

OCTAL CREDIT CAPITAL LIMITED



**31ST ANNUAL REPORT
2022-2023**

OCTAL CREDIT CAPITAL LIMITED

CIN : L74140WB1992PLC055931

REGISTERED OFFICE : 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA - 700 071

Ph no. 033-2282-6815/6818/6899, Fax no. 033-2231-4193

Email: octal1@cal2.vsnl.net.in/octalcredit1992@gmail.com Website : www.occl.co.in

Board of Directors

Mr. Dilip Kumar Patni -Director

Mr. Arihant Patni- Whole Time Director

Mr. Kamal Nayan Jain - Non Executive,Promoter Director

Mr. Bijay Kumar Bagri -Non Executive , Independent Director

Mr. Sambhu Nath Jajodia - Non Executive, Independent Director

Mrs. Vandana Patni -Non ExecutivePromoter Director

Chief Financial Officer

Mr. Shyam Arora

Company Secretary

Mrs Sweety Dassani

(Resigned on 03.07.2023)

Audit Committee

Mr. Sambhu Nath Jajodia - Chairman

Mr. Bijay Kumar Bagri

Mr. Dilip Kumar Patni

Nomination and Remuneration Committee

Mr. Sambhu Nath Jajodia- Chairman

Mr. Bijay Kumar Bagri

Mr. Dilip Kumar Patni

Stakeholders Relationship Committee

Mr. Dilip Kumar Patni - Chairman

Mrs. Vandana Patni

Mr. Kamal Nayan Jain

Registered & Corporate Office

16A, Shakespeare Sarani, Unit II,
2nd Floor,Kolkata 700071

Auditors

M/s RANJIT JAIN & CO.

Chartered Accountants

Registrar & Share Transfer Agent

Niche Technologies Private Limited

3A, Auckland Place

7th Floor, Room No. 7A & 7B

Kolkata - 700 017

Bankers

Axis Bank Limited

Punjab National Bank

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Chairman's Statement

Dear Shareholders

The Indian economy remains on track to regain its position as the world's fastest-growing major economy after official estimates by the National Statistical Office (NSO). There was significant improvement in collection efficiency and asset quality, which led to lower provisioning for NPAs, while some NBFCs even wrote back provisioning, showing a K- shaped recovery.

Growth in Challenging Times

At a time when most of our sectoral peers have escaped the brunt of the COVID-induced slowdown due to resurgent domestic economy, Octal Credit Capital Ltd. also stepped up its ante, during these challenging times by swiftly evolving a two-pronged approach which focused on: (i) conservation and prudence; and (ii) initiation of an ambitious business transformation plan.

- We enabled the health and safety of our employees during the raging 2nd and 3rd wave of the pandemic.
- To ensure conservatism in new loan bookings, we analysed and calibrated the risk profiles of each business segments.
- As the subsequent waves started to abate, we accelerated business divisions rapidly by focusing on customers less susceptible to the economic consequences of the pandemic.
- We focused more on investment in securities due to buoyant capital markets; offered secured loan against securities; decided to make prudent investments mainly in special cases involving open offer, buy-back, acquisition, Initial Public Offerings (IPOs), etc.
- With growing competition, we are focusing our energies on what matters the most to the customers, employees and investors with a robust business model that can be value-accretive over the long-term.

Outlook

The NBFCs sector showed a lot of resilience in FY23 and are expected to witness continued growth momentum in the upcoming quarters of FY24. However, the gross NPAs of NBFCs are likely to rise following the RBI's move to tighten the NPA norms with a limited impact for shorter-tenure loans due to revised NPA norms. We expect the NBFCs to report higher growth and profitability on the back of improved margin. .

Conclusion

With a firm belief on our robust business structure, prudent focus and potential of the NBFC segment and its ability to reach out to the underserved sections of the society and utilize every downturn as an opportunity, I take this opportunity to acknowledge and thank our employees for their dedication, commitment and contribution, which have enabled us to achieve the results. I also thank our customers, vendors, bankers, central and state governments and all other stakeholders for their undeterred confidence, trust and support. I thank all our colleagues for their continuous guidance during the year.

Regards,

Dilip Kumar Patni
Chairman

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MANAGEMENT DISCUSSION AND ANALYSIS

GLOBAL ECONOMIC OVERVIEW

It has been three years since the start of the pandemic, and the global economy has been through a series of unexpected and hugely impactful disruptions. Over the past year alone, the global economy has witnessed one of the biggest surges in inflation. The global growth is expected to fall to 2.8% this year from 3.4% in 2022 before edging back up to 3% in 2024 (Source: IMF).

GLOBAL ECONOMIC OUTLOOK

Ongoing inflation and elevated interest rates continue to exert pressure on global economic performance, compounded by a pervasive climate of uncertainty and risk that has given rise to a spectrum of plausible outcomes. Nevertheless, the advanced economies have demonstrated remarkable resilience, while the reopening of China in late 2022 has helped generate positive growth impulses, culminating in a more promising outlook for the global economy.

Despite facing several challenges, the US economy has experienced certain degree of growth momentum well into 2023. Driven by consumer spending, the real GDP growth forecast for the US has undergone an upward revision of 0.9% in 2023 (Source: Euromonitor International). Nevertheless, uncertainties and vulnerabilities are still present, owing to factors like the mounting impact of high-interest rates and prolonged inflation, as well as the turbulence in the US banking sector that began in March 2023. It is anticipated that the eurozone economy will experience a positive upward trend and is projected to expand by 0.5% in the year 2023. This is due to sharply reduced energy prices and considerably higher energy security. Against this backdrop, economic resilience will be supported by strength in the labour market, private consumption and manufacturing. Nonetheless, the escalation of inflation, which excludes food and energy, and the restrictive monetary policy implemented by the European Central Bank to curb surging prices, are likely to weigh on short and medium-term growth prospects. Pent-up demand in China is expected to boost consumption and consequently, stimulate substantial regional growth effects, with tourism and commodities expected to reap benefits. Projections indicate that real GDP growth in the Asia Pacific region will attain 4.6% by 2023 (Source: Euromonitor International), emerging as the highest rate amongst all regions. This growth will be bolstered by China's expansion, which is further expected to generate momentum in the Asian Pacific region, comprising some of the world's top growing emerging economies in 2023, such as India, Indonesia, the Philippines, and Vietnam. While advanced economies' slackening will impede the region's manufacturing and commodity exporters, these nations are still expected to retain significant growth momentum.

INDIAN ECONOMIC OVERVIEW

India will surpass China to become the world's most populous nation during May 2023, according to calculations from the United Nations, in a milestone that is expected to cement its growing image as one of the favourites of the global economy. The countries so-called "demographic dividend," the potential economic growth arising from a large working-age population, represents a major opportunity. Its vast consumer market and pool of affordable labour is also drawing more attention from global brands and trading partners.

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INDIAN ECONOMIC OUTLOOK

Growth in investments will be critical to meet India's rising demand and ensure non-inflationary growth in the long run. Capital investments, at a higher scale by the government and expected fresh ones by the private sector, will drive medium-term growth, while digitalisation and efficiency-enhancing reforms will raise the contribution of productivity. Better physical infrastructure is expected improve connectivity and lower logistics costs for industries, while digital infrastructure will bring efficiency gains by serving as a platform for innovation and efficient payments systems.

India Inc.'s revenue growth is expected to touch double digits in fiscal 2024 despite a global slowdown and interest rate hikes. This will be driven by a 10-12% growth in revenue for the non-commodity sectors, even as commodity prices remaining benign. Importantly, this will follow a 16-18% on-year rise in revenues in fiscal 2023 after the commodity super-cycle boost in fiscal 2022. While government policies is expected to push industrial capex and new-age opportunities, infrastructure spending will drive 12-16% growth in overall capex next fiscal. This is to achieve nearly 75% of the initial targets set under the National Infrastructure Pipeline by fiscal 2025. Overall industrial capex is expected to see rising to nearly Rs. 5.7 lakh crores on average between fiscals 2023 and 2027, compared with Rs. 3.7 lakh crores in the past five fiscals. Nearly half of this incremental capex is expected to being driven by the Production-Linked Incentive (PLI) scheme and new-age sectors. Merchandise exports are also expected to grow a moderate 2-4% in fiscal 2024 after an estimated 5-7% increase in fiscal 2023, with the PLI scheme supporting demand owing to global supply chain diversification and 'friend-shoring' strategies.

Union Budget 2023-24 builds on the vision set out in the previous budgets and provides a blueprint for steering the economy towards a sustained high-growth trajectory.

NBFC INDUSTRY IN INDIA

The world seems to be recovering from the aftermath of the challenges posed in the last few years. Overall despite the challenges, India has emerged as a bright spot in terms of economic growth amidst an outlook of global slowdown. Recently, the World Bank has reported that India is better positioned to navigate global headwinds and handle global spill-overs, as compared to other major emerging economies. The uptick in demand during the festive season is another reason which makes us optimistic. It is heartening to see that the RBI and policymakers recognise the contribution of NBFCs in supporting real economic activity and meeting the credit demand, especially reaching the unbanked. The recent RBI Scale based norms is another welcome step for the industry that will elevate the status of NBFCs in line with several other public sector NBFCs.

There are over 9,000 NBFCs which are currently registered with the RBI, and NBFCs are classified into four layers namely Base Layer (NBFC-BL), Middle Layer (NBFC-ML), Upper Layer (NBFC-UL) and Top Layer (NBFC-TL) based on their size, activity, and perceived riskiness. Recently, sixteen entities have been identified for categorisation as NBFC-UL under the Scale Based Regulation framework. At the end of H1FY23, aggregate credit extended by NBFCs grew by 13.1% and stood at Rs 31.5 lakh crores (Source: Care Ratings). Over the last four and half years, loans to industry lost market share from 40.6% in FY19 to 37.5% in H1FY23 and yet continued to constitute the largest segment, followed by personal loans at 29.5%, services at 14.7% and agriculture at 1.7%. Advances to service and retail segments grew the fastest in H1FY23. Government-owned NBFCs have been ceding ground in the industry segment. According to RBI's Financial Stability Report December 2022, NBFC-UL group recorded higher credit growth (y-o-y) of 17.2% and a better GNPA ratio of 4.2% as of September 2022 than the overall NBFC sector.

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The GNPA ratio declined in September 2022 as it neared the sector's pre-pandemic levels. However, Special mention accounts (SMAs), however, increased from 8.5% per cent of total advances in December 2021 to 10.8% in September 2022. The capital adequacy (CRAR - Capital to Risk (Weighted) Assets Ratio) of NBFCs continued to be robust as of September 2022. The marginal decline was attributed to rising lending activities. The credit outlook is expected to be stable for Banks and NBFCs with scaling up of operations. Macro stress tests indicate that under the baseline scenario, the Gross Non Performing Asset (GNPA) of NBFCs reduces to 5.8%, while under the medium risk and high risk, the GNPA ratio rises to 6.9% and 8%, respectively.

OPPORTUNITIES AND THREATS

Over the years, the NBFC sector has evolved in terms of its size and assumes an important role in the process, as it is a valuable source of financing for many firms, micro and small units as well as individuals/small business owners and facilitating competition amongst the credit providers. Further, niche NBFCs fulfil the unmet and exclusive credit needs of various segments such as infrastructure, factoring/ leasing, operations and technological sophistication. The NBFC sector has also grown significantly and more interconnected with the financial system.

The RBI red-flagged the NBFCs, as it observed that balance sheets of the shadow banks expanded even as their asset quality deteriorated. The balance sheet of NBFCs expanded in 2022-23 but the sectoral asset quality witnessed deterioration, although capital cushions showed an improvement. Whilst contribution of NBFCs towards supporting real economic activity and acting as supplemental channel of credit intermediation alongside the banks is well-recognised, higher risk appetite of the NBFCs has contributed to their size, complexity and interconnectedness, thereby posing potential threat to financial stability of the country. Thus NBFCs need to be mindful of frailty and ensure robust asset-liability management apart from improving the quality of their credit portfolios. The central bank also introduced scale-based regulatory framework for the sector, wherein larger NBFCs will be subject to tighter regulations, given their systemic importance. The current geo-political scenario can also alter the status of domestic NBFC sector. The Russia-Ukraine war and associated sanctions/disruptions are leading to a stressful macro situation for NBFCs in India. Inflation, which is already high, is likely to spurt due to supply chain issues across sectors and high energy prices.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS

The company is committed to help its people to gain varied experiences, accomplish challenging assignments, learn continuously and build their career. Our endeavour has been to create home-grown leaders who focus on its customer's needs aligned to its core values and operate with an ethical governance mind-set. Integral to the company's approach to human resource development is its focus on developing and nurturing distributed leadership so that each business of the company is managed by competent, passionate and inspiring leaders, who are capable of building a future-ready organization through continuous learning, innovation and execution. The key aspects of our HR practice include recruitment, training and development and compensation.

INFORMATION TECHNOLOGY AND SYSTEMS

The company's constant drive for growth leads to strengthening of its information technology too. All the systems of the company are connected by integrated tailor-made software. It also has a well-developed MIS and accounting system and database to manage the information related to the borrowers.

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CAUTIONARY STATEMENT

This statement made in this section describes the company's objectives, projections, expectation and estimations, which may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Forward- looking statements are based on certain assumptions and expectations of future events. The company cannot guarantee that these assumptions and expectations are accurate or will be realised by the company. Actual result could differ materially from those expressed in the statement or implied due to influence of external factors, which are beyond the control of the company. The company assumes no responsibility to publicly amend, modify or revise any forward-looking statements on the basis of any subsequent developments.

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DIRECTOR'S REPORT

To The Members Of,
OCTAL CREDIT CAPITAL LIMITED

Your Director have pleasure in presenting the 31st Annual Report of the Company together with Audited Statements of Accounts for the year ended 31st March 2023.

STANDALONE & CONSOLIDATED FINANCIAL STATEMENT:

| Particulars | STANDALONE | | CONSOLIDATED | |
|--|-----------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|
| | For the Year Ended March 31, 2023 | For the Year Ended March 31, 2022 | For the Year Ended March 31, 2023 | For the Year Ended March 31, 2022 |
| Revenue from Operation | 110.51 | 18.96 | 110.51 | 18.96 |
| Other Income | 0.19 | 0.02 | 0.19 | 0.02 |
| Total Income | 110.70 | 18.98 | 110.70 | 18.98 |
| Total Expenses | 157.34 | -29.06 | 157.34 | -29.06 |
| Exceptional Item | -- | -- | -- | -- |
| Profit/(Loss) Before Tax | -46.64 | 48.04 | -46.64 | 48.04 |
| Provision for Taxation | -- | 0.00 | -- | 0.00 |
| Deferred Tax Asset/(Liability) | 16.79 | 17.19 | 16.79 | 17.19 |
| Income Tax For Earlier Year | 0.07 | -- | 0.07 | -- |
| Profit/(Loss) After Tax | -29.78 | 30.86 | -29.78 | 30.86 |
| Add: Share of Profit in Associates | -- | -- | -17.09 | 217.97 |
| Profit/(Loss) For the Period | -29.78 | 30.86 | -46.87 | 248.83 |
| Other Comprehensive Income | -7.28 | 21.86 | -3.37 | (28.01) |
| Total Comprehensive Income for the Period | -37.06 | 52.71 | -50.24 | 220.82 |

CHANGE IN NATURE OF BUSINESS:

There has been no change in nature of business of the company during the F.Y. 2022-2023.

MATERIAL CHANGES AND COMMITMENTS:

There has been no material changes and commitments, affecting the Financial Position of the Company, which have occurred between the End of Financial Year of the Company to which the Financial Statements relate and the date of the report.

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DIVIDEND:

Due to Losses during the year under review The Board has decided not to recommend any dividend for the year ended 31st March 2023.

TRANSFER TO RESERVE:

The Company has not transferred any amount to statutory reserve under section 45 IC of RBI Act 1934 due to losses in the financial year 2022-2023.

CHANGES IN SHARE CAPITAL:

The paid up Equity Share Capital as on 31st March, 2023 stood at ₹ 500.09 Crore. During the year under review, the Company has not issued any shares with differential voting rights, sweat equity shares nor granted any stock options. The company neither came out with rights, bonus, private placement and preferential issue.

OPERATIONS & FUTURE OUTLOOK:

The Company will look to extend to adjacent business spaces without compromising the integrity of the loan book. We believe that the market for this is large and relatively underpenetrated.

Given the potential in the business, we believe that we should be able to more than double revenues during the current financial year and double that again in 2024-25. The next two years are expected to generate sizeable growth, enhancing value for our customers while improving our visibility and profitability.

According to RBI one of the main reasons for tighter regulation is to reduce the systematic risk they pose to the financial system since they borrow heavily from banks. Prima facie it may appear that these reforms will affect the productivity of the NBFCs; however, with time they are more likely to improve NBFCs capacity to endure asset quality shocks and also deal with systemic risks. Moreover, increase in disclosure requirements and corporate governance norms will have a three-fold effect. It will enhance transparency and increase the responsibility of the management and further supplement investor awareness.

INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has policy for Internal Financial Control System, commensurate with the size, scale and complexity of its operations. Detailed procedural manuals are in place to ensure that all the assets are safeguarded, protected against loss and all transactions are authorized, recorded and reported correctly. The scope and authority of the Internal Audit (IA) function is defined in the internal financial control policy. The Internal Auditor monitors and evaluates the efficiency and adequacy of Internal Financial control system in the Company, its compliance with operating systems, accounting procedures and policies. To maintain its objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee of the

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Board, the internal audit report on quarterly basis and some are reviewed by the committee. The observation and comments of the Audit Committee are placed before the board.

DIRECTORS & KEY MANAGERIAL PERSON:

Key Managerial Personnel

Mr. Arihant Patni- Whole Time Director

Mr. Shyam Arora - Chief Financial Officer

Miss Sweety Dassani - Company Secretary

Non-Executive, Non Independent Directors

Mr. Dilip Kumar Patni

Mr. Kamal Nayan Jain

Mrs. Vandana Patni

Non-Executive, Independent Directors

Mr. Sambhu Nath Jajodia

Mr. Bijay Bagri

Appointment and Resignation:

In accordance with the provisions of the section 152 of Companies Act, 2013 and in terms of the Memorandum and Articles of Association of the Company, Mr. Dilip Kumar Patni (DIN 01069986) (Non-Executive, Non Independent Directors), who retires by rotation and, being eligible, offers himself for reappointment at the ensuing Annual General Meeting of the company.

A brief resume of the Directors proposed to be re-appointed along with additional information is provided in the notice of Annual General Meeting.

INDEPENDENT DIRECTORS

Your Company has received declaration from Independent Directors that they meet the criteria of Independence as laid down in Section 149(6) of the Companies Act, 2013 read with Regulations 16(1)(b) and 25(8) of the Listing Regulations and there is no change in their status of Independence and have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his/her ability to discharge his/her duties with an objective independent judgment and without any external influence. All requisite declarations were placed before the Board. Your company has also received declaration from Independent Directors that they have affirmed compliance with the Code for Independent Directors as prescribed in Schedule IV to the Companies Act, 2013 and also with the Company's Code of Conduct applicable to all the Board Members and Senior Management Personnel of the Company for the financial year ended 31st March 2023. Your Company has noted that all the Independent Directors of the Company have registered themselves with IICA in terms of Section 150 of the Act read with the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended

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thereof. Further, Board of Directors confirms that all the Independent Directors meet the criteria of proficiency in terms of Rule 8 of the Companies (Accounts) Rules, 2014 (as amended) read with Section 150 of Companies Act 2013 and Rules thereon.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience, integrity and expertise in the fields of finance, taxation, advisory, corporate law, and so on.

MEETINGS OF THE BOARD:

The company has duly complied with section 173 of the Companies' Act 2013. During the year under review, 7 (Seven) board meetings were convened and held. The date on which meeting were held are as follows :

11.04.2022, 30.05.2022, 13.08.2022, 03.09.2022, 26.09.2022, 12.11.2022 and 14.02.2023.

The maximum interval between any two meetings did not exceed 120 days.

FORMAL ANNUAL EVALUATION& INDEPENDENT DIRECTORS MEETING:

During the year, the Board has carried out the annual evaluation of its own performance as well as the evaluation of the working of its Committees and individual Directors. This exercise was carried out through a structured questionnaire prepared separately for Board, Committee and individual Directors on the basis of the various parameters.

Separate exercise was carried out to evaluate the performance of Whole Time Director on basis of the parameters such as contribution, independent judgment, effective leadership to the Board, safeguarding of minority shareholders interest etc. Based on set parameters, the performance of the Board, various Board Committees vi z. Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee and Independent Directors was carried out and evaluated to be satisfactory.

During the year under review, the Independent Directors of your Company carried out the performance evaluation of Non- Independent Directors and Chairperson at a separate meeting of Independent Director held on 26.09.2022. The Directors were satisfied with the Evaluation Results,

MANAGERIAL REMUNERATION:

The statement containing the disclosure as required in accordance with the provisions of Section 197(12) of the Companies Act 2013 read with rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure I**. and forms a part of the Board Report. Further, none of the employees of the Company are in receipt of remuneration

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exceeding the limit prescribed under rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 so statement pursuant to Section 197(12) of the Companies Act 2013 read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not required to be included.

DETAILS OF SUBSIDIARY / JOINT VENTURES / ASSOCIATE COMPANIES:

Your Company has no Subsidiary Company. Details of Associate Companies during the year under review is annexed as Annexure II (i.e. in Form AOC - I) and forms part of the Board Report.

AUDITORS & AUDITORS REPORT:

STATUTORY AUDITOR:

The Shareholders at their Annual General meeting held on 26.09.2022 appointed Ms. Ranjit Jain & Co. Chartered Accountant (FRN 322505E), as statutory auditors of the company to continue as such until the conclusion of the Annual General Meeting to be held in 2024 at a remuneration to be decided by the Board of Directors in consultation with the said auditors.

Pursuant to Section 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Ms. Ranjit Jain & Co. Chartered Accountant (FRN 322505E), have represented that they are not disqualified and continue to be eligible to act as the Auditor of the Company. Ms. Ranjit Jain & Co. Chartered Accountant (FRN 322505E) have also confirmed that they have been subjected to the peer review process of the Institute of Chartered Accountants of India (ICAI) and holds a valid certificate issued by the Peer Review Board of ICAI as required under Regulation 33(1)(d) of the Listing Regulations.

SECRETARIAL AUDITOR: Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mrs. Dipika Jain, Company Secretary in Practice to undertake the Secretarial Audit of the Company for the FY 2022-2023. The Report of the Secretarial Audit Report is annexed herewith as **Annexure III**.

INTERNAL AUDITOR: Pursuant to the provisions of Section 138 of the Companies Act, 2013 and The Companies (Accounts) Rules, 2014 the Company M/s. Amresh Jain & Co., were appointed to undertake the Internal Audit of the Company for 2 years i.e for the F.Y. 2022-23 & 2023-24. There stood no adverse finding & reporting by the Internal Auditor in the Internal Audit Report for the year ended 31st March 2023.

AUDITOR REPORTS There are no qualifications, reservation or adverse remarks made by M/s. Ranjit Jain & Co., Chartered Accountants, Kolkata, (Firm Registration No.:322505E), the statutory Auditor, in their report.

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The statutory Auditor have not reported any incident of fraud to the Audit committee of the company in the year under review.

COMMITTEES:

i) AUDIT COMMITTEE:

The Audit Committee of the Board of Directors oversees the Financial Statements and Financial Reporting before submission to the Board. The Audit Committee is responsible for the recommendation of the appointment, remuneration, performance and oversight of the work of the Internal and Statutory Auditors. It reviews the Reports of the Internal Auditors and Statutory Auditors. The Senior Management Personnel are invited to the meetings of the Audit Committee, along with the Head of Internal Audit. At present, there are three Members of the Audit Committee. The composition of the Audit Committee is given below:

| S.No. | Name of Member | Category |
|-------|-------------------------|---------------------------------------|
| 1 | Mr. Sambhu Nath Jajodia | Chairman - Independent, Non Executive |
| 2 | Mr. Bijay Bagri | Independent , Non Executive |
| 3 | Mr. Dilip Kumar Patni | Non Independent, Non - Executive |

ii) NOMINATION AND REMUNERATION COMMITTEE:

The committee's constitution and terms of reference are in compliance with provisions of section 178 of Companies Act 2013 read with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The functions of this Committee include identification of persons who are qualified to become Directors and who may be appointed as Senior Management, formulation of criteria for determining qualifications, positive attributes, independence, recommendations of their appointments to the Board, evaluation of every Director's performance, formulation of Remuneration Policy to include recommendation of remuneration for Directors, Key Managerial Personnel and Senior Management.

At present, there are Three Members of the Nomination and Remuneration Committee, in which Two are Independent Directors.

The composition of the Nomination And Remuneration Committee is given below:

| S.No. | Name of Member | Category |
|-------|-------------------------|---------------------------------------|
| 1 | Mr. Sambhu Nath Jajodia | Chairman - Independent, Non Executive |
| 2 | Mr. Bijay Bagri | Independent , Non Executive |
| 3 | Mr. Dilip Kumar Patni | Non Independent, Non - Executive |

OCTAL CREDIT CAPITAL LIMITED

CIN : L74140WB1992PLC055931

REGISTERED OFFICE : 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA - 700 071

Ph no. 033-2282-6815/6818/6899, Fax no. 033-2231-4193

Email: octal1@cal2.vsnl.net.in/octalcredit1992@gmail.com Website : www.occl.co.in

iii) STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee is responsible to Consider & Resolve the Grievances of Security holders including complaints related to transfer of shares, non receipt of balance sheet, non receipt of declared dividends, Transfer & transmission of shares, Issue of duplicate shares, Exchange of new design share certificates, Recording dematerialization & rematerialization of shares & related matters.

The composition of the Stakeholders Relationship Committee is given below:

| S.No. | Name of Member | Category |
|-------|-----------------------|----------------------------|
| 1 | Mr. Dilip Kumar Patni | Chairman - Non-Independent |
| 2 | Mr. Kamal Nayan Jain | Non-Independent |
| 3 | Mrs. Vandana Patni | Non-Independent |

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

Your Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. The company has adopted a Whistle Blower policy to establish a vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Codes of conduct or ethics policy. The said policy is hosted on the website of the company (www.occl.co.in)

RISK MANAGEMENT POLICY:

Pursuant to section 134(n) of Companies Act 2013 and revised clause 49 of Listing Agreement, your company has a robust Risk management framework to identify, evaluate business risk and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the competitive advantage. The framework has different risk models which help in identifying risk trends, exposure and potential impact analysis at a company level. The said policy is hosted on the website of the company (www.occl.co.in)

CORPORATE SOCIAL RESPONSIBILITY:

The Company had not taken any initiatives on the activities of Corporate Social Responsibilities as the provisions relating to the same are not applicable to the Company.

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EXTRACT OF ANNUAL RETURN:

Companies Act, 2013 makes mandatory for every company to prepare an extract in the format prescribed MGT 9. The details forming part of the extract of Annual Return as on 31st March 2023 is annexed herewith as **Annexure IV**.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE:

There are no significant material orders passed by the Regulators / Courts/Tribunals which would impact the going concern status of the Company and its future operations.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 :

Your Company being the Non-Banking Financial Company having the principal business of providing loans, is exempted from the provisions of Section 186 of the Companies Act, 2013 to the extent of providing loans, giving guarantee and providing security in connection with loan. However, the details of investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in notes to the financial statement.

DEPOSITS:

Your company is non deposit taking NBFC registered with RBI, thus the said clause is not applicable and the company does not accept any deposit. The Board of Directors has duly passed a resolution in their meeting giving effect to the aforesaid statement.

CONTRACTS/ TRANSACTIONS / ARRANGEMENTS WITH RELATED PARTIES:

All contracts/ arrangements/transactions with related parties entered by the company during the financial year were on an arm's length basis and were in the ordinary course of business and the provisions of section 188 of the Companies Act 2013 are not attracted and thus disclosure about details of contracts or arrangements or transactions with related parties referred to in section 188(1) in Form AOC-2 is not required. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or their relatives or other designated persons which could have a potential conflict with the interest of the Company at large.

All Related Party Transactions are periodically placed before the Audit Committee as also the Board for approval. During the year under review the company has not taken any omnibus approval from Audit committee. A Related Party policy has been devised by the board of Directors for determining the materiality of transactions with related parties and dealing with them. Further your directors draw your kind attention of the members to Notes to the financial statements which sets out related party transactions.

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CORPORATE GOVERNANCE REPORT:

As per Regulation 15 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Corporate Governance provisions specified in regulations 17, 18, 19, 20, 21,22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C , D and E of Schedule V shall not apply, in respect of (a) a listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year. As our company falls under above mentioned exception hence compliance with Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to us. Therefore Corporate Governance Report for the year ended 31.03.2023 is not prepared.

DISCLOSURES ON POLICY AGAINST SEXUAL AND WORKPLACE HARASSMENT :

The Company believes that it is the responsibility of the organisation to provide an environment to its employee which is free of discrimination, intimidation and abuse and also to protect the integrity and dignity of its employees and also to avoid conflicts and disruptions in the work environment. Further there stood no cases filed during the year under review.

COMPLIANCE WITH SECRETARIAL STANDARDS OF ICSI

The Board of Directors affirms that the Company has duly complied with the applicable Secretarial standards (SS) relating to Meetings of the Board (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India which have mandatory application during the year under review.

DISCLOSURES PERTAINING TO MAINTENANCE OF COST RECORDS PURSUANT TO SECTION 148(1) OF THE COMPANIES ACT, 2013

The Company is not required to maintain cost records as specified u/s 148(1) of the Companies Act, 2013 read with the applicable rules thereon for the FY 2022-2023. Hence the said clause is not applicable to the Company with respect to its' nature of business.

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

Since the Company does not own any manufacturing facility, the requirements pertaining to disclosure of particulars relating to conservation of energy, technology absorption and foreign exchanges earning and outgo, as prescribed under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, are not applicable.

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

During the financial year under review, the company has not taken from any Bank and further there stood no instance of onetime settlement with any Financial Institution.

OCTAL CREDIT CAPITAL LIMITED

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DIRECTORS RESPONSIBILITY STATEMENT:

Your Directors to the best of their knowledge and belief and according to the information and explanation obtained by them, make the following statement in terms of clause (c) of sub-section (3) of section 134 of Companies Act 2013 that – **OCTAL CREDIT CAPITAL LIMITED** Annual Report 2022-2023

- a) In the preparation of the annual accounts for the Financial year ended on 31st March 2023, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March 2023 and of the Losses 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 Companies Act 2013 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;
- e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

ACKNOWLEDGEMENTS:

Your Directors take the opportunity to thanks the Regulators, Organizations and Agencies for the continued help and co-operation extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. customers, members, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

On Behalf of the Board of Directors

Place: Kolkata

Date : 29th Day of May, 2023

D. K. Patni

Chairman

OCTAL CREDIT CAPITAL LIMITED

Annexure I to the Boards Report

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary during the financial year 2022-23, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

| Name of the Directors / KMPs | Designation | Remuneration of Director/KMP for financial year 2022-23 (in Rs.) | % increase in Remuneration in the Financial Year 2022-23 compared to 2021-2022 | Ratio of remuneration of each Director to median ** remuneration of employees (in times) | Comparison of the Remuneration of the KMP against the performance of the Company |
|------------------------------|-------------------------|--|--|--|--|
| Mr. Arihant Patni | Whole Time Director | 2.40 Lacs | -- | 0.97 | # |
| Mrs Sweety Dassani | Company Secretary | 2.60 Lacs | N.A. | Not Applicable | |
| Mr. Shyam Arora | Chief Financial Officer | 2.34 Lacs | 9.50% | Not Applicable | |

**Calculation of median is taken on the figures as at the end of Financial Year.

Negative EBITDA, hence NA.

- (ii) The Median Remuneration of Employees as on March 31, 2023 was Rs. 2.48 Lacs. The percentage increase in the median remuneration of employees was 0% during the financial year.
- (iii) There were 4 (Four) permanent employees (including Whole Time Director, CFO & Company Secretary) on the rolls of Company as on March 31, 2023;
- (iv) Comparison of Remuneration of the Key Managerial Personnel(s) against the performance of the Company: The total remuneration of Key Managerial Personnel increased by 0%
- (v) Variations in the market capitalization of the Company: The market capitalization as on March 31, 2023 was Rs 10.25 crore (Rs. 2.34 crore as on 31.03.2022).

Price Earnings ratio of the Company : NA (Negative) as at March 31, 2023 (NA- Negative) as at March 31, 2022) Percent increase over/ decrease in the market quotations of the shares of the company as compared to the rate at which the company came out with the last public offer in the year- The company came out with IPO in the year 1996 at the face value and the price of the shares as on 31st March 2023 stands to Rs 20.50 . Further the Company had not come out with any public offerings during the financial year March 31, 2023.

OCTAL CREDIT CAPITAL LIMITED

- (vi) Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2022-2023 was 5% whereas the average percentage increase made in the salaries of KMP was Nil. Further there was no exceptional increase in the salary during the Financial Year ended 31.03.2023 as compared above.
- (vii) Key parameters for any variable component of remuneration availed by the directors: Not Applicable
- (viii) Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: Not Applicable.
- (ix) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

OCTAL CREDIT CAPITAL LIMITED

Annexure II to the Boards Report

Form AOC- I

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

Statement containing salient features of the financial statements of subsidiaries/associates companies/joint ventures

Part A: Subsidiaries

Your Company has no Subsidiary Company during the year under review.

Part B: Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies & Joint Ventures:

| | |
|---|---|
| Name of Associates | New View Consultants Private Limited |
| 1. Latest Audited Balance Sheet Date | As at 31 st March 2023 |
| 2. Shares of Associate held by the company as on 31.03.2023 | 5,58,000 |
| Amount Of Investment in Associates | 11.16 Lacs |
| Extend of Holding % | 22.74% |
| 3. Description of how there is significant influence | Shareholding |
| 4. Reason why the Associate is not consolidated | Consolidated |
| 5. Net worth attributable to Shareholding as per latest audited Balance sheet | Rs. 737.75 Lacs |
| 6. Profit/Loss for the year | |
| i. Considered in Consolidation | Rs -17.09 Lacs |
| ii. Not Considered in Consolidation. | -- |

Note: i) Your Company has no Joint Venture(s) during the year under review.

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,
Octal Credit Capital Limited
16A, Shakespeare Sarani, Unit II, 2nd Floor
Kolkata-700071

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Octal Credit Capital 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 Octal Credit Capital Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 generally complied with the statutory provisions listed hereunder and also the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Octal Credit Capital 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 thereunder;
- 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 thereunder;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the Company during the Audit Period).

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;
- d) * The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- e) *The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- 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 clients;
- g) *The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- h) *The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- i) *The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

* No event took place under these regulations during the audit period.

- vi) Reserve Bank of India Act 1934 and various directions issued by Reserve Bank of India, so far as applicable to Non-Banking Financial Companies.

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

- i) Secretarial Standards on the Meetings of the Board of Directors, Committees and General Meetings issued by The Institute of Company Secretaries of India, with which the Company has generally complied with.
- ii) The Listing Agreements entered into by the Company with CSE and BSE.
- iii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in composition of the Board of Directors during the year.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and

for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

I further report that there are adequate systems and process in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the Audit period that there were no specific events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, regulations, guidelines, standards etc referred to above.

Place: Kolkata

Signature:

Dated: 15th May, 2023

Name of the Company: DIPIKA JAIN

Secretary in Practice

ACS No : 50343

C.P.No : 18466

UDIN : A050343E000304740

P.R. No. : 1935/2022

Note;

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

DIPIKA JAIN
COMPANY SECRETARY

51, NALINI SETT ROAD
5TH FLOOR, ROOM NO 19
KOLKATA - 700 007
TEL NO: 2259-7715/6
Email id: csjaindipika@gmail.com

‘Annexure A’

To,
The Members,
Octal Credit Capital Limited
16A, Shakespeare Sarani, Unit II, 2nd Floor
Kolkata-700071

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 be express on opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, we followed provide a reasonable basis of 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 happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Signature

Dipika Jain
Practicing Company Secretary
ACS No- 50343
Certificate of Practice Number- 18466
P.R. No. : 1935/2022

Dated: 15th May, 2023

Place: Kolkata

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2023

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

| I. REGISTRATION & OTHER DETAILS: | | |
|----------------------------------|--|---|
| 1 | CIN | L74140WB1992PLC055931 |
| 2 | Registration Date | July 13, 1992 |
| 3 | Name of the Company | Octal Credit Capital Limited |
| 4 | Category/Sub-category of the Company | Public Company - Limited by Shares |
| 5 | Address of the Registered office & contact details | 16A, Shakespeare Sarani, Unit-II, 2nd Floor, Kolkata 700 071 Tel : 91 33 2282 6899/6818/6815 Fax : 91 33 2231 4193 email : octalcredit1992@gmail.com website : www.occl.co.in |
| 6 | Whether listed company | Yes |
| 7 | Name, Address & contact details of the Registrar & Transfer Agent, if any. | Niche Technologies Private Limited 3A, Auckland Place, 7th Floor, Room No. 7A & 7B Kolkata - 700 017 |

| II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY | | | |
|--|--|---------------------------------|------------------------------------|
| (All the business activities contributing 10 % or more of the total turnover of the company shall be stated) | | | |
| S. No. | Name and Description of main products / services | NIC Code of the Product/service | % to total turnover of the company |
| 1 | Trading of Shares & Securities | 6499 | 19.33 |
| 2 | Lending Activity | 6492 | 80.67 |

| III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES | | | | | |
|---|--------------------------------------|-----------------------|--------------------------------|------------------|--------------------|
| SN | Name and address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
| 1 | New View Consultants Private Limited | U74140WB1992PTC056948 | Associate | 22.74% | 2(6) |

| IV. SHARE HOLDING PATTERN | | | | | | | | | | |
|--|--|----------|------------------|-------------------|--|----------|------------------|-------------------|--------------------------|--|
| (Equity share capital breakup as percentage of total equity) | | | | | | | | | | |
| (i) Category-wise Share Holding | | | | | | | | | | |
| Category of Shareholders | No. of Shares held at the end of the year [As on 31-March-2022] | | | | No. of Shares held at the end of the year [As on 31-March-2021] | | | | % Change during the year | |
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | | |
| A. Promoters | | | | | | | | | | |
| (1) Indian | | | | | | | | | | |
| a) Individual/ HUF | 4,02,300 | - | 4,02,300 | 8.04% | 4,02,300 | - | 4,02,300 | 8.04% | 0.00% | |
| b) Central Govt | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| c) State Govt(s) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| d) Bodies Corp. | 9,39,800 | - | 9,39,800 | 18.79% | 9,39,800 | - | 9,39,800 | 18.79% | 0.00% | |
| e) Banks / FI | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| f) Any other | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| Sub Total (A) (1) | 13,42,100 | - | 13,42,100 | 26.84% | 13,42,100 | - | 13,42,100 | 26.84% | 0.00% | |
| (2) Foreign | | | | | | | | | | |
| a) NRI Individuals | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| b) Other Individuals | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| c) Bodies Corp. | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| d) Any other | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| Sub Total (A) (2) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| TOTAL (A) | 13,42,100 | - | 13,42,100 | 26.84% | 13,42,100 | - | 13,42,100 | 26.84% | 0.00% | |
| B. Public Shareholding | | | | | | | | | | |
| 1. Institutions | | | | | | | | | | |
| a) Mutual Funds | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| b) Banks / FI | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |
| c) Central Govt | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% | |

OCTAL CREDIT CAPITAL LIMITED

| | | | | | | | | | |
|--|------------------|-----------------|------------------|----------------|------------------|-----------------|------------------|----------------|--------------|
| d) State Govt(s) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| e) Venture Capital Funds | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| f) Insurance Companies | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| g) FIIs | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| h) Foreign Venture Capital Funds | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| i) Others (specify) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Sub-total (B)(1):- | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| 2. Non-Institutions | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | 1521423 | 0 | 15,21,423 | 30.42% | 1531925 | 0 | 15,31,925 | 30.63% | 0.21% |
| ii) Overseas | | | - | 0.00% | | | - | 0.00% | 0.00% |
| b) Individuals | | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 213241 | 92525 | 3,05,766 | 6.11% | 243355 | 91025 | 3,34,380 | 6.69% | 0.57% |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 1780528 | 49600 | 18,30,128 | 36.60% | 1742392 | 49600 | 17,91,992 | 35.83% | -0.76% |
| c) Others (specify) | - | - | - | - | - | - | - | - | - |
| Non Resident Indians | 1,015.00 | - | 1,015 | 0.02% | 501 | - | 501 | 0.01% | -50.64% |
| Overseas Corporate Bodies | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Foreign Nationals | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Clearing Members | 468 | - | 468 | 0.01% | 2 | - | 2 | 0.00% | -0.01% |
| Trusts | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Foreign Bodies - D R | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Sub-total (B)(2):- | 35,16,675 | 1,42,125 | 36,58,800 | 73.16% | 35,18,175 | 1,40,625 | 36,58,800 | 73.16% | 0.00% |
| Total Public (B) | 35,16,675 | 1,42,125 | 36,58,800 | 73.16% | 35,18,175 | 1,40,625 | 36,58,800 | 73.16% | 0.00% |
| C. Shares held by Custodian for GDRs & ADRs | | | | 0.00% | | | | 0.00% | 0.00% |
| Grand Total (A+B+C) | 48,58,775 | 1,42,125 | 50,00,900 | 100.00% | 48,60,275 | 1,40,625 | 50,00,900 | 100.00% | 0.00% |

(ii) Shareholding of Promoter

| SN | Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in shareholding during the year |
|----|---------------------------------------|---|----------------------------------|---|-------------------------------------|----------------------------------|--|--|
| | | No. of Shares | % of total Shares of the company | % of Shares Pledged/ encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | |
| 1 | ARUNA PATNI | 20000 | 0.400 | 0.000 | 20000 | 0.400 | 0.000 | 0.000 |
| 2 | BIMAL KUMAR PATNI | 10000 | 0.200 | 0.000 | 10000 | 0.200 | 0.000 | 0.000 |
| 3 | BIMALA DEVI JAIN | 10000 | 0.200 | 0.000 | 10000 | 0.200 | 0.000 | 0.000 |
| 4 | DHANRAJ PATNI | 70000 | 1.400 | 0.000 | 70000 | 1.400 | 0.000 | 0.000 |
| 5 | DILIP KUMAR PATNI | 16000 | 0.320 | 0.000 | 16000 | 0.320 | 0.000 | 0.000 |
| 6 | G. G. RESOURCES PVT. LTD. | 10000 | 0.200 | 0.000 | 10000 | 0.200 | 0.000 | 0.000 |
| 7 | KAMAL NAYAN JAIN | 11000 | 0.220 | 0.000 | 11000 | 0.220 | 0.000 | 0.000 |
| 8 | MAHENDRA KUMAR PATNI | 45300 | 0.906 | 0.000 | 45300 | 0.906 | 0.000 | 0.000 |
| 9 | MEENA DEVI JAIN | 10000 | 0.200 | 0.000 | 10000 | 0.200 | 0.000 | 0.000 |
| 10 | NEELAM JAIN | 10000 | 0.200 | 0.000 | 10000 | 0.200 | 0.000 | 0.000 |
| 11 | OCTAL SECURITIES & SERVICES PVT. LTD. | 105000 | 2.100 | 0.000 | 105000 | 2.100 | 0.000 | 0.000 |
| 12 | PATNI RESOURCES PVT. LTD. | 824800 | 16.493 | 0.000 | 824800 | 16.493 | 0.000 | 0.000 |
| 13 | SANDEEP JAIN (PATNI) | 10000 | 0.200 | 0.000 | 10000 | 0.200 | 0.000 | 0.000 |
| 14 | SHREE CHAND SARAOGI | 40000 | 0.800 | 0.000 | 40000 | 0.800 | 0.000 | 0.000 |
| 15 | SRISHTI PATNI | 140000 | 2.799 | 0.000 | 140000 | 2.799 | 0.000 | 0.000 |
| 16 | VIJAY KUMAR PATNI | 10000 | 0.200 | 0.000 | 10000 | 0.200 | 0.000 | 0.000 |
| | | 13,42,100 | 26.84 | - | 13,42,100 | 26.84 | - | - |

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

| Sl No. | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--------|-----------------------------------|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1 | ARUNA PATNI | | | | |
| | a) At the Beginning of the Year | 20000 | 0.400 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 20000 | 0.400 |
| 2 | BIMAL KUMAR PATNI | | | | |
| | a) At the Beginning of the Year | 10000 | 0.200 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 10000 | 0.200 |
| 3 | BIMALA DEVI JAIN | | | | |
| | a) At the Beginning of the Year | 10000 | 0.200 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 10000 | 0.200 |
| 4 | DHANRAJ PATNI | | | | |
| | a) At the Beginning of the Year | 70000 | 1.400 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 70000 | 1.400 |
| 5 | DILIP KUMAR PATNI | | | | |
| | a) At the Beginning of the Year | 16000 | 0.320 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 16000 | 0.320 |
| 6 | G. G. RESOURCES PVT. LTD. | | | | |
| | a) At the Beginning of the Year | 10000 | 0.200 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 10000 | 0.200 |
| 7 | KAMAL NAYAN JAIN | | | | |
| | a) At the Beginning of the Year | 11000 | 0.220 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 11000 | 0.220 |
| 8 | MAHENDRA KUMAR PATNI | | | | |
| | a) At the Beginning of the Year | 45300 | 0.906 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 45300 | 0.906 |
| 9 | MEENA DEVI JAIN | | | | |
| | a) At the Beginning of the Year | 10000 | 0.200 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 10000 | 0.200 |

| Sl No. | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--------|---|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 10 | NEELAM JAIN | | | | |
| | a) At the Beginning of the Year | 10000 | 0.200 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 10000 | 0.200 |
| 11 | OCTAL SECURITIES AND SERVICES PVT. LTD. | | | | |
| | a) At the Beginning of the Year | 105000 | 2.100 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 105000 | 2.100 |
| 12 | PATNI RESOURCES PVT. LTD. | | | | |
| | a) At the Beginning of the Year | 824800 | 16.493 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 824800 | 16.493 |
| 13 | SANDEEP JAIN (PATNI) | | | | |
| | a) At the Beginning of the Year | 10000 | 0.200 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 10000 | 0.200 |
| 14 | SHREE CHAND SARAOGI | | | | |
| | a) At the Beginning of the Year | 40000 | 0.800 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 40000 | 0.800 |
| 15 | SRISHTI PATNI | | | | |
| | a) At the Beginning of the Year | 140000 | 2.799 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 140000 | 2.799 |
| 16 | VIJAY KUMAR PATNI | | | | |
| | a) At the Beginning of the Year | 10000 | 0.200 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 10000 | 0.200 |
| | TOTAL | 1342100 | 26.837 | 1342100 | 26.837 |

(iv) Shareholding Pattern of top ten Shareholders*(Other than Directors, Promoters and Holders of GDRs and ADRs):*

| Sl. No. | For Each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Cumulative Shareholding during the | |
|---------|--|---|----------------------------------|------------------------------------|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1 | DARKIN VINCOM PRIVATE LIMITED | | | | |
| | a) At the Beginning of the Year | 203850 | 4.076 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 203850 | 4.076 |
| 2 | HI - PRINT ELECTROMACK PRIVATE LIMITED | | | | |
| | a) At the Beginning of the Year | 162330 | 3.246 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 162330 | 3.246 |
| 3 | KARISHMA RAJGARIA | | | | |
| | a) At the Beginning of the Year | 150000 | 2.999 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 150000 | 2.999 |
| 4 | KHINWRAJ MANGILAL PANDYA (KARTA OF HUF) | | | | |
| | a) At the Beginning of the Year | 153300 | 3.065 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 153300 | 3.065 |
| 5 | NEWVIEW CONSULTANTS PRIVATE LIMITED | | | | |
| | a) At the Beginning of the Year | 229350 | 4.586 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 229350 | 4.586 |
| 6 | R.R.SYNTHETICS AND FINVEST PRIVATE LIMITED | | | | |
| | a) At the Beginning of the Year | 245000 | 4.899 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 245000 | 4.899 |
| 7 | RADICO KHAITAN FINANCE LIMITED | | | | |
| | a) At the Beginning of the Year | 174300 | 3.485 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 174300 | 3.485 |
| 8 | RINKI RAJGARIA | | | | |
| | a) At the Beginning of the Year | 150000 | 2.999 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 150000 | 2.999 |
| 9 | VARDHAMAN TEXTILE CO. PVT. LTD. | | | | |
| | a) At the Beginning of the Year | 159900 | 3.197 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 159900 | 3.197 |
| 10 | VIRENDRA KUMAR PANDYA | | | | |
| | a) At the Beginning of the Year | 155700 | 3.113 | | |
| | b) Changes during the year | [NO CHANGES DURING THE YEAR] | | | |
| | c) At the End of the Year | | | 155700 | 3.113 |
| | TOTAL | 1783730 | 35.668 | 1783730 | 35.668 |

OCTAL CREDIT CAPITAL LIMITED

(v) Shareholding of Directors and Key Managerial Personnel:

| SN | Shareholding of each Directors and each Key Managerial Personnel | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|----|--|---|-------------------|---|-------------------|
| | | No. of shares | % of total shares | No. of shares | % of total shares |
| 1 | Dilip Kumar Patni | | | | |
| | At the beginning of the year | 16,000 | 0.32% | 16,000 | 0.32% |
| | Changes during the year | - | 0.00% | - | 0.00% |
| | At the end of the year | 16,000 | 0.32% | 16,000 | 0.32% |
| 2 | Kamal Nayan Jain | | | | |
| | At the beginning of the year | 11,000 | 0.22% | 11,000 | 0.22% |
| | Changes during the year | - | 0.00% | - | 0.00% |
| | At the end of the year | 11,000 | 0.22% | 11,000 | 0.22% |
| 3 | Shambhu Nath Jajodia | | | | |
| | At the beginning of the year | 100 | 0.00% | 100 | 0.00% |
| | Changes during the year | - | 0.00% | - | 0.00% |
| | At the end of the year | 100 | 0.00% | 100 | 0.00% |

V. INDEBTEDNESS

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

(Amt. Rs./Lacs)

| Particulars | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | Nil | Nil | Nil | Nil |
| ii) Interest due but not paid | | | | |
| iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | - | - | - | - |
| Change in Indebtedness during the financial year | | | | |
| * Addition | Nil | Nil | Nil | Nil |
| * Reduction | | | | |
| Net Change | - | - | - | - |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | Nil | Nil | Nil | Nil |
| ii) Interest due but not paid | | | | |
| iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | - | - | - | - |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. In Lacs)

| SN. | Particulars of Remuneration | Name of MD/WTD/ Manager | Total Amount |
|-----|---|---|--------------|
| | Name | Arihant Patni | (Rs.) |
| | Designation | Whole time Director | |
| 1 | Gross salary | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 2.40 | 2.40 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | - |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | - | - |
| 2 | Stock Option | | - |
| 3 | Sweat Equity | | - |
| 4 | Commission | | - |
| | - as % of profit | | - |
| | - others, specify | | - |
| 5 | Others, please specify | | - |
| | Total (A) | 2.40 | 2.40 |
| | Ceiling as per the Act | As per section 197 & 198 read with Schedule V, we have complied with the ceiling limits prescribed under Companies Act, 2013. | |

OCTAL CREDIT CAPITAL LIMITED

| B. Remuneration to other Directors | | | | | |
|------------------------------------|--|-------------------|-----|-----|--------------|
| SN. | Particulars of Remuneration | Name of Directors | | | Total Amount |
| | | | | | (Rs.) |
| 1 | Independent Directors | | | | |
| | Fee for attending board committee meetings | Nil | Nil | Nil | - |
| | Commission | Nil | Nil | Nil | - |
| | Others, please specify | Nil | Nil | Nil | - |
| | Total (1) | - | - | - | - |
| 2 | Other Non-Executive Directors | | | | - |
| | Fee for attending board committee meetings | Nil | Nil | Nil | - |
| | Commission | Nil | Nil | Nil | - |
| | Others, please specify | Nil | Nil | Nil | - |
| | Total (2) | - | - | - | - |
| | Total (B)=(1+2) | - | - | - | - |
| | Total Managerial Remuneration | | | | - |
| | Overall Ceiling as per the Act | | | | |

| C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD | | | | | | (Rs. In Lacs) |
|---|---|----------------------------------|-------------|----------------|--------------|---------------|
| SN. | Particulars of Remuneration | Name of Key Managerial Personnel | | | Total Amount | |
| | | Name | Shyam Arora | Sweety Dassani | (Rs.) | |
| | | Designation | CFO | CS | | |
| 1 | Gross salary | | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | | 2.34 | 2.60 | 4.94 | |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, | | - | - | - | |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | | - | - | - | |
| 2 | Stock Option | | - | - | - | |
| 3 | Sweat Equity | | - | - | - | |
| 4 | Commission | | | | | |
| | - as % of profit | | - | - | - | |
| | - others, specify | | - | - | - | |
| 5 | Others, please specify | | - | - | - | |
| | Total | | 2.34 | 2.60 | 4.94 | |

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

OCTAL CREDIT CAPITAL LIMITED

CIN : L74140WB1992PLC055931

REGISTERED OFFICE : 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA – 700 071

Ph no. 033-2282-6815/6818/6899, Fax no. 033-2231-4193

Email: octal1@cal2.vsnl.net.in/octalcredit1992@gmail.com Website : www.occl.co.in

Declaration for Compliance of Code of Conduct

To
The Members of
Octal Credit Capital Limited

I hereby declare that the Company has obtained affirmation from all the members of Board of Directors and Senior Management Personnel of the Company that they have complied with the 'Code of Conduct of the Company for Board of Directors and Senior Management Personnel' in respect of Financial Year 2022-2023.

Place : Kolkata

Date : The 29th Day of May, 2023

Arihant Patni
Whole Time Director
DIN:07210950



INDEPENDENT AUDITORS' REPORT

To
The Members of
OCTAL CREDIT CAPITAL LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Ind AS Standalone Financial Statements of **OCTAL CREDIT CAPITAL LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Ind AS financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act, of the state of affairs of the Company as at March 31, 2023, its Losses (including other comprehensive income), changes in equity and its cashflows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the rules 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 on the Ind AS financial statements.

Key Audit Matters

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



| Key Audit Matters | Auditor's Response - Principal Audit Procedures |
|---|--|
| <p>1. Impairment loss allowance of loans Impairment loss allowance of loans ("Impairment loss allowance") is a key audit matter as the company has significant credit risk exposure. The value of loans on the balance sheet is significant and there is a high degree of complexity and judgment involved for the Company in estimating individual and collective credit impairment provisions, write-offs against these loans and to additionally determine the potential impact of unprecedented COVID-19 pandemic on asset quality and provision of the Company.</p> <p>The Company's model to calculate expected credit loss ("ECL") is inherently complex and judgment is applied in determining the three-stage impairment model ("ECL Model"), including the selection and input of forward-looking information. ECL provision calculations require the use of large volumes of data. The completeness and reliability of data can significantly impact the accuracy of the modelled impairment provisions. The accuracy of data flows and the implementation of related controls are critical for the integrity of the estimated impairment provisions.</p> | <p>We started our audit procedures with the understanding of the internal control environment related to Impairment loss allowance. Our procedures over internal controls focused on recognition and measurement of impairment loss allowance. We assessed the design and tested the operating effectiveness of the selected key controls implemented by the Company.</p> <p>We also assessed whether the impairment methodology used by the Company is in accordance with the assumptions and methodology approved by the Board of Directors of the Company, which is based on and in compliance with Ind AS 109, "Financial instruments". More particularly, we assessed the approach of the Company regarding the definition of default, Probability of Default, Loss Given Default and incorporation of forward-looking information for the calculation of ECL.</p> <p>For loans which are assessed for impairment on a portfolio basis, we performed particularly the following procedures:</p> <ul style="list-style-type: none"> - tested the reliability of key data inputs and related management controls; - checked the stage classification as at the balance sheet date as per definition of default; - validated the ECL model and calculation; - calculated the ECL provision manually for a selected sample. |

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Report on Corporate Governance but does not include the Ind AS financial statements and our auditor's report thereon. The above mentioned other information are expected to be made available to us after the date of this auditor's report.

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



In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS prescribed 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 Ind AS 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.

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

Auditor's responsibilities for the audit of the Ind AS Standalone Financial Statements

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

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



- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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



Report on other 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 report in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the board of directors, none of the directors is disqualified as on March 31, 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) In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the year under report is in accordance with the provisions of Section 197 of the Act read with Schedule V to the Act.
3. 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 does not have any pending litigations which would impact its Standalone Financial Statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.



- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that are 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 nor paid any dividend during the year. Hence, reporting the compliance with section 123 of the Act is not applicable.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For RANJIT JAIN & CO.
Chartered Accountants
Firm Registration No. 322505E

Place: Kolkata
Date : 29th May, 2023

CA. Rajiv Jain
Partner
Membership No. 061650
UDIN- 23061650BGULLD1678



Annexure -A to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Standalone Financial Statements of the Company for the year ended March 31, 2023:

Based on the audit procedures performed for the purpose of reporting a true and fair view on the Ind AS financial statements of the Company and taking into consideration the information, explanations and written representation given to us by the management and the books of account and other records examined by us in the normal course of audit, we report that:

- i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of the Property, Plant and Equipment ("PPE").
(B) The Company does not have any Intangible Assets as on 31st March 2023 nor at any time during the financial year ended 31st March 2023. Accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) The Property, Plant and Equipment ("PPE") have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the Property, Plant and Equipment ("PPE") has been physically verified by the management during the year and no material discrepancies between the books records and the physical Property, Plant and Equipment ("PPE") have been noticed.
- (c) According to the information and explanation received by us, as the company owns no immovable properties. Accordingly the requirement on reporting whether title deeds of immovable properties held in the name of the company is not applicable.
- (d) In our opinion and according to the information and explanations given to us, the Company has not revalued its PPE (including Right of Use assets) during the year. The Company does not have any intangible assets.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. (a) The management has conducted physical verification in respect of finished goods, stores, spare parts and raw materials at reasonable intervals. In our opinion the frequency of verification, coverage and procedure of such verification by the management is appropriate. No material discrepancies have been noticed on physical verification of stocks as compared to book records.
(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits from banks or financial institution on the basis of security of current assets during the financial year. Accordingly, reporting under clause 3(ii)(b) of the Order is not applicable to the Company.



- iii. (a) The Company is a Non-Banking Finance Company and its principal business is to give loans. Accordingly, the provision of clause 3(iii)(a) of the Order is not applicable to it.
- (b) The investments made, security given and the terms and conditions of the grant of all loans and advances in the nature of loans provided by the Company during the year are not prejudicial to the interest of the Company. Further, the Company has not provided any guarantee during the year.
- (c) The Company is a Non-Banking Financial Company ('NBFC'), registered under provisions of the Reserve Bank of India Act, 1934 and rules made thereunder and is regulated by various regulations, circulars and norms issued by the Reserve Bank of India including Master Circular – Prudential norms on Income Recognition, Asset Classification and Provisioning pertaining to Advances. In respect of loans and advances in the nature of loans granted by the Company, we report that the schedule of repayment of principal and payment of interest has been stipulated and the repayments/receipts of principal and interest are regular
- (d) The Company, being a NBFC, registered under provisions of RBI Act, 1934 and rules made thereunder, in pursuance of its compliance with provisions of the said Act/Rules, particularly, the Income Recognition, Asset Classification and Provisioning Norms, monitors and report total amount overdue including principal and/or payment of interest by its customers for more than 90 days. In cases where repayment of principal and payment of interest is not received as stipulated, the cognizance thereof is taken by the Company in course of its periodic regulatory reporting. According to the information and explanation made available to us, reasonable steps are taken by the Company for recovery thereof.
- (e) The Company is a Non-Banking Finance Company and its principal business is to give loans. Accordingly, the provision of clause 3(iii)(e) of the Order is not applicable to it.
- (f) In our opinion and according to the information and explanations given to us, the Company has not granted any loan or advances in the nature of loans to Promoters/Related Parties (as defined in section 2(76) of the Act)
- iv. According to the information and explanation given to us, the company has complied with requirements of section 185 and 186 in respect of loans, investments, guarantees or security made by it during the year under audit.
- v. The Company is a Non-Banking Finance Company registered with the Reserve Bank of India to which the provisions of sections 73 to 76 of the Act and the relevant rules made there under are not applicable. Accordingly, reporting under clause (v) of paragraph 3 of the Order is not applicable.
- vi. To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.



- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is generally regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no dues in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues that have not been deposited with the appropriate authorities on account of any dispute.
- viii. According to the information and explanation given to us, company has no transactions, not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The Company has not taken any loans or other borrowings from any lender during the year. Accordingly, reporting under clause 3(ix)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanation provided to us, Company is not declared wilful defaulter by any bank or financial institution or other lender.
- (c) According to the records of the company, the company has not obtained any term loan hence, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds has been raised on short-term basis by the company during the year. Accordingly, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.
- (g) The Company did not have any subsidiary or joint venture during the year. According to the information and explanations give to us and on an overall examination of the financial statements of the company, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its associates.
- (h) The Company did not have any subsidiary or joint venture during the year. According to the information and explanations given to us and procedures applied by us, we report that the company has not raised loans during the year on the pledge of securities held in its associate company/companies.
- x. (a) According to the records of the company, The Company has not raised any money by way of initial public offer or further public offer including debt instruments) during the year. Accordingly, paragraph 3 (x)(a) of the order is not applicable.



- (b) According to the records of the company, The Company has not raised any money by way of preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, paragraph 3 (x)(b) of the order is not applicable.
- xi. (a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor we have been informed of such case by the management.
- (b) According to the information and explanation given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- (c) According to the information and explanation given to us, no whistle-blower complaints, received during the year by the company;
- xii. In our opinion and to the best of our information & explanations provided by the management, Company is not a Nidhi company, accordingly provisions of the Clause 3(xii) of the Order is not applicable to the company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the IND AS Financial Statements as required by the applicable accounting standards.
- xiv. (a) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the Internal Audit Reports of the Company issued till date, for the period under audit.
- xv. According to the information and explanations given to us, we are of the opinion that the company has not entered into any non-cash transactions with directors or persons connected with him and accordingly, the provisions of clause 3(xv) of the Order is not applicable.
- xvi. (a) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and the registration has been obtained by the Company.
- (b) According to the information and explanations given to us, the Company has conducted Non-Banking Financial activities during the year with a valid Certificate of Registration (COR) from the Reserve Bank of India under Reserve Bank of India Act, 1934. Further, the Company has not conducted any Housing Finance activities and is not required to obtain CoR for such activities from the Reserve Bank of India. Act, 1934.
- (c) the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.



- (d) As informed by the Company, the Group to which the Company belongs has no CIC as part of the Group.
- xvii. the Company has not incurred cash losses during the financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly, the provisions of clause 3(xviii) of the Order is not applicable.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company.
- We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx. The provisions of section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable
- xxi. Reporting under clause xxi of the Order is not applicable at the standalone level

For RANJIT JAIN & CO.
Chartered Accountants
Firm Registration No. 322505E

Place: Kolkata
Date : 29th May, 2023

CA. Rajiv Jain
Partner
Membership No. 061650
UDIN- 23061650BGULLD1678



“Annexure B” to the Independent Auditor’s Report of even date on the Ind AS Standalone Financial Statements of OCTAL CREDIT CAPITAL LIMITED

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 **OCTAL CREDIT CAPITAL LIMITED** (“the Company”) as of March 31, 2023 in conjunction with our audit of the Ind AS Standalone Financial Statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial 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 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 judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls 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 Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (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 Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, 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 RANJIT JAIN & CO.
Chartered Accountants
Firm Registration No. 322505E

Place: Kolkata
Date : 29th May, 2023

CA. Rajiv Jain
Partner
Membership No. 061650
UDIN- 23061650BGULLD1678

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Address: 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata - 700 071

Standalone Balance Sheet as at 31st March, 2023

(₹ in Lacs)

| | Note No. | As at 31.03.2023 | As at 31.03.2022 |
|-------------------------------------|----------|------------------|------------------|
| ASSETS | | | |
| 1 FINANCIAL ASSETS | | | |
| a Cash and Cash Equivalents | 1 | 85.74 | 9.80 |
| b <u>Receivables:</u> | | | |
| Trade Receivables | 2 | - | - |
| c Loans | 3 | 186.89 | 230.16 |
| d Investments | 4 | 1,011.44 | 1,015.11 |
| e Other Financial Assets | 5 | 10.35 | 94.18 |
| 2 NON FINANCIAL ASSETS | | | |
| a Current Tax Assets (Net) | 6 | 5.63 | 6.55 |
| b Property, Plant & Equipment | 7 | 0.30 | 0.33 |
| c Other Non- Financial Assets | 8 | 1.28 | 1.24 |
| Total Assets | | 1,301.63 | 1,357.37 |
| LIABILITIES AND EQUITY | | | |
| I LIABILITIES | | | |
| 1 NON FINANCIAL LIABILITIES | | | |
| a Deferred Tax Liabilities (Net) | 9 | 182.90 | 201.76 |
| b Other Non-Financial Liabilities | 10 | 1.22 | 1.03 |
| II EQUITY | | | |
| a Equity Share Capital | 11 | 500.09 | 500.09 |
| b Other Equity | 12 | 617.42 | 654.49 |
| Total Liabilities and Equity | | 1,301.63 | 1,357.37 |

Significant Accounting Policies : Note A & B

The accompanying notes 1 to 39 are an integral part of the Financial Statements

As per our report of even date annexed

For RANJIT JAIN & CO.

Chartered Accountants

Firm Registration No. 322505E

CA. Rajiv Jain

Partner

Membership No. 061650

UDIN- 23061650BGULLD1678

Place: Kolkata

Dated: The 29th Day of May, 2023

For and on behalf of the Board of Directors

D.K.Patni

Director

DIN:01069986

A.Patni

Whole Time Director

DIN:07210950

S. Dassani

Company Secretary

S.Arora

CFO

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Address: 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata - 700 071

Standalone Statement of Profit and Loss for the year ended 31st March, 2023

(₹ in Lacs)

| | Particulars | Note No. | 2022-23 | 2021-22 |
|------|---|----------|----------------|----------------|
| I | Revenue from Operations | | | |
| i | Interest Income | 13 | 21.36 | 17.23 |
| ii | Dividend Income | 14 | 1.52 | 1.73 |
| iii | Sale of products (including Excise Duty) | 15 | 87.63 | - |
| | Total Revenue from Operations | | 110.51 | 18.96 |
| II | Other Income | 16 | 0.19 | 0.03 |
| III | Total Income (I+II) | | 110.70 | 18.99 |
| IV | EXPENSES | | | |
| i | Finance Costs | 17 | - | 0.11 |
| ii | Impairment on Financial Instruments | 18 | 47.47 | 11.35 |
| iii | Purchase of stock-in-trade | 19 | - | - |
| iv | Changes in Inventories of Finished Goods, Stock-In-Trade and Work-in-Progress | 20 | 83.82 | (68.25) |
| v | Employee Benefits Expense | 21 | 9.95 | 10.98 |
| vi | Depreciation, Amortisation and Impairment | 22 | 0.03 | 0.19 |
| vii | Other Expenses | 23 | 16.06 | 16.56 |
| | Total Expenses (IV) | | 157.34 | (29.06) |
| V | Profit/(Loss) before Exceptional Items and Tax (III - IV) | | (46.64) | 48.05 |
| VI | Exceptional Items | | - | - |
| VII | Profit/(Loss) before Tax (V - VI) | | (46.64) | 48.05 |
| VIII | Tax Expense: | | | |
| | Current Tax | 24 | - | - |
| | Income Tax for Earlier Year | | (0.07) | |
| | Deferred Tax | | (16.79) | 17.18 |
| IX | Profit/(Loss) for the period from continuing operations (VII - VIII) | | (29.78) | 30.87 |
| X | Profit/(loss) from discontinued operations | | - | - |
| XI | Tax Expense of discontinued operations | | - | - |
| XII | Profit/(loss) from discontinued operations(After tax) (X-XI) | | - | - |
| XIII | Profit/(loss) for the period (IX+XII) | | (29.78) | 30.87 |
| XIV | Other Comprehensive Income | | | |
| a.i | Items that will not be reclassified to profit or loss | 25 | (9.36) | 15.63 |
| a.ii | Income tax relating to items that will not be reclassified to profit or loss | | 2.08 | 6.23 |
| | Other Comprehensive Income for the period (Net of Tax) (XIV) | | (7.28) | 21.86 |
| XV | Total Comprehensive Income for the period (XIII + XIV) | | (37.06) | 52.73 |
| XVI | Earnings Per Share | 26 | | |
| i | Basic (Equity Share Face Value ₹ 10/- each) | | (0.60) | 0.62 |
| ii | Diluted (Equity Share Face Value ₹ 10/- each) | | (0.60) | 0.62 |

Significant Accounting Policies : Note A & B

The accompanying notes 1 to 39 are an integral part of the Financial Statements

As per our attached report of even date

For and on behalf of the Board of Directors

For RANJIT JAIN & CO.

Chartered Accountants

Firm Registration No. 322505E

D.K.Patni

Director

DIN:01069986

A.Patni

Whole Time Director

DIN:07210950

CA. Rajiv Jain

Partner

Membership No. 061650

UDIN- 23061650BGULLD1678

Place: Kolkata

S. Dassani

Company Secretary

S. Arora

(CFO)

Dated: The 29th Day of May, 2023

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Address: 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata - 700 071

Statement of Change in Equity for the year ended 31st March, 2023

A. Equity Share Capital

(₹ in Lacs)

(1) Current Reporting Period

| | |
|---|--------|
| Balance at the beginning of the reporting period i.e. 1st April 2022 | 500.09 |
| Changes in Equity Share Capital due to prior period errors | - |
| Restated Balance at the beginning of the Current Reporting Period | 500.09 |
| Changes in Equity Share Capital during the year | - |
| Balance at the end of the current reporting period i.e. 31st March 2023 | 500.09 |

(2) Previous Reporting Period

| | |
|---|--------|
| Balance at the beginning of the reporting period i.e. 1st April 2021 | 500.09 |
| Changes in Equity Share Capital due to prior period errors | - |
| Restated Balance at the beginning of the Current Reporting Period | 500.09 |
| Changes in Equity Share Capital during the year | - |
| Balance at the end of the current reporting period i.e. 31st March 2022 | 500.09 |

B. Other Equity

(1) Previous Reporting Period

| | | | Other Comprehensive Income | Total |
|---|--------------|-------------------|--|---------------|
| | Reserve Fund | Retained Earnings | Equity Instrument through Other Comprehensive Income | |
| Balance at the beginning of the reporting period i.e. 1st April 2021 | 16.85 | (59.17) | 644.08 | 601.77 |
| Profit/(Loss) for the Year | - | 30.87 | - | 30.87 |
| Fair value change of Investments (net of deferred tax) | - | - | 21.86 | 21.86 |
| Transfer to/ (from) Retained Earnings | 7.84 | (7.84) | - | - |
| Transfer to/ (from) OCI | | 8.33 | (8.33) | - |
| Balance at the end of the reporting period i.e. 31st March 2022 | 24.69 | (27.82) | 657.62 | 654.49 |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Address: 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata - 700 071

Statement of Change in Equity for the year ended 31st March, 2023

(2) Current Reporting Period

| | | | Other Comprehensive Income | Total |
|---|--------------|-------------------|--|---------------|
| | Reserve Fund | Retained Earnings | Equity Instrument through Other Comprehensive Income | |
| Balance at the beginning of the reporting period i.e. 1st April 2022 | 24.69 | (27.82) | 657.62 | 654.49 |
| Profit/(Loss) for the Year | - | (29.78) | - | (29.78) |
| Fair value change of Investments (net of deferred tax) | - | - | (7.28) | (7.28) |
| Transfer to/ (from) Retained Earnings | - | - | - | - |
| Transfer to/ (from) OCI | - | - | - | - |
| Balance at the end of the reporting period i.e. 31st March 2023 | 24.69 | (57.60) | 650.33 | 617.42 |

The accompanying notes are an integral part of the Financial Statements

As per our Report annexed of even date For and on behalf of the Board of Directors

For RANJIT JAIN & CO.
Chartered Accountants
Firm Registration No. 322505E

CA. Rajiv Jain
Partner
Membership No. 061650
UDIN- 23061650BGULLD1678

D.K.Patni
Director
DIN:01069986

A.Patni
Whole Time Director
DIN:07210950

Place: Kolkata
Dated: The 29th Day of May, 2023

S. Dassani
Company Secretary

S.Arora
CFO

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Address: 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata - 700 071

Standalone Cash Flow Statement for the year ended 31st March, 2023

| | <u>2022-23</u> <u>(₹ in Lacs)</u> | <u>2021-22</u> <u>(₹ in Lacs)</u> |
|--|--------------------------------------|--------------------------------------|
| A. <u>CASH FLOW FROM OPERATING ACTIVITIES</u> | | |
| Net Profit Before Tax & Extraordinary Items | (46.64) | 48.05 |
| Adjustment for : | | |
| Depreciation & Amortization Expenses | 0.03 | 0.19 |
| Interest Expense on Loan | - | 0.11 |
| Sundry Balances Written off | 0.00 | - |
| Impairment on Financial Instrument | 47.47 | 11.35 |
| Operating Profit before Working Capital Adjustment | 0.87 | 59.69 |
| <u>Changes in Working Capital</u> | | |
| (Increase)/Decrease in Trade Receivables | - | - |
| (Increase)/Decrease in Loans | (4.20) | (4.42) |
| (Increase)/Decrease in Borrowings | - | - |
| (Increase)/Decrease in Other Financial Asset | 83.82 | (56.88) |
| (Increase)/Decrease in Current Tax Asset | 0.92 | (1.90) |
| (Increase)/Decrease in Other Non-Financial Assets | (0.04) | 0.23 |
| Increase/(Decrease) in Other Financial Liabilities | - | - |
| Increase/(Decrease) in Other Non-Financial Liabilities | 0.18 | (0.63) |
| Cash Generated from Operation | 81.56 | (3.90) |
| Less: Payment of Taxes | (0.07) | - |
| Net cash flow from operating activities (A) | 81.64 | (3.90) |
| B. <u>CASH FLOW FROM INVESTING ACTIVITIES</u> | | |
| Purchase of Investments | (5.69) | (5.45) |
| Proceeds from sale of Investments | - | 12.81 |
| Net cash realised from Investing Activities (B) | (5.69) | 7.36 |
| C. <u>CASH FLOW FROM FINANCING ACTIVITIES</u> | | |
| Interest Expenses on Loan | - | (0.11) |
| Net cash realised from financing activities (C) | - | (0.11) |
| Net increase/(Decrease) in cash and cash equivalent | 75.95 | 3.35 |
| Opening Cash & Cash Equivalent | 9.80 | 6.45 |
| Closing Cash & Cash Equivalent | 85.74 | 9.80 |
| <u>CLOSING CASH & CASH EQUIVALENT</u> | | |
| Cash at Bank | 83.51 | 8.35 |
| Cash in Hand | 2.23 | 1.45 |
| | 85.74 | 9.80 |
| | - | - |

As per our attached report of even date

For RANJIT JAIN & CO.

Chartered Accountants

Firm Registration No. 322505E

CA. Rajiv Jain

Partner

Membership No. 061650

UDIN- 23061650BGULLD1678

Place: Kolkata

Dated: The 29th Day of May, 2023

For and on behalf of the Board of Directors

D.K.Patni
Director
DIN:01069986

A.Patni
Whole Time Director
DIN:07210950

S. Dassani
Company Secretary

S.Arora
CFO

OCTAL CREDIT CAPITAL LIMITED

Notes to Standalone Financial Statements as on and for the year ended 31st March, 2023

A. CORPORATE INFORMATION

Octal Credit Capital Limited having its registered office at 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata 700071 is a Non Banking Finance Company (Reg. with RBI) and is engaged in Loan Financing and Trading in Shares and Securities.

B. SIGNIFICANT ACCOUNTING POLICIES

B.1 Basis of Preparation

The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on a historical cost convention on the accrual basis, except for the following assets and liabilities which have been measured at fair value.

- a. Certain financial assets at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in Indian Rupees (₹ Lakhs).

B.2 Summary of Significant Accounting Policies

a) Property, Plant and Equipment

On transition to Ind AS, the Company has adopted optional exception under Ind AS 101 to measure property, plant and equipment at Indian GAAP carrying value as deemed cost. Consequently, the Indian GAAP carrying values has been assumed to be deemed cost of property, plant and equipment on the date of transition. Subsequently, property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation on the property, plant and equipment is provided over the useful life of assets as specified in schedule II to the Companies Act, 2013. Property, plant and equipment which are added / disposed off during the year, depreciation is provided on pro-rata basis with reference to the date of addition / deletion.

Property, plant and equipment's are eliminated from financial statement, either on disposal or when retired from active use. Profits / losses arising in the case of retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in the statement of profit and loss in the year of occurrence.

The estimated useful lives of Property, Plant & Equipments of the Company as follows:

| | | |
|-------------------------|---|---------------|
| Furniture & Fixtures | : | 10 years |
| Vehicles | : | 8 years |
| Office Equipment | : | 5 years |
| Computer & Accessories | : | 3 and 6 years |
| Air Conditioner | : | 10 years |
| Electrical Installation | : | 10 years |
| Generator | : | 10 years |

The assets residual values, useful lives and method of depreciation are reviewed at each financial year end and are adjusted prospectively, if appropriate.

b) Impairment of non-current assets

An asset is considered as impaired when at the date of Balance Sheet there are indications of impairment and the carrying amount of the asset or where applicable the cash generating unit to which the asset belongs exceeds its recoverable amount (i.e. the higher of the net asset selling price less cost to sell and value in use). The carrying amount is reduced to the recoverable amount and the reduction is recognised as an impairment loss in the statement of

OCTAL CREDIT CAPITAL LIMITED

Notes to Standalone Financial Statements as on and for the year ended 31st March, 2023

Profit and Loss. The impairment loss recognised in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount. Post impairment, depreciation is provided on the revised carrying value of the impaired asset over its remaining useful life.

c) Cash and Cash equivalents

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

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

d) Employee Benefits

Payment of Gratuity Act is not applicable to the company as numbers of employees are less than the minimum required for applicability of Gratuity Act.

e) Tax Expenses

The tax expense for the period comprises of current and deferred tax. Tax is recognised in Statement of Profit & Loss, except to the extent that it relates to items recognised in the comprehensive income or directly in equity respectively. In which case, the tax is also recognised in other comprehensive income or equity.

Current Tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the balance sheet date.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

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

f) Financial Instruments – Initial recognition, subsequent measurement and impairment

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

Financial Assets 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. Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortised cost.

Financial Assets – Subsequent Measurement

OCTAL CREDIT CAPITAL LIMITED

Notes to Standalone Financial Statements as on and for the year ended 31st March, 2023

For the purpose of subsequent measurement financial assets are classified in two broad categories:-

- a) Financial Assets at fair value
- b) Financial assets at amortised cost

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)

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

- a) Business Model Test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flow (rather than to sell the instrument).
- b) Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option.

- a) Business Model Test: The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flow and selling financial assets.
- b) Cash Flow characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an accounting mismatch) that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. All other financial assets are measured at fair value through profit or loss.

All equity instruments are measured at fair value in the balance sheet, with value changes recognised through other comprehensive income, except for those equity instruments for which the entity has elected to present value changes in the statement of profit and loss.

Financial Assets - De-recognition

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

- a) The rights to receive cash flows from the asset have expired or
- b) The Company has transferred its rights to receive cash flow from the asset or has assumed an obligation to pay the received cash flow in full without material delay to a third party under a pass-through arrangement and either i) the company has transferred substantially all the risks and rewards of the asset, or ii) the company has neither transferred nor retained substantially all the risks and rewards of the assets, but has transferred control of the asset.

When the company has transferred its rights to receive cash flow from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of

OCTAL CREDIT CAPITAL LIMITED

Notes to Standalone Financial Statements as on and for the year ended 31st March, 2023

the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying of the asset and the maximum amount of consideration that the company could be required to repay.

Financial Liabilities – Initial Recognition and Measurement

The financial liabilities are recognised initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payable, loans and borrowings including bank overdrafts.

Financial Liabilities – Subsequent Measurement

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

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.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss. Financial liabilities designated upon initial recognised at fair value through profit or loss are designated at the initial date of recognition and only if the criteria in Ind AS 109 as satisfied.

Financial Liabilities – Loans and Borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using Effective Interest Rate (EIR) Method. Gains and losses are recognised in profit and loss when the liabilities are de-recognition as well as through the EIR amortisation 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 amortisation in includes as finance costs in the statement of profit and loss.

Financial Liabilities – De-recognition

A financial liability is de-recognised 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 de-recognition 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.

g) Revenue Recognition and Other Income

Sale of Shares & Securities

Income from Sale of Shares is recognised on the date of transaction.

OCTAL CREDIT CAPITAL LIMITED

Notes to Standalone Financial Statements as on and for the year ended 31st March, 2023

Interest income

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate to the net carrying amount of the financial asset. Interest income is included in the other income in the statement of profit and loss.

h) Provisions, contingent liabilities, contingent assets and commitments

Provisions are recognised when the company has a present obligations (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations and a reliable estimate can be made of the amount of the obligations. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the statement of Profit and loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

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

Contingent assets are not recognised. However when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

i) Current and Non-current Classification

The company presents assets and liabilities in statement of financial position based on current / non-current classification.

The company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by Ministry of Corporate Affairs.

An assets is classified as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle.
- b) Held primarily for the purpose of trading.
- c) Expected to be realised within twelve months after the reporting period or
- d) 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 classified as current when it is :

- a) Expected to be settled in normal operating cycle
- b) Held primarily for the purpose of trading
- c) Due to be settled within twelve months after the reporting period or
- d) 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 non-current

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Deferred tax assets and liabilities are classified as non-

OCTAL CREDIT CAPITAL LIMITED

Notes to Standalone Financial Statements as on and for the year ended 31st March, 2023

current assets and liabilities. The company has identified twelve months as its normal operating cycle.

j) 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.

- a) In the principal market for the asset or liability or
- b) 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 a 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 non-financial asset takes into account a market participants 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 minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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.

- a) Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- b) Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- c) 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 categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

k) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable rights to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable rights must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or counterparty.

B.3 Significant Accounting Judgement, Estimates and Assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, and liabilities and

OCTAL CREDIT CAPITAL LIMITED

Notes to Standalone Financial Statements as on and for the year ended 31st March, 2023

the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future period. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

Property, Plant and Equipment

Internal technical team or user team assess the remaining useful lives and residual value of property, plant and equipment. Management believes that the assigned useful lives and residual value are reasonable.

Contingencies

Management has estimated the possible outflow of resources at the end of each annual reporting period, if any, in respect of contingencies / claim / litigations against the company as it is not possible to predict the outcome of pending matters with accuracy.

Impairment of Financial Assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

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 Units (CGU) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent to those from other assets or groups 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 cost of disposal recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.

Fair Value Measurement of Financial Instruments

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

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Standalone Financial Statements for the year ended 31st March, 2023**

| | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> |
|--|---|---|
| 1 | | |
| <u>Cash and Cash Equivalents</u> | | |
| i Cash on hand | 2.23 | 1.45 |
| ii Balances with Banks -- In Current Accounts | 83.51 | 8.35 |
| | <u>85.74</u> | <u>9.80</u> |
| 2 | | |
| <u>Receivables</u> | | |
| <u>i Trade Receivables</u> | | |
| a Receivables considered good - Secured | - | - |
| b <u>Receivables considered good - Unsecured</u> | | |
| From Others | - | - |
| c Receivables which have significant increase in Credit Risk | - | - |
| d Receivables - credit impaired | 5.00 | 5.00 |
| | <u>5.00</u> | <u>5.00</u> |
| Total - Gross | 5.00 | 5.00 |
| Less: Impairment loss allowance | 5.00 | 5.00 |
| | <u>-</u> | <u>-</u> |
| Total - Net | - | - |
| # For Ageing schedule - Note No 27 | | |
| 3 | | |
| <u>Loans</u> | | |
| <u>i At amortised cost</u> | | |
| a <u>Loans repayable on Demand(Unsecured)</u> | | |
| To Related Parties # | - | - |
| To Others | | |
| Unsecured - Considered good | 178.02 | 173.82 |
| Unsecured - Considered doubtful | 64.34 | 64.34 |
| | <u>242.36</u> | <u>238.16</u> |
| Total - Gross | 242.36 | 238.16 |
| Less: Impairment loss allowance | 55.47 | 8.00 |
| | <u>186.89</u> | <u>230.16</u> |
| Total - Net (i) | 186.89 | 230.16 |
| (A) Secured/Unsecured: | | |
| (a) Secured | - | - |
| (b) Unsecured | 242.36 | 238.16 |
| | <u>242.36</u> | <u>238.16</u> |
| Total (A) - Gross | 242.36 | 238.16 |
| Less: Impairment loss allowance | 55.47 | 8.00 |
| | <u>186.89</u> | <u>230.16</u> |
| Total (A) - Net | 186.89 | 230.16 |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Standalone Financial Statements for the year ended 31st March, 2023**

| | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> |
|---|---|---|
| (B) (i) Loans in India | | |
| (a) Private Sector | 242.36 | 238.16 |
| Total (B) (i) - Gross | <u>242.36</u> | <u>238.16</u> |
| Less: Impairment loss allowance * | 55.47 | 8.00 |
| Total (B) (i) - Net | <u>186.89</u> | <u>230.16</u> |
| (ii) Loans outside India | - | - |
| Less: Impairment loss allowance | - | - |
| Total (B) (ii) - Net | <u>-</u> | <u>-</u> |
| Total (B) (i+ii) | <u>186.89</u> | <u>230.16</u> |
| (C) Stage wise break up of loans | | |
| a Low Credit Risk (Stage 1) | 178.02 | 173.82 |
| b Significant increase in Credit Risk (Stage 2) | 10.35 | 63.09 |
| c Credit impaired (Stage 3) | 53.99 | 1.25 |
| | <u>242.36</u> | <u>238.16</u> |
| ii At fair value through other comprehensive income | - | - |
| iii At fair value through profit or loss | - | - |
| iv At fair value designated at fair value through profit or loss | - | - |
| Total (i+ii+iii+iv) | <u>186.89</u> | <u>230.16</u> |

The management of the company has considered Loan given to "3" parties amounting to ₹ 53.99 Lacs as Doubtful Assets as the interest and principal is not received for more than 3 years and a provision of 100% has been made as per RBI guidelines.

The management of the company has considered Loan given to "3" party amounting to ₹ 10.35 Lacs as Non-Performing Assets as the interest and principal is not received and a provision of 10% has been made as per RBI guidelines.

This amounts includes Rs 0.45 Lacs (P.Y Rs 0.43 Lacs) as provision on Standard Asset @ 0.25% as per RBI Guidelines

Disclosure regarding Loans & Advances to Related Parties Refer Note No.28

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Standalone Financial Statements for the year ended 31st March, 2023**

| | | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> | |
|----------|--|---|--------------------------------|---|--------------|
| 4 | <u>Investments</u> | | <u>No. of</u> <u>Shares</u> | | |
| I | <u>(A) At Amortised Cost</u> | | <u>No. of</u> <u>Shares</u> | | |
| | <u>i Equity Instruments:</u> | | | | |
| | <u>(Unquoted, Non-Trade Investments)</u> | | | | |
| | <u>In Associate</u> | | | | |
| | New View Consultant (P) Ltd. (extent of holding - 22.74%, P.Y. - 22.74%) | 5,58,000 | 11.16 | 5,58,000 | 11.16 |
| | Total (A) | 5,58,000 | 11.16 | 5,58,000 | 11.16 |
| | <u>(B) At fair value through other comprehensive income</u> | | | | |
| | <u>Equity Instruments:</u> | | | | |
| | <u>i (Quoted, Non trade Investments)</u> | | | | |
| | Arihant Enterprises Limited | 10,000 | 0.10 | 10,000 | 0.10 |
| | Ashika Credit Capital Ltd. | 28,000 | 11.06 | 28,000 | 10.47 |
| | Baid Mercantiles Limited | 82,000 | 8.20 | 82,000 | 8.20 |
| | C.R.B Corporations Limited | 2,900 | 0.03 | 2,900 | 0.03 |
| | C.R.B. Capitals Limited | 100 | 0.00 | 100 | 0.00 |
| | Checons Limited | 1,700 | 0.85 | 1,700 | 0.85 |
| | Consortium Vyapaar Limited | 500 | 0.01 | 500 | 0.01 |
| | Electrosteel Casting Limited | 15,000 | 4.82 | 15,000 | 5.92 |
| | GMB Ceramics Limited | 300 | 0.00 | 300 | 0.00 |
| | Grapco Industries Limited | 7,000 | 0.07 | 7,000 | 0.07 |
| | International Construction Limited | 6,900 | 3.06 | 6,900 | 3.06 |
| | Kankkinara Enterprises Limited (Form: Bhatpara Papers Limited) | 33,333 | 0.33 | 33,333 | 0.33 |
| | Lords Chemical Limited | 1,000 | 0.04 | 1,000 | 0.04 |
| | Quality Synthetics Limited | 6,500 | 2.47 | 6,500 | 2.47 |
| | Shradha Projects Ltd. | 2,64,600 | 52.92 | 2,64,600 | 52.92 |
| | Uniworth (I) Limited | 460 | 0.00 | 460 | 0.00 |
| | Uniworth Textile Limited | 75 | 0.00 | 75 | 0.00 |
| | Total (i) | 4,60,368 | 83.96 | 4,60,368 | 84.48 |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

| | | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> |
|-----|--|---|-----------------|---|
| ii | <u>(UnQuoted, Non trade Investments)</u> <u>In Other Companies*</u> | | | |
| | Nirmalkunj Projects Pvt Ltd | 1,90,300 | 20.86 | 1,35,000 |
| | Octal Securities & Services (P) Ltd. | 5,10,000 | 189.92 | 5,10,000 |
| | Patni Resources (P) Ltd. | 4,30,000 | 163.74 | 4,30,000 |
| | Trans Scan Securities (P) Ltd. | 13,61,250 | 345.76 | 13,61,250 |
| | Darkin Vincom (P) Ltd. | 4,84,200 | 169.57 | 4,84,200 |
| | M.S. Finvests (P) Ltd. | 1,08,000 | 5.03 | 1,08,000 |
| | Varanasi Commercial Limited | 1,400 | 9.56 | 1,400 |
| | Niche Technologies Pvt Ltd | 30,000 | 11.88 | 30,000 |
| | Total (ii) | 31,15,150 | 916.32 | 30,59,850 |
| | Total B (i + ii) | 35,75,518 | 1,000.28 | 35,20,218 |
| | Total Gross I=(A+B) | 41,33,518 | 1,011.44 | 40,78,218 |
| II | i Investment outside India | - | - | - |
| | ii Investment in India | 41,33,518 | 1,011.44 | 40,78,218 |
| | Total Gross II | 41,33,518 | 1,011.44 | 40,78,218 |
| III | Less: Allowance for Impairment Loss | - | - | - |
| IV | Total Net IV = I - III | 41,33,518 | 1,011.44 | 40,78,218 |

* Investments are valued at book value calculated on the basis of latest audited financial statements as available with the management.

| | | |
|--|--------|--------|
| Cost of quoted investments | 21.14 | 21.14 |
| Aggregate cost of unquoted investments | 157.19 | 151.50 |
| Aggregate cost of investments | 178.33 | 172.64 |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Standalone Financial Statements for the year ended 31st March, 2023**

| | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> |
|--|---|---|
| 5 | | |
| <u>Other Financial Assets</u> | | |
| (Unsecured, considered good) | | |
| a Security Deposits to Others | 0.15 | 0.15 |
| b Inventories (Refer Note No. 29) | 10.20 | 94.03 |
| c <u>Interest Accrued and due on Loans</u> | | |
| From Others | 12.63 | 12.63 |
| | <u>22.98</u> | <u>106.81</u> |
| Less: Impairment loss allowance | 12.63 | 12.63 |
| | <u>10.35</u> | <u>94.18</u> |
| 6 | | |
| <u>Current Tax Assets (Net)</u> | | |
| Balance with Income Tax Authorities | 3.34 | 3.34 |
| Advance Tax Payment (Net of Provisions) | 2.29 | 3.21 |
| | <u>5.63</u> | <u>6.55</u> |
| 8 | | |
| <u>Other Non-Financial Assets</u> | | |
| (Unsecured Considered Good) | | |
| Prepaid Expenses | 0.18 | 0.14 |
| Security Deposit with CESC | 0.10 | 0.10 |
| Other Advance | 1.00 | 1.00 |
| | <u>1.28</u> | <u>1.24</u> |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

7 Property, Plant & Equipment

₹ in Lacs

| PARTICULARS | GROSS BLOCK | | | | DEPRECIATION | | | | NET BLOCK | |
|----------------------|---------------------|----------|------------------------|---------------------|---------------------|-----------------|----------------------------|---------------------|---------------------|---------------------|
| | As at 01.04.2022 | Addition | Disposal/ Deduction | As at 31.03.2023 | As at 01.04.2022 | For the Year | Adjustment for Disposal | As at 31.03.2023 | As at 31.03.2023 | As at 31.03.2022 |
| Furniture & Fixtures | 0.83 | - | - | 0.83 | 0.69 | 0.03 | - | 0.72 | 0.11 | 0.14 |
| Office Equipment | 2.14 | - | - | 2.14 | 2.10 | - | - | 2.10 | 0.04 | 0.04 |
| Computers & Printers | 2.94 | - | - | 2.94 | 2.80 | - | - | 2.80 | 0.15 | 0.15 |
| Total | 5.91 | - | - | 5.91 | 5.59 | 0.03 | - | 5.62 | 0.30 | 0.33 |
| Previous Year | 5.91 | - | - | 5.91 | 5.40 | 0.19 | - | 5.59 | 0.33 | - |

For Property, Plant and Equipment and Intangible Assets existing as on 1st April 2018, i.e. the date of transition to Ind AS for the company, the company has elected to continue with the carrying values under previous GAAP for all the items of property, plant and equipment. The same election has been made in respect of intangible assets also as per the option available under para D7AA of Ind AS 101 "First Time Adoption".

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Standalone Financial Statements for the year ended 31st March, 2023**

| | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> |
|--|---|---|
| 9 | | |
| <u>Deferred Tax Liabilities (Net)</u> | | |
| On account of unabsorbed Depreciation | (0.22) | (0.27) |
| Financial assets - Investments at FVTOCI | 182.78 | 184.85 |
| Financial assets - Inventories at FVTPL | 0.35 | 17.18 |
| | <u>182.90</u> | <u>201.76</u> |
| 10 | | |
| <u>Other Non-Financial Liabilities</u> | | |
| Statutory Dues Payable | - | 0.19 |
| Liabilities for Expenses | 1.22 | 0.84 |
| | <u>1.22</u> | <u>1.03</u> |
| 12 | | |
| <u>Other Equity</u> | | |
| a | | |
| <u>Reserve Fund</u> | | |
| Balance at the beginning of the year | 24.69 | 16.85 |
| Addition during the year | - | 7.84 |
| Balance at the at the end of the year | <u>24.69</u> | <u>24.69</u> |
| b | | |
| <u>Retained Earnings</u> | | |
| Balance at the beginning of the year | (27.82) | (59.17) |
| Fair value change of Investments (net of deferred tax) | - | - |
| Restated balance at the beginning of the year | <u>(27.82)</u> | <u>(59.17)</u> |
| Profit / (Loss) for the year | (29.78) | 30.87 |
| Transfer to Reserve Fund | - | (7.84) |
| Transfer from Other Comprehensive Income | - | 8.33 |
| Balance at the at the end of the year | <u>(57.60)</u> | <u>(27.82)</u> |
| c | | |
| <u>Other Comprehensive Income</u> | | |
| Balance at the beginning of the year | 657.62 | 644.08 |
| Addition during the year | (7.28) | 21.86 |
| Transfer to Retained Earnings | - | (8.33) |
| Balance at the at the end of the year | <u>650.33</u> | <u>657.62</u> |
| Total Other Equity (a+b+c) | <u>617.42</u> | <u>654.49</u> |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

| 11 <u>Equity Share Capital</u> | | <u>2022-23</u> | | <u>2021-22</u> | |
|--------------------------------|--|----------------------|--------------------|----------------------|--------------------|
| | | <u>No. of Shares</u> | <u>(₹ in Lacs)</u> | <u>No. of Shares</u> | <u>(₹ in Lacs)</u> |
| a | <u>Authorised Share Capital</u> | | | | |
| | Ordinary Equity Shares of ₹ 10/- each with voting rights | 55,00,000 | 550.00 | 55,00,000 | 550.00 |
| | | 55,00,000 | 550.00 | 55,00,000 | 550.00 |
| b | <u>Issued Share Capital</u> | | | | |
| | Ordinary Equity Shares of ₹ 10/- each with voting rights | 50,00,900 | 500.09 | 50,00,900 | 500.09 |
| | | 50,00,900 | 500.09 | 50,00,900 | 500.09 |
| c | <u>Subscribed and Paid-up Share Capital</u> | | | | |
| | Ordinary Equity Shares of ₹ 10/- each with voting rights | 50,00,900 | 500.09 | 50,00,900 | 500.09 |
| | | 50,00,900 | 500.09 | 50,00,900 | 500.09 |

| d <u>Reconciliation of the number of shares at the beginning and at the end of the year</u> | <u>2022-2023</u> | | <u>2021-2022</u> | |
|---|----------------------|--------------------|----------------------|--------------------|
| | <u>No. of Shares</u> | <u>(₹ in Lacs)</u> | <u>No. of Shares</u> | <u>(₹ in Lacs)</u> |
| <u>Equity Shares</u> | | | | |
| At the beginning of the year | 50,00,900 | 500.09 | 50,00,900 | 500.09 |
| Issued during the year | - | - | - | - |
| Outstanding at the end of the year | 50,00,900 | 500.09 | 50,00,900 | 500.09 |

- e Rights Attached to the Shares
The company has only one class of shares having par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share.

- f Details of the Shareholder holding shares more than 5 %

| Name of the Shareholder | As at 31st March 2023 | | As at 31st March 2022 | |
|---------------------------|-----------------------|--------------|-----------------------|--------------|
| | No. of Shares | % of holding | No. of Shares | % of holding |
| Patni Resources Pvt. Ltd. | 824800 | 16.49% | 824800 | 16.49% |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023**g Details of Promoters holding shares at the end of the year**

| Shares held by Promoters as at the end of the year 31.03.2022 | | | | % Changes during the year |
|--|---------------------------------------|---------------------|------------------------------|--|
| S.No. | Promoter Name | No of Shares | % of Total Shares | |
| 1 | ARUNA PATNI | 20,000 | 0.40 | - |
| 2 | BIMAL KUMAR PATNI | 10,000 | 0.20 | - |
| 3 | BIMALA DEVI JAIN | 10,000 | 0.20 | - |
| 4 | DHANRAJ PATNI | 70,000 | 1.40 | - |
| 5 | DILIP KUMAR PATNI | 16,000 | 0.32 | - |
| 6 | G. G. RESOURCES PVT. LTD. | 10,000 | 0.20 | - |
| 7 | KAMAL NAYAN JAIN | 11,000 | 0.22 | - |
| 8 | MAHENDRA KUMAR PATNI | 45,300 | 0.91 | 0.20 |
| 9 | MEENA DEVI JAIN | 10,000 | 0.20 | - |
| 10 | NEELAM JAIN | 10,000 | 0.20 | - |
| 11 | OCTAL SECURITIES & SERVICES PVT. LTD. | 1,05,000 | 2.10 | - |
| 12 | PATNI RESOURCES PVT. LTD. | 8,24,800 | 16.49 | - |
| 13 | SANDEEP JAIN (PATNI) | 10,000 | 0.20 | - |
| 14 | SHANTI KUMAR PATNI | - | 0.00 | (0.20) |
| 15 | SHREE CHAND SARAOGI | 40,000 | 0.80 | - |
| 16 | SRISHTI PATNI | 1,40,000 | 2.80 | 0.20 |
| 17 | SUNITA DEVI PATNI | - | 0.00 | (0.20) |
| 18 | VIJAY KUMAR PATNI | 10,000 | 0.20 | - |
| | | 13,42,100 | 26.84 | 0 |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Standalone Financial Statements for the year ended 31st March, 2023**

| Shares held by Promoters as at the end of the year 31.03.2023 | | | | % Changes during the year |
|--|---------------------------------------|---------------------|------------------------------|--|
| S.No. | Promoter Name | No of Shares | % of Total Shares | |
| 1 | ARUNA PATNI | 20,000 | 0.40 | - |
| 2 | BIMAL KUMAR PATNI | 10,000 | 0.20 | - |
| 3 | BIMALA DEVI JAIN | 10,000 | 0.20 | - |
| 4 | DHANRAJ PATNI | 70,000 | 1.40 | - |
| 5 | DILIP KUMAR PATNI | 16,000 | 0.32 | - |
| 6 | G. G. RESOURCES PVT. LTD. | 10,000 | 0.20 | - |
| 7 | KAMAL NAYAN JAIN | 11,000 | 0.22 | - |
| 8 | MAHENDRA KUMAR PATNI | 45,300 | 0.91 | - |
| 9 | MEENA DEVI JAIN | 10,000 | 0.20 | - |
| 10 | NEELAM JAIN | 10,000 | 0.20 | - |
| 11 | OCTAL SECURITIES & SERVICES PVT. LTD. | 1,05,000 | 2.10 | - |
| 12 | PATNI RESOURCES PVT. LTD. | 8,24,800 | 16.49 | - |
| 13 | SANDEEP JAIN (PATNI) | 10,000 | 0.20 | - |
| 14 | SHREE CHAND SARAOGI | 40,000 | 0.80 | - |
| 15 | SRISHTI PATNI | 1,40,000 | 2.80 | - |
| 16 | VIJAY KUMAR PATNI | 10,000 | 0.20 | - |
| | | 13,42,100 | 26.84 | |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Standalone Financial Statements for the year ended 31st March, 2023**

| | <u>2022-23</u> <u>(₹ in Lacs)</u> | <u>2021-22</u> <u>(₹ in Lacs)</u> |
|--|--------------------------------------|--------------------------------------|
| I <u>Revenue From Operations</u> | | |
| 13 <u>Interest Income</u> | | |
| On Financial Assets measured at Amortised Cost | | |
| Interest on Loans | 21.36 | 17.23 |
| | <u>21.36</u> | <u>17.23</u> |
| 14 <u>Dividend Income</u> | | |
| Dividend from Shares lying as Non Current Investments | 0.12 | - |
| Dividend from shares lying as Inventories | 1.40 | 1.73 |
| | <u>1.52</u> | <u>1.73</u> |
| 15 <u>Sales of Products</u> | | |
| Sales of Equity Shares | 87.63 | - |
| | <u>87.63</u> | <u>-</u> |
| 16 <u>Other Income</u> | | |
| Interest Income on Income Tax Refund | 0.19 | - |
| Interest Income on Security Deposit | - | 0.03 |
| Speculation Loss | (0.00) | - |
| | <u>0.19</u> | <u>0.03</u> |
| 17 <u>Finance Costs</u> | | |
| A On Financial liabilities measured at Amortised Cost | | |
| i Interest on borrowings | | |
| From Others | - | 0.11 |
| ii Other interest expense | - | - |
| | <u>-</u> | <u>0.11</u> |
| 18 <u>Impairment on Financial Instruments</u> | | |
| A On Financial Instruments measured at Amortised Cost | | |
| Loans | 47.47 | 11.35 |
| B On Financial Instruments measured at fair value through OCI | | |
| Investments | - | - |
| | <u>47.47</u> | <u>11.35</u> |
| 19 <u>Purchase of Stock in Trade</u> | | |
| Purchases of Shares | - | - |
| | <u>-</u> | <u>-</u> |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Standalone Financial Statements for the year ended 31st March, 2023**

| | <u>2022-23</u> <u>(₹ in Lacs)</u> | <u>2021-22</u> <u>(₹ in Lacs)</u> |
|---|--------------------------------------|--------------------------------------|
| 20 <u>Changes in Inventories of Stock-In-Trade</u> | | |
| Opening Stock in trade | 94.03 | 25.78 |
| Less: Closing Stock in trade | 10.20 | 94.03 |
| | <u>83.82</u> | <u>(68.25)</u> |
| 21 <u>Employee Benefits Expense</u> | | |
| Salary & bonus | 9.95 | 10.95 |
| Staff Welfare Expenses | - | 0.04 |
| | <u>9.95</u> | <u>10.98</u> |
| <p># Salary & Bonus include ₹ 2.40 Lacs (P.Y. ₹ 2.40 Lacs) paid to Whole Time Director towards managerial remuneration.</p> | | |
| 22 <u>Depreciation and Amortisation Expense</u> | | |
| Depreciation of Tangible Assets | 0.03 | 0.19 |
| | <u>0.03</u> | <u>0.19</u> |
| 23 <u>Other Expenses</u> | | |
| Rates & Taxes | 0.45 | 0.25 |
| Rent | 0.72 | 0.72 |
| <u>Payment to Auditors</u> | | |
| For Statutory Audit | 0.18 | 0.18 |
| Advertisement Charges | 0.32 | 0.35 |
| Electricity Charges | 0.43 | 0.30 |
| Professional Fees | 1.00 | 0.66 |
| Repair & Maintenance | 0.61 | 0.46 |
| Internal Audit Fee | 0.09 | 0.09 |
| Printing & Stationery | 0.17 | 0.19 |
| Listing Fee | 3.84 | 3.75 |
| Travelling & Conveyance Expenses | 0.14 | 1.28 |
| Depository Charges | 0.67 | 0.74 |
| Communication Charges | 0.50 | 0.67 |
| Miscellaneous Expenses | 6.94 | 6.92 |
| | <u>16.06</u> | <u>16.56</u> |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Standalone Financial Statements for the year ended 31st March, 2023**

| | <u>2022-23</u> <u>(₹ in Lacs)</u> | <u>2021-22</u> <u>(₹ in Lacs)</u> |
|---|--------------------------------------|--------------------------------------|
| 24 <u>TAX EXPENSE</u> | | |
| <u>Current Tax</u> | | |
| Provision for Income Tax | - | - |
| Less: MAT Credit Entitlement | - | - |
| | <u>-</u> | <u>-</u> |
| 25 <u>OTHER COMPREHENSIVE INCOME</u> | | |
| <u>Items that will not be reclassified to profit or loss</u> | | |
| Fair value change of Investments | (9.36) | 15.63 |
| Tax expense on the above | 2.08 | (6.36) |
| | <u>(7.28)</u> | <u>9.26</u> |
| 26 <u>Earning per Shares</u> | | |
| Nominal Value of Equity Shares (₹) | 10.00 | 10.00 |
| a) Profit / (Loss) for the period | (29.78) | 30.87 |
| b) Weighted Average Number of Equity Shares | 50,00,900 | 50,00,900 |
| Basic EPS (a/b) | (0.60) | 0.62 |
| c) Weighted Average Number of Equity Shares | 50,00,900 | 50,00,900 |
| Diluted EPS (a/c) | (0.60) | 0.62 |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

NOTE - 27

Trade Receivable Ageing Schedule

| Particulars | Outstanding for following periods from due date of payment | | | | | (₹ in Lacs) |
|---|--|-----------------|------------|------------|-------------------|-------------|
| | Less than 6months | 6months- 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| | 31.03.2023 | 31.03.2023 | 31.03.2023 | 31.03.2023 | 31.03.2023 | 31.03.2023 |
| i) Undisputed Trade Receivables - Considered good | - | - | - | - | - | - |
| ii) Undisputed Trade Receivables - which have significant increase in credit risk | - | - | - | - | - | - |
| iii) Undisputed Trade Receivables - Credit Impaired | - | - | - | - | 5.00 | 5.00 |
| iv) Disputed Trade Receivable -Considered good | - | - | - | - | - | - |
| v) Disputed Trade Receivable - which have significant increase in credit risk | - | - | - | - | - | - |
| vi) Disputed Trade Receivables - Credit Impaired | - | - | - | - | - | - |

Trade Receivable Ageing Schedule

| Particulars | Outstanding for following periods from due date of payment | | | | | (₹ in Lacs) |
|---|--|-----------------|------------|------------|-------------------|-------------|
| | Less than 6months | 6months- 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| | 31.03.2022 | 31.03.2022 | 31.03.2022 | 31.03.2022 | 31.03.2022 | 31.03.2022 |
| i) Undisputed Trade Receivables - Considered good | - | - | - | - | - | - |
| ii) Undisputed Trade Receivables - which have significant increase in credit risk | - | - | - | - | - | - |
| iii) Undisputed Trade Receivables - Credit Impaired | - | - | - | - | 5.00 | 5.00 |
| iv) Disputed Trade Receivable -Considered good | - | - | - | - | - | - |
| v) Disputed Trade Receivable - which have significant increase in credit risk | - | - | - | - | - | - |
| vi) Disputed Trade Receivables - Credit Impaired | - | - | - | - | - | - |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

Note No. 28**Loan to Related Parties**

(₹ in Lacs)

| Type of Borrower | Amount of loan or advance in the nature of loan outstanding | | Percentage to the total Loans and Advances in the nature of loans | |
|------------------|---|-----------|---|-----------|
| | 2022-2023 | 2021-2022 | 2022-2023 | 2021-2022 |
| Promoters | - | - | 0.00% | 0.00% |
| Directors | - | - | 0.00% | 0.00% |
| KMPs | - | - | 0.00% | 0.00% |
| Related Party | - | - | 0.00% | 0.00% |
| | - | - | | |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

NOTE NO. 29

INVENTORIES

At Fair Value

| | <u>2022-23</u> | | <u>2021-22</u> | |
|---|-----------------------|---------------------------|-----------------------|---------------------------|
| <u>Shares (Quoted) Fully Paid up</u> | <u>Qty.</u> | <u>(₹ in Lacs)</u> | <u>Qty.</u> | <u>(₹ in Lacs)</u> |
| Bala Techno Global Limited | 2000 | 0.00 | 2,000 | 0.00 |
| Balmer Lawrie Investment Limited | 300 | 1.06 | 300 | 1.11 |
| Balmer Lawrie Vanleer Limited | 300 | 0.03 | 300 | 0.03 |
| Chemox Lab Limited | 100 | 0.00 | 100 | 0.00 |
| IM+ Capital Limited | 400 | 1.54 | 400 | 0.32 |
| Genus Power Infra. Limited | 3000 | 2.54 | 3,000 | 2.16 |
| Genus Paper & Board Limited | 3000 | 0.39 | 3,000 | 0.42 |
| Steel Exchange India Limited | 20 | 0.00 | 2 | 0.00 |
| Hindustan Finance Management Limited | 500 | 0.05 | 500 | 0.05 |
| Marsons Limited | 320 | 0.02 | 320 | 0.04 |
| Marsons Limited (Bonus) | 280 | 0.02 | 280 | 0.03 |
| MFL India Limited | 19000 | 0.13 | 19,000 | 0.29 |
| Precision Fastner Limited | 500 | 0.05 | 500 | 0.05 |
| The Scottish Assam (India) Limited | 21398 | 4.32 | 21,398 | 4.32 |
| Sharda Motor Industries Ltd. | 5 | 0.03 | 11,375 | 85.16 |
| Skyline NEPC Limited | 1000 | 0.01 | 1,000 | 0.01 |
| Spentex Industries Limited | 1000 | 0.01 | 1,000 | 0.02 |
| Total | 53123 | 10.20 | 64475 | 94.03 |

OCTAL CREDIT CAPITAL LIMITED

CIN -L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

30 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the 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, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

The gearing ratio at end of the reporting period was as follows:

(₹' in Lakhs)

| Particulars | As at 31.03.2023 | As at 31.03.2022 |
|---|------------------|------------------|
| Gross Debt | - | - |
| Cash and Marketable Securities | 85.74 | 9.80 |
| Net Debt (A) | -85.74 | -9.80 |
| Total Equity (As per Balance Sheet) (B) | 500.09 | 500.09 |
| Net Gearing (A/B) | - | - |

31 FINANCIAL INSTRUMENTS

i Valuation

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

- The fair value of investment in quoted Equity Shares is measured at quoted price or NAV or cost as available with the management.
- The fair value of the remaining financial instruments is determined using discounted cash flow analysis.

OCTAL CREDIT CAPITAL LIMITED

CIN -L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

Fair Valuation Measurement Hierarchy:

Amount (₹ Lakhs)

| Particulars | As at 31.03.2022 | | | As at 31.03.2022 | | |
|--|------------------|------------------------|---------|------------------|------------------------|---------|
| | Carrying Amount | Level of input used in | | Carrying Amount | Level of input used in | |
| | | Level 1 | Level 2 | | Level 1 | Level 2 |
| Financial Assets | | | | | | |
| At Amortised Cost | | | | | | |
| Cash and Cash Equivalents | 85.74 | | - | 9.80 | | |
| Bank balances other than Cash and Cash Equivalents | - | | - | - | | |
| Trade Receivables | - | | - | - | | |
| Loans | 178.02 | 10.35 | 53.99 | 173.81 | 63.09 | 1.25 |
| Investments | - | | - | - | | - |
| Other Financial Assets | 10.35 | | - | 94.18 | | - |
| At FVTOCI | | | | | | |
| Derivative Financial Instruments | - | | - | - | | |
| Investments | 1,011.44 | | - | 1,015.11 | | |
| Other Financial Assets | - | | - | - | | |
| Financial Liabilities | | | | | | |
| At Amortised Cost | | | | | | |
| Payables | | | | | | |
| Trade Payables | | | | | | |
| - total outstanding dues of micro enterprises and small enterprises | - | - | - | - | - | - |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | - | - | - | - | - | - |

OCTAL CREDIT CAPITAL LIMITED

CIN -L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

| | | | | | | |
|--|---|---|---|---|---|---|
| Other Payables | | | | - | | |
| - total outstanding dues of micro enterprises and small enterprises | - | - | - | - | - | - |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | - | - | - | - | - | - |
| Borrowings (Other than Debt Securities) | | | | | | |
| Deposits | | | | | | |
| Other Financial Liabilities | | | | | | |
| At FVTPL | | | | | | |
| Derivative Financial Instruments | - | - | - | - | - | - |

Note:

Level 1 : Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, mutual funds, bonds that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2 : The fair value of financial instruments that are not traded in an active market is determined using book value calculated on the basis of latest audited financial statements as available with the management or are valued at cost as no information is available with the management.

ii **Foreign Currency Risk : N.A.**

iii **Interest Rate Risk:**

The following table shows exposure of the Company's borrowings to interest rate changes at the end of the reporting period:

Amount (₹' Lakhs)

| Particulars | As at 31.03.2023 | As at 31.03.2022 |
|--------------------------------------|------------------|------------------|
| Term Loans from Bank | - | - |
| Loan repayable on demand from Bank | - | - |
| Loan repayable on demand from Others | - | - |
| Total | - | - |

OCTAL CREDIT CAPITAL LIMITED

CIN -L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

iv Credit Risk:

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due, causing financial loss to the company. Credit risk arises from company's activities in investments and outstanding receivables from customers.

The Company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Dues from customers to whom sales are made on credit are generally recovered within credit days allowed to the customer.

Following provides exposure to credit risk for trade receivables:

| Particulars | <u>Amount (₹' Lakhs)</u> | |
|-------------------|--------------------------|------------------|
| | As at 31.03.2023 | As at 31.03.2022 |
| Trade Receivables | 5.00 | 5.00 |
| Other Receivables | - | - |
| Total | 5.00 | 5.00 |

v Liquidity Risk:

Liquidity risk arises from the Company's inability to meet its cash flow commitments on time. Prudent liquidity risk management implies maintaining sufficient stock of cash and marketable securities (₹ 85.74 Lacs as on 31st March 2023; ₹ 9.80 Lacs as on 31st March 2022). Company accesses financial markets to meet its liquidity requirements.

The Company's liquidity is managed centrally with operating units forecasting their cash and liquidity requirements. Treasury pools the cash surpluses from across the different operating units and then arranges to either fund the net deficit or invest the net surplus in the market.

OCTAL CREDIT CAPITAL LIMITED**CIN -L74140WB1992PLC055931****Notes on Standalone Financial Statements for the year ended 31st March, 2023****32 Maturity Analysis of Assets and Liabilities**

The table below shows an analysis of assets and Liabilities according to when they are expected to be recovered or settled:-

(₹ in Lakhs)

| | As at 31.03.2023 | | | As at 31.03.2022 | | |
|---|-------------------|------------------------|-----------------|-------------------|------------------------|-----------------|
| | Upto 12 months | More than 12 months | Total | Upto 12 months | More than 12 months | Total |
| ASSETS | | | | | | |
| 1 FINANCIAL ASSETS | | | | | | |
| a Cash and Cash Equivalents | 85.74 | - | 85.74 | 9.80 | - | 9.80 |
| b Bank balances other than Cash and Cash Equivalents | - | - | - | - | - | - |
| c Derivative Financial Instruments | - | - | - | - | - | - |
| d <u>Receivables:</u> | | | | | | |
| i Trade Receivables | - | - | - | - | - | - |
| e Loans | 186.89 | - | 186.89 | 230.16 | - | 230.16 |
| f Investments | - | 1,011.44 | 1,011.44 | - | 1,015.11 | 1,015.11 |
| g Other Financial Assets | 10.35 | - | 10.35 | 94.18 | - | 94.18 |
| 2 NON FINANCIAL ASSETS | | | | | | |
| a Current Tax Assets (Net) | 5.63 | - | 5.63 | 6.55 | - | 6.55 |
| b Deferred Tax Assets (Net) | - | - | - | - | - | - |
| c Property, Plant & Equipment | - | 0.30 | 0.30 | - | 0.33 | 0.33 |
| d Other Intangible Assets | - | - | - | - | - | - |
| e Other Non- Financial Assets | 1.28 | - | 1.28 | 1.24 | - | 1.24 |
| Total Assets | 289.89 | 1,011.74 | 1,301.63 | 341.93 | 1,015.44 | 1,357.37 |

OCTAL CREDIT CAPITAL LIMITED

CIN -L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

| | As at 31.03.2023 | | | As at 31.03.2022 | | |
|--|-------------------|------------------------|---------------|-------------------|------------------------|---------------|
| | Upto 12 months | More than 12 months | Total | Upto 12 months | More than 12 months | Total |
| LIABILITIES | | | | | | |
| 1 FINANCIAL LIABILITIES | | | | | | |
| a Derivative Financial Instruments | - | - | - | - | - | - |
| b Payables | | | | | | |
| i Trade Payables | | | | | | |
| - total outstanding dues of micro enterprises and small enterprises | - | - | - | - | - | - |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | | - | - | | - | - |
| ii Other Payables | | | | | | |
| - total outstanding dues of micro enterprises and small enterprises | | - | - | | - | - |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | | - | - | | - | - |
| c Borrowings (Other than Debt Securities) | | - | - | | - | - |
| d Deposits | | - | - | | - | - |
| e Other Financial Liabilities | | - | - | | - | - |
| 2 NON FINANCIAL LIABILITIES | | | | | | |
| a Deferred Tax Liabilities (Net) | 182.90 | - | 182.90 | 201.76 | - | 201.76 |
| b Provisions | - | - | - | - | - | - |
| c Other Non-Financial Liabilities | 1.22 | - | 1.22 | 1.03 | - | 1.03 |
| Total Liabilities | 184.12 | - | 184.12 | 202.79 | - | 202.79 |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Standalone Financial Statements for the year ended 31st March, 2023

33 Other Regulatory Information

- i) Company has no immovable property as on the balance sheet date.
- ii) The company has not revalued its Property, Plant and Equipment during the year.
- iii) The company has not granted Loans or Advances in the nature of Loans to Promoters, directors, KMPs and the related parties.
- iv) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- v) The Company do not have any borrowings from banks or financial institutions and has not been declared a wilful defaulter.
- vi) The Company do not have any transactions with struck off companies.
- vii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory
- viii) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- ix) The Company do not have any subsidiary company as defined under clause (87) of section 2 of the Companies Act 2013.
- x) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a. 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
 - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- xi) The Company have 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) that the Company shall:
 - a. 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
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- xii) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- xiii) Disclosures under Section 186(4) of the Companies Act 2013 - NIL

OCTAL CREDIT CAPITAL LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

34 The Company has complied with the prudential norms as per NBFC's (Reserve Bank) Directions 1998 with regard to Income Recognition, Assets Classification, Accounting Standard and Provision for Bad & Doubtful Debts as applicable to it. Schedule in terms of Paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 is annexed hereto separately.

35 **Related Party Disclosure :**

Related party disclosures as required by Ind AS-18 – 'Related Party Disclosure' are given below:

Key Management Personnel (KMP) : Mr. Arihant Patni (Whole Time Director), Miss Sweety Dassani (Company Secretary) & Mr. Shyam Arora (CFO)

b) Transaction with Related Parties

(₹ in Lacs)

| Name of the Party | Relationship | Nature of Transaction | Volume of Transaction | | Outstanding as on | |
|------------------------|---------------------|-----------------------|-----------------------|-------|-------------------|------------|
| | | | 22-23 | 21-22 | 31.03.2023 | 31.03.2022 |
| Mr. Arihant Patni | Whole Time Director | Remuneration | 2.40 | 2.40 | -- | -- |
| Ms. Sweety Dassani | Company Secretary | Salary | 2.60 | 4.00 | -- | -- |
| Mr. Shyam Arora | CFO | Salary | 2.34 | 2.15 | -- | -- |
| Mrs. Anjana Devi Jain | Relative of KMP | Rent | 0.24 | 0.24 | -- | -- |
| Mrs. Preeti Patni | Relative of KMP | Rent | 0.24 | 0.24 | -- | -- |
| Mrs. Sunita Devi Patni | Relative of KMP | Rent | 0.24 | 0.24 | -- | -- |

36 Management has determined that there were no balances outstanding as at the beginning of the year and no transactions entered with Micro, Small and Medium Enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006, during the current year, based on the information available with the Company as at March 31, 2023.

37 **Analytical Ratios**

As per the Schedule III of Companies Act, 2013 requirements, following ratios are to be disclosed along with explanation for those ratios having variance of more than 25% as compared to preceding year.

| Particulars | As at 31.03.23 | As at 31.03.22 | % change | Reasons for variance |
|--|----------------|----------------|----------|----------------------|
| Capital to risk-weighted assets ratio (CRAR) | N.A. | N.A. | N.A. | |
| Tier I CRAR | N.A. | N.A. | N.A. | |
| Tier II CRAR | N.A. | N.A. | N.A. | |
| Liquidity Coverage Ratio | N.A. | N.A. | N.A. | |

OCTAL CREDIT CAPITAL LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

38 Information about Primary Business Segment:

(₹ in Lacs)

| P A R T I C U L A R S | Y E A R E N D E D | |
|--|-------------------|------------------|
| | 31st March, 2023 | 31st March, 2022 |
| | Audited | Audited |
| <u>Segment Revenue</u> | | |
| Financing Activity | 21.36 | 17.23 |
| Trading in Shares & Security/Investment Activity | 89.15 | 1.73 |
| Net Sales/ Income From Operation | 110.51 | 18.96 |
| <u>Segment Result</u> | | |
| Financing Activity | -26.11 | 5.77 |
| Trading in Shares & Security/Investment Activity | 5.33 | 69.98 |
| Less: Unallocable Expense Net of | | |
| Unallocable Income | 25.85 | 27.70 |
| Total Profit before Tax | -46.63 | 48.05 |
| <u>Capital Employed</u> | | |
| Financing Activity | 186.89 | 230.16 |
| Trading in Shares & Security/Investment Activity | 838.51 | 907.11 |
| Unallocated Corporate Assets less | 92.11 | 17.30 |
| Liabilities | | |
| Total | 1,117.51 | 1,154.57 |

39 Previous Year figures have been regrouped and/or rearranged wherever considered necessary.

As per our report of even date.

For RANJIT JAIN & CO.

Chartered Accountants

Firm Registration No. 322505E

D.K.Patni
Director
DIN:01069986

A.Patni
Whole Time Director
DIN:07210950

CA. Rajiv Jain

Partner

Membership No. 061650

UDIN- 23061650BGULLD1678

S. Dassani
Company Secretary

S.Arora
CFO

Place: Kolkata

Dated: The 29th Day of May, 2023

OCTAL CREDIT CAPITAL LTD.

Annexure to the Balance sheet of a Non - Deposit taking Non-Banking Financial Company[as required in terms of paragraph 13 of Non Systematically Important Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015]

(₹ in lakhs)

| | | |
|---|--|----------------------------------|
| (6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) : | | |
| Category | Market Value / Break up or fair value or NAV | Book Value (Net of Provisions) |
| 1. Related Parties | | |
| (a) Subsidiaries | Nil | Nil |
| (b) Companies in the same group | 11.16 | 11.16 |
| (c) Other related parties | Nil | Nil |
| 2. Other than related parties | | |
| Quoted Shares | 94.16 | 178.51 |
| Unquoted Shares | 916.32 | 916.32 |
| Total | 1021.64 | 1105.99 |
| (7) Other Information | | |
| | Particulars | Amount |
| (i) | Gross Non-Performing Assets | 64.34 |
| | (a) Related parties | - |
| | (b) Other than related parties | 64.34 |
| (ii) | Net Non-Performing Assets | 8.87 |
| | (a) Related parties | - |
| | (b) Other than related parties | 8.87 |
| (iii) | Assets acquired in satisfaction of debt | Nil |

As per our report of even date annexed

On behalf of the board

For RANJIT JAIN & CO.

Chartered Accountants

Firm Registration No. 322505E

D.K.Patni

Director

DIN:01069986

A.Patni

Whole Time Director

DIN:07210950

CA. Rajiv Jain

Partner

Membership No. 061650

UDIN- 23061650BGULLD1678

S. Dassani

Company Secretary

S.Arora

CFO

Place : Kolkata

Date : The 29th Day of May, 2023



INDEPENDENT AUDITORS' REPORT

To
The Members of
OCTAL CREDIT CAPITAL LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Ind AS Consolidated Financial Statements of **OCTAL CREDIT CAPITAL LIMITED** ("the Company") and its associates, which comprise the Consolidated Balance Sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Ind AS Consolidated financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act, of the state of affairs of the Company as at March 31, 2023, its Losses (including other comprehensive income), changes in equity and its cashflows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing 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 Consolidated 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 Consolidated Financial Statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Ind AS consolidated financial statements.

Key Audit Matters

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



| Key Audit Matters | Auditor's Response - Principal Audit Procedures |
|---|--|
| <p>1. Impairment loss allowance of loans Impairment loss allowance of loans ("Impairment loss allowance") is a key audit matter as the company has significant credit risk exposure. The value of loans on the balance sheet is significant and there is a high degree of complexity and judgment involved for the Company in estimating individual and collective credit impairment provisions, write-offs against these loans and to additionally determine the potential impact of unprecedented COVID-19 pandemic on asset quality and provision of the Company.</p> <p>The Company's model to calculate expected credit loss ("ECL") is inherently complex and judgment is applied in determining the three-stage impairment model ("ECL Model"), including the selection and input of forward-looking information. ECL provision calculations require the use of large volumes of data. The completeness and reliability of data can significantly impact the accuracy of the modelled impairment provisions. The accuracy of data flows and the implementation of related controls are critical for the integrity of the estimated impairment provisions.</p> | <p>We started our audit procedures with the understanding of the internal control environment related to Impairment loss allowance. Our procedures over internal controls focused on recognition and measurement of impairment loss allowance. We assessed the design and tested the operating effectiveness of the selected key controls implemented by the Company.</p> <p>We also assessed whether the impairment methodology used by the Company is in accordance with the assumptions and methodology approved by the Board of Directors of the Company, which is based on and in compliance with Ind AS 109, "Financial instruments". More particularly, we assessed the approach of the Company regarding the definition of default, Probability of Default, Loss Given Default and incorporation of forward-looking information for the calculation of ECL.</p> <p>For loans which are assessed for impairment on a portfolio basis, we performed particularly the following procedures:</p> <ul style="list-style-type: none"> - tested the reliability of key data inputs and related management controls; - checked the stage classification as at the balance sheet date as per definition of default; - validated the ECL model and calculation; - calculated the ECL provision manually for a selected sample. |

Other Information

The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report but does not include the Consolidated Ind AS Financial Statements and our auditors' report hereon. The above mentioned other information are expected to be made available to us after the date of this auditor's report.

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



In connection with our audit of the Ind AS Consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Ind AS Consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's responsibility for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS Consolidated financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS prescribed 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS Consolidated 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 respective Management and Board of Directors of the companies included in the Group are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the Ind AS Consolidated Financial Statements

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



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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public 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.



Other Matter

The Consolidated Financial Statement includes the Groups share of Loss of Rs. 17.09 Lacs for the financial year ended 31st March 2023, as considered in the consolidated financial statements, in respect of 1 associates, whose financial statements have not been audited by us. The aforesaid financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the associates and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid associates, is based solely on the reports of the other auditors.

Our opinion is not modified in respect of the above matters.

Report on other legal and regulatory requirements

1. 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 of the aforesaid Consolidated Ind AS Financial Statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Ind AS Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this report are in agreement with the books of account maintained for the purpose of preparation of the Consolidated Ind AS Financial Statements
 - (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - (e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2023, taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its associate companies none of the directors of the Group companies, incorporated in India are disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the adequacy of internal financial controls with reference to the Consolidated Ind AS Financial Statements of the Holding Company and its associate companies and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
 - (g) In our opinion and according to the information and explanations given to us the remuneration paid during the current year by the Holding Company, to its directors is in accordance with the provisions of Section 197 of the Act read with Schedule V to the Act.



2. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of audit reports of the other auditors on separate financial statements of such associates, as noted in the 'Other Matters' paragraph:
- i. The Group does not have any pending litigations which would impact its Consolidated Ind AS Financial Statements.
 - ii. The Group does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, 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 Group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

(c) Based on the audit procedures that are 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 Holding Company has not declared nor paid any dividend during the year. Hence, reporting the compliance with section 123 of the Act is not applicable.
 - vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.



3. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and based on our consideration of CARO reports issued by the respective auditors of the Company's such associates as referred to in Other Matters paragraph above, we report that there are no qualifications or adverse remarks in these CARO reports.

For RANJIT JAIN & CO.
Chartered Accountants
Firm Registration No. 322505E

Place: Kolkata
Date : 29th May, 2023

CA. Rajiv Jain
Partner
Membership No. 061650
UDIN- 23061650BGULLE9500



“Annexure B” to the Independent Auditor’s Report of even date on the Ind AS Consolidated Financial Statements of OCTAL CREDIT CAPITAL LIMITED

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 **OCTAL CREDIT CAPITAL LIMITED** and its associates as of March 31, 2023 in conjunction with our audit of the Ind AS consolidated 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 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 judgement, 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS Consolidated 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 March 31, 2023, 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.

Other Matters

Our aforesaid report under Section 143(3)(i) of the act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to 1 associate company which is incorporated in India, is based on the corresponding standalone report of the auditors, as applicable, of such companies incorporated in India.

For RANJIT JAIN & CO.
Chartered Accountants
Firm Registration No. 322505E

Place: Kolkata
Date : 29th May, 2023

CA. Rajiv Jain
Partner
Membership No. 061650
UDIN- 23061650BGULLE9500

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Address: 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata - 700 071

Consolidated Balance Sheet as at 31st March, 2023

(₹ in Lacs)

| | Note No. | As at 31.03.2023 | As at 31.03.2022 |
|-------------------------------------|----------|------------------|------------------|
| ASSETS | | | |
| 1 FINANCIAL ASSETS | | | |
| a Cash and Cash Equivalents | 1 | 85.74 | 9.80 |
| b <u>Receivables:</u> | | | |
| Trade Receivables | 2 | - | - |
| c Loans | 3 | 186.89 | 230.16 |
| d Investments | 4 | 1,318.10 | 1,338.86 |
| e Other Financial Assets | 5 | 10.35 | 94.18 |
| 2 NON FINANCIAL ASSETS | | | |
| a Current Tax Assets (Net) | 6 | 5.63 | 6.55 |
| b Property, Plant & Equipment | 7 | 0.30 | 0.33 |
| c Other Non- Financial Assets | 8 | 1.28 | 1.24 |
| Total Assets | | 1,608.29 | 1,681.11 |
| LIABILITIES AND EQUITY | | | |
| I LIABILITIES | | | |
| 1 NON FINANCIAL LIABILITIES | | | |
| a Deferred Tax Liabilities (Net) | 9 | 253.07 | 275.84 |
| b Other Non-Financial Liabilities | 10 | 1.22 | 1.03 |
| II EQUITY | | | |
| a Equity Share Capital | 11 | 500.09 | 500.09 |
| b Other Equity | 12 | 853.92 | 904.16 |
| Total Liabilities and Equity | | 1,608.29 | 1,681.11 |

Significant Accounting Policies : Note A & B

The accompanying notes 1 to 40 are an integral part of the Consolidated Financial Statements

As per our report of even date annexed

For and on behalf of the Board of Directors

For RANJIT JAIN & CO.

Chartered Accountants

Firm Registration No. 322505E

D.K.Patni

Director

DIN:01069986

A.Patni

Whole Time Director

DIN:07210950

CA. Rajiv Jain

Partner

Membership No. 061650

UDIN- 23061650BGULLE9500

S. Dassani

Company Secretary

S.Arora

CFO

Place: Kolkata

Dated: The 29th Day of May, 2023

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Address: 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata - 700 071

Consolidated Statement of Profit and Loss for the year ended 31st March, 2023

(₹ in Lacs)

| | Particulars | Note No. | 2022-23 | 2021-22 |
|------|---|----------|----------------|----------------|
| I | Revenue from Operations | | | |
| i | Interest Income | 13 | 21.36 | 17.23 |
| ii | Dividend Income | 14 | 1.52 | 1.73 |
| iii | Sale of products (including Excise Duty) | 15 | 87.63 | - |
| | Total Revenue from Operations | | 110.51 | 18.96 |
| II | Other Income | 16 | 0.19 | 0.03 |
| III | Total Income (I+II) | | 110.70 | 18.99 |
| IV | EXPENSES | | | |
| i | Finance Costs | 17 | - | 0.11 |
| ii | Impairment on Financial Instruments | 18 | 47.47 | 11.35 |
| iii | Purchase of stock-in-trade | 19 | - | - |
| iv | Changes in Inventories of Finished Goods, Stock-In-Trade and Work-in-Progress | 20 | 83.82 | (68.25) |
| v | Employee Benefits Expense | 21 | 9.95 | 10.98 |
| vi | Depreciation, Amortisation and Impairment | 22 | 0.03 | 0.19 |
| vii | Other Expenses | 23 | 16.06 | 16.56 |
| | Total Expenses (IV) | | 157.33 | (29.06) |
| V | Profit/(Loss) before Exceptional Items and Tax (III - IV) | | (46.63) | 48.05 |
| | Share in Profit and Loss of Associate | | (17.09) | 217.97 |
| VI | Exceptional Items | | - | - |
| VII | Profit/(Loss) before Tax (V - VI) | | (63.72) | 266.02 |
| VIII | Tax Expense: | | | |
| | Current Tax | 24 | - | - |
| | Income Tax for Earlier Year | | (0.07) | |
| | Deferred Tax | | (16.78) | 17.19 |
| IX | Profit/(Loss) for the period from continuing operations (VII - VIII) | | (46.87) | 248.83 |
| X | Profit/(loss) from discontinued operations | | - | - |
| XI | Tax Expense of discontinued operations | | - | - |
| XII | Profit/(loss) from discontinued operations(After tax) (X-XI) | | - | - |
| XIII | Profit/(loss) for the period (IX+XII) | | (46.87) | 248.83 |
| XIV | Other Comprehensive Income | | | |
| a.i | Items that will not be reclassified to profit or loss | 25 | (9.36) | 15.63 |
| a.ii | Income tax relating to items that will not be reclassified to profit or loss | | 5.99 | (43.64) |
| | Other Comprehensive Income for the period (Net of Tax) (XIV) | | (3.37) | (28.01) |
| XV | Total Comprehensive Income for the period (XIII + XIV) | | (50.24) | 220.83 |
| XVI | Earnings Per Share | 26 | | |
| i | Basic (Equity Share Face Value ₹ 10/- each) | | (0.94) | 4.98 |
| ii | Diluted (Equity Share Face Value ₹ 10/- each) | | (0.94) | 4.98 |

Significant Accounting Policies : Note A & B

The accompanying notes 1 to 40 are an integral part of the Consolidated Financial Statements

As per our attached report of even date

For and on behalf of the Board of Directors

For RANJIT JAIN & CO.

Chartered Accountants

Firm Registration No. 322505E

D.K.Patni

Director

DIN:01069986

A.Patni

Whole Time Director

DIN:07210950

CA. Rajiv Jain

Partner

Membership No. 061650

UDIN- 23061650BGULLE9500

Place: Kolkata

Dated: The 29th Day of May, 2023

S. Dassani

Company Secretary

S. Arora

(CFO)

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Address: 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata - 700 071

Statement of Change in Equity for the year ended 31st March, 2023**A. Equity Share Capital****(₹ in Lacs)****(1) Current Reporting Period**

| | |
|---|--------|
| Balance at the beginning of the reporting period i.e. 1st April 2022 | 500.09 |
| Changes in Equity Share Capital due to prior period errors | - |
| Restated Balance at the beginning of the Current Reporting Period | 500.09 |
| Changes in Equity Share Capital during the year | - |
| Balance at the end of the current reporting period i.e. 31st March 2023 | 500.09 |

(2) Previous Reporting Period

| | |
|---|--------|
| Balance at the beginning of the reporting period i.e. 1st April 2021 | 500.09 |
| Changes in Equity Share Capital due to prior period errors | - |
| Restated Balance at the beginning of the Current Reporting Period | 500.09 |
| Changes in Equity Share Capital during the year | - |
| Balance at the end of the current reporting period i.e. 31st March 2022 | 500.09 |

B. Other Equity**(1) Previous Reporting Period**

| | | | | Other Comprehensive Income | Total |
|---|--------------|----------------------------|-------------------|--|---------------|
| | Reserve Fund | Securities Premium Account | Retained Earnings | Equity Instrument through Other Comprehensive Income | |
| Balance at the beginning of the reporting period i.e. 1st April 2021 | 17.64 | 55.71 | (103.37) | 713.36 | 683.34 |
| Profit/(Loss) for the Year | - | | 248.83 | - | 248.83 |
| Fair value change of Investments (net of deferred tax) | - | | - | (28.01) | (28.01) |
| Transfer to/ (from) Retained Earnings | 7.84 | | (7.84) | - | - |
| Transfer to/ (from) OCI | | | 8.33 | (8.33) | - |
| Balance at the end of the reporting period i.e. 31st March 2022 | 25.48 | 55.71 | 145.94 | 677.03 | 904.16 |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Address: 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata - 700 071

Statement of Change in Equity for the year ended 31st March, 2023

(2) Current Reporting Period

| | | | | Other Comprehensive Income | Total |
|---|--------------|----------------------------|-------------------|--|---------|
| | Reserve Fund | Securities Premium Account | Retained Earnings | Equity Instrument through Other Comprehensive Income | |
| Balance at the beginning of the reporting period i.e. 1st April 2022 | 25.48 | 55.71 | 145.94 | 677.03 | 904.16 |
| Profit/(Loss) for the Year | - | | (46.87) | - | (46.87) |
| Fair value change of Investments (net of deferred tax) | - | | - | (3.37) | (3.37) |
| Transfer to/ (from) Retained Earnings | - | | - | - | - |
| Transfer to/ (from) OCI | - | | - | - | - |
| Balance at the end of the reporting period i.e. 31st March 2023 | 25.48 | | 99.07 | 673.65 | 853.92 |

The accompanying notes are an integral part of the Consolidated Financial Statements

As per our Report annexed of even date For and on behalf of the Board of Directors

For RANJIT JAIN & CO.
Chartered Accountants
Firm Registration No. 322505ECA. Rajiv Jain
Partner
Membership No. 061650
UDIN- 23061650BGULLE9500_____
D.K.Patni
Director
DIN:01069986_____
A.Patni
Whole Time Director
DIN:07210950Place: Kolkata
Dated: The 29th Day of May, 2023_____
S. Dassani
Company Secretary_____
S.Arora
CFO

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Address: 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata - 700 071

Consolidated Cash Flow Statement for the year ended 31st March, 2023

| | <u>2022-23</u> (₹ in Lacs) | <u>2021-22</u> (₹ in Lacs) |
|--|-------------------------------|-------------------------------|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net Profit Before Tax & Extraordinary Items | (63.72) | 266.02 |
| <u>Adjustment for :</u> | | |
| Depreciation & Amortization Expenses | 0.03 | 0.19 |
| Interest Expense on Loan | - | 0.11 |
| Share in Profit of Associate | 17.09 | (217.97) |
| Sundry Balances Written off | - | - |
| Impairment on Financial Instrument | 47.47 | 11.35 |
| Operating Profit before Working Capital Adjustment | 0.87 | 59.69 |
| <u>Changes in Working Capital</u> | | |
| (Increase)/Decrease in Trade Receivables | - | - |
| (Increase)/Decrease in Loans | (4.20) | (4.42) |
| (Increase)/Decrease in Borrowings | - | - |
| (Increase)/Decrease in Other Financial Asset | 83.82 | (56.88) |
| (Increase)/Decrease in Current Tax Asset | 0.92 | (1.90) |
| (Increase)/Decrease in Other Non-Financial Assets | (0.04) | 0.23 |
| Increase/(Decrease) in Other Financial Liabilities | - | - |
| Increase/(Decrease) in Other Non-Financial Liabilities | 0.18 | (0.63) |
| Cash Generated from Operation | 81.55 | (3.90) |
| Less: Payment of Taxes | (0.07) | - |
| Net cash flow from operating activities (A) | 81.62 | (3.90) |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | |
| Purchase of Investments | (5.69) | (5.45) |
| Proceeds from sale of Investments | - | 12.81 |
| Net cash realised from Investing Activities (B) | (5.69) | 7.36 |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | |
| Interest Expenses on Loan | - | (0.11) |
| Net cash realised from financing activities (C) | - | (0.11) |
| Net increase/(Decrease) in cash and cash equivalent | 75.94 | 3.35 |
| Opening Cash & Cash Equivalent | 9.80 | 6.45 |
| Closing Cash & Cash Equivalent | 85.74 | 9.80 |
| <u>CLOSING CASH & CASH EQUIVALENT</u> | | |
| Cash at Bank | 83.51 | 8.35 |
| Cash in Hand | 2.23 | 1.45 |
| | 85.74 | 9.80 |

As per our attached report of even date

For RANJIT JAIN & CO.

Chartered Accountants

Firm Registration No. 322505E

CA. Rajiv Jain

Partner

Membership No. 061650

UDIN- 23061650BGULLE9500

Place: Kolkata

Dated: The 29th Day of May, 2023

For and on behalf of the Board of Directors

D.K.Patni

Director

DIN:01069986

A.Patni

Whole Time Director

DIN:07210950

S. Dassani

Company Secretary

S.Arora

CFO

OCTAL CREDIT CAPITAL LIMITED

Notes to Consolidated Financial Statements as on and for the year ended 31st March, 2023

A. CORPORATE INFORMATION

Octal Credit Capital Limited having its registered office at 16A, Shakespeare Sarani, Unit II, 2nd Floor, Kolkata 700071 is a Non Banking Finance Company (Reg. with RBI) and is engaged in Loan Financing and Trading in Shares and Securities.

B. SIGNIFICANT ACCOUNTING POLICIES

B.1 Basis of Preparation

The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013. Upto the year ended March 31, 2019, the Company has prepared its financial statements in accordance with the requirement of Indian Generally Accepted Accounting Principles (GAAP), which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 and considered as "Previous GAAP. These financial statements are the Company's first Ind AS financial statements.

The financial statements have been prepared on a historical cost convention on the accrual basis, except for the following assets and liabilities which have been measured at fair value.

- a. Certain financial assets at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in Indian Rupees (₹ Lakhs).

B.2 Summary of Significant Accounting Policies

a) Property, Plant and Equipment

On transition to Ind AS, the Company has adopted optional exception under Ind AS 101 to measure property, plant and equipment at Indian GAAP carrying value as deemed cost. Consequently, the Indian GAAP carrying values has been assumed to be deemed cost of property, plant and equipment on the date of transition. Subsequently, property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation on the property, plant and equipment is provided over the useful life of assets as specified in schedule II to the Companies Act, 2013. Property, plant and equipment which are added / disposed off during the year, depreciation is provided on pro-rata basis with reference to the date of addition / deletion.

Property, plant and equipment's are eliminated from financial statement, either on disposal or when retired from active use. Profits / losses arising in the case of retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in the statement of profit and loss in the year of occurrence.

The estimated useful lives of Property, Plant & Equipments of the Company as follows:

| | | |
|-------------------------|---|---------------|
| Furniture & Fixtures | : | 10 years |
| Vehicles | : | 8 years |
| Office Equipment | : | 5 years |
| Computer & Accessories | : | 3 and 6 years |
| Air Conditioner | : | 10 years |
| Electrical Installation | : | 10 years |
| Generator | : | 10 years |

The assets residual values, useful lives and method of depreciation are reviewed at each financial year end and are adjusted prospectively, if appropriate.

OCTAL CREDIT CAPITAL LIMITED

Notes to Consolidated Financial Statements as on and for the year ended 31st March, 2023

b) Impairment of non-current assets

An asset is considered as impaired when at the date of Balance Sheet there are indications of impairment and the carrying amount of the asset or where applicable the cash generating unit to which the asset belongs exceeds its recoverable amount (i.e. the higher of the net asset selling price less cost to sell and value in use). The carrying amount is reduced to the recoverable amount and the reduction is recognised as an impairment loss in the statement of Profit and Loss. The impairment loss recognised in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount. Post impairment, depreciation is provided on the revised carrying value of the impaired asset over its remaining useful life.

c) Cash and Cash equivalents

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

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

d) Employee Benefits

Payment of Gratuity Act is not applicable to the company as numbers of employees are less than the minimum required for applicability of Gratuity Act.

e) Tax Expenses

The tax expense for the period comprises of current and deferred tax. Tax is recognised in Statement of Profit & Loss, except to the extent that it relates to items recognised in the comprehensive income or directly in equity respectively. In which case, the tax is also recognised in other comprehensive income or equity.

Current Tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the balance sheet date.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

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

f) Financial Instruments – Initial recognition, subsequent measurement and impairment

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

OCTAL CREDIT CAPITAL LIMITED

Notes to Consolidated Financial Statements as on and for the year ended 31st March, 2023

Financial Assets 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. Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortised cost.

Financial Assets – Subsequent Measurement

For the purpose of subsequent measurement financial assets are classified in two broad categories:-

- a) Financial Assets at fair value
- b) Financial assets at amortised cost

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)

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

- a) Business Model Test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flow (rather than to sell the instrument).
- b) Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option.

- a) Business Model Test: The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flow and selling financial assets.
- b) Cash Flow characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an accounting mismatch) that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. All other financial assets are measured at fair value through profit or loss.

All equity instruments are measured at fair value in the balance sheet, with value changes recognised through other comprehensive income, except for those equity instruments for which the entity has elected to present value changes in the statement of profit and loss.

OCTAL CREDIT CAPITAL LIMITED

Notes to Consolidated Financial Statements as on and for the year ended 31st March, 2023

Financial Assets – De-recognition

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

- a) The rights to receive cash flows from the asset have expired or
- b) The Company has transferred its rights to receive cash flow from the asset or has assumed an obligation to pay the received cash flow in full without material delay to a third party under a pass-through arrangement and either i) the company has transferred substantially all the risks and rewards of the asset, or ii) the company has neither transferred nor retained substantially all the risks and rewards of the assets, but has transferred control of the asset.

When the company has transferred its rights to receive cash flow from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying of the asset and the maximum amount of consideration that the company could be required to repay.

Financial Liabilities – Initial Recognition and Measurement

The financial liabilities are recognised initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payable, loans and borrowings including bank overdrafts.

Financial Liabilities – Subsequent Measurement

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

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.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss. Financial liabilities designated upon initial recognised at fair value through profit or loss are designated at the initial date of recognition and only if the criteria in Ind AS 109 as satisfied.

Financial Liabilities – Loans and Borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using Effective Interest Rate (EIR) Method. Gains and losses are recognised in profit and loss when the liabilities are de-recognition as well as through the EIR amortisation 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 amortisation in includes as finance costs in the statement of profit and loss.

OCTAL CREDIT CAPITAL LIMITED

Notes to Consolidated Financial Statements as on and for the year ended 31st March, 2023

Financial Liabilities – De-recognition

A financial liability is de-recognised 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 de-recognition 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.

g) Revenue Recognition and Other Income

Sale of Shares & Securities

Income from Sale of Shares is recognised on the date of transaction.

Interest income

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate to the net carrying amount of the financial asset. Interest income is included in the other income in the statement of profit and loss.

h) Provisions, contingent liabilities, contingent assets and commitments

Provisions are recognised when the company has a present obligations (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations and a reliable estimate can be made of the amount of the obligations. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the statement of Profit and loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

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

Contingent assets are not recognised. However when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

i) Current and Non-current Classification

The company presents assets and liabilities in statement of financial position based on current / non-current classification.

The company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by Ministry of Corporate Affairs.

An assets is classified as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle.
- b) Held primarily for the purpose of trading.
- c) Expected to be realised within twelve months after the reporting period or

OCTAL CREDIT CAPITAL LIMITED

Notes to Consolidated Financial Statements as on and for the year ended 31st March, 2023

- d) 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 classified as current when it is :

- a) Expected to be settled in normal operating cycle
- b) Held primarily for the purpose of trading
- c) Due to be settled within twelve months after the reporting period or
- d) 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 non-current

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities. The company has identified twelve months as its normal operating cycle.

j) 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.

- a) In the principal market for the asset or liability or
- b) 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 a 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 non-financial asset takes into account a market participants 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 minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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.

- a) Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- b) Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- c) 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 categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

OCTAL CREDIT CAPITAL LIMITED

Notes to Consolidated Financial Statements as on and for the year ended 31st March, 2023

k) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable rights to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable rights must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or counterparty.

B.3 Significant Accounting Judgement, Estimates and Assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future period. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

Property, Plant and Equipment

Internal technical team or user team assess the remaining useful lives and residual value of property, plant and equipment. Management believes that the assigned useful lives and residual value are reasonable.

Contingencies

Management has estimated the possible outflow of resources at the end of each annual reporting period, if any, in respect of contingencies / claim / litigations against the company as it is not possible to predict the outcome of pending matters with accuracy.

Impairment of Financial Assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

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 Units (CGU) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent to those from other assets or groups 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

OCTAL CREDIT CAPITAL LIMITED

Notes to Consolidated Financial Statements as on and for the year ended 31st March, 2023

time value of money and the risks specific to the asset. In determining fair value less cost of disposal recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.

Fair Value Measurement of Financial Instruments

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

C The Consolidated financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS')-28, including the rules notified under the relevant provisions of the Companies Act, 2013.

C.1 The consolidated financial statements relates to The Holding Company and its associates. The details are as given below:-

| | |
|----------------------------------|--------------------------------------|
| Name of Associates | New View Consultants Private Limited |
| Country Of Incorporation | India |
| Proportion of Ownership Interest | 22.74% |

C.2 Consolidation Process

Investment in Associates are accounted in accordance with Ind AS-28 on "Investments in Associates and Joint Ventures", under equity method. The difference between cost of investment in the associates and the share of net assets at the time of acquisition of shares in the associates is identified in the consolidated financial statements as Goodwill or Capital Reserve as the case may be.

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023**

| | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> |
|--|---|---|
| 1 | | |
| <u>Cash and Cash Equivalents</u> | | |
| i Cash on hand | 2.23 | 1.45 |
| ii Balances with Banks -- In Current Accounts | 83.51 | 8.35 |
| | <u>85.74</u> | <u>9.80</u> |
| 2 | | |
| <u>Receivables</u> | | |
| <u>i Trade Receivables</u> | | |
| a Receivables considered good - Secured | - | - |
| b <u>Receivables considered good - Unsecured</u> | | |
| From Others | - | - |
| c Receivables which have significant increase in Credit Risk | - | - |
| d Receivables - credit impaired | 5.00 | 5.00 |
| | <u>5.00</u> | <u>5.00</u> |
| Total - Gross | 5.00 | 5.00 |
| Less: Impairment loss allowance | 5.00 | 5.00 |
| | <u>-</u> | <u>-</u> |
| Total - Net | - | - |
| # For Ageing schedule - Note No 27 | | |
| 3 | | |
| <u>Loans</u> | | |
| <u>i At amortised cost</u> | | |
| a <u>Loans repayable on Demand(Unsecured)</u> | | |
| To Related Parties # | - | - |
| To Others | | |
| Unsecured - Considered good | 178.02 | 173.82 |
| Unsecured - Considered doubtful | 64.34 | 64.34 |
| | <u>242.36</u> | <u>238.16</u> |
| Total - Gross | 242.36 | 238.16 |
| Less: Impairment loss allowance | 55.47 | 8.00 |
| | <u>186.89</u> | <u>230.16</u> |
| Total - Net (i) | 186.89 | 230.16 |
| (A) Secured/Unsecured: | | |
| (a) Secured | - | - |
| (b) Unsecured | 242.36 | 238.16 |
| | <u>242.36</u> | <u>238.16</u> |
| Total (A) - Gross | 242.36 | 238.16 |
| Less: Impairment loss allowance | 55.47 | 8.00 |
| | <u>186.89</u> | <u>230.16</u> |
| Total (A) - Net | 186.89 | 230.16 |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023**

| | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> |
|---|---|---|
| (B) (i) Loans in India | | |
| (a) Private Sector | 242.36 | 238.16 |
| Total (B) (i) - Gross | <u>242.36</u> | <u>238.16</u> |
| Less: Impairment loss allowance * | 55.47 | 8.00 |
| Total (B) (i) - Net | <u>186.89</u> | <u>230.16</u> |
| (ii) Loans outside India | - | - |
| Less: Impairment loss allowance | - | - |
| Total (B) (ii) - Net | <u>-</u> | <u>-</u> |
| Total (B) (i+ii) | <u>186.89</u> | <u>230.16</u> |
| (C) Stage wise break up of loans | | |
| a Low Credit Risk (Stage 1) | 178.02 | 173.82 |
| b Significant increase in Credit Risk (Stage 2) | 10.35 | 63.09 |
| c Credit impaired (Stage 3) | 53.99 | 1.25 |
| | <u>242.36</u> | <u>238.16</u> |
| ii At fair value through other comprehensive income | - | - |
| iii At fair value through profit or loss | - | - |
| iv At fair value designated at fair value through profit or loss | - | - |
| Total (i+ii+iii+iv) | <u>186.89</u> | <u>230.16</u> |

The management of the company has considered Loan given to "3" parties amounting to ₹
* 53.99 Lacs as Non-Performing Assets as the interest and principal is not received and a provision of 100% has been made as per RBI guidelines.

The management of the company has considered Loan given to "3" party amounting to ₹
* 10.35 Lacs as Non-Performing Assets as the interest and principal is not received and a provision of 10% has been made as per RBI guidelines.

This amounts includes Rs 0.45 Lacs (P.Y Rs 0.43 Lacs) as provision on Standard Asset @
* 0.25% as per RBI Guidelines

Disclosure regarding Loans & Advances to Related Parties Refer Note No.28

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023**

| | | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> | |
|----------|---|---|----------------------|---|---------------|
| 4 | <u>Investments</u> | | <u>No. of</u> | | |
| | | | <u>Shares</u> | | |
| I | <u>(A) At Amortised Cost</u> | | <u>No. of</u> | | |
| | | | <u>Shares</u> | | |
| | <u>i Equity Instruments:</u> | | | | |
| | <u>(Unquoted, Non-Trade Investments)</u> | | | | |
| | <u>In Associate</u> | | | | |
| | New View Consultant (P) Ltd. (extent of holding - 22.74%, P.Y. - 22.74%)(includes Capital Reserve of Rs. 414.08 Lacs) | 5,58,000 | 317.82 | 5,58,000 | 334.91 |
| | Total (A) | 5,58,000 | 317.82 | 5,58,000 | 334.91 |
| | <u>(B) At fair value through other comprehensive income</u> | | | | |
| | <u>Equity Instruments:</u> | | | | |
| | <u>i (Quoted, Non trade Investments)</u> | | | | |
| | Arihant Enterprises Limited | 10,000 | 0.10 | 10,000 | 0.10 |
| | Ashika Credit Capital Ltd. | 28,000 | 11.06 | 28,000 | 10.47 |
| | Baid Mercantiles Limited | 82,000 | 8.20 | 82,000 | 8.20 |
| | C.R.B Corporations Limited | 2,900 | 0.03 | 2,900 | 0.03 |
| | C.R.B. Capitals Limited | 100 | 0.00 | 100 | 0.00 |
| | Checons Limited | 1,700 | 0.85 | 1,700 | 0.85 |
| | Consortium Vyapaar Limited | 500 | 0.01 | 500 | 0.01 |
| | Electrosteel Casting Limited | 15,000 | 4.82 | 15,000 | 5.92 |
| | GMB Ceramics Limited | 300 | 0.00 | 300 | 0.00 |
| | Grapco Industries Limited | 7,000 | 0.07 | 7,000 | 0.07 |
| | International Construction Limited | 6,900 | 3.06 | 6,900 | 3.06 |
| | Kankkinara Enterprises Limited (Form: Bhatpara Papers Limited) | 33,333 | 0.33 | 33,333 | 0.33 |
| | Lords Chemical Limited | 1,000 | 0.04 | 1,000 | 0.04 |
| | Quality Synthetics Limited | 6,500 | 2.47 | 6,500 | 2.47 |
| | Shradha Projects Ltd. | 2,64,600 | 52.92 | 2,64,600 | 52.92 |
| | Uniworth (I) Limited | 460 | 0.00 | 460 | 0.00 |
| | Uniworth Textile Limited | 75 | 0.00 | 75 | 0.00 |
| | Total (i) | 4,60,368 | 83.96 | 4,60,368 | 84.48 |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023**

| | | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> |
|------------|--|---|-----------------|---|
| ii | <u>(UnQuoted, Non trade Investments)</u> <u>In Other Companies*</u> | | | |
| | Nirmalkunj Projects Pvt Ltd | 1,90,300 | 20.86 | 1,35,000 |
| | Octal Securities & Services (P) Ltd. | 5,10,000 | 189.92 | 5,10,000 |
| | Patni Resources (P) Ltd. | 4,30,000 | 163.74 | 4,30,000 |
| | Trans Scan Securities (P) Ltd. | 13,61,250 | 345.76 | 13,61,250 |
| | Darkin Vincom (P) Ltd. | 4,84,200 | 169.57 | 4,84,200 |
| | M.S. Finvests (P) Ltd. | 1,08,000 | 5.03 | 1,08,000 |
| | Varanasi Commercial Limited | 1,400 | 9.56 | 1,400 |
| | Niche Technologies Pvt Ltd | 30,000 | 11.88 | 30,000 |
| | Total (ii) | 31,15,150 | 916.32 | 30,59,850 |
| | Total B (i + ii) | 35,75,518 | 1,000.28 | 35,20,218 |
| | Total Gross I=(A+B) | 41,33,518 | 1,318.10 | 40,78,218 |
| II | i Investment outside India | - | - | - |
| | ii Investment in India | 41,33,518 | 1,318.10 | 40,78,218 |
| | Total Gross II | 41,33,518 | 1,318.10 | 40,78,218 |
| III | Less: Allowance for Impairment Loss | - | - | - |
| IV | Total Net IV = I - III | 41,33,518 | 1,318.10 | 40,78,218 |

* Investments are valued at book value calculated on the basis of latest audited financial statements as available with the management.

| | | |
|--|--------|--------|
| Cost of quoted investments | 21.14 | 21.14 |
| Aggregate cost of unquoted investments | 157.19 | 151.50 |
| Aggregate cost of investments | 178.33 | 172.64 |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023**

| | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> |
|--|---|---|
| 5 | | |
| <u>Other Financial Assets</u> | | |
| (Unsecured, considered good) | | |
| a Security Deposits to Others | 0.15 | 0.15 |
| b Inventories (Refer Note No. 29) | 10.20 | 94.03 |
| c <u>Interest Accrued and due on Loans</u> | | |
| From Others | 12.63 | 12.63 |
| | <u>22.98</u> | <u>106.81</u> |
| Less: Impairment loss allowance | 12.63 | 12.63 |
| | <u>10.35</u> | <u>94.18</u> |
| 6 | | |
| <u>Current Tax Assets (Net)</u> | | |
| Balance with Income Tax Authorities | 3.34 | 3.34 |
| Advance Tax Payment (Net of Provisions) | 2.29 | 3.21 |
| | <u>5.63</u> | <u>6.55</u> |
| 8 | | |
| <u>Other Non-Financial Assets</u> | | |
| (Unsecured Considered Good) | | |
| Prepaid Expenses | 0.18 | 0.14 |
| Security Deposit with CESC | 0.10 | 0.10 |
| Other Advance | 1.00 | 1.00 |
| | <u>1.28</u> | <u>1.24</u> |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Consolidated Financial Statements for the year ended 31st March, 2023

7 Property, Plant & Equipment

₹ in Lacs

| PARTICULARS | GROSS BLOCK | | | | DEPRECIATION | | | | NET BLOCK | |
|----------------------|---------------------|----------|------------------------|---------------------|---------------------|-----------------|----------------------------|---------------------|---------------------|---------------------|
| | As at 01.04.2022 | Addition | Disposal/ Deduction | As at 31.03.2023 | As at 01.04.2022 | For the Year | Adjustment for Disposal | As at 31.03.2023 | As at 31.03.2023 | As at 31.03.2022 |
| Furniture & Fixtures | 0.83 | - | - | 0.83 | 0.69 | 0.03 | - | 0.72 | 0.11 | 0.14 |
| Office Equipment | 2.14 | - | - | 2.14 | 2.10 | - | - | 2.10 | 0.04 | 0.04 |
| Computers & Printers | 2.94 | - | - | 2.94 | 2.80 | - | - | 2.80 | 0.15 | 0.15 |
| Total | 5.91 | - | - | 5.91 | 5.59 | 0.03 | - | 5.62 | 0.30 | 0.33 |
| Previous Year | 5.91 | - | - | 5.91 | 5.40 | 0.19 | - | 5.59 | 0.33 | - |

For Property, Plant and Equipment and Intangible Assets existing as on 1st April 2018, i.e. the date of transition to Ind AS for the company, the company has elected to continue with the carrying values under previous GAAP for all the items of property, plant and equipment. The same election has been made in respect of intangible assets also as per the option available under para D7AA of Ind AS 101 "First Time Adoption".

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023**

| | <u>As at</u> <u>31.03.2023</u> <u>(₹ in Lacs)</u> | <u>As at</u> <u>31.03.2022</u> <u>(₹ in Lacs)</u> |
|--|---|---|
| 9 | | |
| <u>Deferred Tax Liabilities (Net)</u> | | |
| On account of unabsorbed Depreciation | (0.22) | (0.27) |
| Financial assets - Investments at FVTOCI | 252.94 | 258.93 |
| Financial assets - Inventories at FVTPL | 0.35 | 17.18 |
| | <u>253.07</u> | <u>275.84</u> |
| 10 | | |
| <u>Other Non-Financial Liabilities</u> | | |
| Statutory Dues Payable | - | 0.19 |
| Liabilities for Expenses | 1.22 | 0.84 |
| | <u>1.22</u> | <u>1.03</u> |
| 12 | | |
| <u>Other Equity</u> | | |
| a | | |
| <u>Reserve Fund</u> | | |
| Balance at the beginning of the year | 25.48 | 17.64 |
| Addition during the year | - | 7.84 |
| Balance at the at the end of the year | <u>25.48</u> | <u>25.48</u> |
| b | | |
| Securities Premium Account | | |
| Balance at the beginning of the year | 55.71 | 55.71 |
| Addition during the year | - | - |
| Balance at the at the end of the year | <u>55.71</u> | <u>55.71</u> |
| c | | |
| <u>Retained Earnings</u> | | |
| Balance at the beginning of the year | 145.94 | (103.37) |
| Fair value change of Investments (net of deferred tax) | - | - |
| Restated balance at the beginning of the year | 145.94 | (103.37) |
| Profit / (Loss) for the year | (46.87) | 248.83 |
| Transfer to Reserve Fund | - | (7.84) |
| Transfer from Other Comprehensive Income | - | 8.33 |
| Balance at the at the end of the year | <u>99.07</u> | <u>145.94</u> |
| d | | |
| <u>Other Comprehensive Income</u> | | |
| Balance at the beginning of the year | 677.03 | 713.36 |
| Addition during the year | (3.37) | (28.01) |
| Transfer to Retained Earnings | - | (8.33) |
| Balance at the at the end of the year | <u>673.65</u> | <u>677.03</u> |
| Total Other Equity (a+b+c+d) | <u>853.92</u> | <u>904.16</u> |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Consolidated Financial Statements for the year ended 31st March, 2023

11 Equity Share Capital

| | <u>2022-23</u> | | <u>2021-22</u> | |
|--|----------------------|--------------------|----------------------|--------------------|
| | <u>No. of Shares</u> | <u>(₹ in Lacs)</u> | <u>No. of Shares</u> | <u>(₹ in Lacs)</u> |
| a <u>Authorised Share Capital</u> | | | | |
| Ordinary Equity Shares of ₹ 10/- each with voting rights | 55,00,000 | 550.00 | 55,00,000 | 550.00 |
| | 55,00,000 | 550.00 | 55,00,000 | 550.00 |
| b <u>Issued Share Capital</u> | | | | |
| Ordinary Equity Shares of ₹ 10/- each with voting rights | 50,00,900 | 500.09 | 50,00,900 | 500.09 |
| | 50,00,900 | 500.09 | 50,00,900 | 500.09 |
| c <u>Subscribed and Paid-up Share Capital</u> | | | | |
| Ordinary Equity Shares of ₹ 10/- each with voting rights | 50,00,900 | 500.09 | 50,00,900 | 500.09 |
| | 50,00,900 | 500.09 | 50,00,900 | 500.09 |

d Reconciliation of the number of shares at the beginning and at the end of the year

| | <u>2022-2023</u> | | <u>2021-2022</u> | |
|------------------------------------|----------------------|--------------------|----------------------|--------------------|
| <u>Equity Shares</u> | <u>No. of Shares</u> | <u>(₹ in Lacs)</u> | <u>No. of Shares</u> | <u>(₹ in Lacs)</u> |
| At the beginning of the year | 50,00,900 | 500.09 | 50,00,900 | 500.09 |
| Issued during the year | - | - | - | - |
| Outstanding at the end of the year | 50,00,900 | 500.09 | 50,00,900 | 500.09 |

e Rights Attached to the Shares

The company has only one class of shares having par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share.

f Details of the Shareholder holding shares more than 5 %

| Name of the Shareholder | As at 31st March 2023 | | As at 31st March 2022 | |
|---------------------------|-----------------------|--------------|-----------------------|--------------|
| | No. of Shares | % of holding | No. of Shares | % of holding |
| Patni Resources Pvt. Ltd. | 824800 | 16.49% | 824800 | 16.49% |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023****g Details of Promoters holding shares at the end of the year**

| Shares held by Promoters as at the end of the year 31.03.2022 | | | | % Changes during the year |
|---|---------------------------------------|------------------|-------------------|---------------------------|
| S.No. | Promoter Name | No of Shares | % of Total Shares | |
| 1 | ARUNA PATNI | 20,000 | 0.40 | - |
| 2 | BIMAL KUMAR PATNI | 10,000 | 0.20 | - |
| 3 | BIMALA DEVI JAIN | 10,000 | 0.20 | - |
| 4 | DHANRAJ PATNI | 70,000 | 1.40 | - |
| 5 | DILIP KUMAR PATNI | 16,000 | 0.32 | - |
| 6 | G. G. RESOURCES PVT. LTD. | 10,000 | 0.20 | - |
| 7 | KAMAL NAYAN JAIN | 11,000 | 0.22 | - |
| 8 | MAHENDRA KUMAR PATNI | 45,300 | 0.91 | 0.20 |
| 9 | MEENA DEVI JAIN | 10,000 | 0.20 | - |
| 10 | NEELAM JAIN | 10,000 | 0.20 | - |
| 11 | OCTAL SECURITIES & SERVICES PVT. LTD. | 1,05,000 | 2.10 | - |
| 12 | PATNI RESOURCES PVT. LTD. | 8,24,800 | 16.49 | - |
| 13 | SANDEEP JAIN (PATNI) | 10,000 | 0.20 | - |
| 14 | SHANTI KUMAR PATNI | - | 0.00 | (0.20) |
| 15 | SHREE CHAND SARAOGI | 40,000 | 0.80 | - |
| 16 | SRISHTI PATNI | 1,40,000 | 2.80 | 0.20 |
| 17 | SUNITA DEVI PATNI | - | 0.00 | (0.20) |
| 18 | VIJAY KUMAR PATNI | 10,000 | 0.20 | - |
| | | 13,42,100 | 26.84 | - |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023**

| Shares held by Promoters as at the end of the year 31.03.2023 | | | | % Changes during the year |
|--|---------------------------------------|---------------------|------------------------------|--|
| S.No. | Promoter Name | No of Shares | % of Total Shares | |
| 1 | ARUNA PATNI | 20,000 | 0.40 | - |
| 2 | BIMAL KUMAR PATNI | 10,000 | 0.20 | - |
| 3 | BIMALA DEVI JAIN | 10,000 | 0.20 | - |
| 4 | DHANRAJ PATNI | 70,000 | 1.40 | - |
| 5 | DILIP KUMAR PATNI | 16,000 | 0.32 | - |
| 6 | G. G. RESOURCES PVT. LTD. | 10,000 | 0.20 | - |
| 7 | KAMAL NAYAN JAIN | 11,000 | 0.22 | - |
| 8 | MAHENDRA KUMAR PATNI | 45,300 | 0.91 | - |
| 9 | MEENA DEVI JAIN | 10,000 | 0.20 | - |
| 10 | NEELAM JAIN | 10,000 | 0.20 | - |
| 11 | OCTAL SECURITIES & SERVICES PVT. LTD. | 1,05,000 | 2.10 | - |
| 12 | PATNI RESOURCES PVT. LTD. | 8,24,800 | 16.49 | - |
| 13 | SANDEEP JAIN (PATNI) | 10,000 | 0.20 | - |
| 14 | SHREE CHAND SARAOGI | 40,000 | 0.80 | - |
| 15 | SRISHTI PATNI | 1,40,000 | 2.80 | - |
| 16 | VIJAY KUMAR PATNI | 10,000 | 0.20 | - |
| | | 13,42,100 | 26.84 | |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023**

| | <u>2022-23</u> (₹ in Lacs) | <u>2021-22</u> (₹ in Lacs) |
|--|-------------------------------|-------------------------------|
| I <u>Revenue From Operations</u> | | |
| 13 <u>Interest Income</u> | | |
| On Financial Assets measured at Amortised Cost | | |
| Interest on Loans | 21.36 | 17.23 |
| | <u>21.36</u> | <u>17.23</u> |
| 14 <u>Dividend Income</u> | | |
| Dividend from Shares lying as Non Current Investments | 0.12 | - |
| Dividend from shares lying as Inventories | 1.40 | 1.73 |
| | <u>1.52</u> | <u>1.73</u> |
| 15 <u>Sales of Products</u> | | |
| Sales of Equity Shares | 87.63 | - |
| | <u>87.63</u> | <u>-</u> |
| 16 <u>Other Income</u> | | |
| Interest Income on Income Tax Refund | 0.19 | - |
| Interest Income on Security Deposit | - | 0.03 |
| Liabilities No Longer Req. Written Back | - | - |
| Speculation Loss | (0.00) | - |
| | <u>0.19</u> | <u>0.03</u> |
| 17 <u>Finance Costs</u> | | |
| A On Financial liabilities measured at Amortised Cost | | |
| i Interest on borrowings | | |
| From Others | - | 0.11 |
| ii Other interest expense | - | - |
| | <u>-</u> | <u>0.11</u> |
| 18 <u>Impairment on Financial Instruments</u> | | |
| A On Financial Instruments measured at Amortised Cost | | |
| Loans | 47.47 | 11.35 |
| B On Financial Instruments measured at fair value through OCI | | |
| Investments | - | - |
| | <u>47.47</u> | <u>11.35</u> |
| 19 <u>Purchase of Stock in Trade</u> | | |
| Purchases of Shares | - | - |
| | <u>-</u> | <u>-</u> |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023**

| | <u>2022-23</u> <u>(₹ in Lacs)</u> | <u>2021-22</u> <u>(₹ in Lacs)</u> |
|--|--------------------------------------|--------------------------------------|
| 20 <u>Changes in Inventories of Stock-In-Trade</u> | | |
| Opening Stock in trade | 94.03 | 25.78 |
| Less: Closing Stock in trade | 10.20 | 94.03 |
| | <u>83.82</u> | <u>(68.25)</u> |
| 21 <u>Employee Benefits Expense</u> | | |
| Salary & bonus | 9.95 | 10.95 |
| Staff Welfare Expenses | - | 0.04 |
| | <u>9.95</u> | <u>10.98</u> |
| # Salary & Bonus include ₹ 2.40 Lacs (P.Y. ₹ 2.40 Lacs) paid to Whole Time Director towards managerial remuneration. | | |
| 22 <u>Depreciation and Amortisation Expense</u> | | |
| Depreciation of Tangible Assets | 0.03 | 0.19 |
| | <u>0.03</u> | <u>0.19</u> |
| 23 <u>Other Expenses</u> | | |
| Rates & Taxes | 0.45 | 0.25 |
| Rent | 0.72 | 0.72 |
| <u>Payment to Auditors</u> | | |
| For Statutory Audit | 0.18 | 0.18 |
| Advertisement Charges | 0.32 | 0.35 |
| Electricity Charges | 0.43 | 0.30 |
| Professional Fees | 1.00 | 0.66 |
| Repair & Maintenance | 0.61 | 0.46 |
| Internal Audit Fee | 0.09 | 0.09 |
| Printing & Stationery | 0.17 | 0.19 |
| Listing Fee | 3.84 | 3.75 |
| Travelling & Conveyance Expenses | 0.14 | 1.28 |
| Depository Charges | 0.67 | 0.74 |
| Communication Charges | 0.50 | 0.67 |
| Miscellaneous Expenses | 6.94 | 6.92 |
| | <u>16.06</u> | <u>16.56</u> |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023**

| | <u>2022-23</u> <u>(₹ in Lacs)</u> | <u>2021-22</u> <u>(₹ in Lacs)</u> |
|--|--------------------------------------|--------------------------------------|
| 24 TAX EXPENSE | | |
| Current Tax | | |
| Provision for Income Tax | - | - |
| Less: MAT Credit Entitlement | - | - |
| | <u>-</u> | <u>-</u> |
| | <u>-</u> | <u>-</u> |
| 25 OTHER COMPREHENSIVE INCOME | | |
| Items that will not be reclassified to profit or loss | | |
| Fair value change of Investments | (9.36) | 15.63 |
| Tax expense on the above | 5.99 | (43.64) |
| | <u>(3.37)</u> | <u>(28.01)</u> |
| | <u>(3.37)</u> | <u>(28.01)</u> |
| 26 Earning per Shares | | |
| Nominal Value of Equity Shares (₹) | 10.00 | 10.00 |
| a) Profit / (Loss) for the period | (46.87) | 248.83 |
| b) Weighted Average Number of Equity Shares | 50,00,900 | 50,00,900 |
| Basic EPS (a/b) | (0.94) | 4.98 |
| c) Weighted Average Number of Equity Shares | 50,00,900 | 50,00,900 |
| Diluted EPS (a/c) | (0.94) | 4.98 |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Consolidated Financial Statements for the year ended 31st March, 2023

NOTE - 27**Trade Receivable Ageing Schedule**

| Particulars | Outstanding for following periods from due date of payment | | | | | (₹ in Lacs) |
|---|--|-----------------|------------|------------|-------------------|-------------|
| | Less than 6months | 6months- 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| | 31.03.2023 | 31.03.2023 | 31.03.2023 | 31.03.2023 | 31.03.2023 | 31.03.2023 |
| i) Undisputed Trade Receivables - Considered good | - | - | - | - | - | - |
| ii) Undisputed Trade Receivables - which have significant increase in credit risk | - | - | - | - | - | - |
| iii) Undisputed Trade Receivables - Credit Impaired | - | - | - | - | 5.00 | 5.00 |
| iv) Disputed Trade Receivable - Considered good | - | - | - | - | - | - |
| v) Disputed Trade Receivable - which have significant increase in credit risk | - | - | - | - | - | - |
| vi) Disputed Trade Receivables - Credit Impaired | - | - | - | - | - | - |

Trade Receivable Ageing Schedule

| Particulars | Outstanding for following periods from due date of payment | | | | | (₹ in Lacs) |
|---|--|-----------------|------------|------------|-------------------|-------------|
| | Less than 6months | 6months- 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| | 31.03.2022 | 31.03.2022 | 31.03.2022 | 31.03.2022 | 31.03.2022 | 31.03.2022 |
| i) Undisputed Trade Receivables - Considered good | - | - | - | - | - | - |
| ii) Undisputed Trade Receivables - which have significant increase in credit risk | - | - | - | - | - | - |
| iii) Undisputed Trade Receivables - Credit Impaired | - | - | - | - | 5.00 | 5.00 |
| iv) Disputed Trade Receivable - Considered good | - | - | - | - | - | - |
| v) Disputed Trade Receivable - which have significant increase in credit risk | - | - | - | - | - | - |
| vi) Disputed Trade Receivables - Credit Impaired | - | - | - | - | - | - |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Consolidated Financial Statements for the year ended 31st March, 2023

Note No. 28**Loan to Related Parties**

(₹ in Lacs)

| Type of Borrower | Amount of loan or advance in the nature of loan outstanding | | Percentage to the total Loans and Advances in the nature of loans | |
|------------------|---|-----------|---|-----------|
| | 2022-2023 | 2021-2022 | 2022-2023 | 2021-2022 |
| Promoters | - | - | 0.00% | 0.00% |
| Directors | - | - | 0.00% | 0.00% |
| KMPs | - | - | 0.00% | 0.00% |
| Related Party | - | - | 0.00% | 0.00% |
| | - | - | | |

OCTAL CREDIT CAPITAL LIMITED**CIN: L74140WB1992PLC055931****Notes on Consolidated Financial Statements for the year ended 31st March, 2023****NOTE NO. 29****INVENTORIES****At Historical Cost or Market Value whichever is lower**

| | <u>2022-23</u> | | <u>2021-22</u> | |
|---|-----------------------|---------------------------|-----------------------|---------------------------|
| <u>Shares (Quoted) Fully Paid up</u> | <u>Qty.</u> | <u>(₹ in Lacs)</u> | <u>Qty.</u> | <u>(₹ in Lacs)</u> |
| Bala Techno Global Limited | 2000 | 0.00 | 2,000 | 0.00 |
| Balmer Lawrie Investment Limited | 300 | 1.06 | 300 | 1.11 |
| Balmer Lawrie Vanleer Limited | 300 | 0.03 | 300 | 0.03 |
| Chemox Lab Limited | 100 | 0.00 | 100 | 0.00 |
| IM+ Capital Limited | 400 | 1.54 | 400 | 0.32 |
| Genus Power Infra. Limited | 3000 | 2.54 | 3,000 | 2.16 |
| Genus Paper & Board Limited | 3000 | 0.39 | 3,000 | 0.42 |
| Steel Exchange India Limited | 20 | 0.00 | 2 | 0.00 |
| Hindustan Finance Management Limited | 500 | 0.05 | 500 | 0.05 |
| Marsons Limited | 320 | 0.02 | 320 | 0.04 |
| Marsons Limited (Bonus) | 280 | 0.02 | 280 | 0.03 |
| MFL India Limited | 19000 | 0.13 | 19,000 | 0.29 |
| Precision Fastner Limited | 500 | 0.05 | 500 | 0.05 |
| The Scottish Assam (India) Limited | 21398 | 4.32 | 21,398 | 4.32 |
| Sharda Motor Industries Ltd. | 5 | 0.03 | 11,375 | 85.16 |
| Skyline NEPC Limited | 1000 | 0.01 | 1,000 | 0.01 |
| Spentex Industries Limited | 1000 | 0.01 | 1,000 | 0.02 |
| Total | 53123 | 10.20 | 64475 | 94.03 |

OCTAL CREDIT CAPITAL LIMITED

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Notes on Consolidated Financial Statements for the year ended 31st March, 2023

30 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the 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, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

The gearing ratio at end of the reporting period was as follows:

| Particulars | (₹' in Lakhs) | |
|---|------------------|------------------|
| | As at 31.03.2023 | As at 31.03.2022 |
| Gross Debt | - | - |
| Cash and Marketable Securities | 85.74 | 9.80 |
| Net Debt (A) | -85.74 | -9.80 |
| Total Equity (As per Balance Sheet) (B) | 500.09 | 500.09 |
| Net Gearing (A/B) | - | - |

31 FINANCIAL INSTRUMENTS

i Valuation

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

- The fair value of investment in quoted Equity Shares is measured at quoted price or NAV or cost as available with the management.
- The fair value of the remaining financial instruments is determined using discounted cash flow analysis.

OCTAL CREDIT CAPITAL LIMITED

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Notes on Consolidated Financial Statements for the year ended 31st March, 2023

Fair Valuation Measurement Hierarchy:

Amount (₹ Lakhs)

| Particulars | As at 31.03.2023 | | | As at 31.03.2022 | | |
|--|------------------|------------------------|---------|------------------|------------------------|---------|
| | Carrying Amount | Level of input used in | | Carrying Amount | Level of input used in | |
| | | Level 1 | Level 2 | | Level 1 | Level 2 |
| Financial Assets | | | | | | |
| At Amortised Cost | | | | | | |
| Cash and Cash Equivalents | 85.74 | | - | 9.80 | | - |
| Bank balances other than Cash and Cash Equivalents | - | | - | - | | - |
| Trade Receivables | - | | - | - | | - |
| Loans | 178.02 | 10.35 | 53.99 | 173.82 | 63.09 | 1.25 |
| Investments | - | | - | - | | - |
| Other Financial Assets | 10.35 | | - | 94.18 | | - |
| At FVTOCI | | | | | | |
| Derivative Financial Instruments | - | | - | - | | - |
| Investments | 1,318.10 | | - | 1,338.86 | | - |
| Other Financial Assets | - | | - | - | | - |
| Financial Liabilities | | | | | | |
| At Amortised Cost | | | | | | |
| Payables | | | | | | |
| Trade Payables | | | | | | |
| - total outstanding dues of micro enterprises and small enterprises | - | - | - | - | - | - |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | - | - | - | - | - | - |

OCTAL CREDIT CAPITAL LIMITED

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Notes on Consolidated Financial Statements for the year ended 31st March, 2023

| | | | | | | |
|--|---|---|---|---|---|---|
| Other Payables | | | | | | |
| - total outstanding dues of micro enterprises and small enterprises | - | - | - | - | - | - |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | - | - | - | - | - | - |
| Borrowings (Other than Debt Securities) | | | | | | |
| Deposits | | | | | | |
| Other Financial Liabilities | | | | | | |
| At FVTPL | | | | | | |
| Derivative Financial Instruments | - | - | - | - | - | - |

Note:

Level 1 : Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, mutual funds, bonds that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2 : The fair value of financial instruments that are not traded in an active market is determined using book value calculated on the basis of latest audited financial statements as available with the management or are valued at cost as no information is available with the management.

ii Foreign Currency Risk : N.A.

iii Interest Rate Risk:

The following table shows exposure of the Company's borrowings to interest rate changes at the end of the reporting period:

Amount (₹ Lakhs)

| Particulars | As at 31.03.2023 | As at 31.03.2022 |
|--------------------------------------|------------------|------------------|
| Term Loans from Bank | - | - |
| Loan repayable on demand from Bank | - | - |
| Loan repayable on demand from Others | - | - |
| Total | - | - |

OCTAL CREDIT CAPITAL LIMITED

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Notes on Consolidated Financial Statements for the year ended 31st March, 2023

iv Credit Risk:

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due, causing financial loss to the company. Credit risk arises from company's activities in investments and outstanding receivables from customers.

The Company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Dues from customers to whom sales are made on credit are generally recovered within credit days allowed to the customer.

Following provides exposure to credit risk for trade receivables:

| Particulars | <u>Amount (₹' Lakhs)</u> | |
|-------------------|--------------------------|------------------|
| | As at 31.03.2023 | As at 31.03.2022 |
| Trade Receivables | 5.00 | 5.00 |
| Other Receivables | - | - |
| Total | 5.00 | 5.00 |

v Liquidity Risk:

Liquidity risk arises from the Company's inability to meet its cash flow commitments on time. Prudent liquidity risk management implies maintaining sufficient stock of cash and marketable securities (₹ 85.74 Lacs as on 31st March 2023; ₹ 9.80 Lacs as on 31st March 2022). Company accesses financial markets to meet its liquidity requirements.

The Company's liquidity is managed centrally with operating units forecasting their cash and liquidity requirements. Treasury pools the cash surpluses from across the different operating units and then arranges to either fund the net deficit or invest the net surplus in the market.

OCTAL CREDIT CAPITAL LIMITED

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Notes on Consolidated Financial Statements for the year ended 31st March, 2023

32 Maturity Analysis of Assets and Liabilities

The table below shows an analysis of assets and Liabilities according to when they are expected to be recovered or settled:-

(₹ in Lakhs)

| | As at 31.03.2023 | | | As at 31.03.2022 | | |
|---|-------------------|------------------------|-----------------|-------------------|------------------------|-----------------|
| | Upto 12 months | More than 12 months | Total | Upto 12 months | More than 12 months | Total |
| ASSETS | | | | | | |
| 1 FINANCIAL ASSETS | | | | | | |
| a Cash and Cash Equivalents | 85.74 | - | 85.74 | 9.79 | - | 9.79 |
| b Bank balances other than Cash and Cash Equivalents | - | - | - | - | - | - |
| c Derivative Financial Instruments | - | - | - | - | - | - |
| d <u>Receivables:</u> | | | | | | |
| i Trade Receivables | - | - | - | - | - | - |
| e Loans | 186.89 | - | 186.89 | 230.16 | - | 230.16 |
| f Investments | - | 1,318.10 | 1,318.10 | - | 1,338.86 | 1,338.86 |
| g Other Financial Assets | 10.35 | - | 10.35 | 94.18 | - | 94.18 |
| 2 NON FINANCIAL ASSETS | | | | | | |
| a Current Tax Assets (Net) | 5.63 | - | 5.63 | 6.55 | - | 6.55 |
| b Deferred Tax Assets (Net) | - | - | - | - | - | - |
| c Property, Plant & Equipment | - | 0.30 | 0.30 | - | 0.33 | 0.33 |
| d Other Intangible Assets | - | - | - | - | - | - |
| e Other Non- Financial Assets | 1.28 | - | 1.28 | 1.24 | - | 1.24 |
| Total Assets | 289.89 | 1,318.40 | 1,608.29 | 341.92 | 1,339.19 | 1,681.11 |

OCTAL CREDIT CAPITAL LIMITED

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Notes on Consolidated Financial Statements for the year ended 31st March, 2023

| | As at 31.03.2023 | | | As at 31.03.2022 | | |
|--|-------------------|------------------------|---------------|-------------------|------------------------|---------------|
| | Upto 12 months | More than 12 months | Total | Upto 12 months | More than 12 months | Total |
| LIABILITIES | | | | | | |
| 1 FINANCIAL LIABILITIES | | | | | | |
| a Derivative Financial Instruments | - | - | - | - | - | - |
| b Payables | | | | | | |
| i Trade Payables | | | | | | |
| - total outstanding dues of micro enterprises and small enterprises | - | - | - | - | - | - |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | | - | - | | - | - |
| ii Other Payables | | | | | | |
| - total outstanding dues of micro enterprises and small enterprises | | - | - | | - | - |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | | - | - | | - | - |
| c Borrowings (Other than Debt Securities) | | - | - | | - | - |
| d Deposits | | - | - | | - | - |
| e Other Financial Liabilities | | - | - | | - | - |
| 2 NON FINANCIAL LIABILITIES | | | | | | |
| a Deferred Tax Liabilities (Net) | 253.07 | - | 253.07 | 275.84 | - | 275.84 |
| b Provisions | - | - | - | - | - | - |
| c Other Non-Financial Liabilities | 1.22 | - | 1.22 | 1.03 | - | 1.03 |
| Total Liabilities | 254.29 | - | 254.29 | 276.87 | - | 276.87 |

OCTAL CREDIT CAPITAL LIMITED

CIN: L74140WB1992PLC055931

Notes on Consolidated Financial Statements for the year ended 31st March, 2023

33 Other Regulatory Information

- i) Company has no immovable property as on the balance sheet date.
- ii) The company has not revalued its Property, Plant and Equipment during the year.
- iii) The company has not granted Loans or Advances in the nature of Loans to Promoters, directors, KMPs and the related parties.
- iv) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- v) The Company do not have any borrowings from banks or financial institutions and has not been declared a wilful defaulter.
- vi) The Company do not have any transactions with struck off companies.
- vii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory
- viii) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- ix) The Company do not have any subsidiary company as defined under clause (87) of section 2 of the Companies Act 2013.
- x) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a. 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
 - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- xi) The Company have 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) that the Company shall:
 - a. 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
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- xii) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- xiii) Disclosures under Section 186(4) of the Companies Act 2013 - NIL

OCTAL CREDIT CAPITAL LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

34 The Company has complied with the prudential norms as per NBFC's (Reserve Bank) Directions 1998 with regard to Income Recognition, Assets Classification, Accounting Standard and Provision for Bad & Doubtful Debts as applicable to it. Schedule in terms of Paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 is annexed hereto separately.

35 **Related Party Disclosure :**

Related party disclosures as required by Ind AS-24 - 'Related Party Disclosure' are given below:

Key Management Personnel (KMP) : Mr. Arihant Patni (Whole Time Director), Miss Sweety Dassani (Company Secretary) & Mr. Shyam Arora (CFO)

b) Transaction with Related Parties

(Amount in ₹ Lacs)

| Name of the Party | Relationship | Nature of Transaction | Volume of Transaction | | Outstanding as on | |
|------------------------|---------------------|-----------------------|-----------------------|-------|-------------------|------------|
| | | | 22-23 | 21-22 | 31.03.2023 | 31.03.2022 |
| Mr. Arihant Patni | Whole Time Director | Remuneration | 2.40 | 2.40 | -- | -- |
| Ms. Sweety Dassani | Company Secretary | Salary | 2.60 | 4.00 | -- | -- |
| Mr. Shyam Arora | CFO | Salary | 2.34 | 2.15 | -- | -- |
| Mrs. Anjana Devi Jain | Relative of KMP | Rent | 0.24 | 0.24 | -- | -- |
| Mrs. Preeti Patni | Relative of KMP | Rent | 0.24 | 0.24 | -- | -- |
| Mrs. Sunita Devi Patni | Relative of KMP | Rent | 0.24 | 0.24 | -- | -- |

36 Management has determined that there were no balances outstanding as at the beginning of the year and no transactions entered with Micro, Small and Medium Enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006, during the current year, based on the information available with the Company as at March 31, 2023.

37 **Analytical Ratios**

As per the Schedule III of Companies Act, 2013 requirements, following ratios are to be disclosed along with explanation for those ratios having variance of more than 25% as compared to preceding year.

| Particulars | As at 31.03.23 | As at 31.03.22 | % change | Reasons for variance |
|--|----------------|----------------|----------|----------------------|
| Capital to risk-weighted assets ratio (CRAR) | N.A. | N.A. | N.A. | |
| Tier I CRAR | N.A. | N.A. | N.A. | |
| Tier II CRAR | N.A. | N.A. | N.A. | |
| Liquidity Coverage Ratio | N.A. | N.A. | N.A. | |

OCTAL CREDIT CAPITAL LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

38. **Information about Primary Business Segment:**

(₹ in Lacs)

| P A R T I C U L A R S | Y E A R E N D E D | |
|--|-------------------|------------------|
| | 31st March, 2023 | 31st March, 2022 |
| | Audited | Audited |
| <u>Segment Revenue</u> | | |
| Financing Activity | 21.36 | 17.23 |
| Trading in Shares & Security/Investment Activity | 89.15 | 1.73 |
| Net Sales / Income From Operation | 110.51 | 18.96 |
| <u>Segment Result</u> | | |
| Financing Activity | -26.11 | 5.77 |
| Trading in Shares & Security/Investment Activity | 5.33 | 69.98 |
| Less: Unallocable Expense Net of | | |
| Unallocable Income | 25.85 | 27.70 |
| Total Profit before Share of Associate | -46.63 | 48.05 |
| Add/(Less)- Share of Profit of Associate | -17.09 | 217.97 |
| Total Profit before Tax | -63.72 | 266.02 |
| <u>Capital Employed</u> | | |
| Financing Activity | 186.89 | 230.16 |
| Trading in Shares & Security/Investment Activity | 1075.01 | 1156.78 |
| Unallocated Corporate Assets less | 92.11 | 17.31 |
| Liabilities | | |
| Total | 1354.01 | 1404.25 |

| 39 <u>Additional information, as required under schedule III to the Companies Act 2013, of enterprises consolidated as Associates:</u> | | | | |
|--|---|-----------------------|---|-----------------------|
| Name of the Enterprise | Net Assets i.e. Total assets minus Total liabilities | | Share in Profit or loss | |
| | As % of consolidated net assets | Amount (₹ in Lacs) | As % of consolidated profit or loss | Amount (₹ in lacs) |
| Parent | | | | |
| Octal Credit Capital Limited | 76.53 | 1036.19 | 65.98% | -33.15 |
| Subsidiaries | - | - | - | - |
| Minority Interests in all subsidiaries | - | - | - | - |
| Associates (Investment as per the equity method) | | | | |
| Indian | | | | |
| New View Consultant Private Limited | 23.47 | 317.82 | 34.02% | -17.09 |
| | 100.00% | 1354.01 | 100.00 % | -50.24 |

OCTAL CREDIT CAPITAL LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

40 Previous Year figures have been regrouped and/or rearranged wherever considered necessary.

As per our report of even date annexed

For RANJIT JAIN & CO.

Chartered Accountants

Firm Registration No. 322505E

CA. Rajiv Jain

Partner

Membership No. 061650

UDIN- 23061650BGULLE9500

Place: Kolkata

Dated: The 29th Day of May, 2023

For and on behalf of the Board of Directors

D.K.Patni

Director

DIN:01069986

A.Patni

Whole Time Director

DIN:07210950

S. Dassani

Company Secretary

S.Arora

CFO

OCTAL CREDIT CAPITAL LIMITED

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Ph no. 033-2282-6815/6818/6899, Fax no. 033-2231-4193

Email: octalcredit1992@gmail.com/octal1@cal2.vsnl.net.in Website : www.occl.co.in

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 31st Annual General Meeting (AGM) of the members of Octal Credit Capital Limited ("the Company") will be held on Monday, 18th Day of September, 2023 at 03.00 P.M. at its Registered office, 16A, Shakespeare Sarani, Unit - II, 2ND floor, Kolkata - 700 071 to transact the following businesses

ORDINARY BUSINESS

1. To consider and adopt the Audited Annual Financial Statement (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2023 together with the Reports of the Auditors and the Board of Directors thereon and to consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Directors' Report and the Audited Annual Financial Statement (Standalone & Consolidated) for the financial year ended 31st March, 2023 along with the Auditors' Report thereon are hereby considered, approved and adopted."

2. To appoint a Director in place of Mr. Dilip Kumar Patni (DIN 01069986) who retires by rotation and, being eligible, offers himself for reappointment.

Therefore, the shareholders are requested to consider and if thought fit, to pass with or without modifications the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013, approval of the Board be and is hereby accorded for re-appointment of Mr. Dilip Kumar Patni (DIN 01069986), Director, who shall retire by rotation at the ensuing Annual General Meeting and be re-appointed as Director of the company."

NOTES:

1. 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. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of member not exceeding fifty (50) and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument appointing Proxy as per the format included in the Annual Report should be deposited at the Registered Office of the Company, duly completed and sign not less than FORTY-EIGHT HOURS before the commencement of the meeting.
2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

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3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from 12th day of September, 2023 to 18th day of September, 2023 (both days inclusive).
5. The Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by Companies and has issued a circular on April 21, 2011 stating that the service of document by a Company can be made through electronic mode. Electronic copy of the Annual Report for the FY 2022-23 is being sent to all the members whose email id's are registered with the Company/Depository Participants. Members who have not yet registered their email addresses are requested to register the same with their DPs, in case the shares are held by them in electronic form and with the Company/ Niche Technologies Pvt Ltd., the Registrar and Share Transfer Agent in case the shares are held by them in physical form.
6. Documents referred to in the accompanying Notice and the statement and other statutory registers are available for inspection by members at the Registered Office of the Company during office hours on all working days except Saturdays, Sundays and Holidays between 11:00 a.m. to 1:00 p.m. up to the date of Annual General Meeting.
7. Members / proxies are requested to bring their attendance slip along with their copy of Annual Report to the meeting. As a measure of economy, copies of the Annual Report will not be distributed at the meeting. Members, who hold shares in dematerialised form, are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
8. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to notify any change in their address or bank mandates immediately to the RTA.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to their Depository Participants. Members holding shares in physical form are required to submit their PAN details to the company.
10. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to Niche Technologies Pvt. Ltd. for their doing the needful.
11. Members are requested to notify change in address, if any, immediately to Niche Technologies Pvt. Ltd. quoting their folio numbers.
12. The Notice of the 31ST AGM and instructions for e-voting, along with the Attendance Slip and Proxy Form, is being sent by electronic mode to all members whose email addresses are registered with the Company / Depository Participant(s) unless a member has requested for a hard copy of the same. Members may also note that the Notice of the 31ST AGM and the Annual Report 2023

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will be available on the Company's website, www.occl.co.in. The Notice can also be accessed from the websites of the Stock Exchanges where the shares are listed, viz www.bseindia.com and www.cse-india.com. The said Notice is also available on the website of NSDL at www.evoting.nsdl.com.

13. Members are requested to send their queries, if any, relating to the accounts of the Company, well in advance, so that the necessary information can be made available at the meeting.
14. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
15. Additional information, as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of director seeking appointment / reappointment are given hereunder :

| | |
|---|--|
| Name | Mr. Dilip Kumar Patni |
| DIN | 01069986 |
| Age | 55 |
| Qualification | Chartered Accountant |
| Experience | 31 Years |
| Expertise in specific functional Area | Corporate Law & Finance |
| Terms and Conditions of Appointment/ Reappointment along with details of remuneration sought to be paid | The details are provided in the resolution at Item no. 2 of this notice. |
| Remuneration Last drawn (including sitting fee, if any) as per last audited Balance sheet as on 31 st March 2023 | Nil |
| Date of first appointment on the Board | 15.06.1993 |
| Relationship with other Directors / KMP | Husband of Mrs. Vandana Patni and Uncle of Mr. Arihant Patni |
| Directorship held in other Companies | <ol style="list-style-type: none">1. PATNI RESOURCES PVT LTD2. NICHE TECHNOLOGIES PRIVATE LIMITED3. TRANS SCAN SECURITIES PRIVATE LIMITED4. GEMINI VINIMAY PRIVATE LIMITED5. PACE CART PRIVATE LIMITED |

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| | |
|---|---|
| | 6. NIRMALKUNJ PROJECTS PRIVATE LIMITED 7. TEENLOK BUILDERS PRIVATE LIMITED 8. LIFEFRESH REALCON PRIVATE LIMITED 9. OCTAL REALCON PRIVATE LIMITED |
| Membership / Chairmanship of the Committee of the Board of Directors of other Companies in which he/she is a Director | Nil |
| Number of Equity Shares held in the Company as on 31.03.2023 | 16000 |

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Friday 15th September, 2023 at 09:00 A.M. and ends on Sunday, 17th September, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, 11th September, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 11th September, 2023.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

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Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders | Login Method |
|---|--|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"><li data-bbox="539 521 1439 1144">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<li data-bbox="539 1144 1439 1697">2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.<li data-bbox="539 1697 1439 1816">3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. |

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| | |
|--|--|
| | <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p> |
| Individual Shareholders holding securities in demat mode with CDSL | <ol style="list-style-type: none">1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.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. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. 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. |

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| | |
|--|---|
| 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. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. |
|--|---|

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. NSDL and CDSL.

| Login type | Helpdesk details |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 |

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

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4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|--|--|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****. |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***. |

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

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6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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REGISTERED OFFICE : 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA - 700 071

Ph no. 033-2282-6815/6818/6899, Fax no. 033-2231-4193

Email: octalcredit1992@gmail.com/octal1@cal2.vsnl.net.in Website : www.occl.co.in

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to patnibl@yahoo.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 octalcredit1992@gmail.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to octalcredit1992@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

OCTAL CREDIT CAPITAL LIMITED

CIN : L74140WB1992PLC055931

REGISTERED OFFICE : 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA - 700 071

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4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

By Order of the Board

Place: Kolkata
Date: 25.08.2023

Shyam Arora
CFO and Compliance Officer

OCTAL CREDIT CAPITAL LIMITED

CIN : L74140WB1992PLC055931

REGISTERED OFFICE : 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA - 700 071

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ANNEXURE TO THE NOTICE FOR THE 31ST ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 18th DAY OF SEPTEMBER, 2023

Name & Registered Address
of Sole/First named Member:

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID :

No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Rules 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Monday, 18th Day of September, 2023 at 03.00 P.M. at its Registered office, 16A, Shakespeare Sarani, Unit - II, 2ND floor, Kolkata - 700 071 and at any adjournment thereof.

The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evoting.nsdl.com>.

The Electronic Voting Particulars are set out below:

| EVEN (Electronic Voting Event Number) | USER - ID | PASSWORD |
|--|------------------|-----------------|
| 125375 | | |

The E-voting facility will be available during the following voting period:

| Remote e-Voting start on | Remote e-Voting end on |
|---|---|
| 15th September, 2023 at 9:00 A.M. (IST) | 17th September, 2023 at 5:00 P.M. (IST) |

Please read the instructions mentioned in the Notice of the AGM before exercising your vote.

By Order of the Board

Place: Kolkata
Date: 25.08.2023

SHYAM ARORA
CFO and Compliance Officer

Encl: AGM Notice / Attendance Slip / Proxy Form / Annual Report

OCTAL CREDIT CAPITAL LIMITED

CIN : L74140WB1992PLC055931

REGISTERED OFFICE : 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA - 700 071

Ph no. 033-2282-6815/6818/6899, Fax no. 033-2231-4193

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Dear Shareholder(s),

Sub: Service of Documents through Electronic Mode

Your Company is making an effort to build a greener world and we request your support. You are requested to subscribe to a soft copy of the Company's various documents like Notices of Meetings, Annual Reports and other shareholder communication by registering your email id with your Depository Participant (DP)/Company, if you have not already done so. You are also requested to keep your DP/Company informed of any change in your email id. With this one small action, you could leave a greener legacy for future generations. We look forward to your support.

Thanking you,

Yours sincerely

For OCTAL CREDIT CAPITAL LIMITED

Shyam Arora
CFO

-----Cut Here-----

ATTENDANCE SLIP

| | |
|----------------|----------------------|
| DPID* : | FOLIO NO. : |
| CLIENT ID. * : | NO. OF SHARES HELD : |

I/We hereby record my/our presence at 31ST Annual General Meeting of the Company held at 16A, SHAKESPEARE SARANI, UNIT - II, 2ND FLOOR, KOLKATA - 700 071 at 03.00 P.M. on Monday, the 18th Day of September, 2023.

| | |
|----------------------------|--|
| NAME(S) OF THE MEMBER(S) | |
| SIGNATURE OF THE MEMBER(S) | |

Full Name of proxy (Block Letters)

Members / proxy's Signature

OCTAL CREDIT CAPITAL LIMITED

CIN : L74140WB1992PLC055931

REGISTERED OFFICE : 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA - 700 071

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PROXY FORM

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

CIN : L74140WB1992PLC055931
Name of the Company : OCTAL CREDIT CAPITAL LIMITED
REGISTERED OFFICE : 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA - 700 071

| |
|-----------------------------|
| Name of the Member (s)..... |
| Registered Address |
| |
| |
| Email ID. |
| Folio No./Client ID. |
| DP ID |

I/We being the member ofshares of the above name company, herby appoint .

Name
Address
Email ID.
Signature

Or Failing him/her,

Name
Address
Email ID.
Signature

Or Failing him/her,

Name
Address
Email ID.
Signature

As my/our proxy to attend and vote (on a pole) for me/us and on my/our behalf at the 31ST Annual General Meeting of the Company, to be held on Monday, September 18, 2023 at 16A, Shakespeare Sarani, Unit II, 2ND Floor, Kolkata 700 071 and at any adjournment thereof in respect of such resolutions as are indicated below :

OCTAL CREDIT CAPITAL LIMITED

CIN : L74140WB1992PLC055931

REGISTERED OFFICE : 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA - 700 071

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| Resolution No. | Resolution | Vote (Optional) | |
|----------------------------|--|-----------------|---------|
| | | For | Against |
| ORDINARY RESOLUTION | | | |
| 1. | Adoption of Audited Annual Financial Statement (Standalone & Consolidated) of the Company for the financial year ended 31 st March, 2023 together with the Reports of the Auditors and the Board of Directors thereon | | |
| 2. | Re-Appointment of Director in place of Mr. Dilip Kumar Patni (DIN 01069986) who retires by rotation and, being eligible, offers himself for reappointment. | | |

Signed this Day of 2023.

Signature of the Shareholder :

Signature of 1st Proxy holder (s) :

Affix
Revenue
Stamp

NOTE : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, at OCTAL CREDIT CAPITAL LIMITED, 16A, SHAKESPEARE SARANI, UNIT-II, 2ND FLOOR, KOLKATA - 700 071 not less than FORTY EIGHT HOURS before commencement of the meeting.

Notes:

- 1) 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.
- 2) A proxy need not be a member of the Company and shall prove his identity at the time of attending the Meeting. 3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Member.
- 4) This is only optional. Please put a 'Π' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote (on poll) at the Meeting in the manner he/she thinks appropriate.
- 5) Appointing a proxy does not prevent a member from attending the Meeting in person if he / she so wishes. When a member appoints a proxy and both the Member and proxy attend the Meeting, the proxy will stand automatically revoked.
- 6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
- 7) This form of proxy shall be signed by the appointer or his attorney duly authorised in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorised by it.
- 8) This form of proxy will be valid only if it is duly completed in all respects, properly stamped and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.
- 9) Undated proxy form will not be considered valid.
- 10) If Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.

Google Maps 16, Shakespeare Sarani Rd

