

# STARTECK FINANCE LIMITED

5<sup>th</sup> Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (East), Mumbai - 400057 Tel: +91 22 4287 7800 Fax: +91 22 4287 7890

Website: [www.starteckfinance.com](http://www.starteckfinance.com) CIN: L51900MH1985PLC037039 Email ID: [cossec@starteckfinance.com](mailto:cossec@starteckfinance.com)

**NOTICE** is hereby given that the 39<sup>th</sup> Annual General Meeting of the Members of **Stardeck Finance Limited** will be held on **Monday, 30<sup>th</sup> September, 2024 at 12:30 p.m. (IST) through Video Conferencing / Other Audio Visual Means** to transact the following businesses:

## **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, together with the Reports of the Board of Directors and the Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, together with the Report of the Auditors thereon.
3. To declare final dividend of ₹ 0.25 (2.50%) per equity share of face value of ₹ 10 each held by the person/entities other than Promoter/Promoter Group for the financial year ended 31<sup>st</sup> March, 2024.
4. To appoint a Director in place of Mr. Pankaj Jain (DIN: 00048283), who retires by rotation and, being eligible, offers himself for re-appointment.

## **SPECIAL BUSINESS:**

5. **Re-appointment of Mrs. Sandhya Malhotra (DIN: 06450511) as an Independent Director**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended [including any statutory modification(s) or re-enactments(s) thereof for the time being in force], and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mrs. Sandhya Malhotra (DIN: 06450511), whose term expires on 25<sup>th</sup> June, 2025 as an Independent Director who has given her consent and submitted a declaration that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and being eligible, be and is hereby re-appointed as an Independent Director, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years commencing from 26<sup>th</sup> June, 2025 up to 25<sup>th</sup> June, 2030 (both days inclusive).

6. **Approval for raising of funds by way of further issue of Securities**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 23, Section 42, Section 62, Section 71 and 179 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any amendments thereto or re-enactment thereof, for the time being in force, the ‘Act’), the Foreign Exchange Management Act, 1999 and the rules and regulation framed thereunder, as amended (the ‘FEMA’), including the Foreign Exchange Management (Debt Instruments) Regulations, 2019 and the Foreign Exchange Management (Non-debt Instruments) Regulations, 2019, as amended, the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993, as amended, the Depository Receipts Scheme, 2014, the current Consolidated FDI Policy (effective from October 15, 2020), as amended, issued by the Department of Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by Government of India (the ‘GoI’), the Reserve Bank of India (the ‘RBI’), and the Securities and Exchange Board of India (‘SEBI’), the stock exchanges, Ministry of Corporate Affairs (‘MCA’), the Registrar of Companies, Maharashtra at Mumbai and/or any other competent governmental or regulatory authorities, whether

in India or abroad, and including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the '**SEBI ICDR Regulations**'), Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended (the '**SEBI Debt Listing Regulations**'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the '**Listing Regulations**'), the provisions of the Memorandum of Association and Articles of Association of the Company, the listing agreements entered into by the Company with the stock exchanges on which the Company's shares are listed (the '**Listing Agreements**') and subject to necessary approvals, permissions, consents and sanctions as may be necessary from concerned statutory and any other governmental or regulatory authorities as may be required in this regard and further subject to such terms and conditions or modifications as may be prescribed or imposed by any of them while granting any such approvals, permissions, consents and sanctions, which may be agreed to by the Board of Directors of the Company, (hereinafter referred to as the '**Board**' which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) consent and approval of the Members of the Company be and is hereby accorded to create, offer, issue and allot (including with provisions for reservation on firm and/or competitive basis, of such part of issue and for such categories of persons including employees of the Company as may be permitted), with or without a green shoe option, such number of equity shares of the Company of face value of ₹ 10 each ('**Equity Shares**'), Global Depository Receipts ('**GDRs**'), American Depository Receipts ('**ADRs**'), Foreign Currency Convertible Bonds ('**FCCBs**'), Foreign Currency Exchangeable Bonds ('**FCEBs**'), fully convertible debentures/partly convertible debentures, preference shares convertible into Equity Shares and/or any other financial instruments convertible into Equity Shares (including warrants, or otherwise, in registered or bearer form) and/or any security convertible into Equity Shares with or without voting / special rights and / or securities linked to Equity Shares and/or securities including Non-Convertible Debentures with or without detachable warrants with right exercisable by the warrant holders to convert or subscribe to Equity Shares (all of which are hereinafter collectively referred to as '**Securities**') or any combination of Securities, in one or more tranches, whether Indian Rupee denominated or denominated in foreign currency, in the course of international and/or domestic offering(s) in one or more foreign markets and/or domestic market, by way of one or more public and/or private offerings, and/or on preferential allotment basis and/or private placement basis or any combination thereof including qualified institutions placement ('**QIP**'), through issue of prospectus and/or placement document / or other permissible/requisite offer document to any eligible person, including Qualified Institutional Buyers ('**QIBs**') as defined in the SEBI ICDR Regulations in accordance with Chapter VI of the SEBI ICDR Regulations, or otherwise, foreign/resident investors (whether institutions, incorporated bodies, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), alternate investment funds, foreign portfolio investors, public financial institutions, qualified foreign investors, scheduled commercial banks, Indian and/or multilateral financial institutions, mutual funds, insurance companies, non-resident Indians, stabilizing agents, pension funds, insurance funds and/or any other categories of investors, whether they be holders of Securities of the Company or not (collectively called the '**Investors**') as may be decided by the Board in its discretion and permitted under applicable laws and regulations, for an aggregate amount **not exceeding ₹ 1,500 Crores** (Rupees One Thousand Five Hundred Crores Only) or equivalent thereof, wherein out of the aforesaid amount of ₹ 1,500 Crores an amount of **not more than ₹ 1000 Crores (Rupees One Thousand Crores only)** shall be for issue of **Non-Convertible Debentures**, at such time or times, at such price or prices, at a discount or premium to market price or prices permitted under applicable laws in such manner and on such terms and conditions including security, rate of interest etc. as may be deemed appropriate by the Board at its absolute discretion including the discretion to determine the categories of Investors to whom the offer, issue and allotment shall be made to the exclusion of other categories of Investors at the time of such offer, issue and allotment considering the prevailing market conditions and other relevant factors and wherever necessary in consultation with lead manager(s) and/or underwriter(s) and/or other advisor(s) appointed or to be appointed by the Company, in foreign currency and/or equivalent Indian Rupees as may be determined by the Board, in any convertible foreign currency, as the Board at its absolute discretion may deem fit and appropriate (the '**Issue**').

**RESOLVED FURTHER THAT** in pursuance of the aforesaid resolutions:

- (a) the Securities to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company;
- (b) the Securities to be so created, offered, issued and allotted shall rank pari passu with the existing Securities of the Company in all respects; and
- (c) the Equity Shares to be issued consequent to above resolution or upon conversion of Securities convertible into Equity Shares shall be appropriately adjusted for corporate actions such as bonus issue, rights issue, stock split/sub-division, consolidation of stock, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate re-organization or restructuring.

**RESOLVED FURTHER THAT** if any issue of Securities is made by way of a QIP in terms of Chapter VI of the SEBI ICDR Regulations, the allotment of such Securities, or any combination of Securities as may be decided by the Board shall be completed within period of 365 days from the date of the shareholders' resolution approving such issuance of Securities, or such other time as may be allowed under the SEBI ICDR Regulations from time to time.

**RESOLVED FURTHER THAT** any issue of Securities made by way of a QIP in terms of Chapter VI of the SEBI ICDR Regulations shall be at such price which is not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI ICDR Regulations (the '**QIP Floor Price**'). with the authority to the board to offer a discount of not more than 5% (five percent) on the price calculated for the QIP or such other discount as may be permitted under SEBI ICDR Regulations, as amended from time to time.

**RESOLVED FURTHER THAT** in the event that the Securities are issued to QIBs by way of a QIP in terms of Chapter VI of the SEBI ICDR Regulations, the relevant date for the purpose of pricing of the Equity Shares shall be the date of the meeting in which the Board (including any Committee of the Board) decides to open the proposed issue of such Securities or any other date in accordance with applicable law.

**RESOLVED FURTHER THAT** in the event the Securities are proposed to be issued as ADRs or GDRs the relevant date for the purpose of pricing the Securities shall be determined in accordance with the Depository Receipts Scheme, 2014 (including any amendments thereto or re-enactment thereof, for the time being in force), as applicable and other applicable pricing provisions issued by the Ministry of Finance.

**RESOLVED FURTHER THAT** in the event that convertible securities and/or warrants which are convertible into Equity Shares of the Company are issued simultaneously with non-convertible debentures to QIBs under Chapter VI of the SEBI ICDR Regulations, the relevant date for the purpose of pricing of such Securities, shall be the date of the meeting in which the Board decides to open the issue of such convertible securities and/or warrants simultaneously with non-convertible debentures or the date on which holder of Securities become eligible to apply for Equity Shares, as may be determined by the Board and at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** the issue to the holders of the Securities, which are convertible into or exchangeable with Equity Shares at a later date shall be, *inter alia*, subject to the following terms and conditions:

- (a) in the event the Company is making a bonus issue by way of capitalization of its profits or reserves prior to the allotment of the Equity Shares, the number of Equity Shares to be allotted to the holders of such Securities at the relevant time, shall stand augmented in the same proportion in which the equity share capital increases as a consequence of such bonus issue and the premium, if any, shall stand reduced *pro tanto*;
- (b) in the event of the Company making a rights offer by issue of Equity Shares prior to the allotment of the Equity Shares, the entitlement to the Equity Shares will stand increased in the same proportion as that of the rights offer and such additional Equity Shares shall be offered to the holders of the Securities at the same price at which the same are offered to the existing shareholders;
- (c) in the event of merger, amalgamation, takeover or any other re-organization or restructuring or any such corporate action, the number of equity shares and the price as aforesaid shall be suitably adjusted; and
- (d) in the event of consolidation and/or division of outstanding Equity Shares into smaller number of equity shares (including by way of stock split) or re-classification of the Securities into other securities and/or involvement in such other event or circumstances which in the opinion of concerned stock exchange requires such adjustments, necessary adjustments will be made.

**RESOLVED FURTHER THAT** for the purpose of giving effect to any offer, issue or allotment of Equity Shares and/or Securities or instruments representing the same, as described above, the Board be and is hereby authorised on behalf of the Company to seek listing of any or all of such Securities on one or more Stock Exchanges in India or outside India and the listing of Equity Shares underlying the ADRs and/or GDRs on the Stock Exchanges in India.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above, subject to applicable laws and subject to approval, consents, permissions, if any of any governmental body, authority or regulatory institution including any conditions as may be prescribed in granting such approval or permissions by such governmental authority or regulatory institution, the

aforesaid Securities may have such features and attributes or any terms or combination of terms that provide for the tradability and free transferability thereof in accordance with the prevailing practices in the capital markets including but not limited to the terms and conditions for issue of additional Securities and the Board subject to applicable laws, regulations and guidelines be and is hereby authorized in its absolute discretion in such manner as it may deem fit, to dispose of such Securities that are not subscribed.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to appoint lead manager(s), underwriters, depositories, custodians, registrars, bankers, lawyers, advisors, debenture trustees and all such agencies as are or may be required to be appointed, involved or concerned in the Issue and to remunerate them by way of commission, brokerage, fees or the like and also to reimburse them out of pocket expenses incurred by them and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc., with such agencies.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, the Board in consultation with the merchant banker(s), advisors and/or other intermediaries as may be appointed in relation to the issue of Securities, is authorized to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the issue and allotment of Securities (including upon conversion of any Securities) and listing thereof with the stock exchanges or otherwise as may be required in relation to the issue and to resolve and settle all questions and difficulties that may arise in the issue, offer and allotment of Securities, including finalization of the number of Securities to be issued in each tranche thereof, form, terms and timing of the issue of Securities including for each tranche of such issue of Securities, identification of the investors to whom Securities are to be offered, utilization of the proceeds and other related, incidental or ancillary matters as the Board may deem fit at its absolute discretion, to make such other applications to concerned statutory or regulatory authorities as may be required in relation to the issue of Securities and to agree to such conditions or modifications that may be imposed by any relevant authority or that may otherwise be deemed fit or proper by the Board and to do all acts, deeds, matters and things in connection therewith and incidental thereto as the Board in its absolute discretion deems fit and to settle any questions, difficulties or doubts that may arise in relation to the any of the aforesaid or otherwise in relation to the issue of Securities.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to constitute or form a committee or delegate all or any of its powers to any Director(s) or Committee of Directors/Company Secretary/ Chief Financial Officer or other persons authorized by the Board for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution and accept any alterations or modification(s) as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to issue and allotment of the Securities.”

7. **To approve transaction between Chitta Finlease Private Limited (Wholly Owned Subsidiary of the Company) and Mithra Buildcon Private Limited (Wholly Owned Subsidiary of Sunteck Realty Limited)**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the transaction/ contract, being a Joint Development Agreement proposed to be entered between Chitta Finlease Private Limited (“CFPL” / “Subsidiary”), wholly owned subsidiary of the Company and Mithra Buildcon Private Limited, a related party of the Company and wholly owned subsidiary of Sunteck Realty Limited, a company listed on BSE and NSE, as per the details set out in the explanatory statement annexed to this notice.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing the Joint Development Agreement and any other necessary contract(s), arrangement(s), agreement(s)

and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company / Subsidiary in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

**8. To approve transactions with group companies for the financial year 2024-25**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to Regulation 23 and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended, and applicable provisions of the Companies Act, 2013 (‘the Act’) read with the Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘Board’, which term shall be deemed to include any duly authorized Committee constituted/empowered by the Board, from time to time, to exercise its powers conferred by this resolution) to approve all existing contracts/arrangements/agreements/transactions and to enter into new/proposed contracts/ arrangements/agreements/transaction(s)(including any modifications, alterations, amendments or renewal thereto), whether individual transaction or transaction(s) taken together or series of transaction(s) or otherwise, with the Related Party(ies) within the meaning of the Act and the SEBI Listing Regulations, as more particularly enumerated in the explanatory statement to the Notice, during the financial year 2024-25.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts/arrangements/ transactions, settle all questions, difficulties or doubts that may arise in this regard, as they may in their sole and absolute discretion deem fit, file requisite forms with the regulatory authorities and to do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any authorized person(s) to give effect to this resolution.”

**By Order of the Board of Directors  
For Starteck Finance Limited**

**Sd/-  
Mayuri Jain  
Company Secretary**

Mumbai, 6<sup>th</sup> September, 2024

**Registered Office:**

5<sup>th</sup> Floor, Sunteck Centre,

37-40, Subhash Road,

Vile Parle (East), Mumbai - 400057

CIN: L51900MH1985PLC037039

Tel.: +91 22 4287 7800 Fax: +91 22 4287 7890

E-mail: [cosec@starteckfinance.com](mailto:cosec@starteckfinance.com) Website: [www.starteckfinance.com](http://www.starteckfinance.com)

**NOTES:**

1. Ministry of Corporate Affairs (‘MCA’) vide its General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020 and 20/2020 dated 5<sup>th</sup> May, 2020 respectively, read with the Securities and Exchange Board of India (‘SEBI’) Circular Nos. SEBI/HO/CFD/POD-2/P/CIR/2023/167 dated 7<sup>th</sup> October, 2023 and SEBI/HO/CFD/POD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023 respectively (collectively referred to as ‘the said Circulars’) allowed the companies to hold Shareholders meeting through Video Conferencing (‘VC’) or other Audio Visual Means (‘OAVM’) dispensing the requirement of physical presence of Members at a common venue, and other related matters with respect to such meetings. Accordingly, the 39<sup>th</sup> Annual General Meeting (‘AGM’) of the Members of the Company is held through VC in compliance with the provisions of the said Circulars, and consequently no attendance slip and route map are enclosed with this notice. The proceedings of the 39<sup>th</sup> AGM shall be deemed to be conducted at the Registered Office of the Company at 5<sup>th</sup> Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (East), Mumbai – 400057.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES, TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THAT A PROXY NEED NOT BE A MEMBER.** However, since this AGM is held through VC, the facility of appointment of proxies is not available for this AGM, in terms of the said Circulars. Accordingly, no proxy form is enclosed with this notice. However, representatives of Members under Section 113 of the Companies Act, 2013 ('the Act') can be appointed to participate and vote at this AGM.
3. Corporate Members are requested to send a scanned copy (in PDF/JPG format) of the Board Resolution authorizing their representatives to attend the AGM, pursuant to Section 113 of the Act, through e-mail at [cosec@starteckfinance.com](mailto:cosec@starteckfinance.com).
4. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
5. The attendance of the Members attending this AGM through VC will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
6. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 5, 6, 7 and 8 of the Notice is annexed hereto. The relevant details with respect to Item Nos. 5, 6, 7 and 8 of the Notice pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('ICSI') in respect of the Directors seeking re-appointment at this AGM are also annexed.
7. Registers maintained under Section 170 and 189 of the Act shall be made electronically available for inspection of Members at the Registered Office of the Company. The physical copies of notice of 39<sup>th</sup> AGM and the Annual Report 2023-24 shall be open for inspection at the Registered Office of the Company during business hours on any working day up to the date of the AGM.
8. All documents referred to in the accompanying Notice and Statement annexed thereto shall be open for inspection at the Registered Office of the Company during normal business hours on any working day till the date of the AGM.
9. Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44(1) of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020, Secretarial Standard-2, and the said Circulars, the Resolutions for consideration at this AGM will be transacted through the remote e-voting (facility to cast vote prior to the AGM) and also e-voting during the AGM, for which the Board of Directors of the Company ('the Board') have engaged the services of National Securities Depository Limited ('NSDL').
10. The Board has appointed Mr. Veeraraghavan N., Company Secretary in Practice (COP No. 4334) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
11. The Scrutinizer will submit his report to the Chairman of the AGM or to any person authorized by him after completion of the scrutiny and the results of voting will be announced after the AGM of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM.
12. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website at <http://www.starteckfinance.com/> and on the website of NSDL at <http://www.evoting.nsdl.com>, immediately after the declaration of the result by the Chairperson or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares are listed i.e. BSE Limited and National Stock Exchange of India Limited and be made available on its respective website viz. <http://www.bseindia.com> and <https://www.nseindia.com/>. The Result will also be displayed at the Registered Office of the Company.
13. Dividend Related Information
  - a) The record date for the purpose of payment of final dividend for the financial year 2023-24 shall be Monday, 23<sup>rd</sup> September, 2024. Accordingly, the said final dividend, as recommended by the Board, if declared and approved at the AGM will be paid to those Members whose names appear in the Register of Members at the end of day on Monday,

23<sup>rd</sup> September, 2024. In respect of shares held in dematerialized form, the dividend will be paid on the basis of beneficial ownership, as per the details to be furnished for the purpose, by NSDL and CDSL as on Monday, 23<sup>rd</sup> September, 2024.

- b) In the general interest of the Members, it is requested of them to update their bank mandate/NECS/Direct credit details/ name/address/power of attorney and update their Core Banking Solutions enabled account number:
- For shares held in physical form: with the Registrar and Transfer Agent of the Company.
  - For shares held in dematerialized form: with the depository participant with whom they maintain their demat account.

Members are requested to note that pursuant to Regulation 12 read with Schedule I of the SEBI Listing Regulations, for distribution of dividends or other cash benefits to the investors, electronic mode of payments like National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), Real Time Gross Settlement (RTGS) and National Electronic Funds Transfer (NEFT) shall be used. In cases where the details like MICR no., IFSC no. etc. required for effecting electronic payments are not available, physical payment instrument like dividend warrants, demand drafts will be used.

Accordingly, we recommend you to avail the facility of direct electronic credit of your dividend and other cash benefits, as and when declared, through electronic mode and in all cases keep your bank account details updated in your demat account/physical folio.

- c) Pursuant to the Income-tax Act, 1961 read with the Finance Act, 2020, dividend income is taxable in the hands of the Members with effect from 1<sup>st</sup> April, 2020 and the Company is required to deduct tax at source from such dividend at the prescribed rates. A communication providing information and detailed instructions with respect to tax on dividend for the financial year ended 31<sup>st</sup> March, 2024 shall be sent separately by the Company to the Members. For the prescribed rates for various categories, the Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof.
- d) This communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Members should consult their tax advisors for requisite action to be taken by them.
14. Unclaimed Dividend: Pursuant to the provisions of Section 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, all the shares on which dividends remain unpaid or unclaimed for a period of seven consecutive years or more shall be transferred to the demat account of the IEPF Authority as notified by the Ministry of Corporate Affairs. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The details of unclaimed dividend to be transferred to IEPF is available on the website of the Company at <http://www.starteckfinance.com/>. The Members, whose unclaimed dividend/ shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in). The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules.
15. SEBI, vide its Master Circular SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated 17<sup>th</sup> May, 2023 and subsequent notifications thereto, had made it mandatory for holders of physical securities to furnish details of PAN, KYC (Postal Address, Mobile Number, E-mail, Bank Details, Signature) and Nomination/Opt-out of Nomination.

In order to mitigate unintended challenges on account of freezing of folios and referring frozen folios to the administering authority under the aforesaid Acts, SEBI, vide its Circular SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17<sup>th</sup> November, 2023, has done away with the provision regarding freezing of folios lacking PAN, KYC, and Nomination details or referring them to the administering authorities.

16. Members are also requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registration of nomination, power of attorney registration, Bank Mandate details, etc. to their depository participants in case the shares are held in electronic form and to the Registrar at i.e. Adroit Corporate Services Private Limited ('RTA') at [www.adroitcorporate.com](http://www.adroitcorporate.com) in case the shares are held in physical form, quoting their folio number. Changes intimated to the depository participants will then be automatically reflected in the Company's records.



17. Members may please note that SEBI vide its Circular SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25<sup>th</sup> January, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the website of the Company at <http://www.starteckfinance.com/> and on the website of the RTA at [www.adroitcorporate.com](http://www.adroitcorporate.com). It may be noted that any service request can be processed only after the folio is KYC Compliant.
18. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to get inherent benefits of dematerialization, Members holding shares of the Company in physical form, are requested to kindly get their shares converted into dematerialized form. Members can contact the Company's RTA at <https://www.linkintime.co.in/> for assistance in this regard.
19. SEBI vide its Circulars dated 31<sup>st</sup> July, 2023, and 4<sup>th</sup> August, 2023, read with Master Circular SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated 31<sup>st</sup> July, 2023 (updated as on 11<sup>th</sup> August, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).
20. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record fresh nomination, he/she may submit the same in Form ISR-3 or Form SH-14. The said forms can be downloaded from the Company's website at <http://www.starteckfinance.com/> and from the website of the RTA at [www.adroitcorporate.com](http://www.adroitcorporate.com). Members are requested to submit the said form to their depository participant in case the shares are held by them in electronic form and to the RTA at [www.adroitcorporate.com](http://www.adroitcorporate.com) in case the shares are held in physical form, quoting their folio no.
21. Non Resident Indian Members are requested to immediately inform their depository participant (in case of shares held in dematerialized form) or the Registrars and Transfer Agents of the Company (in case of shares held in physical form), as the case may be, about:
  - i) the change in the residential status on return to India for permanent settlement;
  - ii) the particulars of the NRE account with a bank in India, if not furnished earlier.
22. The voting rights of the Members (for voting through remote e-voting before and during the AGM) shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date/record date of Monday, 23<sup>rd</sup> September, 2024. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or e-voting during the AGM. A person who is not a Member on the cut-off date should accordingly treat this Notice as for information purposes only.
23. In terms of the said Circulars, the Notice of this AGM and the Annual Report for 2023-24 shall be sent only by email to the Members on the email id registered with their depository participants/ Company. Members who have not registered their e-mail address are requested to update the same (i) for shares held in physical form - by submitting a request on [info@adroitcorporate.com](mailto:info@adroitcorporate.com) and [cosec@starteckfinance.com](mailto:cosec@starteckfinance.com), along with scan copy of their share certificate (front and back), self-attested copy PAN or Aadhar ID of the residential address appearing in their folio; (ii) for shares held in demat mode - with the depository participants with whom their demat account is maintained. However, Members of the Company are entitled to receive Notice of this AGM and the Annual Report for 2023-24 in physical form upon request.
24. Members may note that a copy of this Notice and the Annual Report 2023-24 will also be available on the Company's website viz. <http://www.starteckfinance.com/>, website of Stock Exchanges viz. <http://www.bseindia.com> and <https://www.nseindia.com/> as well as on website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
25. The Register of Members and Share Transfer Books will remain closed from Tuesday, 24<sup>th</sup> September, 2024 to Monday, 30<sup>th</sup> September, 2024 (both days inclusive) for the purpose of Annual General Meeting.



26. The Members can join the AGM in VC mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
27. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com). However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting vote. If you have forgotten your password, you can reset your password by using “Forgot User Details/ Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com). Member(s) can opt for only e-voting at the Annual General Meeting.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on Thursday, 26<sup>th</sup> September, 2024 at 09:00 A.M. and ends on Sunday, 29<sup>th</sup> September, 2024 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, 23<sup>rd</sup> September, 2024 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 Monday, 23<sup>rd</sup> September, 2024.

**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 and joining virtual meeting for Individual Shareholders holding securities in demat mode**

In terms of SEBI circular dated 9<sup>th</sup> December, 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.

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>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 <b>e-voting service provider i.e. NSDL</b> and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select ‘Register Online for IDeAS Portal’ or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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</li> </ol>

	<p>have to enter your User ID (i.e. your sixteen digit demat account number held 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 <b>e-voting service provider i.e. NSDL</b> and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.</p> <p>4. Shareholders / Members can also download NSDL Mobile App ‘<b>NSDL Speede</b>’ facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>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 the e-voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon and New System Myeasi Tab and then user their existing my easi username and password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting his / her vote during the remote e-voting period or joining virtual meeting and voting during the meeting. Additionally, there are 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.</li> <li>3. If the user is not registered for Easi / Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login and New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>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 or joining virtual meeting and voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at the 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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at +91 22 4886 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-voting and joining virtual meeting for Shareholders other than Individual Shareholders holding securities in demat mode and Shareholders holding securities in physical mode.**

**How to Log-in on 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.*
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.**
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](http://www.evoting.nsdl.com).

- b) Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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.com](mailto:evoting@nsdl.com) 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 and join General Meeting on NSDL e-voting system.**

### **How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select 'EVEN' of company for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on 'VC / OAVM' link placed under 'Join Meeting'.
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.

### **General Guidelines for Shareholders**

1. 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](http://www.evoting.nsdl.com) to reset the password.
2. 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](http://www.evoting.nsdl.com) or call on.: +91 22 4886 7000 or send a request to Ms. Veena Suvarna at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### **Process for those Shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email 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 [cosec@starteckfinance.com](mailto:cosec@starteckfinance.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 [cosec@starteckfinance.com](mailto:cosec@starteckfinance.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 and joining virtual meeting for Individual Shareholders holding securities in demat mode.
3. Alternatively Shareholders / Members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 9<sup>th</sup> December, 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.

**THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members / Shareholders, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
3. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same person mentioned for remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:**

1. Members will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for **Access to NSDL e-voting system**. After successful login, you can see link of 'VC / OAVM' placed under '**Join meeting**' menu against company name. You are requested to click on VC / OAVM link placed under Join Meeting menu. The link for VC / OAVM will be available in Shareholder / Member login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views / have questions may send their questions at [cosec@starteckfinance.com](mailto:cosec@starteckfinance.com) mentioning their name, demat account number / folio number, email id, mobile number on or before Monday, 23<sup>rd</sup> September, 2024 to enable the Company to make available the required information at the meeting.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 5:

Mrs. Sandhya Malhotra (DIN: 06450511), was appointed as an Independent Director of the Company by the Members at the 35<sup>th</sup> Annual General Meeting of the Company, for a period of five consecutive years commencing from 26<sup>th</sup> June, 2020 to 25<sup>th</sup> June, 2025 in terms of the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations).

Accordingly, her first term of five years as an Independent Director of the Company, is due to expire on 25<sup>th</sup> June, 2025. Upon completion of her term, she is eligible for re-appointment as an Independent Director on the Board of the Company for a second term subject to the approval of the Members by a Special Resolution.

Based on the skills, competence and expertise required for the Board in the context of the business and sector of the Company and based on the performance evaluation, the Nomination and Remuneration Committee ('NRC') has recommended to the Board that her qualifications and rich experience meet the skills and capabilities required for the role of an Independent Director of the Company. Based on the recommendation of the NRC, the Board has determined that she continues to possess the identified core skills, expertise and competencies fundamental for effective discharge of her role as an Independent Director of the Company and her continued association would be of immense benefit to the Company.

Accordingly, the Board of Directors has recommended the re-appointment of Mrs. Sandhya Malhotra as an Independent Director of the Company, not liable to retire by rotation, for a second consecutive term commencing from 26<sup>th</sup> June, 2025 up to 25<sup>th</sup> June, 2030 (both days inclusive) subject to the approval of the Members by way of Special Resolution. The Company has received declaration from Mrs. Sandhya Malhotra to the effect that she meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, and Regulation 16(1)(b) of the SEBI Listing Regulations.

In terms of Regulation 25(8) of the SEBI Listing Regulations, she has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. She has also confirmed that she is in compliance with Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. She has also confirmed that she is not disqualified from being appointed as a Director, in terms of the provisions of Section 164(2) of the Companies Act, 2013 and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given her consent to act as a Director of the Company.

There is no inter se relationship between her and any other member of the Board and other Key Managerial Personnel of the Company. In the opinion of the Board and based on its evaluation, she fulfils the criteria specified in the Companies Act, 2013 and the SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

In compliance with the provisions of Section 149 read with Schedule IV to the Companies Act, 2013, Regulation 17 of the SEBI Listing Regulations and other applicable regulations, the re-appointment of Mrs. Sandhya Malhotra as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The necessary information/disclosure in compliance with Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 is provided under Annexure attached to this Notice.

Except Mrs. Sandhya Malhotra and her relatives, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, in the Resolution set out in this Notice.

The Board recommends the Special Resolution set out at Item Nos. 5 of the accompanying Notice for approval of the Members.

### Item No. 6:

In order to augment additional capital requirements of the Company for its growth and expansion over the next few years, it is necessary for the Company to have funds as and when the window of opportunity arises. The Company, therefore, proposes to raise further capital from the domestic and international markets in one or more tranches from time to time. The Board shall utilize the proceeds to exploit the opportunities in existing businesses and/or explore the scope of any new business opportunities

including business acquisitions, capital expenditures, financing new business initiatives, meeting additional working capital requirements arising out of growth in operations, investment in/loans/advances to subsidiaries/joint ventures/associates and for other general corporate purposes.

The resolution in accompanying Notice proposes to create, issue, offer and allot equity shares, Fully/Partly/Optionally Convertible Debentures/Preference shares and/or securities linked to equity shares and/or convertible securities including but not limited to Global Depository Receipts ('GDRs') and/or American Depository Receipts ('ADRs'), partly or fully paid-up equity/debt instruments as allowed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('SEBI ICDR regulations') (hereinafter referred to as 'Securities') for an aggregate amount not exceeding ₹ 1500 Crore (Rupees One Thousand Five Hundred Crore Only) or equivalent thereof, wherein amount not exceeding ₹ 1000 Crores (Rupees One Thousand Crore only) shall be for issue of Non-Convertible Debentures inclusive of premium, in the course of domestic/ international offerings. Such securities are proposed to be issued to eligible person including but not limited to resident investors and foreign investors (whether individuals, mutual funds, incorporated bodies, institutions or otherwise), Foreign Financial Institutions and other Qualified Institutional Buyers, etc.

The proposed Special Resolution seeks the enabling authorization of the Members to the Board without the need of any further approval from the Members to undertake to issue securities in accordance with the provisions of the SEBI ICDR Regulations as amended from time to time. Pursuant to the above, the Board may, in one or more tranches, issue and allot Equity Shares in the form of Follow-On Public Offer (FPO), GDRs, and/or ADRs with rights of conversion into shares, and/or Optionally or Compulsorily Convertible Redeemable Preference Shares (OCRPS/CCRPS) convertible into Equity Shares of the Company with voting rights or with differential rights as to voting, dividend or otherwise.

The said allotment by the Board of Directors shall be subject to the provisions of the SEBI ICDR Regulations (as amended from time to time) including the pricing, which shall be calculated in accordance with the provisions of the SEBI ICDR Regulations in consultation with the Merchant Banker.

The relevant date for the determination of applicable price for the issue of the Securities shall be as per the SEBI ICDR Regulations which in case of allotment of equity shares will be the date of the meeting in which the Board of Directors or the committee of directors decides to open the proposed issue and in case of securities which are convertible into or exchangeable with equity shares at a later date will be either the date of the meeting in which the Board of Directors or the committee of directors decides to open the proposed issue of convertible securities or date on which the holder of such securities becomes entitled to apply for the said equity shares as the case may be. For reasons aforesaid, an enabling resolution is therefore proposed to be passed to give adequate flexibility and discretion to the Board to finalize the terms of the issue. The securities issued pursuant to the offering would be listed on the Stock Exchanges on which the Company is listed.

The offerings of the Securities may require appointment of Merchant Bankers, Underwriters, Legal Advisors and Experts or such other Authority or Authorities to advise the Company especially in relation to the pricing of the Securities. The detailed terms and conditions of the Issue as and when made will be determined in consultation with the Merchant Bankers, Lead Managers, Advisors, Underwriters and other Experts in accordance with the terms of approval of the Government of India, Reserve Bank of India, SEBI and such other authorities as may be required.

The proposed Special Resolution gives (a) adequate flexibility and discretion to the Board to finalize the terms of the issue, in consultation with the Lead Managers, Underwriters, Legal Advisors and Experts or such other authority or authorities as required to be consulted including in relation to the pricing of the issue in accordance with the normal practice and (b) powers to issue and market any securities issued including the power to issue such Securities in such tranche or tranches.

Accordingly, the consent of the Members is being sought, pursuant to the provisions of Section 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, and SEBI ICDR Regulations, and in terms of the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, to issue and allot securities as stated in the Special Resolution.

The Board believes that the proposed issue is in the interest of the Company and hence, commends the Special Resolution set out at Item No. 6 of the accompanying Notice for the approval of Members.

None of the other Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.



**Item No. 7:**

Stardeck Finance Limited (“SFL”) a registered NBFC listed on NSE and BSE is primarily engaged in the investment and lending business. SFL made investments in Chitta Finlease Pvt Ltd (“CFPL”) (wholly owned subsidiary of Stardeck Finance Limited) which had acquired part ownership / leasehold rights in the land parcel at Nepean Sea Road in 2010 with the intent to enjoy benefits of capital appreciation. The balance ownership / leasehold rights of the extant land parcel (said land) is held by Mithra Buildcon Pvt Ltd (MBPL), a wholly owned subsidiary of Sunteck Realty Limited (Sunteck), a company listed on NSE and BSE.

MBPL now proposes to develop high-end, luxurious residential project on the said land, which would include the FSI permissible / generated due to the division/ amalgamation of land(s) / road(s) (internal/external) /amenities, contiguous or otherwise with the said land parcel under various schemes, sections 33(9), 33(20)(B), 33(7)(A) and/or any other scheme as may be applicable / permitted by the competent authorities and/or under DCPR 2034 ( “Project”). In order to monetize the asset and enjoy benefits of capital appreciation, SFL has decided to enter into Joint Development Agreement between CFPL (wholly owned subsidiary of the Company) and MBPL (the wholly owned subsidiary of Sunteck Realty Limited).

The Company is not a party to this transaction. However, owing to the amended definition of Regulation 2(1)(zc) read with Regulation 23(4) of the SEBI Listing Regulations, this transaction requires approval of the shareholders of both the listed companies. Accordingly, as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), prior approval of the Members is being sought for the arrangement / transaction proposed to be undertaken by the Subsidiary of the Company. The said transaction is on an arm’s length basis and subject to approval of the shareholders of Sunteck Realty Limited.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms’ length basis of the Subsidiary of the Company.

Your Board of Directors considered the same and recommends passing of the resolution contained in Item No. 7

The details of transactions as required under Regulation 23(4) of the SEBI Listing Regulations read with Section III-B of the SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (“SEBI Master Circular”) is as under:

Sr. No.	Particulars	Details
1.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Chitta Finlease Private Limited (‘CFPL’) is the wholly owned subsidiary of Stardeck Finance Limited, a listed NBFC.  Mithra Buildcon Private Limited (‘MBPL’) is an unlisted wholly owned subsidiary of the Sunteck Realty Ltd (listed entity). (Both Listed entities have common promoters)
2.	Type, material terms and particulars	CFPL owns ~27% share of the said land parcel  <b>Material terms of Joint Development Agreement:</b> <ul style="list-style-type: none"> <li>- The proposed Joint Development agreement shall be entered with a revenue sharing arrangement of 13.78% of the Project for CFPL.</li> <li>- No upfront payment from MBPL</li> <li>- The proportionate rights/ title/ interest held by MBPL is free of any second party rights including mortgages and encumbrances.</li> </ul> Definitive documents to be executed post shareholders and regulatory approvals (if any).
3.	Tenure of the proposed transaction	The above arrangement will be a continuing business transaction for the period of 5 yrs. or till the completion of the Project/ sale of the entire inventory, whichever is later
4.	Value of the transaction	MBPL shall be required to pay consideration to CFPL equivalent to 13.78% of the revenue generated from the Project.

Sr. No.	Particulars	Details
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)	The consideration payable to CFPL will depend on the revenue generated from the Project and hence the value of the transaction as a percentage of annual consolidated turnover of the Company / standalone turnover of MBPL cannot be ascertained.
6.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not Applicable
i)	details of the source of funds in connection with the proposed transaction	Not Applicable
ii)	where any financial indebtedness is incurred to make or give loans, interoperate deposits, advances or investments, <ul style="list-style-type: none"> <li>• nature of indebtedness;</li> <li>• cost of funds; and</li> <li>• tenure;</li> </ul>	Not Applicable
iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
iv)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable
7.	Justification as to why the RPT is in the interest of the listed entity	The Proposed Joint Development Agreement shall result into unlocking the value of the Land Parcel and increased revenue / profitability for both the listed entities involved. Accordingly, the transaction is in the interest of Starteck Finance Limited.
8.	A copy of the valuation or other external party report, if any such report has been relied upon	Valuation report issued by Knight Frank (India) Pvt. Ltd.
9.	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

The Promoter and Promoter Group are deemed to be concerned or interested, in the said transaction.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said transaction.

#### Item No. 8:

The Company is a Non-Banking Financial Company (NBFC), primarily engaged in the business of financing needs of various corporates having presence in urban and semi-urban areas of India. The Company has a diversified lending portfolio across Retail, Small Medium Enterprises (SMEs) and Commercial customers. Considering the nature of business and operations of the Company, the Company may enters into various transactions with related party(ies) in the ordinary course of business.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for the arrangement / transaction proposed to be undertaken by the Company. The said transaction shall be on an arm's length basis.

The details of transactions as required under Regulation 23(4) of the SEBI Listing Regulations read with Section III-B of the SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 ("SEBI Master Circular") is as under:

Sr. No.	Particulars	Details
1.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	<ol style="list-style-type: none"> <li>1. Akshunya Energy Private Limited (Entities with common control)</li> <li>2. Niyamit Mercantile and Trading LLP (Entities with common control)</li> <li>3. Starteck Infraprojects Private Limited (Entities with common control)</li> <li>4. SW Investments Limited, Sunteck Realty Limited (Entities with common control)</li> </ol>

Sr. No.	Particulars	Details
		5. Mintech Holdings Private Limited (Entities with common control) 6. Samagra Wealthmax Private Limited(Promoter and Promoter Group) 7. Starteck Corporate Services Private Limited (previously known as Starteck Housing Finance Private Limited) 8. Abhisar Securities Services Private Limited (Entities with common control) 9. Mr. Kamal Khetan(("Promoter and Promoter Group")) 10. Glint Infraprojects Private Limited(("Promoter and Promoter Group")) 11. Eskay Infrastructure Development Private Limited, SW Capital Private Limited ("Promoter and Promoter Group")
2.	Type, material terms and particulars	Type of Transaction <ul style="list-style-type: none"> <li>▪ Availing Stock Broking Services from related parties</li> <li>▪ Rendering management/consulting services to subsidiary/associate companies</li> <li>▪ Availing/providing loans and providing security/guarantee for loans/advances</li> <li>▪ Leasing office premises</li> <li>▪ Purchase/sale of securities from/to related parties</li> </ul> Material terms and conditions are based on the contracts which inter alia include the rates which are based on prevailing market price and commercial terms as on the date of entering into the contract. The particulars of the proposed transaction are mentioned above.
3.	Tenure of the proposed transaction	Recurring in nature
4.	Value of the transaction	Upto Rs. 50 crore with each party
5.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not applicable
i.	details of the source of funds in connection with the proposed transaction	Not Applicable
ii.	where any financial indebtedness is incurred to make or give loans, interoperate deposits, advances or investments, <ul style="list-style-type: none"> <li>• nature of indebtedness;</li> <li>• cost of funds; and</li> <li>• tenure;</li> </ul>	Not Applicable
iii.	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
iv.	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable
6.	Justification as to why the RPT is in the interest of the listed entity	The Company is an NBFC, engaged in the business of financing needs of various corporates and has presence in urban and semi-urban areas of India. The Company has a diversified lending portfolio across Retail, SMEs and Commercial customers. Considering the nature of business and operations of the Company, transactions as mentioned above will help the Company in meeting its business requirements and overall business performance
7.	A copy of the valuation or other external party report, if any such report has been relied upon	Not Applicable
8.	Any other information that may be relevant	Not Applicable

The Audit Committee and Board of Directors of the Company have approved the related party transactions at its meetings held on 27<sup>th</sup> May, 2024 and have noted that such transactions may, in aggregate, cross the applicable materiality thresholds as mentioned above.

The Board recommends the Ordinary Resolution set out at Item No. 8 of the accompanying Notice for the approval of the Members.

The Promoter and the Promoter group are deemed to be interested in the said transaction.

Except the above, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

**By Order of the Board of Directors  
For Starteck Finance Limited**

**Sd/-  
Mayuri Jain  
Company Secretary**

Mumbai, 6<sup>th</sup> September, 2024

**DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 39<sup>TH</sup> AGM OF THE COMPANY**

**Pursuant to Regulation 36(3) of the SEBI Listing Regulations, 2015 and Secretarial Standard-2 on General Meetings**

<b>Name of Director &amp; DIN</b>	<b>Mr. Pankaj Jain (DIN: 00048283)</b>	<b>Mrs. Sandhya Malhotra (DIN: 06450511)</b>
<b>Designation</b>	Non-Executive Non-Independent Director	Independent Director
<b>Date of Birth and Age</b>	25/09/1968 (55 years)	15/09/1978 (45 years)
<b>Date of first appointment on the Board</b>	14 <sup>th</sup> November, 2011	26 <sup>th</sup> June, 2020
<b>Brief Resume, Qualification(s), Experience and Nature of expertise in specific functional areas</b>	Mr. Pankaj Jain (B.E. in Electronics) has a rich experience of more than 25 years in the field of Finance, Equity, Derivatives, and Commodities and Debt Market. He has good leadership skills and conveys the management strongly of his decisions and insights, while having finesse in dealing with large number of Banking and Institutional channels working in the Capital Market. He possesses immense knowledge about new and emerging financial products and keenly follows its future run in the market and its subsequent impact on the business. Keeping in mind, the myriads of risks in the Capital Market, he possesses the quality to anticipate and act swiftly in a manner which minimizes such impact on the business.	Mrs. Sandhya Malhotra, Corporate Law Consultant, is a Practicing Company Secretary and Law graduate with 20 years of experience in corporate law compliances under various Rules and Regulations including, but not limited to Companies Act, 2013, SEBI Rules and Regulations, Stock Exchange compliances, ROC compliances, NCLT matters, RBI compliances with respect to foreign funds and foreign companies, catering to clients both in India and abroad and sharing knowledge with students and fellow members of the profession through professional platforms. She is actively involved in CSR activities and human rights.
<b>Skills and capabilities required for the role and the manner in which the Independent Directors meet the requirements</b>	NA	Refer Item No. 5 of the Explanatory Statement
<b>Terms and conditions of re-appointment</b>	Re-appointment as Non- Executive Non-Independent Director of the Company, liable to retire by rotation, pursuant to Section 152(6) of the Companies Act, 2013	Re-appointment as an Independent Director for a second term of five consecutive years commencing from 26 <sup>th</sup> June, 2025 up to 25 <sup>th</sup> June, 2030, not liable to retire by rotation
<b>Directorship in other Companies as on 31<sup>st</sup> March, 2024</b>	<ul style="list-style-type: none"> <li>• SW Capital Private Limited</li> <li>• SW Commodities Private Limited</li> <li>• Starteck Corporate Services Private Limited (formerly known as Starteck Housing Finance Private Limited)</li> <li>• SW Investments Limited (Listed)</li> </ul>	<ul style="list-style-type: none"> <li>• Sunteck Realty Limited (Listed)</li> <li>• SW Investments Limited (Listed)</li> <li>• SPI Technologies India Private Limited</li> </ul>
<b>Chairmanship / Membership of Committees (Audit and Stakeholders' Relationship Committee) of other Companies</b>	<p>Chairmanship: 2</p> <ul style="list-style-type: none"> <li>• SW Investments Limited - Audit Committee</li> <li>• SW Investments Limited – Stakeholder's Relationship Committee</li> </ul>	<p>Membership: 4</p> <ul style="list-style-type: none"> <li>• SW Investments Limited - Audit Committee</li> <li>• SW Investments Limited - Stakeholder's Relationship Committee</li> <li>• Sunteck Realty Limited - Audit Committee</li> <li>• Sunteck Realty Limited - Stakeholder's Relationship Committee</li> </ul>

<b>Shareholding in the Company including shareholding as a beneficial owner</b>	NIL	NIL
<b>Relationship with other Directors and Key Managerial Personnel</b>	None	None
<b>Details of Remuneration sought to be paid</b>	NA	Sitting fees as may be decided by the Board
<b>Details of Remuneration last drawn (FY 2023-24)</b>	NA	₹.0.25 Lakhs
<b>Number of Board Meetings attended during the Financial Year 2023-24</b>	5	6
<b>Name of the listed entities from which the person has resigned in past three years</b>	NIL	NIL

**STARTECK FINANCE LIMITED**

**39<sup>th</sup> Annual Report**

**2023-2024**







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# CORPORATE INFORMATION

## BOARD OF DIRECTORS

**Mr. Anand Shroff**  
Non-Executive Director

**Mr. Pankaj Jain**  
Non-Executive Director

**Mr. Nilesh Parikh**  
Independent Director

**Mr. Gautam Panchal**  
Independent Director

**Mrs. Sandhya Malhotra**  
Independent Director

**Mr. Amit Pitale**  
Whole-Time Director  
(w.e.f. 10<sup>th</sup> July, 2023)

## CHIEF FINANCIAL OFFICER

**Mr. Anand Shroff**  
(upto 10th April, 2023)

**Mr. Amit Pitale**  
(w.e.f. 10th July, 2023)

## COMPANY SECRETARY

Mrs. Mayuri Jain

## AUDITORS

M/s. MKPS & Associates,  
Chartered Accountants, Mumbai

## BANKERS

Barclays Bank PLC

ICICI Bank Ltd.

Axis Bank Limited

Kotak Mahindra Bank Ltd.

## REGISTERED OFFICE

5th Floor, Sunteck Centre, 37-40, Subhash Road, Vile Parle (E), Mumbai-400057

CIN: L51900MH1985PLC037039

Tel: 91 22 4287 7800 Fax: 91 22 4287 7890

E-mail: cosec@starteckfinance.com | Website: www.starteckfinance.com

## REGISTRAR & TRANSFER AGENTS

Adroit Corporate Services Private Limited

1st Floor, 17/20, Jafferbhoy Industrial Estate, Makwana Road, Marol, Andheri (E), Mumbai - 400059.

Tel. No. 022-4227 0400 Fax No. 022-2850 3748

E-mail: info@adroitcorporate.com | Website: www.adroitcorporate.com

# DIRECTORS' REPORT

To  
The Members,  
Starteck Finance Limited

Your Directors have the pleasure in presenting the 39th Annual Report of the Company on the business and operations of the Company together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2024.

## FINANCIAL HIGHLIGHTS

The summary of the Company's financial performance, both on a consolidated and standalone basis, for FY 2024 as compared to the previous FY i.e., FY 2023 is given below:

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	For the year ended on 31.03.2024	For the year ended on 31.03.2023	For the year ended on 31.03.2024	For the year ended on 31.03.2023
Revenue from operations	2790.27	2616.47	3732.94	2821.85
Other Income	43.47	-	43.47	-
<b>Total Revenue</b>	<b>2833.74</b>	<b>2616.47</b>	<b>3776.41</b>	<b>2821.85</b>
Total Expenditure	1524.71	1392.28	1915.32	1572.19
<b>Profit/(Loss)before exceptional items and tax</b>	<b>1309.03</b>	<b>1224.19</b>	<b>1861.09</b>	<b>1249.66</b>
Exceptional Items	-	-	-	(1174.27)
<b>Profit before tax (PBT)</b>	<b>1309.03</b>	<b>1224.19</b>	<b>1861.09</b>	<b>2423.93</b>
<b>Less: Income Tax Provision</b>				
Current Tax	268.86	227.78	268.86	229.63
Excess/(Short)provision for tax	1.75	12.26	1.75	12.26
<b>Profit After Tax</b>	<b>1038.42</b>	<b>984.15</b>	<b>1590.48</b>	<b>2182.04</b>
Other Comprehensive Income	<b>858.05</b>	<b>(319.58)</b>	<b>858.05</b>	<b>(319.58)</b>
<b>Total Comprehensive Income</b>	<b>1896.47</b>	<b>664.57</b>	<b>2448.53</b>	<b>1862.46</b>

## PERFORMANCE REVIEW

During the year under review, the consolidated revenue from operations increased from ₹ 2821.85 lakhs to ₹ 3732.94 lakhs. There is a net profit after tax of ₹1590.48 lakhs as against net profit of ₹ 2182.04 lakhs in the corresponding previous year.

The standalone revenue from operations increased from ₹ 2616.47 lakhs to ₹ 2790.27 lakhs. There is a net profit after tax of ₹ 1038.42 lakhs as against net profit after tax of ₹ 984.15 lakhs in the corresponding previous year.

## NATURE OF BUSINESS

During the year under review, there was no change in the nature of business of the Company.

## TRANSFER TO RESERVES

During the year under review, the Company has transferred an amount of ₹ 207.68 lakhs to the Statutory Reserves, in compliance with section 45-IC of the Reserve Bank of India ("RBI") Act, 1934.

## DIVIDEND

Your Directors have recommended final dividend of 2.5 % i.e. ₹ 0.25/- per equity share having face value of ₹ 10 each for the financial year ended 31st March, 2024 held by persons/entities other than promoter and promoter group subject to approval of shareholders at the ensuing Annual General Meeting (AGM).

The dividend, if approved at the ensuing AGM, would be paid to those Members whose names appear in the Register of Members / Beneficial Owners maintained by the depositories as stated in Notice of the ensuing AGM. The Promoter & Promoter group have waived their rights to receive dividend.

## **SHARE CAPITAL**

During the year under review, the Company has not allotted any Equity Shares, thus the paid up Equity Share Capital of the Company remains the same i.e. 99,10,330 equity shares of ₹ 10/- each. Also, the Company has not issued shares with differential voting rights and sweat equity shares. Also, the Authorised Share Capital of the Company remains the same i.e. ₹ 15,00,00,000/- (Rupees Fifteen Crores only) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten only) each.

## **DEPOSITS**

Your Company being a Non-Deposit taking Non-Banking Financial Company (NBFC) has not accepted any deposits from the public during the year under review.

## **SUBSIDIARY COMPANIES AND REPORT ON PERFORMANCE AND FINANCIAL POSITION OF SUBSIDIARIES**

The Company has total 3 Subsidiaries i.e. V Can Exports Private Limited, Chitta Finlease Private Limited and Bhuwalka Steel Industries Limited as on 31st March, 2024. There are no associate companies or joint venture companies within the meaning of section 2(6) of the Companies Act, 2013. No Company became subsidiary, associate or JV during the year under review.

As per Section 129(3) of the Companies Act, 2013, the consolidated financial statements of the Company, its subsidiaries, associates and joint venture entities in accordance with applicable Accounting Standards issued by The Institute of Chartered Accountants of India, forms part of this Annual Report. The performance and financial position of each of the subsidiaries, associates and Joint Venture companies for the year ended 31st March, 2024 is attached to the financial statements hereto in Form AOC 1.

In terms of Section 136 of the Companies Act, 2013, separate audited accounts in respect of each of subsidiaries have been placed on the website of the Company i.e. [www.starteckfinance.com](http://www.starteckfinance.com). Further, the Company shall provide a copy of separate audited annual accounts in respect of each of its subsidiary to any member of the company who asks for it and said annual accounts will also be kept open for inspection at the Registered Office of the Company.

The Company has formulated a policy for determining 'material' subsidiaries and such policy is disclosed on Company's website [www.starteckfinance.com](http://www.starteckfinance.com).

## **MATTERS RELATING TO DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In compliance with the provisions of section 152 of Companies Act, 2013, Mr. Pankaj Jain, Director (DIN: 00048283) of the Company retires by rotation and being eligible offers himself for reappointment. Appropriate resolution for aforesaid re-appointment is being placed for approval of the members at the ensuing Annual General Meeting.

Pursuant to the recommendation of Nomination and Remuneration Committee (NRC), Mr. Amit Pitale (DIN: 07852850) who was appointed by the Board as an Additional Director in the category of Non-Executive Non Independent Director of the Company w.e.f. May 30, 2023 has been re-designated as Whole Time Director & Chief Financial Officer w.e.f. July 10, 2023 and approval of Members was obtained in the Annual General Meeting of the Company held on September 26, 2023.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the 'criteria of Independence' as prescribed under Section 149(6) of the Act and have submitted their respective declarations as required under Section 149(7) of the Act and Regulation 16(1) of the Listing Regulations that they are not aware of any circumstance or situation, which exists or is anticipated, that could impair or impact their ability to discharge their duties with an independent judgment and without any external influence as required under Regulation 25 of the Listing Regulations.

The Independent Directors also confirmed that they have duly registered their names in the data bank for Independent Directors maintained by Indian Institute of Corporate Affairs. Further, the Board is of the opinion that the Independent Directors of the Company possess requisite qualities to act as Independent Directors including integrity, relevant expertise and experience. The Board further confirms that the Independent Directors who were required to, have duly passed the online proficiency self-assessment test conducted by the Indian Institute of Corporate Affairs.

The certificate under Regulation 34(3) of Listing Regulations forms part of this Annual Report.

## **DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES**

### **Number of Meetings of the Board of Directors**

Seven meetings of the Board were held during the year. For details of meetings of the Board, please refer to the Corporate Governance Report, which forms part of this Annual Report.

The Directors actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

The Board has constituted the Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee of the Board with specific terms of reference as per the requirements of the Listing Regulations and the Act and they make specific recommendations to the Board on matters within their areas of purview.

The details with respect to the composition, powers, roles, terms of reference, Meetings held and attendance of the Directors at such Meetings of the relevant Committees are given in detail in the Report on Corporate Governance of the Company which forms part of this Annual Report.

Additionally, during the year under review, the Independent Directors held a separate meeting in compliance with the requirements of Schedule IV of the Act and Regulation 25(3) of the Listing Regulations. For further details of the meetings of the Board, please refer to the Corporate Governance Report, which forms part of this Annual Report.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Act and to the best of their knowledge and belief and according to the information and explanations obtained from the Management, the Directors of your Company state that:-

- In the preparation of the annual accounts, the applicable Accounting Standards have been followed and there were no material departures from the same;
- Such accounting policies have been selected and applied consistently and the Directors 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 on 31<sup>st</sup> March, 2024 and of the profits of the Company for the year ended on that date;
- Proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The annual Accounts of the Company have been prepared on a going concern basis;
- Internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **COMMITTEES OF THE BOARD**

#### **a) Audit Committee**

An Audit Committee is in existence in accordance with the provisions of Section 177 of the Companies Act, 2013. Kindly refer to the section on Corporate Governance, under the head, 'Audit Committee' for matters relating to constitution, meetings and functions of the Committee.

#### **b) Nomination and Remuneration Committee**

A Nomination and Remuneration Committee is in existence in accordance with the provisions of subsection (3) of Section 178 of the Companies Act, 2013. Kindly refer to the section on Corporate Governance, under the head, 'Nomination and Remuneration Committee' for matters relating to constitution, meetings, functions of the Committee and the remuneration policy formulated by this Committee.

#### **c) Corporate Social Responsibility Committee**

The brief outline of the Policy and the initiatives undertaken by the Company during the year are set out in Annual Report on CSR activities as Annexure I as per the format prescribed in Companies (Corporate Social Responsibility Policy) Rules, 2014 and amendments thereto. The CSR Policy is available on the Company's website at [www.starteckfinance.com](http://www.starteckfinance.com).

#### **d) Other Board Committees**

For details of other Board Committees' viz. Stakeholders Relationship Committee and others, kindly refer to the section 'Committees of the Board of Directors' which forms part of the Corporate Governance Report.

#### **VIGIL MECHANISM/WHISTLE BLOWER POLICY**

In compliance with the provisions of Section 177(9) of the Companies Act, 2013, the Board of Directors of the Company has framed the "Whistle Blower Policy" as the vigil mechanism for Directors and employees of the Company. The Whistle Blower Policy of the Company is placed on the website of the Company [www.starteckfinance.com](http://www.starteckfinance.com).

#### **RISK MANAGEMENT**

The Company's management systems, organizational structures, processes, standards, code of conduct and behaviors together form the system that governs how the Company conducts its business and manages associated risks. The approach is based on identification, evaluation, and mitigation of operational, strategic and environmental risks, disciplined risk monitoring and measurement and continuous risk assessment and mitigation measures.

#### **ANNUAL EVALUATION OF DIRECTORS, COMMITTEE AND BOARD**

A formal evaluation mechanism has been adopted for evaluating the performance of the Board, the Committees thereof and individual Directors. The evaluation is based on criteria which include, among others, providing strategic perspective, integrity and maintenance of confidentiality and independence of judgment, attendance, time devoted and preparedness for the Meetings, quality, quantity and timeliness of the flow of information between the Board Members and the Management, contribution at the Meetings, effective decision making ability, monitoring the corporate governance practices, role and effectiveness of the Committees and effective management of relationship with stakeholders. Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of its directors individually and the committees of the Board and the same is reviewed by the Nomination and Remuneration Committee.

#### **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

The information as required under the provisions of Section 197(12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are set out in Annexure II attached hereto.

The information required pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is available for inspection by the members at registered office of the Company during business hours on working days up to the date of the ensuing AGM. If any member is interested in obtaining a copy thereof, such member may write to the Company Secretary at [cosec@starteckfinance.com](mailto:cosec@starteckfinance.com), whereupon a copy would be sent.

#### **PAYMENT OF REMUNERATION/COMMISSION TO WHOLE TIME DIRECTOR FROM HOLDING OR SUBSIDIARY COMPANIES**

Mr. Amit Pitale, Whole time Director of the Company did not receive any remuneration or commission from any subsidiary company during the FY 23-24. The Company has no holding company.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

Your Company, being an NBFC registered with RBI and engaged in the business of giving loans in ordinary course of its business, is exempt from complying with the provisions of Section 186 except sub-section (1) of the Companies Act, 2013 ("the Act") with respect to loans. The details with regard to Loans, guarantee & Investments made by the Company are given in Notes of the Standalone financial statements, forming part of this Annual Report.

#### **RELATED PARTY TRANSACTIONS**

All related parties transactions were placed before the Audit Committee for its approval. An omnibus approval from Audit Committee was obtained for the related party transactions which are repetitive in nature.



All related party transactions, entered into during the financial year under review, were on an arm's length basis and were in the ordinary course of business. Your Company has not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Act. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act, in Form AOC 2, is not applicable.

During the year, the material significant related party transactions pursuant to the provisions of SEBI Listing Regulations has been duly approved by the Shareholders of the Company in the AGM held on 26th September, 2023. Disclosure on Related Party transactions is provided in notes to financial statement. The Policy on Related Party Transactions is available on the Company's website and can be assessed using the link [www.starteckfinance.com](http://www.starteckfinance.com).

#### **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

Except as disclosed elsewhere in this report, there were no material changes and commitments affecting the Company's financial position which have occurred between the end of the financial year and the date of this report.

#### **INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY**

The internal financial controls of the Company are commensurate with its size, scale and complexity of operations. The Company has adopted policies and procedures to ensure integrity in conducting business, safeguarding of its assets, timely preparation of reliable financial information, accuracy and completeness in maintaining accounting records and prevention and detection of frauds and errors. The internal financial controls with reference to the financial statements were adequate and operating effectively.

#### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS/TRIBUNALS**

During the year under review, there were no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future. No application is made and no proceeding is pending against the Company under the Insolvency and Bankruptcy Code, 2016 and there is no instance of one time settlement of the Company with any Bank or Financial Institution.

#### **STATUTORY AUDIT AND AUDITORS' REPORT**

Pursuant to the provisions of Section 139 of Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, M/s MKPS & Associates, Chartered Accountants (ICAI Firm Registration No. 302014E) were appointed as the Statutory Auditors of the Company for a term of 5 years to hold office from the conclusion of the 36th Annual General Meeting held on 28th September, 2021 till the conclusion of 41st Annual General Meeting of the Company to be held in the year 2026.

There are no qualifications, reservations or adverse remarks made by the Statutory Auditors in their audit reports on the financial statements for the year ended 31st March 2024. No fraud has been reported during the audit conducted by Statutory Auditors of the Company.

#### **SECRETARIAL AUDIT AND ANNUAL SECRETARIAL COMPLIANCE REPORT**

As required under provisions of Section 204 of the Companies Act, 2013 and pursuant to Regulation 24A of Listing Regulations, the reports in respect of the Secretarial Audit for FY 2023-24 carried out by Mr. Veeraraghavan N., Company Secretary in practice, in Form MR-3 forms part to this report. The said report does not contain any qualification, reservation or adverse remark or disclaimer.

Further, in terms of the provisions of Regulation 24A of the SEBI Listing Regulations and Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 issued by SEBI, Mr. Veeraraghavan N., Company Secretary in practice, has issued the Annual Secretarial Compliance Report, confirming compliance by the Company of the applicable SEBI regulations and circulars / guidelines issued thereunder.

#### **COST RECORDS AND COST AUDIT**

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 are not applicable in respect of the business activities carried out by the Company.

#### **INTERNAL AUDIT**

The Company has in place an adequate internal audit framework to monitor the efficacy of internal controls with the objective of providing to the Audit Committee and the Board of Directors, an independent, objective and reasonable assurance on the adequacy and effectiveness of the organisation's risk management, control and governance processes. The Company had appointed M/s. Sandeep V. Chavan and Company, (Firm Registration No. 148937W), Chartered Accountants, as Internal Auditors of the Company for financial year 2023-24. Findings of the Internal Auditor are placed before Audit Committee, which reviews and discusses the actions taken with the Management.

## **ANNUAL RETURN**

The Annual Return for the financial year ended 31st March, 2024, is available on the website of the Company at <http://www.starteckfinance.com/Annual-Return.html>

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

The operations of the Company, being financial services related, require normal consumption of electricity. The Company is taking every necessary step to reduce its consumption of energy. Further, given the nature of the activities of the Company, the disclosure on technology absorption is not applicable to the Company.

Foreign Exchange Earnings and Outgo are as follows:

- i) Foreign Exchange Earned: NIL
- ii) Foreign Exchange Outflow: NIL

## **INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

Your Company has in place an appropriate policy which is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. We further state that during the financial year under review, there were no complaints received/cases filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## **COMPLIANCE WITH SECRETARIAL STANDARDS**

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

## **OTHER DISCLOSURES**

### **Corporate Governance**

The Corporate Governance Report as stipulated under Regulation 34(3) read with Schedule V of the SEBI Listing Regulations forms an integral part of this Annual Report. The requisite certificate from the Statutory Auditors of the Company confirming compliance with the requirements of Corporate Governance forms part of this Annual Report.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The Management Discussion and Analysis report has been separately furnished in the Annual Report and forms a part of the Annual Report.

## **UNCLAIMED AND UNPAID DIVIDENDS AND TRANSFER OF SHARES TO IEPF**

Kindly refer section on Corporate Governance, under head 'Unclaimed and Unpaid Dividends and transfer of Shares to IEPF' for the amounts of unclaimed and unpaid dividends lying with the Company.

## **ACKNOWLEDGEMENTS**

Your Directors would like to express their sincere appreciation and gratitude for the support and co-operation from its shareholders, bankers, regulators and other business constituents.

Your Directors also wish to place on record their appreciation for the commitment and hard work put in by the Management and the employees of the Company.

**For and on Behalf of the Board of Directors**

Place: Mumbai  
Date: May 27, 2024

**Amit Pitale**  
Whole-time Director  
(DIN: 07852850)

**Pankaj Jain**  
Director  
(DIN: 00048283)

# ANNEXURE – I

## Annual Report on CSR Activities

1. Brief outline on CSR Policy of the Company:

The Corporate Social Responsibility Committee (CSR Committee) has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Gautam Panchal	Chairman Non-Executive Independent Director	2	2
2.	Mr. Pankaj Jain	Member Non-Executive Non-Independent Director	2	2
3.	Mr. Anand Shroff	Member Non-Executive Non-Independent Director	2	2

3. Web-link(s) where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

<http://www.starteckfinance.com/Downloads/codes-or-policies/sFL-CSR-Policy.pdf>

4. Executive summary along with web-link(s) of Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable

5. (a) Average net profit of the company as per sub-section (5) of section 135: ₹ 1,984.44 lakhs

(b) Two percent of average net profit of the company as per sub-section (5) of section 135: ₹ 39.69 lakhs

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Not Applicable

(d) Amount required to be set off for the financial year, if any: NIL

(e) Total CSR obligation for the financial year (b+c-d): ₹ 39.69 lakhs

6. (a) Amount spent on CSR projects (both Ongoing project and other than Ongoing Project): NIL

(b) Amount spent in Administrative Overheads: NIL

(c) Amount spent on Impact Assessment, if applicable: Not Applicable

(d) Total amount spent for the Financial Year (a+b+c): NIL

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (₹ in lakhs)	Amount Unspent (₹ in lakhs)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
-	39.69	30 <sup>th</sup> April, 2024	Not Applicable	Not Applicable	Not Applicable

(f) Excess amount for set off, if any: Not Applicable

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:

(₹ in lakhs)

Sl. No.	Preceding Financial Year (s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in ₹)	Balance amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount spent in the financial year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1.	2020-21	NA	NA	NA	NA	NA	NA	NA
2.	2021-22	27.38	27.38	7.50	-	-	19.88	NA
3.	2022-23	34.12	34.12	-	-	-	34.12	NA
	<b>Total</b>	<b>61.50</b>	<b>61.50</b>	<b>7.50</b>	<b>-</b>	<b>-</b>	<b>54.00</b>	<b>NA</b>

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): The Company believes that CSR should be done in those fields which has a social impact. The Company has identified projects in the spheres of Education and Health Care and it endeavours to spend the unspent amount on the ongoing projects identified. The unspent amount has been already transferred to the dedicated Unspent CSR Account.

**For and on Behalf of the Board of Directors**

**Amit Pitale**  
Whole-time Director  
and Chief Financial Officer  
(DIN: 07852850)

**Gautam Panchal**  
Chairman of CSR Committee  
(DIN: 07826634)

Place: Mumbai  
Date: May 27, 2024

## Annexure - II

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. Ratio of remuneration of each Director to the median employees' remuneration for the Financial Year & % Increase in the remuneration of each Director, KMP in the FY 2023-24 :

Name of the Directors /KMP	Designation	Ratio of Remuneration to the median remuneration of all employees	% Increase in Remuneration in the Financial Year 2023-24
Mr. Amit Pitale	Whole Time Director & CFO	-	-
Mr. Pankaj Jain	Non-Executive Non-Independent Director	-	-
Mr. Anand Shroff	Non-Executive Non-Independent Director	-	-
Mr. Gautam Panchal*	Non-Executive Independent Director	N.A.	N.A.
Mr. Nilesh Parikh*	Non-Executive Independent Director	N.A.	N.A.
Mrs. Sandhya Malhotra*	Non-Executive Independent Director	N.A.	N.A.
Mrs. Mayuri Jain	Company Secretary	N.A.	-

*\*The Non-Executive Independent Directors were paid sitting fees for attending the Board/ Committee Meetings.*

- ii. The percentage increase in the median remuneration of Employees in the financial year 2023-24: 135%
- iii. There were 5 permanent employees on the rolls of the Company as on 31st March, 2024.
- iv. Average percentile increase made in the salaries of employees other than the managerial personnel in the financial year was NIL% while the percentile increase in the managerial remuneration was NIL%.
- v. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

**For and on Behalf of the Board of Directors**

Place: Mumbai  
Date: May 27, 2024

**Amit Pitale**  
Whole-time Director  
(DIN: 07852850)

**Pankaj Jain**  
Director  
(DIN: 00048283)

# REPORT ON CORPORATE GOVERNANCE

Pursuant to Regulation 34 read with Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter “Listing Regulations”), the report containing the details of the Governance systems and process at Starteck Finance Limited is as under:

## COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company’s philosophy on Corporate Governance envisages the adoption of best business policies and alignment of the highest levels of transparency, integrity, honesty, accountability and equity in all facets of its operations and in all its interactions with its stakeholders including shareholders, government and employees. Your Company considers its inherent responsibility to disclose timely and accurate information regarding financials and performance of the Company. The Company is in compliance with the applicable requirement specified in Companies Act, 2013 and Listing Regulations.

## BOARD OF DIRECTORS

### COMPOSITION:

As on March 31, 2024, the Company has Six (6) Directors, out of which three (3) are Independent Directors who provide valuable guidance to the Management of the Company on various aspects of the Company’s business operations. The Board has an optimum combination of executive and non-executive directors with one woman director and fifty per cent of the Board comprising of non-executive independent directors.

None of the non-executive directors on the Board have attained the age of seventy five years. The Board is periodically updated on the orderly succession to the Board and Senior Management. It has satisfied itself that plans are in place for orderly succession for appointments to the Board and to Senior Management. The Board periodically reviews legal compliance reports with respect to the various laws applicable to the Company as prepared and placed before it by the Management.

### CONFIRMATION AND CERTIFICATION

The Company annually obtains from each Director, details of the Board and Board Committee positions he/she occupies in other Companies, and changes if any regarding their Directorships. Based on the disclosures received from the Directors, the Company has obtained a certificate from Mr. Veeraraghavan N., Practicing Company Secretary, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India and Ministry of Corporate Affairs or any such authority and the same forms part of this report.

### BOARD INDEPENDENCE:

The Independent Directors provide an annual confirmation that they meet the criteria of independence as per Section 149(6) of the Companies Act, 2013 and Regulation 16 of Listing Regulations. Based on the confirmations / disclosures received from the Directors, the Board confirms, that the Independent Directors fulfil the criteria of Independence as specified under Companies Act, 2013 and Listing Regulations and are independent of the management. All Directors are also in compliance with the limit on Independent Directorships of listed companies as prescribed under Regulation 17A of the Listing Regulations. The details of familiarization programmes imparted to Independent Directors are provided on the website of the Company viz. <http://www.starteckfinance.com>.

### SEPARATE INDEPENDENT DIRECTORS’ MEETINGS:

Pursuant to the Act and the Listing Regulations, the Independent Directors shall hold at least one meeting in a year without attendance of non-independent directors and members of the Management. Accordingly, Independent Directors of the Company met on March 27, 2024 to discuss and review:

- Performance of non-independent directors and the Board as a whole;
- The quantity, quality and timely flow of information between the Management and the Board, and found it to be in line with the expectations.

All the Independent Directors were present at the Meeting.

**NUMBER OF BOARD MEETINGS HELD, DATES ON WHICH HELD:**

During the Financial year ended on March 31, 2024, the Board of Directors of the Company met seven times and the gap between two meetings did not exceed one hundred and twenty days. The dates on which the Board met are April 28, 2023, May 30, 2023, July 10, 2023, August 11, 2023, November 3, 2023, February 14, 2024 and March 15, 2024. The necessary quorum was present for all the meetings.

**CODE OF CONDUCT**

The Company has adopted a Code of Conduct for the Board Members and Senior Management Personnel of the Company (“the Code”). The Code is applicable to all the Board Members and Senior Management of the Company. The Code is available on the Company’s website at [www.starteckfinance.com/codes-or-policies.html](http://www.starteckfinance.com/codes-or-policies.html). All the Board Members and Senior Management Personnel have affirmed compliance with the Code during the financial year under review and a declaration to that effect forms a part of this Annual Report.

**The names and categories of the Directors on the Board, their attendance at Board Meetings and at the last Annual General Meeting and the number of Directorships and Committee Chairmanships / Memberships held by them in other companies are given below:**

Name of the Director	Category	No. of Board Meetings attended during the period	Attendance at last AGM held on September 26, 2023	Number of Directorship in other Indian Public Limited companies as on March 31, 2024# (Excluding Starteck Finance Limited)	No. of Committee positions held in other Indian Public Limited companies as on March 31, 2024\$ (Excluding Starteck Finance Limited)		Directorships in other listed entities	
					Chairman	Member	Name of the Listed Entity	Category of Directorship
Mr. Amit Pitale	Whole-time Director	6	Yes	1	-	-	NA	NA
Mr. Anand Shroff	Non- Executive, Non Independent	7	Yes	1	-	-	NA	NA
Mr. Pankaj Jain	Non- Executive, Non Independent	5	Yes	1	2	2	SW Investments Limited	Non- Executive Non Independent
Mr. Gautam Panchal	Non- Executive, Independent	7	Yes	2	0	2	SW Investments Limited	Non- Executive Independent
Mrs. Sandhya Malhotra	Non- Executive, Independent	6	Yes	2	0	4	SW Investments Limited	Non- Executive Independent
							Sunteck Realty Limited	Non- Executive Independent
Mr. Nilesh Parikh	Non- Executive, Independent	7	Yes	0	0	0	NA	NA

# The number of Directorships in other Public Limited Companies includes Private Limited Companies which are subsidiaries of public limited companies.

\$ Memberships include Chairmanships. Only memberships of Audit Committee and Stakeholders Relationship Committee are considered.

This includes memberships in deemed public company (whether listed or not).



There are no inter-se relationships between the Board members. Non-Executive Directors do not hold any shares and convertible instruments of the Company.

In terms of the provisions of the Act and Listing Regulations, the Directors submit necessary disclosures regarding the positions held by them on the Board and/or Committees of other Companies, from time to time. On basis of such disclosures, it is confirmed that as on the date of this report, none of the Directors:

- Hold Directorships in more than 10 (Ten) public Companies;
- Hold Directorships in more than 7 (Seven) listed entities;
- Is a Member of more than 10 (Ten) Committees or Chairperson of more than 5 (Five) Committees across all the public companies in which he/she is a Director.

#### **CORE SKILLS /EXPERTISE / COMPETENCIES OF THE BOARD OF DIRECTORS**

Your Board comprises of qualified members who collectively bring in the skills, expertise and competencies stated below that allow them to make effective contribution to the Board and its Committees. The table below highlights the Core Areas of Expertise/Skills/Competencies of the Board members. However, absence of mention of skill/expertise/competency against a member's name does not indicate that the member does not possess that skill or competency.

Core Skills/ Expertise/ Competencies	Mr. Amit Pitale (Whole Time Director)	Mr. Anand Shroff (Non-Executive Director)	Mr. Pankaj Jain (Non-Executive Director)	Mr. Gautam Panchal (Independent Director)	Mrs. Sandhya Malhotra (Independent Director)	Mr. Nilesh Parikh (Independent Director)
Corporate Strategy and Planning	√	√	√	√	√	√
Financial knowledge and risk oversight	√	√	√	√	√	√
Governance and Regulatory Oversight	√	√	√	√	√	√
Leadership qualities	√	√	√	√	√	√
Experience and exposure in policy shaping and industry advocacy	√	√	√			√
Understanding of relevant laws, rules, regulations and policies	√	√	√	√	√	√
Knowledge of Company's business	√	√	√	√	√	√

#### **COMMITTEES OF THE BOARD**

The Board has constituted the Committees of the Board with specific terms of reference as per the requirements of the Listing Regulations and the Act and they make specific recommendations to the Board on matters within their areas of purview. The decisions and recommendations of the Committees are placed before the Board for information or for approval, as required.

## AUDIT COMMITTEE

The Company has a qualified and Independent Audit Committee which has been formed in alignment with provisions of Regulation 18 of the Listing Regulations and Section 177 of the Act. As on 31st March, 2024, the Audit Committee comprises of 3 Independent Director and 1 Non-Executive Director having requisite accounting and financial management expertise. Ms. Mayuri Jain, Company Secretary officiates as the Secretary of the Committee.

During the financial year under review, five meetings of the Audit Committee were held i.e. on May 30, 2023, July 10, 2023, August 11, 2023, November 3, 2023 and February 14, 2024 and the gap between two meetings did not exceed one hundred and twenty days. The necessary quorum was present for all the meetings. Committee is headed by Mr. Nilesh Parikh, Non-Executive Independent Director.

The Chairman (Mr. Nilesh Parikh) of the Audit Committee was present at the Annual general meeting held on September 26, 2023 to answer the queries of security holders.

The composition and attendance of the members of the Audit Committee during the year ended March 31, 2024 is as follows:

Name of Director	Category	Position	No. of Meetings	
			Held	Attended
Nilesh Parikh	Non- Executive, Independent Director	Chairman	5	5
Gautam Panchal	Non- Executive, Independent Director	Member	5	5
Sandhya Malhotra	Non- Executive, Independent Director	Member	5	5
Anand Shroff	Non-Executive Director	Member	5	5

## TERMS OF REFERENCE OF AUDIT COMMITTEE:

The terms of reference of the Audit Committee cover the areas mentioned under Part C of Schedule II of the Listing Regulations as well as Section 177 of the Act. The role of the Audit Committee includes among others internal financial controls, risk management policies and processes, recommendation for appointment, remuneration and terms of appointment of auditors, reviewing with the management the quarterly/ half yearly/ annual financial statements/ results and auditor's report thereon before submission to the board for approval, and approval or any subsequent modification of transactions of the Company with related parties.

## NOMINATION AND REMUNERATION COMMITTEE:

The composition of Nomination and Remuneration Committee is in compliance with the provisions of Section 178 of the Act and Regulation 19 of the Listing Regulations.

During the Financial Year under review, the Nomination and Remuneration Committee meeting were held on May 30, 2023 and July 10, 2023. The necessary quorum was present for all the meetings. The Committee is headed by Mr. Nilesh Parikh, Non-Executive Independent Director.

The Chairman (Mr. Nilesh Parikh) of the Nomination and Remuneration Committee was present at the Annual general meeting held on September 26, 2023 to answer the queries of security holders.

The composition and attendance of the members of the Nomination and Remuneration Committee during the year ended March 31, 2024 is as follows:

Name of Director	Category	Position	No. of Meetings	
			Held	Attended
Nilesh Parikh #	Non- Executive, Independent	Chairman	2	2
Gautam Panchal	Non-Executive, Independent Director	Member	2	2
Pankaj Jain	Non- Executive, Non- Independent Director	Member	2	2

# Nilesh Parikh was appointed as Chairman & Member of the committee w.e.f. 28th April, 2023.

#### TERMS OF REFERENCE OF NOMINATION AND REMUNERATION COMMITTEE:

The purpose of this committee of the Board of Directors shall be to discharge the Board's responsibilities related to nomination and remuneration of the Company's executive / non-executive directors. The Nomination and Remuneration Committee assists in formulating criteria for determining qualifications, positive attributes and independence of Directors and recommend to the Board policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees. The Committee formulates the criteria for evaluation of the performance of Independent Directors & the Board of Directors; identifies the persons who are qualified to become Directors, and who may be appointed in senior management and recommend to the Board their appointment and removal.

#### PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:

The performance evaluation of Independent Directors is done by the entire Board of Directors, excluding the Director being evaluated. The performance evaluation indicators includes participation and contribution by a director, monitoring the corporate governance practices, addressing business challenges and risks, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of judgments.

#### REMUNERATION POLICY:

The Nomination and Remuneration Committee oversees the remuneration to be provided to the Directors and Senior Managerial Personnel of the Company. The remuneration to be paid to the Executive, Non-Executive and Independent Directors are determined in accordance with the provisions of the Act and the Listing Regulations. The policy, inter alia, provides the (a) criteria for determining qualifications, positive attributes and independence of directors and (b) policy on remuneration for directors, key managerial personnel and other employees. The policy is directed towards a compensation philosophy and structure that will attract, retain and motivate talent and provides for a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

The Nomination and Remuneration Committee has formulated a policy on remuneration under the provisions of Section 178(3) of the Act and the same is uploaded on the website of the Company at [www.starteckfinance.com](http://www.starteckfinance.com)

Details of sitting fees/ remuneration paid to Directors for the Financial Year 2023-24 are as under:

(₹ in lakhs)						
Name of Director	Category	Sitting Fees*	Salary	Benefits /Bonus /Stock Options /Commission	Others (Specify)	Total
Gautam Panchal	Non- Executive, Independent	0.30	-	Nil	Nil	0.30
Sandhya Malhotra	Non- Executive, Independent	0.25	-	Nil	Nil	0.25
Nilesh Parikh	Non- Executive, Independent	0.30	-	Nil	Nil	0.30

\*No Commission was paid to Independent Directors during the Financial Year 2023-24.

There were no other pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company. The Company has not granted any stock option to any of its Non-Executive Directors.

## SENIOR MANAGERIAL PERSONNEL

The list of Senior Managerial Personnel as on 31st March, 2024 is stated below:

Sr. No	Name	Designation
1.	Amit Pitale	Whole time Director & Chief Financial Officer (Appointed w.e.f.10 <sup>th</sup> July, 2023)
2.	Anand Shroff	Whole Time Director & Chief Financial Officer (Stepped down as the Whole-time Director as well as Chief Financial Officer of the Company w.e.f. 10th April, 2023)
3.	Mayuri Jain	Company Secretary

## STAKEHOLDERS' RELATIONSHIP COMMITTEE

Constitution of Stakeholders' Relationship Committee and its functions:

The Stakeholders' Relationship Committee looks into shareholders' and investors' grievances. The Committee is headed by Mr. Gautam Panchal, Non-Executive Independent Director. The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of Listing Regulations read with section 178 of the Act.

During the financial year under review, four meetings of the Stakeholders' Relationship Committee were held i.e. on May 30, 2023, August 11, 2023, November 3, 2023 and February 14, 2024. The necessary quorum was present for all the meetings. Ms. Mayuri Jain, Company Secretary also acts as the Compliance Officer of the Company. The Chairman of the Stakeholders Relationship Committee was present at the Annual General Meeting (AGM) held on September 26, 2023 to answer the queries of security holders. The composition and attendance of the members of the Stakeholders' Relationship Committee during the year ended March 31, 2024 is as follows:

Name of Director	Category	Position	No. of Meetings	
			Held	Attended
Gautam Panchal	Non- Executive, Independent	Chairman	4	4
Pankaj Jain #	Non- Executive, Non- Independent Director	Member	4	4
Anand Shroff	Non- Executive, Non- Independent Director	Member	4	4

# Pankaj Jain was appointed as Member of the committee w.e.f. 28th April, 2023.

## TERMS OF REFERENCE OF STAKEHOLDERS' RELATIONSHIP COMMITTEE:

This Committee assists the Board and the Company in maintaining healthy relationships with all stakeholders. It shall consider and resolve grievances of the security holders including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.

Details pertaining to the number of complaints received and responded and status thereof during the financial year 2023-24 are given below:

No. of complaints pending as on April 1, 2023	No. of complaints received during the year	No. of complaints resolved during the year	No. of complaints pending as on March 31, 2024
Nil	Nil	Nil	Nil

## CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

CSR Committee of the Company is constituted in line with the provisions of Section 135 of the Companies Act, 2013. The Meeting of the CSR Committee was held on May 30, 2023 and February 14, 2024 during the year under review. The necessary quorum was present for the meeting. The Committee is headed by Mr. Gautam Panchal, Non-Executive Independent Director. The Company Secretary is the Secretary to the Committee.

The composition and attendance of the members of the CSR Committee during the year ended March 31, 2024 is as follows:

Name of Director	Category	Position	No. of Meetings	
			Held	Attended
Gautam Panchal	Non- Executive, Independent	Chairman	2	2
Pankaj Jain #	Non- Executive, Non-Independent	Member	2	2
Anand Shroff	Non- Executive, Non-Independent	Member	2	2

# Pankaj Jain was appointed as Member of the committee w.e.f. 28th April, 2023.

## GENERAL BODY MEETINGS

i. a) Annual General Meetings (AGM):

Date	Venue	Time	No. of Special Resolution Passed
26 <sup>th</sup> September, 2023	The Company conducted the AGM through video conferencing/ other audio visual means.	3.00 pm	1. Raising funds by way of further issue of securities 2. Approval of material related party transactions for the financial year 2023- 24
25 <sup>th</sup> August, 2022	The Company conducted the AGM through video conferencing/ other audio visual means.	3.00 pm	1. Re appointment of Mr. Gautam Panchal as an Independent Director 2. Raising funds by way of further issue of securities 3. Approval of existing as well as proposed material related party transactions for the financial year 2022- 23
28 <sup>th</sup> September, 2021	The Company conducted the AGM through video conferencing/ other audio visual means.	3.00 pm	1. Raising funds by way of further issue of securities

b) Extra-Ordinary General Meetings:

No extraordinary general meeting of the members was held during FY 2024.

### ii. Postal Ballot:

During FY 2023-24, no ordinary or special resolutions were passed through postal ballot. No special resolution is proposed to be conducted through postal ballot as on the date of this Report.

## MEANS OF COMMUNICATION

The Company's quarterly / annual financial results are sent to the Stock Exchanges and are published in Free Press Journal and Navshakti. The financial results are also made available on Company's website at [www.starteckfinance.com](http://www.starteckfinance.com).

All financial and other vital news releases and documents under the Listing Regulations are also communicated to the Stock Exchanges, besides being placed on the Company's website.

**GENERAL SHAREHOLDER INFORMATION**39<sup>th</sup> Annual General Meeting

CIN No.	L51900MH1985PLC037039
Registered Office Address	Starteck Finance Limited 5 <sup>th</sup> Floor, Sunteck Centre, 37-40, Subhash Road, Vile Parle (E), Mumbai 400057 Tel No.: 91 22 4287 7800 Email Id: cosec@starteckfinance.com
AGM: Date and Time	Monday, September 30, 2024, 12.30 pm
Venue	The Company is conducting meeting through video conferencing (VC)/other audio visual means (OAVM) pursuant to the MCA circular. For details please refer to the Notice of 39 <sup>th</sup> AGM.
Financial Year	The financial year of the Company starts from April 1 and ends on March 31 of the succeeding year
Record Date for Dividend	Monday, September 23, 2024
Dividend Payment date	The dividend of Rs.0.25 per Equity Share of face value of Rs.10 each held by persons/entities other than promoter and promoter group out of the profits of the Company for the financial year 2023-24, if approved by the Members at the ensuing AGM, will be credited / dispatched on or before October 30, 2024. The Promoter & Promoter group have waived their rights to receive dividend.
Listing on stock exchanges	<b>National Stock Exchange of India Limited(NSE)</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 <b>BSE Limited(BSE)</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Annual Listing Fees for the Financial Year 2024-25 has been paid to BSE & NSE.
Stock Code	NSE : STARTECK BSE : 512381 ISIN: INE992I01013
In case the securities are suspended from trading, the Board's Report shall explain the reason thereof	Not applicable
Registrar and Transfer Agent	Adroit Corporate Services Pvt.Ltd. 17-20, Jafferbhoy Ind. Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai 400 059.
Share Transfer System	In terms of SEBI notification dated January 24, 2022 all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are advised to dematerialize the shares held by them in physical form.
Dematerialisation of shares and liquidity	As of March 31, 2024, 99,06,330 Equity Shares of the Company (99.96%) are held in electronic form with National Securities Depository Limited and Central Depository Services (India) Limited. Trading in shares of your Company is permitted only in the dematerialised form.

Reconciliation of Share Capital Audit	As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital to reconcile the total capital held with the National Security Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) with the total issued and listed capital. The Audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges. The report, inter alia, confirms that the number of shares issued, listed on the Stock exchanges and that held in demat and physical mode are in agreement with each other.
Outstanding GDRs/ADRs/Warrants or any Convertible instruments conversion date and likely impact on equity	As on March 31, 2024, the Company does not have any outstanding GDRs/ADRs/Warrants or any Convertible Instruments.
Credit Ratings	NA
Commodity Price risk/Foreign Exchange Risk and Hedging:	The Company does not have any exposure to commodity price risks and foreign exchange risk.
Plant Locations	The Company is engaged in financial services business and does not have any plant.
Address for correspondence	<p>Investors and members can correspond with the Company or the share transfer agent at the following address:</p> <p><b>Registered Office:</b>  <b>Starteck Finance Limited</b>  5<sup>th</sup> Floor, Sunteck Centre, 37-40,  Subhash Road, Vile Parle (E),  Mumbai 400057  Tel No.: 91 22 4287 7800  Email ID: cosec@starteckfinance.com  Website: www.starteckfinance.com</p> <p><b>Registrar and Share Transfer Agents:</b>  <b>Adroit Corporate Services Private Limited</b>  17-20, Jafferbhoy Ind. Estate,  1st Floor, Makwana Road,  Marol Naka, Andheri (E), Mumbai 400059  Tel No.: 91 22- 42270400  Email ID: info@adroitcorporate.com  Website: www.adroitcorporate.com</p>

**MARKET PRICE DATA:**

The market price data of the Company's shares traded on BSE and NSE during the year ended March 31, 2024 are as follows



Month	Starteck Finance Limited Share Price on BSE		S&P BSE Sensex Index	
	High Price (₹)	Low Price (₹)	High Price (₹)	Low Price (₹)
April 2023	135.00	103.30	61209.46	58793.08
May 2023	137.45	113.65	63036.12	61002.17
June 2023	160.20	110.50	64768.58	62359.14
July 2023	187.90	148.00	67619.17	64836.16
August 2023	163.35	146.65	66658.12	64723.63
September 2023	164.85	151.00	67927.23	64818.37
October 2023	192.05	152.05	66592.16	63092.98
November 2023	262.15	165.85	67069.89	63550.46
December 2023	419.90	212.00	72484.34	67149.07
January 2024	358.80	302.00	73427.59	70001.60
February 2024	338.10	285.00	73413.93	70809.84
March 2024	359.70	275.35	74245.17	71674.42

## National Stock Exchange of India Limited (NSE)

Month	Starteck Finance Limited Share Price on NSE		NSE Nifty 50 Index	
	High Price (₹)	Low Price (₹)	High Price (₹)	Low Price (₹)
April 2023	134.30	106.90	18089.15	17312.75
May 2023	139.80	111.90	18662.45	18042.40
June 2023	159.30	116.10	19201.70	18464.55
July 2023	189.10	147.45	19991.85	19234.40
August 2023	165.90	151.00	19795.60	19223.65
September 2023	167.60	155.00	20222.45	19255.70
October 2023	197.00	147.30	19849.75	18837.85
November 2023	262.75	163.60	20158.70	18973.70
December 2023	412.30	214.55	21801.45	20183.70
January 2024	354.00	303.05	22124.15	21137.20
February 2024	336.45	281.50	22297.50	21530.20
March 2024	361.00	247.40	22526.60	21710.20

## Distribution of Shareholding as on March 31, 2024

Number of Shares (Range)	No. of Shareholders	Percentage of Total Shareholders	No. of Shares	Percentage of Total Capital
1- 100	1568	81.08	33029	0.33
101-500	229	11.84	51473	0.52
501-1000	30	1.55	23743	0.24
1001-2000	23	1.19	36382	0.37
2001-3000	9	0.47	23626	0.24
3001-4000	9	0.47	31898	0.32
4001-5000	3	0.16	14179	0.14
5001-10000	5	0.26	40590	0.41
10001 -20000	12	0.62	178722	1.80
20001-50000	14	0.72	532258	5.37
50001 & above	32	1.65	8944430	90.25
<b>TOTAL</b>	<b>1934</b>	<b>100.00</b>	<b>9910330</b>	<b>100</b>

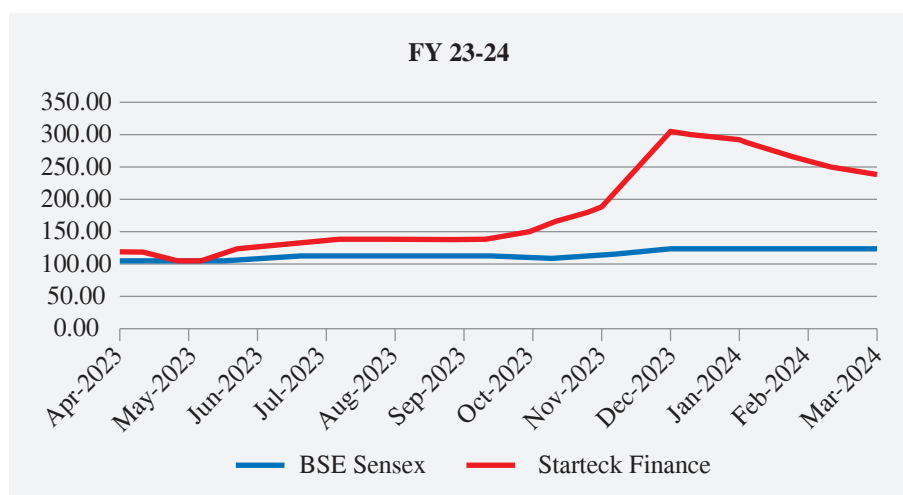


**Shareholding pattern as on March 31, 2024:**

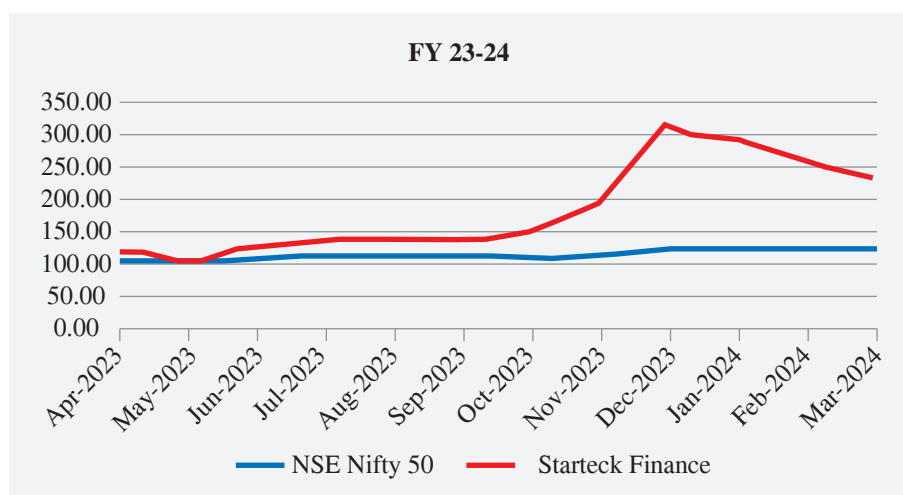
Category of Shareholders	No. of Shares Held	% of Shares Held
Promoter & Promoter group	7210660	72.76
<b>Public Shareholding</b>		
<b>Institutions</b>	-	-
<b>Non Institutions</b>		
Directors & their Relatives (excluding ID&ND)	1300	0.01
Bodies Corporate	1228401	12.40
Individuals	1295462	13.07
Non Resident Indians (NRIs)	12165	0.12
Hindu Undivided Family	145042	1.46
IEPF	17300	0.18
<b>TOTAL</b>	<b>9910330</b>	<b>100.00</b>

**Performance in comparison of Share price of the Company with BSE Sensex and NIFTY 50 is as follows:**

1) Starteck Finance Limited vs. BSE Sensex



2) Starteck Finance Limited vs. NSE Nifty 50



## **SUBSIDIARY MONITORING MECHANISM**

In accordance with Regulation 24 of the SEBI Listing Regulations, during this financial year none of the companies fall under the category of material non-listed Indian subsidiaries. The financial statements of unlisted subsidiary companies, are reviewed by the Audit Committee and Board of Directors of the Company. The Minutes of the Board Meetings of the Subsidiary Companies are placed before the meeting of Board of Directors of the Company.

Details of all significant transactions and arrangements entered into by the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company. The Company has a policy for determining material subsidiaries which is disclosed on its website at the following web link [www.starteckfinance.com/codes-or-policies.html](http://www.starteckfinance.com/codes-or-policies.html).

## **UNCLAIMED AND UNPAID DIVIDENDS, AND TRANSFER OF SHARES TO IEPF:**

As on March 31, 2024, the following amounts of dividends remained unclaimed –

<b>Year</b>	<b>Amount (in Rs.)</b>
FY 2019-20	74,466.25
FY 2020-21	46,224.50
FY 2021-22	35,039.50
FY 2022-23	46,237.75

Pursuant to the provisions of Sections 124 and 125 of the Act read with the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016 and amendments thereto, dividend / interest / refund of applications which remains unclaimed / unpaid for a period of 7 years is required to be transferred to IEPF. Further, the IEPF Rules mandate the companies to transfer all shares on which dividend remains unclaimed / unpaid for a period of 7 consecutive years to the demat account of the IEPF Authority. Hence, the Company urges all the shareholders to encash/claim their respective dividend during the prescribed period.

Accordingly, in case of instances where the dividend remains unpaid and unclaimed for 7 years and shares pertaining to which dividend remains unpaid / unclaimed for 7 consecutive years shall be transferred by the Company to IEPF. The Members / claimants whose shares or unclaimed dividends get transferred to IEPF may claim the shares or apply for refund from the IEPF Authority by following the refund procedure as detailed on the website of IEPF Authority at <http://www.iepf.gov.in/IEPF/refund.html>. The Company was not required to transfer shares to IEPF Account during the year under review.

The details of the unclaimed/unpaid amount of dividends pertaining to FY 2019-20 to FY 2022-23 have been uploaded on the website of the Company [www.starteckfinance.com](http://www.starteckfinance.com).

## **OTHER DISCLOSURES:**

1. All related party transactions entered into during the financial year were at arm's length basis and in the ordinary course of business. The details of the transactions with Related Party are provided in the notes to the Financial Statements. The Policy on Materiality of RPTs and dealing with RPTs as approved by the Board is uploaded on the Company's website at the web link [www.starteckfinance.com/codes-or-policies.html](http://www.starteckfinance.com/codes-or-policies.html). None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company save and except the payment of sitting fees to Independent Directors.
2. There were no instance of any non-compliances, nor any penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last 3 years.
3. The Company has a Whistleblower Policy in place. During the year under review no personnel have either approached the Audit Committee or been denied access to the Audit Committee.
4. The Company has complied with all the mandatory requirements of the Listing Regulations relating to Corporate Governance. Further, the Company has reviewed the non-mandatory requirements as specified in the Listing Regulations and it shall be adopted/complied by the Company on need basis.
5. During the year under review, the Company has not raised funds through any Preferential Allotment or Qualified Institutions Placement as specified under Regulation 32 (7A) of the Listing Regulations.

6. A certificate from Mr. Veeraraghavan N., Practising Company Secretary to the effect that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by SEBI or Ministry of Corporate Affairs or any other statutory authority is attached as a part of this Report.
7. During the year under review, there were no instances where the Board had not accepted any recommendation of any committee of the Board.

**8. Total fees paid to the Statutory Auditors and all entities in the network firm/ entities**

The details of total fees for all the services paid by the Company and its subsidiaries on a consolidated basis to Statutory Auditors and all entities in the network firm/ network entity of which the Statutory Auditors are a part, are given below:

(₹ in lakhs)

Particulars	FY 2023-24
Audit fees	3.50
Other services	-
<b>Total</b>	<b>3.50</b>

**9. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

During the financial year under review, no complaints were received/ cases filed/ disposed or pending under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**10. Loans and Advances in the nature of loans to firms/companies in which directors are interested by name and amount:**

Name	Amount as on March 31, 2024 (in Lakhs)
Starteck Infraprojects Private Limited	119.96
Bhuwalka Steel Industries Limited (WOS)	4706.22
Chitta Finlease Private Limited (WOS)	192.80
Starteck Corporate Services Pvt. Ltd.	0.08

11. The Company does not have any material subsidiary as on March 31, 2024.

12. The Company has complied with the requirements of Corporate Governance Report of Paragraphs (2) to (10) mentioned in Part 'C' of Schedule V of the Listing Regulations and disclosed necessary information as specified in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) in the respective places in this Report.

The certificate from the Statutory Auditors of the Company confirming compliance with the requirements of Corporate Governance is attached as a part of this report.

**13. Code for Prevention of Insider Trading:**

The Company has adopted the Code of Conduct to regulate, monitor and report trading by designated persons in securities of the Company and code of practices and procedures for fair disclosures of unpublished price sensitive information in terms of SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.

14. The certification in terms of Regulation 17(8) read with Part B of Schedule II of the Listing Regulations forms part of the Annual Report.

15. No Shares of Company are held in demat suspense account or unclaimed suspense account.

16. No agreements of the nature as stated in Clause 5A of paragraph A of Part A of Schedule III of the Listing Regulations have been entered into.

**For and on Behalf of the Board of Directors**

Place: Mumbai  
Date: May 27, 2024

**Amit Pitale**  
Whole time Director  
(DIN: 07852850)

**Pankaj Jain**  
Director  
(DIN: 00048283)

**DECLARATION OF COMPLIANCE WITH THE COMPANY'S CODE OF CONDUCT:**

I hereby declare that all the Members of the Board and Senior Management Personnel of the Company have affirmed Compliance with the Code of Conduct for Board and Senior Management Personnel of the Company during the financial year ended March 31, 2024.

**For and on Behalf of the Board of Directors**

Place: Mumbai

Date: May 27, 2024

**Amit Pitale**

Whole time Director

(DIN: 07852850)

# CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members of  
**Starteck Finance Limited**  
5th Floor, Sunteck Centre,  
37-40 Subhash Road,  
Vile Parle (East), Mumbai - 400 057.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Starteck Finance Limited** having CIN **L51900MH1985PLC037039** and having registered office at 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (East), Mumbai - 400 057, (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of Appointment in Company*
1.	Mr. Amit Pitale	07852850	May 30, 2023
2.	Mr. Anand Gopal Shroff	08480489	June 13, 2019
3.	Mr. Pankaj Jain	00048283	June 26, 2020
4.	Mrs. Sandhya Rohit Malhotra	06450511	June 26, 2020
5.	Mr. Nileshkumar Vinod Parikh	02710146	September 6, 2021
6.	Mr. Gautam Panchal Balkrishna	07826634	June 27, 2017

\*The date of appointment is as per the MCA Portal.

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

Date: May 27, 2024  
Place: Mumbai

**Veeraraghavan N.**  
Practicing Company Secretary  
ACS No. 6911  
CP No. 4334  
UDIN: A006911F000463257  
Peer Review Certificate No.1227/2021

**COMPLIANCE CERTIFICATE**  
**Under Regulation 17(8) of Securities and Exchange Board of India**  
**(Listing Obligations & Disclosure Requirements) Regulations, 2015**

To,  
The Board of Directors  
**Stardeck Finance Limited**

- a) We have reviewed the financial statements and the cash flow statement of Stardeck Finance Limited for the year ended March 31, 2024 and to the best of our knowledge and belief:
- i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year ended 31st March, 2024 which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the such internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee that:
- i) There were no significant changes in internal controls over financial reporting during the year;
  - ii) There were no significant changes in accounting policies during the year;
  - iii) There were no instances of significant fraud of which we have become aware and the involvement therein, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For and on Behalf of the Board of Directors**

Place: Mumbai  
Date: May 27, 2024

**Amit Pitale**  
Whole time Director & CFO  
(DIN: 07852850)

**Pankaj Jain**  
Director  
(DIN: 00048283)

# INDEPENDENT AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members of  
**Stardeck Finance Limited**

1. This certificate is issued in accordance with the terms of our engagement letter dated 6th September, 2021.
2. This certificate contains details of compliance with the conditions of corporate governance by STARTECK FINANCE LIMITED ('the Company') for the year ended 31st March 2024 as stipulated in Regulations 17-27, clause (b) to (i) and (t) of sub-regulation (2) Regulation 46 and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('Listing Regulations') and pursuant to the Listing Agreement of the Company with Stock exchanges.

## MANAGEMENT'S RESPONSIBILITY FOR COMPLIANCE WITH THE CONDITIONS OF LISTING REGULATIONS

3. The compliance with the terms and conditions contained in the corporate governance is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents.

## AUDITOR'S RESPONSIBILITY

4. Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31st March 2024.
6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC), Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

## OPINION

8. In our opinion, and to the best of our information and according to explanations given to us, we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.
9. We state that such certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

## RESTRICTION ON USE

10. The certificate is addressed to and provided to the Members of the Company solely for the purpose to enable the Company to comply with requirement of aforesaid Regulations, and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

**For MKPS & Associates**  
Chartered Accountants  
(Firm Registration No.:302014E)

**Narendra Khandal**  
Partner

Membership No. 065025  
UDIN:24065025BKAOFZ7176

Place: Mumbai  
Date: May 27, 2024

# SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED ON 31st MARCH 2024

[Pursuant to Section 204 (1) of the Companies Act 2013 and rule 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To  
The Members,  
**Starteck Finance Limited**  
(CIN: L51900MH1985PLC037039)  
5th Floor, Sunteck Centre,  
37-40 Subhash Road,  
Vile Parle (East), Mumbai - 400 057.

I, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Starteck Finance Limited (CIN: L51900MH1985PLC037039) (hereinafter called 'the Company'). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and return filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised 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 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder to the extent applicable;
- (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;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):
  - a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
  - e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;-Not applicable to the Company during the period under review
  - f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;-Not applicable to the Company during the period under review
  - g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;-Not applicable to the Company during the period under review
  - h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; -Not applicable to the Company during the period under review
  - i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; -Not applicable to the Company during the period under review
  - j) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 -Not applicable to the Company during the period under review



- (vi) Rules, Regulations and Guidelines issued by the Reserve Bank of India as are applicable to Non-deposit taking Non Systemically Important Non- Banking Financial Companies which are specifically applicable to the Company.

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

- i) Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of the Act,
- ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Adequate notice was 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.

All decisions are carried through with requisite majority. There were no dissenting views from the Board members during the period under review.

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

I further report that, During the audit period, there were no instances of:

- a) Public issue/ Rights issue/ Preferential issue of shares/ Sweat Equity, etc.
- b) Redemption/ Buy-back of securities;
- c) Foreign Technical Collaborations;
- d) Merger/ amalgamation/ reconstruction, etc.

Date: May 27, 2024

Place: Mumbai

**Veeraraghavan N.**

Practicing Company Secretary

ACS No. 6911

CP No. 4334

UDIN: A006911F000463246

Peer Review Certificate No.1227/2021

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

## OVERVIEW

The Management Discussion and Analysis Report has been prepared in accordance with the provisions of Regulation 34(2)(e) of Listing Regulations, read with Schedule V(B) thereto, with a view to provide an analysis of the business and Financial Statements of the Company for FY 2023-24 and should be read in conjunction with the Company's financial statements, the schedules and notes thereto and other information included in the Report.

## STARTECK FINANCE LIMITED

Stardeck Finance Limited was founded in 1985. It operates as a registered Non-Deposit Accepting Non-Banking Financial Company (NBFC) under Section 45IA of the Reserve Bank of India Act, 1934. It serves the financing needs of the various corporates having presence in urban and semi-urban areas of India. The company has a diversified portfolio across Retail, SMEs and Commercial customers.

## INDUSTRY STRUCTURE AND DEVELOPMENTS

### GLOBAL ECONOMY

The global economy demonstrated robust growth over the last year, defying widespread recession fears that loomed over developed nations in 2023. Throughout the past seven quarters, systemically important G20 nations have maintained an average growth rate of approximately 2.5%. This performance aligns closely with the pre-Covid-19 pandemic growth levels, underscoring a resilient global economic landscape.

However, the growth narrative was not uniform across the board. While some European countries like Germany and the United Kingdom faced economic contractions, emerging markets exhibited a more dynamic trajectory. Notably, countries such as Russia, China, and Indonesia reported significantly higher growth rates. India, in particular, emerged as a frontrunner, leading the growth charge among its peers.

Even the United States, where a recession was widely anticipated, managed to outperform expectations, further contributing to a positive global economic outlook. This diverse economic performance across various regions highlights the complex interplay of regional policies, market dynamics, and consumer behaviors influencing the global economy.

As we navigate the evolving economic conditions, it is imperative for businesses and investors to consider these disparities and their potential implications on global markets and investment strategies.

### INDIAN ECONOMY

India continued to exhibit robust economic performance. Factors such as strong domestic demand, rural demand pickup, robust investment, and sustained manufacturing momentum have contributed to India's resilience. The RBI and IMF projections forecast high growth rates for India, further reinforcing the positive outlook. In FY2024, India's buoyant domestic economic sentiment was reflected in strong GST collections, substantial growth in the manufacturing and services sectors, and record stock market performance, which underpinned India's ability to navigate global challenges successfully.

India is demonstrating a strong commitment to economic growth through substantial investments, dedicating approximately 30% of its GDP. This significant investment, coupled with consistent year-on-year GDP growth rates of 7% or higher, reflects the nation's proactive approach towards fostering development and sustainable progress.

### INDIAN FINANCIAL SERVICES INDUSTRY

India's financial sector is a highly diversified one comprising commercial banks, insurance companies, non-banking financial companies, co-operatives, pension funds, mutual funds and other smaller financial entities. The sector is dominated by banking and non-banking financial companies ('NBFCs') which has witnessed remarkable transformations since its emergence, with segments such as housing finance, microfinance and consumer finance contributing to its expansion. After a moderation in growth post the pandemic, NBFCs are back on track with an expected credit growth of 13-14% in FY 24. The sector has grown significantly, with a number of players with heterogeneous business models starting operations.

The increasing penetration of neo-banking, digital authentication, rise of UPI and mobile phone usage as well as mobile internet has resulted in the modularisation of financial services. The growth momentum is expected to continue in the current year also. The outlook for the industry remains positive as the country strides on its growth trajectory leading to higher credit demand. The growth in credit is expected to be broad based across products and segments with key risks being elevated interest rates and inflation.

### **FINANCIAL PERFORMANCE**

Standalone Financial Performance: The Company's loan portfolio is at INR 229.20 Crs in FY 2024 from INR 218.10 Crs in FY 2023 and investments INR 130.79 Crs in FY 2024 from INR 72.74 Crs in FY 2023. During the year under consideration, your Company's total income including other income is INR 28.34 Crs as compared to INR 26.16 Crs in the previous years. The Net Profit after tax is INR 10.38 Crs against the profit of INR 9.84 Crs in the previous years.

### **SEGMENT WISE / PRODUCT WISE PERFORMANCE**

The company is engaged in financing activities, hence the requirement of segment-wise reporting is considered irrelevant.

### **OUTLOOK**

The Company's growth prospects remain positive as it is well equipped to handle any exigency. The Company is consistently adding its revenue sources while containing costs and work upon disruptions to its advantage. The Company has adequate capital and financial resources to run its business operations and has adequate internal financial reporting and control.

### **OPPORTUNITIES AND THREATS**

Your Company is committed to addressing the changes boosted by its strengths in market position, agile execution capabilities, robust early warning systems and extensive use of analytics for risk mitigation and resource allocation. It will ensure to take advantage of the tailwinds that may emerge during the course of the year. The stringent regulatory norms governing the functioning of the business sector and certain government restrictions acts as hindrance in smooth functioning of Business.

### **RISK AND CONCERNS**

The very nature of the Company's business makes it subject to various kinds of risks. As an NBFC, the Company is exposed to credit, liquidity, market and interest rate risk. Capital market activities in which most of our activities depend on is also influenced by global events and hence there is an amount of uncertainty in the near term outlook of the market.

The Company has a strong Risk Management System for identification, monitoring, mitigation and reporting of the risks associated with its operations. The Company has an established practice of compliance reporting covering all operations and support functions; compliance reporting is periodically reviewed to ensure comprehensive coverage

### **INTERNAL CONTROL SYSTEMS AND ADEQUACY**

The Company has an adequate system of internal controls to ensure accuracy of accounting records, compliance with all laws and regulations and compliance with the rules, procedures and guidelines prescribed by the management. An extensive internal audit is carried out by independent firm. The internal auditors periodically test the efficacy of our internal control systems. The Audit Committee evaluates adequacy and effectiveness of the internal controls, performance of the internal audit, recommends improvements and reviews the action taken.

### **HUMAN RESOURCES**

During the year under review, there has been no material development on the Human Resource/Industrial Relations front during the year. As on March 31, 2024, there were 5 employees employed by the Company. The Company places significant importance to its human capital. The Company commends the commitment, dedication and competence shown by its employee in all aspects of business.

### **CAUTIONARY STATEMENT**

Statements in this Management Discussion and Analysis describing the company's objectives, projections, estimates and expectations may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied depending on the economic conditions, government policies and other incidental factors which are beyond the control of the management. The Company is not under any obligation to publicly amend, modify or revise any forward-looking statements on the basis of any subsequent developments, information or events.

# INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
**Starteck Finance Limited**

## **Report on the Audit of Standalone Financial Statements**

### **OPINION**

We have audited the accompanying Standalone financial statements of Starteck Finance Limited (“the Company”), which comprises of Standalone Balance Sheet as at March 31, 2024, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the Standalone financial statements, including a summary of material accounting policy information and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the Act) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

### **BASIS FOR OPINION**

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

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

### **KEY AUDIT MATTERS**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor’s responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters.

Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Sr. No	Key Audit Matter	Auditor's Response
1.	<p style="text-align: center;"><b>Income Recognition, Asset Classification and Provisioning Pertaining to Advances:</b></p> <p>Accuracy in identification and categorisation of receivables from financing activities as performing and non-performing assets and in ensuring appropriate asset classification, existence of security, income recognition, provisioning/ write off thereof and completeness of disclosure including compliance in accordance with the applicable extant guidelines issued by Reserve Bank of India (RBI).</p>	<p style="text-align: center;"><b>Principal Audit Procedures performed:</b></p> <p>We have assessed the systems and processes laid down by the Company to appropriately identify and classify the receivables from financing activities including those in place to ensure correct classification, income recognition and provisioning/write off including of Non-performing assets as per applicable RBI guidelines. The audit approach included testing the existence and effectiveness of the control environment laid down by the management and conducting of detailed substantive verification on selected samples of continuing and new transactions in accordance with the principles laid down in the Standards on Auditing and other guidance issued by Institute of Chartered Accountants of India. Agreements entered into regarding significant transactions including related to corporate loans have been examined to ensure compliance. We have also reviewed the reports generated from management information systems, reports issued by the internal/secretarial auditors. The impact of all significant external and internal events including those if any, subsequent to balance sheet date have been taken into consideration for the above purposes. Compliance with material disclosure requirements prescribed by RBI guidelines and other statutory requirements have been verified.</p> <p>We also performed an overall assessment of the Expected Credit Loss provision levels at each stage to determine if they were reasonable considering the Company's portfolio, risk profile, credit risk Management practices and the macroeconomic environment.</p> <p>The Procedures performed gave us sufficient evidence to conclude that the Income recognition, Asset classification and provisioning are being done in accordance with RBI guidelines.</p>

#### **INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON**

The Company's Board of Directors are responsible for the preparation of other information. The Other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to the Board report, Business Sustainability & Responsibility Report, Corporate Governance Report and Shareholder's information, but does not include the standalone financial statement and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act.

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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## **AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial control system in place with reference to standalone financial statements and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity'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 entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current year 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. Pursuant to the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Sub-Section (11) of Section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and records.
  - c) The Balance sheet, the Statement of Profit & Loss (including other comprehensive income), 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 Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules 2015.
  - e) On the basis of the written representation received from the directors as on March 31, 2024 taken on records by the Board of Directors, none of the directors are disqualified as on March 31, 2024 from being appointed as a Directors in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure "B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, no remuneration has been paid by the Company to its directors during the year and hence the provisions of Section 197 of the Act is not applicable.
  - h) With respect to the matters to be included in the Auditor's report in accordance with the 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 as detailed in Note 33 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at March 31, 2024.

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- 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 or entity, 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 or entity, 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 has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representation under sub clause (i) and (ii) of Rule 11(e), as provided under h(iv)(a) and h(iv)(b) above, contain any material misstatement
- v. (a) The final dividend paid by the Company during the year in respect of the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.
- (b) As stated in the note 29 (b) to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing annual general meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to the declaration of dividend.
- vi. Based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2023, has used accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

**For MKPS & ASSOCIATES**

Chartered Accountants  
ICAI Firm registration No. – 302014E

**Narendra Khandal**

Partner

Membership No. 065025

UDIN: 24065025BKAOGB3738

Date: May 27, 2024

Place: Mumbai



**Annexure “A” referred to in “Report on Other Legal and Regulatory Requirements” section of our report to the members of Starteck Finance Limited for the year ended March 31, 2024:**

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- i. (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.  
  
B. The Company does not have intangible assets. Hence Reporting under point B of sub clause (a) of clause (i) of paragraph 3 of the order is not applicable.  
  
(b) The property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification programme adopted by the Company, is reasonable having regard to the size of the Company and the nature of its assets.  
  
(c) The Company does not have any immovable property. Hence the reporting under sub clause (c) of clause (i) of paragraph 3 of the order are not applicable.  
  
(d) The Company has not revalued its property, plant and equipment during the year.  
  
(e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.
- ii. (a) The Company does not carry any inventories. Hence, the reporting requirements under sub-clause (a) of clause (ii) of paragraph 3 of the order are not applicable.  
  
(b) The Company has not been sanctioned any working capital limits on the basis of security of current assets and hence the reporting requirements under sub-clause (b) of clause (ii) of paragraph 3 of the order are not applicable.
- iii. (a) The company being NBFC, the provision of clause iii(a) is not applicable.  
  
(b) According to the information and explanations given to us, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prima facie prejudicial to the company’s interest;  
  
(c) According to information and explanation given to us, wherever schedule of repayment of principal and payment of interest has been stipulated, repayments or receipts are regular.  
  
(d) Company has taken reasonable steps for overdue amount, if any.  
  
(e) The company being NBFC, the provision of clause iii(e) is not applicable.  
  
(f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment to any promoter , related parties as defined in clause (76) of section 2 of companies Act 2013.
- iv. In respect of Investments made and loans given by the Company, in our opinion the provisions of Section 185 and 186 of the Companies Act, 2013 (“the Act”) have been complied with. The Company has not provided any guarantees and security during the year as specified under section 185 and section 186 of the Act.
- v. No deposits have been accepted by the Company within the meaning of directives issued by RBI (Reserve Bank of India) and Section 73 to 76 or any other relevant provisions of the Act and rules framed thereunder. Hence reporting under clause 3(v) of the Order is not applicable.
- vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.

- vii. (a) The Company is generally regular in depositing undisputed statutory dues including Goods and Services Tax, Income-Tax, Sales-Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues to the appropriate authorities. No undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a year of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no dues of Income Tax, GST and Duty of Customs which have not been deposited on account of any dispute except the following:

<b>Statute</b>	<b>Nature of Dues</b>	<b>Forum where the dispute is pending</b>	<b>Amount (Rs. In Lakhs)</b>	<b>Financial Year to which it relates</b>
Income Tax Act, 1961	Income Tax	Commissioner of Income Tax (Appeals)	13.01	2012-13

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) and hence reporting under clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the repayment of interest thereon to the lenders and hence reporting under clause 3 (ix) (a) of the Order is not applicable to the Company.
- (b) The Company has not been declared as willful defaulter by any bank or financial institution or other lender.
- (c) In our opinion, money raised by way of term loans were applied for the purposes for which these were obtained.
- (d) On an overall examination of the standalone financial statements of the Company, no funds raised by the Company on short-term basis have been utilized for long-term purposes.
- (e) Based on our audit procedures and on the basis of information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and hence reporting under clause 3(ix)(e) of the Order is not applicable to the Company.
- (f) Based on our audit procedures and on the basis of information and explanations given to us, during the year the Company has not raised any funds on the pledge of securities held in its subsidiaries and hence reporting under clause 3(ix)(f) of the Order is not applicable to the Company.
- x. (a) The Company has not raised any money by way of Initial public offer or further public offer (including debt instrument) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment, private placement of shares or fully or partly convertible debentures during the year and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) During 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 by or on the Company, noticed or reported during the year, nor have we been informed of such case by the management.
- (b) During the year, no report under sub section 12 of Section 143 of the Act has been filed in Form ADT-4 as prescribed in rule 13 of Companies (Audit and Auditors) rules, 2014 with the Central Government.
- (c) No whistle blower complaints have been received during the year by the Company and hence reporting under clause 3 (xi) (c) of the Order is not applicable to the Company.

- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our Opinion, the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports for the year under audit issued to the Company during the year and till date, in determining nature, timing and extent of our audit procedure.
- xv. In our opinion, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- xvi. (a) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and it has obtained the registration.
- (b) This clause is not applicable since company is registered with 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, hence this clause is not applicable.
- (d) The Group does not have any CIC, hence clause (xvi)(d) is not applicable to the Company.
- xvii. The Company has not incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. According to the information and explanations given to us and 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 standalone financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. According to the information and explanations given to us, the Company does not have any unspent amount in respect of any ongoing or other than ongoing project as at the expiry of the financial year and hence reporting under clause 3 (xx) of the Order is not applicable to the Company.
- xxi. There are no qualification or adverse remarks by the respective auditors in the companies (Auditors Report) order Caro report of the companies included in consolidated financial statements.

**For MKPS & ASSOCIATES**  
Chartered Accountants  
ICAI Firm registration No. – 302014E

**Narendra Khandal**  
Partner

Date: May 27, 2024  
Place: Mumbai

Membership No. 065025  
UDIN: 24065025BKA0GB3738

**Annexure “B” referred to in “Report on Other Legal and Regulatory Requirements” section of our report to the Members of Starteck Finance Limited for the year ended March 31, 2024:**

**Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act**

We have audited the internal financial controls with reference to financial statements of the Starteck Finance Limited (“the Company”) as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS**

The Board of Directors of the Company 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 component of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**AUDITORS’ RESPONSIBILITY**

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements 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 deemed to be prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING**

A Company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the entity are being made only in accordance with authorizations of management; (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the entity’s assets that could have a material effect on the standalone financial statements and (iv) also provide us reasonable assurance by the internal auditors through their internal audit reports given to the organization from time to time.

## **INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING**

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements 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 best of our information and according to the explanations given to us, the Company has, broadly in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31,2024, based on the internal control over financial reporting criteria established by the Company considering the essential Component of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For MKPS & ASSOCIATES**

Chartered Accountants

ICAI Firm registration No. – 302014E

**Narendra Khandal**

Partner

Membership No. 065025

UDIN: 24065025BKAOGB3738

Date: May 27, 2024

Place: Mumbai

**STARTECK FINANCE LIMITED**  
**CIN : L51900MH1985PLC037039**  
**STANDALONE BALANCE SHEET AS AT 31ST MARCH 2024**

(Rs in Lakhs)

Particulars	Notes	As at 31st March, 2024	As at 31st March, 2023
<b>ASSETS</b>			
<b>Financial assets</b>			
(a) Cash and cash equivalents	2	31.04	12.16
(b) Bank balances other than (a) above	3	449.01	425.79
(c) Receivable			
- Other receivable	4	348.78	551.33
(d) Loans	5	22,920.26	21,810.42
(e) Investments	6		
- Investment in subsidiaries and joint ventures		25.91	25.91
- Investment in bonds and debentures		4,761.02	4,851.80
- Other investments		8,292.11	2,396.65
(f) Other financial asset	7	3.50	4.12
<b>Non Financial assets</b>			
(a) Current tax assets		292.16	71.83
(b) Other non financial asset	8	15.04	18.26
(c) Property, Plant & Equipments	9	7.59	-
<b>Total Assets</b>		<b>37,146.42</b>	<b>30,168.27</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Financial Liabilities</b>			
(a) Payable			
- Other payable			
- total outstanding dues of creditors other than micro enterprises and small enterprises	10	22.60	64.99
(b) Borrowings	11	16,913.74	12,298.65
(c) Other financial liabilities	12	752.91	581.60
<b>Non Financial Liabilities</b>			
(a) Provisions	13	497.27	314.48
(b) Other non financial liabilities	14	86.30	73.06
(c) Current tax liability		206.69	68.27
<b>EQUITY</b>			
Equity share capital	15	991.03	991.03
Other equity	16	17,675.88	15,776.19
<b>Total Equity and Liabilities</b>		<b>37,146.42</b>	<b>30,168.27</b>

**Material accounting policies**

The accompanying notes are an integral part of these standalone financial statements

**As per our attached report of even date**

**For MKPS & Associates**

Chartered Accountants

Firm Registration No. 302014E

**For and on behalf of the Board of Directors  
of Starteck Finance Limited**

**Amit Pitale**

Whole Time Director & CFO  
(DIN: 07852850)

**Pankaj Jain**

Director  
(DIN: 00048283)

**Narendra Khandal**

Partner

Membership No. 065025

**Nilesh Parikh**

Director (DIN: 02710146)

**Gautam Panchal**

Director (DIN: 07826634)

Place : Mumbai

Dated: 27th May 2024

**Sandhya Malhotra**

Director (DIN: 06450511)

**Mayuri Jain**

Company Secretary

**STARTECK FINANCE LIMITED**

CIN : L51900MH1985PLC037039

**STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2024**

(Rs in Lakhs)

Particulars	Notes	Year ended 31st March, 2024	Year ended 31st March, 2023
<b>INCOME</b>			
<b>Revenue from operations</b>			
Interest Income	17	2,634.10	2,579.72
Dividend Income	18	29.42	14.65
Fees and Commission Income	19	126.75	22.09
<b>Total Revenue from operation (I)</b>		<b>2,790.27</b>	2,616.47
<b>Other income (II)</b>	20	43.47	-
<b>Total Income (I+II)</b>		<b>2,833.74</b>	2,616.47
<b>EXPENSES</b>			
Finance Cost	21	1,164.08	936.19
Employee benefits expense	22	50.20	65.59
Depreciation and amortisation expenses		0.07	-
Other expenses	23	310.36	390.50
<b>Total Expenses</b>		<b>1,524.71</b>	1,392.28
<b>Profit before tax</b>		<b>1,309.03</b>	1,224.19
<b>Tax expense :</b>		<b>270.62</b>	240.04
Current tax		268.86	227.78
Short / (excess) taxation of earlier years		1.75	12.26
<b>Profit for the year</b>		<b>1,038.42</b>	984.15
<b>Other Comprehensive Income</b>			
<b>Items that will not be reclassified to profit or loss</b>			
- Equity Instruments through other comprehensive income		858.05	(319.58)
<b>Total Comprehensive Income for the year</b>		<b>1,896.47</b>	664.57
<b>Earnings per equity share of face value Rs. 10 each</b>			
Basic		10.48	9.93
Diluted		10.48	9.93
<b>Material accounting policies</b>	1		
<b>The accompanying notes are an integral part of these standalone financial statements</b>			
<b>As per our attached report of even date</b>			
<b>For MKPS &amp; Associates</b>	<b>For and on behalf of the Board of Directors</b>		
Chartered Accountants	<b>of Starteck Finance Limited</b>		
Firm Registration No. 302014E			
	<b>Amit Pitale</b>	<b>Pankaj Jain</b>	
	Whole Time Director & CFO	Director	
	(DIN: 07852850)	(DIN: 00048283)	
<b>Narendra Khandal</b>			
Partner	<b>Nilesh Parikh</b>	<b>Gautam Panchal</b>	
Membership No. 065025	Director (DIN: 02710146)	Director (DIN: 07826634)	
Place : Mumbai	<b>Sandhya Malhotra</b>	<b>Mayuri Jain</b>	
Dated: 27th May, 2024	Director (DIN: 06450511)	Company Secretary	



**STARTECK FINANCE LIMITED**

CIN : L51900MH1985PLC037039

**STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2024**

(Rs in Lakhs)

A. Equity Share Capital	No of Shares	Amount
As at 31st March, 2023	99,10,330	991.03
Changes in equity share capital during 2023-24	-	-
<b>As at 31st March, 2024</b>	<b>99,10,330</b>	<b>991.03</b>

**B. Other Equity**

**For the year ended 31st March, 2024**

Particulars	Reserves and surplus			Other Comprehensive income	Total
	Securities premium account	Reserve u/s 45- IC of Reserve Bank of India Act, 1934	Retained earnings	Equity instrument through other comprehensive income	
As at 1st April, 2023	8,048.66	1,617.08	5,609.52	500.93	15,776.19
Profit for the year	-	-	1,038.42	-	1,038.42
Dividend Paid	-	-	(7.01)	-	(7.01)
Other comprehensive income for the year	-	-	-	868.28	868.28
<b>Total Comprehensive Income for the year</b>	<b>8,048.66</b>	<b>1,617.08</b>	<b>6,640.93</b>	<b>1,369.21</b>	<b>17,675.88</b>
Transfer to Statutory Reserve	-	207.68	(207.68)	-	-
<b>Balance as at 31st March, 2024</b>	<b>8,048.66</b>	<b>1,824.76</b>	<b>6,433.23</b>	<b>1,369.21</b>	<b>17,675.88</b>

**For the year ended 31st March, 2023**

Particulars	Reserves and surplus			Other Comprehensive income	Total
	Securities premium account	Reserve u/s 45- IC of Reserve Bank of India Act, 1934	Retained earnings	Equity instrument through other comprehensive income	
As at 1st April, 2022	8,048.66	1,420.08	4,829.43	820.51	15,118.68
Profit for the year	-	-	984.15	-	984.15
Dividend Paid	-	-	(7.06)	-	(7.06)
Other comprehensive income for the year	-	-	-	(319.58)	(319.58)
<b>Total Comprehensive Income for the year</b>	<b>8,048.66</b>	<b>1,420.08</b>	<b>5,806.52</b>	<b>500.92</b>	<b>15,776.19</b>
Transfer to Statutory Reserve	-	197.00	(197.00)	-	-
<b>Balance as at 31st March, 2023</b>	<b>8,048.66</b>	<b>1,617.08</b>	<b>5,609.52</b>	<b>500.92</b>	<b>15,776.19</b>

The accompanying notes are an integral part of these standalone financial statements

**As per our attached report of even date**

**For MKPS & Associates**  
Chartered Accountants  
Firm Registration No. 302014E

**For and on behalf of the Board of Directors  
of Starteck Finance Limited**

**Narendra Khandal**  
Partner  
Membership No. 065025

**Amit Pitale**  
Whole Time Director & CFO  
(DIN: 07852850)

**Pankaj Jain**  
Director  
(DIN: 00048283)

**Nilesh Parikh**  
Director (DIN: 02710146)

**Gautam Panchal**  
Director (DIN: 07826634)

Place : Mumbai  
Dated: 27th May 2024

**Sandhya Malhotra**  
Director (DIN: 06450511)

**Mayuri Jain**  
Company Secretary



**STARTECK FINANCE LIMITED**

CIN : L51900MH1985PLC037039

**STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2024**

(Rs in Lakhs)

	Year ended 31st March 2024		Year ended 31st March 2023	
	Rs.	Rs.	Rs.	Rs.
<b>Cash Flow from Operating Activities</b>				
Profit before tax as per Statement of Profit and Loss		1,309.03		1,224.19
<b>Adjusted for:</b>				
Indian Accounting Standard	8.45		49.16	
Provision for standard & sub- standard assets	150.60		123.87	
Interest on IT refund	(10.37)		-	
Dividend income	(29.42)		(14.65)	
Depreciation	0.07	119.33	-	158.38
<b>Operating Profit before working capital changes</b>		1,428.37		1,382.56
<b>Adjusted for:</b>				
(Increase)/Decrease in Financial Asset	470.38		(4,694.20)	
(Increase)/Decrease in Non Financial Asset	217.10		18.51	
Increase/(Decrease) in Financial Liabilities	128.91		3,681.63	
Increase/(Decrease) in Others Liabilities & Provisions	334.45	1,150.86	71.89	(922.17)
Cash Generated From Operations		2,579.21		460.39
Less: Income tax paid		270.61		221.44
Cash inflow before prior period adjustments		2,308.60		238.95
<b>Net Cash from / (used in) Operating Activities (A)</b>		2,308.60		238.95
<b>Cash Flow from Investing Activities</b>				
Interest on IT refund	10.37		-	
Dividend Income	29.42		14.65	
Purchase of fixed assets	7.66		-	
Sale of Investments	-		507.15	
Investment in Term Deposit	(23.22)		-	
Purchase of Investments	(5,804.70)	(5,780.47)	(721.11)	(199.31)
<b>Net Cash from / (used in) Investing Activities (B)</b>		(5,780.47)		(199.31)
<b>Cash Flow from Financing Activities</b>				
Borrowings	4,615.09		-	
Dividend paid	(7.01)		(7.06)	
CSR payment	(7.50)		(27.38)	
Loan repayment	(1,109.84)		-	
<b>Net Cash from / (used in) Financing Activities (C)</b>		3,490.74		(34.44)
<b>Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)</b>		18.88		5.19
<b>Cash and Cash Equivalents - Opening Balance</b>		12.16		6.97
<b>Cash and Cash Equivalents - Closing Balance</b>		31.04		12.16

**Note:**

Cash flows arising on account of taxes on income are not specifically bifurcated with respect to investing & financing activities.

Figures in brackets represent outflows

As per our attached report of even date

**For MKPS & Associates**  
Chartered Accountants  
Firm Registration No. 302014E

**For and on behalf of the Board of Directors  
of Starteck Finance Limited**

**Amit Pitale**  
Whole Time Director & CFO  
(DIN: 07852850)

**Pankaj Jain**  
Director  
(DIN: 00048283)

**Narendra Khandal**  
Partner  
Membership No. 065025

**Nilesh Parikh**  
Director (DIN: 02710146)

**Gautam Panchal**  
Director (DIN: 07826634)

Place : Mumbai  
Dated: 27th May 2024

**Sandhya Malhotra**  
Director (DIN: 06450511)

**Mayuri Jain**  
Company Secretary

# STARTECK FINANCE LIMITED

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENT

### 1.1 CORPORATE INFORMATION AND BASIS OF PREPARATION OF FINANCIAL STATEMENT

#### Corporate Information

Stardeck Finance Limited is a public company incorporated in India under the provision of erstwhile companies Act 1956. The company is a Non-Deposit taking, Non-Systemically Important (“ND-NSI”) registered with Reserve Bank of India (RBI) and engaged in the lending and investment. Equity Shares of the Company are listed on BSE Limited & NSE Limited, India. The registered office of the company is situated at 5th Floor, Sunteck Centre, 37- 40 Subhash Road, Vile Parle (East), Mumbai 400057, Maharashtra, India.

#### Basis of Preparation of Financial Statement

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013, (the ‘Act’) and other relevant provisions of the Act, as amended from time to time and other accounting principles generally accepted in India along with other relevant provisions of the Act and the Master Direction – Non-Banking Financial Company – Non Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 (‘the NBFC Master Directions’) issued by RBI. The Company’s financial statements up to and for the year ended March 31, 2024 were prepared in accordance with Rule 7 of the Companies (Accounts) Rules, 2014 (Previously GAAP), notified under Section 133 of the Act, other relevant provisions of the Act and other accounting principles generally accepted in India, to the extent applicable including the NBFC Master Directions.

The financial statements have been prepared and presented on accrual basis and under a historical cost basis, except for the following:

- Certain financial assets and liabilities – measured at fair value;
- Share-based payments – measured at fair value;
- Defined benefit plans – plan assets measured at fair value.

Based on the nature of products / activities of the Company normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities. The Standalone financial statements are presented in Indian rupee (INR), which is Company’s functional and presentation currency. Functional Currency is the currency of a primary economic environment in which the Company operates. All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III of the Companies Act, 2013 unless otherwise stated. These standalone financial statements have been approved for issue by Board of Directors of the company on May 27, 2024.

### 1.2 SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATE

In preparing these financial statements management requires to make judgment’s, estimates and assumptions that affect the application of the Company’s accounting policies and the reported amounts of assets, liabilities, contingent liabilities as at the date of the financial statement and reported amount of income and expenses for the reporting period. Actual results may differ from these estimates. The recognition, measurement, classification or disclosure of an item or information in the financial statement is made relying on these estimates. Revisions to estimates are recognized prospectively.

#### Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the financial statements for every period ended is included below:

1. Measurement of defined benefit obligations: key actuarial assumptions;
2. Recognition of deferred tax assets: availability of future taxable profit against which carry-forward tax losses can be used;
3. Impairment test: key assumptions underlying recoverable amounts.
4. Useful life and residual value of property, plant and equipment, other intangible assets and Right of Use assets;
5. Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
6. Impairment of financial assets: key assumptions used in estimating recoverable cash flows
7. Measurement of expected credit losses. - Uncertainty relating to the global health pandemic.

## **Judgments**

Information about the judgments made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements have been given below:

1. Assessing the lease term (including anticipated renewals) and the applicable discount rate.
2. Classification of financial assets: assessment of business model within which the assets are held and assessment of whether the contractual terms of the financial assets are solely payments of principal and interest on the principal amount outstanding.

## **1.3 REVENUE RECOGNITION**

Revenue is recognised to the extent that it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured.

### **Interest and allied Income**

Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ('EIR'). The EIR is the rate that exactly discounts estimated future cash flows of the financial asset through the expected life of the financial asset or, where appropriate, a shorter period, to the net carrying amount of the financial instrument. The internal rate of return on financial asset after netting off the fees received and cost incurred approximates the effective interest rate of return for the financial asset. The future cash flows are estimated taking into account all the contractual terms of the instrument. The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortised cost of the financial asset before adjusting for any expected credit loss allowance). For credit-impaired financial assets the interest income is calculated by applying the EIR to the amortised cost of the credit-impaired financial assets (i.e. the gross carrying amount less the allowance for ECLs). Late payment charges, prepayment charges etc. are recognised on a point-in-time basis, and are recorded when realised since the probability of collecting and reported under "Fees and commission income".

### **Dividend Income**

Dividend income is accounted for when the right to receive the income is established, which generally when the shareholders approves the dividend.

### **Net Gain/ Loss on Fair Value Changes**

Any differences between the fair values of the investment in debt oriented mutual funds classified as fair value through the profit or loss, held by the Company on the balance sheet date is recognised as an unrealised gain/loss in the statement of profit and loss. In cases there is a net gain in aggregate, the same is recognised in "Net gains or fair value changes" under revenue from operations and if there is a net loss the same is disclosed "Expenses", in the statement of profit and loss

## **1.4 FINANCIAL INSTRUMENTS:**

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

### **• Initial recognition and measurement**

All financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. A financial asset or financial liability which is not recognised at Fair Value Through Profit and Loss, is initially measured at fair value plus transaction costs that are directly attributable to its acquisition or issue

### **• Subsequent recognition**

#### **A) Financial Assets**

On initial recognition, a financial asset is classified and measured at

- Amortised Cost;
- Fair Value Through Other Comprehensive Income (FVOCI); or
- Fair Value Through Profit and Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not recognised as at FVTPL

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

On initial recognition of an equity investment that is not held for trading, the company may irrevocably elect to present subsequent changes in the Investments fair value in Other Comprehensive Income (OCI) (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified and measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL, if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

**B) Financial liabilities: Classification, subsequent measurement and gains and losses**

Financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense are recognised in the Statement of Profit and Loss. Any gain or loss on derecognition is also recognised as profit or loss respectively.

• **Derecognition**

**A) Financial Assets**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

**B) Financial Liability**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expired.

• **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 right 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 right 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 group or the counterparty.

## **1.5 PROPERTY, PLANT AND EQUIPMENT**

Property, plant and equipment are carried at historical cost of acquisition less accumulated depreciation and impairment losses, if any, consistent with the criteria specified in Ind AS 16 ‘Property, plant and equipment’.

### **Recognition and Derecognition**

Property, plant and equipment is recognised when it is probable that future economic benefits associated with the item is expected to flow to the Company and the cost of the item can be measured reliably. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included under other income/expenses in the Statement of Profit and Loss when the asset is derecognised.

### Depreciation on property, plant and equipment

- a) Depreciation is provided on a pro-rata basis for all tangible assets on straight line method over the useful life of assets.
- b) Useful lives of assets are determined by the Management with reference to Schedule II – Part C of the Companies Act, 2013.
- c) Depreciation on addition to assets and assets sold during the year is being provided for on a pro rata basis with reference to the month in which such asset is added or sold as the case may be.
- d) Useful life as used by the Company and as indicated in Schedule II are listed below:

Nature of assets	Useful life as per Schedule II
<u>Computers</u> End user machines Servers and Networks	3years 6years

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

## 1.6 INCOME TAX

### Current income tax

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

Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### Deferred tax

- i) 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 assets and liabilities are not recognised for:
  - Temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
  - Temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.
- ii) The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.
- iii) 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.

### Minimum alternate tax

Minimum alternate tax ('MAT') credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income-tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the statement of profit and loss. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income-tax during the specified period.

## **1.7 EARNINGS PER SHARE**

Basic earnings per share is computed by dividing the profit/ (loss) for the year by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, and bonus element in a rights issue to existing shareholders, share split and reverse share split.

Diluted earnings per share is computed by dividing the profit/ (loss) for the year as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.

## **1.8 PROVISIONS, CONTINGENCIES AND COMMITMENTS**

A provision is recognised when the Company has a present obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for contingent liabilities is made where there is:

- i) A possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- ii) A present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

## **1.9 CASH AND CASH EQUIVALENTS**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and demand deposits with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

## **1.10 EMPLOYEE BENEFITS**

### **Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

## **1.11 DIVIDEND**

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

### **1.12 a) Impairment of loan portfolio**

Judgment is required by management in the estimation of the amount and timing of future cash flows when determining an impairment allowance for loans and advances. In estimating these cash flows, the Group makes judgments about the borrower's financial situation. These estimates are based on assumptions about a number of factors such as credit quality, level of arrears etc. and actual results may differ, resulting in future changes to the impairment allowance.

### **b) Provisions other than impairment on loan portfolio**

Provisions are held in respect of a range of future obligations such as employee entitlements and litigation provisions. Some of the provisions involve significant judgment about the likely outcome of various events and estimated future cash flows. The measurement of these provisions involves the exercise of management judgments about the ultimate outcomes of the transactions. Payments that are expected to be incurred after more than one year are discounted at a rate which reflects both current interest rates and the risks specific to that provision.

### **c) Investment in Subsidiaries**

Investment in equity shares of subsidiaries are accounted at cost, less impairment if any.



**STARTECK FINANCE LIMITED**  
**NOTES TO STANDALONE FINANCIAL STATEMENTS**

(Rs in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>2 Cash and cash equivalents</b>		
<b>Balances with Banks</b>		
In current accounts	27.98	9.10
Cash on hand	3.06	3.06
<b>Total cash and cash equivalents</b>	<b>31.04</b>	<b>12.16</b>
<b>3 Bank balances other than (note no. 2 ) above</b>		
Deposits with original maturity of more than 3 months but less than 12 months	392.79	392.79
<b>Earmarked bank balances#</b>		
Unpaid dividend account	2.22	5.62
Unspent corporate social responsibility account	54.00	27.38
<b>Total bank balances other than (note no. 2 ) above</b>	<b>449.01</b>	<b>425.79</b>
<p>#There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as at each reporting date.</p>		
<b>4 Receivable</b>		
<b>Trade Receivables</b>	-	-
<b>Other Receivables</b>		
<b>Unsecured considered good</b>		
Related Party	17.33	213.40
Others- Interest accrued	331.46	337.93
<b>Total receivable</b>	<b>348.78</b>	<b>551.33</b>

**4.1 As at 31st March, 2024**

Particulars	Not due	Unbilled	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
<b>Undisputed Trade Receivables</b>								
(i) Considered Good	-	-	348.78	-	-	-	-	348.78
(ii) Which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-	-
<b>Disputed Trade Receivables</b>								
(i) Considered Good	-	-	-	-	-	-	-	-
(ii) Which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-	-

**4.2 As at 31st March, 2023**

Particulars	Not due	Unbilled	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
<b>Undisputed Trade Receivables</b>								
(i) Considered Good	-	-	551.33	-	-	-	-	551.33
(ii) Which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-	-
<b>Disputed Trade Receivables</b>								
(i) Considered Good	-	-	-	-	-	-	-	-
(ii) Which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-	-

**4.3** The company measures the expected credit loss of receivables from individual customers based on historical trend, industry practices and the business environment in which the entity operates. The company does not expects the significant risk in current and subsequent period,hence no ECL is recognised.

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>5 Loans</b>		
<b>Secured, considered good</b>		
Loan to Body corporates and others	9,372.07	7,553.96
<b>Unsecured, considered good</b>		
Loans to subsidiary	4,899.02	3,505.94
Loan to Body corporates and others	8,790.69	10,938.04
<b>Gross loans</b>	<b>23,061.77</b>	<b>21,997.95</b>
Less: Unamortization of processing fees	(141.52)	(187.52)
<b>Total loans</b>	<b>22,920.26</b>	<b>21,810.42</b>
<b>5.1 Break up of Loans</b>		
Secured by tangible assets	9,274.46	7,276.64
Secured by book debts	97.61	277.32
Unsecured	13,689.71	14,443.98
<b>Gross loans</b>	<b>23,061.77</b>	<b>21,997.94</b>
Less: Unamortization of processing fees	(141.52)	(187.52)
	<b>22,920.26</b>	<b>21,810.42</b>
<b>5.2 Loans in India</b>		
Public Sector	-	-
Others	23,061.77	21,997.94
<b>Gross loans</b>	<b>23,061.77</b>	<b>21,997.94</b>
Less: Unamortization of processing fees	(141.52)	(187.52)
	<b>22,920.26</b>	<b>21,810.42</b>
<b>6 Investments</b>		
<b>Investment in subsidiaries and joint ventures</b>		
<b>Investment in equity instruments (at cost)</b>		
<b>Unquoted, fully paid up</b>		
<b>Investment in subsidiaries</b>		
<b>Equity shares</b>		
V Can Exports Pvt Ltd	1.00	1.00
10,000 (31st March 2023 10,000) equity shares of Rs. 10 each fully paid up		
Bhuwalka Steel Industries Ltd	1.00	1.00
10,000 (31st March 2023 10,000 ) equity shares of Rs. 10 each fully paid up		
Chitta Finlease Pvt Ltd	23.91	23.91
1,000 (31st March 2023 1,000) equity shares of Rs. 100 each fully paid up		
<b>Total investment in subsidiaries equity shares</b>	<b>25.91</b>	<b>25.91</b>

## Investments in Bonds and Debenture

### Investment in Tax Free Bonds (Quoted)

Housing & Urban Development Corporation ,8.14%,25th October 2023 NIL (31st March 2023 25,000) bonds of Rs. 1,000 each	-	250.11
Housing & Urban Development Corporation,8.39%,25th October 2023 NIL (31st March 2023 5,000 ) bonds of Rs. 1,000 each	-	50.02
Housing & Urban Development Corporation,8.58%,13th January 2029 21,000 (31st March 2023 21,000 ) bonds of Rs. 1,000 each	<b>215.38</b>	216.28
India Infrastructure Finance Company Ltd,8.38%,12th November 2028 30,000 (31st March 2023 30,000) bonds of Rs. 1,000 each	<b>300.00</b>	300.83
India Infrastructure Finance Company Ltd,8.48% 22nd January 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	<b>205.46</b>	206.37
India Infrastructure Finance Company Ltd 8.55% 27th March 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	<b>212.82</b>	215.01
India Renewable Energy Development Agency Ltd,8.55%,13th March 2029 20,000 (31st March 2023 20,000 ) bonds of Rs. 1,000 each	<b>200.00</b>	200.00
Indian Railway Finance Corporation 8.40%,18th Febuary 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	<b>200.00</b>	200.00
Indian Railway Finance Corporation 8.63%,26th March 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	<b>200.00</b>	200.00
National Highway Authority of India 8.50%,05th Febuary 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	<b>200.00</b>	200.00
National Housing Bank 8.63% 13th January 2029 1,444 (31st March 2023 1,444) bonds of Rs. 5,000 each	<b>72.20</b>	72.20
NHPC Ltd 8.54%,02nd November 2028 16,105 (31st March 2023 16,105) bonds of Rs. 1,000 each	<b>161.05</b>	161.05
NHPC Ltd 8.79%,02nd November 2028 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	<b>51.18</b>	51.39
Power Finance Corporation 8.54%,16th November 2028 29,150 (31st March 2023 29,150) bonds of Rs. 1,000 each	<b>291.50</b>	291.50
Power Finance Corporation 8.79%16th November 2028 4,310 (31st March 2023 4,310) bonds of Rs. 1,000 each	<b>43.45</b>	43.62
Rural Electrification Corporation Ltd 8.26% 24th September 2023 NIL (31st March 2023 5,000) bonds of Rs. 1,000 each	-	50.03
Rural Electrification Corporation Ltd 8.63% 24th March 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	<b>200.00</b>	200.00
Indian Railway Finance Corporation 8.65%,18th Febuary 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>47.00</b>	48.24
National Highway Authority of India 8.75%,05th Febuary 2029 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	<b>58.86</b>	60.45

Housing & Urban Development Corporation ,8.83%,13th January 2029 9,000 (31st March 2023 9,000) bonds of Rs. 1,000 each	<b>109.47</b>	111.09
Indian Railway Finance Corporation 8.88%,26th March 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>47.00</b>	48.32
National Housing Bank 8.88% 13th January 2029 600 (31st March 2023 600) bonds of Rs. 5,000 each	<b>35.51</b>	36.53
Rural Electrification Corporation Ltd 8.63 %,29th March 2029 1,000 (31st March 2023 1,000) bonds of Rs. 1,000 each	<b>11.80</b>	12.11
India Infrastructure Finance Company Ltd 8.55% 27th March 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>46.87</b>	48.07
India Renewable Energy Development Agency Ltd,8.80%,13th March 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>47.51</b>	48.83
National Housing Bank 8.93% 24th March 2029 767 (31st March 2023 767) bonds of Rs. 5,000 each	<b>45.42</b>	46.65
Housing & Urban Development Corporation ,8.98%,28th March 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>47.26</b>	48.52
Kamarajar Port Limited 9% 25th March 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>47.70</b>	49.05
Housing & Urban Development Corporation ,7.64%,8th February 2031 1,499 (31st March 2023 1,499) bonds of Rs. 1,000 each	<b>17.45</b>	17.75
Housing & Urban Development Corporation ,7.69%,15th March 2031 1,563 (31st March 2023 1,563) bonds of Rs. 1,000 each	<b>18.26</b>	18.56
Housing & Urban Development Corporation,8.39%,25th October 2023 NIL (31st March 2023 4,000) bonds of Rs. 1,000 each	-	40.33
India Infrastructure Finance Company Ltd,8.38%,12th November 2028 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	<b>58.62</b>	59.42
India Infrastructure Finance Company Ltd 8.63% 12th November 2028 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	<b>58.13</b>	59.69
India Infrastructure Finance Company Ltd 8.73% 22nd January 2029 10,000 (31st March 2023 10,000) bonds of Rs. 1,000 each	<b>116.26</b>	119.16
India Renewable Energy Development Agency Ltd,7.74%,21st January 2031 2,232 (31st March 2023 2,232) bonds of Rs. 1,000 each	<b>26.12</b>	26.57
Indian Railway Finance Corporation 7.53%,21st December 2030 1,582 (31st March 2023 1,582) bonds of Rs. 1,000 each	<b>17.56</b>	17.74
Indian Railway Finance Corporation 7.64%,22nd March 2031 3,000 (31st March 2023 3,000) bonds of Rs. 1,000 each	<b>33.49</b>	33.88
Indian Railway Finance Corporation 8.40%,18th February 2029 15,000 (31st March 2023 15,000) bonds of Rs. 1,000 each	<b>175.04</b>	179.48
National Bank for Agriculture and Rural Development 7.64% 23rd March 2031 3,000 (31st March 2023 3,000) bonds of Rs. 1,000 each	<b>35.08</b>	35.66
National Highway Authority of India 7.60%,11th January 2031 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>46.80</b>	47.61
National Highway Authority of India 7.69%,06th March 2031 2,655 (31st March 2023 2,655) bonds of Rs. 1,000 each	<b>32.27</b>	32.51
National Highway Authority of India 8.50%,05th February 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	<b>233.99</b>	240.08

National Housing Bank 8.63% 13th January 2029 2,696 (31st March 2023 2,696) bonds of Rs. 5,000 each	<b>158.46</b>	162.77
NHPC Ltd 8.54%,02nd November 2028 1,611 (31st March 2023 1,611) bonds of Rs. 1,000 each	<b>18.75</b>	19.25
NHPC Ltd 8.79%,02nd November 2028 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	<b>58.72</b>	60.39
Power Finance Corporation 8.54%,16th November 2028 6,478 (31st March 2023 6,478) bonds of Rs. 1,000 each	<b>75.47</b>	77.49
Power Finance Corporation 8.79%16th November 2028 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	<b>58.61</b>	60.12
Rural Electrification Corporation Ltd 8.26% 24th September 2023 NIL (31st March 2023 4,000) bonds of Rs. 1,000 each	-	40.77
Rural Electrification Corporation Ltd 8.63 %,29th March 2029 3,000 (31st March 2023 3,000) bonds of Rs. 1,000 each	<b>35.37</b>	36.31
<b>Investment in Gold Bonds</b>		
Sovereign Gold Bond	<b>389.13</b>	-
<b>Total investment in bonds and debenture</b>	<b>4,761.02</b>	4,851.80
<b>Other Investments</b>		
<b>Investment in equity instruments (At fair value through other comprehensive income unless otherwise stated)</b>		
<b>Quoted, fully paid up (At fair value through other comprehensive income unless otherwise stated)</b>		
Coforge Ltd 50 (31st March 2023 NIL ) share of Rs. 10 each	<b>2.75</b>	-
Cox & Kings Financial Services Ltd 4,667 (31st March 2023 4,667) share of Rs. 5 each	<b>0.02</b>	0.01
HCL Technologies Ltd 950 (31st March 2023 NIL ) share of Rs. 2 each	<b>14.66</b>	-
Indian Energy Exchange Ltd 60,000 (31st March 2023 NIL ) share of Re. 1 each	<b>80.58</b>	-
Infosys Ltd 3,000 (31st March 2023 NIL ) share of Rs. 5 each	<b>44.96</b>	-
LTI Mindtree Ltd 250 (31st March 2023 NIL ) share of Re. 1 each	<b>12.34</b>	-
L&T Technology Services Ltd 100 (31st March 2023 NIL ) share of Rs. 2 each	<b>5.48</b>	-
Mphasis Ltd 150 (31st March 2023 NIL ) share of Rs. 10 each	<b>3.58</b>	-
Persistent Systems Ltd 75 (31st March 2023 NIL ) share of Rs. 5 each	<b>2.99</b>	-
Powergrid Infrastructure Investment Trust 150,000 (31st March 2023 5,00,000) share of Rs. 100 each	<b>140.26</b>	446.74
TCS Ltd 900 (31st March 2023 NIL) share of Re. 1 each	<b>34.95</b>	-

Tech Mahindra Ltd 550 (31st March 2023 NIL) share of Rs. 5 each	<b>6.88</b>	-
Wipro Ltd 1300 (31st March 2023 NIL) share of Rs. 2 each	<b>6.24</b>	-
<b>Unquoted, fully paid up</b>		
Eskay Infrastructure Development Pvt Ltd 78,732 (31st March 2023 78,732) shares of Rs 10 each	<b>1,886.42</b>	1,229.79
NSE Limited 25,000 (31st March 2023 25,000) shares of Re 1 each	<b>1,050.00</b>	720.11
<b>Investments in Security Receipts</b>		
JCF ARC Trust 5,00,000 (31st March 2023 NIL) shares of Rs. 1000 each	<b>5,000.00</b>	-
<b>Total other investments</b>	<b>8,292.11</b>	2,396.65
<b>6.1 Break up of Investments</b>		
In India	<b>13,053.13</b>	7,248.45
Outside India	-	-
	<b>13,053.13</b>	7,248.45
Tax Free Bonds of Books Value Rs 4,371.88/- lakhs (Previous Year Rs 4,851.78/- lakhs) are pledged to Barclays Bank Plc for securing credit limits		
Powergrid Infrastructure Investment Trust of Books Value Rs. 140.26/- lakhs (Previous Year Rs. 446.74/-) are pledged to Tata Capital Financial Services Limited for securing credit limits		
<b>7 Other financial assets</b>		
Other advances and receivables	2.00	2.62
Security deposits	1.50	1.50
<b>Total other financial assets</b>	<b>3.50</b>	4.12
<b>8 Other Non financial assets</b>		
Balance with statutory/government authority	<b>15.04</b>	18.26
<b>Total other non financial assets</b>	<b>15.04</b>	18.26

**STARTECK FINANCE LIMITED**

**NOTES TO STANDALONE FINANCIAL STATEMENTS**

**9 .PROPERTY, PLANT AND EQUIPMENT**

(Rs in Lakhs)

<b>Particulars</b>	<b>Computer Systems</b>
<b>Gross Book Value</b>	
As at 01st April,2022	-
Additions	-
Disposals	-
<b>As at 31st March, 2023</b>	-
Additions	7.66
Disposals	-
<b>As at 31st March, 2024</b>	<b>7.66</b>
<b>Depreciation and Impairment</b>	
As at 01st April,2022	-
Depreciation for the Year	-
Disposals	-
<b>As at 31st March, 2023</b>	-
Depreciation for the Year	0.07
Disposals	-
<b>As at 31st March, 2024</b>	<b>0.07</b>
<b>Net Book Value</b>	
As at 31st March,2023	-
<b>As at 31st March,2024</b>	<b>7.59</b>



**STARTECK FINANCE LIMITED**

**NOTES TO STANDALONE FINANCIAL STATEMENTS**

(Rs in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>10 Trade payables</b>		
Trade payable - Micro and small enterprises*	-	-
Trade payable - Other than micro and small enterprises	22.60	64.99
<b>Total trade payables</b>	<b>22.60</b>	<b>64.99</b>

The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of Information available with the Company. The amount of principal and interest outstanding during the year is given below

Particulars	As at 31st March, 2024	As at 31st March, 2023
1) Principal amount due and remaining unpaid	-	-
2) Interest due on (1) above and the unpaid interest	-	-
3) Interest paid on all delayed payment under the MSMED Act	-	-
4) Payment made beyond the appointed day during the year	-	-
5) Interest due and payable for the period of delay other than (3) above	-	-
6) Interest accrued and remaining unpaid	-	-
7) Amount of further interest remaining due and payable in succeeding	-	-

**Ageing schedule**

**As at 31st March,2024**

Particular	Less than 1 year	1-3 years	More than 3 years	Total
(i) MSME	-	-	-	-
(ii) Others	19.84	2.76	-	22.60
(iii) Disputed dues - MSME	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-

**As at 31st March,2023**

Particular	Less than 1 year	1-3 years	More than 3 years	Total
(i) MSME	-	-	-	-
(ii) Others	64.99	-	-	64.99
(iii) Disputed dues - MSME	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-

**11 Borrowings****At Amortised Cost****Secured**

Term Loan from Financial institutions	61.73	205.00
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**Loan repayable on demand**

From Bank	3,846.75	4,297.14
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**Unsecured**

From Body Corporates	13,005.26	7,796.51
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<b>Total borrowings</b>	<b>16,913.74</b>	<b>12,298.65</b>
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**11.1 Out of Above**

Borrowings in India	16,913.74	12,298.65
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Borrowings outside India	-	-
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	<b>16,913.74</b>	<b>12,298.65</b>
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**Terms and Conditions for Secured Loan taken from Banks****Barclays Bank Plc**

- The Bank overdraft of Rs. 3,846.75 Lakhs (Previous Year 4,297.14 Lakh) is secured by way of pledge of tax free bonds and other securities.

- The interest rate on Bank Overdraft of Rs. 3,846.75 Lakhs (Previous Year 4,297.14 Lakh) @ 8.35% (Previous Year @ 8.15%).

**Terms and Conditions for Secured Loan taken from Financial institutions****Tata Capital Financial Services Limited**

- The Term Loan of Rs. 61.73 Lakhs (Previous Year 205 Lakh) is secured by way of pledge of shares held in demat form

- The interest rate on Term Loan of Rs. 61.73 Lakhs (Previous Year 205 Lakh) @ 9.50% (Previous Year @9.50%)

**12 Other financial liabilities**

Interest accrued but not due on borrowings	750.89	575.98
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Unclaimed dividend	2.02	5.62
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<b>Total other financial liabilities</b>	<b>752.91</b>	<b>581.60</b>
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**13 Provisions**

Unspent CSR Liability	93.68	61.50
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Impairment Loss allowance on loans	403.59	252.98
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<b>Total provisions</b>	<b>497.27</b>	<b>314.48</b>
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**14 Other non financial liabilities**

Statutory dues	86.30	73.06
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<b>Total other non financial liabilities</b>	<b>86.30</b>	<b>73.06</b>
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**STARTECK FINANCE LIMITED**

**NOTES TO STANDALONE FINANCIAL STATEMENTS**

(Rs in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>15 Equity share capital</b>		
<b>Authorised share capital</b>		
1,50,00,000 equity shares of Rs. 10 each (31st March 2023 1,50,00,000)	<b>1,500.00</b>	1,500.00
<b>Total authorised share capital</b>	<b>1,500.00</b>	1,500.00
<b>Issued, subscribed and fully paid up</b>		
99,10,330 equity shares of Re. 10 each (31st March 2023 99,10,330)	<b>991.03</b>	991.03
<b>Total issued, subscribed and fully paid up share capital</b>	<b>991.03</b>	991.03

**(i) Reconciliation of equity share capital**

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Number of shares	Rs. in lakhs	Number of shares	Rs. in lakhs
At the beginning of the period	99,10,330	991.03	99,10,330	991.03
Issued during the year				
<b>Outstanding at the end of the period</b>	<b>99,10,330</b>	<b>991.03</b>	99,10,330	991.03

**(ii) Terms and rights attached to equity shares**

The Company has only one class of equity share having value of Rs 10 each with an entitlement of one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the annual general meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(iii) Details of shareholders holding more than 5% shares in the Company**

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	% holding	Number of shares	%holding	Number of shares
SW Capital Private Limited	10.31%	10,21,698	10.02%	9,92,739
Eskay Infrastructure Development Private Limited	10.55%	10,45,700	10.55%	10,45,700
Glint Infraprojects Private Limited	5.13%	5,08,589	-	-
Astha Trust	10.55%	10,45,413	10.55%	10,45,413
Matrabhav Trust	11.69%	11,58,666	11.69%	11,58,666
Akrur Kamal Khetan	-	-	5.50%	5,45,400
Anupma Kamal Khetan	5.50%	5,45,400	5.50%	5,45,400

**(iv) Details of shareholders held by Promoters**

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	% holding	Number of shares	%holding	Number of shares
SW Capital Private Limited	10.31%	10,21,698	10.02%	9,92,739
Eskay Infrastructure Development Private Limited	10.55%	10,45,700	10.55%	10,45,700
Glint Infraprojects Private Limited	5.13%	5,08,589	-	-
Shraddha Trust	2.60%	2,58,000	-	-
Astha Trust	10.55%	10,45,413	10.55%	10,45,413
Matrabhav Trust	11.69%	11,58,666	11.69%	11,58,666
Krupa Family Private Trust	1.46%	1,45,000	-	-
Paripurna Trust	3.29%	3,25,594	-	-
Manisha Kamal Khetan	3.84%	3,80,400	-	-
Kamal Khetan HUF	3.28%	3,25,400	-	-
Kamal Khetan	3.28%	3,25,400	-	-
Akrur Kamal Khetan	1.27%	1,25,400	5.50%	5,45,400
Anupma Kamal Khetan	5.50%	5,45,400	5.50%	5,45,400

**STARTECK FINANCE LIMITED**

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**

(Rs in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>16 Other equity</b>		
Reserves & surplus		
- Securities premium account	8,048.66	8,048.66
- Statutory Reserve Fund	1,824.76	1,617.08
- Retained earnings	6,433.25	5,609.53
Other comprehensive income		
- Equity instrument through other comprehensive income	1,369.21	500.93
<b>Total other equity</b>	<b>17,675.88</b>	<b>15,776.19</b>

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>(i) Securities premium reserve</b>		
Opening balance	8,048.66	8,048.66
Addition during the year	-	-
<b>Closing balance</b>	<b>8,048.66</b>	<b>8,048.66</b>
<b>(ii) Statutory Reserve</b>		
Opening balance	1,617.08	1,420.08
Transferred from Retained Earning	207.68	197.00
<b>Closing balance</b>	<b>1,824.76</b>	<b>1,617.08</b>
<b>(iii) Retained earnings</b>		
Opening balance	5,609.53	4,829.44
Net profit for the year	1,038.42	984.14
Transferred to Statutory Reserve	(207.68)	(197.00)
Dividend Paid	(7.01)	(7.06)
<b>Closing balance</b>	<b>6,433.25</b>	<b>5,609.53</b>
<b>(iv) Other comprehensive income</b>		
- Equity instrument through other comprehensive income		
Opening balance	500.93	820.51
Income/(loss) for the year	868.28	(319.58)
<b>Closing balance</b>	<b>1,369.21</b>	<b>500.93</b>

**Nature & purpose of other equity and reserves :**

**(a) Securities premium account :**

Securities premium reserve is used to record the premium on issue of financial securities such as equity shares, preference shares, compulsory convertible debentures. The reserve is utilised in accordance with the provision of the Act.

**(b) Reserve u/s 45 IC of the Reserve Bank of India Act, 1934:**

The Company created a reserve pursuant to section 45 IC the Reserve Bank of India Act, 1934 by transferring amount not less than twenty per cent of its net profit every year as disclosed in the Statement of Profit and Loss and before any dividend is declared.

**STARTECK FINANCE LIMITED**  
**NOTES TO STANDALONE FINANCIAL STATEMENTS**

(Rs in Lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
<b>17 Revenue from operations</b>		
<b>Interest Income</b>		
Interest on loan	2,238.25	2,208.50
Interest income on investment	395.85	371.22
<b>Total Interest Income</b>	<b>2,634.10</b>	<b>2,579.72</b>
<b>18 Dividend Income</b>		
Dividend on shares	29.42	14.65
<b>Total dividend income</b>	<b>29.42</b>	<b>14.65</b>
<b>19 Fees and Commission Income</b>		
Processing fees	126.75	22.09
<b>Total fees and commission income</b>	<b>126.75</b>	<b>22.09</b>
<b>20 Other income</b>		
Interest on income tax refund	10.37	-
Fair value through P&L (FVTPL)	33.10	-
<b>Total other income</b>	<b>43.47</b>	<b>-</b>
<b>21 Finance Cost</b>		
Interest on Borrowing	851.42	662.40
Interest on Bank OD	308.37	270.90
Other Borrowing Cost	4.29	2.89
<b>Total finance cost</b>	<b>1,164.08</b>	<b>936.19</b>
<b>22 Employee benefits expense</b>		
Salaries and wages	47.75	62.15
Staff welfare expenses	2.45	3.44
<b>Total employee benefits expense</b>	<b>50.20</b>	<b>65.59</b>
<b>23 Other expenses</b>		
Annual, listing fees and other fees	6.73	15.15
Business promotion	-	2.65
Demat/Bank charges	-	0.04
Director sitting fees	0.85	1.05
Legal and professional	58.35	173.69
Miscellaneous expenses	22.77	12.80
Payments to auditors	2.25	2.25
Repair & Maintenance	-	15.29
Provision for standard & sub- standard assets	150.60	123.87
Rent, rates and taxes	19.42	4.23
Travelling and conveyance	8.80	5.19
Advertisement & Marketing	0.90	-
Foreign Travelling Expenses	-	0.17
CSR Activity	39.69	34.12
<b>Total other expenses</b>	<b>310.36</b>	<b>390.50</b>

## STARTECK FINANCE LIMITED

### NOTES TO STANDALONE FINANCIAL STATEMENTS

#### 24 Income tax expense

This note provides an analysis of the Company's income tax expense, show amounts that are recognised directly in equity and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Company's tax positions.

##### (a) Tax expense recognised in the Statement of Profit and Loss

(Rs in Lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Current tax on profits for the year	268.86	227.78
Adjustments for current tax of prior periods	1.75	12.26
<b>Total current tax expense</b>	<b>270.62</b>	<b>240.04</b>
Deferred tax charge/(credit)-P&L	-	-
Other Comprehensive Income-Remeasurments of net defined benefit plans	-	-
<b>Total deferred tax expense/(benefit)</b>	<b>-</b>	<b>-</b>
<b>Income tax expense/(benefit)</b>	<b>270.62</b>	<b>240.04</b>

(Rs in Lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
<b>(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:</b>		
Enacted income tax rate in India applicable to the Company	25.168%	25.168%
Profit/(loss) before income tax expense	1,309.03	1,224.19
Current Tax Expense on Profit/(Loss) before tax expenses at enacted income tax rate in India	329.46	308.10
Tax effects of:		
Disallowable expenses	55.32	13.28
Exempt income	(113.01)	(111.69)
Income Tax at special rate	(1.29)	(13.64)
Tax in respect of earlier years	1.75	12.26
Other items	(1.62)	31.73
<b>Income tax expense</b>	<b>270.62</b>	<b>240.04</b>



**STARTECK FINANCE LIMITED**  
**NOTES TO STANDALONE FINANCIAL STATEMENTS**

**25 Related Party Disclosures**

**Name of the Related Parties :**

**Disclosure of related party transaction and balances for the year ended 31st March 2024**

**Relationship**

**List of related parties with whom transactions has been entered in the ordinary course of business**

**(A) Key Management Personal**

Anand Shroff (Whole Time Director & CFO Upto 10th April, 2023)

Mayuri Jain (Company Secretary)

Amit Pitale (Whole Time Director & CFO w.e.f. 10th July, 2023)

**(B) Entity/ Person having Significant Influence**

Akshunya Energy Private Limited

Eskay Infrastructure Development Private Limited

Glint Infraprojects Private Limited

Samagra Wealthmax Private Limited

Stardeck Infraprojects Private Limited

Sunteck Realty Limited

SW Capital Private Limited

Niyamit Mercantile and Trading LLP

SW Investments Limited

Stardeck Corporate Services Private Limited

Abhisar Securities Services Private Limited

Kamal Khetan

Gautam Panchal

Nilesh Parikh

Sandhya Malhotra

**(C) Subsidiaries**

Chitta Finlease Private Limited

V Can Export Private Limited

Bhuwalka Steel Industries Ltd

**Related Party Transactions**

(Rs in Lakhs)

Particulars	Relationship	F Y 2023-24	F Y 2022-23
<b>(i) Transaction during the year</b>			
<b>Rent Paid</b>			
Sunteck Realty Ltd	Entity/ Person having Significant Influence	4.20	4.20
<b>Salary Paid(including reimbursements)</b>			
Anand Shroff	KMP	-	50.56
Mayuri Jain	KMP	7.49	7.42
<b>Interest Received</b>			
Niyamit Mercantile and Trading LLP	Entity/ Person having Significant Influence	16.41	-
Eskay Infrastructure Development Pvt Ltd	Entity/ Person having Significant Influence	246.67	210.32
Stardeck Infraprojects Pvt Ltd	Entity/ Person having Significant Influence	16.32	21.11
SW Capital Pvt Ltd	Entity/ Person having Significant Influence	37.78	103.65
Glint Infraprojects Pvt Ltd	Entity/ Person having Significant Influence	-	5.68
Abhisar Securities Services Pvt Ltd	Entity/ Person having Significant Influence	88.70	-

<b>Interest Paid</b>			
Akshunya Energy Pvt Ltd	Entity/ Person having Significant Influence	<b>16.32</b>	3.44
Niyamit Mercantile and Trading LLP	Entity/ Person having Significant Influence	-	24.97
Glint Infraprojects Pvt Ltd	Entity/ Person having Significant Influence	<b>48.52</b>	-
Kamal Khetan	Entity/ Person having Significant Influence	<b>163.54</b>	268.36
Samagra Wealthmax Pvt Ltd	Entity/ Person having Significant Influence	<b>115.48</b>	58.04
Sunteck Realty Ltd	Entity/ Person having Significant Influence	<b>380.72</b>	267.79
SW Investments Ltd	Entity/ Person having Significant Influence	<b>5.98</b>	5.83
<b>Investment in Subsidiaries</b>			
Bhuwalka Steel Industries Ltd	Subsidiary	<b>1.00</b>	1.00
Chitta Finlease Pvt Ltd	Subsidiary	<b>23.91</b>	23.91
V Can Export Pvt Ltd	Subsidiary	<b>1.00</b>	1.00
<b>Loan and Advances given</b>			
Eskay Infrastructure Development Pvt Ltd	Entity/ Person having Significant Influence	<b>1,011.70</b>	-
SW Capital Pvt Ltd	Entity/ Person having Significant Influence	-	834.61
Kamal Khetan	Entity/ Person having Significant Influence	<b>199.22</b>	1,110.50
Niyamit Mercantile and Trading LLP	Entity/ Person having Significant Influence	<b>676.44</b>	618.24
Abhisar Securities Services Pvt Ltd	Entity/ Person having Significant Influence	<b>1,240.91</b>	-
Bhuwalka Steel Industries Ltd	Subsidiary	<b>1,386.98</b>	3,319.24
Chitta Finlease Pvt Ltd	Subsidiary	<b>6.10</b>	-
Akshunya Energy Pvt Ltd	Entity/ Person having Significant Influence	<b>19.46</b>	-
SW Investments Ltd	Entity/ Person having Significant Influence	<b>2.24</b>	-
Glint Infraprojects Pvt Ltd	Entity/ Person having Significant Influence	<b>362.53</b>	-
Samagra Wealthmax Pvt Ltd	Entity/ Person having Significant Influence	<b>81.26</b>	-
<b>Loan Taken</b>			
Eskay Infrastructure Development Pvt Ltd	Entity/ Person having Significant Influence	-	154.67
SW Investments Ltd	Entity/ Person having Significant Influence	<b>13.78</b>	-
Sunteck Realty Ltd	Entity/ Person having Significant Influence	<b>518.51</b>	2,731.50
Samagra Wealthmax Pvt Ltd	Entity/ Person having Significant Influence	-	1,299.50
Akshunya Energy Pvt Ltd	Entity/ Person having Significant Influence	-	153.50
Starteck Infraprojects Pvt Ltd	Entity/ Person having Significant Influence	<b>74.01</b>	2.75
SW Capital Pvt Ltd	Entity/ Person having Significant Influence	<b>880.00</b>	-
Chitta Finlease Pvt Ltd	Subsidiary	-	242.33

<b>(ii) Outstanding balance as at year end</b>			
<b>Loans and Advances given</b>			
Eskay Infrastructure Development Pvt Ltd	Entity/ Person having Significant Influence	<b>3,435.65</b>	2,423.95
Starteck Infraprojects Pvt Ltd	Entity/ Person having Significant Influence	<b>119.96</b>	214.33
SW Capital Pvt Ltd	Entity/ Person having Significant Influence	-	880.00
Niyamit Mercantile and Trading LLP	Entity/ Person having Significant Influence	<b>617.20</b>	-
Abhisar Securities Services Pvt Ltd	Entity/ Person having Significant Influence	<b>1,240.91</b>	-
Chitta Finlease Pvt Ltd	Subsidiary	<b>192.80</b>	186.70
Bhuwalka Steel Industries Ltd	Subsidiary	<b>4,706.22</b>	3,319.24
<b>Loan Taken</b>			
Akshunya Energy Pvt Ltd	Entity/ Person having Significant Influence	<b>163.20</b>	160.10
SW Investments Ltd	Entity/ Person having Significant Influence	<b>65.69</b>	61.95
Glint Infraprojects Pvt Ltd	Entity/ Person having Significant Influence	<b>310.65</b>	629.51
Niyamit Mercantile and Trading LLP	Entity/ Person having Significant Influence	-	74.02
Samagra Wealthmax Pvt Ltd	Entity/ Person having Significant Influence	<b>1,218.24</b>	1,299.50
Sunteck Realty Ltd	Entity/ Person having Significant Influence	<b>3,250.01</b>	2,731.50
Kamal Khetan	Entity/ Person having Significant Influence	<b>1,665.94</b>	1,865.16
<b>Deposit</b>			
Sunteck Realty Ltd	Entity/ Person having Significant Influence	<b>1.50</b>	1.50
<b>Directors Sitting Fees</b>			
Gautam Panchal	Entity/ Person having Significant Influence	<b>0.60</b>	-
Nilesh Parikh	Entity/ Person having Significant Influence	<b>0.60</b>	-
Sandhya Malhotra	Entity/ Person having Significant Influence	<b>0.75</b>	-
<b>Other receivable</b>			
Starteck Corporate Services Pvt Ltd	Entity/ Person having Significant Influence	<b>0.08</b>	-
<b>Investment in Shares</b>			
Eskay Infrastructure Development Pvt Ltd	Entity/ Person having Significant Influence	<b>7.87</b>	7.87

26 The Following additional information is disclosed in terms of RBI Circulars:

**Comparison between provisions required under Income Recognition and Asset Classification and Provision norms (IRACP) as per RBI and impairment allowances as per IndAs 109**

(Rs. in Lakhs)						
As at 31st March, 2024						
Asset Classification as per RBI norms	Asset classification as per Ind As 109	Gross carrying amount as per Ind As	Loss Allowances as per Ind As 109	Net Carrying Amount	Provisions as per IRACP norms	Difference between Ind As 109 and IRACP norms
	(A)	(B)	(C)	(D)	(E)	(F=C-E)
<b>Performing Asset Standard</b>	Stage 1	23,061.77	141.52	22,920.25	92.25	49.28
	Stage 2	-	-	-	-	-
<b>Subtotal</b>		<b>23,061.77</b>	<b>141.52</b>	<b>22,920.25</b>	<b>92.25</b>	<b>49.28</b>
<b>Non Performing Asset (NPA)</b>						
Substandard	Stage 3	-	-	-	-	-
Doubtful- upto 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
Loss	Stage 3	-	-	-	-	-
<b>Subtotal of NPA</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total</b>		<b>23,061.77</b>	<b>141.52</b>	<b>22,920.25</b>	<b>92.25</b>	<b>49.28</b>
As at 31st March, 2023						
Asset Classification as per RBI norms	Asset classification as per Ind As 109	Gross carrying amount as per Ind As	Loss Allowances as per Ind As 109	Net Carrying Amount	Provisions as per IRACP norms	Difference between Ind As 109 and IRACP norms
	(A)	(B)	(C)	(D)	(E)	(F=C-E)
<b>Performing Asset Standard</b>	Stage 1	21,997.95	187.52	21,810.42	87.99	99.53
	Stage 2	-	-	-	-	-
<b>Subtotal</b>		<b>21,997.95</b>	<b>187.52</b>	<b>21,810.42</b>	<b>87.99</b>	<b>99.53</b>
<b>Non Performing Asset (NPA)</b>						
Substandard	Stage 3	-	-	-	-	-
Doubtful- upto 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
Loss	Stage 3	-	-	-	-	-
<b>Subtotal of NPA</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total</b>		<b>21,997.95</b>	<b>187.52</b>	<b>21,810.42</b>	<b>87.99</b>	<b>99.53</b>

Particulars	Amount outstanding	Amount overdue
<b>Liabilities side :</b>		
(1) Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid:		
(a) Debentures : Secured	-	-
: Unsecured	-	-
(Other than falling within the meaning of public deposits)		
(b) Deferred Credits		
(c) Term Loans	61.73	-
(d) Inter-corporate loans and borrowing	13,005.26	-
(e) Commercial Paper	-	-
(f) Other Loans (Bank Overdraft)	3,846.75	-
<b>Total</b>	<b>16,913.74</b>	<b>-</b>
<b>Assets side :</b>		
	Amount outstanding	Amount overdue
<b>(2) Break-up of Loans and Advances including bills receivables (Other than those included in (4) below) :</b>		
(a) Secured	9,372.07	-
(b) Unsecured	13,689.71	-
<b>Total</b>	<b>23,061.78</b>	<b>-</b>
<b>(3) Break up of Leased Assets and stock on hire and other assets counting towards AFC activities</b>		
(i) Leased assets including lease rentals under Sundry debtors :		
(a) Financial lease	-	-
(b) Operating lease	-	-
(ii) Stock on hire including hire charges under sundry debtors:		
(a) Assets on hire	-	-
(b) Repossessed Assets	-	-
(iii) Other loans counting towards AFC activities		
(a) Loans where assets have been repossessed	-	-
(b) Loans other than (a) above	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

<b>(4) Break-up of Investments :</b>		
<b><u>Current Investments:</u></b>		
<b>1. Quoted</b>		
(i) Shares : (a) Equity	-	-
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (Please specify)	-	-
<b>2. Unquoted</b>		
(i) Shares : (a) Equity	-	-
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (Please specify)	-	-

(Rs in lakhs)

<b><u>Assets side :</u></b>	<b>Amount outstanding</b>	<b>Amount overdue</b>
<b><u>Long Term Investments :</u></b>		
<b>1. Quoted</b>		
(i) Shares : (a) Equity	355.69	-
(b) Preference	-	-
(ii) Debentures and Bonds	4,761.01	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (Please specify)	-	-
<b>2. Unquoted</b>		
(i) Shares : (a) Equity	2,962.33	-
(b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (Security Receipt)	5,000.00	-
<b>Total</b>	<b>13,079.04</b>	-
<b>Category</b>	<b>Secured / Unsecured</b>	<b>Total</b>

**(5) Borrower group-wise classification of assets financed as in (2) and (3) above :**

<b><u>1. Related parties</u></b>		
(a) Subsidiaries	4,899.02	-
(b) Companies in the same group	5,413.80	-
(c) Other related parties	-	-
<b><u>2. Other than related parties</u></b>	12,748.97	-
<b>Total</b>	<b>23,061.78</b>	-
<b>Category</b>	<b>Market Value/Break up or fair value or NAV</b>	<b>Book Value (Net of Provisions)</b>

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

<b><u>1. Related parties</u></b>		
(a) Subsidiaries	25.91	-
(b) Companies in the same group	-	-
(c) Other related parties	-	-
<b><u>2. Other than related parties</u></b>	13,053.13	-
<b>Total</b>	<b>13,079.05</b>	-

**STARTECK FINANCE LIMITED**

**NOTES TO STANDALONE FINANCIAL STATEMENTS**

**27. Fair value measurements**

**(i) Fair value hierarchy**

**Level 1 :** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges are 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 (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

**(ii) Valuation technique used to determine fair value**

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments

- the use of discounted cash flow for fair value at amortised cost

Financial Assets and Liabilities as at 31st March, 2024	Routed through Profit and loss			Routed through OCI			Carried at amortised cost			Total
	Level 1	Level 3	Carrying amounts	Level 1	Level 3	Carrying amounts	Level 1	Level 3	Carrying amounts	
	Total			Total			Total			
<b>Financial assets</b>										
Investments										
- Equity instruments										
Quoted	-	-	-	355.69	-	-	-	-	-	355.69
Unquoted	-	-	-	-	2,936.42	-	-	-	-	2,936.42
- Bonds/Debtentures										
Quoted	389.12	-	-	-	-	-	4,371.89	-	-	4,371.89
Other Investments	-	-	-	-	5,000.00	-	-	-	-	5,000.00
Receivables	-	-	-	-	-	-	-	-	348.78	348.78
Loans	-	-	-	-	-	-	-	-	22,920.26	22,920.26
Other advances and receivables - to others	-	-	-	-	-	-	-	-	3.50	3.50
Cash and cash equivalents	-	-	-	-	-	-	-	-	31.04	31.04
Other bank balances	-	-	-	-	-	-	-	-	449.01	449.01
<b>Total financial assets</b>	<b>389.12</b>	<b>-</b>	<b>-</b>	<b>355.69</b>	<b>7,936.42</b>	<b>-</b>	<b>4,371.89</b>	<b>-</b>	<b>23,752.59</b>	<b>36,805.71</b>
<b>Financial liabilities</b>										
Loans from Financial Institutions	-	-	-	-	-	-	-	-	61.73	61.73
Bank Overdraft	-	-	-	-	-	-	-	-	3,846.75	3,846.75
Loans from related parties and others	-	-	-	-	-	-	-	-	13,005.26	13,005.26
Trade payables	-	-	-	-	-	-	-	-	22.60	22.60
Unpaid dividends	-	-	-	-	-	-	-	-	2.02	2.02
Interest accrued	-	-	-	-	-	-	-	-	750.89	750.89
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17,689.25</b>	<b>17,689.25</b>

\*Listed on BSE (However, not traded actively)



Financial Assets and Liabilities as at 31st March, 2023		Routed through Profit and loss			Routed through OCI			Carried at amortised cost			Total	
		Level 1	Level 3	Carrying amounts	Total	Level 1	Level 3	Carrying amounts	Level 1	Level 3		Carrying amounts
<b>Financial assets</b>												
Investments												
- Equity instruments												
Quoted	-	-	-	446.75	-	-	-	446.75	-	-	-	446.75
Unquoted	-	-	-	720.11	1,229.79	-	-	1,949.90	-	-	-	1,949.90
- Bonds/Debt securities												
Quoted	-	-	-	-	-	-	-	-	-	-	-	-
Unquoted	-	-	-	-	-	-	-	-	-	-	-	-
Loans	-	-	-	-	-	-	-	-	-	-	-	-
Other advances and receivables ' - to others	-	-	-	-	-	-	-	-	-	-	-	-
Cash and cash equivalents	-	-	-	-	-	-	-	-	-	-	-	-
Other bank balances	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total financial assets</b>	-	-	-	1,166.86	1,229.79	-	-	2,396.65	4,851.80	-	22,803.83	30,052.28
<b>Financial liabilities</b>												
Loans from Financial Institutions	-	-	-	-	-	-	-	-	-	-	-	-
Bank Overdraft	-	-	-	-	-	-	-	-	-	-	-	-
Loans from related parties and others	-	-	-	-	-	-	-	-	-	-	-	-
Trade payables	-	-	-	-	-	-	-	-	-	-	-	-
Unpaid dividends	-	-	-	-	-	-	-	-	-	-	-	-
Interest accrued	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total financial liabilities</b>	-	-	-	-	-	-	-	-	-	-	-	-
<b>*Listed on BSE (However, not traded actively)</b>												
<b>Note: There are no financial assets/liabilities categorized under Level 2</b>												
<b>(iii) Fair value measurements using significant unobservable inputs (level 3)</b>												
(Rs in Lakhs)												
<b>Particulars</b>												
As at 31st March, 2023												
Gains/(losses) recognised in other comprehensive income												
As at 31st March, 2024												
(Rs in Lakhs)												
<b>(iv) Fair value of financial assets and liabilities measured at amortised cost</b>												
<b>Particulars</b>												
As at 31st March, 2023												
As at 31st March, 2024												
(Rs in Lakhs)												
<b>Financial assets</b>												
Loans												
<b>Total financial assets</b>												
<b>Financial liabilities</b>												
Borrowings												
<b>Total financial liabilities</b>												
The carrying amounts of trade receivables, trade payables, other payables, cash and cash equivalents and other bank balances are considered to be the same as their fair values, due to their short-term nature. This is classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs. For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.												

## STARTECK FINANCE LIMITED

### NOTES TO STANDALONE FINANCIAL STATEMENTS

#### 28 Financial risk management

The Company's activities expose it to business risk, interest rate risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance, the Company's risk management is carried out by a corporate treasury and corporate finance department under policies approved by the board of directors and top management. Company's treasury identifies, evaluates and mitigates financial risks in close cooperation with the Company's operating units. The board provides guidance for overall risk management, as well as policies covering specific areas.

##### (A) Credit Risk

Credit risk arises from the possibility that the counterparty may not be able to settle their obligations as agreed.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through out each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forward-looking information such as:

- i) Actual or expected significant adverse changes in business,
- ii) Actual or expected significant changes in the operating results of the counterparty,
- iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,
- iv) Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements.

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized in profit or loss.

The Company measures the expected credit loss of trade receivables and loan from individual customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. Based on the historical data, loss on collection of receivable is not material hence no additional provision considered.

##### Ageing of Account receivables :

	As at 31st March 2024	As at 31st March 2023
	<b>Particulars</b>	
0-3 months	217.79	85.53
3-6 months	43.32	392.51
6 months to 12 months	85.05	73.29
beyond 12 months	2.62	-
<b>Total</b>	<b>348.78</b>	<b>551.33</b>

(Rs in Lakhs)

##### (B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding to meet obligations when due. Due to the dynamic nature of the underlying businesses, Company's treasury maintains flexibility in funding by maintaining sufficient cash and bank balances available to meet the working capital requirements. Management monitors rolling forecasts of the group's liquidity position (comprising the unused cash and bank balances along with liquid investments) on the basis of expected cash flows. This is generally carried out at Company level in accordance with practice and limits set by the group. These limits vary to take into account the liquidity of the market in which the Company operates.

**(i) Maturities of financial liabilities**

The tables below analyse the group's financial liabilities into relevant maturity groupings based on their contractual maturities for:

all non-derivative financial liabilities, and the amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities 31st March, 2024	(Rs in Lakhs)					Total
	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Above 2 year	
<b>Borrowings</b>						
Bank overdraft	-	3,846.75	-	-	-	3,846.75
Term Loan from Financial Institutions	-	-	61.73	-	-	61.73
From related parties and Others	-	-	13,005.26	-	-	13,005.26
Trade payables	22.60	-	-	-	-	22.60
Unpaid Dividend	2.02	-	-	-	-	2.02
Interest accrued but not due on borrowings	750.89	-	-	-	-	750.89
<b>Total non-derivative liabilities</b>	<b>775.51</b>	<b>3,846.75</b>	<b>13,066.99</b>	<b>-</b>	<b>-</b>	<b>17,689.25</b>

Contractual maturities of financial liabilities 31st March, 2023	(Rs in Lakhs)					Total
	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Above 2 year	
<b>Borrowings:</b>						
Bank overdraft	-	4,297.14	-	-	-	4,297.14
Term Loan from Financial Institutions	-	-	205.00	-	-	205.00
From related parties and Others	-	-	7,796.51	-	-	7,796.51
Trade payables	64.99	-	-	-	-	64.99
Unpaid Dividend	5.62	-	-	-	-	5.62
Interest accrued but not due on borrowings	575.98	-	-	-	-	575.98
<b>Total non-derivative liabilities</b>	<b>646.60</b>	<b>4,297.14</b>	<b>8,001.51</b>	<b>-</b>	<b>-</b>	<b>12,945.25</b>

**(C) Market risk****(i) Price Risk****- Exposure**

The Company's exposure to equity securities price risk arises from investments held by the Company and classified in the balance sheet at fair value through OCI.

**- Sensitivity**

The table below summarizes the impact of increases/decreases of the BSE index on the Company's equity and Gain/Loss for the period. The analysis is based on the assumption that the index has increased by 5 % or decreased by 5 % with all other variables held constant, and that all the Company's equity instruments moved in line with the index.

**Impact of Profit before tax**

Particulars	(Rs in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
BSE Sensex - Increase 5%	17.78	22.34
BSE Sensex - Decrease 5%	(17.78)	(22.34)

**(ii) Cash flow and fair value interest rate risk**

**- Interest rate risk management:**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The group's exposure to the risk of changes in market interest rates relates primarily to the group's long-term debt obligations with floating interest rates. The risk is managed by the group by maintaining an appropriate mix between fixed and floating rate borrowings.

**- Interest rate risk exposure:**

The exposure of the group's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	(Rs in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Variable rate borrowings	3,908.48	4,502.15
Fixed rate borrowings	13,005.26	7,796.51
<b>Total borrowings</b>	<b>16,913.74</b>	<b>12,298.65</b>

**- Interest rate sensitivity**

A change of 50 bps in interest rates would have following Impact on profit before tax:

Particulars	(Rs in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
50 bp increase would decrease the profit before tax by*	19.54	61.49
50 bp decrease would Increase the profit before tax by*	(19.54)	(61.49)

\* Sensitivity is calculated based on the assumption that amount outstanding as at reporting dates were utilised for the whole financial year.

## 29 Capital management

### (a) Risk management

The Company's objectives when managing capital are to :

1. safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
  2. Maintain an optimal capital structure to reduce the cost of capital.
- In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, reduce debt or sell assets.

The gearing ratios were as follows:

Particulars	(Rs in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Net debt (Total Debt - Cash & cash equivalent)	16,882.70	12,286.49
Total equity	18,666.92	16,767.22
<b>Net debt to equity ratio</b>	<b>90%</b>	<b>73%</b>

Loan covenants : The company intends to manage optimal gearing ratios.

### (b) Dividends

Particulars	(Rs in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
<b>Dividends not recognised at the end of the reporting period</b>		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of Rs. 0.25 per fully paid equity share for other than promoters (31st March, 2023 – Rs. 0.25). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	<b>7.01</b>	7.06

\*Calculation is based on the no. of shares outstanding as at year end.

**STARTECK FINANCE LIMITED**

**NOTES TO STANDALONE FINANCIAL STATEMENTS**

**30 Earnings per share**

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Earning Per Share has been computed as under :		
Profit for the year (Rs.in lakhs) (A)	1,038.42	984.15
Weighted average number of equity shares (B)	99,10,330.00	99,10,330.00
Weighted average number of Equity shares adjusted for the effect of dilution (C)	99,10,330.00	99,10,330.00
Basic EPS (Amount in Rs. ) (A/B) (Face value of Rs. 10 per share)	10.48	9.93
Diluted EPS (Amount in Rs. ) (A/C) (Face value of Rs. 10 per share)	10.48	9.93

31 Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

According to Ind AS 108, identification of operating segments is based on Chief Operating Decision Maker (CODM) approach for making decisions about allocating resources to the segment and assessing its performance. The business activity of the company falls within one business segment viz “financing activities”. Hence, the disclosure requirement of Ind AS 108 of ‘Segment Reporting’ is not considered applicable.

32 The accounts of certain trade receivables, trade payables, loans and advances and banks are, however, subject to formal confirmations or reconciliations and consequent adjustments, if any. However, there is no indication of dispute on these accounts, other than those mentioned in the financial statements. The management does not expect any material difference affecting the current year’s financial statements on such reconciliation/adjustments. There are no pending litigation having impact on financial position of the company.

33 Contingent Liabilities not provided for (Rs in Lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Claims against the company not acknowledged as debts - CIT (A)	13.01	49.53

34 Details of payments to auditors (Rs in Lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
<b>Payment to auditors</b>		
<b>As auditor:</b>		
Audit fee	2.25	2.25
<b>Total payments to auditors</b>	<b>2.25</b>	<b>2.25</b>

35 Additional disclosure requirement as applicable to company as on 31st March 2024 as specified in revised Schedule III of the companies act while preparation and presentation of financial statement is as follows :

- i) The company has during the current financial year not undertaken revaluation its property and plant and machinery
- ii) There is no benami property held by the company
- iii) There is no working capital loan taken by the company
- iv) There is no wilful default by company in case of borrowings
- v) There is no investment by company in crypto currency or virtual currency
- vi). During the financial year 2023 2024, company has not done any transaction with companies struck off under section 248 of the Companies Act 2013
- vii) The Company has not entered into any scheme of arrangement during the financial year 2023-24

**36 Disclosure of Ratios**

Particulars	Numerator	Denominator	Year ended 31st March, 2024	Year ended 31st March, 2023	% Variance
Current Ratio,	Current Asset	Current Liabilities	1.32	1.73	-23.79%
Debt-Equity Ratio,	Total Debt	Total Equity	0.91	0.73	23.53%
Debt Service Coverage Ratio	Earning for debt services	Debt Services	1.89	2.05	-7.76%
Return on Equity Ratio	Net profit after tax	Average Shareholder equity	5.86%	5.99%	-2.10%
Inventory turnover ratio	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Trade Receivables turnover ratio	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Trade payables turnover ratio	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Net capital turnover ratio	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Net profit ratio	Net profit after tax	Revenue from Operation	37.22%	37.61%	-1.06%
Return on capital employed	Profit before interest and taxes	Capital employed	12.71%	12.54%	1.33%
Return on Investment	Income from Investment	Cost of Investment	8.31%	7.65%	8.67%

37 Figures pertaining to Previous Year have been regrouped / reclassified wherever found necessary to conform to Current year presentation.

**Signature to Notes No 1 to 37**

As per our attached report of even date

For MKPS & Associates

Chartered Accountants

Firm Registration No. 302014E

**Narendra Khandal**

Partner

Membership No. 065025

Place : Mumbai

Dated: 27th May, 2024

For and on behalf of the Board of Directors  
of Starteck Finance Limited

**Amit Pitale**

Whole Time Director & CFO

(DIN: 07852850)

**Nilesh Parikh**

Director (DIN: 02710146)

**Sandhya Malhotra**

Director (DIN: 06450511)

**Pankaj Jain**

Director

(DIN: 00048283)

**Gautam Panchal**

Director (DIN: 07826634)

**Mayuri Jain**

Company Secretary

# INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
**Stardeck Finance Limited**

## **Report on the Audit of the Consolidated Financial Statements**

### **OPINION**

We have audited the accompanying consolidated financial statements of Stardeck Finance Limited (hereinafter referred to as “the Holding Company”), its subsidiaries (the Holding Company & its subsidiaries together referred to as “the Group”) comprising of consolidated Balance Sheet as at March 31st, 2024, the Consolidated Statement of Profit & Loss including other comprehensive income, Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, including a summary of material accounting policy information and other explanatory information (hereinafter referred to as “the consolidated financial statements”)

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the Act) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Group as at 31st March, 2024, the consolidated profits including total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

### **BASIS FOR OPINION**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. 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 Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 consolidated financial statements for the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Sr. No	Key Audit Matter	Auditor's Response
1.	<p style="text-align: center;"><b>Income Recognition, Asset Classification and Provisioning Pertaining to Advances:</b></p> <p>Accuracy in identification and categorisation of receivables from financing activities as performing and non-performing assets and in ensuring appropriate asset classification, existence of security, income recognition, provisioning/ write off thereof and completeness of disclosure including compliance in accordance with the applicable extant guidelines issued by Reserve Bank of India (RBI).</p> <p>Measurement of individual borrowers' provisions of multiple economic scenarios.</p>	<p style="text-align: center;"><b>Principal Audit Procedures performed:</b></p> <p>We have assessed the systems and processes laid down by the Company to appropriately identify and classify the receivables from financing activities including those in place to ensure correct classification, income recognition and provisioning/write off including of Non-performing assets as per applicable RBI guidelines. The audit approach included testing the existence and effectiveness of the control environment laid down by the management and conducting of detailed substantive verification on selected samples of continuing and new transactions in accordance with the principles laid down in the Standards on Auditing and other guidance issued by Institute of Chartered Accountants of India. Agreements entered into regarding significant transactions including related to corporate loans have been examined to ensure compliance. We have also reviewed the reports generated from management information systems; reports issued by the internal/secretarial auditors. The impact of all significant external and internal events including those if any, subsequent to balance sheet date have been taken into consideration for the above purposes. Compliance with material disclosure requirements prescribed by RBI guidelines and other statutory requirements have been verified.</p> <p>We performed an overall assessment of the ECL provision levels at each stage to determine if they were reasonable considering the Company's portfolio, risk profile, credit risk management practices and the macroeconomic environment.</p> <p>The Procedures performed gave us a sufficient evidence to conclude that the Income recognition, Asset classification and provisioning are being done in accordance with RBI guidelines.</p>

#### **INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON**

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

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

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

## **RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS**

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, Consolidated financial performance including Other Comprehensive Income, Consolidated changes in equity of the Group and Consolidated Cash flows in accordance with the Ind AS and other accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors is responsible for assessing the Group'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 the management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so. The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group

## **AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance 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 MATTERS**

We did not audit the financial statements of the subsidiaries included in the consolidated financial statements, whose financial statements reflect total assets of Rs. 2,566.05 lakhs as at 31st March, 2024, total revenue of Rs. 942.67 lakhs and total comprehensive income / (loss) of Rs. 552.06 lakhs for the year ended 31st March, 2024, as considered in the consolidated financial statements. These 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 these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated under Auditor's Responsibilities section above. Our opinion on the Consolidated Financial Statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter.

#### **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by Sub-section (3) of Section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements of subsidiaries, as noted in the 'Other Matter' paragraph, we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015.
  - e) On the basis of the written representations received from the directors of the Holding Company, and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of subsidiary companies, none of the directors of the Group companies and its subsidiary companies is disqualified as on 31st March, 2024 from being appointed as a Director in terms of Section 164 (2) of the Act.

- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiaries covered under the Act, and the operating effectiveness of such controls, refer to our separate report in Annexure A.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, no managerial remuneration has been paid by the Holding Company and its Subsidiaries during the year and hence the provisions of Section 197 of the Act is not applicable.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of subsidiaries, as noted in the 'Other Matter' paragraph:
- i) The Group has disclosed the impact of pending litigations on its financial performance in its consolidated financial statements. [Refer note no. 33 to the consolidated financial statements]
- ii) The Group did not have any material foreseeable losses on long term contracts including derivative contracts; and
- iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.
- iv) (a) The respective Managements of the Holding Company and its subsidiaries which are Companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their 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 Holding Company or by any of the such subsidiaries to or in any other person or entity, 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 Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The respective Managements of the Holding Company and its subsidiaries which are Companies incorporated in India has represented whose financial statements have been audited under the Act, that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Holding Company and by any of the such subsidiaries from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to the notice that has caused to believe that the representations under sub-clause (a) and (b) above contain any material misstatement.
- v. (a) The final dividend paid by the Holding Company during the year in respect of the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.
- (b) As stated in note 29(b) to the consolidated financial statements, the Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing annual general meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to the declaration of dividend.
- vi. Based on our examination, which included test checks, and the reports of other auditors the Holding Company and its subsidiaries have used an accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"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 Holding Company and by the auditors of the subsidiaries company included in the consolidated financial statements of the Holding Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

**For MKPS & ASSOCIATES**

Chartered Accountants

ICAI Firm registration No. – 302014E

**Narendra Khandal**

Partner

Membership No. 065025

UDIN: 24065025BKAOGA3200

Date: May 27, 2024

Place: Mumbai

**Annexure “A” referred to in “Report on Other Legal and Regulatory Requirements” section of our report to the members of Stardeck Finance Limited of even date:**

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

We have audited the internal financial controls with reference to financial statements of Stardeck Finance Limited (hereinafter referred to as “the Holding Company”) and its subsidiary companies as at and for the year ended 31st March, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

**MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS**

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

**AUDITORS’ RESPONSIBILITY**

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies 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 Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 and the audit evidence obtained by the other auditors of the subsidiary companies, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system with reference to financial statements of the Holding Company and its subsidiary companies.

**MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- 1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- 2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and
- 3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



## **INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING**

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

## **OPINION**

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of Other Matters paragraph below, the Holding Company and its subsidiary companies, have broadly, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2024, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

## **OTHER MATTERS**

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to three subsidiary companies, is based solely on the corresponding reports of the auditors of such companies. Our opinion is not modified in respect of the above matters.

**For MKPS & ASSOCIATES**

Chartered Accountants

ICAI Firm registration No. – 302014E

**Narendra Khandal**

Partner

Membership No. 065025

UDIN: 24065025BKAOGA3200

Date: May 27, 2024

Place: Mumbai

**STARTECK FINANCE LIMITED**

CIN : L51900MH1985PLC037039

**CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2024**

(Rs in Lakhs)

Particulars	Notes	As at 31st March, 2024	As at 31st March, 2023
<b>ASSETS</b>			
<b>Financial assets</b>			
(a) Cash and cash equivalents	2	246.08	33.42
(b) Bank balances other than (a) above	3	577.98	548.12
(c) Receivable	4	390.59	587.36
(d) Loans	5	18,021.24	18,304.48
(e) Investments	6		
- Share Application money		-	-
- Investment in Bonds and Debentures		4,761.02	4,851.78
- Other investments		8,292.11	2,396.64
(f) Other Financial Asset	7	3.50	4.13
<b>Non Financial assets</b>			
(a) Current Tax Assets (net)		358.69	80.28
(b) Property, Plant and Equipment	8	712.50	758.52
(c) Investment Property	9	1,405.70	1,430.28
(d) Other Non Financial Assets	10	16.29	18.27
(e) Goodwill		9,400.00	9,400.00
<b>Total Assets</b>		<b>44,185.70</b>	<b>38,413.28</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Financial Liabilities</b>			
(a) Payable			
- Other Payable	11		
- total outstanding dues of micro enterprises and small enterprises		-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises		39.14	83.50
(b) Borrowings	12	20,181.11	18,064.13
(c) Other Financial Liabilities	13	1,995.08	1,823.78
<b>Non Financial Liabilities</b>			
(a) Provisions	14	497.27	314.47
(b) Other Non Financial Liabilities	15	863.99	108.46
(c) Current Tax Liability		206.69	68.27
<b>EQUITY</b>			
Equity Share Capital	16	991.03	991.03
Other Equity	17	19,411.39	16,959.64
<b>Total Equity and Liabilities</b>		<b>44,185.70</b>	<b>38,413.28</b>

**Material accounting policies**

The accompanying notes are an integral part of these consolidated financial statements

**As per our attached report of even date**

**For MKPS & Associates**

Chartered Accountants

Firm Registration No. 302014E

**For and on behalf of the Board of Directors  
of Starteck Finance Limited**

**Amit Pitale**

Whole Time Director & CFO  
(DIN: 07852850)

**Pankaj Jain**

Director  
(DIN: 00048283)

**Narendra Khandal**

Partner

Membership No. 065025

**Nilesh Parikh**

Director (DIN: 02710146)

**Gautam Panchal**

Director (DIN: 07826634)

Place : Mumbai

Dated : 27th May, 2024

**Sandhya Malhotra**

Director (DIN: 06450511)

**Mayuri Jain**

Company Secretary



**STARTECK FINANCE LIMITED**

**CIN : L51900MH1985PLC037039**

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2024**

(Rs in Lakhs)

Particulars	Notes	Year ended 31st March, 2024	Year ended 31st March, 2023
<b>INCOME</b>			
<b>Revenue from operations</b>			
Interest Income	18	2,643.02	2,598.80
Dividend Income	19	29.42	14.65
Fees and Commission Income	20	1,060.50	208.40
<b>Total Revenue from operation (I)</b>		<b>3,732.94</b>	<b>2,821.85</b>
<b>Other Income (II)</b>	21	<b>43.47</b>	<b>-</b>
<b>Total Income (I+II)</b>		<b>3,776.41</b>	<b>2,821.85</b>
<b>EXPENSES</b>			
Finance Cost	22	1,164.10	936.19
Depreciation	8	53.68	55.42
Employee Benefits Expense	23	50.20	65.59
Other Expenses	24	647.34	514.99
<b>Total Expenses</b>		<b>1,915.32</b>	<b>1,572.19</b>
<b>Profit before exceptional items, share of net profits of investment accounted for using</b>		<b>1,861.09</b>	<b>1,249.66</b>
<b>Profit / (Loss) before exceptional items and tax</b>		<b>1,861.09</b>	<b>1,249.66</b>
Exceptional Items		-	(1,174.27)
<b>Profit before tax</b>		<b>1,861.09</b>	<b>2,423.93</b>
<b>Tax expense :</b>		<b>270.61</b>	<b>241.89</b>
Current tax		268.86	229.63
Deferred tax		-	-
Short / (excess) taxation of earlier years		1.74	12.26
<b>Profit for the year</b>		<b>1,590.48</b>	<b>2,182.04</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be reclassified to profit or loss</b>			
- Equity Instruments through other comprehensive income		858.05	(319.58)
<b>Total Comprehensive Income for the year</b>		<b>2,448.53</b>	<b>1,862.46</b>
<b>Earnings per equity share of face value Rs. 10 each</b>			
Basic		16.05	22.02
Diluted		16.05	22.02

**The accompanying notes are an integral part of these consolidated financial statements**

**As per our attached report of even date**

**For MKPS & Associates**

Chartered Accountants

Firm Registration No. 302014E

**For and on behalf of the Board of Directors  
of Starteck Finance Limited**

**Amit Pitale**

Whole Time Director & CFO  
(DIN: 07852850)

**Pankaj Jain**

Director  
(DIN: 00048283)

**Narendra Khandal**

Partner

Membership No. 065025

**Nilesh Parikh**

Director (DIN: 02710146)

**Gautam Panchal**

Director (DIN: 07826634)

Place : Mumbai

Dated : 27th May, 2024

**Sandhya Malhotra**

Director (DIN: 06450511)

**Mayuri Jain**

Company Secretary

**STARTECK FINANCE LIMITED**

CIN : L51900MH1985PLC037039

**STATEMENT OF CONSOLIDATED CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2024**

(Rs in Lakhs)

A. Equity Share Capital	No of Shares	Amount
As at 31st March, 2023	99,10,330	991.03
Changes in equity share capital during 2023-24	-	-
<b>As at 31st March, 2024</b>	<b>99,10,330</b>	<b>991.03</b>

**B. Other Equity**

**For the year ended 31st March,2024**

Particulars	Reserves and surplus				Other Comprehensive Income	Total
	Securities premium account	Capital Reserve	Reserve u/s 45-IC of Reserve Bank of India Act, 1934	Retained earnings	Equity instrument through other comprehensive income	
Balance as at 31st March, 2023	8,048.66	9.99	1,600.94	6,799.08	500.93	16,959.64
Profit for the year	-	-	-	1,590.48	-	1,590.48
Dividend Paid	-	-	-	(7.01)	-	(7.01)
Other comprehensive income for the year	-	-	-	-	868.32	868.28
<b>Total comprehensive income for the year</b>	<b>8,048.66</b>	<b>9.99</b>	<b>1,600.94</b>	<b>8,382.55</b>	<b>1,369.25</b>	<b>19,411.39</b>
Transfer to Statutory Reserve	-	-	397.62	(397.62)	-	-
<b>Balance as at 31st March, 2024</b>	<b>8,048.66</b>	<b>9.99</b>	<b>1,998.56</b>	<b>7,984.93</b>	<b>1,369.25</b>	<b>19,411.39</b>

**For the year ended 31st March,2023**

Particulars	Reserves and surplus				Other Comprehensive Income	Total
	Securities premium account	Capital Reserve	Reserve u/s 45-IC of Reserve Bank of India Act, 1934	Retained earnings	Equity instrument through other comprehensive income	
Balance as at 31st March, 2022	8,048.66	9.99	1,403.94	4,821.12	820.51	15,104.26
Profit for the year	-	-	-	2,182.02	-	2,182.02
Dividend Paid	-	-	-	(7.06)	-	(7.06)
Other comprehensive income for the year	-	-	-	-	(319.58)	(319.62)
<b>Total comprehensive income for the year</b>	<b>8,048.66</b>	<b>9.99</b>	<b>1,403.94</b>	<b>6,996.08</b>	<b>500.93</b>	<b>16,959.64</b>
Transfer to Statutory Reserve	-	-	197.00	(197.00)	-	-
<b>Balance as at 31st March, 2023</b>	<b>8,048.66</b>	<b>9.99</b>	<b>1,600.94</b>	<b>6,799.08</b>	<b>500.93</b>	<b>16,959.64</b>

The accompanying notes are an integral part of these consolidated financial statements

**As per our attached report of even date**

**For MKPS & Associates**

Chartered Accountants

Firm Registration No. 302014E

**For an on behalf of the Board of Directors**

**of Starteck Finance Limited**

**Amit Pitale**

Whole Time Director & CFO

(DIN: 07852850)

**Pankaj Jain**

Director

(DIN: 00048283)

**Narendra Khandal**

Partner

Membership No. 065025

**Nilesh Parikh**

Director (DIN: 02710146)

**Gautam Panchal**

Director (DIN: 07826634)

Place : Mumbai

Dated : 27th May, 2024

**Sandhya Malhotra**

Director (DIN: 06450511)

**Mayuri Jain**

Company Secretary

<b>STARTECK FINANCE LIMITED</b>				
CIN : L51900MH1985PLC037039				
<b>CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2024</b>				
(Rs in Lakhs)				
Particulars	Year ended 31st March, 2024		Year ended 31st March, 2023	
	Rs.	Rs.	Rs.	Rs.
<b>Cash Flow from Operating Activities</b>				
Profit before tax as per Statement of Profit and Loss		1,861.09		2,423.93
<b>Adjusted for:</b>				
Gain/ Loss on amortisation	(54.45)		49.16	
Gain/ Loss on sale of Investment	-		-	
Depreciation	53.61		55.42	
Interest on IT Refund	(10.37)		-	
Provisions, Contingencies and Bad Debt write offs	150.60		123.87	
Sundry Balance W/off	-		(1,174.27)	
Provision for standard & sub- standard assets - reversed	-		34.12	
Dividend Income	(29.42)	109.98	(14.65)	(926.35)
<b>Operating Profit before Working Capital Changes</b>		<b>1,971.06</b>		<b>1,497.58</b>
<b>Adjusted for:</b>				
(Increase)/Decrease in Financial Asset	1,002.51		(1,718.17)	
(Increase)/Decrease in Non Financial Asset	(276.43)		(552.70)	
Increase/(Decrease) in Financial Liabilities	126.94		9,461.54	
Increase/(Decrease) in Others Liabilities & Provisions	1,076.74	1,929.76	92.70	7,283.38
Cash Generated From Operations		3,900.82		8,780.95
Less: Income Tax Paid		270.61		223.29
Cash Inflow Before Prior Period Adjustments		3,630.22		8,557.67
Less : Prior Period Adjustment		-		-
<b>Net Cash from / (used in) Operating Activities (A)</b>		<b>3,630.22</b>		<b>8,557.67</b>
<b>Cash Flow from Investing Activities</b>				
Business Disposal	-		-	
Interest on IT Refund	10.37		-	
Dividend Income	29.42		14.65	
Purchase of fixed assets	7.66		-	
Sale of Investments & Assets	(46.02)		707.15	
Business (Acquisition) / Dilution	-		(5,006.95)	
Purchase of Investments	(5,804.70)	(5,803.27)	(720.11)	(5,005.27)
<b>Net Cash from / (used in) Investing Activities (B)</b>		<b>(5,803.27)</b>		<b>(5,005.27)</b>
<b>Cash Flow from Financing Activities</b>				
Borrowings	2,116.98			
Dividend Paid	(7.01)		(7.06)	
CSR Payment	(7.50)		(27.38)	
Loan Repaid	283.24		(3,494.49)	
Fixed (Deposit)/Maturity	-	2,385.70	-	(3,528.92)
<b>Net Cash from / (used in) Financing Activities (C)</b>		<b>2,385.70</b>		<b>(3,528.92)</b>
<b>Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)</b>		<b>212.66</b>		<b>23.45</b>
<b>Cash and Cash Equivalents - Opening Balance</b>		<b>33.42</b>		<b>9.97</b>
<b>Cash and Cash Equivalents - Closing Balance</b>		<b>246.08</b>		<b>33.42</b>
<b>Note:</b>				
Cash flows arising on account of taxes on income are not specifically bifurcated with respect to investing & financing Figures in brackets represent outflows				
<b>As per our attached report of even date</b>		<b>For and on behalf of the Board of Directors</b>		
<b>For MKPS &amp; Associates</b>		<b>of Starteck Finance Limited</b>		
Chartered Accountants				
Firm Registration No. 302014E				
		<b>Amit Pitale</b>	<b>Pankaj Jain</b>	
		Whole Time Director & CFO	Director	
		(DIN: 07852850)	(DIN: 00048283)	
<b>Narendra Khandal</b>		<b>Nilesh Parikh</b>	<b>Gautam Panchal</b>	
Partner		Director (DIN: 02710146)	Director (DIN: 07826634)	
Membership No. 065025				
Place : Mumbai		<b>Sandhya Malhotra</b>	<b>Mayuri Jain</b>	
Dated : 27th May, 2024		Director (DIN: 06450511)	Company Secretary	

# STARTECK FINANCE LIMITED

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENT

### 1.1 CORPORATE INFORMATION AND BASIS OF PREPARATION OF FINANCIAL STATEMENT

#### Corporate Information

Stardeck Finance Limited ('the Parent Company') and its subsidiaries collectively referred to as "Group".

#### Basis of Preparation of Financial Statement

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act, as amended from time to time and other accounting principles generally accepted in India along with other relevant provisions of the Act and the Master Direction – Non-Banking Financial Company – Non Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 ('the NBFC Master Directions') issued by RBI.

The Group's financial statements up to and for the year ended March 31, 2024 were prepared in accordance with Rule 7 of the Companies (Accounts) Rules, 2014 (Previous GAAP), notified under Section 133 of the Act, other relevant provisions of the Act and other accounting principles generally accepted in India, to the extent applicable including the NBFC Master Directions.

The financial statements have been prepared and presented on accrual basis and under a historical cost basis, except for the following:

- Certain financial assets and liabilities – measured at fair value;
- Share-based payments – measured at fair value;
- Defined benefit plans – plan assets measured at fair value.

Based on the nature of products / activities of the Group normal time between acquisition of assets and their realization in cash or cash equivalents, the Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities. The Consolidated financial statements are presented in Indian rupee (INR), which is Group's functional and presentation currency. Functional Currency is the currency of a primary economic environment in which the Group operates. All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III of the Companies Act, 2013 unless otherwise stated. The Consolidated financial statements include results of the subsidiaries of Stardeck Finance Limited (Holding Company), consolidated in accordance with Ind AS 110 'Consolidated Financial Statements'.

Name of the Company	Country of incorporation	Proportion of shareholding as at(Shareholding as at)	
		31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
V Can Exports Pvt Ltd	India	100%	100%
Bhuwalka Steel Industries Ltd	India	100%	100%
Chitta Finlease Pvt Ltd	India	100%	100%

### 1.2 SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATE

In preparing these financial statements management requires to make judgment's, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, contingent liabilities as at the date of the financial statement and reported amount of income and expenses for the reporting period. Actual results may differ from these estimates. The recognition, measurement, classification or disclosure of an item or information in the financial statement is made relying on these estimates. Revisions to estimates are recognized prospectively.

### **Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the financial statements for every period ended is included below:

1. Measurement of defined benefit obligations: key actuarial assumptions;
2. Recognition of deferred tax assets: availability of future taxable profit against which carry-forward tax losses can be used;
3. Impairment test: key assumptions underlying recoverable amounts.
4. Useful life and residual value of property, plant and equipment, other intangible assets and Right of Use assets;
5. Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
6. Impairment of financial assets: key assumptions used in estimating recoverable cash flows
7. Measurement of expected credit losses. - Uncertainty relating to the global health pandemic.

### **Principles of consolidation and equity accounting**

#### **Subsidiaries**

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases. The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group. Non-controlling interests in the profit/(loss) for the year and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet.

#### **Goodwill on consolidation**

The excess of cost of investment in the subsidiaries, over Group's share in the net assets at the date of acquisition of shares / stake in the subsidiaries is recognised as Goodwill in the consolidated financial statements. When the cost of investment is less than the Group's share of net assets, the difference is recognised in the consolidated financial statements as Capital Reserve.

#### **Judgments**

Information about the judgments made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements have been given below:

1. Assessing the lease term (including anticipated renewals) and the applicable discount rate.
2. Classification of financial assets: assessment of business model within which the assets are held and assessment of whether the contractual terms of the financial assets are solely payments of principal and interest on the principal amount outstanding.

### **1.3 REVENUE RECOGNITION**

Revenue is recognised to the extent that it is probable that the economic benefit will flow to the Group and the revenue can be reliably measured.

#### **Interest and allied Income**

Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ('EIR'). The EIR is the rate that exactly discounts estimated future cash flows of the financial asset through the expected life of the financial asset or, where appropriate, a shorter period, to the net carrying amount of the financial instrument. The internal rate of return on financial asset after netting off the fees received and cost incurred approximates the effective interest rate of return for the financial asset. The future cash flows are estimated taking into account all the contractual terms of the instrument. The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortised cost of the financial asset before adjusting for any expected credit loss allowance). For credit-impaired financial assets the interest income is calculated by applying the EIR to the amortised cost of the credit-impaired financial assets (i.e. the gross carrying amount less the allowance for ECLs). Late payment charges, prepayment charges etc. are recognised on a point-in-time basis, and are recorded when realised since the probability of collecting and reported under "Fees and commission income".

## **Dividend Income**

Dividend income is accounted for when the right to receive the income is established, which generally when the shareholders approves the dividend.

## **Net Gain/ Loss on Fair Value Changes**

Any differences between the fair values of the investment in debt oriented mutual funds classified as fair value through the profit or loss, held by the Company on the balance sheet date is recognised as an unrealised gain/loss in the statement of profit and loss. In cases there is a net gain in aggregate, the same is recognised in “Net gains or fair value changes” under revenue from operations and if there is a net loss the same is disclosed “Expenses”, in the statement of profit and loss.

## **1.4 FINANCIAL INSTRUMENTS:**

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

### **i) Initial recognition and measurement**

All financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. A financial asset or financial liability which is not recognised at Fair Value Through Profit and Loss, is initially measured at fair value plus transaction costs that are directly attributable to its acquisition or issue

### **ii) Subsequent recognition**

#### **A) Financial Assets**

On initial recognition, a financial asset is classified and measured at

- Amortised Cost;
- Fair Value Through Other Comprehensive Income (FVOCI); or
- Fair Value Through Profit and Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not recognised as at FVTPL

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the Investments fair value in Other Comprehensive Income (OCI) (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis. All financial assets not classified and measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL, if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

#### **B) Financial liabilities: Classification, subsequent measurement and gains and losses**

Financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense are recognised in the Statement of Profit and Loss. Any gain or loss on derecognition is also recognised as profit or loss respectively.

### **iii) Derecognition**

#### **A) Financial Assets**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

## **B) Financial Liability**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

### **iv) 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 right 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 right 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 group or the counterparty.

## **1.5 INCOME TAX**

### **Current income tax**

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

Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### **Deferred tax**

- i) 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 assets and liabilities are not recognised for:
  - Temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
  - Temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.
- ii) The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.
- iii) 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.

### **Minimum alternate tax**

Minimum alternate tax ('MAT') credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income-tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the statement of profit and loss. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income-tax during the specified period.

## **1.6 EARNINGS PER SHARE**

Basic earnings per share is computed by dividing the profit/ (loss) for the year by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, and bonus element in a rights issue to existing shareholders, share split and reverse share split.

Diluted earnings per share is computed by dividing the profit/ (loss) for the year as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.



## **1.7 INVESTMENT PROPERTY**

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably.

All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

## **1.8 PROVISIONS, CONTINGENCIES AND COMMITMENTS**

A provision is recognised when the Company has a present obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for contingent liabilities is made where there is:

- i) A possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- ii) A present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

## **1.9 CASH AND CASH EQUIVALENTS**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and demand deposits with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

## **1.10 EMPLOYEE BENEFITS**

### **i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

## **1.11 DIVIDEND**

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.



**1.12 a) Impairment of loan portfolio**

Judgment is required by management in the estimation of the amount and timing of future cash flows when determining an impairment allowance for loans and advances. In estimating these cash flows, the Group makes judgments about the borrower's financial situation. These estimates are based on assumptions about a number of factors such as credit quality, level of arrears etc. and actual results may differ, resulting in future changes to the impairment allowance.

**b) Provisions other than impairment on loan portfolio**

Provisions are held in respect of a range of future obligations such as employee entitlements and litigation provisions. Some of the provisions involve significant judgment about the likely outcome of various events and estimated future cash flows. The measurement of these provisions involves the exercise of management judgments about the ultimate outcomes of the transactions. Payments that are expected to be incurred after more than one year are discounted at a rate which reflects both current interest rates and the risks specific to that provision.

STARTECK FINANCE LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Rs in Lakhs)

Particulars	As at	As at
	31st March, 2024	31st March, 2023
<b>2 Cash and cash equivalents</b>		
<b>Balances with Banks</b>		
In current accounts	243.02	30.35
Cash on hand	3.06	3.07
<b>Total cash and cash equivalents</b>	<b>246.08</b>	<b>33.42</b>
<b>3 Bank balances other than (note no. 2 ) above</b>		
Deposits with original maturity of more than 3 months but less than 12 months	521.76	515.12
<b>Earmarked bank balances#</b>		
Unpaid dividend account	2.22	5.62
Unspent corporate social responsibility account	54.00	27.38
<b>Total Bank balances other than (note no. 2 ) above</b>	<b>577.98</b>	<b>548.12</b>
#There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as at each reporting date.		
<b>4 Receivable</b>		
<b>Trade Receivables</b>	-	-
<b>Other Receivables</b>		
<b>Unsecured considered goods</b>		
Related Party	17.33	213.40
Interest accrued	337.60	342.69
Others	35.66	31.26
<b>Total receivable</b>	<b>390.59</b>	<b>587.36</b>

4.1 As at 31st March, 2024

Particulars	Not due	Unbilled	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
<b>Undisputed Trade Receivables</b>								
(i) Considered Good	-	-	390.59	-	-	-	-	390.59
(ii) Which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-	-
<b>Disputed Trade Receivables</b>								
(i) Considered Good	-	-	-	-	-	-	-	-
(ii) Which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-	-

4.2 As at 31st March, 2023

Particulars	Not due	Unbilled	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
<b>Undisputed Trade Receivables</b>								
(i) Considered Good	-	-	587.36	-	-	-	-	587.36
(ii) Which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-	-
<b>Disputed Trade Receivables</b>								
(i) Considered Good	-	-	-	-	-	-	-	-
(ii) Which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-	-

4.3 The company measures the expected credit loss of receivables from individual customers based on historical trend, industry practices and the business environment in which the entity operates. The company does not expects the significant risk in current and subsequent period,hence no ECL is recognised.

	As at 31st March, 2024	As at 31st March, 2023
<b>5 Loans</b>		
<b>Secured, considered good</b>		
Loan to Body corporates and others	9,372.07	7,553.96
<b>Unsecured, considered good</b>		
Loan to Body corporates and others	8,790.69	10,938.04
<b>Gross loans</b>	<b>18,162.76</b>	18,492.00
Less: Unamortization of processing fees	(141.52)	(187.52)
<b>Total loans</b>	<b>18,021.24</b>	18,304.48
<b>5.1 Break up of Loans</b>		
Secured by tangible assets	9,274.46	7,276.64
Secured by book debts	97.61	277.32
Unsecured	8,790.69	10,938.04
<b>Gross loans</b>	<b>18,162.76</b>	18,492.00
Less: Unamortization of processing fees	(141.52)	(187.52)
<b>Total loans</b>	<b>18,021.24</b>	18,304.48

## 5.2 Loans in India

Public Sector	-	-
Others	18,162.76	18,492.00
<b>Gross loans</b>	<b>18,162.76</b>	<b>18,492.00</b>
Less: Unamortization of processing fees	(141.52)	(187.52)
<b>Total loans</b>	<b>18,021.24</b>	<b>18,304.48</b>

## 6 Investments

### Investment in Bonds and Debenture

#### Investments in Tax Free Bonds (Quoted)

Housing & Urban Development Corporation 8.14% 25th October 2023 NIL (31st March 2023 25,000) bonds of Rs. 1,000 each	-	250.11
Housing & Urban Development Corporation,8.39%,25th October 2023 NIL (31st March 2023 5,000 ) bonds of Rs. 1,000 each	-	50.02
Housing & Urban Development Corporation,8.58% 13th January 2029 21,000 (31st March 2023 21,000 ) bonds of Rs. 1,000 each	215.38	216.28
India Infrastructure Finance Company Ltd,8.38%,12th November 2028 30,000 (31st March 2023 30,000) bonds of Rs. 1,000 each	300.01	300.83
India Infrastructure Finance Company Ltd,8.48% 22nd January 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	205.46	206.37
India Infrastructure Finance Company Ltd 8.55% 27th March 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	212.82	215.01
India Renewable Energy Development Agency Ltd,8.55%,13th March 2029 20,000 (31st March 2023 20,000 ) bonds of Rs. 1,000 each	200.00	200.00
Indian Railway Finance Corporation 8.40%,18th February 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	200.00	200.00
Indian Railway Finance Corporation 8.63%,26th March 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	200.00	200.00
National Highway Authority of India 8.50%,05th February 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	200.00	200.00
National Housing Bank 8.63% 13th January 2029 1,444 (31st March 2023 1,444) bonds of Rs. 5,000 each	72.20	72.20
NHPC Ltd 8.54%,02nd November 2028 16,105 (31st March 2023 16,105) bonds of Rs. 1,000 each	161.05	161.05
NHPC Ltd 8.79%,02nd November 2028 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	51.18	51.38
Power Finance Corporation 8.54%,16th November 2028 29,150 (31st March 2023 29,150) bonds of Rs. 1,000 each	291.50	291.50
Power Finance Corporation 8.79%16th November 2028 4,310 (31st March 2023 4,310) bonds of Rs. 1,000 each	43.45	43.61
Rural Electrification Corporation Ltd 8.26% 24th September 2023	-	50.03

NIL (31st March 2023 5,000) bonds of Rs. 1,000 each		
Rural Electrification Corporation Ltd 8.63% 24th March 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	<b>200.00</b>	200.00
Indian Railway Finance Corporation 8.65%,18th February 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>47.00</b>	48.23
National Highway Authority of India 8.75%,05th February 2029 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	<b>58.86</b>	60.45
Housing & Urban Development Corporation ,8.83%,13th January 2029 9,000 (31st March 2023 9,000) bonds of Rs. 1,000 each	<b>109.47</b>	111.09
Indian Railway Finance Corporation 8.88%,26th March 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>47.00</b>	48.32
National Housing Bank 8.88% 13th January 2029 600 (31st March 2023 600) bonds of Rs. 5,000 each	<b>35.51</b>	36.53
Rural Electrification Corporation Ltd 8.63 %,29th March 2029 1,000 (31st March 2023 1,000) bonds of Rs. 1,000 each	<b>11.80</b>	12.11
India Infrastructure Finance Company Ltd 8.55% 27th March 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>46.87</b>	48.07
India Renewable Energy Development Agency Ltd,8.80%,13th March 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>47.51</b>	48.83
National Housing Bank 8.93% 24th March 2029 767 (31st March 2023 767) bonds of Rs. 5,000 each	<b>45.42</b>	46.65
Housing & Urban Development Corporation ,8.98%,28th March 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>47.26</b>	48.52
Kamarajar Port Limited 9% 25th March 2029 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>47.70</b>	49.05
Housing & Urban Development Corporation ,7.64%,8th February 2031 1,499 (31st March 2023 1,499) bonds of Rs. 1,000 each	<b>17.45</b>	17.75
Housing & Urban Development Corporation ,7.69%,15th March 2031 1,563 (31st March 2023 1,563) bonds of Rs. 1,000 each	<b>18.26</b>	18.56
Housing & Urban Development Corporation,8.39%,25th October 2023 NIL (31st March 2023 4,000) bonds of Rs. 1,000 each	-	40.33
India Infrastructure Finance Company Ltd,8.38%,12th November 2028 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	<b>58.61</b>	59.42
India Infrastructure Finance Company Ltd 8.63% 12th November 2028 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	<b>58.12</b>	59.69
India Infrastructure Finance Company Ltd 8.73% 22nd January 2029 10,000 (31st March 2023 10,000) bonds of Rs. 1,000 each	<b>116.25</b>	119.16
India Renewable Energy Development Agency Ltd,7.74%,21st January 2031 2,232 (31st March 2023 2,232) bonds of Rs. 1,000 each	<b>26.12</b>	26.57
Indian Railway Finance Corporation 7.53%,21st December 2030 1,582 (31st March 2023 1,582) bonds of Rs. 1,000 each	<b>17.56</b>	17.74
Indian Railway Finance Corporation 7.64%,22nd March 2031 3,000 (31st March 2023 3,000) bonds of Rs. 1,000 each	<b>33.49</b>	33.88
Indian Railway Finance Corporation 8.40%,18th February 2029 15,000 (31st March 2023 15,000) bonds of Rs. 1,000 each	<b>175.04</b>	179.48
National Bank for Agriculture and Rural Development 7.64% 23rd March 2031 3,000 (31st March 2023 3,000) bonds of Rs. 1,000 each	<b>35.08</b>	35.66
National Highway Authority of India 7.60%,11th January 2031 4,000 (31st March 2023 4,000) bonds of Rs. 1,000 each	<b>46.80</b>	47.61
National Highway Authority of India 7.69%,06th March 2031 2,655 (31st March 2023 2,655) bonds of Rs. 1,000 each	<b>32.27</b>	32.51

National Highway Authority of India 8.50%,05th February 2029 20,000 (31st March 2023 20,000) bonds of Rs. 1,000 each	233.99	240.08
National Housing Bank 8.63% 13th January 2029 2,696 (31st March 2023 2,696) bonds of Rs. 5,000 each	158.46	162.77
NHPC Ltd 8.54%,02nd November 2028 1,611 (31st March 2023 1,611) bonds of Rs. 1,000 each	18.75	19.25
NHPC Ltd 8.79%,02nd November 2028 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	58.72	60.39
Power Finance Corporation 8.54%,16th November 2028 6,478 (31st March 2023 6,478) bonds of Rs. 1,000 each	75.47	77.49
Power Finance Corporation 8.79%16th November 2028 5,000 (31st March 2023 5,000) bonds of Rs. 1,000 each	58.61	60.12
Rural Electrification Corporation Ltd 8.26% 24th September 2023 NIL (31st March 2023 4,000) bonds of Rs. 1,000 each	-	40.77
Rural Electrification Corporation Ltd 8.63 %,29th March 2029 3,000 (31st March 2023 3,000) bonds of Rs. 1,000 each	35.39	36.31
<b>Investment in Gold Bonds</b>		
Sovereign Gold Bond	389.13	-
	<b>4,761.02</b>	<b>4,851.78</b>
<b>Other investments</b>		
<b>Investment in equity instruments (At fair value through other comprehensive income unless otherwise stated)</b>		
<b>Quoted, fully paid up (At fair value through other comprehensive income unless otherwise stated)</b>		
Coforge Ltd 50 (31st March 2023 NIL ) share of Rs. 10 each	2.75	-
Cox & Kings Financial Services Ltd 4,667 (31st March 2023 4,667) share of Rs. 5 each	0.02	0.01
HCL Technologies Ltd 950 (31st March 2023 NIL ) share of Rs. 2 each	14.66	-
Indian Energy Exchange Ltd 60,000 (31st March 2023 NIL ) share of Re. 1 each	80.58	-
Infosys Ltd 3,000 (31st March 2023 NIL ) share of Rs. 5 each	44.96	-
LTI Mindtree Ltd 250 (31st March 2023 NIL ) share of Re. 1 each	12.34	-
L&T Technology Services Ltd 100 (31st March 2023 NIL ) share of Rs. 2 each	5.48	-
Mphasis Ltd 150 (31st March 2023 NIL ) share of Rs. 10 each	3.58	-
Persistent Systems Ltd 75 (31st March 2023 NIL ) share of Rs. 5 each	2.99	-
Powergrid Infrastructure Investment Trust 150,000 (31st March 2023 5,00,000) share of Rs. 100 each	140.26	446.74
TCS Ltd 900 (31st March 2023 NIL) share of Re. 1 each	34.95	-
Tech Mahindra Ltd 550 (31st March 2023 NIL) share of Rs. 5 each	6.88	-
Wipro Ltd 1300 (31st March 2023 NIL) share of Rs. 2 each	6.24	-

<b>Unquoted, fully paid up</b>		
Eskay Infrastructure Development Pvt Ltd 78,732 (31st March 2023 78,732) shares of Rs 10 each	<b>1,886.42</b>	1,229.78
NSE Limited 25,000 (31st March 2023 25,000) shares of Re 1 each	<b>1,050.00</b>	720.11
<b>Investments in Security Receipts</b>		
JCF ARC Trust 5,00,000 (31st March 2023 NIL) shares of Rs. 1000 each	<b>5,000.00</b>	-
<b>Total other investments</b>	<b>8,292.11</b>	2,396.64
<b>6.1 Break up of Investments</b>		
In India	<b>13,053.13</b>	7,248.42
Outside India	-	-
	<b>13,053.13</b>	7,248.42
Tax Free Bonds of Books Value Rs 4,371.86/- lakhs (Previous Year Rs 4,851.81/- lakhs) are pledged to Barclays Bank Plc for securing credit limits		
Powergrid Infrastructure Investment Trust of Books Value Rs 140.26/- lakhs (Previous Year Rs. 446.74/-) are pledged to Tata Capital Financial Services Limited for securing credit limits		
<b>7 Other Financial Assets</b>		
Other advances and receivables	<b>2.00</b>	2.63
Security deposits	<b>1.50</b>	1.50
<b>Total other financial assets</b>	<b>3.50</b>	4.13

**STARTECK FINANCE LIMITED**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**Note No 8 : Plant, Property and Equipment**

(Rs in Lakhs)

Particulars	Land Freehold and Leasehold	Building	Plant and Machinery	Office Equipment	Furniture & Fixture	Vehicles	Computer System	Total
<b>Gross Block</b>								
<b>Balance as on 01st April, 2022</b>	-	-	-	-	-	-	-	-
Addition	134.62	1,692.93	9,094.18	68.54	36.20	51.82	-	11,078.29
Disposals	-	-	(9,094.18)	(68.54)	(36.20)	(51.82)	-	(9,250.74)
<b>Balance as on 31st March 2023</b>	134.62	1,692.93	-	-	-	-	-	1,827.55
Addition	-	-	-	-	-	-	7.66	7.66
Disposals	-	-	-	-	-	-	-	-
<b>Balance as on 31st March 2024</b>	<b>134.62</b>	<b>1,692.93</b>	-	-	-	-	<b>7.66</b>	<b>1,835.21</b>
<b>Depreciation</b>								
<b>Balance as on 01st April, 2022</b>	-	-	-	-	-	-	-	-
For the year	-	1,069.03	7,544.95	67.62	36.20	51.82	-	8,769.62
Disposals	-	-	(7,544.95)	(67.62)	(36.20)	(51.82)	-	(7,700.58)
<b>Balance as on 31st March 2023</b>	-	1,069.03	-	-	-	-	-	1,069.03
For the year	-	53.61	-	-	-	-	0.07	53.68
Disposals	-	-	-	-	-	-	-	-
<b>Balance as on 31st March 2024</b>	-	<b>1,122.64</b>	-	-	-	-	<b>0.07</b>	<b>1,122.71</b>
<b>Net Carrying Value</b>								
As at 31st March 2023	134.62	623.90	-	-	-	-	-	758.52
<b>As at 31st March 2024</b>	<b>134.62</b>	<b>570.29</b>	-	-	-	-	<b>7.59</b>	<b>712.50</b>

Plant, Property and Equipment are included on consolidation of M/s Bhuwarka Steel Industries Ltd acquired through NCLT order dated 24th June 2022

**Note No 9 : Investment Properties**

(Rs in Lakhs)

Particulars	Amount
<b>Land Freehold and Leasehold</b>	
<b>Gross Block</b>	
Balance as on 31st March 2023	1,743.64
Addition	-
Deletion	-
Balance as on 31st March 2024	<b>1,743.64</b>
<b>Accumulated Amortisation</b>	
Balance as on 31st March 2023	313.38
For the year	24.58
Deletion/Adjustments	0.02
Balance as on 31st March 2024	<b>337.94</b>
<b>Net Block</b>	
Balance as on 31st March 2023	1,430.28
<b>Balance as on 31st March 2024</b>	<b>1,405.70</b>

**Note No 10 : Other Non Financial assets**

(Rs in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>Other Non Financial assets</b>		
Balance with statutory/government authority	16.29	18.27
<b>Total other non financial assets</b>	<b>16.29</b>	<b>18.27</b>



**STARTECK FINANCE LIMITED**

**NOTES TO CONSOLIDATION FINANCIAL STATEMENTS**

(Rs in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>11 Trade payables</b>		
Trade payable - Micro and small enterprises*	-	-
Trade payable - Other than micro and small enterprises	39.14	83.50
<b>Total trade payables</b>	<b>39.14</b>	<b>83.50</b>

The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of Information available with the Company. The amount of principal and interest outstanding during the year is given below

Particulars	As at 31st March, 2024	As at 31st March, 2024
1) Principal amount due and remaining unpaid	-	-
2) Interest due on (1) above and the unpaid interest	-	-
3) Interest paid on all delayed payment under the MSMED Act	-	-
4) Payment made beyond the appointed day during the year	-	-
5) Interest due and payable for the period of delay other than (3) above	-	-
6) Interest accrued and remaining unpaid	-	-
7) Amount of further interest remaining due and payable in succeeding years	-	-

**Ageing schedule**

**Current year**

	Less than 1 year	1-3 years	More than 3 years	Total
(i) MSME	-	-	-	-
(ii) Others	22.62	12.51	4.00	39.14
(iii) Disputed dues - MSME	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-

**Previous Years**

	Less than 1 year	1-3 years	More than 3 years	Total
(i) MSME	-	-	-	-
(ii) Others	83.50	-	-	83.50
(iii) Disputed dues - MSME	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-

**12 Borrowings**

**Secured**

Term Loan From Financial institutions	199.20	448.08
Term Loan From Banks	3,097.51	5,477.02

**Loan repayable on demand**

From Bank (Overdraft)	3,846.75	4,297.14
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**Unsecured**

From Financial institutions	31.91	44.54
From Bank	0.47	0.84

From Body Corporates	13,005.26	7,796.51
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<b>Total borrowings</b>	<b>20,181.11</b>	<b>18,064.13</b>
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**12.1 Out of Above**

Borrowings in India	<b>20,181.11</b>	18,064.13
Borrowings outside India	-	-
	<b>20,181.11</b>	18,064.13

**Terms and Conditions for Secured Loan taken from Banks****Barclays Bank Plc**

- The Bank overdraft of Rs. 3,846.75 Lakhs (Previous Year 4,297.14 Lakh) is secured by way of pledge of tax free bonds and other securities.
- The interest rate on Bank Overdraft of Rs. 3,846.75 Lakhs (Previous Year 4,297.14 Lakh) @ 8.35% (Previous Year @ 8.15%)

**Canara Bank Ltd and IDBI Bank Ltd**

- The Term Loan of Rs. 3,097.51 Lakhs (Previous Year Rs. 5,477.02 Lakh) is secured by way of pledge of property at Bangalore, Wada and Kanchipuram
- The Term Loan of Canara Bank and IDBI Bank Ltd are included on consolidation of M/s Bhuwalka Steel Industries Ltd acquired through NCLT order dated 24th June 2022

**Terms and Conditions for Secured Loan taken from Financial institutions****Tata Capital Financial Services Limited**

- The Term Loan of Rs. 61.73 Lakhs (Previous Year 205 Lakh) is secured by way of pledge of shares held in demat form
- The interest rate on Term Loan of Rs. 61.73 Lakhs (Previous Year 205 Lakh) @ 9.50% (Previous Year @9.50%)

**SBI Global Factor**

- The Term Loan of Rs.137.47 Lakhs (Previous Year Rs.243.08 Lakhs) is secured by way of pledge of property at Bangalore, Wada and Kanchipuram
- The Term Loan of SBI Global Factor are included on consolidation of M/s Bhuwalka Steel Industries Ltd acquired through NCLT order dated 24th June 2022

**13 Other Financial Liabilities**

Interest accrued but not due on borrowings	<b>750.89</b>	575.98
Unpaid dividends	<b>2.02</b>	5.62
Advance From Customers	<b>1,231.38</b>	1,231.38
Others	<b>10.80</b>	10.80
<b>Total other financial liabilities</b>	<b>1,995.08</b>	1,823.78

**14 Provisions**

Unspent CSR Liability	<b>93.68</b>	61.50
Impairment Loss allowance on loans	<b>403.58</b>	252.97
<b>Total provisions</b>	<b>497.27</b>	314.47

**15 Other Non financial liabilities**

Deposit from customers	<b>500.05</b>	-
Statutory dues	<b>363.94</b>	108.46
<b>Total other non financial liabilities</b>	<b>863.99</b>	108.46

**STARTECK FINANCE LIMITED**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

(Rs in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>16 Equity share capital</b>		
<b>Authorised share capital</b>		
1,50,00,000 equity shares of Rs. 10 each (31st March 2023 1,50,00,000 )	<b>1,500.00</b>	1,500.00
<b>Total authorised share capital</b>	<b>1,500.00</b>	1,500.00
<b>Issued, subscribed and fully paid up</b>		
99,10,330 equity shares of Re. 10 each (31st March 2023 99,10,330)	<b>991.03</b>	991.03
<b>Total issued, subscribed and fully paid up share capital</b>	<b>991.03</b>	991.03

**(i) Reconciliation of equity share capital**

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Number of shares	Rs. in lakhs	Number of shares	Rs. in lakhs
At the beginning of the period	99,10,330	991.03	99,10,330	991.03
Issued during the year	-	-	-	-
<b>Outstanding at the end of the period</b>	<b>99,10,330</b>	<b>991.03</b>	99,10,330	991.03

**(ii) Terms and rights attached to equity shares**

The Company has only one class of equity share having value of Rs 10 each with an entitlement of one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the annual general meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(iii) Details of shareholders holding more than 5% shares in the Company**

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	% holding	Number of shares	%holding	Number of shares
SW Capital Private Limited	10.31%	10,21,698	10.02%	9,92,739
Eskay Infrastructure Development Private Limited	10.55%	10,45,700	10.55%	10,45,700
Glint Infraprojects Private Limited	5.13%	5,08,589	-	-
Astha Trust	10.55%	10,45,413	10.55%	10,45,413
Matrabhav Trust	11.69%	11,58,666	11.69%	11,58,666
Akrur Kamal Khetan	-	-	5.50%	5,45,400
Anupma Kamal Khetan	5.50%	5,45,400	5.50%	5,45,400

**(iv) Details of shareholders held by Promoter**

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	% holding	Number of shares	%holding	Number of shares
SW Capital Private Limited	10.31%	10,21,698	10.02%	9,92,739
Eskay Infrastructure Development Private Limited	10.55%	10,45,700	10.55%	10,45,700
Glint Infraprojects Private Limited	5.13%	5,08,589	-	-
Shraddha Trust	2.60%	2,58,000	-	-
Astha Trust	10.55%	10,45,413	10.55%	10,45,413
Matrabhav Trust	11.69%	11,58,666	11.69%	11,58,666
Krupa Family Private Trust	1.46%	1,45,000	-	-
Paripurna Trust	3.29%	3,25,594	-	-
Manisha Kamal Khetan	3.84%	3,80,400	-	-
Kamal Khetan HUF	3.28%	3,25,400	-	-
Kamal Khetan	3.28%	3,25,400	-	-
Akrur Kamal Khetan	1.27%	1,25,400	5.50%	5,45,400
Anupma Kamal Khetan	5.50%	5,45,400	5.50%	5,45,400

**STARTECK FINANCE LIMITED**

**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS**

(Rs in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>17 Other equity</b>		
Share application money pending allotment		
Reserves & surplus		
- Securities premium account	8,048.66	8,048.66
- Statutory Reserve Fund	1,998.56	1,600.94
- Capital Reserve	9.99	9.99
- Retained earnings	7,984.93	6,799.08
Other comprehensive income		
- Equity instrument through other comprehensive income	1,369.25	500.93
<b>Total other equity</b>	<b>19,411.39</b>	<b>16,959.64</b>
Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>(i) Securities premium reserve</b>		
Opening balance	8,048.66	8,048.66
<b>Closing balance</b>	<b>8,048.66</b>	<b>8,048.66</b>
<b>(ii) Statutory Reserve</b>		
Opening balance	1,600.94	1,403.94
Transferred from Retained Earning	397.62	197.00
<b>Closing balance</b>	<b>1,998.56</b>	<b>1,600.94</b>
<b>(iii) Capital reserve</b>		
Opening balance	9.99	9.99
<b>Closing balance</b>	<b>9.99</b>	<b>9.99</b>
<b>(iv) Retained earnings</b>		
Opening balance	6,799.08	4,821.12
Net profit for the year	1,590.48	2,182.02
Transferred to statutory reserve	(397.62)	(197.00)
Transfer on account of sale of Subsidiary	-	-
Dividend Paid	(7.01)	(7.06)
<b>Closing balance</b>	<b>7,984.93</b>	<b>6,799.08</b>
<b>(v) Other comprehensive income</b>		
- Equity instrument through other comprehensive income		
Opening balance	500.93	820.51
Income/(loss) for the year	868.32	(319.58)
<b>Closing balance</b>	<b>1,369.25</b>	<b>500.93</b>
<b>Nature &amp; purpose of other equity and reserves :</b>		
<b>(a) Capital reserve :</b>		
Capital reserve is created out of capital profits and are usually not distributed as dividends to shareholders.		
<b>(b) Securities premium account :</b>		
Securities premium reserve is used to record the premium on issue of financial securities such as equity shares, preference shares, compulsory convertible debentures. The reserve is utilised in accordance with the provision of the Act.		
<b>(c) Reserve u/s 45 IC of the Reserve Bank of India Act, 1934:</b>		
The Company created a reserve pursuant to section 45 IC the Reserve Bank of India Act, 1934 by transferring amount not less than twenty per cent of its net profit every year as disclosed in the Statement of Profit and Loss and before any dividend is declared.		

**STARTECK FINANCE LIMITED**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

(Rs in Lakhs)

Particulars	Year ended	Year ended
	31st March, 2024	31st March, 2023
<b>18 Revenue from operations</b>		
<b>Interest Income</b>		
Interest on Loan	2,238.25	2,208.50
Interest income on Investment	404.77	390.30
Commission Income	-	-
<b>Total interest income</b>	<b>2,643.02</b>	<b>2,598.80</b>
<b>19 Dividend Income</b>		
Dividend received	29.42	14.65
<b>Total dividend income</b>	<b>29.42</b>	<b>14.65</b>
<b>20 Fees and Commission Income</b>		
Processing Fees	126.75	22.09
Commission Income	733.75	-
Referral Income	200.00	186.31
<b>Total fees and commission income</b>	<b>1,060.50</b>	<b>208.40</b>
<b>21 Other Income</b>		
Profit on sales of Investment	-	-
Fair value through P&L (FVTPL)	33.10	-
Interest on income tax refund	10.37	-
Referral Income	-	-
<b>Total other income</b>	<b>43.47</b>	<b>-</b>
<b>22 Finance Cost</b>		
Interest on Borrowing	851.44	662.40
Interest on Bank OD	308.37	270.90
Other Borrowing Cost	4.29	2.89
<b>Total finance cost</b>	<b>1,164.10</b>	<b>936.19</b>
<b>23 Employee benefits expense</b>		
Salaries and wages	47.75	62.15
Staff welfare expenses	2.45	3.44
<b>Total employee benefits expense</b>	<b>50.20</b>	<b>65.59</b>
<b>24 Other expenses</b>		
Annual, listing fees and other fees	6.73	15.15
Amortisation of Leasehold Land	24.58	24.58
Business promotion	-	2.65
CIRP Expenses	0.01	38.97
Demat charges	-	0.04
Director sitting fees	0.85	1.05
Legal and professional	122.12	214.04
Miscellaneous expenses	26.52	13.79
Payments to auditors	3.50	3.25
Repair & Maintenance	-	15.29
Provision for standard & sub- standard assets	150.60	123.87
Rent, rates and taxes	19.72	22.83
Travelling and conveyance	8.80	5.19
CSR Activity	39.69	34.12
Foreign Travelling Expenses	-	0.17
Security Expenses	15.95	-
Employee Provident Fund	228.27	-
<b>Total other expenses</b>	<b>647.34</b>	<b>514.99</b>

## STARTECK FINANCE LIMITED

### NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

#### 25 Income tax expense

This note provides an analysis of the Company's income tax expense, show amounts that are recognised directly in equity and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Company's tax positions.

##### (a) Tax expense recognised in the Statement of Profit and Loss

(Rs in Lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Current tax on profits for the year	268.86	229.63
Adjustments for current tax of prior periods	1.74	12.26
<b>Total current tax expense</b>	<b>270.61</b>	<b>241.89</b>
Deferred tax charge/(credit)-P&L	-	-
Other Comprehensive Income-Remeasurments of net defined benefit plans	-	-
<b>Total deferred tax expense/(benefit)</b>	<b>-</b>	<b>-</b>
<b>Income tax expense/(benefit)</b>	<b>270.61</b>	<b>241.89</b>

(Rs in Lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
<b>(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:</b>		
Enacted income tax rate in India applicable to the Company	25.168%	25.168%
Profit/(loss) before income tax expense	1,861.09	1,249.64
Current Tax Expense on Profit/(Loss) before tax expenses at enacted income tax rate in India	468.40	314.51
Tax effects of:		
Disallowabale expenses	55.32	13.28
Exempt income	(113.01)	(111.69)
Income Tax at special rate	(1.29)	(13.64)
Tax in respect of earlier years	1.74	12.24
Business Loss Carried Forward	(145.32)	-
Other items	4.76	27.19
<b>Income tax expense</b>	<b>270.61</b>	<b>241.89</b>

**STARTECK FINANCE LIMITED**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**26 Related Party Disclosures**

**Name of the Related Parties :**

**Disclosure of related party transaction and balances for the year ended 31st March 2024**

**Relationship**

**List of related parties with whom transactions has been entered in the ordinary course of business**

**(A) Key Management Personal**

Anand Shroff (Whole Time Director & CFO Upto 10th April, 2023)

Mayuri Jain (Company Secretary)

Amit Pitale (Whole Time Director & CFO w.e.f. 10th July, 2023)

**(B) Entity/ Person having Significant Influence**

Akshunya Energy Private Limited

Eskay Infrastructure Development Private Limited

Glint Infraprojects Private Limited

Samagra Wealthmax Private Limited

Starteck Infraprojects Private Limited

Sunteck Realty Limited

SW Capital Private Limited

Niyamit Mercantile and Trading LLP

SW Investments Limited

Starteck Corporate Services Private Limited

Abhisar Securities Services Private Limited

Kamal Khetan

Gautam Panchal

Nilesh Parikh

Sandhya Malhotra

**Related Party Transactions**

(Rs in Lakhs)

Particulars	Relationship	F Y 2023 2024	F Y 2022 2023
<b>(i) Transaction during the year</b>			
<b>Rent Paid</b>			
Sunteck Realty Limited	Entity/ Person having Significant Influence	4.20	4.20
<b>Salary Paid(including reimbursements)</b>			
Anand Shroff	KMP	-	50.56
Mayuri Jain	KMP	7.49	7.42
<b>Interest Received</b>			
Niyamit Mercantile and Trading LLP	Entity/ Person having Significant Influence	16.41	-
Eskay Infrastructure Development Private Limited	Entity/ Person having Significant Influence	246.67	210.32
Starteck Infraprojects Private Limited	Entity/ Person having Significant Influence	16.32	21.11



<b>Particulars</b>	<b>Relationship</b>	<b>F Y 2023 2024</b>	<b>F Y 2022 2023</b>
SW Capital Private Limited	Entity/ Person having Significant Influence	<b>37.78</b>	103.65
Glint Infraprojects Private Limited	Entity/ Person having Significant Influence	-	5.68
Abhisar Securities Services Private Limited	Entity/ Person having Significant Influence	<b>88.70</b>	-
<b>Interest Paid</b>			
Akshunya Energy Private Limited	Entity/ Person having Significant Influence	<b>16.32</b>	3.44
Niyamit Mercantile and Trading LLP	Entity/ Person having Significant Influence	-	24.97
Glint Infraprojects Private Limited	Entity/ Person having Significant Influence	<b>48.52</b>	-
Kamal Khetan	Entity/ Person having Significant Influence	<b>163.54</b>	268.36
Samagra Wealthmax Private Limited	Entity/ Person having Significant Influence	<b>115.48</b>	58.04
Sunteck Realty Limited	Entity/ Person having Significant Influence	<b>380.72</b>	267.79
SW Investments Limited	Entity/ Person having Significant Influence	<b>5.98</b>	5.83
<b>Loan and Advances given</b>			
Eskay Infrastructure Development Private Limited	Entity/ Person having Significant Influence	<b>1,011.70</b>	-
SW Capital Private Limited	Entity/ Person having Significant Influence	<b>880.00</b>	834.61
Kamal Khetan	Entity/ Person having Significant Influence	<b>199.22</b>	1,110.50
Niyamit Mercantile and Trading LLP	Entity/ Person having Significant Influence	<b>676.44</b>	618.24
Abhisar Securities Services Private Limited	Entity/ Person having Significant Influence	<b>1,240.91</b>	-
Akshunya Energy Private Limited	Entity/ Person having Significant Influence	<b>19.46</b>	-
SW Investments Limited	Entity/ Person having Significant Influence	<b>2.24</b>	-
Glint Infraprojects Private Limited	Entity/ Person having Significant Influence	<b>362.53</b>	-
Samagra Wealthmax Private Limited	Entity/ Person having Significant Influence	<b>81.26</b>	-
<b>Loan Taken</b>			
Eskay Infrastructure Development Private Limited	Entity/ Person having Significant Influence	-	154.67
SW Investments Limited	Entity/ Person having Significant Influence	<b>13.78</b>	-
Sunteck Realty Limited	Entity/ Person having Significant Influence	<b>518.51</b>	2,731.50
Samagra Wealthmax Private Limited	Entity/ Person having Significant Influence	-	1,299.50
Akshunya Energy Private Limited	Entity/ Person having Significant Influence	<b>3.10</b>	153.50
Starteck Infraprojects Private Limited	Entity/ Person having Significant Influence	<b>74.01</b>	2.75
SW Capital Private Limited	Entity/ Person having Significant Influence	<b>880.00</b>	-
<b>(ii) Outstanding balance as at year end</b>			
<b>Loans and Advances given</b>			
Eskay Infrastructure Development Private Limited	Entity/ Person having Significant Influence	<b>3,425.65</b>	2,423.95

<b>Particulars</b>	<b>Relationship</b>	<b>F Y 2023 2024</b>	<b>F Y 2022 2023</b>
Starteck Infracore Private Limited	Entity/ Person having Significant Influence	<b>119.96</b>	214.33
SW Capital Private Limited	Entity/ Person having Significant Influence	-	880.00
Niyamit Mercantile and Trading LLP	Entity/ Person having Significant Influence	<b>617.20</b>	-
Abhisar Securities Services Private Limited	Entity/ Person having Significant Influence	<b>1,240.91</b>	-
<b>Loan Taken</b>			
Akshunya Energy Private Limited	Entity/ Person having Significant Influence	<b>163.20</b>	160.10
SW Investments Limited	Entity/ Person having Significant Influence	<b>65.69</b>	61.95
Glint Infracore Private Limited	Entity/ Person having Significant Influence	<b>310.65</b>	629.51
Niyamit Mercantile and Trading LLP	Entity/ Person having Significant Influence	-	74.02
Samagra Wealthmax Private Limited	Entity/ Person having Significant Influence	<b>1,218.24</b>	1,299.50
Sunteck Realty Limited	Entity/ Person having Significant Influence	<b>3,250.01</b>	2,731.50
Kamal Khetan	Entity/ Person having Significant Influence	<b>1,665.94</b>	1,865.16
<b>Deposit</b>			
Sunteck Realty Limited	Entity/ Person having Significant Influence	<b>1.50</b>	1.50
<b>Directors Sitting Fees</b>			
Gautam Panchal	Entity/ Person having Significant Influence	<b>0.60</b>	-
Nilesh Parikh	Entity/ Person having Significant Influence	<b>0.60</b>	-
Sandhya Malhotra	Entity/ Person having Significant Influence	<b>0.75</b>	-
<b>Other receivable</b>			
Starteck Corporate Services Private Limited	Entity/ Person having Significant Influence	<b>0.08</b>	-
<b>Investment in Shares</b>			
Eskay Infrastructure Development Private Limited	Entity/ Person having Significant Influence	<b>7.87</b>	7.87

**STARTECK FINANCE LIMITED**

**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS**

**27 Fair value measurements**

**(i) Fair value hierarchy**

**Level 1 :** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges are 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 (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

**(ii) Valuation technique used to determine fair value**

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- the use of discounted cash flow for fair value at amortised cost

(Rs in Lakhs)

Financial Assets and Liabilities as at 31st March, 2024	Routed through Profit and loss			Routed through OCI			Carried at amortised cost			Total		
	Level 1	Level 3	Carrying amounts	Total	Level 1	Level 3	Carrying amounts	Total	Level 1		Level 3	Carrying amounts
<b>Financial assets</b>												
Investments												
- Equity instruments												
Quoted	-	-	-	-	355.69	-	-	355.69	-	-	-	355.69
Unquoted	-	-	-	-	-	2,936.42	-	2,936.42	-	-	-	2,936.42
- Bonds Debentures												
Quoted	389.13	-	-	389.13	-	-	-	-	4,371.89	-	-	4,371.89
Unquoted	-	-	-	-	-	-	-	-	-	-	-	-
Other Investments	-	-	-	-	-	5,000.00	-	5,000.00	-	-	-	5,000.00
Receivables	-	-	-	-	-	-	-	-	-	-	390.59	390.59
Loans	-	-	-	-	-	-	-	-	-	-	18,021.24	18,021.24
Other advances and receivables - to others	-	-	-	-	-	-	-	-	-	-	3.50	3.50
Cash and cash equivalents	-	-	-	-	-	-	-	-	-	-	246.08	246.08
Other bank balances	-	-	-	-	-	-	-	-	-	-	577.98	577.98
Other non financial Assets	-	-	-	-	-	-	-	-	-	-	16.29	16.29
<b>Total financial assets</b>	<b>389.13</b>	<b>-</b>	<b>-</b>	<b>389.13</b>	<b>355.69</b>	<b>7,936.42</b>	<b>-</b>	<b>8,292.10</b>	<b>4,371.89</b>	<b>-</b>	<b>19,255.67</b>	<b>23,627.56</b>
												<b>32,308.80</b>





**STARTECK FINANCE LIMITED**

**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS**

**28 Financial risk management**

The Company's activities expose it to business risk, interest rate risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance, the Company's risk management is carried out by a corporate treasury and corporate finance department under policies approved by the board of directors and top management. Company's treasury identifies, evaluates and mitigates financial risks in close cooperation with the Company's operating units. The board provides guidance for overall risk management, as well as policies covering specific areas.

**(A) Credit Risk**

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through out each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forward-looking information such as :

- i) Actual or expected significant adverse changes in business,
- ii) Actual or expected significant changes in the operating results of the counterparty,
- iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,
- iv) Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements.

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized in profit or loss.

The Company measures the expected credit loss of trade receivables and loan from individual customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. Based on the historical data, loss on collection of receivable is not material hence no additional provision considered.

**Ageing of Account receivables :**

	Particulars		(Rs in Lakh)
	As at 31st March 2024	As at 31st March 2023	
0-3 months	217.79	134.90	
3-6 months	85.13	392.51	
6 months to 12 months	85.05	59.94	
beyond 12 months	2.62	-	
<b>Total</b>	<b>390.59</b>	<b>587.35</b>	

**(B) Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding to meet obligations when due. Due to the dynamic nature of the underlying businesses, Company's treasury maintains flexibility in funding by maintaining sufficient cash and bank balances available to meet the working capital requirements. Management monitors rolling forecasts of the group's liquidity position (comprising the unused cash and bank balances along with liquid investments) on the basis of expected cash flows. This is generally carried out at Company level in accordance with practice and limits set by the group. These limits vary to take into account the liquidity of the market in which the Company operates.

**(i) Maturities of financial liabilities**

The tables below analyse the group's financial liabilities into relevant maturity groupings based on their contractual maturities for:

all non-derivative financial liabilities, and the amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(Rs in Lakh)						
Contractual maturities of financial liabilities 31st March, 2024	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Above 2 year	Total
<b>Borrowings</b>						
Bank overdraft and Loan from Financial Institutions	199.68	2,531.91	597.51	13,428.30	-	16,757.39
From related parties and Others	-	-	-	3,423.71	-	3,423.71
Trade payables	39.14	-	-	-	-	39.14
Unpaid Dividend	2.02	-	-	-	-	2.02
Other Financial Liabilities	10.80	1,731.43	-	-	-	1,742.23
Interest accrued but not due on borrowings	750.89	-	-	-	-	750.89
<b>Total non-derivative liabilities</b>	<b>1,002.52</b>	<b>4,263.34</b>	<b>597.51</b>	<b>16,852.01</b>	<b>-</b>	<b>22,715.37</b>

(Rs in Lakh)						
Contractual maturities of financial liabilities 31st March, 2023	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Above 2 year	Total
<b>Borrowings:</b>						
Bank overdraft	-	2,500.00	4,502.14	2,500.00	765.49	10,267.63
From related parties and Others	-	-	7,796.50	-	-	7,796.50
Trade payables	83.50	-	-	-	-	83.50
Unpaid Dividend	5.62	-	-	-	-	5.62
Other Financial Liabilities	1,242.18	-	-	-	-	1,242.18
Interest accrued but not due on borrowings	575.98	-	-	-	-	575.98
<b>Total non-derivative liabilities</b>	<b>1,907.28</b>	<b>2,500.00</b>	<b>12,298.64</b>	<b>2,500.00</b>	<b>765.49</b>	<b>19,971.41</b>

**(C) Market risk**

**(i) Price Risk**

**- Exposure**

The Company's exposure to equity securities price risk arises from investments held by the Company and classified in the balance sheet at fair value through OCI.

**- Sensitivity**

The table below summarizes the impact of increases/decreases of the BSE index on the Company's equity and Gain/Loss for the period. The analysis is based on the assumption that the index has increased by 5% or decreased by 5% with all other variables held constant, and that all the Company's equity instruments moved in line with the index.

**Impact of Profit before tax**

Particulars	(Rs in Lakhs)	
	As at 31st March, 2024	As at 31st March, 2023
BSE Sens ex - Increase 5%	17.78	22.34
BSE Sens ex - Decrease 5%	(17.78)	(22.34)

**(ii) Cash flow and fair value interest rate risk****- Interest rate risk management:**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The group's exposure to the risk of changes in market interest rates relates primarily to the group's long-term debt obligations with floating interest rates. The risk is managed by the group by maintaining an appropriate mix between fixed and floating rate borrowings.

**- Interest rate risk exposure:**

The exposure of the group's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	As at 31st March, 2024	As at 31st March, 2023
Variable rate borrowings	3,846.75	4,299.19
Fixed rate borrowings	16,913.74	7,796.51
<b>Total borrowings</b>	<b>20,760.49</b>	<b>12,095.70</b>

(Rs in Lakhs)

**- Interest rate sensitivity**

A change of 50 bps in interest rates would have following Impact on profit before tax:

Particulars	As at 31st March, 2024	As at 31st March, 2023
50 bp increase would decrease the profit before tax by*	1.92	6.05
50 bp decrease would increase the profit before tax by*	(1.92)	(6.05)

(Rs in Lakhs)

\* Sensitivity is calculated based on the assumption that amount outstanding as at reporting dates were utilised for the whole financial year.

**29 Capital management****(a) Risk management**

The Company's objectives when managing capital are to :

1. safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
2. Maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, reduce debt or sell assets.

The gearing ratios were as follows:

Particulars	As at 31st March, 2024	As at 31st March, 2023
Net debt (Total Debt - Cash & cash equivalent)	19,935.03	18,030.71
Total equity	20,402.42	17,950.68
<b>Net debt to equity ratio</b>	<b>97.71%</b>	<b>100.45%</b>

(Rs in Lakhs)

Loan covenants : The company intends to manage optimal gearing ratios.

**(b) Dividends**

(Rs in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>Dividends not recognised at the end of the reporting period</b>	<b>7.01</b>	<b>7.06</b>

In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of Rs. 0.25 per fully paid equity share for other than promoters (31st March, 2023 – Rs. 0.25). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.

\*Calculation is based on the no. of shares outstanding as at year end.



**STARTECK FINANCE LIMITED**

**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS**

**30 Earnings per share**

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Earning Per Share has been computed as under :		
Profit for the year (Rs.in lakhs) (A)	1,590.48	2,182.04
Weighted average number of equity shares (B)	99,10,330.00	99,10,330.00
Weighted average number of Equity shares adjusted for the effect of dilution (C)	99,10,330.00	99,10,330.00
Basic EPS (Amount in Rs. ) (A/B) (Face value of Rs. 10 per share)	16.05	22.02
Diluted EPS (Amount in Rs. ) (A/C) (Face value of Rs. 10 per share)	16.05	22.02

- 31** Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.  
According to Ind AS 108, identification of operating segments is based on Chief Operating Decision Maker (CODM) approach for making decisions about allocating resources to the segment and assessing its performance. The business activity of the company falls within one business segment viz. "financing activities". Hence, the disclosure requirement of Ind AS 108 of 'Segment Reporting' is not considered applicable.
- 32** The accounts of certain trade receivables, trade payables, loans and advances and banks are, however, subject to formal confirmations or reconciliations and consequent adjustments, if any. However, there is no indication of dispute on these accounts, other than those mentioned in the financial statements. The management does not expect any material difference affecting the current year's financial statements on such reconciliation/adjustments. There are no pending litigation having impact on financial position of the company.

**33** Contingent Liabilities not provided for

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Claims against the company not acknowledged as debts - CIT (A)	13.01	49.53

**34** Details of payments to auditors

(Rs in Lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
<b>Payment to auditors</b>		
<b>As auditor:</b>		
Audit fee	3.50	2.25
<b>Total payments to auditors</b>	3.50	2.25

**35** Figures pertaining to Previous Year have been regrouped / reclassified wherever found necessary to conform to Current Year

**Signature to Notes No 1 to 35**

As per our attached report of even date

**For MKPS & Associates**

Chartered Accountants

Firm Registration No. 302014E

**Narendra Khandal**

Partner

Membership No. 065025

Place : Mumbai

Dated : 27th May, 2024

**For an on behalf of the Board of Directors  
of Starteck Finance Limited**

**Amit Pitale**

Whole Time Director & CFO  
(DIN: 07852850)

**Nilesh Parikh**

Director (DIN: 02710146)

**Sandhya Malhotra**

Director (DIN: 06450511)

**Pankaj Jain**

Director  
(DIN: 00048283)

**Gautam Panchal**

Director (DIN: 07826634)

**Mayuri Jain**

Company Secretary

# Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

## Part “A”: Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Lakhs)

Sl. No.	Particulars	Details		
		Chitta Finlease Private Limited	V Can Export Private Limited	Bhuwalka Steel Industries Limited
1.	Name of the subsidiary	Chitta Finlease Private Limited	V Can Export Private Limited	Bhuwalka Steel Industries Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 1, 2023 to March 31, 2024	April 1, 2023 to March 31, 2024	April 1, 2023 to March 31, 2024
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA	NA	NA
4.	Date since when subsidiary was acquired	0.607361111	25.03.2015	0.406041667
5.	Share capital	1	1	1
6.	Reserves & surplus	(35.72)	(1.00)	(7,604.87)
7.	Total Assets	1,406.40	-	1,159.64
8.	Total Liabilities (excluding Paid up share capital and Reserve & Surplus)	1,441.12	-	8,763.51
9.	Investments	1,405.69	-	-
10.	Turnover (including other income)	-	-	942.66
11.	Profit before taxation after exceptional items	(25.35)	-	577.4
12.	Provision for taxation	-	-	-
13.	Profit after taxation	-	-	577.4
14.	Proposed Dividend	-	-	-
15.	% of shareholding	100	100	100

- Names of subsidiaries which are yet to commence operations – Nil
- Names of subsidiaries which have been liquidated or sold during the year- Nil

## Part “B”: Associates and Joint Ventures –Not Applicable

For and on Behalf of the Board of Directors  
of Starteck Finance Limited

**Amit Pitale**  
Whole time Director & CFO  
(DIN: 07852850)

**Pankaj Jain**  
Director  
(DIN: 00048283)

**Nilesh Parikh**  
Director  
(DIN: 02710146)

**Gautam Panchal**  
Director  
(DIN: 07826634)

**Sandhya Malhotra**  
Director  
(DIN: 06450511)

**Mayuri Jain**  
Company Secretary

Place: Mumbai  
Date: May 27, 2024

