

38TH Annual Report

2022-2023

BOARD OF DIRECTORS	DESIGNATION	DIN
Sh. Kirti Kumar Jain	Executive Director & CEO	00932391
Sh. Ravinder Kumar	Additional Director (Independent)	09733167
Mrs. Priya Begana	Independent director	07706647
Mr. Krishan Sethi	Independent Director	00157646

COMPANY SECRETARY AND CFO
Mr. Mohit Verma

STATUTORY AUDITORS	SECRETARIAL AUDITORS
M/s. Vinay & Associates	M/s. P.S. Bathla & Associates
Chartered Accountant	Company Secretaries
Ludhiana	Ludhiana

REGISTERED OFFICE
CIN : L65921PB1984PLC005967
Shree Rishabh Paper Mills Premises, Village Banah, Nawanshahar, Punjab - 144522
Tel : +91 -273627, 2736281881, 273629, 98761-00948
Fax : +91 1881-273645
Email : sfcs1141@gmail.com
Website : www.sfcs1.co.in

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Registrar & Transfer Agents

Skyline Financial Services (P) Ltd.
D-153/A, 1st Floor, Okhla Industrial Area,
Phase -1, New Delhi -110 020
Tel: 011-40450193-97
E-mail: admin@skylinerta.com

NOTICE**38TH AGM NOTICE**

NOTICE is hereby given that, the **38TH Annual General Meeting** of the members of the Company will be held on Saturday 30th day, of September, 2023 at 11:00 A.M. at the Registered Office of the Company at Shree Rishabh Paper Mill Premises, Village Banah, Nawanshahar PB 144522 IN to transact the following business.

AS AN ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 and the Reports of the Board of Directors and the Auditors thereon.

2. To appoint a director in place of Mr. Kirti Kumar Jain (DIN: 00932391), who retires by rotation and being eligible offers himself for re-appointment.

AS SPECIAL BUSINESS:**ITEM NO. 3****TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and Schedule IV and any other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 along with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force), and in accordance with recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Ravinder Kumar (DIN: 09733167), who was appointed as an Additional Director (Independent) on the Board of the Company w.e.f. 11th

November 2022 to hold office up to the date of this annual general meeting and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and is eligible for appointment, be and is hereby appointed as an Independent Director on the Board of the Company for a first term of 5 (five) consecutive years effective from 11th November 2022 to 10th November 2027 not liable to retire by rotation.”

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

**By order of the Board
For Shreyans Financial and Capital
Services Limited
Sd/-
Mohit Verma
Company Secretary
ACS 67765**

**Dated: 25th May 2023
Place: Ludhiana**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

3. Members/proxies are requested to bring their copy of Annual Report to the Meeting and bring in duly filled attendance slips enclosed herewith to attend the meeting. Shareholders/ Proxy

holders are requested to produce at the entrance, duly filled and signed attendance slips for admission to the Meeting Hall.

Corporate members are required to send a certified copy of the Board Resolution to the Company, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the AGM.

4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed herewith.

5. The Register of Members and Share Transfer books of the Company shall remain closed from 24th September, 2023 to 30th September, 2023 (both days inclusive), for the purpose of Annual General Meeting of the Company for both physical and electronic segments.

6. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their question in writing to the Company, so as to reach the registered office of the Company at least 10 days before the date of the meeting so that information required may be made available at the time of the Meeting.

7. In compliance with Ministry of Corporate Affairs (MCA) and SEBI's circulars, the notice of the 38th AGM and Annual Report For FY 2022-23 is being Sent only through Electronic mode to Those Members whose email addresses are Registered with the Company/RTA/Depositories. The Members may note that, the Notice will also be available on the Company's website at www.sfcsl.co.in, Website of the Stock exchange i.e. MSEI Limited at www.msei.in and on Website of the e-voting Agency-Central Depository & Services limited at www.evotingindia.com.

Any shareholder of the Company interested in obtaining a physical copy of the said Annual report may write to the Company Secretary at sfcsl141@gmail.com.

8. The members are requested to:

- i. Quote their folio number/Client ID & DP-ID in all correspondence with the company.
- ii. Notify immediately to the company any change in their address/mandate, if any.
- iii. Register their e-Mail id with the company or its Registrar or their depository participant to enable the company to send the notices and other reports through email.

9. Shares of the Company are available for De-Materialization under ISIN-INE463R01016. Members who have not opted for De-Materialization are requested to do so in their own interest.

10. Please note that the meeting is for members or their proxies only. Please avoid being accompanied by non-members and children.

11. A remote e-voting facility for the members shall also be provided in terms of Section 108 of the Companies Act, 2013 and rules made there under and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The facility for voting through ballot paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise the right at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

12. M/s P.S. Bathla & Associates, Company Secretaries in practice, Ludhiana, have been appointed as the

scrutinizer to scrutinize the e-voting process in a fair and transparent manner (including the ballot forms). The Scrutinizer shall within a period of two working days from the conclusion of the AGM, unblock the votes cast in favor or against if any, forthwith.

13. The Company shall have to submit to the stock exchange, within two working days of conclusion of its Annual General Meeting, details regarding the voting results in the format specified for this purpose.

The results declared along with the Scrutinizer's report shall be placed on the Company's website www.sfcsl.co.in and on the website of CDSL and Company shall send a copy of the Proceedings of every General Meeting to the stock exchange(s) within 24 hours of its conclusion. Such Proceedings shall include date of the Meeting, brief details of item deliberated and results thereof and manner of approval proposed for certain items.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

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

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

- i) The voting period begins on 26th September, 2023 09:00 A.M. and ends on 29th September, 2023 05:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

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

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

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

In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to

vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all</p>

	<p>e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LI NKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin</p> <p>The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen</p>

will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2) If the user is not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select “Register Online for IDeAS “Portal or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>

3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a

	Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Individual Share holders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk. evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Share holders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDLhelpdesk by sending a request at helpdesk. evoting@nsdl.co.in or call at toll free no. 1800 1020 990 and 1800 22 44 30.

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

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

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) 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.
Dividend Bank Details OR Date of Birth (DOB)	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. <ul style="list-style-type: none"> • 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.

- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) 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.

- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the **EVSN (230825045)** for **<Shreyans Financial and Capital Services Limited>** on which you choose to vote.
- (vi) 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.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) 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.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) 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.

(xii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; sfcs1141@gmail.com, if they have voted from individual tab & not uploaded same

in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders: please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders: please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders: Please update your email id & mobile no.

with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at Toll free number : 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository

Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on Toll free number : 1800 22 55 33

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, FORMING PART OF THE NOTICE OF ANNUAL GENERAL MEETING

ITEM NO. 3

Mr. Ravinder Kumar, aged 61 years, has been recommended by the Board of Directors as an Additional Director (Independent, Non-Executive) of the company w.e.f. 11th November, 2022.

Mr. Ravinder Kumar has vast work experience in Field of Finance, Human Resources Development, Insurance, Legal and Marketing Management – consumer. He also worked from year 1984 to 2021 on various post in New India Assurance Co. (Latest post: Manager/HRM, Motor & RTI).

Further, Mr. Ravinder Kumar meets the criteria of independence laid down in Section 149 of the companies Act, 2013 and has furnished a declaration to the Company in this respect. In the opinion of the Board, he fulfills the conditions specified in the Act and the Rules made thereunder. Accordingly, the Nomination & Remuneration Committee recommended to the Board of Directors of the Company and the Board of Directors of the Company has approved the appointment of Mr. Ravinder Kumar as an Independent Director of the Company for the First term of 5 Years from 11th November, 2022 to 10th November, 2027, subject to the approval of Shareholders of the Company at forthcoming 38th Annual general Meeting of the Company.

Considering the qualifications, positive attributes, expertise and Independence, the Board of Directors, considers that his association would be of immense beneficial for the Company. The Board recommends the

Special Resolution set forth in item no 3 of Notice of 38TH AGM of the Company for the approval of the members of the Company.

ANNEXURE TO ITEM NOS. 2 & 3 OF THE NOTICE

Details of Directors seeking re-appointment/appointment at the forthcoming Annual General Meeting (in pursuance of Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Name of the Director	Kirti Kumar Jain	Ravinder Kumar
DIN	00932391	09733167
Date of Birth	30/07/1948	17/04/1961
Date of appointment on the Board	14/06/2005	11/11/2022
Expertise in specific functional areas	Business Management	Insurance Consultancy
Qualifications	Graduate	Fellow Member of Insurance Institute of India
Directorship of other public limited companies	--	- Adinath Textiles Limited & - Shreyans Industries Limited (Independent Director)
Memberships of other public limited companies (mandatory committees only)	--	- Chairman in Audit Committee and Member of Stakeholder Relationship Committee of Adinath Textiles Limited & - Member of Audit Committee of Shreyans Industries Limited
Disclosure of relationship between directors inter-se	N.A.	N.A.
No. of Shares held in the Company	1500	N.A.

By order of the Board
For Shreyans Financial and Capital Services Limited
Sd/-
Mohit Verma
Company Secretary
ACS 67765

Dated: 25th May, 2023
Place: Ludhiana
Reg. Office: Shree Rishabh Paper Mill Permisses,
Village Banah, Nawanshahar PB 144522 IN
CIN: L65921PB1984PLC005967
Tel.: +91 1881-273627, 273628, 9876400948
Email: sfcs1141@gmail.com, Website: www.sfcs1.co.in

DIRECTORS' REPORT 2023

Dear Members,

Your Directors are pleased to present the 37th Annual Report on the operational and financial performance of the Company along with Audited Financial statements for the year ended 31st March 2023.

FINANCIAL PERFORMANCE

(Amounts in Rs.)

PARTICULARS	2022-23	2021-22
Revenue from operations		--
Other Income	6,91,446.50	10,38,099.00
Profit before interest & depreciation	8,553.50	4,29,689.00
Less: Interest & Financial Expenses	1,184.00	955.00
Gross Profit/(Loss)	7,369.50	4,28,734.00
Less: depreciation	--	--
Net Profit before tax	7,369.50	4,28,734.00
Less: Provision for taxation	6,989.63	66,882.00
Profit after taxation	379.87	3,61,852.00

CORPORATE REVIEW

During the financial year under consideration i.e. 31.03.2023 other income of the company is Rs. 6,91,446.50/- in comparison to Rs. 10,38,099.00/- during previous financial year ended 31.03.2022.

EQUITY SHARE CAPITAL

The paid up Equity Share Capital as on 31st March 2023 was Rs.100.00 Lacs. During the year under review, the Company has neither issued any shares nor granted stock options and nor sweat equity.

PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS

Details of Loans, Guarantee and Investments covered under section 186 of the Companies Act. 2013 are given in the Notes no. 4 of the Financial Statement for Financial Year ended 31.03.2023.

OTHER EQUITY

The Company does not propose to carry any amount to any reserves.

DIVIDEND

Due to absence of adequate profits, your Directors are unable to recommend any dividend for the financial year under review.

DEPOSITS

During the Financial year under review the company has not accepted any deposits within the meaning of section 73 of the companies Act, 2013 and rules made thereunder.

NUMBER OF MEETINGS HELD

The details of Board and Committee/other meetings held in Financial Year 2022-23 are given in the Corporate Governance Report.

DIRECTORS/KEY MANAGERIAL PERSONNEL

Mr. Kirti Kumar Jain, Director of the Company, is liable to retire by rotation at the forthcoming Annual General Meeting as per section 152 of the Companies Act, 2013 read with Article of Association of the Company and being eligible, offers himself for reappointment.

On account of pre-occupation and health reasons, Mr. Ramesh Chander Juneja (DIN: 07804729), Independent Director resigned from the Board of the Company w.e.f. 14th November, 2022. The Company has placed on record its sincere appreciation of the contribution made by Mr. Ramesh Chander Juneja during his tenure on the Board of the Company.

Mr. Ravinder Kumar (DIN: 09733167) has been appointed as an Additional director (Independent Director) with the approval of Board of Directors of the Company for his first term of appointment w.e.f. 11th November, 2022 till 10th November, 2027.

All independent Directors have given declarations that they meet the criteria of Independence as laid down under Section 149[6] of the Companies Act, 2013 and Regulation 16[1][b] of the SEBI [Listing Obligations & Disclosure Requirements] Regulations, 2015].

BOARD EVALUATION

Pursuant to provisions of the Companies Act, 2013 and Listing Regulations, the Board has carried out as an annual performance evaluation of its own performance and the performance of the individual Directors as well as the evaluation of the working of its committees. The manner in which the evaluation was carried out has been explained in the Corporate Governance.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee, framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their Remuneration. The said policy has been uploaded on the website of the Company. The

Key provisions of Nomination and Remuneration policy are appended as an Annexure I to the Board's report.

AUDIT COMMITTEE

The Company has duly constituted Audit Committee, the scope of which is quite comprehensive and is in conformity with the provisions of the Companies Act, 2013 and Listing Regulations. The composition of the Audit Committee is given in Corporate Governance Report.

All the recommendations of the Audit Committee were accepted by the Board.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has adopted the Whistle Blower Policy/Vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct and Ethics. Such mechanism/policy is also uploaded on the website of the Company.

STATUTORY AUDITORS

At 37th Annual General Meeting held on 30th September 2023, M/S Vinay & Associates, Chartered Accountants, (Firm Registration No.004462N), were appointed as statutory auditors of the Company to hold office from 37th Annual General Meeting till the conclusion of the 42nd Annual General Meeting.

The Auditors' Report on the accounts of the Company for the year under review requires no comments. Further, there were no frauds reported by the Statutory Auditors of the Company during the period under review neither under Section 143(12) of neither the Act nor which are reportable to the Central Government.

COST AUDIT

Cost audit for the financial year 2022-23 is not applicable to the company as per Section 148 along with Companies (Cost Records and Audit) Rules, 2014 and any other notification issued by the Ministry of Corporate Affairs, hence no cost auditor was appointed for cost audit purposes.

SECRETARIAL AUDIT

M/s P.S. Bathla & Associates, Practising Company Secretaries at Ludhiana, were appointed to conduct the secretarial audit of the Company for Financial Year 2022-23, as required under Section 204 of the Companies Act, 2013 and Rules made there under. The Secretarial Audit Report for Financial Year 2022-23 is appended as an Annexure II to the Board's Report.

The Secretarial Audit Report and Annual Secretarial Compliance Report for the financial year under review i.e. 31.03.2023 require no comments.

The Board has re-appointed M/s P.S. Bathla & Associates, Practising Company Secretaries, Ludhiana as Secretarial Auditor of the Company for Financial Year 2023-24.

RELATED PARTY TRANSACTIONS

All Related Party transactions entered during the financial year were on arm's length basis and in the ordinary course of business. There were no materially significant related party transactions during the year.

Since there were no contracts/arrangements/transactions which were not at arm's length basis or material with Related Party during the year; disclosure in form AOC-2 is not applicable.

The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act, 2013, the rules there under and Listing Regulations.

This Policy as considered and approved by the Board has been uploaded on the website of the Company at

http://sfcsl.co.in/upload/c1449048093Related_Party_Transaction_Policy_05_11_2015.pdf

PARTICULARS OF EMPLOYEES

There is no information pursuant to Section 197(12) read with Rule 5 of the Companies (Appointment And Remuneration of Managerial Personnel) Rules, 2014 as there is only one employee on the roll of the Company and no remuneration is paid to any of the Executive/Whole time Director of the Company.

ANNUAL RETURN

A copy of Annual Return as of 31st March 2022 pursuant to the sub-section (3) of Section 92 of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules 2014 and forming part of the report is placed at the website of the Company as per provisions of Section 134 [3][a] of the Companies Act, 2013.

A copy of Annual Return for the financial year 2022-23 will be available on the website of the company after submission of the same to the registrar of Companies.

INDUSTRIAL RELATIONS

The Company maintained healthy, cordial and harmonious industrial relations at all levels.

DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY

The Company has been addressing various risks through well-defined risk management policy/procedures, which in the opinion of the Board may threaten the existence of the Company.

INTERNAL FINANCIAL CONTROL SYSTEMS

The Company had laid down adequate internal financial controls with reference to financial statements. During the year such controls were tested and no material weakness in their operating effectiveness was observed.

BASIS OF PREPARATION OF FINANCIAL STATEMENT

Financial statements for the year ended 31st March, 2023 have been prepared in accordance with Indian Accounting Standards [Ind-AS], the provisions of the Company Act, 2013 along with Ministry Of Corporate Affairs Notification Dated 24th March, 2021 and guidelines issued by the Securities and Exchange Board of India [SEBI]. The Ind-AS are prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies [Indian Accounting Standards] Rules, 2015 and relevant amendment rules issued thereafter.

ASSOCIATES AND SUBSIDIARIES

The Company has no Associates & Subsidiaries as on 31st March, 2023.

CORPORATE GOVERNANCE

As per the provisions of Listing Regulations, a separate Report on Corporate Governance practices followed by the Company together with a Certificate from the Practicing Company Secretary, confirming compliance forms part of this report.

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

As required under Section 134[3][m] of the Companies Act, 2013 read with Rule 8 of Companies [Accounts] Rules, 2014 the particulars relating to conservation of energy, technology absorption and foreign exchange earnings and outgo is not applicable.

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of business.

MATERIAL CHANGE

There are no material changes or commitments affecting the financial position of the Company have occurred during the year under consideration, or after closure of the financial year till the date of this report.

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

There were no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134[5] of the Companies Act, 2013, your Directors confirm that:

[a] In the preparation of the annual accounts of the financial year ended 31st March, 2023, the applicable Indian Accounting Standards had been followed along with proper explanation relating to material departures;

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

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

[d] The directors had prepared the annual accounts on a going concern basis; and

[e] The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

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

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation for the contributions made by the employees through their dedication, hard work and commitment in achieving your Company's performance. In an increasingly competitive environment collective dedication of employees is delivering superior and sustainable shareholder value.

The Board also places on record its sincere appreciation towards the Company's valued customers, vendors, shareholders and investors for their continued support to the Company.

For and on Behalf of the Board

Sd/-

[Kirti Kumar Jain]

Executive Director & CEO

[DIN : 00932391]

Place : Ludhiana

Date : 25th May 2023

ANNEXURE I
NOMINATION AND REMUNERATION POLICY

The Key provisions of the Nomination and Remuneration policy are given below:

The guiding principle is that the remuneration and the other terms of employment shall be competitive in order to ensure that the Company can attract and retain competent Executives.

When determining the remuneration policy and arrangements for Executive Directors/KMP's, the Nomination and Remuneration Committee shall consider pay and employment conditions with peers / elsewhere in the competitive market to ensure that pay structures are appropriately aligned and that levels of remuneration remain appropriate in this context.

The Committee while designing the remuneration package considers the level and composition of remuneration to be reasonable and sufficient to attract, retain and motivate the person to ensure the quality required to run the company successfully.

The Nomination and Remuneration Committee while considering a remuneration package must ensure a balanced approach reflecting short and long term performance objectives appropriate to the working of the company and its goals. The Committee shall consider that a successful remuneration policy must ensure that any increase in the remuneration package is linked to the achievement of corporate performance targets and a strong alignment of interest with stakeholders.

The Nomination and Remuneration policy is guided by common reward framework and set of principles and objectives as particularly envisaged under section 178 of the Companies Act 2013, inter alia principles pertaining to determining qualifications, positives attributes, integrity and independence etc.

Remuneration packages are designed to attract high-caliber executives in a competitive market and remunerate executives fairly and responsibly. The remuneration shall be competitive and based on the individual responsibilities and performance. Remuneration is designed to motivate delivery of our key business strategies, create a strong performance-orientated environment and reward achievement of meaningful targets over the short and long-term.

Executive remuneration shall be proposed by the Committee and subsequently approved by the Board of Directors. Executive remuneration is evaluated annually against performance and a benchmark of other companies, which in size and complexity are similar to Shreyans Financial and Capital Services Limited.

Benchmark information is obtained from recognized compensation service consultancies/other relevant sources. In determining packages of remuneration, the Committee may consult with the Executive Directors as appropriate.

The Company may grant any advance salary/loan to employees of the Company at concessional/Nil interest rates as it deems fit subject to tax laws.

The Board may delegate the appointment and remuneration powers in case of Sr. Management Personnel (except KMPs and Directors) to the Executive Director and CEO by way of Board Resolution.

The appointment letters of all Sr. Management Personnel, KMPs and Directors shall draw reference to the fact that the appointment and remuneration is in accordance with the Nomination and Remuneration Policy of the Company.

ANNEXURE II**Form No. MR-3
SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023**

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

To

The Members,
Shreyans Financial and Capital Services Limited
Shree Rishabh Paper Mill Premises,
Village Banah, Nawanshahar, Punjab-144522

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Shreyans Financial and Capital Services Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the Financial Year **1st April, 2022 to 31st March, 2023** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s Shreyans Financial and Capital Services Limited** ("the Company") for the financial year ended on 31st March, 2023 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable as the Company has not issued any shares during the year under review)**

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not Applicable to the Company during the Audit period as there was no event in this regard)**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable as the Company has not issued Debt Securities during the Audit Period under review)**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer agent during the Financial Year under review)**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the Company during the Audit Period as there was no event in this regard)**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. **(Not applicable as the Company has not bought back/propose to buy-back any of its securities during the financial year under review)**

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

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

(ii) The SEBI Listing Obligations and Disclosure Requirements (LODR) Regulations, 2015.

I Report that during the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

2. I further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the

composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

- Adequate notice is given to all directors to schedule the Board Meetings and agenda, detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions at Board Meetings and Committee Meetings have been carried out unanimously as recorded in the minutes of the meetings of Board of Directors and Committee of the Board, as case may be.

I further report that based on the information received and records maintained there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place: Ludhiana

Dated: 25th May, 2023

UDIN: F004391E000427935

For P S Bathla & Associates

Parminder Singh Bathla

Company Secretaries

FCS No. 4391

C.P No. 2585

Peer Review No. 1306/2021

SCO-6, Feroze Gandhi Market,

Ludhiana

Note: This Report is to be read with my Letter of even date which is annexed as Annexure A and forms an integral part of this report.

‘Annexure A’

To
The Members,
Shreyans Financial and Capital Services Limited
Shree Rishabh Paper Mill Premises,
Village Banah, Nawanshahar, Punjab-144522.

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I

believe that the processes and practices, I followed, provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Dated: 25th May, 2023

Place: Ludhiana

For P S Bathla & Associates

Parminder Singh Bathla

Company Secretaries

FCS No. 4391

C.P No. 2585

Peer Review No. 1306/2021

SCO-6, Feroze Gandhi Market

Ludhiana

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

We submit herewith the Management discussion and analysis report on the business of the company as applicable to the extent relevant.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has well defined internal control system. The Company takes abundant care to design, review and monitor the working of internal control system. Internal Audit in the organization is an independent appraisal activity and it measures the efficiency, adequacy and effectiveness of other controls in the organization. All significant issues are brought to the attention of the Audit Committee of the Board.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial statements have been prepared in accordance with the requirements of the Companies Act, 2013 and the Indian accounting standards issued by the Institute of Chartered Accountant of India. The details of the financial performance of the company are appearing in Balance sheet, Profit & Loss Statement and other financial statements forming part of this annual report.

Particulars	2022-23	2021-22
Income from operations	--	--
Other Income	6,91,446.50	10,38,099.00
Profit/ (Loss) before Interest & Depreciation	8,553.50	4,29,689.00
Less Interest	1184.00	955.00

Gross profit/ (Loss)	7,369.50	4,28,734.00
Depreciation	--	--
Net Profit/ (loss)	7,369.50	4,28,734.00
Provision for Taxation (including deferred tax)	6,989.63	66,882.00
Net Profit/ (Loss) after Tax	379.87	3,61,852.00

HUMAN RESOURCE DEVELOPMENT

The human resources development function of the Company is guided by a strong set of values and policies. Your company strives to provide the best work environment with ample opportunities to grow and explore. Your company maintains a work environment that is free from any harassment. Company enjoys excellent relationship with its personnel and considers them as an essential part of the organization.

KEY FINANCIAL RATIOS

The details of key financial Ratios and changes compared to previous financial year are provided in notes to financial statements.

CORPORATE GOVERNANCE REPORT 2023

1. Company's philosophy of Corporate Governance

The Company is in compliance with the requirements of the guidelines on corporate governance stipulated under listing regulations. The status with regard to the various aspects of the corporate governance is given below.

The Company has laid down a code of conduct for all its Board Members and senior Management Personnel for avoidance of conflicts of interests. All Directors and other officials have affirmed in writing their adherence to the above code for the year 2022-23.

2. Board of Directors**(a) Composition**

The Board of Directors of the Company comprises of one Executive Director and Three Independent Director (Non- Executive Directors) with performance expertise and experience in the respective field.

(b) Attendance of each Director at the Board Meetings and the last Annual General Meeting (AGM):

Name of the Director	DIN	Category of Directorship	No. of Board Meetings attended	Attendance at the last AGM
Kirti Kumar Jain Executive director & CEO	00932391	Executive Director	4	Yes
Ramesh Chander Juneja Independent Director (Resigned w.e.f. 14 th November, 2022)	07804729	Non-Executive Director	2	Yes
Krishan Sethi Independent Director (Appointed w.e.f. 19 th May, 2022)	00157646	Non-Executive Director	4	Yes
Priya Begana Independent Director	07706647	Non-Executive Director	4	Yes
Ravinder Kumar Independent Director (w.e.f. 11th November, 2022)	09733167	Non-Executive Director	1	No

(c) Number of Companies or Committees in which the Director of the Company is a Director/Member/Chairman:

Name of the Director	No. of Directorships in all public companies*	Membership of the Board Committees in all Public Companies**	Chairmanship of the Board Committees in all Public companies**	Directorship in other listed entity and category
Kirti Kumar Jain	1	1	--	-
Ravinder Kumar	3	2	3	1. Shreyans Industries Limited 2. Adinath Textiles

				Limited
Krishan Sethi	3	2	0	1. Shreyans Industries Ltd. 2. Adinath Textiles Limited (Non- Executive Independent Director in all above listed Companies)
Priya Begana	2	3	1	1. Adinath Textiles Limited (Non- Executive Independent Director in above listed Company)

*including Shreyans Financial and Capital Services Ltd. and excluding private limited companies, foreign companies, unlimited liability companies and Companies under section 8 of the Companies Act, 2013.

**Board Committee for this purpose includes Audit Committee and Stakeholder’s Relationship Committee of Public Limited companies (including committees of Shreyans Financial and Capital Services Ltd.)

(d) Four Board Meetings were held during the Financial Year 2022-23 on 27th May, 2022, 13th August 2022, 11th November 2022 and 11th February 2023.

(e) The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board.

Business Dynamics & leadership	Understanding of business dynamics, across various markets, industry verticals and regulatory jurisdictions
Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.

DIRECTORS AS ON 31ST MARCH 2023	Attributes		
	Business Dynamics & leadership	Strategy and Planning	Governance
Kirti Kumar Jain	✓	✓	✓
Ravinder Kumar	✓	✓	✓
Priya Begana	✓	✓	✓
Krishan Sethi	✓	✓	✓

(f) The Board of Directors hereby confirms that in its opinion, the Independent Directors of the Company fulfill the conditions as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations and are independent of the management.

(g) None of the Directors of the Company has resigned before the expiry of his tenure.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, a system has been put in place to carry out performance evaluation of the Board, its Committees and individual directors. An appraisal format has been devised covering various aspects of the Board's functioning such as adequacy of composition of the board and its Committees, board process, culture and accountability etc. Similarly, a separate format is also formulated for carrying out evaluation of the performance of individual Directors including the Chairman of the Board, which inter-alia include parameters such as level of engagement and contribution, understanding of industry and global trends, and independence of judgment etc.

Board Familiarization Programme

At the time of appointing a Director, a formal letter of appointment is given to him/her, which inter alia explains the role, functions, duties and responsibilities expected from him/her as a Director of the Company. The Director is also explained in detail the compliance required from him/her under the Companies Act, 2013, Listing Regulations and other relevant laws/regulations.

The above initiatives help the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him/her to effectively fulfill his/her role as Director of the Company. The details of familiarization programmes have been posted on the website of the Company www.sfcsl.co.in

3. Audit Committee

i. Terms of Reference:

The Company has duly constituted Audit Committee in compliance with provisions of the Companies Act, 2013 and Listing Regulations. The Committee's terms and reference, authority and powers are in conformity with the requirements of the Companies Act, 2013 and Listing Regulations. All the financial Statement are reviewed by the Audit Committee before submission to the Board.

ii. Composition, Name of Members, Chairperson and attendance:

Name of Member	Designation	Meetings Attended
Ramesh Chander Juneja (Resigned w.e.f. 14 th Nov, 2022)	Chairperson	2
Ravinder Kumar (Appointed w.e.f. 11 th November, 2022)	Chairman	1
Krishan Sethi	Member	4
Priya Begana	Member	4

iii. Four Meetings of the Audit Committee were held during Financial Year 2022-23 on 27th May, 2022, 13th August 2022, 11th November 2022 and 11th February 2023.

The Company Secretary acts as Secretary to the Committee.

4. Nomination and Remuneration Committee

i. Terms of Reference:

The terms of reference of this Committee are wide enough covering the matters specified under the Companies Act, 2013 and Listing Regulations.

ii. Composition, Name of Members, Chairperson and attendance:

Two meetings of the Nomination and Remuneration Committee were held during the Financial Year 2022-23 on 27th May, 2022, 11th November, 2022.

Name of Member	Designation	Meetings Attended
Ramesh Chander Juneja (Resigned w.e.f. 14 th November, 2022)	Chairman	1
Ravinder Kumar (Appointed w.e.f. 11 th November, 2022)	Chairman	0
Priya Begana	Member	2
Krishan Sethi	Member	2

iii. Nomination and Remuneration Policy

The Nomination and Remuneration policy of the Company is designed to attract, motivate and retain manpower in competitive market. The Key provisions of such policy are given in Board's Report.

iv. Remuneration of Directors

Company has not paid any remuneration to its Executive Directors. The Company has paid Rs. 10,000/- as sitting fees to Mrs. Priya Begana, Independent Director for the Financial Year 2022-23.

5. Stakeholders Relationship Committee

The Board has formed an investors' Grievance Committee named as Stakeholder's Relationship Committee to specifically look into the Redressal of investors' complaint like transfer of shares, non-receipt of balance sheet or non-receipt of credit of shares into the De-mat account etc. The committee also approves issue of duplicate share certificate(s) and other related matters and oversees and reviews all matters connected with the share transfer.

i. Composition

Name of Member	Designation	Meetings Held	Meetings Attended
Priya Begana	Chairperson	2	2
Ramesh Chander Juneja (Resigned w.e.f. 14 th November, 2022)	Member	2	1
Kirti Kumar Jain	Member	1	1
Ravinder Kumar (Appointed w.e.f. 11 th November, 2022)	Member	1	1

The Company has designated the email id sfcs1141@gmail.com for the purpose of registering complaints by investors electronically. The email id is displayed on the company's website.

iii. The details regarding the investor's complaints are as under:

Particulars	No. of Complaints	Particulars	No. of Complaints
Pending as on 01-04-2022	0	Resolved during the year	0
Received during the year	0	Pending as on 31-03-2023	0

6. Independent Directors Meeting

During the year, the Independent Directors met on 11th February, 2023 to:

- Review the performance of Non-Independent Directors and the Board as a whole.
- Review the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non- Executive Directors.
- Evaluate the quality, quantity and timeliness of flow of information between the Company Management and the board that is necessary for the Board to effectively and reasonably their duties.

7. General Body Meetings

(i) Location and time where last three Annual General Meetings were held:

Financial Year	Date of A.G.M.	Time	Venue	No. of Special Resolution Passed
2022-23	30 th September, 2023	11:00 A.M.	Regd. Office of the Company at Shree Rishabh Paper Mill Permises,, Village Banah, Nawanshahar, Punjab 144522	1
2021-22	30 th September, 2022	11:00 A.M.	Regd. Office of the Company at Shree Rishabh Paper Mill Permises,, Village Banah, Nawanshahar, Punjab 144522	1
2020-21	30 th September, 2021	03.00 P.M.	Regd. Office of the Company at Shree Rishabh Paper Mill Permises,, Village Banah, Nawanshahar, Punjab 144522	0

(ii) Postal Ballot:

During the year under review, no resolution was passed through Postal Ballot.

8. Disclosures

i. As a matter of practice, the related party transactions, if any placed before Audit Committee. there was no transaction with related parties.

ii. There are no pecuniary relationships or transactions of non-executive directors vis-à-vis Company that have a potential; conflict with the interest of the Company.

iii. The Company is in compliance with the requirements of the Stock exchanges as well as Regulations and Guidelines prescribe by the SEBI. There were no penalties or strictures imposed on the company by Stock Exchanges or SEBI, any statutory authority on any matter related to the Capital Market during the last three years.

Company has paid up to date listing fees to the Metropolitan Stock Exchange of India Limited.

iv. The Company has complied with all Mandatory requirements of listing regulations on corporate governance.

v. As on 31st March, 2023 none of the non-executive directors is holding any equity shares of the company.

vi. The Company has a Whistle blower policy in place and it has not denied access to any person to approach the Management or the Audit Committee on any issue.

vii. No director of the Company is having any relationship with each other.

9. Means of Communication

i	Quarterly Results	Published in the newspapers every quarter
ii	Newspapers wherein results normally published	Financial Express and Nawan zamana

iii	Any website, where results are displayed	www.sfcsl.co.in
iv	Whether it also displays official news releases	NA
v	The presentations made to Institutional Investors or to the Analysts	NA

Online Filing: Periodical compliance filings like shareholding pattern, corporate governance report, announcements, corporate actions etc. have been filed electronically on **METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED**

SCORES (SEBI Complaints Redressal System): The Investor Complaints are processed in a centralized web based complaints Redressal system on www.scores.gov.in, a website maintained by SEBI (Securities and Exchange Board of India). The main feature of this system is central database of all complaints, online upload of action taken reports (ATR's) by the concerned companies and online view by investors of action taken on complaints and its current status. The Company had disposed of all the pending complaints filed through scores.

10. General Shareholder Information

i. AGM: Date, Time and Venue

Date & Time: 30th September, 2023 at 11.00 A.M.

Place: Regd. office of the Company at Shree Rishabh Paper Mill Premises,, Village Banah, Nawanshahar, Punjab 144522

ii. Financial Year

The Company's Financial Year starts from 1st April every year and conclude on 31st March, next year.

iii. Date of Book Closure

The Register of Members and Share Transfer books of the Company shall remain closed from 24th September, 2023 to 30th September, 2023 (both days inclusive).

iv. Dividend Payment date (tentative)

Company has not declared Dividend for F.Y. 2022-23.

v. Listing on Stock Exchanges

The Equity shares of the Company are listed at the **METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED**.

vi. Depositories for Equity Shares: National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) ISIN No. for the Companies Equity Shares: INE463R01016.

vii. Registrar and Share Transfer Agent

Name: Skyline Financial Services (P) Ltd.

Address: D-153/A, 1st Floor, Okhla Industrial Area, Phase -1, New Delhi -110 020

Phone No.: 011-40450193-97 Fax No.: 011-26812682

Contact Person: Mr. Subhash Aggarwal, Director/Mr. Virender Rana, Vice-President

viii. Share Transfer System

The Company's shares are in compulsory dematerialized list and are transferable through depository system. Shares in physical form are processed and approved by M/s Skyline Financial Services Pvt.

Ltd., the Registrar and Transfer Agents and approved/taken note of by the Stakeholder's Relationship Committee. The physical share transfers are generally processed within a period of 15 days from the date of receipt of transfer documents by M/s. Skyline Financial Services Pvt. Ltd.

Shareholders who hold shares in the physical form and wish to make Change/ nomination in respect of their shares in the company, as permitted under Companies Act, 2013 may submit the same to Registrars & Transfer Agents of the company in the prescribed Form. The said form is available on the website of the company at www.sfcsl.co.in

ix. Distribution of Shareholding and Shareholding pattern as on 31.03.2023:

Shareholding Nominal Value (Rs.)	Number of Shareholders	% to Total Numbers	Shareholding Amount (Rs.)	% to Total Amount
1	2	3	4	5
Up To 5,000	437	78.60	919000.00	9.19
5001 To 10,000	75	13.49	548930.00	5.49
10001 To 20,000	18	3.24	265070.00	2.65
20001 To 30,000	3	0.54	74000.00	0.74
30001 To 40,000	3	0.54	108000.00	1.08
40001 To 50,000	1	0.18	42000.00	0.42
50001 To 1,00,000	5	0.90	343000.00	3.43
1,00,000 and Above	14	2.52	7700000.00	77.00
Total	556	100.00	10000000.00	100.00

x. Dematerialization of shares

As on 31.03.2023, 72.74 % of total paid up share of the Company is held with depositories in dematerialized form.

xii. Market Price Data

The monthly high and low stock quotations for the shares of the company during the last financial year are not available.

xiii. Address for correspondence:

Registered Office

Shreyans Financial & Capital Services Limited,
Shree Rishabh Paper Mill Premises, Nawanshahar, Punjab -144522
Ph. 01881-273627, 273628, 98761-00948
Fax. 01881-273645
Email: sfcsl141@gmail.com
Website: www.sfcsl.co.in

11. OTHER DISCLSURES

- The Company is not dealing in commodity and hence disclosure relating to commodity price risks and commodity hedging activities is not applicable.
- There is no Non-Compliance of any requirement of Corporate Governance Report of Sub para (2) to (10) of Part C of Schedule V of the Listing regulations.
- The Company has complied with all the applicable corporate governance requirements specified in regulation 17 to 27 with schedule II and V of the Listing Regulations.
- The Company has paid total fees of Rs. 10,000/- for FY 2022-23 for all services to the Statutory Auditors of the Company.
- All the necessary disclosures/policies/codes/intimations etc. under the Companies Act, 2013, SEBI (LODR) Regulations, 2015 as amended from time to time and other enactments etc. are uploaded on the website of the Company i.e. www.sfcsl.co.in
- The Company has already complied with provisions relating to the constitution of Internal Complaint committee under the Sexual Harassment of women at workplace (prevention and redressal) Act. 2013. There were no complaints/cases reported with internal complaints committee formed under the the Sexual Harassment of women at workplace (prevention and redressal) Act. 2013.

Practicing Company Secretary Certificate on Compliance with the Condition of Corporate Governance

To
The Members
Shreyans Financial and Capital Services Limited

We have examined the compliance of conditions of corporate governance by Shreyans Financial and Capital Services limited (the Company) for the year ended 31st March, 2023 as stipulated under the relevant provisions of Securities and Exchange the Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The compliance of the conditions of corporate governance responsibility of the management. . Our examination was limited to review of procedures and implementation thereof, adopted by the company, for ensuring. It is neither an audit not an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above mentioned listing regulations, as applicable.

We further state that such compliance is neither an these statements do not contain any materially untrue assurance as to the future viability of the company nor the statement or omit any material fact or contains statements efficiency or effectiveness with which the management has that might be misleading; conducted the affairs of the company.

**For P.S. Bathla & Associates
Company Secretaries**

**(P.S. BATHLA)
C.P. No. 2585
M.No. 4391**

**Place: Ludhiana
Dated: 25th May, 2023**

DECLARATION BY THE EXECUTIVE DIRECTOR UNDER REGULATION 26(3) OF THE LISTING REGULATIONS

To
The Members
Shreyans Financial and Capital Services Limited

I hereby confirm that all Board Members and Senior Management Personnel compliance with the code of conduct for the Directors and Senior Management Personnel as approved by the Board, for the Financial Year ended 31st March, 2023 in terms of regulations 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Place: Ludhiana

SD/-

Date: 25th May, 2023

Kirti Kumar Jain

Executive Director & CEO

(DIN: 00932391)

To
The Members,
Shreyans Financial and Capital Services Limited
Ludhiana

- a) We have reviewed financial statements and the cash flow statements for the year ended 31st March, 2022 and that to the best of our knowledge and belief:
- i. These Statements do not contain any materially untrue statement or omit any material fact or contains statements that might be misleading;
 - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) To the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design of operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee
- i. Significant changes in internal control over financial reporting during the year.
 - ii. Significant changes in accounting policies during the year and same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Kirti Kumar Jain
Executive Director & CEO
(DIN: 00932391)
Place: Ludhiana
Date: 25th May, 2023

Mohit Verma
CFO

**Certificate from Company Secretary in Practice
(Pursuant to clause 10 of Part C of Schedule V of LODR)**

In pursuance of sub clause (i) of clause 10 of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; in respect of Shreyans Financial & Capital Services Limited (CIN: L65921PB1984PLC005967), I hereby certify that:

On the basis of written representation/declaration received from the Directors and taken on record by the Board of Directors, as on March 31, 2023, none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Director of Companies by the SEBI/Ministry of Corporate Affairs or any such statutory authority.

For P S Bathla & Associates

**Parminder Singh Bathla
Company Secretaries**

**Place: Ludhiana
FCS No. 4391
Dated: 25th May 2023
C.P No. 2585**

INDEPENDENT AUDITOR'S REPORT**TO****THE MEMBERS OF SHREYANS FINANCIAL & CAPITAL SERVICES LTD****Report on the Standalone Financial Statements****Opinion**

We have audited the standalone financial statements of **SHREYANS FINANCIAL & CAPITAL SERVICES LTD** ("the Company"), which comprise the balance sheet as at 31st March 2023, and the statement of profit and loss, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of 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, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. 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 Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for

safeguarding of 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 the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements whether due to fraud or error design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion forgery intentional omissions misrepresentations or the override of internal control.
- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances Under Section 143(3)(i) of the Act we are also responsible for explaining our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or if such disclosures are inadequate to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation structure and content of the financial statements including the disclosures and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the statement of profit and loss, the statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - g) The company does not pay any managerial remuneration for the year ended March 31, 2023. Hence provisions of section 197 are not applicable;
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company has no pending litigations in the financial statements.
 - ii) The Company has no long-term contracts including derivative contracts
 - iii) The company has not paid any dividend during the year and is not required to transfer amounts to the Investor Education and Protection Fund.

- iv) (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in note 2 to the standalone financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in note 2 to the standalone financial statements, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v) The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

FOR VINAY & ASSOCIATES
Chartered Accountants
Firm Registration No-004462N

VINAY K. SHRIVASTAV
Partner
M NO: 082988

PLACE: LUDHIANA
DATE: 25.05.2023
UDIN: 23082988BGWOFM6077

Annexure-A to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31st March 2023, we report that:

- i) a) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment. The Company does not have any Intangible Assets.
- b) Property, Plant and Equipment have been physically verified by the management during the year and there is a regular programme of verification which, in our opinion, is reasonable having regards to the size of the company and the nature of its assets and as informed, no material discrepancies were noticed on such verification.
- c) In our opinion and according to information and explanation given to us, all the title deeds of immovable properties are held in the name of the company.
- d) The company has not revalued its Property, Plant and Equipment during the year
- e) The company does not have any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii) The company does not have any inventory;
- iii) a) In our opinion and according to the information and explanations given to us, the Company has made following investments in group companies under section 185 and 186 of the Act:

PARTICULARS	VALUE AS ON 31.03.2023	VALUE AS ON 31.03.2022
<u>(A) INVESTMENTS IN EQUITY INSTRUMENTS</u>		
<u>(a) QUOTED EQUITY SHARES</u>		
69000 (69000) E/S of Adinath Textiles Ltd. Of Rs.10/- each	1310250.00	1310250.00
323400 (323400) E/S of Shreyans Industries Ltd. of Rs. 10/- each	6126748.00	6126748.00
<u>(b) UNQUOTED EQUITY SHARES</u>		
18000 (18000) E/S of Punctual Dealers Pvt.Ltd of Rs. 10/- each	90000.00	90000.00
21500 (21500) E/S of Fountain Tie Up Pvt. Ltd. of Rs. 10/- each	165500.00	165500.00
<u>(B) INVESTMENTS IN PREFERENCE SHARES</u>		
<u>(a) 11% Pref. Shares of Rs. 100/- each</u>		
Adinath Textiles Ltd.		
200 (200) 11% Pref. Shares of Rs. 100/- each	20000.00	20000.00
<u>(b) 4% Non-Cum-Pref.Shares of Rs.100/- each</u>		
2650 (2650) Achin Investment & Mercantile .Co.	265000.00	265000.00
40730 (40730) Adeep Investment Co.	4073000.00	4073000.00
14480 (14480) Jagvallabh Parasnath Capital Invest. Pvt. Ltd.	1448000.00	1448000.00
5520 (5520) Levina Investment & Mercantile Co.	552000.00	552000.00
3220 (3220) Noble Shares Trading Pvt. Ltd.	322000.00	322000.00
1990 (1990) Ojasvi Investment & Mercantile Co.	199000.00	199000.00
1030 (1030) Sulzer Investment Pvt. Ltd.	103000.00	103000.00

12875 (12875) Virat Investment & Mercantile Co.	1287500.00	1287500.00
15000 (0) Levina Investment & Mercantile Co.	1500000.00	1500000.00

- b)** The investments made are not prejudicial to the company's interest;
- c)** The company hence not given any loans and advances of any nature during the year. Hence, reporting under clause (iii)©, (d), (e) and (f) is not applicable.
- iv)** In our opinion and according to the information and explanations given to us, the Company has not given any loans, purchased investment, given guarantees and security which are covered under the provisions of Section 185 and 186 of the Act, therefore no comment is called for;
- v)** The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- vi)** According to information and explanation given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company;
- vii) a)** According to the information and explanations given to us and records examined by us, the company has been regular in depositing undisputed statutory dues with the appropriate authorities in respect of Income tax, Cess, & other Material statutory dues.
According to the information and explanations given to us, no undisputed arrear of statutory dues were outstanding as at 31st March, 2023 from the date they became payable.
- b)** According to the information and explanations given to us, there are no material statutory dues which have not been deposited with the appropriate authorities on account of any dispute.
- viii)** There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix) a)** The Company does not have any borrowings from banks of financial institutions during the year. Hence reporting under clause (ix) is not applicable.
- x) a)** The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x) (a) of the Order is not applicable.
- b)** During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable.
- xi) a)** According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit;
- b)** No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- c)** No whistle-blower complaints were received during the year by the Company.
- xii)** In our opinion and according to the information and explanations given to us, the company is not a Nidhi company. Accordingly, clause (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, the company has not done any transactions with the related parties;
- xiv)** The company is not required to keep an internal audit system given the size and nature of its business and hence reporting under clause (xiv) of the Order is not applicable;
- xv)** In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi)** In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) of the Order is not applicable.
- xvii)** The company has not incurred any Cash Losses during the year or previous year:
- xviii)** There has been no resignation of the statutory auditors during the year and accordingly reporting under clause (xviii) of the order is not applicable;
- xix)** On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, no material uncertainty exists as on the date of the audit report. The company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and future events or conditions that may cause the Company to cease to continue as a going concern. We neither give any guarantee nor any assurance that all the liabilities falling due within a period of one year from balance sheet date, will get discharged by the company as and when they fall due;
- xx)** The company is not required to spent under CSR activity u/s 135 of Companies Act 2013, hence reporting under clause (xx) of the Order is not applicable.;

FOR VINAY & ASSOCIATES
Chartered Accountants
Firm Registration No-004462N

VINAY K. SHRIVASTAV
Partner
M NO: 082988

PLACE: LUDHIANA
DATE: 25.05.2023
UDIN: 23082988BGWOFM6077

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT**REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")**

We have audited the internal financial controls over financial reporting of **SHREYANS FINANCIAL & CAPITAL SERVICES LTD**, ("the Company") as of 31st March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are

being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR VINAY & ASSOCIATES
Chartered Accountants
Firm Registration No-004462N

VINAY K. SHRIVASTAV
Partner
M NO: 082988

PLACE: LUDHIANA
DATE: 25.05.2023
UDIN: 23082988BGWOFM6077

BALANCE SHEET AS AT 31ST MARCH 2023

PARTICULARS	NOTE	AS AT	AS AT
		31.03.2023	31.03.2022
I. ASSETS			
1. Non-Current Assets			
(a) Property, Plant and Equipment	3	11,54,030.00	11,54,030.00
(b) Financial Assets			
(i) Investments	4	1,88,63,034.51	1,92,99,211.85
(c) Deferred Tax Assets (Net)	5	33,29,888.22	32,16,482.11
		2,33,46,952.73	2,36,69,723.96
2. Current Assets			
(a) Financial Assets			
(i) Cash and Cash equivalents	6	16,28,284.06	22,43,330.06
(b) Other Current Assets	7	41,00,956.87	40,93,228.00
		57,29,240.93	63,36,558.06
TOTAL		2,90,76,193.66	3,00,06,282.02
II. EQUITY & LIABILITIES			
1. Equity			
(a) Equity Share Capital	8	1,00,00,000.00	1,00,00,000.00
(b) Other Equity	9	1,85,38,627.66	1,88,61,019.02
		2,85,38,627.66	2,88,61,019.02
2. Liabilities			
Current Liabilities			
(a) Financial Liabilities			
(i) Other Financial Liabilities	10	5,07,716.00	10,08,036.00
(b) Other Current Liabilities	11	28,700.00	70,345.00
(c) Current Tax Liabilities	12	1,150.00	66,882.00
		5,37,566.00	11,45,263.00
TOTAL		2,90,76,193.66	3,00,06,282.02
Significant accounting policies	1		
Notes forming part of accounts	2		

Auditor's Report Subject to our Separate Report of Even Date

For VINAY & ASSOCIATES
Chartered Accountants

(Vinay K. Shrivastav)
Partner
(Memb. No. 082988)
Place: Ludhiana
Date: 25.05.2023

(MOHIT VERMA)
(Company Secretary and CFO)

For And On Behalf Of The Board
Shreyans Financial and Capital Services Ltd.

(KIRTI K. JAIN)
Director and CEO
DIN: 00932391

(RAVINDER KUMAR)
Director
DIN: 09733167

STATEMENT OF PROFIT & LOSS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

	PARTICULARS	NOTE	FOR THE PERIOD ENDED 31.03.2023	FOR THE PERIOD ENDED 31.03.2022
I	INCOME			
	Revenue From Operations		-	-
	Other Income	13	6,91,446.50	10,38,098.50
	TOTAL REVENUE (I+II)		6,91,446.50	10,38,098.50
II	EXPENSES			
	Employee Benefits Expenses	14	3,73,653.00	3,13,597.00
	Finance Costs	15	1,184.00	955.00
	Other Expenses	16	3,09,240.00	2,94,813.00
	TOTAL EXPENSES (IV)		6,84,077.00	6,09,365.00
III	Profit/(loss) before exceptional items and tax from continuing operations (III-IV)		7,369.50	4,28,733.50
	Exceptional Items		-	-
IV	Profit/ (loss) before tax from continuing operations (V-VI)		7,369.50	4,28,733.50
V	TAX EXPENSE :			
	Current Tax		1,150.00	66,882.00
	Earlier Year		5,839.63	-
	Deferred Tax		-	-
VI	Profit/ (Loss) for the Year from continuing operations (VII-VIII)		379.87	3,61,851.50
VII	Other Comprehensive Income			
	(A) Items that will be reclassified to profit or loss			
	Other (specify nature)		-	-
	Income tax effect		-	-
	(B) Items that will not be reclassified to profit or loss			
	Re-measurement gains (losses) on defined benefit plans		(4,36,177.34)	(1,23,38,627)
	Income tax effect		1,13,406.11	32,08,043
	Other Comprehensive Income for the year net of Tax		(3,22,771.23)	(91,30,584)
VIII	Total Comprehensive Income for the Year (VI+VII) (Comprising Profit/ (Loss) and Other Comprehensive Income for the Year)		(3,22,391.36)	(87,68,733)
IX	Earnings per equity share of `10 each			
	(1) Basic		0.00	0.36
	(2) Diluted		0.00	0.36
	Significant Accounting Policies	1		
	Notes forming part of Accounts	2		

Auditor's Report Subject to our Separate Report of Even Date

For Vinay & Associates
Chartered Accountants
(Vinay K. Shrivastav)
Partner (Memb. No. 082988)
Place: Ludhiana
Date: 25.05.2023

(MOHIT VERMA)
 Company Secretary
 and CFO

(KIRTI K. JAIN)
 Director and CEO
DIN: 00932391

For And On Behalf Of The Board of Directors of
Shreyans Financial and Capital Services Limited

(RAVINDER KUMAR)
 Director
DIN: 09733167

CASH FLOW STATEMENT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

	PARTICULARS	year ended 31.03.2023	year ended 31.03.2022
(A)	Cash flows from operating activities		
	Profit for the year	7,369.50	4,28,733.50
	Adjustments for:		
	Interest and finance charges	1,184.00	955.00
	Dividend Income	(6,91,446.50)	(10,38,098.50)
	Re measurement of actuarial gain/loss	(4,36,177.34)	(1,23,38,627.45)
	Operating profit before working capital changes	(11,19,070.34)	(1,29,47,037.45)
	Adjustments for :		
	(Increase) / decrease in other current assets	(7,728.87)	(1,02,994.50)
	Increase / (decrease) in trade payables	-	-
	Increase / (decrease) in other current liabilities	(41,645.00)	51,820.00
	Increase / (decrease) in other financial liabilities and provision (excluding provision for tax)	(5,00,320.00)	4,86,200.00
	Cash generated from operations	(16,68,764.21)	(1,25,12,011.95)
	Income tax refund/ (paid)	(72,721.63)	-
	Net Cash flow generated from operating activities	(17,41,485.84)	(1,25,12,011.95)
(B)	Cash flow from investing activities		
	Revaluation of Investments	4,36,177.34	1,23,38,627.45
	Dividend Income	6,91,446.50	10,38,098.50
	Net cash flows (used in) investing activities	11,27,623.84	1,33,76,725.95
(C)	Cash flow from financing activities		
	Interest and finance charges paid	(1,184.00)	(955.00)
	Net cash flows (used in)/ generated from financing activities	(1,184.00)	(955.00)
	Net change in cash and cash equivalents (A+B+C)	(6,15,046.00)	8,63,759.00
	Cash and cash equivalents- opening balance	22,43,330.06	13,79,571.06
	Cash and cash equivalents- closing balance	16,28,284.06	22,43,330.06
	Notes to cash flow statement:		
	Cash and cash equivalents include :		
	Cash in hand	14,152.48	35,152.48
	Balances with banks:	16,14,131.58	22,08,177.58
	Cash and cash equivalents at the end of the year	16,28,284.06	22,43,330.06

Auditor's Report Subject to our Separate Report of Even Date

For Vinay & Associates
Chartered AccountantsFor And On Behalf Of The Board of Directors of
Shreyans Financial and Capital Services Limited(Vinay K. Shrivastav)
Partner
(Memb. No. 091647)
Place: Ludhiana
Date: 25.05.2023(MOHIT VERMA)
Company
Secretary and
CFO(KIRTI K. JAIN)
Director and CEO
DIN: 00932391(RAVINDER KUMAR)
Director
DIN: 09733167

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2023
EQUITY
(A) Equity Share Capital
(1) Current reporting period

Balance at the beginning of the current period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
1,00,00,000.00	-		-	1,00,00,000.00

(2) Previous reporting period

Balance at the beginning of the current period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
1,00,00,000.00	-		-	1,00,00,000.00

(B) Other Equity

	Reserves and Surplus				Other items of Other Comprehensive Income (Valuation of Gratuity)	Total
	Capital Reserve	Securities Premium	Other Reserves (General Reserve)	Retained Earnings		
(1) Current reporting period						
Balance at the beginning of the current reporting period	-	-	15,47,315	1,73,13,704.02	-	1,88,61,019.02
Total Comprehensive Income for the current year	-	-	-	-	-3,22,771.23	-3,22,771.23
Transfer to retained earnings	-	-	-	379.87	-	379.87
Balance at the end of the current reporting period	-	-	15,47,315	1,73,14,083.89	-3,22,771.23	1,85,38,627.66
(2) Previous reporting period						
Balance at the beginning of the	-	-	15,47,315.00	2,60,82,436.83	-	2,76,29,751.83

current reporting period						
Total Comprehensive Income for the current year	-	-	-	-	-91,30,584.31	-91,30,584.31
Transfer to retained earnings	-	-	-	3,61,851.50		3,61,851.50
Balance at the end of the current reporting period	-	-	15,47,315.00	2,64,44,288.33	-91,30,584.31	1,88,61,019.02

Note: Remeasurment of defined benefit plans and fair value changes relating to own credit risk of financial liabilities designated at fair value through profit or loss shall be recognised as a part of retained earnings with separate disclosure of such items along with the relevant amounts in the Notes or shall be shown as a separate column under Reserves and Surplus”

The accompanying notes are integral part of the financial statements.

Auditors Report Subject to our Separate Report of Even Date

**For Vinay & Associates
Chartered Accountants**

**(Vinay K. Shrivastav)
Partner
(Memb. No. 091647)
Place: Ludhiana
Date: 25.05.2023**

**(MOHIT VERMA)
Company
Secretary and
CFO**

**For And On Behalf Of The Board of Directors of
Shreyans Financial and Capital Services Limited**

**(KIRTI K. JAIN)
Director and CEO
DIN: 00932391**

**(RAVINDER KUMAR)
Director
DIN: 09733167**

SHREYANS FINANCIAL & CAPITAL SERVICES LTD
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,
2023

NOTE-1**1. CORPORATE INFORMATION**

Shreyans Financial & Capital Services Ltd ('the Company') is a public limited Company domiciled in India and incorporated on February 23, 1983 under the provisions of the Companies Act, 1956 having its registered office at C/o. Rishab Papers Ltd., Vill. Banah, Distt. Nawanshar. The Company is listed on Metropolitan Stock Exchange (MSE). The Company is a financial company. The Financial statements were authorized by the Board of Directors for issue in accordance with resolution passed on 25.05.2023.

2. SIGNIFICANT ACCOUNTING POLICIES**2.1 BASIS OF PREPRATION:**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (IND AS) notified under Companies (Indian Accounting Standards) Rules, 2015. These financial statements for the year ended 31 March 2023 have been prepared in accordance with IND AS notified under the Companies (Indian Accounting Standard) Rules, 2015. Refer Note no 32(17) for information on how the Company adopted Ind-AS. The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities:

i) Investments are valued at Fair Value

The financial statements are presented in Indian Rupees ('INR') and all values are rounded to nearest lacs (INR 00,000), except when otherwise indicated.

2.2 CURRENT VERSUS NON-CURRENT CLASSIFICATION

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as noncurrent.

Deferred tax assets and deferred tax liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.3 PROPERTY, PLANT AND EQUIPMENT

The company does not have any property, plant and equipment except Land. The immovable Property has been valued at historical cost.

2.4 INTANGIBLE ASSETS

The company has no Intangible Assets

2.5 IMPAIRMENT OF NON- FINANCIAL ASSETS

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Companies of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. Impairment losses including impairment on inventories are recognised in the statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

2.6 FINANCIAL INSTRUMENTS

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

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

- Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss)
- Those measured at amortised cost

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement financial assets are classified in following categories:

- Debt instruments at fair value through profit and loss (FVTPL)
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments at amortised cost
- Equity instruments

Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income). For investment in debt instruments, this will depend on the business model in which the investment is held. For investment in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for equity instruments at FVTOCI.

Debt instruments at amortised cost

A Debt instrument is measured at amortised cost if both the following conditions are met:

a) Business Model Test: The objective is to hold the debt instrument to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realize its fair value changes).

b) Cash flow characteristics test: The contractual terms of the debt instrument give rise on specific dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

This category is most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. The EIR amortization is included in finance income in profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Debt instruments at fair value through OCI

A Debt instrument is measured at fair value through other comprehensive income if following criteria are met:

a) Business Model Test: The objective of financial instrument is achieved by both collecting contractual cash flows and for selling financial assets.

b) Cash flow characteristics test: The contractual terms of the debt instrument give rise on specific dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

Debt instrument included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI), except for the recognition of interest income, impairment gains or losses and foreign exchange gains or losses which are recognised in statement of profit and loss. On derecognition of asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit & loss. Interest earned whilst holding FVTOCI financial asset is reported as interest income using the EIR method.

Debt instruments at FVTPL

FVTPL is a residual category for financial instruments. Any financial instrument, which does not meet the criteria for amortised cost or FVTOCI, is classified as at FVTPL. A gain or loss on a Debt instrument that is subsequently measured at FVTPL and is not a part of a hedging relationship is recognised in statement of profit or loss and presented net in the statement of profit and loss within other gains or losses in the period in which it arises. Interest income from these Debt instruments is included in other income.

Equity investments of other entities

All equity investments in scope of IND AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which IND AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income all subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Profit and loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e, removed from the Company's statement of financial position) when:

- the rights to receive cash flows from the asset have expired, or
- the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass through" arrangement and either;

(a) the Company has transferred the rights to receive cash flows from the financial assets or

(b) The Company has retained the contractual right to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all the risks and rewards of the ownership of the financial assets. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all the risks and rewards of the ownership of the financial assets, the financial asset is not derecognised.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

Impairment of financial assets

In accordance with IND AS 109, the Company applies expected credit losses (ECL) model for measurement and recognition of impairment loss on the following financial asset and credit risk exposure

- Financial assets measured at amortised cost;
- Financial assets measured at fair value through other comprehensive income (FVTOCI);

The Company follows "simplified approach" for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables;
- All lease receivables resulting

from the transactions within the scope of IND AS 17

Under the simplified approach, the Company does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. the Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward looking estimates are analyzed.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12- months ECL.

(ii) Financial liabilities:

Initial recognition and measurement

Financial liabilities are classified at initial recognition as financial liabilities at fair value through profit or loss, loans and borrowings, and payables, net of directly attributable transaction costs. the Company financial liabilities include loans and borrowings including bank overdraft, trade payable, trade deposits, retention money, liabilities towards services, sales incentives and other payables.

The measurement of financial liabilities depends on their classification, as described below:

Trade Payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 120 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at fair value and subsequently measured at amortised cost using EIR method.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in IND AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/ loss are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. the Company has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

Borrowings are initially recognised at fair value, net of transaction cost incurred. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost

using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting of financial instruments:

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

Reclassification of financial assets:

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

2.8 INVENTORIES

The company does not have any inventories

2.9 TAXES

Tax expense for the year comprises of current tax and deferred tax.

a) Current Tax

i) Current income tax, assets and liabilities are measured at the amount expected to be paid to or recovered from the taxation authorities in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) enacted in India by using tax rates and the tax laws that are enacted at the reporting date.

ii) Current income tax relating to item recognised outside the statement of profit and loss is recognised outside profit or loss (either in other comprehensive income or equity). Current tax items are recognised in correlation to the underlying transactions either in OCI or directly in equity

b) Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

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

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or direct in equity.

Deferred Tax includes Minimum Alternate Tax (MAT) recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e. the period for which MAT credit is allowed to be carried forward. The Company reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

2.10 REVENUE RECOGNITION

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Amounts disclosed are inclusive of Excise Duty, and net of returns, trade discounts, rebates, value added taxes and amount collected on behalf of third parties.

a) Dividend Income- Dividend income is recognised on accrual basis

b) Interest Income

Interest Income is recognised on time proportion basis taking into account the amount outstanding and the applicable interest rates and is disclosed in “other income”.

2.11 EMPLOYEE BENEFITS

The company does not have any employees covered under Employees' State Insurance **Act**, 1948, Employees' **Provident Fund Scheme Act**, 1952 or any other similar Act

2.12 GOVERNMENT GRANTS

The company has not received any Grant from the government

2.13 SEGMENT ACCOUNTING:

The company is single segment company. Hence segment reporting is not required.

2.14 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all potentially dilutive equity shares

2.15 BORROWING COSTS

Borrowing cost includes interest and other costs incurred in connection with the borrowing of funds and charged to Statement of Profit & Loss on the basis of effective interest rate.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are recognised as expense in the period in which they occur.

2.16 EXCEPTIONAL ITEMS

Exceptional items are transactions which due to their size or incidence are separately disclosed to enable a full understanding of the Company's financial performance. Items which may be considered exceptional are significant restructuring charges, gains or losses on disposal of investments of subsidiaries, associate and joint ventures and impairment losses/write down in the value of investment in subsidiaries, associates and joint ventures and significant disposal of fixed assets.

2.17 CASH AND CASH EQUIVALENTS

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

2.18 PROVISIONS AND CONTINGENT LIABILITIES**Provisions**

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event, 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. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

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 recognised 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 recognised because it cannot be measured reliably. the Company does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

2.19 FAIR VALUE MEASUREMENT

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (i) In the principal market for asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non- financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

**For Vinay & Associates
Chartered Accountants**

**(Vinay K. Shrivastav)
Partner
(Memb. No. 082988)
Place: Ludhiana
Date: 25.05.2023**

(MOHIT VERMA)
Company
Secretary and
CFO

**For And On Behalf Of The Board of Directors of
Shreyans Financial and Capital Services Limited**

(KIRTI K. JAIN)
Director and CEO
DIN: 00932391

(RAVINDER KUMAR)
Director
DIN: 09733167

NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023
3. PROPERTY, PLANT & EQUIPMENTS AS ON 31.03.2023

PARTICULARS	GROSS BLOCK				DEPRICIATION BLOCK				NET BLOCK		% Change in gross and net carrying value
	As on 01.04.2022	Add.	Sale	As on 31.03.2023	As At 31.03.2022	For the Year	Dep W/back	As on 31.03.2023	As on 31.03.2022	As on 31.03.2021	
LAND	11,54,030.00	--	--	11,54,030.00	--	--	--	--	11,54,030.00	11,54,030.00	-
TOTAL	11,54,030.00	--	--	11,54,030.00	--	--	--	--	11,54,030.00	11,54,030.00	-
PREVIOUS YEAR	11,54,030.00	--	--	11,54,030.00	--	--	--	--	11,54,030.00	11,54,030.00	-

4. NON-CURRENT INVESTMENT

PARTICULARS	As At 31.03.2023	As At 31.03.2022
(A) INVESTMENTS IN EQUITY INSTRUMENTS		
(a) QUOTED EQUITY SHARES		
69000 (69000) E/S of Adinath Textiles Ltd .of Rs.10/- each	13,10,250.00	13,10,250.00
323400 (323400) E/S of Shreyans Industries Ltd. of Rs. 10 /- each	61,26,748.00	61,26,748.00
660 (660) E/S of Orient Cement Ltd of Rs. 1/- each	3,357.50	3,357.50
660 (660) E/S of Orient Paper & Ind Ltd. of Rs. 1/- each	2,040.35	2,040.35
660 (660) E/S of Orient Electric Ltd. of Rs.1/- each	1,317.15	1,317.15
12 (12) E/S of Shree Rama News Print of Rs. 10/- each	212.50	212.50
50 (50) E/S of Star Paper Mills Ltd of Rs. 10/- each	635.00	635.00
50 (50) E/S of Tamilnadu News Print & Paper Ltd of Rs. 10/- each	2,347.50	2,347.50
70 (70) E/S of Triveni Engg. & Inds. of Rs.10/- each	94,275.00	94,275.00
100 (100) E/S of Yash Pakka Ltd. of Rs. 10/- each	750.00	750.00
250 (250) E/S of The West Coast Paper Mills Ltd. of Rs.2/- each	4,933.05	4,933.05
3255 (651)(previous year 8880 including Bonus Shares of 1770) E/S of Vardhman Textiles Ltd of Rs.2/- each	41,629.01	41,629.01
130 (130) E/S of Vardhman Special Steels Ltd of Rs. 10/- each	1.00	1.00
Total (A)	75,88,496.06	75,88,496.06
(b) UNQUOTED EQUITY SHARES		
18000 (18000) E/S of Punctual Dealers Pvt.Ltd of Rs. 10/- each	90,000.00	90,000.00
21500 (21500) E/S of Fountain Tie Up Pvt. Ltd.of Rs. 10/- each	1,65,500.00	1,65,500.00
Total (B)	2,55,500.00	2,55,500.00
(B) INVESTMENTS IN PREFERENCE SHARES		
Adinath Textiles Ltd. 200 (200) 11% Pref. Shares of Rs. 100/- each	20,000.00	20,000.00
4% Non-Cum-Preference .Shares of Rs. 100/- each		
2650 (2650) Achin Invetment & Mercant.Co.	2,65,000.00	2,65,000.00
40730 (40730) Adeep Investment Co.	40,73,000.00	40,73,000.00
14480 (14480) Jagvallabh Parasnath Capital Invest. Pvt. Ltd.	14,48,000.00	14,48,000.00
5520 (5520) Levina Investment & Mercantile Co.	5,52,000.00	5,52,000.00
3220 (3220) Noble Shares Trading Pvt. Ltd.	3,22,000.00	3,22,000.00
1990 (1990) Ojasvi Investment & Mercantile Co.	1,99,000.00	1,99,000.00
1030 (1030) Sulzer Investment Pvt. Ltd.	1,03,000.00	1,03,000.00
12875 (12875) Virat Investment & Mercantile Co.	12,87,500.00	12,87,500.00
15000 (15000) Levina Investment & Mercantile Co.	15,00,000.00	15,00,000.00
Total (C)	97,69,500.00	97,69,500.00
Unrealised Gain on Investments	12,49,538.45	16,85,715.79
TOTAL (A+B+C)	1,88,63,034.51	1,92,99,211.85

5. DEFERRED TAX ASSET

Other Comprehensive Income		
Re-measurement (gains)/losses on Investments	33,29,888.22	32,16,482.11

Income Tax related items recognized in OCI during the year	33,29,888.22	32,16,482.11
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6. CASH AND BANK BALANCE

Balances with Scheduled Banks (CURRENT ACCOUNT)		
Indian Bank	2,58,544.18	3,66,327.18
State Bank of India, New Delhi	20,170.40	20,819.40
Cash and Cash Equivalents		
Cash in Hand	14,152.48	35,152.48
FDR with Banks		
FDR with Indian Bank	13,35,417.00	18,21,031.00
TOTAL	16,28,284.06	22,43,330.06

7. OTHER CURRENT ASSETS

Dividend Receivable	3,342.37	944.87
Income Tax Refund Receivable A.Y. 2022-23	31,720.00	-
Interest Receivable	39,86,475.00	39,86,475.00
Prepaid Expenses	13,867.00	2,714.00
Self Asstt. Tax. Asstt. Year 2021-22	-	2,420.00
Skyline Financial Services Pvt. Ltd.	500.00	-
T.D.S. Asstt. Year 2021-22	-	189.63
T.D.S. Asstt. Year 2022-23	-	1,00,484.50
T.D.S. Asstt. Year 2023-24	65,052.50	-
TOTAL	41,00,956.87	40,93,228.00

8. SHARE CAPITAL

AUTHORISED CAPITAL		
60,00,000 (6000000) Equity shares of Rs. 10/- each (with voting rights)	6,00,00,000.00	6,00,00,000.00
TOTAL	6,00,00,000.00	6,00,00,000.00
ISSUED/ SUBSCRIBED AND PAID UP		
10,00,000 (1000000) Equity Shares of Rs. 10/- each (with voting rights)	1,00,00,000.00	1,00,00,000.00
TOTAL	1,00,00,000.00	1,00,00,000.00

**8.1 Details of Shareholders holding more than 5% shares in the Company
(Equity Shares of Rs 10 each fully paid)**

Sr. No.	Name of the share holders	No. of shares	% Holding in the class	No. of shares	% Holding in the class
1	Darshan Kumar Oswal	50,000.00	0.05	50,000.00	0.05
2	Nirmal Oswal	50,000.00	0.05	50,000.00	0.05
3	Rajneesh Oswal	50,000.00	0.05	50,000.00	0.05
4	Vishal Oswal	50,000.00	0.05	50,000.00	0.05
5	Kunal Oswal	50,000.00	0.05	50,000.00	0.05
6	Darshan Kumar Oswal & Sons (Ist HUF)	50,000.00	0.05	50,000.00	0.05
7	Darshan Kumar Oswal & Sons (IInd HUF)	50,000.00	0.05	50,000.00	0.05
8	Achin Investment & Mercantile Co.	90,000.00	0.09	90,000.00	0.09

9	Levina Investment & Mercantile Co.	90,000.00	0.09	90,000.00	0.09
10	Ojasvi Investment & Mercantile Co	90,000.00	0.09	90,000.00	0.09
11	Adeep Investment Co.	90,000.00	0.09	90,000.00	0.09
12	Limelite Consultants Pvt. Ltd.	90,000.00	0.09	90,000.00	0.09

8.2 Reconciliation of shares outstanding at the beginning and at the end of the reporting year

Equity Shares	No. of shares	Amount	No. of shares	Amount
Equity shares at the beginning of the year	10,00,000.00	1,00,00,000.00	10,00,000.00	1,00,00,000.00
Add: Bonus shares issued during the year	--	--	--	--
	10,00,000.00	1,00,00,000.00	10,00,000.00	1,00,00,000.00

8.3 Terms/Rights attached to Equity Shares

The Company has only Equity Share Capital as such no Preference Shares are subscribed and Paid up. There is no partly paid up Equity Share. Issued Capital has equal right of all shareholders including distribution of dividend and repayment of capital. No part of the share of the company has held by any holding company or its ultimate holding company including subsidiaries or associates thereof.

8.4 Aggregate number of shares bought back, or issued as fully paid up pursuant to contract without payment being received in cash or by way of bonus shares during the period of five years immediately preceding the date of Balance Sheet

Sr. No	Particulars	No. of Shares As on 31.03.2023	No. of Shares As on 31.03.2022
1.	Equity shares allotted as fully paid-up pursuant to contracts for consideration other than cash	-	-
2.	Equity shares allotted as fully paid up bonus shares by capitalization of securities premium account, surplus reserve and general reserve	-	-
3.	Equity shares issued under the Employee Stock Option Plan/ Employee Stock Purchase Plan as part consideration for services rendered by employees	-	-
	TOTAL	-	-

8.5 Shareholding of Promoters

Shares held by promoters at the end of the year				
Sr. No.	Promoter Name	No. of total shares	% of total shares	% Change during the year
1	OJASVI INVESTMENT AND MERCANTILE CO	90,000.00	9.00	-
2	LEVINA INVESTMENT AND MERCANTILE CO	90,000.00	9.00	-
3	ADEEP INVESTMENT CO	90,000.00	9.00	-
4	ACHIN INVESTMENT AND MERCANTILE CO	90,000.00	9.00	-
5	JAGVALLABH PARASNATH CAPITAL INVESTMENT PVT LTD	7,400.00	0.74	-
6	VIRAT INVESTMENT & MERCANTILE CO	1,907.00	0.19	-
	TOTAL	3,69,307.00	36.93	-

9. OTHER EQUITY

PARTICULARS		AS AT 31.03.2023	AT	AS AT 31.03.2022
(i) Reserve & Surplus				
(a) General Reserve				
As Per Last Balance Sheet		15,47,315.00		15,47,315.00
(b) Retained Earning				
As Per Last Balance Sheet	1,73,13,704.02		2,60,82,436.83	
(Add)/ Less: Loss for the current year	379.87		3,61,851.50	
		1,73,14,083.89		2,64,44,288.33
(c) Items of Other Comprehensive Income recognized directly in retained earnings				
(1) Re-measurement of Defined benefit				
Re-measurement (gains)/ losses on Valuation of Investments		(3,22,771.23)		(91,30,584.31)
TOTAL		1,85,38,627.66		1,88,61,019.02

10. OTHER FINANCIAL LIABILITIES

Particulars	AS AT 31.03.2023	AS AT 31.03.2022
Other Payable		
Audit Fees Payable	25,000.00	10,000.00
Cheque issued But Not Presented	4,26,316.00	4,63,500.00
Expenses Payable	21,000.00	30,000.00
Interest Payable	-	4,26,316.00
P.S.Bathla & Associates	35,400.00	30,000.00
Adinath Textiles Ltd.	-	14,160.00
Skyline Financial Services Pvt. Ltd.	-	34,060.00
TOTAL	5,07,716.00	10,08,036.00

11. OTHER CURRENT LIABILITIES

PARTICULARS	AS AT 31.03.2023	AS AT 31.03.2022
Salary Payable	24,000.00	65,645.00
TDS Payable	4,700.00	4,700.00
TOTAL	28,700.00	70,345.00

12. CURRENT TAX LIABILITIES

PARTICULARS	AS AT 31.03.2023	AS AT 31.03.2022
PROVISION FOR TAX	1,150.00	66,882.00
TOTAL	1,150.00	66,882.00

13. OTHER INCOME

Dividend Income	6,50,500.00	10,04,816.50
Interest Income	40,946.50	33,282.00
Sundry Balance W/back	-	-
TOTAL	6,91,446.50	10,38,098.50

14. EMPLOYEES BENEFITS EXPENSES

Salary, Wages & Bonus	3,73,653.00	3,13,597.00
TOTAL	3,73,653.00	3,13,597.00

15. FINANCE COSTS

Bank Charges	1,184.00	955.00
TOTAL	1,184.00	955.00

16. OTHER EXPENSES

Accounting Charges	15,000.00	15,000.00
Advertisement Expenses	31,856.00	34,702.00
Computer Software Expenses	6,547.00	-
Demat Charges	59,000.00	59,000.00
Director Sitting Fees	10,000.00	10,000.00
E-Voting Charges	9,442.00	8,260.00
Fees & Taxes	37,717.00	32,643.00
Legal & Professional Charges	43,778.00	49,588.00
Listing Fees	64,900.00	64,900.00
Office Expenses	6,000.00	6,000.00
Printing & Stationery	-	4,720.00
Auditor's remuneration	25,000.00	10,000.00
TOTAL	3,09,240.00	2,94,813.00

S NO.	NAME OF THE RATIO	FORMULA	NUMERATOR		DENOMINATOR		RATIO		% Variance
			31.03.2023	31.03.2022	31.03.2023	31.03.2022	31.03.2023	31.03.2022	
1.	CURRENT RATIO	CURRENT ASSETS / CURRENT LIABILITIES	5729241	6336558	537566	1145263	10.66	5.53	0.93
2.	RETURN ON EQUITY RATIO,	NET INCOME / EQUITY	380	428734	28538628	28861019	0.00	0.01	-1.00
3.	RETURN ON CAPITAL EMPLOYED,	NET PROFIT / CAPITAL EMPLOYED	7370	428734	28538628	28861019	0.00	0.01	-0.98
4.	RETURN ON INVESTMENT.	DIVIDEND / NON CURRENT INVESTMENTS	650500	1004817	17613496	17613496	0.04	0.06	-0.35

NOTES TO FINANCIAL STATEMENTS

16.1 COMMITMENTS AND CONTINGENCIES:

- A) Contingent liabilities (to the extent not provided for) NIL**
- B) Commitments: NIL**
- C) Undrawn Committed borrowing facility:**
- D) Other Litigation: NIL**
- E) Leases: NIL**
- F) Contingent Asset: NIL**

16.2 Classification and Disclosures of Financial assets and Liabilities as per IND AS 107 and 109**RECOGNITION OF FINANCIAL ASSET**

(1) Initial recognition: financial assets are initially measured at fair value. Generally the “traded value” i.e. Cost will be the fair value. In rare case there might be a chance of one day gain where fair value and cost is different.

(2) Subsequent recognition: when we close the books of month end, quarter end or yearend in this case the subsequent measurement will be based on type of Financial Asset

Type-1: amortised cost: - FAs in this category are measured at amortised cost using effective interest rate (IRR). And any transaction cost incurred will be added to FA.

Type-2: FVTOCI: - at every period end the asset will be fair valued and the gain/loss will be transferred to OCI. Any transaction cost will be added to FA.

When such asset will be sold, entire fair value gain/loss accumulated in OCI will be recycled to P&L

a) Remeasurement (gain)/ loss recognised in other comprehensive income

	Year ended March 31, 2023	Year ended March 31, 2022
Remeasurement of (Gain)/Loss		
Opening Balance	16.86	132.14
Unrealized (Gain) /Loss during the year	(4.36)	(115.28)
Closing Balance	12.50	16.86

16.3 Segment Reporting

The Company has one Operating segment as identified by the Chief decision maker of the company in accordance with Ind AS-108, “Operating Segment” (specified under section 133 of the Companies Act, 2013, read with Rule 7 of Companies (Accounts) Rules, 2015). Therefore no additional disclosure is required to be given.

16.4 The related parties as per the terms of Ind AS-24, “Related Party Disclosures”, (specified under section 133 of the Companies Act, 2013, read with Rule 7 of Companies (Accounts) Rules, 2015) are disclosed below:-

- a) Details of Related Parties:

Sr. No	Particulars	Name of Related Parties
1	Enterprises in which directors are interested	1. Technicast Engineers Ltd 2. Bihar Sponge Iron Limited 3. Fountain Tie- Up Private Limited 4. Adinath Textiles Limited
2.	Key Management Personnel	1. Sh. Kirti Kumar Jain (Director and CEO) 2. Mrs. Priya Begana (Independent Director) 3. Sh. Ramesh Chander Juneja (Independent Director) 4. Krishan Sethi (Independent Director) 5. Ravinder Kumar (Independent Director) 6. Mohit Verma (CFO And Company Secretary)

b) Transactions with the Related Parties:
(Rs. in Lacs)

Nature of Transactions during the year	Enterprises in which directors are interested		Key Managerial Personnel	
	2022-2023	2021-2022	2022-2023	2021-2022
Harpreet Kaur (CS)	---	---	0	1.65
Mohit Verma	---	---	2.49	

16.5 Corporate Social Responsibility

The provisions of section 135 of Companies Act, 2013 are not applicable on company. Therefore, no disclosure is required to be made under this clause.

16.6 Fair Value Measurements

Set out below, is the comparison by class of the carrying amounts and fair value of the Company's Financial Instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Financial Instruments by category	Carrying Value (in lacs)		Fair Value (in lacs)	
	As at March 31,2023	As at March 31,2022	As at March 31,2023	As at March 31,2022
Financial Assets at amortized cost				
Other Financial Assets (Non-Current)	188.63	192.99	188.63	192.99
Cash & Cash Equivalents	16.28	22.43	16.28	22.43
Financial Liabilities at amortized cost				
Trade Payables	-	-	-	-

Other Financial Liabilities (current)	5.07	10.08	5.07	10.08
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The fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair value of unquoted instruments, loans from banks and other financial liabilities, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. In addition to being sensitive to a reasonably possible change in the forecast cash flows or the discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the tables below. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

The fair values of the Company's interest-bearing borrowings and loans are determined by using discounted cash flow method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non-performance risk as at 31 March 2022 was assessed to be insignificant.

Long-term receivables/payables are evaluated by the Company based on parameters such as interest rates, risk factors, and individual creditworthiness of the counterparty and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

The significant unobservable inputs used in the fair value measurement categorized within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at 31 March 2023, are as shown below.

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

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

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

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

Quantitative disclosures of fair value measurement hierarchy as on March 31, 2022

	Carrying Value(in lacs)	Fair Value (in lacs)		
	March 31,2023	Level 1	Level 2	Level 3
Financial Assets at amortised cost				
Other Financial Assets (Non-Current)	188.63	-	-	188.63
Cash & Cash Equivalents	16.28	-	-	16.28
Financial Liabilities at amortised cost				
Trade Payables	-	-	-	-

Other Financial Liabilities (Current)	5.07	-	-	5.07
---------------------------------------	------	---	---	------

Quantitative disclosures of fair value measurement hierarchy as on March 31, 2021

	Carrying Value (in lacs)	Fair Value (in lacs)		
	March 31,2022	Level 1	Level 2	Level 3
Financial Assets at amortised cost				
Other Financial Assets (Non-Current)	192.99	-	-	192.99
Cash & Cash Equivalents	22.43	-	-	22.43
Financial Liabilities at amortised cost		-	-	
Trade Payables	-	-	-	-
Other Financial Liabilities (current)	10.08	-	-	10.08

16.6 Earnings per share

(Amount Rs. in lacs)

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
	Basic Earnings per share	
Numerator for earnings per share		
- Profit after taxation	0.0038	3.62
Denominator for earnings per share		
- Weighted number of equity shares outstanding (Nos. in lacs) during the year	10	10
Earnings per share-Basic (one equity share of Rs 10/- each) (Amount in Rs)	0.00038	0.36
Diluted Earnings per share		
Numerator for earnings per share		
- Profit after taxation	0.0038	3.62
Denominator for earnings per share		
- Weighted number of equity shares outstanding (Nos. in lacs) during the year	10	10
Earnings per share-Diluted (one equity share of Rs 10/- each) (Amount in Rs)	0.00038	0.36

16.7 Capital Management

For the purposes of Company's capital management, Capital includes equity attributable to the equity holders of the Company and all other equity reserves. The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and maximize shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders or issue new shares. No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2023.

16.8 In opinion of the Board, all the current assets, loans & advances have the value on realization in the ordinary course of business at least equal to amount at which they are stated.

16.9 ADDITIONAL DISCLOSURES**(i) Details of Benami Property held**

As per information provided by the management the company has no Benami

- property.
- (ii) The Company has no borrowings from banks or financial institutions
- (iii) **Wilful Defaulter**
The company has not been declared wilful defaulter by any bank or financial Institution or other lender.
- (iv) **Relationship with Struck off Companies**
Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956
- (v) **Registration of charges or satisfaction with Registrar of Companies**
The company is not required to create any charges with Registrar of Companies.
- (vi) **Compliance with number of layers of companies**
Provisions of restrictions on number of layers prescribed under clause (87) of section of the Act read with Companies (Restriction on number of Layers) Rules, 2017, are not applicable on the company as the company has no subsidiary.
- (vii) **Compliance with approved Scheme(s) of Arrangements**
The company has never been involved in the Scheme of Arrangements in terms of sections 230 to 237 of the Companies Act, 2013.
- (viii) **Utilisation of Borrowed funds and share premium:**
(a) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) for the benefit of ultimate beneficiary. The company has not provided any guarantee, security or the like to any person or entity
(b) The company has not received any fund from any person(s) or entity (ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise). Further the company has not received any guarantee, security or the like any guarantee, security or the like to any person or entity
- (ix) **Undisclosed income**
The Company has no such transactions unrecorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961
- (x) **Details of Crypto Currency or Virtual Currency**
Where the Company has not traded or invested in Crypto currency or Virtual Currency during the financial year,
- (xi) **Registration of charges or satisfaction with Registrar of Companies**
There are no charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.

16.10 Previous year amounts have been reclassified wherever necessary to confirm with current year presentation.

As per our Separate Report of Even Date
For Vinay & Associates
Chartered Accountants

For And On Behalf Of The Board of Directors of
Shreyans Financial and Capital Services
Limited

(Vinay K. Shrivastav)
Partner
(Memb. No. 082988)
Place: Ludhiana
Date: 25.05.2023

(MOHIT VERMA)
Company
Secretary and
CFO

(KIRTI K. JAIN)
Executive
Director and CEO
DIN: 00932391

(RAVINDER KUMAR)
Director
DIN: 09733167

SHREYANS FINANCIAL & CAPITAL SERVICES LIMITED

Regd. Office: SHREE RISHABH PAPER MILL PERMISES, VILLAGE: BANAH,
NAWANSHAHAR 144 522

Tel.No. 0161-2685271-72, Fax - 0161-2685270, CIN- L65921PB1984PLC005967

Email: sfcs1141@gmail.com

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):
Registered address:
E-mail Id:
Folio No/ Client Id: DP ID:

I/We, being the member(s) ofShares of Shreyans Financial & Capital Services Limited, hereby appoint:

- 1. Name :
- 2. Address :
- 3. E-mail Id :
- 4. Signature :, or failing him

- 1. Name :
- 2. Address :
- 3. E-mail Id :
- 4. Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 38th Annual General meeting of the company, to be held on the 30th day of September, 2023 At 11:00 a.m. at registered office of the company at Shree Rishabh Paper Mill Premises, Village: Banah, Nawanshahar 144 522 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No:

- 1
- 2
- 3

Signed this..... day of 2023

Signature of shareholder
Affix Revenue Stamp

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

**SHREYANS FINANCIAL AND CAPITAL SERVICES LIMITED
ATTENDANCE SLIP**

I here by record my presence at the **38TH ANNUAL GENERAL MEETING** of the Company being held on Friday, the 30th September, 2023 at 11.00 a.m. at the Registered Office of the Company at Shree Rishabh Paper Mill Premises, Village: Banah, Nawanshahar 144 522

.....
Full Name of the Shareholder
(IN BLOCK LETTERS) Signature

Folio No Client ID.

.....
Full Name of Proxy D. P. ID.
(IN BLOCK LETTERS)

NOTE:

- 1. The Proxy Form duly completed must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting.
- 2. A proxy need not be a member.