,37,100

32 Other expenses

	For the year ended 31-Mar- 2020	For the year ended 31-Mar- 2019
Advertising and sales promotion	2,29,41,864	3,91,52,918
Bank charges	15,79,759	11,11,434
Bad Debt	2,10,256	-
Deferred Revenue Expenditure Written Off	1,61,27,991	1,69,92,859
Director's sitting fees	5,69,200	1,50,000
Donation	20,25,190	11,160
Insurance	12,58,824	8,67,198
Miscellaneous expenses	50,962	1,61,961
Office Expenses	49,85,595	27,91,446
Payment to auditor (Refer details below)	9,25,390	5,45,000
Postage and Telephone	61,46,575	43,60,733
Printing and stationery	18,63,849	6,86,840
Professional Charges	1,82,31,454	1,30,08,361
Rent	43,01,112	39,87,973
Corporate social Responsibility Expense	6,45,302	-
Repairs and maintenance	54,82,811	23,95,438
Security charges	80,46,447	1,00,31,440
Tax and fee	29,17,902	94,92,239
Travelling and boarding	20,12,178	18,73,479
Water & Electricity	56,41,043	43,48,455
Loss on current investment due to market fluctuation	51,75,733	14,81,805
Property ,Plant and Equipment Writtenoff	-	5,86,721
Total ₹	11,11,39,435	11,40,37,460
	For the year ended 31-Mar- 2020	For the year ended 31-Mar- 2019
Payment to the auditor: (excluding tax)		
as auditor	5,73,600	4,70,000
for taxation matters	3,00,000	75,000
for company law matters	-	-
for management services	-	-
for other services	51,790	-
for reimbursement of expenses	-	-
Total ₹	9,25,390	5,45,000
	For the year ended 31-Mar- 2020	For the year ended 31-Mar- 2019
Corporate Social Responsibility Expenses		
Gross amount to be spent during the year	6,45,302	-
Amount spent during the year	-	-
Construction / acquisition of any asset	-	-
On purposes other than above	6,45,302	-

(All amounts are in Indian Rupees unless otherwise stated)

33 Income Tax

The components of income tax expense for the year ended 31 March 2020 and year ended 31 March 2019 are:

	For the year ended 31-Mar- 2020	For the year ended 31-Mar-2019
Current tax	53,64,448	58,51,180
Adjustment in respect of current income tax of prior years	(2,47,410)	(20,359)
Deferred tax relating to origination and reversal of temporary differences	(18,83,106)	(20,62,011)
Total tax charge	32,33,932	37,68,810
Current tax	51,17,038	58,30,821
Deferred tax	(18,83,106)	(20,62,011)
Reconciliation of Income tax expense:		
Accounting profit before tax as per Ind AS	82,77,312	39,13,816
Add/(Less) : Ind AS Adjustments on PBT	-	3,78,906
Accounting profit before tax for IT Computation	82,77,312	42,92,722
Allowances / Disallowances and other adjustments (Net)	1,22,43,370	1,73,32,167
Adjusted profit / (Loss) before tax for Income Tax	2,05,20,682	2,16,24,889
<u>Current Tax as per Books</u>		
Tax at Normal Rate (Effective rate of 25.17%, March 2019: 27.82%)	50,58,085	54,91,762
Tax at Special Rate (Short Term Capital Gain Effective rate of 17.16%, March 2019: 16.69%, Long Term Capital Gain Effective rate of 22.56%, March 2019: 22.56%)	72,655	3,59,418
Adjustment of prior year tax and MAT Credit	(2,47,410)	(20,359)
Total Tax as given in Books of ICL Fincorp Limited	48,83,331	58,30,821
Total Tax as given in Books of Salem Erode Investment	2,33,708	
All India Statutory income tax rate of 25.17%, March 2019: 27.82%	53,64,448	58,51,180

Deferred Tax

The following table shows deferred tax recorded in the balance sheet and changes recorded in the Income tax expense:

	Deferred Tax Assets	Deferred Tax Liabilities	Income Statement	OCI	Others
	31-Mar-20	31-Mar-20	2019-20	2019-20	2019-20
MAT Credit Entitlement	2,03,92,371	-	50,92,248	-	-
Depreciation	64,27,210	-	6,85,109	-	-
Impairment allowance for financial assets	7,15,844	3,66,744	17,56,627	-	-
Remeasurement gain/ (loss) on defined benefit plan	-	1,78,122	-	(1,66,030)	-
Provisions	10,80,302	-	3,91,690	-	-
Financial assets measured at amortised cost	1,91,418	-	(7,52,533)	-	-
Other temporary differences	86,267	-	35,920	-	-
Total	2,88,93,412	5,44,866	72,09,061	(1,66,030)	-
Net Deferred tax liabilities as at 31 March, 2020	2,83,48,546	-	-	-	-

	Deferred Tax Assets	Deferred Tax Liabilities	Income Statement	OCI	Others
	31-Mar-19	31-Mar-19	2018-19	2018-19	2018-19
Depreciation	57,42,101.00	-	24,97,644		
Impairment allowance for financial assets	-	16,40,914	(7,05,828)		
Remeasurement gain/ (loss) on defined benefit plan	-	12,092	-	450	
Provisions	6,88,612.00	-	3,45,798		
Financial assets measured at amortised cost	49,138.00	-	(1,25,950)		
Other temporary differences	50,347.00	-	50,347		
Total₹	65,30,198.00	16,53,006	20,62,011	450.00	
Net Deferred tax liabilities as at 31 March, 2019	48,77,192.00				
	Deferred Tax Assets	Deferred Tax Liabilities			
	01-Apr-18	01-Apr-18			
Depreciation	32,44,457	-	-		
Impairment allowance for financial assets	-	9,35,086	9,35,086		
Remeasurement gain/ (loss) on defined benefit plan	-	12,542	12,542		
Provisions	3,42,814	-	-		
Financial assets measured at amortised cost	1,75,088	-	-		
Other temporary differences	-	-	-		
Total₹	37,62,359	9,47,628			
Net Deferred tax asset as at 1 April, 2018	28,14,731				

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

34 Earnings per equity share

The following reflects the profit and share data used in the basic and diluted EPS computations:

	For the year ended 31-Mar-2020	For the year ended 31-Mar-2019
Profit/(loss) after tax	45,31,505	1,45,006
Less : Dividends on convertible preference shares & tax thereon	-	-
Net profit/(loss) for calculation of basic EPS	45,31,505	1,45,006
Net profit as above	45,31,505	1,45,006
Add : dividends on convertible preference shares & tax thereon	-	-
Add : interest on bonds convertible into equity shares (net of tax)	-	-
Net profit/(loss) for calculation of diluted EPS (A)	45,31,505	1,45,006
Weighted average number of equity shares in calculating basic EPS (B)	3,84,49,965	3,44,55,507
Effect of dilution:		
Convertible preference shares	-	-
Weighted average number of equity shares in calculating diluted EPS (C)	3,84,49,965	3,44,55,507
Earnings Per Share (A/B) (Basic)	0.12	0.00
Earnings Per Share (A/C) (Diluted)	0.12	0.00
Par value per share	10.00	10.00

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

35 Retirement Benefit Plan

Defined Contribution Plan

The Company makes Provident Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹86,76,508/- (Previous Year: ₹68,24,120/-) for Provident Fund contributions and ₹37,17,516/- (Previous Year: ₹42,37,591/-) for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the Schemes.

Defined Benefit Plan

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service.

i) Gratuity

<i>Changes in Present value of obligation</i>	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Present value of obligation at the beginning of the year	24,75,242	12,44,222	3,68,854
Acquisition adjustment	-	-	-
Interest cost	2,35,309	1,85,643	87,096
Past service cost	-	-	-
Current service cost	22,66,898	10,91,885	8,36,509
Curtailement cost	-	-	-
Settlement cost	-	-	-
Benefits paid	-	-	-
Actuarial gain/loss on obligation	-	-	(48,237)
Change in financial assumptions	30,062	4,38,540	-
Experience variance	(7,15,146)	(4,85,047)	-
Present value of obligations at the end of the year	42,92,365	24,75,244	12,92,460

Changes in fair value of plan assets

Not applicable as scheme is unfunded

Funded status

Not applicable as scheme is unfunded

Expense recognised in the statement of Profit/Loss	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Current service cost	22,66,898	10,91,885	8,36,509
Past service cost	-	-	-
Interest cost	2,35,309	1,85,643	87,096
Expected return of plan asset	-	-	-
Curtailement cost	-	-	-
Settlement cost	-	-	-
Actuarial gain/loss recognised in the year	(6,85,085)	-	-
Expense recognised in the statement of Profit/Loss	18,17,122	12,77,527	9,23,605

Actuarial assumptions	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Mortality table	IALM 2006-08 Ultimate table	IALM 2006-08 Ultimate table	IALM 2006-08 Ultimate table
Superannuation age	65	65	62
Early retirement and disablement	40 per 1000	40 per 1000	30 per 1000
Discount rate	7.5%	7.5%	7.0%
Inflation rate	3%	5%	5%
Return on asset	N/A	N/A	N/A
Remaining working life	31	31	28
Formula used	Projected unit credit method	Projected unit credit method	Projected unit credit method

Movements in Liability			
Recognised in Balancesheet:	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Opening Net liability	24,75,242	12,44,222	3,68,854
Expenses as above	18,17,122	12,31,020	8,75,368
Contributions	-	-	-
Closing Net liability	42,92,365	24,75,242	12,92,460
Closing fund/provision at the end of year	42,92,365	24,75,242	12,92,460

Notes to Appendix B of AS 15(r 2005)

As the scheme is unfunded, charges to Profit/Loss account has been based on the following assumptions:

1. Previous obligation was provided for at last accounting date
2. Benefit to exits has been paid to debit of above provisions
3. Current obligation will be provided for at current accounting date
4. Gratuity amount has changed significantly since there is a change in the salary structure to streamline as per labor law. This has led to increase in Basic and DA components of salary, hence, leading to increase in gratuity liability

Experience adjustment	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Fair value on plan assets	NA	NA	NA
Status (Surplus/Deficit)	-	-	-
Actuarial Gain/Loss on plan assets	NA	NA	NA
Difference due to change in assumptions	-	-	-
Experience Adjustment of Plan Assets (Gain / loss)	-	-	-
Actuarial Gain/Loss on Obligation	(6,85,085)	(46,507)	(48,237)
Difference due to change in assumptions	(30,062)	(4,38,540)	-
Experience Adjustment of obligation (Gain/ loss)	(7,15,148)	(4,85,047)	(48,237)

Other Comprehensive Income	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Re-measurement costs or Actuarial (gains)/losses			
- change in demographic assumptions	-	-	-
- change in financial assumptions	30,062	4,38,540	-
- experience variance (i.e. Actual experience vs assumptions)	(7,15,148)	(4,85,047)	(48,237)
Return on plan assets, excluding amount recognized in net interest expense	-	-	-
Re-measurement arising because of change in effect of asset ceiling	-	-	-
Components of defined benefit costs recognized in other comprehensive income	(6,85,085)	(46,507)	(48,237)

(All amounts are in Indian Rupees unless otherwise stated)

36. 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. With regard to loans and advances to customers, the Company uses the same basis of expected repayment behaviour as used for estimating the EIR.

	As at 31-Mar-2020			As at 31-Mar-2019			As at 01-Apr-2018		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Assets									
Financial Assets									
Cash and Cash Equivalents	15,21,33,182	-	15,21,33,182	9,26,80,691	-	9,26,80,691	4,56,84,387	-	4,56,84,387
Bank Balances other than above	36,57,614	-	36,57,614	2,06,08,482	-	2,06,08,482	1,51,14,979	-	1,51,14,979
Loans	2,39,36,36,752	10,07,90,145	2,49,44,26,897	1,71,44,24,366	18,44,77,745	1,89,89,02,112	1,10,21,35,736	17,86,09,149	1,28,07,44,886
Investments	87,17,703	-	87,17,703	1,21,38,945	-	1,21,38,945	-	-	-
Other Financial Asset	13,94,84,412	1,78,71,057	15,73,55,469	14,30,63,603	7,35,11,944	21,65,75,547	8,84,66,534	1,51,65,994	10,36,32,528
Total (A)	11,86,61,202	11,86,61,202	2,81,62,90,866	1,98,29,16,088	25,79,89,689	2,24,09,05,777	1,25,14,01,637	19,37,75,144	1,44,51,76,781
Non-Financial Assets									
Current tax assets (net)	1,59,77,816	-	1,59,77,816	2,58,502	-	2,58,502	5,59,568	-	5,59,568
Deferred tax assets (net)	-	2,83,48,546	2,83,48,546	-	48,77,192	48,77,192	-	28,14,731	28,14,731
Property, Plant and Equipment	-	10,67,15,951	10,67,15,951	-	8,91,77,660	8,91,77,660	-	8,98,09,465	8,98,09,465
Capital work-in-progress	-	68,36,786	68,36,786	-	43,72,390	43,72,390	-	41,68,020	41,68,020
Right-of-Use Asset	20,55,566	4,66,86,686	4,87,42,252	44,62,262	3,10,28,373	3,54,90,635	15,59,152	3,13,68,823	3,29,27,975
Goodwill	-	4,77,96,409	4,77,96,409	-	-	-	-	-	-
Other Intangible assets	-	23,84,565	23,84,565	-	8,38,216	8,38,216	-	10,65,762	10,65,762
Other Non-Financial Asset	8,30,13,884	2,59,99,075	10,90,12,959	4,70,07,804	1,96,27,067	6,66,34,871	4,23,54,353	4,35,55,058	8,59,09,411
Total (B)	10,10,47,266	26,47,68,017	36,58,15,283	5,17,28,568	14,99,20,898	20,16,49,466	4,44,73,073	17,27,81,858	21,72,54,932
Total Assets (A+B)	2,79,86,76,929	38,34,29,219	3,18,21,06,149	2,03,46,44,656	40,79,10,587	2,44,25,55,243	1,29,58,74,711	36,65,57,002	1,66,24,31,712

37. Change In Liabilities Arising From Financing Activities

Particulars	As at 31-Mar-2019		As at 31-Mar-2020	
	Cash Flows	Other	Cash Flows	Other
Debt Securities	1,40,50,85,000	29,21,10,000	-	1,69,71,95,000
Borrowings	5,94,70,248	(4,48,27,492)	-	1,46,42,756
Subordinate Liabilities	21,89,00,000	18,97,60,000	-	40,86,60,000
Total	1,68,34,55,248	43,70,42,508	-	2,12,04,97,756
As at 01-Apr-2018				
Debt Securities	92,78,14,000	47,72,71,000	-	1,40,50,85,000
Borrowings	5,42,47,380	52,22,868	-	5,94,70,248
Subordinate Liabilities	21,89,00,000	-	-	21,89,00,000
Total	1,20,09,61,380	48,24,93,868	-	1,68,34,55,248

ICL FINCORP LIMITED

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(All amounts are in Indian Rupees unless otherwise stated)

38 Related party transactions

Names of related parties

<i>Relationship</i>	Name of the party
Key Management Personnel	Mr. Anilkumar K G (Managing Director) Ms. Umadevi Anilkumar (Whole Time Director) Ms. Karthika P S (Company Secretary) (Appointed on 11/12/2019) Ms. Nandhini Vijayaragavan (Company Secretary) (Resigned on 23/10/2019) Mr. Subramanian R (CFO) Mr. Ramasamy Subramanian (Director) (Resigned on 15/07/2019) Mr. Sajish Gopalan (Independent Director) Mr. Nadarajan (Independent Director) Mr. Sudhakaran Polassery(Director)(Resigned on 07/03/2020) Mr. Saseendran Veliyath (Independent Director) (Resigned on 17/02/2020) Mr. Narayanan Raghumohan(Whole Time Director) (Appointed on 15/10/2019) Mr. Shinto Stanley(Independent Director) (Appointed on 03/12/2019) Mr. Wilson K K(Director) Mr.Padma Kanoria(Resigned on 18/02/2020) Ms.Kusumam Kanoria(Resigned on 18/02/2020) Mr.Ashok Kumar Hamirbasia(MD)(Resigned on 18/02/2020) Mr.Arindam Saha(CFO)(Resigned on 18/02/2020) Mr.Bela Parakh(Company Secretary)(Resigned on 18/02/2020) Mr.Himanshu Maheshwari (Company Secretary)(Resigned on 18/02/2020)
Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	ICL Tours And Travels Private Limited ICL Chits Limited ICL Nidhi Limited ICL Medilab Private Limited Snow View Tex Collections Private Ltd Kichappu Entertainments Amaljith A Menon (Son of K G Anilkumar and Umadevi Anilkumar) Pankajakshy (Mother of Umadevi Anilkumar) Hamirbasia & Associates Tara Investments Ltd M D Network Commodities Private Ltd

Particulars	Key Management Personnel/Directors		
	31-Mar-20	31-Mar-19	01-Apr-18
Balance outstanding at the period end:			
<u>Loan from Directors</u>	31,17,188	2,51,12,084	12,19,755
K G Anilkumar			
<i>Balance outstanding at the beginning</i>	2,46,63,794	6,87,921	1,72,793
<i>Amount Accepted</i>	1,20,69,760	13,52,55,140	6,93,83,650
<i>Amount Repaid</i>	3,43,26,345	11,12,79,267	6,88,68,522
<i>Balance outstanding at the period end</i>	24,07,209	2,46,63,794	6,87,921
Umadevi Anilkumar			
<i>Balance outstanding at the beginning</i>	4,48,290	5,31,834	54,606
<i>Amount Accepted</i>	6,63,349	32,18,290	62,58,212
<i>Amount Repaid</i>	4,01,660	33,01,834	57,80,984
<i>Balance outstanding at the period end</i>	7,09,979	4,48,290	5,31,834
<u>Sale of Investments</u>	-	-	3,15,000
K.G Anilkumar	-	-	3,15,000
<u>Property Loan including Interest receivable from Directors</u>	6,85,48,973	6,74,68,904	6,95,13,199
K G Anilkumar			
<i>Balance outstanding at the beginning</i>	6,74,68,904	6,82,00,000	-
<i>Amount Advanced</i>	-	-	6,82,00,000
<i>Interest Accrued</i>	98,39,239	1,19,90,340	-
<i>Amount Repaid</i>	87,59,170	1,27,21,436	-
<i>Balance outstanding at the period end</i>	6,85,48,973	6,74,68,904	6,82,00,000
Umadevi Anilkumar			
<i>Balance outstanding at the beginning</i>	-	13,13,199	-
<i>Amount Advanced</i>	-	-	30,00,000.00
<i>Interest Accrued</i>	-	4,30,380	3,30,579.00
<i>Amount Repaid</i>	-	17,43,579	20,17,380.00
<i>Balance outstanding at the period end</i>	-	-	13,13,199

38 Related party transactions (contd.)

Particulars	Key Management Personnel/Directors		
	31-Mar-20	31-Mar-19	01-Apr-18
<u>Advance against purchase of asset</u>	-	-	2,00,00,000.00
Umadevi Anilkumar	-	-	2,00,00,000.00
<u>Debenture Outstanding</u>	8,90,000	23,90,000	-
K G Anilkumar	-	10,00,000	-
Umadevi Anilkumar	8,90,000	13,90,000	-
<u>Debenture Accepted</u>	30,96,64,000	28,79,35,000	25,99,77,000
K G Anilkumar	30,96,64,000	28,79,35,000	25,99,77,000
<u>Subordinate Debt Outstanding</u>	4,50,69,000	2,48,99,000	2,10,14,000
K G Anilkumar	3,62,15,000	1,70,45,000	1,64,25,000
Umadevi Anilkumar	88,54,000	78,54,000	45,89,000
<u>Subordinate Debt Accepted</u>	1,85,50,000	-	1,19,86,000
K G Anilkumar	-	-	1,18,86,000
Umadevi Anilkumar	1,85,50,000	-	1,00,000
<u>Subscription to Equity Shares including premium</u>	4,02,85,000	4,96,50,000	1,73,05,965
K G Anilkumar	3,52,85,000	4,46,50,000	1,44,97,980
Umadevi Anilkumar	50,00,000	50,00,000	28,07,985
<u>Interest payable on Subordinate Debt</u>	1,30,88,562	75,46,946	42,67,556
K G Anilkumar	92,80,021	49,48,371	31,07,248
Umadevi Anilkumar	38,08,541	25,98,575	11,60,309
<u>Interest payable on Debenture</u>	54,854	38,018	-
K G Anilkumar	-	4,603	-
Umadevi Anilkumar	54,854	33,415	-
<u>Rent Payable</u>	17,860	17,010	16,200
Umadevi Anilkumar	17,860	17,010	16,200
Income recorded in the books:	98,39,239	1,24,20,720	89,17,237
K G Anilkumar	98,39,239	1,19,90,340	85,86,658
Umadevi Anilkumar	-	4,30,380	3,30,579
Expenses recorded in the books:			
<u>Remuneration to Directors</u>	57,61,251	54,00,000	42,27,000
K G Anilkumar	36,00,000	36,00,000	28,20,000
Umadevi Anilkumar	18,00,000	18,00,000	14,07,000
Raghu Mohan N	3,61,251	-	-
<u>Remuneration to others</u>	17,30,451	14,46,836	12,58,256
Binu Thomas (Company Secretary)	-	-	30,000
Sariga P Gokul (Company Secretary)	-	-	6,43,136
Karthika P S (Company Secretary)	2,39,033	-	-
Nandhini Vijayaragavan (Company Secretary)	5,61,418	7,28,772	1,11,780
Subramanian R (CFO)	9,30,000	7,18,064	4,73,340
Arindam Saha(CFO)	5,74,300		
.Ashok Kumar Hamirbasia(MD)	13,02,833		
Bela Parakh(Company Secretary)	1,47,150		
Himanshu Maheshwari (Company Secretary)	7,330		

38 Related party transactions (contd.)

Particulars	Key Management Personnel/Directors		
	31-Mar-20	31-Mar-19	01-Apr-18
<u>Interest on Debenture</u>	2,48,888	1,44,166	-
K G Anilkumar	96,000	1,10,000	-
Umadevi Anilkumar	1,52,888	34,166	-
<u>Interest on Subordinate Debt</u>	55,62,785	26,34,540	22,82,564
K G Anilkumar	40,69,921	16,86,256	16,58,269
Umadevi Anilkumar	14,92,864	9,48,284	6,24,295
<u>Sitting Fees paid to Directors</u> <u>(Excluding GST)</u>	5,00,000	1,50,000	35,000
Sajish Gopalan	1,00,000	30,000	11,000
Nadarajan	90,000	10,000	5,000
Praveesh P Thirupathy	-	-	8,000
Ramasamy Subramanian	20,000	30,000	8,000
Wilson K K	1,10,000	30,000	3,000
Sudhakaran Polassery	40,000	20,000	-
Saseendaran V	1,00,000	30,000	-
Shinto Stanly	40,000	-	-
<u>Rent</u>	2,38,140	2,26,800	2,16,000
Umadevi Anilkumar	2,38,140	2,26,800	2,16,000

Particulars	Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives		
	31-Mar-20	31-Mar-19	01-Apr-18
<u>Advances with Interest receivables from Sister Concerns</u>	6,58,03,956	9,37,35,230	14,81,80,140
ICL Chits Limited			
Balance outstanding at the beginning	2,17,06,451	1,93,53,868	49,26,042
Amount Advanced	-	-	1,37,21,910
Interest accrued	29,16,436	26,54,841	10,55,916
Amount Repaid	47,00,000	3,02,258	3,50,000
Balance outstanding with Interest Receivable at the period end	1,99,22,887	2,17,06,451	1,93,53,868
ICL Tours & Travels Private Limited			
Balance outstanding at the beginning	7,20,28,778	7,79,76,859	4,78,09,930
Amount Advanced	-	-	2,48,28,523
Interest accrued	94,52,290	99,51,865	79,38,406
Amount Repaid	3,56,00,000	1,58,99,945	26,00,000
Balance outstanding with Interest Receivable at the period end	4,58,81,068	7,20,28,778	7,79,76,859
ICL Builders Limited			
Balance outstanding at the beginning	-	-	3,97,42,801
Amount Advanced	-	-	1,11,06,613
Interest accrued	-	-	-
Amount Repaid	-	-	-
Balance outstanding with Interest Receivable at the period end	-	-	5,08,49,414
Snow View Tex Collections Private Ltd			
Balance outstanding at the beginning	-	-	49,00,000
Amount Advanced	-	-	-
Interest accrued	-	-	-
Amount Repaid	-	-	49,00,000
Balance outstanding with Interest Receivable at the period end	-	-	-

38 Related party transactions (contd.)

Particulars	Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives		
	31-Mar-20	31-Mar-19	01-Apr-18
<u>Payable against Purchase</u>	-	-	14,510
Snow View Tex Collections Private Ltd	-	-	14,510
Income recorded in the books:	1,23,68,726	1,26,06,706	1,26,56,418
ICL Chits Limited	29,16,436	26,54,841	10,55,916
ICL Tours & Travels Private Limited	94,52,290	99,51,865	79,38,406
ICL Builders Limited	-	-	31,90,777
Snow View Tex Collections Private Ltd	-	-	4,71,319
<u>Purchase</u>	-	-	10,52,554
Snow View Tex Collections Private Ltd	-	-	10,52,554

Particulars	Relatives of key management personnel/directors		
	31-Mar-20	31-Mar-19	01-Apr-18
<u>Debenture Outstanding</u>	3,00,000	-	-
Amaljith A Menon	3,00,000	-	-
<u>Debenture Accepted</u>	33,73,03,000	-	28,49,89,000
Pankajakshy	33,73,03,000	-	28,49,89,000
<u>Subordinate Debt Outstanding</u>	6,20,000	-	-
Amaljith A Menon	6,20,000	-	-
<u>Subordinate Debt Accepted</u>	62,00,000	-	95,59,000
Pankajakshy	62,00,000	-	95,59,000
<u>Subscription to Equity Shares including premium</u>	10,00,000	-	-
Amaljith A Menon	10,00,000	-	-
<u>Interest payable on Subordinate Debt</u>	66,069	-	-
Amaljith A Menon	66,069	-	-
<u>Interest payable on Debenture</u>	64,795	-	-
Amaljith A Menon	64,795	-	-
<u>Interest on Debenture</u>	46,851	-	-
Amaljith A Menon	46,851	-	-
<u>Interest on Subordinate Debt</u>	87,380	-	-
Amaljith A Menon	87,380	-	-

Note:

- a) Related parties have been identified on the basis of declaration received by the management and other records available
- b) The remuneration to the key managerial personnel does not include the provisions made for gratuity, as they are determined on actuarial basis for the company as a whole.

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

39 First-Time Adoption Of Ind AS

These financial statements, for the year ended 31 March, 2020, are the first financial statements the Group has prepared in accordance with Ind AS. For periods up to and including the year ended 31 March, 2019, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP or previous GAAP).

Accordingly, the Group has prepared financial statements which comply with Ind AS applicable for year ending on 31 March, 2020, together with the comparative period data as at and for the year ended 31 March, 2019, as described in the summary of significant accounting policies. In preparing these financial statements, the Group's opening balance sheet was prepared as at 1 April, 2018, the Group's date of transition to Ind AS. This note explains the principal adjustments made by the group in restating its Indian GAAP financial statements, including the balance sheet as at 1 April, 2018 and the financial statements as at and for the year ended 31 March, 2019.

Exemptions applied:

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Group has applied the following exemptions:

1] Deemed cost of PPE / investment property and certain intangible assets

An entity may elect to measure an item of property, plant and equipment at the date of transition to Ind ASs at its fair value and use that fair value as its deemed cost at that date. Ind AS 16 further mandate that PPE should be recorded basis component accounting, Major overhaul expenses to be capitalized and other dismantling cost treatment etc.

Exemptions Availed

A first-time adopter to Ind ASs may elect to continue with the carrying value for all its property, plant and equipment as recognized in the financial statements as at the date of transition to Ind ASs, measured as per the previous GAAP and use that as its deemed cost as at the date of Transition.

Group has taken that exemption and no revaluation has been done for the PPE as on date of Transition.

Estimates:

The estimates at 1 April, 2018 and at 31 March, 2019 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies) apart from the following items where application of Indian GAAP did not require estimation:

- FVPTL / FVOCI – equity and debt instrument
- Impairment of financial assets based on expected credit loss model

The estimates used by the Group to present these amounts in accordance with Ind AS reflect conditions at 1 April, 2018, the date of transition to Ind AS and as of 31 March, 2019.

Equity Reconciliation for 1 April 2018

	Previous GAAP	Adjustment	Ind AS
Assets			
Financial Assets			
Cash and Cash Equivalents	4,56,84,387	-	4,56,84,387
Bank Balances other than above	1,51,14,979	-	1,51,14,979
Loans	1,29,62,39,504	(1,54,94,618)	1,28,07,44,886
Investments	-	-	-
Other Financial Asset	16,08,05,840	(5,71,73,312)	10,36,32,528
Total (A)	1,51,78,44,711	(7,26,67,930)	1,44,51,76,781
Non-Financial Assets			
Current tax assets (net)	5,59,568	-	5,59,568
Deferred tax assets (net)	56,86,989	(28,72,258)	28,14,731
Property, Plant and Equipment	8,98,09,465	-	8,98,09,465
Right to Use Asset	-	3,29,27,975	3,29,27,975
Capital work in progress	41,68,020	-	41,68,020
Other Intangible assets	10,65,762	-	10,65,762
Other Non-Financial Asset	2,53,61,495	6,05,47,916	8,59,09,411
Total (B)	12,66,51,299	9,06,03,633	21,72,54,932
Total Assets (A+B)	1,64,44,96,010	1,79,35,703	1,66,24,31,713
Liabilities and Equity			
Financial Liabilities			
Trade payables			
<i>(A) total outstanding dues of micro enterprises and small enterprises; and</i>	-	-	-
<i>(B) total outstanding dues of creditors other than micro enterprises and small enterprises.</i>	68,85,701	-	68,85,701
Debt Securities	92,78,14,000	-	92,78,14,000
Borrowings	5,42,49,133	(1,753)	5,42,47,380
Subordinate Liabilities	21,89,00,000	-	21,89,00,000
Lease Liability		2,99,99,616	2,99,99,616
Other financial liabilities	8,42,37,393	1,08,92,756	9,51,30,149
Total (C)	1,29,20,86,226	4,08,90,619	1,33,29,76,845
Non-Financial Liabilities			
Provisions	1,84,02,789	(93,36,599)	90,66,190
Other non-financial liabilities	1,38,06,857	(1,08,92,756)	29,14,101
Total (D)	3,22,09,646	(2,02,29,355)	1,19,80,291
Total Liabilities (C+D)	1,32,42,95,872	2,06,61,264	1,34,49,57,136
Equity			
Equity Share capital	25,39,40,180	-	25,39,40,180
Other Equity	6,62,59,958	(27,25,561)	6,35,34,397
Total Equity	32,02,00,138	(27,25,561)	31,74,74,577
Total Liabilities and equity	1,64,44,96,010	1,79,35,703	1,66,24,31,713

Equity Reconciliation for 31 March 2019

	Previous GAAP	Adjustment	Ind AS
Assets			
Financial Assets			
Cash and Cash Equivalents	9,26,80,691	-	9,26,80,691
Bank Balances other than above	2,06,08,482	-	2,06,08,482
Loans	1,90,96,74,513	(1,07,72,401)	1,89,89,02,112
Investments	1,19,04,481	2,34,464	1,21,38,945
Other Financial Asset	19,67,18,576	1,98,56,971	21,65,75,547
Total (A)	2,23,15,86,742	93,19,034	2,24,09,05,777
Non-Financial Assets			
Current tax assets (net)	2,58,502	-	2,58,502
Deferred tax assets (net)	89,65,356	(40,88,164)	48,77,192
Property, Plant and Equipment	8,91,77,660	-	8,91,77,660
Right-of-Use Asset	-	3,54,90,635	3,54,90,635
Capital work in progress	43,72,390	-	43,72,390
Other Intangible assets	8,38,216	-	8,38,216
Other Non-Financial Asset	9,08,79,814	(2,42,44,943)	6,66,34,871
Total (B)	19,44,91,937	71,57,529	20,16,49,466
Total Assets (A+B)	2,42,60,78,680	1,64,76,563	2,44,25,55,243
Liabilities and Equity			
Financial Liabilities			
Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises; and	2,88,157	-	2,88,157
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	43,56,008	-	43,56,008
Debt Securities	1,40,50,85,000	-	1,40,50,85,000
Borrowings	5,94,71,352	(1,105)	5,94,70,248
Subordinate Liabilities	21,89,00,000	-	21,89,00,000
Lease Liability	-	3,26,79,621	3,26,79,621
Other financial liabilities	16,73,64,827	1,30,09,462	18,03,74,289
Total (C)	1,85,54,65,345	4,56,87,979	1,90,11,53,324
Non-Financial Liabilities			
Provisions	2,02,54,509	(1,19,28,087)	83,26,422
Other non-financial liabilities	1,76,40,300	(1,30,09,462)	46,30,838
Total (D)	3,78,94,809	(2,49,37,549)	1,29,57,260
Total Liabilities (C+D)	1,89,33,60,153	2,07,50,430	1,91,41,10,583
Equity			
Equity Share capital	35,93,29,240	-	35,93,29,240
Other Equity	17,33,89,286	(42,73,867)	16,91,15,420
Total Equity	53,27,18,526	(42,73,867)	52,84,44,660
Total Liabilities and equity	2,42,60,78,680	1,64,76,563	2,44,25,55,243

The Indian GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

Profit Reconciliation for the year ended 31 March 2019

	Previous GAAP	Adjustment	Ind AS
(I) Income			
Revenue from operations			
I) Interest Income	48,15,45,060	72,67,186	48,88,12,246
II) Revenue from other Financial Services	29,06,706	(15,58,620)	13,48,086
Other income	66,24,982	(25,25,964)	40,99,017
Total Revenue (I)	49,10,76,747	31,82,602	49,42,59,349
(II) Expenses			
Finance costs	19,80,58,503	37,48,617	20,18,07,120
Impairment of Financial Instruments	25,91,488	9,45,137	35,36,625
Employee benefits expense	12,60,80,720	46,507	12,61,27,227
Depreciation and amortization expense	2,32,88,149	2,15,48,951	4,48,37,100
Other expenses	13,67,65,164	(2,27,27,704)	11,40,37,460
Total Expenses (II)	48,67,84,025	35,61,509	49,03,45,533
(III) Profit/(loss) before tax (I) - (II)	42,92,722	(3,78,906)	39,13,816
(IV) Tax expenses			
Current tax	58,51,180	-	58,51,180
(Excess)/Short provision of Previous Years	(20,359)	-	(20,359)
Deferred tax(Income)/Expense	(32,78,367)	12,16,356	(20,62,011)
Total tax expense (IV)	25,52,454	12,16,356	37,68,810
(V) Profit/(loss) for the year (III) - (IV)	17,40,268	(15,95,262)	1,45,006
(VI) Other comprehensive income			
Items that will not be re classified to profit or loss - Remeasurements of the defined benefit asset	-	46,507	46,507
Income tax relating to items that will not be reclassified to profit or loss	-	450	450
Total other comprehensive income (VI)	-	46,957	46,957
Total comprehensive income for the year (V) + (VI)	17,40,268	(15,48,305)	1,91,963

(Comprising profit and other comprehensive income for the year)

ICL FINCORP LIMITED**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020**

(All amounts are in Indian Rupees unless otherwise stated)

40 Statement of Net Assets, Profit and Loss and Other Comprehensive Income attributable to Owners and Non Controlling Interest

Particulars	Net Assets, i.e total assets minus total liability		Share in profit and loss		Share in Other comprehensive income		Share in Total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit and loss	Amount	As % of consolidated other comprehensive income	Amount	As % of Total comprehensive income	Amount
ICL Fincorp Ltd	92.46	702407839	106	48,19,200	100	5,19,055	105.70	53,38,255
Subsidiaries								
Salem Erode Investments Limited	7.54	57306561	(6.35)	(2,87,695)	-	-	(5.70)	(2,87,695)
Total	100.00	75,97,14,400	100.00	45,31,505	100.00	5,19,055	100.00	50,50,560

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

41 Goodwill on Consolidation

Goodwill on consolidation represents the excess purchase consideration paid over value of net assets of acquired subsidiaries on the date of such acquisition. Such goodwill is tested for impairment annually or more frequently, if there are indicators for impairment. The Management does not foresee any risk of impairment on the carrying value of goodwill as at 31 March, 2020

42 Business Combination

Summary of acquisition

As at February 17,2020 the Holding Company acquired 76.03% equity shares in Salem Erode Investments Limited, a NBFC

The assets and liabilities recognised as a result of the acquisition are as follows:

Particulars	Amount
Assets	
Cash and Cash Equivalents	44,946
Bank Balance other than above	20,71,39,160
Loans	6,46,959
Investments	71,49,875
Current tax assets	1,58,49,750
Deferred tax assets	2,17,54,080
Other Non-Financial Assets	44,54,676
	25,70,39,446
Liabilities	
Other Financial Liabilities	46,335
Current tax Liabilities	1,69,37,998
Other Non Financial Liabilities	5,47,300
	1,75,31,633
Net Assets acquired	23,95,07,813
Calculation of gain/(loss) on acquisition	
Purchase consideration paid	22,98,94,199
Non-Controlling interest in Salem Erode Investment Limited	5,74,10,023
Less:Net identifiable assets acquired	23,95,07,813
Less:Inter-company eliminations	-
Goodwill	4,77,96,409

ICL FINCORP LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2020

(All amounts are in Indian Rupees unless otherwise stated)

43 Draw Down From Reserves

Details of Draw down from reserves, if any, are provided in Statement of Changes in Equity to these financial statements.

44 Additional Disclosures As Required By The Reserve Bank Of India

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
Total Gold loan portfolio	2,31,18,86,891	1,66,49,08,077	1,03,23,96,875
Total Assets	3,18,21,06,149	2,44,25,55,243	1,66,24,31,713
Gold loan portfolio as a percentage of total assets	73%	68%	62%

45 Details of Auction held during the year

	As at 31-Mar-2020	As at 31-Mar-2019	As at 01-Apr-2018
No. of Loan accounts	2,159	1,703	Nil
Principal amount Outstanding at the dates of auction(A)	6,41,13,920	6,11,33,806	Nil
Interest and Other charges Outstanding at the dates of auction(B)	3,50,60,050	3,18,69,760	Nil
Total(A+B)	9,91,73,970	9,30,03,566	Nil
Value fetched*	9,53,56,073	8,04,74,541	Nil

*excluding GST / Sales tax collected from the buyer.

No sister concerns participated in the auctions held during the period.

46 Contingent Liabilities, Commitments And Contracts

	<u>As at 31- Mar-2020</u>	<u>As at 31- Mar-2019</u>	<u>As at 01- Apr-2018</u>
<i>I. Contingent Liabilities</i>			
Claims against the company not acknowledged as debts	8,39,146	5,58,360	Nil
Demand from Income Tax Department on account of TDS default*			
Guarantees	Nil	Nil	Nil
Other money for which the company is contingently liable	Nil	Nil	Nil
<i>II. Commitments</i>			
Estimated amounts of contracts remaining to be executed on capital account and not provided for.#	84,45,500	16,45,46,879	Nil
Uncalled liability on shares and other investments partly paid	Nil	Nil	Nil
Other commitments	Nil	Nil	Nil

Balance amount payable to S and A associates as per the Agreement for a construction work executed on 7th September 2019.

*The Income tax department has raised demand of ₹5,58,360/- on account of TDS Default. This happens due to clerical error in PAN data entry made by the company (ICL Fincorp Ltd) while filing the quarterly TDS return and company proposes to revise the return to remove PAN errors. Since the company didn't expects any liability after revising the return no provision has been made for the same.

*The company(Salem Erode Investments Limited) has received intimation order u/s 143(1) of Income Tax, 1961 for the A.Y. 2008-2009 whereby demand to tune of Rs.14,24,730 had been raised. The Company has filed the rectification petition against the said information order requesting to vacate the erroneous demand. The department has adjusted the refund related to several years with demand and the case is till date pending with the department. At present a sum of Rs. 8,39,146 is been shown as outstanding demand for A.Y. 2008-2009.

47 Utilisation of proceeds

During the period, the Company has raised ₹ 16,80,40,560/- (Previous Year: ₹21,07,78,120/-) by way of equity shares and securities premium, ₹96,28,10,000/- (Previous Year: ₹87.32,59,000/-) by way of secured non-convertible debentures and ₹ 18,97,60,000/- (Previous Year: Nil) by way of subordinated debts and the same has been utilised to meet the working capital requirements of the Company.

48 Comparatives

Previous year figures have been regrouped/reclassified, wherever considered necessary, to conform to this period's classification.

As per our report of even date	For and on behalf of the board of directors of	
For Mohandas & Associates Chartered Accountants ICAI Firm Reg No.: 02116S	ICL Fincorp Limited	
Sd/- Mohandas A [Partner] Membership no.: 036726	Sd/- K G Anilkumar [Managing Director] (DIN:00766739)	Sd/- Umadevi Anilkumar [Director] (DIN: 06434467)
	Sd/- Subramanian R [Chief Financial Officer]	Sd/- Karthika P S [Company Secretary]
Place: Thrissur Date: 27th August 2020	Place: Thrissur Date: 27th August 2020	



AWARDS & ACCOLADES

ICL FINCORP



BUSINESS EXCELLENCE AWARD 2019

HON' VICE PRESIDENT OF INDIA, SHRI VENKAIAH NAIDU, PRESENTS BUSINESS EXCELLENCE AWARD 2019 TO MR. K G ANILKUMAR, CMD OF ICL FINCORP LTD, FOR EXCEPTIONAL CONTRIBUTION IN FINANCE SECTOR, IN A CEREMONY HELD AT SARDAR PATEL HALL, OFFICIAL RESIDENCE OF VICE PRESIDENT, NEW DELHI, ON 26TH MARCH 2019.



UWA Admirable Achiever Award for the year 2018 honoured by Shri. Suresh Prabhu, Union Minister for Commerce & Industry



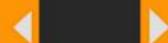
Greeting Kerala Hon' Chief Minister Shri. Pinarayi Vijayan



Akshara Muttom Quiz Festival 2019
Padma Shri Mohanlal



Global Excellence Award 2018
honoured by Sri. Rakesh Sharma M.P & Meenakshi Lekhi M.P





AWARDS & ACCOLADES

ICL FINCORP



BEST BUSINESS WOMEN OF THE YEAR AWARD

HON'BLE LT GOVERNOR OF PUDUCHERRY, MS. KIRAN BEDI PRESENTING "BEST BUSINESS WOMEN OF THE YEAR" AWARD TO MRS. UMA ANILKUMAR, CEO & DIRECTOR OF ICL FINCORP LTD.



GLOBAL EXCELLENCE AWARD

ICL FINCORP CEO SMT. UMA ANILKUMAR RECEIVES GLOBAL EXCELLENCE AWARD FOR HER ENTREPRENEURIAL ACHIEVEMENTS IN VARIOUS FIELDS FROM SMT. MEENAKSHI LEKHI MP IN THE PRESENCE OF SRI. RAKESH SHARMA MP IN A FUNCTION HELD IN DELHI



ICL CEO & Director, Mrs. Uma Anilkumar, handing over cheque to Prof. K U Arunan, MLA Irinjalakkuda for rebuilding of mortuary at Govt. Hospital, Irinjalakkuda



World Women's Day - 2018 Memento Presented by Dr. Sandhya I.P.S ADGP Kerala & Director Kerala Police Academy





AWARDS & ACCOLADES

ICL FINCORP



The Recognition for Reliable Excellence

Hon'ble Union Ministers
Smt. NIRMALA SITHARAMAN
and Dr. HARSH VARDHAN
together presenting Global Excellence
Award 2017 to
Mr. K.G. ANILKUMAR, CMD ICL Fincorp.



ICL Fincorp CMD Shri. K.G Anilkumar with Shri. P Jayachandran
The Master of Melodies - Bhavachandrika Musical Event



Greeting Kerala Governor, His Excellency P Sathasivam



Felicitated by Shri. E.P Jayarajan, Hon'ble Minister for
Industries and Sports, Kerala



Felicitated by Shri. M. A. Yusuff Ali, CMD LuLu Group International



Felicitated by Padma Shri Mohanlal in the presence of
Hon' Chief Minister of Kerala, Shri. Pinarayi Vijayan



Honouring Shri. Resul Pookutty, The Oscar Award
Winner



Honouring Padma Shri Mammooty



Felicitated by Shri. P. K. Kunhalikutty M.P



Felicitated by Shri. A. C. Moideen, Hon'ble
Minister for Local Self Government





BRANCH INAUGURATIONS

ICL FINCORP



VALANCHERRY BRANCH

Inaugurated by Shri. K. T. Jaleel, Hon'ble Minister for Higher Education, Welfare of Minorities



KOTTAYAM BRANCH

Inaugurated by Shri. Thiruvanchoor Radhakrishnan MLA Ex-Home Minister



THODUPUZHA BRANCH

Inaugurated by Shri. P. J. Joseph MLA



ERUMELI BRANCH

Inaugurated by Shri. P. C. George MLA



VARKALA



KADAKKAVOOR



UDAYANKULANGARA



MOOVATTUPUZHA



THUCKALAY



COLACHEL



PALAVAKKAM, CHENNAI

Inaugurated by Hon'ble Supreme Court Judge Justice A.R. Lakshmanan



**BUSINESS MEET
AT GRAND
HYATT HOTEL
DUBAI**



Cake cutting by Chief Guest Mana Al Suwaidi, Regional Director for Middle East Dubai Tourism and Adviser, Diplomatic Circle, UAE, along with other dignitaries on the occasion of ICL Fincorp turning 27 years of successful service.



K.G Anilkumar CMD ICL Fincorp delivering his Presidential Speech



Chief Mana Al Suwaidi, Regional Director for Middle East Dubai Tourism and Adviser, Diplomatic Circle, UAE along with Mr K G Anilkumar, CMD ICL Fincorp, unveiling the ICL Middle East logo



ICL Middle East Event



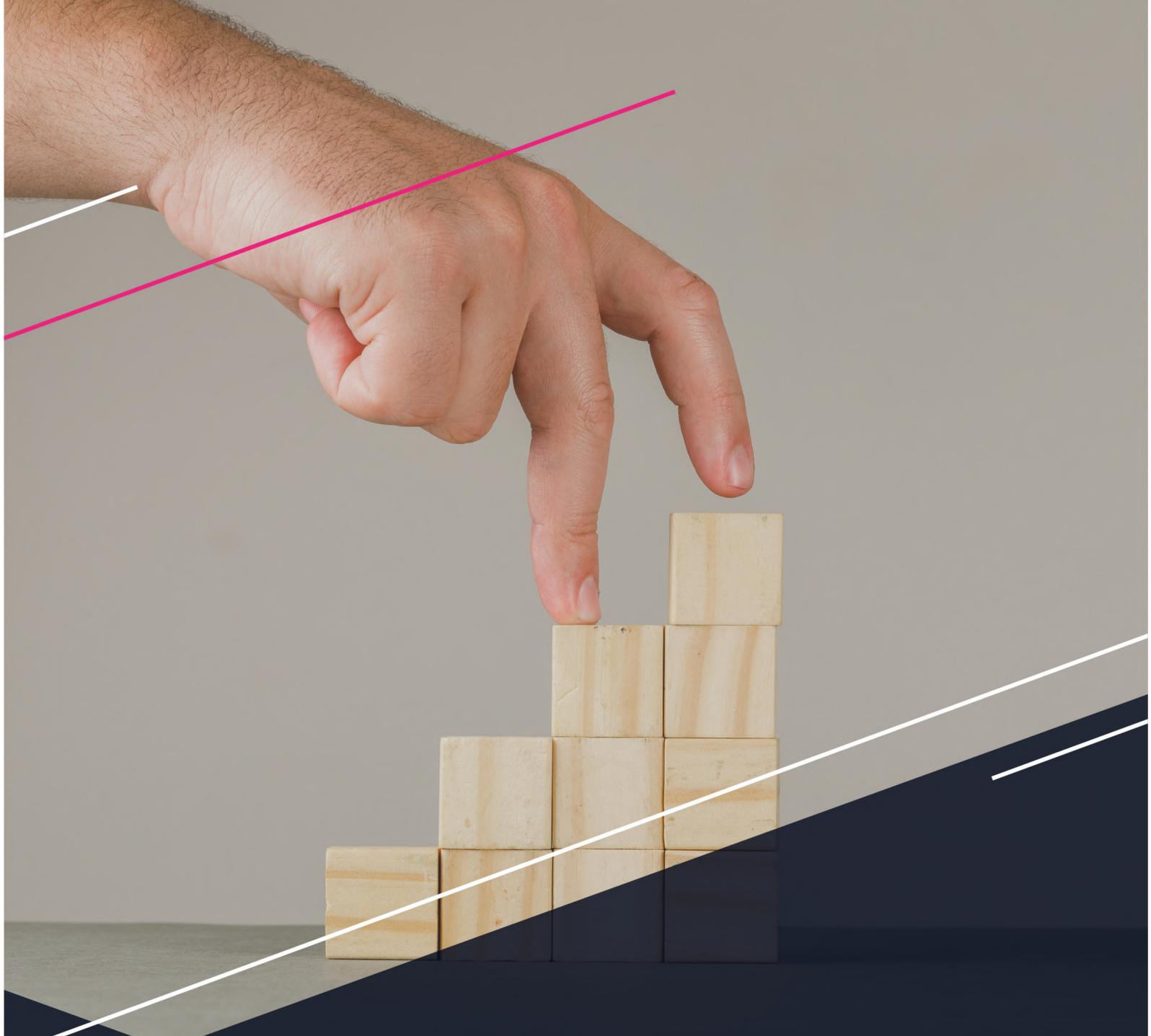
The Metro Man Shri. E. Sreedharan presenting memento to Shri. K.G Anilkumar CMD ICL Fincorp - In Depth with Metro Man Event, Dubai





**ICL PROUD TO BE
THE MAIN SPONSOR OF
SANTOSH TROPY
CHAMPAIONS - 2018
KERALA TEAM**





ICL Fincorp

ICL Fincorp Limited

Corp. Off: Main Road, Irinjalakuda, Thrissur, Kerala
Ph: 0480 2828071, 2831305

Reg. Off: VGP Complex, First Avenue,
Ashok Nagar, Chennai - 600 083, Ph: 044 23713139
Email: info@iclfincorp.com, www.iclfincorp.com

Toll Free No.: 1800 313 33 53

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