



NORTHLINK

FISCAL AND CAPITAL SERVICES LIMITED

CIN No.: L65921PB1994PLC015365

Ref. No.

Dated:

NFCSL/SE/2023-24/012

Dated: 05.09.2023

The Manager,
Listing Department,
BSE Limited,
Phoenix Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

The Manager,
Listing Department,
Metropolitan Stock Exchange of India Limited
205(A), 2nd Floor,
Pitruaji Agastya Corporate Park,
Kamani Junction, LBS Road,
Kurla (West),
Mumbai - 400 070

Scrip Code: 539110

Symbol: NFCSL

Ref: ISIN - INE736P01019

Sub: Compliance under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Annual Report of the Company for the Financial Year ended 31st March, 2023, along with the Notice of 29th Annual General Meeting, dispatched to the members. The Annual General Meeting of the Company is scheduled to be held on Saturday, the 30th day of September, 2023 at 11:00 A.M. at Registered office of the Company at 88, Mall Road, Civil Lines, Ludhiana - 141 001.

Please take the same on record.

Thanking You,

Yours Faithfully,

For NORTHLINK FISCAL & CAPITAL SERVICE LIMITED

SHAMLI
MADIA

Digitally signed by
SHAMLI MADIA
Date: 2023.09.05
17:25:26 +05'30'

(SHAMLI MADIA)
Managing Director
DIN: 02915048

Encl.: As above



NORTHLINK

Fiscal and Capital Services Limited

29th

ANNUAL REPORT 2022-23

**NORTHLINK FISCAL AND CAPITAL
SERVICES LIMITED**



NORTHLINK
Fiscal and Capital Services Ltd.

CORPORATE INFORMATION

BOARD OF DIRECTOR

Chairman Cum MD Shanti Madia
Non-Executive Director Gargee Sehgal
Independent Director Bharat Soni
Independent Director Inderjit Singh Jassat

Chief Financial Officer Anuradha Rani
Chief Executive Officer Sunil Dutt Madia
Company Secretary Sahil
Resigned w.e.f.
30.05.2023
Company Secretary Swati Jindal
w.e.f. 30.08.2023

REGISTERED OFFICE 86, Mall Road,
Civil Lines, Ludhiana,
Punjab-141001

BANKERS

Bank of India,
Partap Singh Wala Chowk, Ludhiana (PB)
Canara Bank, Bharat Nagar Chowk,
Ludhiana (PB)

STATUTORY AUDITORS

M/s Parmod G. Gupta & Associates
Chartered Accountant,
3rd Floor, Unique Tower, Adl. Corporation
Bank, Pakhowal Road, Ludhiana-141001 (PB)

REGISTRAR & SHARE TRANSFER AGENTS

Skyline Financial Services Private Limited
C-153 A, 1st Floor, Okhla, Industrial Area,
Phase-1, New Delhi-110020
Tel: 011-40450193

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Date: 30 th September, 2023	Directors' Report	18-35
Time: 11.00 A.M.	Management Discussion & Analysis Report	35-41
Place: 86, Mall Road, Civil Lines, Ludhiana, (PB) 141001.	Corporate Governance Report	41-56
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GO GREEN APPEAL TO SHAREHOLDERS

Dear Shareholder, If you are still receiving the physical copy of Annual Report, we request you to share your email address, so that Annual Report and other communications may be sent electronically. E-mail address may be communicated at info@skylinertl.com or at northlink86mall@gmail.com

*****SAVE TREES SAVE EARTH*****



NOTICE

NOTICE is hereby given that the 29th Annual General Meeting of the Members of **NORTHLINK FISCAL AND CAPITAL SERVICES LIMITED** will be held on Saturday 30th September, 2023 at 11.00 A.M. at the Registered Office of the Company situated at 86, Mall Road, Civil Lines, Ludhiana (Ph.) -141001 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2023 along with the Reports of the Auditors and Directors thereon and in this regard pass the following resolution as an Ordinary Resolution

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March 2023 and the reports of the Auditors and Board of Directors thereon laid before this meeting, be and are hereby considered and adopted."

2. To appoint Ms. Shamli Madia, who retires by rotation and being eligible, offers herself for re-appointment as a Director and in this regard pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. Shamli Madia (DIN 02915048), who retires by rotation at this meeting and being eligible offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. To appoint M/s K R Aggarwal & Associates, Chartered Accountants as statutory auditors of the company from the conclusion of this annual general meeting until the conclusion of the 34th Annual General Meeting and to fix their remuneration:

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

"RESOLVED that pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, to appoint K R Aggarwal & Associates, Chartered Accountants, (Firm Registration No: 030088N) as statutory auditors of the Company, to hold office for a period of 5 years from the conclusion of the Twenty Ninth Annual General Meeting (AGM) of the Company till the conclusion of the 34th Annual General Meeting in place of M/s Parmod G. Gupta & Associates, the retiring auditors whose appointment comes to an end in this Meeting, K R Aggarwal & Associates, have confirmed their eligibility for appointment of Statutory Auditors in terms of Section 141 of the Companies Act, 2013 and applicable Rules be and are hereby appointed as Statutory Auditors of the Company to examine and audit the accounts of the Company on such remuneration as may be approved by the Audit Committee and / or Board of Directors of the Company in addition to applicable taxes and reimbursement of out of pocket expenses



incurred by them.”

“RESOLVED FURTHER THAT the Board of Directors and Audit Committee, be and are hereby severally authorized to decide and finalize the terms and conditions of appointment, including the remuneration of the Statutory Auditors.”

SPECIAL BUSINESS:-

4. To Re-appoint Ms. Gargee Sehgal as a Non-Executive, Non-Independent Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 152 and any other applicable provisions, of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Gargee Sehgal (DIN: 08146678) who was re-appointed as a Non-Executive, Non-Independent Director of the Company by the Board of Directors at its meeting held on 14th August, 2023 whose term of office of 5 years expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from him along with the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Director of the Company, liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of the Company, be and is hereby authorized to sign and file the necessary e-forms as required with the Registrar of Companies, Punjab and Chandigarh at Chandigarh and to do all such acts, deeds, matters and things as may be deemed necessary or desirable to give effect to the above said resolution.”

5. To Re-appoint Smt. Shamli Madia as a Managing Director of the company

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

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 read with Schedule V and all other applicable provisions, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for time being in force) subject to such other consents as may be necessary, the approval of the members of the company be and is hereby accorded to appoint **Smt. Shamli Madia (DIN 02915048)** as a Chairman cum Managing Director of the company whose period of office is liable to be retire by rotation with a remuneration of Rs. 80,000/- per month for a period of 5 years w.e.f. 14/08/2023 plus other allowances as may be applicable to other employees of the Company with liberty to the Board of Directors (herein after referred to as “Board” which term shall be deemed to include Nomination & Remuneration Committee constituted by the Board) to alter and vary the said remuneration in such form and manner or with such modifications as the Board may be deemed fit and agreed by Smt. Shamli Madia Chairman cum Managing Director of the company.”

“RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year, the Company incurs a loss or its profits are inadequate, the



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Company shall pay Smt. Shamli Madia, the above mentioned remuneration as minimum remuneration."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to vary/alter at any time the remuneration, terms and conditions of the said appointment in such manner as may be approved by the Board of Directors of the Company and acceptable to the Smt. Shamli Madia, Managing Director of the Company as permissible under the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take such steps and to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution and also to make such alteration and modifications, as may be required within the limits of Schedule V of the Companies Act, 2013."

6. TO APPROVE RELATED PARTY TRANSACTIONS

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

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (Act) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the Company's policy on Related Party transaction(s), approval of Shareholders be and is hereby accorded to the Board of Directors of the company to enter into contract(s)/ arrangement(s)/ transaction(s) with parties with respect to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of services or property or appointment of such parties to any office or place of profit in the company or any other transactions of whatever nature, at arm's length basis and in the ordinary course of business, notwithstanding that such transactions may exceed the limits of Rule 15 (3) in any financial year or such other threshold limits as may be specified by the Listing Regulations from time to time, up to such extent and on such terms and conditions as specified in the table forming part of the Explanatory Statement annexed to this notice."

"RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as Board) or a Committee thereof be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary or expedient to give effect to the aforesaid resolution."

By Order of the Board
For Northlink Fiscal and Capital Services Limited

(Smt. Shamli Madia)
Chairman cum Managing Director
DIN 02915049

Place: Ludhiana
Date: 30.08.2023

**NOTES:**

1. Pursuant to SS-2 i.e. Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India, the route map for reaching the Meeting venue showing the prominent landmarks is given annexed in this Notice/Annual Report.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10 (ten) percent of the total share capital of the company carrying voting rights. A member holding more than 10 (ten) percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a duly certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members are requested to bring their copies of Annual Reports along with them, as copies of the report will not be distributed at the meeting.
6. Members, attending the meeting in person are requested to bring their Attendance slip to the Meeting.
7. 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.
8. To support the 'Green Initiative', Members holding shares in dematerialized mode are requested to register/update their email addresses with the relevant Depository Participant ("DP").
9. In compliance with the General Circulars issued by Ministry of Corporate Affairs ("MCA Circulars") and Circulars issued by SEBI ("SEBI Circulars"), Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website of the company and stock exchanges. Further Notice of the AGM shall also be available at the website of e-voting agency CDSL at www.evoting.india.com
10. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.

Further, in accordance with SEBI Circular No. SEBI/HO/MIRSD/ DOPT/CIR/P/2018/73 dated 20.04.2018, all Members holding shares in physical form are requested to register their PAN and bank account details by submitting their self attested copy PAN Card (including that of the joint holders also) and an original cancelled cheque or submit copy of bank passbook /statement of the holder attested by the bank to the Registrar and Share Transfer Agent (RTA) of the Company.

11. As per regulation 40 of the SEBI (LODR) Regulations 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.

As per amendment in SEBI (LODR) Regulations by notification dated 08.06.2018 read with notification no. No. SEBI/LAD-NRO /GN/ 2018/49 dated 30.06.2018, Members of the company, who hold securities in physical form and intend to transfer their securities after 1st April 2019, can do so only in dematerialized form. Therefore, Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares for ease of portfolio management as well as for ease of transfer, if required. In view of the same, the members are requested to dematerialize their shares. Members can contact the Company or RTA for assistance in this regard.

12. As per the provisions of Section 72 of the Act, the facility of 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. Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website. Members are requested to submit the said details to their respective DP in case the shares are held by them in electronic form and to the Company / RTA, in case the shares are held in physical form.
13. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.;

- a. For shares held in electronic form to their Depository Participants (DPs);

- b. For shares held in physical form to the Company/Registrar and Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/ MIRSD/MIRSD_RTAM9/P/CIR/2021/655 dated 03.11.2021.

Folios wherein any one of the cited document / details are not available on or after April 1, 2023, shall be frozen by the Registrars and Transfer Agent of the Company (RTA). The Shareholders are hereby requested to kindly furnish their PAN, Address with PIN, email address, mobile number, bank account details and nomination by holders of physical securities. The forms are duly available on the official website of RTA of the Company.

14. Pursuant to the provisions of Section 91 of the Act read with Rule 10 of the Companies



(Management and Administration) Rules, 2014. The register of members and the share transfer book of the company will remain closed from 24.09.2023 to 30.09.2023 (both days inclusive).

15. Any queries regarding the Annual Accounts or otherwise must be sent to Registered Office of the Company at least 15 days before the date of meeting.
16. CS Jatin Singal, Prop. of M/s Jatin Singal & Associates Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner (including the ballot forms received from members who do not have access to the e-voting process). The scrutinizer shall upon the conclusion of General Meeting unblock the votes in presence of at least two witnesses not in employment of the Company and make a report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
17. The Results of the resolutions passed at the AGM of the Company will be declared within 48 working hours of the conclusion of AGM. The Results declared along with the Scrutinizer's report shall be placed on Company's website of CDSL, and will be communicated to the stock exchanges.
18. **Voting through Electronic Means:** Pursuant to the Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management And Administration) Rules, 2014, as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility of remote e-voting (e-voting from a venue other than place of Annual General Meeting) to the Members to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The instructions for shareholders voting electronically are as under:-

- A. The voting period begins on 27.09.2023 at 09.00 a.m. and ends on 29.09.2023 at 05.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) 22.09.2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- B. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- C. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository



Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- D. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020 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 demataccounts in order to access e-Voting facility. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below >

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Options will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the 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 your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/SKYLINE, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is Available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>



<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdasDirectReg.jsp</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-22-55-33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no. 1800 1020 990 and 1800 22 44 30.

- E. Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.
1. The shareholders should log on to the e-voting website www.evotingindia.com.
 2. Click on "Shareholders" module.
 3. Now Enter your User ID
 - For CDSL: 16 digit beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholder holding shares in Physical Form should enter Folio Number registered with the Company.
 4. Next enter the Image Verification as displayed and Click on Login.
 5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 6. If you are a first time user follow the steps given below:-

	For Shareholders holding shares in Demat Form other than Individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

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Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).
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- F. After entering these details appropriately, click on "SUBMIT" tab.
- G. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- H. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- I. Click on the EVSN **"230902005"** for the <NORTHLINK FISCAL AND CAPITAL SERVICES LIMITED> on which you choose to vote.
- J. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- K. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- L. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- M. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- N. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- O. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forget Password & enter the details as prompted by the system.
- P. **Facility for Non - Individual Shareholders and Custodians - For Remote E- Voting Only.**
- Non-Individual shareholders (i.e. other than individuals, HUF, NR) etc.] and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporate" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for



the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz: northlink86mail@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mahatma Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 22 55 33.

**By Order of the Board
For Northlink Fiscal and Capital Services Limited**

sd/-
(Shamli Madia)
Chairman cum Managing Director
DIN 02915048

Place: Ludhiana
Date: 30.08.2023

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Financial and Capital Services Ltd.

Information pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the directors seeking appointment/re-appointment in the AGM.

2. Brief Particulars in pursuance of relevant provisions of the Act and SEBI LODR, 2015:

Re-appointment of Ms. Shamili Madia (DIN: 02915048)

Name of the Director	Ms. Shamili Madia
DIN	02915048
Date of Birth	25/04/1988
Date of Appointment	15/08/2018
Qualification	Graduate
Expertise in Specific functional Area	She has 9 Years of experience in Business Administration and expertise skills in the field of finance.
In case of Independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	N/A.
No. of shares held in the Company	596791
Directorship held in other companies	NIL
Position held in mandatory committees of other companies	NIL
Relationship between director inter-se	Daughter In Law of Sh. Suresh Dutt Madia (CEO) and Smt. Anuradha Rani (CFO) of the Company.

EXPLANATORY STATEMENT IN PURSUANCE OF SECTION 102(1) OF THE COMPANIES ACT, 2013:

Statement with respect to Items under Special Business covered in the Notice of Meeting are given below:

Item No. 3

Though not mandatory, this statement is provided for reference.

At the meeting held on 30.08.2023 Board of Directors have recommended the appointment of M/s K R Aggarwal & Associates (Firm Registration No:030088N), Chartered Accountants as statutory auditors of the company, to hold office from the conclusion of this AGM until the conclusion of 26th AGM, subject to approval of the members.

Jiwan Goyal & Co, Chartered Accountants, the Existing Statutory Auditors of the Company term comes to an end in this AGM having been appointed as Auditors of the Company by the members to hold office from the conclusion of 16th AGM until the conclusion of 21st AGM.

The resolution under this item seeks the approval of the members by an ordinary resolution for the said appointment of new auditor.

None of the Directors or Key Managerial Personnel (KMP) of the Company

Item No. 4

Re-appointment of Ms. Gargee Sehgal (DIN: 08146678) as a Non-Executive Director of the Company. The Board has appointed Ms. Gargee Sehgal, as a Non-Executive, Non-Independent Director in the Board of the Company.

Accordingly, Ms. Gargee Sehgal was re-appointed by the Board as a Non-Executive, Non-Independent Director with effect from August, 14, 2023 in terms of provisions of Section 161 of the Companies Act, 2013 ("Act"), Rules made thereunder and also the provisions of the Articles of Association of the Company. As per the provisions contained under Section 161 of the Act the Additional Director so appointed by the Board shall hold office upto the date of next Annual General Meeting (AGM) of the Company.

Accordingly, Ms. Gargee Sehgal as a Director, holds office upto the date of this AGM. The said Director being eligible for re-appointment as a Director in terms of provisions contained under Section 160 of the Act which requires giving of Notice of his candidature by the Director himself or Member along with requisite deposit. Further, as per the applicable provisions of 17 (1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015"), approval of the Shareholder for her appointment is required to be taken at the next General Meeting. Accordingly, Company has received a Notice in writing from a Member along with requisite deposit proposing candidature of Ms. Gargee Sehgal for the Office of Director.

Relevant documents in respect of the said item are available in Electronic Form for inspection by the Members upto the last date of voting. None of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested in the Resolution. The Board recommends the Ordinary Resolution as set out for approval by the Members.

Brief Particulars in pursuance of relevant provisions of the Act and SEBI LODR, 2015: Re-appointment of Ms. Gargee Sehgal (DIN: 08146678) as an Independent Director of the Company

Name of the Director	Ms. Gargee Sehgal
DIN	08146678
Date of Birth	20/07/1994
Date of Appointment	14/08/2023
Qualification	Graduate
Expertise in Specific functional Area	She has 9 Years of experience in Business Administration and expertise skills in the field of finance.
In case of Independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N/A.
No. of shares held in the Company	NIL
Directorship held in other companies	NIL

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Fiscal and Capital Services Ltd.

Position held in mandatory committees of other companies	NIL
Relationship between director inter-se	-

Item No. 5

Re-appointment of Ms. Shamli Madia (DIN: 02915048) as a Managing Director of the Company.

The Board has re-appointed Ms. Shamli Madia (DIN: 02915048) as a Managing Director in the Board of the Company.

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 read with Schedule V and all other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for time being in force) subject to such other consents as may be necessary, the approval of the members of the company be and is hereby relieved to appoint Smt. Shamli Madia (DIN 02915048) as a Chairman cum Managing Director of the company whose period of office is liable to be retire by rotation with a remuneration of Rs. 80,000/- per month for a period of 5 years w.e.f. 14/08/2023 plus other allowances as may be applicable to other employees of the Company with liberty to the Board of Directors (herein after referred to as "Board" which term shall be deemed to include Nomination & Remuneration Committee constituted by the Board) to alter and vary the said remuneration in such form and manner or with such modifications as the Board may be deemed fit and agreed by Smt. Shamli Madia Chairman cum Managing Director of the company.

Relevant documents in respect of the said item are available in Electronic Form for inspection by the Members upto the last date of voting. None of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested in the Resolution. The Board recommends the Special Resolution as set out for approval by the Members.

ITEM NO. 6

All the related party transaction(s) specified under Section 188(1), the value/consideration of which is in respective limits prescribed under Rule 15(3) of the Companies (Meetings of Board and its Powers) Rule, 2014, has to be approved by the members in the General Meeting. Whereas the third proviso to section 188(1) also states that nothing in section 188(1) will apply to any transaction entered into by the company in its ordinary course of business and at arm's length basis. Further in accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has also prescribed seeking of shareholders' approval for material related party transactions. The Company in its ordinary course of business enters into various Agreement(s)/ Contract(s)/ Transaction(s), for purchase and sale of goods, rendering/availing of services and reimbursement of expenses on arm's length basis. All the aforesaid transactions are entered pursuant to prior approval of Audit Committee. Taking into account the statutory provisions, the Board of Directors intends to seek prior approval of members for the

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Fiscal and Capital Services Ltd.

transactions to be entered by the Company and detail is in the table below:

Sr No.	Particulars	Detail
1.	Name of Related Party	Mr. Sunny Madia
2.	Name of Director who is related	Mrs. Shamli Madia, Managing Director is a Spouse
2.	Nature of Relationship	Director's Relative
3.	Nature, duration of Contract	Availing or rendering services for 5 years
4.	Value of Transaction	Rs. 70,000 per month
5.	Advance paid or received	Nil

In view of compliance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of members for the above Related Party Transactions is being sought by way of Ordinary Resolution. The proposal outlined above will contribute to continuous growth in sales & profits of your Company and is in the interest of the Company. Hence, the Audit Committee / Board recommends the resolution set out in the Item as an Ordinary resolution.

**By Order of the Board
For Northlink Fiscal and Capital Services Limited**

sd/-

(Shamli Madia)

Chairman cum Managing Director
DIN 02915048

Place: Ludhiana

Date: 30.08.2023



DIRECTORS' REPORT

DEAR MEMBERS

The Directors of your Company have the pleasure in presenting the 29th Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2023.

INDIAN ACCOUNTING STANDARDS (Ind AS)

As mandated by the Ministry of Corporate Affairs (MCA), The Financial Statements from the year ended March 31, 2020 onwards has been prepared in accordance with INDIAN ACCOUNTING STANDARDS (Ind AS), notified under Section 133 of the Companies Act, 2013 read with the relevant rules as amended from time to time and the other recognized accounting practices and policies to the extent applicable. These financial statements are prepared under Ind AS.

FINANCIAL RESULTS

The Financial Performance of your company for the year ended 31st March 2023 is summarized below:-

Particulars	[Amount in '000']	
	2022-23	2021-22
Total Income (Operating and other income)	5,014.44	5,553.32
Total Expenses	4,611.78	5,218.43
Profit/(Loss) before Depreciation, exceptional and extra ordinary items and tax	918.77	885.08
Less: Depreciation	(516.12)	(550.19)
Profit/(Loss) for the year after depreciation before Tax and exceptional and extra ordinary items	402.65	334.89
Less: Exceptional and extra ordinary items	--	--
Profit/ (Loss) before Tax	402.65	334.89
Less :- Current Tax	(84.17)	(52.24)
- Adjustment of Deferred Tax	(264.43)	(109.68)
Profit/(Loss) after Tax	582.90	172.97

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the year under review, your company's operating and other income was Rs. 50,14,441/- (previous year Rs. 55,53,320/-). The company has earned profit after tax of Rs. 5,82,902.31 as compared to previous year profit after tax of Rs. 1,72,971.03.

INFORMATION ON STATE OF COMPANY'S AFFAIRS

The Company was incorporated in the year 1994 and started its commercial operations on 30.12.1994. The Company is a NBFC registered with Reserve Bank of India vide Certificate No.06.00130 dt.09.09.1998 issued by Reserve Bank of India, Chandigarh.

**DIVIDEND**

During the year under review, management has not recommended any dividend for the year ended 31st March 2023.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since there was no dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 does not apply.

TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013

During the year under review, company has duly transferred 20% of its profit to Statutory Reserve as per Section 45-IC of Reserve Bank of India Act, 1934 i.e. the company has earned profit before tax of Rs. 4,02,653.48 and profits after tax of Rs. 5,82,902.51 and as required Rs. 66,980 has been transferred to Statutory Reserves.

CHANGES IN SHARE CAPITAL

There was no change in the share capital of the company during the year under review. Authorized Share Capital as at 31st March, 2023 was Rs. 5.50 Cr and paid up capital as at 31st March, 2023 was Rs. 5.25 Cr. During the year 2022-23 under review, your Company has not issued any share including sweat equity or ESOP and/or Convertible Debentures.

CORPORATE SOCIAL RESPONSIBILITY

Section 135 of Companies Act, 2013 in respect of the provisions of Corporate Social Responsibility (CSR) is not applicable to the company during the year under review.

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 186

Company being a NBFC, provisions of Section 186 of the Companies Act, 2013 does not applicable except provision (1), which states company cannot invest in more than two layers of investment company. Details regarding loans, investment and guarantees provided in the notes of accounts of financial statements attached with this report.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Pursuant to Section 197(12) of the Act, read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company required to disclose information related to remuneration paid during the year. The detailed information in this regard is annexed to this report as "Annexure I".

RELATED PARTY TRANSACTIONS

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The Board of Directors of the company has adopted Related Party Transaction Policy and same is available on the following link

<http://www.northlink.co.in/policy-on-dealing-with-the-related-party-transactions.pdf>

Further all the necessary details of transactions entered with the related parties as defined under Section 188 of the Companies Act, 2012 and related party defined under



Section 2 (76) of the said Act are attached herewith in Form No. AOC-2 for your kind perusal and information as "Annexure II".

ANNUAL RETURN

In accordance with the requirements under section 92(3) and section 134(3)(a) of the Act and the applicable rules, the Annual Return as on March 31, 2023 is available on the website of the Company at the link: <http://northlink.co.in/mgt-7-31-03-2023.pdf>

AUDITOR'S OF THE COMPANY**a) Statutory Auditors**

At the 24th Annual General Meeting of the company held on 26.09.2018 M/s. Parmod G. Gupta & Associates, Chartered Accountants, Ludhiana, (FRN 018870N), were appointed as Statutory Auditors of the company to hold the office till the conclusion of 29th AGM of the company in terms of provisions of section 139(1) of the Companies Act, 2013, and their term of appointment comes to end. Accordingly, the Board recommends the appointment of K R Aggarwal & Associates, Chartered Accountants, (Firm Registration No: 030088N) as statutory auditors of the Company, to hold office for a period of 5 years from the conclusion of this 29th Annual General Meeting (AGM) of the Company till the conclusion of the 34th Annual General Meeting in place of M/s Parmod G. Gupta & Associates.

Further, the outgoing Statutory Auditors of the Company have submitted Auditors' Report on the accounts of the Company for the financial year ended 31st March, 2022. The Auditors' Report is self-explanatory and therefore do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

b) Secretarial Auditor

Pursuant to Section 204 of the Companies Act, 2013 inter-alia requires every listed company to annex with its Board's report, a Secretarial Audit Report given by a Company Secretary in Practice, in the prescribed form.

The Board had appointed M/s. B.K. Gupta & Associates, Practising Company Secretary, as Secretarial Auditor of the Company to conduct the Secretarial Audit for the financial year 2022-23. The Secretarial Auditor of the Company have submitted their Report in Form MR-3 as required under Section 204, of the Companies Act, 2013 for the financial year ended 31st March, 2023. The Report form part of this report as "Annexur-III". The Auditor Report is self-explanatory, therefore does not requires any comments from the board.

Your company hereby further informs you that the CS Jatin Singal Prop. of M/s Jatin Singal & Associates has been appointed as Secretarial Auditor for the F/Y 2023-24 to conduct the Secretarial Auditor.

c) Internal Auditor

The audit plan is aimed at evaluation of the efficacy and adequacy of internal control systems and compliance thereof, robustness of internal processes, policies and accounting



procedures, compliance with laws and regulations. Based on the reports of internal audit function process owners undertake corrective action in their respective areas. Significant audit observations and corrective actions therein are presented to the Audit Committee of Board. Sh. Unesh Sharma has been appointed as an Internal Auditor of the company under section 138 of Companies Act, 2013 to conduct internal audit of functions and activities of the company.

COST RECORDS

As your Company is not a manufacturing company, the cost records are not required to be maintained by your Company pursuant to an order passed by the Central Government.

DETAILS OF FRAUDS REPORTED BY THE STATUTORY AUDITORS REQUIRED UNDER SECTION 148 (12) OF COMPANIES ACT, 2013.

During the year under review, the Statutory Auditors have mentioned that no fraud by the officers or employees of the Company has been noticed or reported during the year.

CHANGES IN NATURE OF BUSINESS

There was no change in the nature of business of the company during the year under review.

DETAILS AND INFORMATION AS REQUIRED UNDER SECTION 134(3) (i) OF THE COMPANIES, ACT 2013

No material changes and commitments have taken place between the end of the financial year of the Company to which Balance Sheet relates and date of report, which affects the financial position of the Company.

INVESTOR SERVICES

The Company is committed to provide the best services to the shareholders/ investors. M/s Skyline Financial Services Private Limited, New Delhi is working as Registrars and Share Transfer Agents (RTA) of the Company for transfer, dematerialization of shares and other investor related services. No correspondence/enquiry from any shareholder/ investor is pending with the company for reply.

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

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption has not been furnished considering the nature of activities undertaken by the company during the year under review. There are no foreign exchange earnings.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Company has no Subsidiary/Joint Venture or Associate companies.

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with provisions of Articles of Association of the Company, Ms. Sharni Madia, Chairman cum Managing Director of the company is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, she offered herself for re-



appointment. The Board of Directors recommended her appointment for consideration of the members at the ensuing annual general meeting.

DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS UNDER SECTION 149 OF THE COMPANIES ACT, 2013

Presently, the Company has two Independent Directors namely, Sh. Bharat Sani & Sh. Indu Singh Jassal who has gives declaration that they meet the eligible criteria of independence provided in sub-section (6) of Section 149 of the Companies Act, 2013.

STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

NUMBER OF MEETINGS

During the Financial year 2022-23, 5 Meetings of Board of Directors and 5 Meetings of Audit Committee, 1 Meeting of the Stakeholders Relationship Committee and 1 Meetings of Nomination and Remuneration Committee of the company were held. Detailed information about the meetings is given in Corporate Governance Report, which forms the part of Annual Report.

SECRETARIAL STANDARDS

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

RISK MANAGEMENT POLICY

The policy establishes the process for the management of risk faced by the Company. The aim of risk management is to maximize opportunities in all activities and to minimize adversity. This policy applies to all activities and processes associated with the normal operations of Northlink Fiscal and Capital Services Limited. Risk Management Policy is designed to avoid events, situations or circumstances which may lead to negative consequences on the Company's Businesses, and define a structured approach to manage uncertainty and to make use of these in their decision-making pertaining to all Business divisions and corporate actions. Key business risks and their mitigation are considered in the Annual/Strategic Business Plans and in the periodic Management Reviews.

EVALUATION BY BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEE AND INDIVIDUAL DIRECTORS WITH REFERENCE TO SECTION 134 (3) (p) OF THE COMPANIES ACT, 2013

Pursuant to the above said provisions of the Companies Act, 2013, the Board has carried out an evaluation of its own performance, directors individually as well as the evaluation of the Committees as per the Criteria laid down in the Nomination & Remuneration policy.

Further, Independent directors have also reviewed the performance of the Non-Independent Directors and Board as a whole including reviewing the performance of the



Chairperson of the Company taken into account the views of the Executive Directors and Non-Executive Directors vide their separate meeting held on 14.02.2023 at the registered office of the Company.

AUDIT COMMITTEE

Pursuant to the provisions of Section 177 of Companies Act, 2013 and provisions of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has constitute Audit Committee with the objectives to monitor, supervise and effective management of company's finance, to ensure effective internal financial controls and risk management systems with high level of transparency and accuracy. Details regarding Audit Committee are given in the Corporate Governance Report, which forms the part of this Annual Report.

DISCLOSURE ON THE NOMINATION AND REMUNERATION POLICY OF THE COMPANY PURSUANT TO SECTION 134(3) (e) AND SECTION 178 (3)

Pursuant to the provisions of Section 178 of Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of your Company constituted Nomination & Remuneration Committee. The said Committee was framed, adopted and recommended "Nomination & Remuneration Evaluation Policy" for Directors, KMP and Senior Management Personnel. The said policy forms the part of this report which is annexed at "Annexur-IV"

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

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

DISCLOSURE IN RELATION TO VIGIL MECHANISM

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations,



2015 a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Policy is formulated to provide opportunity to employees and directors to report to management concerns about unethical behavior, actual or suspected fraud or violation of the Code of conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and directors who express their concerns and provides for direct access to Chairman/ Members of Audit Committee in exceptional cases. The policy is applicable to all employees and directors of the Company.

Vigil Mechanism and Whistle Blower Policy is available on the following link:
<http://www.northlink.co.in/Whistle%20Blower%20Policy.pdf>

CORPORATE GOVERNANCE REPORT

Provisions of the Corporate Governance was not applicable to the Company during the financial year 2021-22 as your company is falling under the exemption provided under Regulation 15 (2) of SEBI (LODR) Regulations, 2015. Your Company followed some of the provisions of Corporate Governance on voluntary basis.

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the report on Corporate Governance together with Auditor's Certificate on compliance with this regard and Managing Director's declaration in this regarding compliance of code of conduct by Board Members and Senior Management Personnel is attached and forms part of this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report as required under the Regulation 34 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith and forms the part of this Annual Report.

GENERAL DISCLOSURE

Your Director state that no disclosure or reporting is required in respect of the following items as there were no transaction on these items during the year under Review.

1. Details relating to Deposits covered under Chapter V of the Companies Act, 2013 and provisions of RBI Act, 1934.
2. Issue of Equity Shares with Differential right, as to dividend, voting or otherwise.
3. Issue of shares with including Sweat Equity Shares to employees of the company under any scheme.
4. No significant or Material order were passed by the regulators or courts or tribunal which impact the going concern status and company's operation in future. Your director further state that during the year under review, there were no case filed pursuant to sexual harassment of women at workplace (Prevention, prohibition and Redressal) Act, 2013.
5. No application has been made under the Insolvency and Bankruptcy Code, hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable; and
6. The requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.

**ACKNOWLEDGEMENTS**

Your Directors wish to express their grateful appreciation for the valuable support and co-operation received from sub-brokers, business associates, vendors, bankers, financial institutions, investors, stakeholders, registrar and share transfer agent, other business affiliates and media.

The Board places on record its sincere appreciation towards the Company's valued customers for the support and confidence reposed by them in the organization and the stakeholders for their continued co-operation and support to the company and look forward to the continuance of this supportive relationship in future.

Your Directors also places on record their deep sense of appreciation for the devoted services of the employees during the period under review.

**By Order of the Board
For Northlink Fiscal and Capital Services Limited**

Place: Ludhiana
Date: 30.08.2023

SD/-
(Shamli Mathia)
Chairman cum Managing Director
DIN 02915048
62-B, Kitchlu Nagar,
Ludhiana-141001



Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- (1) Ratio of the remuneration of each Director/KMP to the median remuneration of all the employees of the Company for the financial year:

Median remuneration of all employees of the Company for the F.Y. 2022-23	Rs. 3,15,000
The Percentage increase/(decrease) in the median remuneration of employees in the F. Y. 2022-23.	22.86%
The number of permanent employees on the roll of the Company as on 31.03.2023.	6

The percentage increase in remuneration of the Executive Directors, Chief Financial Officer and the Company Secretary during the Financial Year 2022-23, the ratio of remuneration of each of the Director to the median remuneration of the employees of the Company for the Financial Year under review and the comparison of remuneration of each Key Managerial personnel (KMP) against the performance of the Company are given below:

Name of Director/ KMP	Remuneration of Director/ KMP for F.Y. 2022-23	Ratio of Remuneration to median remuneration of all employees	% increase in remuneration in the F.Y. 2022-23
Independent Directors			
Sh. Inderjit Singh (assal)	Nil	N.A	N.A
Sh. Bharat Soni	Nil	N.A	N.A
Executive Directors/KMP			
Smt. Shamli Madia (M.D.)	3,60,000	1.14	Nil
Mr. Sahil (CS)*	2,70,000	0.85	Nil
Sh. Sonil Dutt Madia (CEO)	Nil	Nil	Nil
Smt. Anuradha Rani (CFO)	Nil	Nil	Nil
Ms. Swati Jindal (CS)**	Nil	Nil	Nil

*CS Sahil has resigned from the Company w.e.f. 31.05.2023

** CS Swati Jindal was appointed as Company Secretary & Compliance Officer w.e.f. 30.08.2023

Notes:-

- There has been average percentage decrease made in the salaries of employees other than the managerial personnel in the financial year 2022-23 was 4.14% whereas there were no increase in the managerial remuneration for the same financial year is stated above.
- It is hereby affirmed that remuneration paid is as per the remuneration policy of the Company.
- No employee of the company drawn remuneration of more than Rs. One Crore and Two Lakh during the year 2022-23.

**NORTHLINK**

Fiscal and Capital Services Ltd.

FORM-AOC-2

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

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

• **Details of contracts, arrangements or transactions at Arm's length basis.**

Sr. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Mr. Sunny Modia (Director's Relative)
b)	Nature of contracts/arrangements/transaction	Salary Paid
c)	Duration of the contracts/arrangements/transaction	On Going basis
d)	Salient terms of the contracts or arrangements transaction including the value, if any.	Rs. 40,000 P.M.
e)	Date of approval by the Board	24.04.2021
f)	Amount paid as any advances, if any	Nil

**SECRETARIAL AUDIT REPORT (FORM MR-3)
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023**

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

To
The Members
Northlink Fiscal and Capital Services Limited
26 Mall Road, Civil Lines,
Ludhiana (PB) - 141001.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Northlink Fiscal and Capital Services Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided to us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings :- Not Applicable during the audit period
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- (b) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not applicable during the audit period;
 - (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulation, 2021;- Not applicable during the audit period;
 - (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;- Not applicable during the audit period;
 - (g) 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;
 - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;- Not applicable during the audit period;
 - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;- Not applicable during the audit period.
- (vi) We have relied on the representation made by the Company & its Officers that other applicable laws like Environmental Laws & Labour Laws are not applicable, as the company does not have any manufacturing unit.

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

- I. Secretarial Standards issued by The Institute of Company Secretaries of India;
- II. The Listing Agreements entered into by the Company with BSE Limited & Metropolitan Stock Exchange of India Limited;

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under



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review were carried out in compliance with the provisions of the Act.

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

Majority decisions are carried through while the dissenting members' views are captured and recorded as part of minutes if any.

We 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.

We further report that during the audit period the company has not made any decisions which are having major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standard etc.

For B.R. Gupta & Associates
Company Secretaries

Place: - Ludhiana
Date: - 01.08.2023

Sd/-
(CS Bhupesh Gupta)
FCS No. 4590
C.P. No. 3708

UDIN:- F004590E000716158

➤ **Note:** This report is to be read with our letter of even date which is annexed as Annexure I and forms an integral part of this report.



To

The Members

Northlink Fiscal and Capital Services Limited

86 Mall Road, Civil Lines,

Ludhiana- 141001.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.
6. The Secretarial Audit report 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.

**For B.K. Gupta & Associates
Company Secretaries**

Place:- Ludhiana
Date:- 01.08.2023

Sd/-
(CS Bhupesh Gupta)
PCS No.: 4590
C.P. No: 5708

**NOMINATION AND REMUNERATION POLICY OF THE COMPANY**

(U/s 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1. PREFACE:

In pursuance of the policy to consider human resources as its invaluable assets, to pay appropriate remuneration to all Directors, Key Managerial Personnel and employees of the Company, to harmonize the aspirations of human resources consistent with the goals of the Company and in terms of the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this policy denotes as Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management of the Northlink Fiscal and Capital Services Limited (Company).

2. OBJECTIVES:

- a) To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
- b) To determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies in the similar industry.
- c) To carry out evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel.
- d) To provide them reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- e) To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

3. DEFINITIONS:**(a) Key Managerial Personnel:**

- (i) Managing Director;
- (ii) Company Secretary;
- (iii) Chief Executive Officer;
- (iv) Chief Financial Officer; and
- (v) Such other officer as may be prescribed.



- (h) **Senior Management:** Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the Executive Directors including all functional heads/ chief executive officer/ managing director/ whole time director/ manager (including chief executive officer/ manager, in case they are not part of the board) and shall specifically include company secretary and chief financial officer.

4. APPLICABILITY:

The Policy is applicable to:

- Directors (Executive and Non-Executive)
- Key Managerial Personnel
- Senior Management Personnel

5. ROLE OF COMMITTEE:

The role of the Committee, inter alia, will be the following:

- a) To formulate a criteria for determining qualifications, positive attributes and independence of a Director;
- b) to recommend to the Board the appointment and removal of Senior Management;
- c) To carry out evaluation of Director's performance and recommend to the Board appointment / removal based on his / her performance;
- d) To recommend to the Board on policy relating to remuneration for Directors, Key Managerial Personnel, Senior Management and other employees;
- e) To make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
- f) ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- g) to devise a policy on Board diversity;
- h) to develop a succession plan for the Board and to regularly review the plan.

6. MEMBERSHIP:

- a) The Committee shall consist of at least 3 non-executive directors, out of which half shall be independent.
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting. Either two members or one third of the members of the committee whichever is greater, including at least one independent director in attendance shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

7. CHAIRMAN:

- a) Chairman of the Committee shall be an Independent Director.
- b) Chairman of the Company may be appointed as a member of the Committee but



shall not be a Chairman of the Committee.

- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting may be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

8. FREQUENCY OF MEETINGS:

The nomination and remuneration committee shall meet at least once in a year and at such regular intervals as may be required.

9. COMMITTEE MEMBERS' INTERESTS:

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

10. SECRETARY:

The Company Secretary of the Company shall act as Secretary of the Committee.

11. VOTING:

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

12. NOMINATION DUTIES:

The duties of the Committee in relation to nomination matters include:

- a) Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness.
- b) Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the provisions provided under the Companies Act, 2013.
- c) Determining the appropriate size, diversity and composition of the Board; Setting a formal and transparent procedure for selecting new Directors for appointment to the Board.
- d) Developing a succession plan for the Board and Senior Management and regularly reviewing the plan.
- e) Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective.
- f) Making recommendations to the Board concerning any matters relating to the appointment/re-appointment of any director executive, non-executive & independent and continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of



- the Company subject to the provision of the law and their service contract
- g) Due to reasons for any disqualification mentioned in the Companies Act, 2013 read with rules made there under, recommending, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel.
 - h) Delegating any of its powers to one or more of its members of the Committee.
 - i) Recommend any necessary changes in this policy to the Board.
 - j) Considering any other matters as may be required by the Board.

13. REMUNERATION DUTIES:

The duties of the Committee in relation to remuneration matters include:

- a) To consider and determine the remuneration based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract, retain and motivate members of the Board and such other factors as the Committee shall deem appropriate.
- b) To approve the remuneration of the Senior Management including key managerial personnel of the Company.
- c) To delegate any of its powers to one or more of its members of the Committee.
- d) To consider any other matters as may be required by the Board.

14. MINUTES OF COMMITTEE MEETING:

The minutes of all the proceedings of all meetings must be signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board meetings.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**INDUSTRY STRUCTURE AND DEVELOPMENTS:****GLOBAL ECONOMY OVERVIEW**

The financial year 2023 continued to face the snowballing effects from continued headwinds, most notably the COVID-19 pandemic and its newer variants, geopolitical turmoil with the Russia-Ukraine war entering its second Year, energy crises in Europe, among others. This raises the risk of stagflation, with potentially harmful consequences for middle- and low-income economies alike.

The baseline forecast for global output growth estimated at 3.4 percent in 2022 likely to fall to 2.8 percent in 2023, before rising to 3.0 percent in 2024. For advanced economies, growth is projected to decline by half in 2023 to 1.3 percent, before rising to 1.4 percent in 2024. About 90 percent of advanced economies are expected to see a decline in growth in 2023. For emerging market and developing economies, economic prospects are on average stronger than advanced economies, but these prospects vary more widely across regions. On an average, growth is expected to be 3.9 percent in 2023 and is likely to rise to 4.2 percent in 2024.

India and China are expected to contribute more than half of global growth in CY 2022-23, according to the International Monetary Fund.

Source: World Economic Outlook, IMF



Performance of major economies United States: Reported GDP growth of 2.1% as compared to 5.9% in 2021 China: GDP growth was 3% in 2022 as compared to 8.1% in 2021 United Kingdom: GDP grew by 4.1% in 2022 as compared to 7.6% in 2021 Japan: GDP grew 1.7% in 2022 as compared to 1.6% in 2021 Germany: GDP grew 1.8% as compared to 2.6% in 20

OUTLOOK

The global economy is expected to grow by 2.8% in 2023, influenced by the ongoing Russia-Ukraine conflict. Concurrently, global inflation is projected to fall marginally to 7%. Despite these challenges, there are positive elements within the global economic landscape. The largest economies like China, USA, the European Union, India, Japan, United Kingdom and South Korea are not in a recession. Approximately 70% of the global economy demonstrates resilience, with no major financial distress observed in large emerging economies. The energy shock in Europe did not result in a recession, and significant developments, including China's progressive departure from its strict zero-covid policy and the resolution of the European energy crisis, fostered optimism for an improved global trade performance. Despite high inflation, the US economy demonstrated robust consumer demand in 2022. Driven by these positive factors, global inflation is likely to be still relatively high at 4.9% in 2024. Interestingly, even as the global economy is projected to grow less than 3% for the next five years, India and China are projected to account for half the global growth.

[Source: IMF]

INDIAN ECONOMIC OVERVIEW

Overview: Even as the global conflict remained geographically distant from India, the ripples comprised of increased oil import bills, inflation, cautious approach of governments and a sluggish equity market. The Indian economy grew by 7.2% for FY 22-23. India emerged as the second fastest growing G20 economy in FY 22-23. India had retained its position as the fifth-largest global economy and was seen along with China as a principal driver of global economy.

Growth of the Indian economy	FY20	FY21	FY22	FY23
Real GDP growth (%)	3.7	(6.6)	8.7	7.2
Growth of the Indian economy quarter by quarter	FY 22-23			
	Q1FY23	Q2FY23	Q3FY23	Q4FY23
Real GDP growth(%)	13.1	6.3	4.4	6.8

[Source: Budget FY24; Economy Projections; RBI projections]

Inflation

The financial sector plays a fundamental role in its economy's growth and sustainable development. However, some macroeconomic variables can impact the performance of this sector, one of them being inflation. Inflation occurs when there is a general increase in the price of goods and services, which lead to a fall in the purchasing value of money.

Higher inflation also implies less long-run financial activity in economies with high inflation, leading to intermediaries lending less and allocating capital less effectively, equity markets falling short of liquidity. For 2023, inflation stood at 7.45% against the 6.71% for the year 2022.

According to a recent report by the IMF, inflation is expected to remain elevated, driven by the Russia-Ukraine crisis-induced commodity price increases and broadening price



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pressures. The disruptions caused by the war have forced the Reserve Bank of India to reassess its accommodative policy stance. In its latest monetary policy review, the central bank said it would prioritise keeping inflation in check over incentivising growth, and raised its inflation forecast for the year to 5.7 % from 4.5 %, assuming crude oil prices at \$100 per barrel.

(Source: The Economics Times, April 2022)

INDUSTRY OVERVIEW

NBFC Sector Analysis

Over the past few years, Non-Banking Financial Companies (NBFCs) have played a prominent role in the Indian financial system. They provide financial inclusion to the underserved section of the society that does not have easy access to credit. NBFCs have revolutionized the Indian lending system and have efficiently leveraged digitization to drive efficiency and provide customers with a quick and convenient financing experience. The plethora of services include vehicle financing, MSME financing, home financing, microfinance and other retail segments. The Government has consistently worked on the governance measures to strengthen the systemic importance of the NBFCs and NBFC Sector has further seen the growth of approx. 25% YoY basis. As of January 31, 2022 there were approximately 9,443 NBFCs registered with Reserve Bank of India (RBI) as of 31st March 2023.

The pandemic impacted the NBFCs operations, leading to decline in disbursements across the sectors. However, the support and focus of the Government through various liquidity measures such as repo rate, targeted long-term repo operations, special liquidity scheme and partial credit guarantee scheme, kept the sector afloat. The growth was mainly led by growth in the housing, auto, gold and other retail segments which stood resilient even in the previous fiscal year.

Pursuant to RBI circular RBI/2021-22/125 DOR/STR/REC.68/21.04.048/2021-22 dated November 12, 2021, on Prudential norms on Income Recognition, Asset Classification and Provisioning pertaining to Advances - Clarifications, the Company has revised its process of NPA classification to flagging of the borrower accounts as overdue as part of the day-end processes for the due date.

EVOLVING REGULATORY LANDSCAPE

Over the past few years, financial services as a sector has come under increased scrutiny and therefore, greater regulatory supervision. This is especially true for NBFCs, as over the years, the sector has undergone considerable evolution in terms of size, complexity and interconnectedness within the financial sector. With a view to bridge the regulatory gaps between the Banks and NBFCs, NBFCs are now increasingly being subject to regulations and guidelines at par with banks. Some of the key regulations and guidelines aimed at bringing this regulatory convergence between the Banks and NBFCs are:

- Scale Based Regulations where NBFCs would be classified into layers on the basis of their size, activity and perceived risk. Effective October 2022, the said regulations would put in place enhanced regulatory standards pertaining to Capital, Prudential and Governance requirements. NBFCs which warrant enhanced regulatory



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requirements based on a set of parameters and scoring methodology will feature in the upper layer, while the middle layer will comprise of deposit-taking NBFCs irrespective of asset size, non-deposit-taking NBFCs with assets worth Rs 1,000 crore or more, as well as Housing Finance Companies.

The **lowest layer** will comprise NBFCs currently classified as non-systemically important non-deposit taking NBFCs (NBFC-ND). The threshold for NBFCs falling in the layer will be raised to Rs. 1,000 crore.

The **middle layer** will consist of systemically important non-deposit taking NBFCs (NBFC-ND-SI) and deposit taking NBFCs (NBFC-D). In addition, a few other types of NBFCs, such as housing finance companies (HFCs), infrastructure finance companies, infrastructure debt funds, standalone primary dealers (SPDs) and core investment companies (CICs) will also feature in this layer on the basis of their activity. These NBFCs shall be subject to regulatory structure as applicable for NBFC-ND-SI and NBFC-D at present.

The **upper layer** will consist of only those NBFCs which are specifically identified as systemically significant among NBFCs, based on a set of parameters, viz., size, interconnectedness, complexity and supervisory inputs. In addition to the regulations applicable to the previous layer, a set of additional regulations will apply to these NBFCs.

- Prompt Corrective Action (PCA) framework prescribed for NBFCs as a tool for effective market discipline, to enable Supervisory intervention at appropriate time which require NBFCs to initiate and implement remedial measures in a timely manner, so as to restore its financial health. With the NBFC sector witnessing a high growth trajectory over the past decade and substantial inter-connectedness within the financial ecosystem, this framework is expected to further strengthen the supervisory tools available to the regulator to manage NBFCs.
- RBI circular dated November 12, 2021, pertaining to asset classification of NBFCs, whereby certain aspects such as classification of an account as Special Mention Account (SMA) and Non-Performing Asset (NPA) were clarified / harmonized. This has again been brought to ensure uniformity in the implementation of Income Recognition, Asset Classification and Provisioning norms across all lending institutions.
- RBI has tightened the norms around appointment of Auditors with issue of 'Guidelines on appointment of Statutory Auditors' with a view to strengthen governance relating to appointment of auditors and to improve the overall quality and standards of financial reporting of RBI regulated entities. It sets out the criteria for audit firms regarding the number of audits they can take at a time and how they should conduct it, while requiring joint audits for entities with asset size of more than Rs. 15,000 crore.
- Extending Risk Based Internal Audit framework to NBFCs to enhance the quality and effectiveness of their internal audit systems and processes. It requires internal audit function to broadly assess and contribute to the overall improvement of the



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Organization's governance, Risk Management and control processes using a systematic and disciplined approach.

- Amendment In Listing Obligations and Disclosure Requirements by SEBI enhancing Disclosure norms and Compliance requirements for debt listed entities. Multiple provisions which were hitherto applicable only to equity listed entities were made applicable to High Value Debt Listed Entities ("HVDE"). HVDEs are entities with listed NCDs having outstanding value of Rs. 500 crore and above. Further, certain provisions which were already applicable to debt listed entities have also been amended resulting in additional compliances. The amendments encompassed areas such as board composition including independent directors, related party transactions, corporate governance requirements, disclosure of information, financial results and submissions to stock exchanges among others.
- Introduction of guidelines on declaration of dividends by NBFCs with the intent to infuse greater transparency and uniformity in practice. It requires NBFCs to comply with the minimum prudential requirements including capital adequacy and net NPA levels to be eligible to declare dividend within the prescribed Dividend Payout ratio.

While the parity in regulations is expected to improve the overall health and shore up the governance standards for the NBFCs in the medium to long term, the sector may face some headwinds in the immediate to short term. However, the impact may not be significant for larger, well capitalized NBFCs such as TCFSL which are well placed to navigate the evolving regulatory landscape.

OPPORTUNITIES & THREATS, PERFORMANCE AND OUTLOOK

The Company is expecting good opportunities in the upcoming financial year. Interest Income is the main source of the revenue of the company, so Board has taken a balanced approach for granting loan to the different sectors of the economy. Board has always adopted a cautious approach with respect to granting a loan to the existing consumers as well as also takes a pro-active approach to explore the new opportunities and market for its business with limited level of risk. After stabilization for existing business, the company will foray into other related areas to have good growth in future.

However, threats are perceived from its existing and prospective competitors in the same field also the changes in the external environmental may also present threats to the industry i.e. Inflationary pressures, slowdown in policy making and reduction in household savings in financial products, Competition from local and multinational players, Execution risk, Regulatory changes, Attraction and retention of human capital are the major setbacks for NBFCs. The company bears the normal risk in terms of inherent business risk in the kind of business the company is into.

The biggest challenge before NBFCs is that they are facing competition from banks and financial institutions, due to their ability to raise low cost funds which enables them to provide funds at much cheaper rate. More stringent capital adequacy norms have been stipulated by RBI for NBFCs which is making difficult for them to give cheaper finance.

- **SEGMENT WISE / PRODUCT WISE PERFORMANCE**

The Company being a NBFC mainly engaged in loan and other financing activities during



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the year under review, hence there was no requirement of segment-wise reporting.

• INTERNAL CONTROL AND THEIR ADEQUACY

Internal Control measures and systems are established to ensure the correctness of the transactions and safeguarding of the assets of the Company. The Management ensures adherence to all internal control policies and procedures as well as compliance with regulatory guidelines. The audit committee of the Board of Directors reviews the adequacy of internal controls. This has improved the management of the affairs of the Company and strengthened transparency and accountability.

• Risk and Concerns:

The NBFC industry in general faces the risk of re-entry and new entry of players and existence of several unorganized regional players increasing the competition which mainly affects the asset quality.

This is further characterized by captive NBFCs floated by other business houses. The ever-existing systemic and delinquency risks and fluctuations in interest rates make the companies more vulnerable. Due to stiff competitions in the finance field where the company's activities are centered in, the overall margins are always under pressure, but maintainable with the constant effort and good services rendered by the company. Deployment of funds in sensitive and volatile sectors increases the risk exposure while concentration risk increases dependency.

The company's business may be impacted by introduction of new policies or changes in existing policies. The company's management team keeps a close eye on policy regulations and formulates company plans appropriately.

• FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company has achieved total revenue Rs. 50.14 Lakh and earned profit after tax of Rs. 5.83 lakh.

• MATERIAL DEVELOPMENT IN HUMAN RESOURCES AND INDUSTRIAL RELATION FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

Your company continues to lay great stress on its most valuable resource people. Continuous training, both on the job and in an academic setting, is a critical input to ensure that employees at all levels are fully equipped to deliver a wide variety products and services to the customers of the company. The company had employed 6 persons during the financial year 2022-23. Industrial Relations throughout the year continued to remain very cordial and satisfactory.

• KEY FINANCIALS RATIO

Sr. No.	Ratio	31.03.2023 (In %)	31.03.2022	Variation	Explanations
1.	Current Ratio	13.68	14.25	-4.00%	Most of the Current Liabilities Paid off.
2.	Debt Equity Ratio	1.86	6.54	71.55%	Most of the debt repaid.
3.	Net Profit Margin	11.63	3.12	272.55%	Net Profit increased due to

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					higher revenue
4.	Operating Profit Margin	0.00	0.00	100.00%	N.A. due to no
5.	Inventory Turnover Ratio	0.00	0.00	100.00%	No turnover of commodity during 22-21
6.	Debtor Turnover Ratio	0.000	0.00	100.00%	No turnover of commodity during 22-23
7.	Interest Coverage Ratio	0.00	0.00	100.00%	No interest paid during 2022-23
8.	Return on Net Worth	0.11	0.003	23636%	Net Profit increased

- DETAILS PERTAINING TO NET-WORTH OF THE COMPANY:**

Sr. No.	Particulars	31.03.2022 (In Rs. Lacs)	31.03.2021 (In Rs. Lacs)
1.	Net worth	595.49	Rs. 395.00

- DISCLOSURE OF ACCOUNTING TREATMENT:**

The Company has followed the same Accounting Standard as prescribed in preparation of Financial Statements.

- CAUTIONARY STATEMENT**

Statements in the Management Discussion and Analysis Report describing our company objectives, expectations or predictions may be forward looking within the meaning of applicable regulations and other legislations. Actual results may differ materially from those expressed in the statement. Important factors that could influence company operations include global and domestic financial market conditions affecting the interest rates, availability of resources for the financial sector, market for lending, changes in regulatory directions issued by the Government, tax laws, economic situation and other relevant factor.

CORPORATE GOVERNANCE REPORT

Robust and effective corporate governance helps to cultivate a company culture of integrity, leading to positive performance and a sustainable business overall. Essentially, it exists to increase the accountability of all individuals and teams within your company, working to avoid mistakes before they can even occur. Corporate Governance is a set of systems, processes and principles, which ensure that a Company is governed in the best interest of all stakeholders. It is about promoting fairness, equity, transparency, accountability and respect for laws. It provides a structure that works for the benefit of everyone concerned, by ensuring that the Company adheres to ethical standards, laws and accepted best practices.

Corporate governance provides signals to the market that the organization is well managed and that the interests of management are aligned with external stakeholders. As a result, it can provide your company with a strong competitive advantage.



The aim of 'Good Corporate Governance' is to manage affairs of the Company in a transparent manner in order to maximize long-term value of the Company for the benefits of its shareholders and all other stakeholders. Good governance helps in conducting the affairs of a company in an ethical manner, bringing transparency and fairness in dealing with all its stakeholders - in particular, its shareholders, creditors and employees. There is a global consensus on the objective of good corporate governance; maximizing long-term stakeholders' value.

1. A brief statement on Company's Philosophy on code of Corporate Governance.

Northlink Fiscal and Capital Services Limited exhibits excellence in Corporate Governance syncing with laid down principles governing disclosures and obligations under Regulation 4 of SEBI (Listing Obligations and Disclosures Requirement) Regulation, 2015. Your Company has been practicing these principles long before these were made mandatory for listed Companies. The company encompasses following:

- ❖ Prioritize Risk Management.
- ❖ Effective Investor Grievances.
- ❖ Board independence and objectivity.
- ❖ Review the board composition regularly.
- ❖ Disbursed Timely and adequate information.
- ❖ Oversight and Surveillance for strong foundation.
- ❖ Fair and equitable treatment of shareholders and stakeholders.

These principles ensure transparency, integrity and accountability which are vital for the long and sustained growth of Company. Your company strives for supereminence in maximization of shareholder's wealth along with overall value creation. The Governance practices exercised by the Company help it to sustain investors trust and build strong reputation in the corporate world.

The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large.

Your Company's endeavor has always been to engage persons of eminence as independent directors who can contribute to the corporate strategy, provide an external perspective and be a source of challenge and evaluation wherever appropriate. Your Company has the good fortune of having independent directors.

2. Board of Directors

a) Size and composition of the Board

The Company has an optimum and broad-based Board consisting directors with adequate blend of professionals, executive, non-executive and independent Directors. The Composition of the Board of Directors comprises of eminent and distinguished personalities, one of which is executive director, three non-executive directors out of which two are an independent directors as on March 31, 2023. The details of the composition of the Board, number of Directorships & Committee positions held by each of the Directors are given here under:-

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Name	Designation	Category	No. of Equity Shares held in the company	Number of Directorships held@	Number of Board Committee memberships held@	Number of Board Committee Chairmanship held@	Name of listed entities where the person is a director and the category of directorship
Ms. Shamli Madia	Managing Director	Promoter	5,96,791	1	1	-	-
Sh. Bharat Soni	Non-Executive	Independent	100	1	-	3	-
Sh. Uderjit Singh Jassal	Non-Executive	Independent	0	2	3	-	-
Ms. Gargen Sehgal	Non-Executive	Non-Independent	0	1	2	-	-

Directorship for this purpose includes all companies in which is a person is a director.

@Board Committee for this purpose includes Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee (including Board Committee of Northlink Capital and Fiscal Services Limited).

None of the Directors is a member of more than 10 Board level Committees or a Chairman of more than 5 such Committees as required under Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

b) Number of Board Meetings

The Board meets every quarter to review and discuss the operations and financial results apart from other items pertaining to statutory compliances and routine administrative items on the agenda. During the year under review, Six (6) Board Meetings were held on the following dates:

Date of Board Meeting	Board Strength	Number of Directors present
30.05.2022	4	4
13.08.2022	4	4
30.08.2022	4	4
14.11.2022	4	4
14.02.2023	4	4

c) Directors' Attendance Record and directorships held

The following table gives details of the Directors' Attendance Record at the Board Meetings

Name of the Director	Number of Board Meetings		Whether attended the previous annual general meeting held on 30.09.2022
	Held	Attended	
Ms. Shamli Madia	5	5	Yes

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Sh. Bharat Soni	5	5	Yes
Sh. Inderjit Singh Jassal	5	5	Yes
Ms. Gargee Sehgal	5	5	No

d) Disclosure of Relationship between Directors inter-se.

None of the Directors is related to each other.

e) Criteria of Selection of Directors and Key Skills, Expertise, and Core Competencies of the Board

The Board of the Company comprises of eminent personalities and leaders in their respective fields. These members bring in the required skills, competence and expertise to the Board. These Directors are nominated based on well-defined selection criteria. The Nomination and Remuneration Committee, inter alia, considers qualification, positive attributes, area of expertise and number of directorships and memberships held in various committees of other companies by such persons in accordance with the company's Policy for selection of directors and determining directors' independence. The Board considers the Committee's recommendation, and takes appropriate decision.

f) Familiarization Programme for Independent Directors

At the time of appointing a Director, a formal letter of appointment is given to the concerned Director, which inter-alia explains the role, function, duties and responsibilities as expected from a Director of the Company. The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the company's procedures and practices. Periodic presentations are made at the meeting of the board / committee on business and performance updates of the company, global business environment, business strategy and risks involved. The Independent Directors are well conversant with the company's business model through time-to-time interactive sessions.

g) List of core skills/expertise/competencies identified by the board of directors as required in the context of its business

In the opinion of the Board and the Board Governance, Nomination and Compensation Committee, the following is a list of core skills/expertise/competencies required in the context of the Company's business and which are available with all members of the Board

Wide management and leadership experience	Strong management and leadership experience including in areas of business development, investments and finance, international business, senior level management experience and academic background.
Strategy and planning	Ability to think strategically, identify and critically assess strategic opportunities and threats.
Diversity	Diversity of thought, experience, knowledge, perspective, gender and culture. Varied mix of strategic perspectives, and geographical focus with knowledge and understanding of key geographies.
Functional and managerial experience	Knowledge and skills in accounting and finance, business judgment, general management practices and processes, crisis response and management, industry knowledge, macro-economic perspectives, human resources, labour laws, international markets, sales and marketing, and risk management.

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Personal values	Personal characteristics matching the Company's values, such as integrity, accountability, and high performance standards.
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Each of the Directors of the Company possesses the skills specified as above for performance of their duties. The Company's board comprises of qualified directors, who possess aforesaid knowledge, experience, technical skills, expertise and competencies for effective contribution.

h) Confirmation regarding Independent Director

The Board hereby confirms that in the opinion of the Board, the Independent directors fulfill the conditions specified in these regulations and are independent of the management.

i) Reason for Resignation of Independent Directors

No Independent director has been resigned during the financial year 2021-2022 before the expiry of their tenure.

j) Board Committees

The Board has constituted the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee. The Board is responsible for constituting, assigning, co-opting and fixing the terms of reference for the committees. Recommendations/decisions of the committee are submitted to the Board for approval. The quorum for meetings is either two members or one third of the members of the committees, whichever is higher.

• AUDIT COMMITTEE

Your Company has audit committee as per requirement under Sec 177 of Companies Act 2013 and Regulation 18 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015. The main objective of Audit Committee is to monitor and provide an effective supervision of highest levels of transparency, integrity and quality of financial reporting. The committee oversees the work carried out in the financial reporting.

The audit committee analyzes the important issues and judgments made by management in the financial reports placed before the Board. The audit committee also reviews the effects of accounting and regulatory initiatives on the financial statements. The committee evaluates internal financial controls and risk management systems of the company.

Audit Committee				
Sr. No.	Name	Designation and Category	No of Meetings Held	Present in Meeting
1.	Sh. Bharat Soni	Chairman (Independent)	4	4
2.	Sh. Inderjit Singh Jassal	Member (Independent)	4	4
3.	Smt. Shamli Madia	Member (Executive, Non-Independent)	4	4

Sh. Bharat Soni (Chairman) and Sh. Inderjit Singh Jassal (Member) is an Independent Director of the Company. The committee met four (4) times during the financial year 2022-23 on 30.05.2022, 13.08.2022, 14.11.2022 and 14.02.2023. No Sitting Fees was paid during the year for attending meetings of Audit Committee.

• NOMINATION AND REMUNERATION COMMITTEE

Your Company has Nomination and Remuneration committee as per requirement under Sec 178 of Companies Act 2013 and Regulation 19 of SEBI (Listing Obligation and Disclosure



Requirements) Regulation, 2015. Composition of Nomination and Remuneration Committee which is as follows:-

Nomination and Remuneration Committee				
Sr. No.	Name	Designation and Category	No of Meetings held	Present in Meeting
1.	Sh. Bharat Soni	Chairman (Independent)	1	1
2.	Sh. Inderjit Singh Jassal	Member (Independent)	1	1
3.	Ms. Gargee Sehgal	Member (Non-Executive Non-Independent)	1	1

During the financial year 2022-23, committee met one time during the financial year on 11.08.2022. No Sitting Fees was paid during the year for attending meeting of Nomination and Remuneration Committee.

Pursuant to the provisions of the Act and Regulation 17 of SEBI (LODR) Regulations, 2015, the Board has undertaken an evaluation of its own performance, the performance of its committees and of all the individual Directors including Independent Directors and the Chairman of the Board of Directors. A structured questionnaire was prepared covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. Suggestions received from the Independent Directors were reviewed and noted by the Board.

The Independent Directors carried out the performance evaluation of the Chairman and Managing Director and Non-Independent Directors. The Independent Directors reviewed quality and timeliness of flow of information, recommended measures for corporate governance etc. The Directors expressed their satisfaction with the evaluation process. The performance evaluation criteria for Independent Directors along with the evaluation framework are determined by the Nomination and Remuneration Committee, basis which the performance of the Independent Directors is evaluated.

• **STAKEHOLDERS RELATIONSHIP COMMITTEE**

In terms of Section 17B of the Companies Act, 2013 and Regulation 20 of SEBI (LODR) Regulations, 2015 company has Stakeholders Relationship Committee. Company has always approach for the best relationship with its stakeholders for this company has also Stakeholders Relationship Committee to resolve the grievances for the shareholders.

Stakeholder Relationship Committee				
Sr. No.	Name	Designation and Category	No of Meetings held	Present in Meeting
1.	Sh. Bharat Soni	Chairman (Independent)	1	1
2.	Sh. Inderjit Singh Jassal	Member (Independent)	1	1
3.	Ms. Gargee Sehgal	Member (Non-Executive Non-Independent)	1	1

The committee met one time during the financial year 2022-23 on 14.11.2022. No Sitting Fees was paid during the year for attending meetings of Stakeholders Relationship Committee. No

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investor grievance was pending on March 31, 2022.

• **Remuneration of Directors**

The Company has a policy for the remuneration of Directors and Key Managerial Personnel (KMPs). The Company pays remuneration to its Executive Directors as approved by Nomination and Remuneration Committee, Board of Directors, Members of the Company and approval of Central Government wherever is required. Independent Director/Non-Executive Director has not to be paid any remuneration except sitting fees for attending board/committee meeting. The Company has not granted any stock option to its directors. Remuneration Paid to the Directors are as follows:-

Sr. No.	Director	Category	Salary	Other	Total
1.	Smt. Shamli Madia	Managing Director	3,60,000	--	3,60,000
2.	Sh. Bharat Soni	Independent Director	--	--	--
3.	Sh. Inderjit Singh Jassal	Independent Director	--	--	--
4.	Ms. Gargee Sehgal	Non-Executive Director	--	--	--
	Total		3,60,000	--	3,60,000

• **SERVICE CONTRACTS, NOTICE PERIOD AND SEVERANCE FEES**

The employment of Director shall terminate automatically in the event of his/her ceasing to be a Director of the Company in the General Meeting and/or in the event of his resignation as a Director of the Company and subsequent acceptance of the resignation by the Board. Notice period shall be as per the appointment letter issued by the Company at the time of joining. There is no separate provision for payment of severance fees.

3. **Management**

The Management Discussion and Analysis Report have been included in this Annual Report and include discussion on the matters specified in the Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

4. **Code of Conduct**

The Board has laid down a code of conduct for all Board members and Senior Management of the Company. All Board members and Senior Management Personnel have complied with the Code of Conduct. Declaration to this effect signed by the Chief Executive Officer is enclosed with this Annual Report.

5. **General Information**

a) **Disclosures regarding appointment or re-appointment of Directors**

Ms. Shamli Madia, Managing Director of your company is liable to retire by rotation in the ensuing annual general meeting and being eligible recommend herself for re-appointment. Board considers her experience and recommends her re-appoint to the members.

b) **Communication to Shareholders**

The quarterly, half yearly and annual results are generally published in The Business Standard/Financial Express in English Edition and Desh Sewak in Punjabi Edition.

c) **Compliance Officer**

Mr. Sahil, Company Secretary was the Compliance Officer of the Company and he resigned

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w.e.f. 31.05.2023. CS Swati Jindal was appointed as the Company Secretary & Compliance Officer w.e.f. 30.05.2023. She can be contacted for any investors' related matter relating to the Company. Her contact no. is 91-161-2449890 and e-mail ID is northlink86mail@gmail.com

d) General Body Meetings

The details of last three Annual General Meetings were held as per the details given below:

Year	Venue	Date & Time	Any Special Resolution Passed
28 th AGM 2021-22	B6, Mall Road, Civil Lines, Ludhiana (PB)-141001	30.09.2022 At 11:00 A.M.	NO
27 th AGM 2020-21	B6, Mall Road, Civil Lines, Ludhiana (PB)-141001	30.09.2021 at 11:00 a.m.	To Re-appoint Sh. Inderjit Singh Jassal as an Independent Director for the second term of five years.
26 th AGM 2019-2020	B6, Mall Road, Civil Lines, Ludhiana (PB)-141001	30.09.2020 at 11:00 a.m.	No

e) Postal Ballot

There was not any resolution/special resolution passed in the previous financial year 2022-23 through postal ballot.

- Person who conducted the postal ballot exercise: - N.A.
- Whether any special resolution is proposed to be conducted through postal ballot: - N.A.
- Procedure for postal ballot: - N.A.

6. Means of Communication

Timely disclosure of consistent, comparable, relevant & reliable information on corporate financial performance is at the core of good governance. Towards this end:

a) Quarterly/Half Yearly/Annual Results: Quarterly, half yearly and annual results of the company are regularly submitted to the stock exchanges in accordance with the SEBI (LODR) Regulations, 2015.

b) Publication of Quarterly/Half Yearly/Annual Results: Quarterly, half yearly and annual results of the company are published in the prescribed format within 48 hours of the conclusion of the meeting of the Board, at least in one English national newspaper and in one vernacular newspaper of Punjab, where the registered office of the company is situated.

Quarterly financial results during the financial year 2022-23 were published as detailed below:-

Quarter Ended	Date of Board Meeting	Date of Publication	Name of Newspapers Publication
30.06.2022	13.08.2022	14.08.2023	The Business Standard/ The Financial Express (English)
30.09.2022	14.11.2022	16.11.2023	
31.12.2022	14.02.2023	15.03.2023	
31.03.2023	30.05.2023	31.05.2023	Besh Sewak (Punjabi)

c) Website: Quarterly, half yearly and annual results of the company are sent to the stock exchanges as well as displayed on Company's website www.northlink.co.in at the time of its



release to the media.

d) Official news releases: - During the financial year 2022-2023, the company has not released any official news releases.

e) Presentations made to institutional investors or to the analysts: - No presentation was made to institutional investors or to the analysts during the financial year 2022-2023.

7. General Shareholders Information

The following information would be useful to our shareholders:

a) Annual General Meeting

◆ Date & Time	: 30.09.2023 at 12.00P.M.
◆ Venue	: 86, Mall Road, Civil Lines, Ludhiana, Punjab-141001.
◆ Financial Year	: 1 st April 2022 to 31 st March 2023.

b) Financial Year and Financial Calendar

Last financial year of the Company was of twelve months from 1st April, 2022 to 31st March, 2023. Tentative financial calendar of the Company for the financial year 2023-2024 shall be as follows:

Board Meetings to take on record	Schedule
Financial Results for the quarter ending 30 th June, 2023	During August 2023
Financial Results for the quarter ending 30 th Sep, 2023	During November, 2023
Financial Results for the quarter ending 31 st Dec, 2023	During February, 2024
Financial Results for the quarter ending 31 st March, 2024	During May, 2024

c) Dividend Payment Date

The Board has not recommended any dividend for the financial year ended 31.03.2023.

d) The shares of the Company are listed on the following stock exchange:-

Name and Address of Stock Exchanges	Stock Code
I. BSE Limited (Earlier Known as Bombay Stock Exchange Limited)	539110
II. Metropolitan Stock Exchange of India Limited	NFESL

Company has paid listing fees for the financial year 2022-21 to the both the exchanges.

e) Date of Book Closure

23.09.2023 to 30.09.2023 (both days inclusive)

f) Stock price data (high low) during each month as comparison to broad based indices (Market)

Monthly high and low prices of equity shares of Northlink Fiscal and Capital Services Limited at the Bombay Stock Exchange, Mumbai (BSE) in comparison to Sensex are given hereunder:-

MONTH	BSE			
	SHARE PRICE		SENSEX	
	High	Low	High	Low
April, 2022	18.90	15.10	60345.10	56009.07

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May, 2022	19.70	15.05	57184.21	52632.48
June, 2022	18.10	15.10	56432.65	58921.22
July, 2022	15.90	14.55	57619.27	52094.25
August, 2022	16.40	15.65	60411.20	57387.47
September, 2022	16.30	15.60	60676.12	56147.23
October, 2022	---	---	60786.70	56681.40
November, 2022	15.60	15.60	63323.01	60425.47
December, 2022	15.60	15.60	63583.07	59754.10
January, 2023	15.00	15.00	61343.96	58699.20
February, 2023	14.25	12.98	61682.25	58795.97
March, 2023	12.50	12.26	60498.48	57084.91

(Source: www.bseindia.com)

g) Suspension of Securities from trading

The securities of the Company were not suspended for trading during the financial year 2022-23.

h) Registrar & Transfer Agent

M/s Skyline Financial Services Pvt. Ltd., New Delhi is the Registrar and Share Transfer Agent (RTA) of the Company for handling the share transfer work both in physical and electronic form. All the correspondences relating to share transfer, transmission, dematerialization, re-materialization etc. can be made at the following address:

D-153-A, First Floor

Okhla Industrial Area, Phase-I, New Delhi- 110020

Phones: 011-40450193 to 97 Fax: 011-26812682

Website: - www.skylinerta.com

i) Share transfers system

The Company's Registrar and Share Transfer agents, Skyline Financial Services Private Limited, New Delhi, do share transfers in relation to the company.

Shareholders may note that as per the notification dated June 8, 2018 issued by SEBI read with its circulars dated September 7, 2020 and December 2, 2020, transfer of shares is permitted only in dematerialized mode. Shareholders are requested to dematerialize their shares held, if any, by them in physical mode in order to avoid inconvenience for transfer of shares in future. Shareholders who wish to understand the procedure for dematerialization of shares may contact the Company or its RTA or visit the following link of the depositories:

National Securities Depository Limited ("NSDL") website:

<https://nssl.co.in/facn/fac.php>

Central Depository Services (India) Limited ("CDSL") website:

<https://www.cdslindia.com/Investors/open-demat.html>

II) Shareholding Pattern:

Shareholding pattern of Northlink Fiscal and Capital Services Limited as on March 31st, 2022 and March 31st, 2023 for the purpose of reporting in the Annual Report of the Company for the year 2022-23 is given as under:-

Category	As on 31.03.2023		As on 31.03.2022	
	No. of Equity Shares	%	No. of Equity Shares	%
Promoter & Promoter Group	3002745	57.20	3002745	57.20
Mutual Funds/ UTI	--	--	--	--
Body Corporate	826918	15.75	826900	15.75
NRIs	--	--	--	--
Others	1420337	27.05	1420355	27.05
Total	5250000	100.00	5250000	100.00

ii) Distribution of Shareholding

As on March 31st, 2023 the distribution of shareholding was as follows:-

Range No of Shares	Shareholders		No. of Shares/ Debentures	
	Number	% of Total No.	Number	% of Total No.
Up to 500	665	87.73	66544	2.05
501 to 1000	50	6.60	45557	1.40
1001 to 2000	15	1.98	23523	0.72
2001 to 3000	4	0.53	10900	0.34
3001 to 4000	5	0.66	18300	0.56
4001 to 5000	5	0.66	22500	0.69
5001 to 10000	2	0.26	12753	0.39
10001 and Above	12	1.58	3049923	93.84
Total	758	100.00	32500000	100.00

ii) Dematerialization of Shares

94.92 % of Equity Shares of the Company are in dematerialized form as on 31st March, 2022. The shares of the Company are available for dematerialization with both the depositories i.e. NSDL and CDSL vide ISIN INE736P01019.

m) Outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments, conversion dates and likely impact on equity

The Company has not issued any GDRs/ADRs/Warrants or any Convertible Instruments during the year. Further, there were not any outstanding instruments stands as on 31.03.2023, which need to be converted into the equity share capital.

n) Plant Locations

The Company is engaged in financial services business; hence it does not have any plant.

o) Address for Correspondence

Northlink Fiscal and Capital Services Limited,
 Regd. Office: 86, Mall Road, Civil Lines, Ludhiana (Pb.)-141001
 Phone Nos. 0161-2449890

p) Credit Rating for debt instrument/ fixed deposit/ or any other scheme involving mobilization of funds

Company has not issued any debt instrument/ fixed deposits/ or any other scheme

**8) Disclosure****a) Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large**

The transactions with the related parties are neither materially significant nor they have any potential conflict with the interests of the Company at large. Related Parties and transactions with them as required under Accounting Standard Related Party Disclosure (IND AS-24) are furnished under paragraph no. 37 of the Notes to the Accounts attached with the financial statements for the year ended March 31, 2023. Also, there has not been any non-compliance by the Company in respect of which penalties or strictures were imposed by Stock Exchange, SEBI or by any other statutory authority during the period under review.

b) Compliance made by the Company

The Company has continued to comply with the requirements as specified in the SEBI Listing Regulations, other statutory authorities on all matters related to capital market and no penalties or strictures have been imposed on the Company by the stock exchanges, SEBI or any other authority on any matter related to capital market during the last three years.

c) Vigil Mechanism/Whistle Blower Policy

The Company has whistle blower policy which acts as vigil mechanism and provides an opportunity to employees to access in good faith, to Audit Committee, in case they observe unethical and improper practices or any other alleged wrongful conduct in the Company and to prohibit managerial personnel from taking any adverse personnel action against those employees. It is affirmed that no personnel has been denied access to Audit Committee during the year.

d) Details of compliance with mandatory requirements and adoption of non-mandatory requirements.

The Company has complied with all the applicable mandatory requirements and other applicable regulations of SEBI Listing Regulations.

e) Web link where policy for determining material subsidiaries is disclosed.

Company has not any holding or subsidiary company during the financial year 2022-23.

f) Web link where policy on dealing with related party transactions;

Company has the policy for the dealing with the related party.
<http://www.northlink.co.in/policy-on-dealing-with-the-related-party-transactions.pdf>

g) Disclosure of commodity price risks and commodity hedging activities.

The Company does not deal with any commodity and hence not exposed to any commodity price risk. The Company does not undertake any hedging activities.

h) Details of utilization of funds raised through preferential allotment or qualified Institutional placement as specified under Regulation 32(7A).

The company didn't raise any fund through preferential allotment or qualified institutional placement during the year 2022-23. There was no change in the share capital of the company during the year.

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- i) **Certificate from Company Secretary in Practice**
Company has obtained a Certificate from a Company Secretary in Practice 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 Board/Ministry of Corporate Affairs or any such statutory authority. A certificate is attached and forms part of this Annual Report.
- j) **Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year.** Not Applicable
- k) **Total fees paid to Statutory Auditors**
The Company has paid Rs. 88,500 to the Statutory Auditors for all services. The detail of the same is given in Note No. 30 of Notes forming part of financial statements. The Company has no subsidiary company.
- l) **Disclosures related to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.**
No cases were reported during the year under review. There were no complaints pending as on March 31, 2023.
- m) **CEO and CFO Certificate**
Certificate from the Chief Executive Officer (CEO) and Chief Financial Officer (CFO) under Regulation 17 (8) and Regulation 34(3) of SEBI Listing Regulations is given in this Annual Report.
- n) **Practicing Company Secretary's Certificate on Compliance with Corporate Governance**
Certificate from the Practicing Company Secretary under Regulation 34 (3) of SEBI Listing Regulations confirming compliance of conditions of corporate governance is given in this Annual Report.

By Order of the Board
For Northlink Fiscal and Capital Services Limited

sd/-

(Shanti Madia)

Chairman cum Managing Director

DIN: 02915044

62-B, Kirti Nagar,

Lodhiana-141001

Place: Ludhiana

Date: 30-08-2022



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Fiscal and Capital Services Ltd.

CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE ON COMPLIANCE OF CORPORATE GOVERNANCE

To
The Members
Northlink Fiscal and Capital Services Limited

We have examined the compliance of the conditions of the Corporate Governance by Northlink Fiscal and Capital Services Limited for the year ended 31st March 2023, as per the relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as referred to in Regulation 15(2) of the Listing Regulations for the period April 01st, 2022 to March 31, 2023.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and Management, we certify that:

- (i) The Paid-up Equity Share Capital of the Company as on March 31, 2023 is Rs. 5,25,00,000/- (Rs. Five Crores Twenty Five Lakh only).
- (ii) The Net Worth of the Company as on March 31, 2023 is Rs. 595.49 (Rs. Five hundred Ninety Five and Forty Nine Lakh Only).

Accordingly, as per Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 compliance of conditions of Corporate Governance is not applicable on the Company. However, the Company has voluntarily complied with some of the conditions of the Corporate Governance as stipulated in the above-mentioned Listing Regulations.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to review of the 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 an opinion on the Financial Statements of the Company.

We further state that such compliance 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.

For Jatin Sinagi & Associates
Company Secretaries

Place: - Ludhiana
Date: - 30.08.2023

sd/
[G Jatin Sinagi]
M. No. P9716
CP No. 11976

**CERTIFICATION BY CHIEF EXECUTIVE OFFICER (CEO) AND
CHIEF FINANCIAL OFFICER (CFO)**
[Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015]

We, Sh. Sunil Dutt Madia, Chief Executive Officer & Smt. Anuradha Rani, Chief Financial Officer of the Company hereby certify that :-

- A. We have reviewed Financial Statements and the Cash Flow Statement for the year ended 31st March, 2023 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 statement 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. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct;
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have not found any significant deficiencies in the design or operation of such internal controls;
- D. We have indicated to the Auditors and the Audit Committee that there are:
- I. No significant changes in internal control over financial reporting during the year;
 - II. No significant changes in accounting policies during the year; and
 - III. No instances of significant fraud have come to our notice, which involve the management or an employee of the Company having significant role in the Company's internal control system.

For Northlink Fiscal and Capital Services Limited

Place:- Ludhiana
Date:- 30.08.2023

Sd/-
(Sunil Dutt Madia)
Chief Executive Officer

Sd/-
(Anuradha Rani)
Chief Financial Officer

Declaration by Chief Executive Officer under Regulation 34 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

I Sunil Dutt Madia, Chief Executive Officer, of the Company hereby certify that all the Members of Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management.

For Northlink Fiscal and Capital Services Limited

Place :- Ludhiana
Date :- 30.08.2023

sd/-
(Sunil Dutt Madia)
Chief Executive Officer

CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

To
The Members;
Northlink Fiscal and Capital Services Limited.

As required by clause 10 (I) of Part C of Schedule V read with regulation 34 (3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 I hereby certify that none of the directors on the board of Northlink Fiscal and Capital Services Limited have been debarred or disqualified from being appointed or continuing as director of company by the SEBI/MCA or any such statutory authority at any time during the financial year from 1st April 2022 to 31st March, 2023 during the year under review.

**For Jatin Singal & Associates
Company Secretaries**

Place :- Ludhiana
Date :- 30.08.2023

sd/-
(CS Jatin Singal)
M. No. P9716
CP No. 11976



NORTHLINK

Fiscal and Capital Services Ltd.

INDEPENDENT AUDITOR'S REPORT

To the Members of

NORTHLINK FISCAL AND CAPITAL SERVICES LIMITED

Report on Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of **NORTHLINK FISCAL AND CAPITAL SERVICES LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone financial statements").

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 the Companies (Indian Accounting Standards) Rules 2015 as amended ("Ind AS") and other Accounting Principles Generally Accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

2. We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's 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 independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, 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.

5. Emphasis of Matter

The management should deposit the excess cash in bank to get interest on FDR which will improve the profitability of the company.



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Fiscal and Capital Services Ltd.

Key Audit Matters

4. As all the matters are duly disclosed in the accompanying notes to accounts and financial statements so no other matters as a key audit matters is communicated.

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

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

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

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

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

Managements' Responsibility for the Financial Statements

6. The company's Board of Directors is responsible for the matters stated in Section 134 (5) of The Companies Act 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, cash flows and changes in equity of the Company in accordance with the IND AS and Accounting principles generally accepted in India, including the Accounting Standards specified under 133 of The Act, read with rule 7 of the Companies (Accounts) Rules, 2014. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



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Fixed and Capital Services Ltd.

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

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

Auditors' Responsibility for the Audit of Standalone Financial Statements

7. 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.
8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



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Fiscal and Capital Services Ltd.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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 financial statements.

9. 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.
10. 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.
11. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



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Port and Capital Services Ltd.

12. Report on Other legal and Regulatory Requirements

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

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet, Statement of Profit and Loss, other comprehensive income, statement of change in Equity including Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statement comply with the and As specified under Section 133 of the Act 2013 read with the Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on March 31, 2023, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure 'B'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statement.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i) The company has no pending litigation with any department so no impact on its financial statements.



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Place and Capital Services Ltd.

- i) As there are not any material foreseeable losses, on long term contracts, therefore the company has not made any provision, required under the applicable law or accounting standards. The company had already made the provisions against the non performing assets.
- ii) There has been no delay in transferring amounts, required to be transferred if any, 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 (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity including foreign entity ("Intermediaries") with the understanding whether recorded in writing or otherwise that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee security or the like on behalf of the Ultimate Beneficiaries;
- b The Management has represented that to the best of its knowledge and belief no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity including foreign entity ("Funding Parties") with the understanding whether recorded in writing or otherwise that the Company shall whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee security or the like on behalf of the Ultimate Beneficiaries;
- c Based on the audit procedures that have been considered reasonable and appropriate in the circumstances nothing has come to our notice that has caused us to believe that the representations under sub clause (i) and (ii) of Rule 11(e) as provided under (a) and (b) above contain any material misstatement.
- v. The company has neither declared a nor paid any dividend during the previous year as well as current year.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For PARMOD G GUPTA & ASSO.
 CHARTERED ACCOUNTANTS
 (FIRM'S REG. NO. 018870 N)

Place : LUDHIANA
 Dated : 30.05.2023.

(PARMOD GUPTA)
 PARTNER
 M. NO. 056109



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Fiscal and Capital Services Ltd.

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **NORHLINK FISCAL AND CAPITAL SERVICES LIMITED** of even date]

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit we state that:

i. In respect of the Company's Property Plant and Equipment and Intangible Assets:

- (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property Plant and Equipment and the company has no right-of-use assets.
 - (B) The Company has no intangible assets.
 - (b) The Company has a program of physical verification of Property Plant and Equipment so to cover all the assets once every three years which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program certain Property Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us no material discrepancies were noticed on such verification.
 - (c) Based on our examination of the property sale deed / transfer deed / conveyance deed provided to us we report that the title deeds of all immovable properties disclosed in the financial statements included under Property Plant and Equipment are held in the name of the Company as at the balance sheet date.
 - (d) As per information and explanation given to us, the Company has not revalued any of its Property Plant and Equipment during the year.
 - (e) As per information and explanation given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act 1988 (as amended in 2016) and rules made there under.
- ii. (a) As per information and explanation given to us, the Company does not have any inventory and hence reporting under clause 3 (i)(a) of the Order is not applicable.
- (b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crore in aggregate at any points of time during the year from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(i)(b) of the Order is not applicable.
- iii. (a) The company is NBFC registered with The Reserve Bank of India engaged in the business of providing loans has granted loans and advances which are characterized as loans unsecured to firms, LLPs, companies or any other persons during the year. The outstanding balance of the same is as below:

**NORTHLINK***Finance and Capital Services Ltd.*

Type of Borrower	Amt of Loan or Adv. In the nature of Loan Outstand in Lac	%age to the total Loans & Advances in the nature of Loans
Corporate	32.24	7.51
Other Party	231.42	53.60
Directors	25.52	6.17
Related Parties	119.21	32.42

- (b) In our opinion and according to the information and explanations given to us, the terms and conditions as explained to us only (without any agreement) of the grant of all loans and advances in the nature of loans are prima facie, not prejudicial to the Company's interest.
- (c) In our opinion and according to the information and explanations given to us, in respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has not been stipulated and the repayments or receipts are regular during the year except of the following cases in which the borrower is not paying interest on monthly basis:

INTEREST NOT ON MONTHLY BASIS

<u>No. OF CASES</u>	<u>AMOUNT OF O/S LOANS</u>	<u>% AGE OF TOTAL LOANS</u>
13	323.10 Lac	75.29 %

OVERDUE PAYMENT

<u>No. OF CASES</u>	<u>AMOUNT OF O/S LOANS</u>	<u>% AGE OF TOTAL LOANS</u>
1	10.20 Lac	2.37 %

- (d) In our opinion and according to the information and explanations given to us, no amount is overdue in respect of loans and advances in the nature of loans except of non performing loan account for which provisions has been made during the earlier years. The detail of which is as below:

OVERDUE PAYMENT

<u>No. OF CASES</u>	<u>AMOUNT OF O/S LOANS</u>	<u>% AGE OF TOTAL LOANS</u>
1	10.20 Lac	2.37 %

- (e) According to the information and explanations given to us, no loan or advance in the nature of a loan is given which was due for repayment during the year and has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f) In our opinion and according to the information and explanations given to us, the Company has granted loans or advances in the nature of loans to Promoters/Related Parties (as defined in section 2(76) of the Act) which are either repayable on demand or without specifying any terms or period of repayment.

**NORTHLINK**

Fiscal and Capital Services Ltd.

Amt. in Lac

Type of Borrower	Amt of Loan or Adv. in the nature of Loan Outstand as on 31.3.2023	%age to the total Loans & Advances in the nature of Loans
Promoters		
Directors	26.52	6.17
Related Parties	136.21	32.42

*Note:- Firm in which the director and relatives of director
is Prop. has been considered as related Party.*

- iv. As per information and explanation given to us, the Company is NBFC and given loan to directors and the entity in which the directors are interested but not given any guarantee. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence reporting under clause 3(v) of the Order is not applicable.
- vi. According to the information and explanations given to us, 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. In respect of statutory dues:
- (a) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues including Goods and Services tax, Income Tax, TDS and other material statutory dues applicable to it with the appropriate authorities. There is no undisputed amounts other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable except of interest on late deposit of TDS for F.Y. 2022-23 0.01, F.Y. 2021-22 Rs. 0.05 Lac, F.Y. 2019-20 Rs. 0.01 Lac and Rs. 0.01 Lac for prior to 2019-20.
- (b) According to the information and explanations given to us, there is no statutory dues which have not been deposited as on March 31, 2023 on account of disputes.
- viii. According to the information and explanations given to us, 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).



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- ix. (a) The Company has not taken any loans or other borrowings from any lender except from director 11.19 lao during the year under review. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- (b) As per information and explanation given to us, the Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) According to the information and explanations given to us, the Company has not taken any term loan during the year, hence reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the financial statements, the company has not raised any funds on short-term basis have prima facie used during the year for long-term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year and hence reporting on clause 3 (ix) (f) of the Order is not applicable.
- x. (a) According to the information and explanations given to us, the Company has not raised monies by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures during the year under review (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) According to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government during the year and up to the date of this report.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report) while determining the nature timing and extent of our audit procedures.
- xii. According to the information and explanations given to us, the Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.



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- xiii. According to the information and explanations given to us and in our opinion the Company is in compliance with Section 177 and 188 of the Companies Act 2013 with respect to applicable 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) According to the information and explanations given to us and in our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business but further scope of improvements with regards to agreement and some of the documents of borrowers.
- (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 the nature, timing and extent of our audit procedures.
- xv. According to the information and explanations given to us and in our opinion during the year, the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act 2013 are not applicable to the Company.
- xvi. (a) According to the information and explanations given to us, the company is carrying on the business of Non-Banking Financial Company i.e. providing loans and required to be registered with The Reserve Bank of India as a NBFC.
- (b) According to the information and explanations given to us, the company is carrying on the business of providing loans and having a valid registration certificate from RBI vide certificate No. 06.00130 dt. 09.09.1998.
- (c) In our opinion there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. According to the information and explanations given to us, the Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. According to the information and explanations given to us, there is no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements 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



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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.

- ix. According to the information and explanations given to us and section 135 of the Companies Act 2013 provides the threshold limit for applicability of the CSR to a Company: (a) net worth of the company to be Rs 500 crore or more; or (b) turnover of the company to be Rs 1000 crore or more; or (c) net profit of the company to be Rs 5 crore or more. So the provision of Corporate Social Responsibility not applicable to the company. Accordingly reporting under clause 3(xx) of the Order is not applicable for the year.
- xxi. The company has no group company. Accordingly reporting under clause 3(xxii) of the Order is not applicable for the year.

For **PARMOD G GUPTA & ASSO.**
CHARTERED ACCOUNTANTS
(FIRM'S REG. NO. 018870 N)

Place : LUDHIANA
Dated : 30.05.2023
UDIN : 230961098GRIEL1728

[PARMOD GUPTA]
PARTNER
M. NO. 996109



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Annexure - B to the Independent Auditors' Report

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

We have audited the internal financial controls over financial reporting of **NORTHLINK FISCAL AND CAPITAL SERVICES LIMITED** ("the Company") as of 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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



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Meaning of Internal Financial Controls over Financial Reporting with reference to Standalone Financial Statements

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 and to the best of our information and according to the explanations given to us, the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the Internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For: **PARMOD G GUPTA & ASSO.**
CHARTERED ACCOUNTANTS
(FIRM'S REG. NO. 018870 N)

Place : **LUDHIANA**
Dated : **30.05.2023**

(**PARMOD GUPTA**)
PARTNER
M. NO. 026109

NOTES ON CONTRIBUTORS

11/20/2010 9:45:00 AM AT 5:00 PM, 2010

[illegible]

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

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

(Amount in ₹ Crores)

PARTICULARS:	Note No.	FY 23 March 31, 2023	FY 22 March 31, 2022
1. REVENUE FROM OPERATION			
a. Interest Income	22	5,751.13	3,347.41
b. Rental Income			
c. Other operating income	23	61.76	30.51
Total Income from operations (1)		5,812.89	3,377.92
2. Other Income			
3. Total Income: (1+2)		5,812.89	3,377.92
4. EXPENSES			
a. Financial Costs	22	94.10	100.08
b. Employee Benefit Expenses	24	2,845.32	1,824.87
c. Depreciation and Amortisation and Impairment	25	114.17	100.08
d. Other expenses	26	2,462.24	2,461.24
Total Expenses (4)		5,415.83	4,486.27
5. Profit/(Loss) before Tax (3-4)		402.06	891.65
6. Income Tax Expense	27		
a. Current Tax		94.17	12.78
b. Deferred Tax		264.91	104.08
Total Tax expense (6)		359.08	116.86
7. Profit/(Loss) for the year (5-6)		402.06	774.79
8. Other Comprehensive Income			
Items that will not be reclassified to Profit/(Loss)			
a. Change in the fair value of POCI instrument			
b. Remeasurements of post-employment benefit			
c. Income tax relating to these items			
Other Comprehensive Income for the year (8)			
9. Total comprehensive income for the year (7+8)		402.06	774.79
10. Earnings per Equity Share			
a. Basic (₹)		0.11	0.09
b. Diluted (₹)		0.11	0.09

SIGNIFICANT ACCOUNTING POLICIES

The accompanying notes (1-43) form an integral part of the Standalone Ind AS Financial Statements.

For and on behalf of the Board of Directors

As per our Report of even date attached.

For PRANMOD G. GUPTA & ASSO.

CHARTERED ACCOUNTANTS

(Firm's Reg. No. : 1002706)

MG. Director

Director

(PRANMOD GUPTA)

PARTNER

Membership No. : 008100

PLACE : LUDHIANA

DATE : 30.05.2023

UDIN: 23050208GRFV0088

Chief Financial Officer

CEO (NMF)

Company Secretary &
Compliance Officer

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

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

Particulars	Year ended MARCH 31, 2023	Year ended MARCH 31, 2022
1 CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before tax:	489.00	375.00
Adjustments:		
Depreciation and Amortisation Expenses	530.00	350.00
Loss on sale of fixed assets	221.00	-
Interest received	4,353.00	3,387.00
Adjustment in Reserve & Surplus	36.00	-
Net of taxes	540.00	725.00
Operating profit before working capital changes	4,180.00	4,444.00
Adjustments for (increase)/decrease in operating assets:		
Change in financial assets	24.00	245.00
Interest Paid	-	188.00
Trade payables	488.00	375.00
Other financial assets	188.00	-
Trade payables and liabilities	940.00	188.00
Other Non-Financial Liabilities	1,800.00	1,447.00
Cash Generated from operations	668.00	1,294.00
Less:- Income taxes paid (net of refunds)	-	-
Net Cash inflow from operating activities	668.00	1,294.00
2 CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets (including capital advances)	-	-
Sale of property, plant and equipments (including capital advances)	600.00	345.00
Interest Received	4,353.00	3,387.00
Loans and advances	1,607.00	1,553.00
Investment Property/Other	-	-
Net cash inflow/(outflow) from investing activities	1,244.00	11,275.00
3 CASH FLOW FROM FINANCING ACTIVITIES		
Interest Paid	-	220.00
Borrowing other than debt securities (net of cost)	1,000.00	1,716.00
Net Cash inflow/(outflow) from Financing Activities	1,000.00	1,496.00
NET INCREASE/(DECREASE) IN CASH AND BANK BALANCES	1,912.00	1,305.00
Add Cash and cash equivalents at beginning of the year	8,343.00	4,437.00
Cash and cash equivalents at end of the year	10,255.00	5,742.00

SIGNIFICANT ACCOUNTING POLICIES

The accompanying notes 3-52 are integral part of these Standalone Financial Statements.

The previous year's figures have been regrouped and reclassified wherever necessary.

For and on behalf of the Board of Directors

As per our Report of even date attached.

For RAJMOD B. GUPTA & ASSO.

CHARTERED ACCOUNTANTS

(Firm's Reg. No. : 0188701)

MD. Directors

Sushil Malik

Director

(RAJMOD GUPTA)

PARTNER

Membership No. : 096139

PLACE : LUDHIANA

DATE : 30.05.2023

Chief Financial Officer

Anandharam

CEO (CFO)

Sushil Dutt Malik

Company Secretary

Satish

(NORTHLINK FISCAL & CAPITAL SERVICES LIMITED)

Trade Receivables ageing schedule as on 31.03.2021

PARTICULARS	Outstanding for following periods from due date of payment					Total
	Less than 3 Months	3 Months-1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) Un disputed Trade receivables considered good	0.00	0.00	0.00	0.00	476.35	476.35
(ii) Un disputed Trade Receivables - which have significant increase in credit risk	0.00	0.00	0.00	0.00	0	0.00
(iii) Un disputed Trade Receivables - credit impaired	0.00	0.00	0.00	0.00	0	0.00
(iv) Disputed Trade Receivables-considered good	0.00	0.00	0.00	0.00	0	0.00
(v) Disputed Trade Receivables - which have significant increase in credit risk	0.00	0.00	0.00	0.00	0	0.00
(vi) Disputed Trade Receivables - credit impaired	0.00	0.00	0.00	0.00	0	0.00
Total Billed	0.00	0.00	0.00	0.00	476.35	476.35

W.Y. 2016-22

(i) Un disputed Trade receivables considered good	0.00	0.00	0.00	0.00	0.00	0.00
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NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

Notes to the Standard Financial Statement for the year ended March 31, 2023

PARTICULARS	2022	(Amt. in Rs.)
	31/03/2022	31/03/2021
4. CASH AND CASH EQUIVALENTS		
a. Cash at hand	1,000.00	1,000.00
b. Deposits with Banks	1,000.00	1,000.00
c. Cheques in transit	100.00	100.00
Total	2,100.00	2,100.00
5. BANK BAL (OTHER THAN CASH AND CASH EQUIVALENTS) AMOUNT		
Deposits with Banks:		
in current accounts		
in fixed deposits	1,000.00	1,000.00
Total	1,000.00	1,000.00
Notes:-		
i) The company has not taken bank overdrafts, therefore the cash and cash equivalents are the only bank balances to be shown as cash and cash equivalents given above.		
ii) All deposits with banks are in the name of the company having original receipts of more than 10 lakhs.		
6. TRADE RECEIVABLES		
Receivables from various parties (aged as per below)	1,000.00	1,000.00
Total	1,000.00	1,000.00

Amounts are given in lakhs of Rupees only. All figures are in Indian Rupees unless otherwise stated. Figures are rounded off to nearest rupee.

7. LOSS

a. Attributed loss

Losses and advances (proceeds)	18,308.14	27,107.38
Losses and advances to other parties (disbursements) (Secret)	18,308.37	27,107.38
Total (B) - Loss	42,945.05	42,945.05
Less: Employment Loss Mitigation		
Total (B) - Net	42,945.05	42,945.05

b. Losses to primary, other and secondary and other proceeds (disbursements)

	42,945.05	42,945.05
Total (B) - Loss	42,945.05	42,945.05
Less: Employment Loss Mitigation		
Total (B) - Net	42,945.05	42,945.05

Losses to other		
Public Sector		
Other	42,945.05	42,945.05

Total (C) - Loss	42,945.05	42,945.05
Less: Employment Loss Mitigation		
Total (C) - Net	42,945.05	42,945.05

	2020-21	2021-22
Total (D) - Loss	42,945.05	42,945.05

c. SUMMARY OF LOSS OF 2020-21 (continued)

Losses to other		
Public Sector		
Other	42,945.05	42,945.05
Total (D) - Loss	42,945.05	42,945.05

Total (D) - Loss	42,945.05	42,945.05
-------------------------	------------------	------------------

Amount of loss of 2020-21 is the sum of loss of 2020-21 and 2021-22.

8. SUMMARY OF RESULTS

Type of Business	Any other or other in the nature of loss (Secret)	Loss of 2020-21		Loss of 2021-22	
		Loss of 2020-21 (Secret & Advances to other parties (Secret))	Loss of 2020-21 in the nature of loss (Secret)	Loss of 2021-22 (Secret & Advances to other parties (Secret))	Loss of 2021-22 in the nature of loss (Secret)
Public Sector					
Other	2,307.37	2,307.37	2,307.37	2,307.37	2,307.37
Other	2,307.37	2,307.37	2,307.37	2,307.37	2,307.37
Total Public	2,307.37	2,307.37	2,307.37	2,307.37	2,307.37

Notes: 1. Loss of 2020-21 is the sum of loss of 2020-21 and 2021-22.

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

Notes to the Standalone Financial Statement for the year ended March 31, 2022

PARTICULARS	AS AT MARCH 31, 2022	AS AT MARCH 31, 2021
8 INVESTMENTS		
(a) In Equity		
Quoted		
Unquoted		
(b) Subsidiary Company-Equity & Preference		
Unquoted		
(c) Associate Companies	-	-
(d) Investment in Govt. Sec.	-	-
(e) Investment in Mutual Fund	-	-
(f) Gold Coin (at FVPL)	80.00	38.00
Total	80.00	38.00
Investment In India	80.00	38.00
Investment Out side India	-	-
Total	80.00	38.00
9 OTHER FINANCIAL ASSETS CONSIDERED GOOD OTHERWISE STATED		
Securities		
Interest payable on Security		
Receivables from related party		
Receivables from Others	6.60	106.39
	6.60	106.39
10 CURRENT TAX ASSETS (NET)		
Income Tax paid in advance (net of provision)	230.03	343.89
Total	230.03	343.89

NORTHUMBRIA PISCAL & CAPITAL SERVICES LIMITED

Notes to the Standard Financial Statement for the year ended March 31, 2023

Particular	As at March 31, 2023 Land and Building	As at March 31, 2022 Land and Building
11. INVESTMENT PROPERTY		
Cost of property acquired		
Original Cost	1,278.00	1,278.00
Additions		
Depreciation and amortisation		
Closing gross carrying amount	1,278.00	1,278.00
Accumulated depreciation		
Accumulated during the year		
Impairment during the year		
Depreciation and amortisation		
Closing accumulated depreciation/impairment during the year		
Net Carrying Amount	1,278.00	1,278.00

Notes:

- The investment property has been classified as very good (VGP) property according to the relevant law, but the property purchased during 2022-23 is a collaborative and common area.
- The investment property classified as land and building of the company has been valued at

Information regarding income & expenditure of investment property

Particular	2022-23	2021-22
Income received from investment property	1.00	1.00
Direct operating expenses (including repairs and maintenance) incurred with rental income	1.00	1.00
Net income/loss from investment property	1.00	1.00
Impairment during the year	1.00	1.00
Discontinued for the year	1.00	1.00
Income/Profit arising from investment property before indirect expenses		

NORTHLINK RENTAL & CAPITAL SERVICE LIMITED

Notes to the Standalone Financial Statement for the year ended March 31, 2023

12. Property, Plant and Equipment

Particulars	2022-2023					2021-22	
	Land & Buildings	Services and Office Equipment	Plant and Machinery	Other Assets	Goodwill	Intangible Assets	Total
Cost at April 1, 2022	216.48	48.32	201.24	162.83	222.00	432.10	11,304.79
Addition	-	-	22.00	-	-	-	242.10
Disposal and transfers	-	-	-	-	10.00	-	10.00
Depreciation provided	226.48	48.32	201.24	243.83	4,320.00	4,320.00	9,059.79
Accumulated depreciation	-	-	-	-	-	-	-
Depreciation provided	-	12.75	101.50	205.10	1,119.10	-	1,438.35
Depreciation charge during the year	-	5.50	15.75	5.00	52.90	-	79.15
Disposal and transfers	-	-	-	-	20.00	-	20.00
Depreciation provided	-	12.75	101.50	205.10	1,119.10	-	1,438.35
Net carrying amount at March 31, 2022	216.48	48.32	201.24	162.83	212.00	432.10	11,304.79
Cost at April 1, 2023	216.48	48.32	201.24	162.83	222.00	432.10	11,304.79
Addition	-	-	-	-	-	-	-
Disposal and transfers	-	-	-	-	-	-	-
Depreciation provided	-	-	-	-	-	-	-
Depreciation charge during the year	-	12.75	101.50	205.10	1,119.10	-	1,438.35
Depreciation charge during the year	-	5.50	15.75	5.00	52.90	-	79.15
Disposal and transfers	-	-	-	-	20.00	-	20.00
Depreciation provided	-	12.75	101.50	205.10	1,119.10	-	1,438.35
Net carrying amount at March 31, 2023	216.48	48.32	201.24	162.83	212.00	432.10	11,304.79

Notes:

1. None of the assets have been depreciated during the year under review.
2. The company has no intangible assets during the year under review.
3. The company has no Capital Work in Progress as on March 31, 2023.

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

Notes to the Standalone Financial Statement for the year ended March 31, 2023

PARTICULARS	At AT	At AT
	MARCH 31, 2022	MARCH 31, 2022
13 OTHER NON - FINANCIAL ASSETS - UNSECURED BUT GOOD OTHERWISE STATED		
Debt		
Capital advances (Related Party)	4,000.00	4,000.00
Advance with GST / Income Tax Authorities	225.28	171.14
Advance to supplier / others	50.00	-
AAI A.Y. 2022-23	56.62	-
Prepaid Expenses (Insurance & Pys. Exp.)	22.40	44.54
Total	5,549.88	5,815.01

14 PAYABLES

- a) Trade Payables
- b) GST dues towards Micro & Small Entp.
- c) Other than Micro & Small Entp.
- (All the dues are c/s less than 45 days old)
- Total**

15 Borrowing (other than debt securities) At amortised cost

Term loan		
- From bank/financial institutions (secured)		-
- From bank/financial institutions (unsecured) commercial		-
- From directors & their relatives	1,110.00	400.00
Total (A)	1,110.00	400.00
Borrowings in India	1,110.00	400.00
Borrowings outside India		-
Total (B)	1,110.00	400.00

a) Maturity Profile of Long Term Loans from Bank/financial institutions are as set out below:

Age of Interest	2022-23	2023-24	2024-25

Total	0.00
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b) Detail about the nature of the security

Detail any term over/under for any particular year

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

Notes to the Standalone Financial Statement for the year ended March 31, 2023

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
16. OTHER FINANCIAL LIABILITIES		
Security Deposits		
Other Payables (exp.)	500.82	1,442.35
Instatement payable within 12 months:		
Ch. Issued but not presented		
Total	500.82	1,442.35
17. NON-FINANCIAL LIABILITIES		
Large encashment		
Current Tax Liabilities (Net)		
Contingent Liab. Provisions for Loans & Advances (Net)	1,527.14	1,380.14
G.T.L.		
Total	1,527.14	1,380.14
18. OTHER NON-FINANCIAL LIABILITIES		
Advances receipts from customers	1,750.00	835.50
Other Payables		
Total	1,750.00	835.50

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

Notes to the Standalone Financial Statement for the year ended March 31, 2023

INRS IN 000

Particulars	As at 31 March 2023		As at 31 March 2022		As at April 1, 2021	
	Number	AMT	Number	AMT	Number	AMT
28. EQUITY SHARE CAPITAL						
Authorized Share						
Equity Share of Rs. 25 each	5,000,000	12,500.00	5,000,000	12,500.00	5,000,000	12,500.00
Issued and Subscribed						
Equity Share of Rs. 25 each	5,255,000	13,137.50	5,255,000	13,137.50	5,255,000	13,137.50
PAID UP						
Equity Share of Rs. 25 each	5,255,000	13,137.50	5,255,000	13,137.50	5,255,000	13,137.50
Total	5,255,000	13,137.50	5,255,000	13,137.50	5,255,000	13,137.50

a). Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year

Particulars	As at 31 March 2023		As at 31 March 2022		As at April 1, 2021	
	Number	AMT	Number	AMT	Number	AMT
Outstanding at the beginning of the year	5,255,000	13,137.50	5,255,000	13,137.50	5,255,000	13,137.50
Outstanding at the end of the year	5,255,000	13,137.50	5,255,000	13,137.50	5,255,000	13,137.50

b). Rights and rights attached to equity shares

The Company has one class of equity shares having a par value of Rs. 25 per share. Each share entitles its holder to one vote per share held.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company. The distribution will be proportional to the number of equity shares held by the shareholder.

The Board of Directors have recommended a dividend of 10% for the year ended March 31, 2023.

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

Equity Shareholders	As at 31 March 2023		As at 31 March 2022	
	Number	% holding	Number	% holding
Shri. Anand & Sons (Private)	800,000	15.2%	800,000	15.2%
Shri. Anand & Sons	800,000	15.2%	800,000	15.2%
Shri. Anand & Sons	800,000	15.2%	800,000	15.2%
Shri. Anand & Sons	800,000	15.2%	800,000	15.2%
Shri. Anand & Sons	800,000	15.2%	800,000	15.2%
Shri. Anand & Sons	800,000	15.2%	800,000	15.2%
Shri. Anand & Sons	800,000	15.2%	800,000	15.2%
Total	5,255,000	100.0%	5,255,000	100.0%

Sr. No.	SHARES HELD BY PROMOTORS AS ON 01.04.2023	Equity Share		
		No. of Shares held	% of Holding	% Change during the year
	EQUITY SHARES			
1	Shri. Anand & Sons	800,000	15.2%	0.00%
2	Shri. Anand & Sons	800,000	15.2%	0.00%
3	Shri. Anand & Sons	800,000	15.2%	0.00%
4	Shri. Anand & Sons	800,000	15.2%	0.00%
5	Shri. Anand & Sons	800,000	15.2%	0.00%

Notes: The Company has only one class of equity shares of Rs. 25 each (INR 25) Equity Share

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

Notes to the Standalone Financial Statement for the year ended March 31, 2023

PARTICULARS	(AMOUNT IN ₹)	
	AS AT MARCH 31, 2022	AS AT MARCH 31, 2023
III OTHER EQUITY		
a. Securities Premium Account		
Opening Balance	2,000.00	2,000.00
Add: Charges during the year		
Closing Balance	2,000.00	2,000.00
b. Capital Redemption Reserve		
Capital Reserve		
Opening Balance	-	-
Less: Charges during the year	-	-
Closing Balance	-	-
c. Statutory Reserve/Fund		
Opening Balance	1,000.00	1,000.00
Add/(Less): Charges during the year	82.55	82.55
Add/(Less): By Year Adjustment		
Closing Balance	1,082.55	1,082.55
d. Retained Earnings		
beginning/(deficit) in the statement of Profit and Loss		
Opening Balance	5,000.47	5,000.47
Net Profit/ (loss) for the period	142.96	172.97
(Less): Loss on sale of fixed assets	165.13	-
Profit Transferred to Statutory Reserve Fund	82.55	82.55
As at MARCH 31, 2022-23	5,050.85	5,255.99
Closing Balance	5,050.85	5,255.99
e. Other Comprehensive Income		
Opening Balance	-	-
(Less): Charges during the year	-	-
Closing Balance	-	-
Total (a+b+c+d+e)	7,082.85	7,258.54

Nature and purpose of Reserve

The amount reserved by virtue of the sale of assets of Fixed Assets has been classified as Statutory Reserve.

- Securities Premium Reserve is used to meet the premium on issue of shares. The reserve is created out of only the initial period profit to the extent of share value in accordance with the provisions of the Companies Act, 2013.
- Retained Earnings: The retained earnings represent the accumulation of net contributed profits for every year.
- Statutory Reserve: Statutory Reserve represents the accumulation of 20% of the profit earned in the course of the financial year of the company.

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

Notes to the Standalone Financial Statement for the year ended March 31, 2023

PARTICULARS	(Amt. in Rs.')	
	2021	2022
	MARCH 31, 2023	MARCH 31, 2022
21. INTEREST INCOME		
On Financial Assets measured at amortised cost:		
Loan	4,821.30	9,151.73
Bank Deposits and Others	0.59	15.71
Financial Assets measured at FVTPL		
Income in Investments	10.08	-
Total	4,831.97	9,167.44
22. OTHER OPERATING INCOME		
Rentals & Discount	-	6.83
Misc. Receipt	18.00	-
Interest on L.T. Refund	15.29	-
Securities	-	171.14
Removal of Asset OFCL	-	211.01
Total	33.29	389.00
23. FINANCE COST		
On Financial Liabilities measured at amortised cost:		
Interest and finance charges		
Bank/Financial Institutions	-	302.90
Inter corporate deposits	-	-
Bank Charges	14.70	67.51
Others	-	-
Total	14.70	370.41

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

Notes to the Standalone Financial Statement for the year ended March 31, 2023

PARTICULARS	(Amt. in '000)	
	AS AT	AS AT
	MARCH 31, 2023	MARCH 31, 2022
24 EMPLOYEES BENEFITS EXPENSES		
Salaries and wages	1,581.78	1,541.89
Staff Welfare expenses	47.34	61.35
Total	1,629.12	1,603.24
25 DEPRECIATION AND AMORTISATION		
Depreciation	516.12	550.18
Total	516.12	550.18
26 OTHER EXPENSES		
1. Advertisement	28.75	54.55
2. AGM Exp.	7.57	7.66
3. Audit Fees	88.50	88.00
4. Car Repair & Maint. Exp.	110.00	113.33
5. Conveyance Exp.	17.74	45.50
6. Computer Repair Exp.	3.70	1.33
7. Directors Charges	91.20	45.48
8. Electricity Expenses	212.85	252.80
9. Fees & Taxes	42.81	18.70
10. Freight (Store/HQ. Agent & Suppliers)	15.18	-
11. Post and Exp.	5.33	11.60
12. Insurance	80.87	55.58
13. Interest Audit Fees	24.00	24.00
14. Internal Revenue Policy	235.49	235.35
15. Printing Fees	419.86	418.00
16. Misc. Exp.	128.49	150.24
17. Newspaper Exp.	7.49	8.48
18. Oil & Fuel Exp.	134.40	157.50
19. Printing & Stationery	7.37	2.95
20. Professional Charges	192.46	172.00
21. Refresh & Banquet	285.91	1.97
22. Telephone Exp.	98.80	41.17
23. Website Development / Renewal	50.01	5.11
24. Provision for loans and advances (as per IFRS)	147.00	980.45
25. Punjab State Development Tax	2.85	2.80
Total	1,412.24	1,881.25

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

Notes to the Standalone Financial Statement for the year ended March 31, 2021

(Amt. in '000')

ii) Breakup of Auditors remuneration

Audit fees including GST	46.50	46.50
Tax Audit/GST Audit Fees	-	-
Total	46.50	46.50

27 INCOME TAXES

ii) The components of income tax expenses for the years ended March 31, 2021 and March 31, 2020

PARTICULARS	(Amt. in '000)	
	AS AT MARCH 31, 2021	AS AT MARCH 31, 2020
Current tax	94.18	52.24
Adjustment in respect of current income tax of prior years	-	-
Deferred tax	-	153.68
Total	94.18	153.92

ii) RECONCILIATION OF THE TOTAL TAX CHARGES

Particulars	(Amt. in '000)	
	AS AT MARCH 31, 2021	AS AT MARCH 31, 2020
Accounting profit before tax/(taxable profit)	303.63	222.08
Add: Expenses that are not deductible in determining taxable profit	-	-
Less: Gilt of F&A (i.e. between LT and E&A Add)	78.95	214.04
Add: Gilt of Others	-	-
Effect of incomes which are exempt from tax	-	-
Taxable (Loss)/Profit	224.68	8.04
Tax at India's statutory income tax rate	28.00	28.00
Income tax expenses at effective tax rate	54.33	15.82
Under/Over of 15.00%	62.50	32.14
Under/Over of Others	-	-
Tax Rate	24.18%	25.00%

NORTHLINK FISCAL & CAPITAL SERVICES LIMITED

Notes to the Standalone Financial Statement for the year ended March 31, 2023

C) Deferred tax assets/liabilities

The balance comprises temporary differences attributable to the below items and corresponding movements in deferred tax liabilities/(assets)

Particulars	As at March 31, 2022	As at March 31, 2023	Charged/(credited) to OCI	Charged/(credited) to profit and loss
Deferred Tax Liability				
Provision for Capital Exempted Income	238.04	26.25	-	167.82
	238.04	26.25	-	167.82
Deferred Tax Asset				
Provision to Fixed Assets	228.29	485.44	-	65.15
Loss on sale of assets	-	75.65	-	75.65
Reversal of Provision	355.51	-	-	355.51
Financial assets measured at FVTPL	-	5.42	-	5.42
	483.80	566.51	-	79.73
Net deferred tax liability/(asset)	202.20	472.23		164.45

NOTES TO THE FINANCIAL STATEMENTS

(Am. in '000)

28 Provisions and Contingencies

Asset Classification as per IAS 38	Asset Classification as per IAS 38	Value Carrying Amount as per Ind AS	Value Carrying Amount as per Ind AS	Value Carrying Amount as per Ind AS	Provisions as per IAS 37	Provisions as per IAS 37
1	2	3	4	5	6	7
Performing assets						
Standard	Stage 1	48825.00	0.00	48825.00	607.14	607.14
Substandard	Stage 2	0.00	0.00	0.00	0.00	0.00
		48825.00	0.00	48825.00	607.14	607.14
Non-Performing assets (NPA)						
Substandard Stage	Stage 3	0.00	0.00	0.00	0.00	0.00
Doubtful - up to 3 years	Stage 3	0.00	0.00	0.00	0.00	0.00
3 to 5 years	Stage 3	2000.00	0.00	2000.00	1000.00	1000.00
More than 5 years	Stage 3	0.00	0.00	0.00	0.00	0.00
		2000.00	0.00	2000.00	1000.00	1000.00
Subtotal for doubtful		2000.00	0.00	2000.00	1000.00	1000.00
Loss	Stage 3	0.00	0.00	0.00	0.00	0.00
Subtotal for NPA		2000.00	0.00	2000.00	1000.00	1000.00
Other assets such as guarantees, bills, commitments, etc. which are in the scope of Ind AS 38 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) Norms	Stage 3	0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
Subtotal		0.00	0.00	0.00	0.00	0.00
Total		50825.00	0.00	50825.00	1607.14	1607.14
	Stage 1	48825.00	0.00	48825.00	607.14	607.14
	Stage 2	0.00	0.00	0.00	0.00	0.00
	Stage 3	2000.00	0.00	2000.00	1000.00	1000.00
		50825.00	0.00	50825.00	1607.14	1607.14

Note: Provisions as per IRACP include As. Nil during the current year.

29 Provisions and Contingencies

(Am. in '000)

Break up of Provisions and contingencies shown under the Head provisions in Profit and Loss account:	For the year ended 31st March 2022	For the year ended 31st March 2021
Provision towards NPA	0.00	0.00
Provision for standard assets	607.14	607.14
Provision made towards Income tax	24.18	11.00
Other Provisions and contingencies (with details)		
(i) Provision for gratuity	0.00	0.00
(ii) Provision for compensated absence	0.00	0.00
(iii) Provision for insurance	0.00	0.00
(iv) Provision for statutory dues	0.00	0.00
(v) Provision for fraud	0.00	0.00
(vi) Provision for other liabilities EOC	0.00	0.00

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

For the year ended 31 March 2023 (All amounts in thousands of pounds)

30 Concentration of deposits, advances, exposures and NPAs

30.1 Concentration of advances

(Amount in '000)

Particulars	For the year ended 31st March 2023	For the year ended 31st March 2022
Total advances to Five largest borrowers	2,080.17	2,108.87
Percentage of advances to Five largest borrowers to total advances of the NPLC	64.28%	62.51%

30.2 Concentration of NPA's

Particulars	For the year ended 31st March 2023	For the year ended 31st March 2022
Total exposure to NPA accounts **	2,500.00	1,600.00
Nb. of accounts	5	5

30.3 Sector wise % AGE OF NPAs to total loans

Sr. No.	Particulars	For the year ended 31st March 2023	For the year ended 31st March 2022
1	Agriculture and allied activities	0.00	0.00
2	MSME	0.00	0.00
3	Corporate borrowers	1.71%	2.58%
4	Services	0.00	0.00
5	Consumer personal loans	0.00	0.00
6	Auto loans	0.00	0.00
7	Others	0.00	0.00

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

For the period ended 31 March 2023 (All amounts in thousands unless otherwise stated)

VI Movement of NPAs &

Particulars	For the year ended 31st March 2023	For the year ended 31st March 2022
(i) Net NPAs to net advances (1Q)	9.24	12.26
(ii) Movement of NPAs (Gross)		
(a) Opening balance	25,05.06	27,77.08
(b) Additions during the year	9.48	18.25
(c) Reductions during the year	2.00	(22.25)
(d) Closing balance	32,52.54	25,73.08
(iii) Movement of Net NPAs		
(a) Opening balance	9.24	963.87
(b) Additions during the year	4.00	2.33
(c) Reductions during the year	5.00	(442.28)
(d) Closing balance	8.24	523.92
(iv) Movement of provision for NPAs (excluding provision set (standard & cost))		
(a) Opening balance	1,025.87	1,88.25
(b) Provisions made during the year	8.92	1,90.95
(c) (Write-off)/extra-back of excess provisions /	2.27	1.30
(d) Closing balance	1,032.62	2,80.50

**NORTHLINK**

Fiscal and Capital Services Ltd.

Northlink Fiscal And Capital Services Limited**Notes to the Standalone Financial Statement for the year ended March 31, 2023****1. CORPORATE INFORMATION:**

Northlink Fiscal and Capital Services Limited ('the Company') is incorporated in India under the Companies Act, 1956 (now 2013). Further the company is Non-Banking Financial Company (NBFC) as defined under Section 45-IA of the Reserve Bank of India Act, 1934 (RBI) vide Certificate No.05/00130 dt.09.09.1998 issued by Reserve Bank of India, Chandigarh. The company is engaged in providing lending loans during the year 2022-23.

The company is a public limited company incorporated and domiciled in India and having its registered office at 86, The Mall, Ludhiana, Punjab India. The company has its primary listing on BSE Limited and NSD in India.

2. SIGNIFICANT ACCOUNTING POLICIES:**BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS****i) Compliance with Ind AS**

The Balance Sheet, Statement of Profit and Loss and Statement of Changes in Equity are prepared and presented in the format prescribed in the Division II of Schedule III of the Companies Act, 2013 (the 'Act'). The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS.

A summary of the significant accounting policies and other explanatory information is in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) as specified under Section 133 of the Act and accounting principles generally accepted in India.

Financial assets and financial liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis.

For all periods up to and including the year ended 31 March 2019, the Company prepared its financial statements in accordance with accounting standards notified under Companies (Accounting Standard) Rule, 2006 (Indian GAAP). The company has adopted the Ind AS first time and prepared the financial statement accordance with Ind AS for the Year ending 31st March 2020 and thereafter. The financial statements have been prepared on a historical cost basis. Certain financial assets and liabilities (including derivatives instruments) are measured at fair value and adopted the carrying cost as deemed cost on the transition date. The accounting policies have been consistently applied except where a newly issued Ind AS accounting



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Notes to the Standalone Financial Statement for the year ended March 31, 2023

standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use or unless stated,

2. FUNCTIONAL AND PRESENTATION CURRENCY

The Company's Financial Statements and notes to accounts are presented in Indian Rupees which is also its functional currency and all values are rounded to the nearest thousands ('000), except otherwise stated.

iii) VALUATION OF INVENTORIES (IND AS-2)

As the company is engaged in the business of providing/lending the loan and having no stock of any commodity.

iii) CASH FLOW STATEMENTS (IND AS-7)

The cash flow statement is prepared in accordance with the Indian Accounting Standard (Ind AS)-7: "Statement of cash flows using the indirect method for operating activities. Cash flows are reported using indirect method, whereby net profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.

iv) CURRENT TAXES (IND AS-12)

Tax Expenses

The tax expenses for the period comprises of current tax and deferred income tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income. In which case, the tax is also recognised in Other Comprehensive Income.

I. Current Tax

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

II. Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilised. 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



Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and loss as current tax. The company recognises MAT credit available as an asset only to the extent there is convincing evidence that the company will pay normal income tax during the specified period, i.e. the period for which MAT Credit is allowed to be carried forward, in the year in which the company recognize MAT Credit as an assets. In accordance with the Guidance Note on Accounting for credit Available in respect of Minimum alternate tax under the Income Tax Act, 1961, the said assets is created by way of credit to the statement of Profit and loss and shown as "MAT Credit Entitlement". The Company reviews the "MAT Credit Entitlement" assets at each reporting date and writes down the assets to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

v) PROPERTY, PLANT & EQUIPMENT (IND A5-15) :-

The Company has applied for the one time transition exemption of considering the carrying cost on the transition date i.e. April 1, 2018 as the deemed cost under Ind AS.

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates including accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date as disclosed under 'Capital work-in-progress'.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repair and maintenance costs are recognized in net profit in the statement of profit and loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the statement of profit and loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.



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Notes to the Standalone Financial Statement for the year ended March 31, 2023

Depreciation is provided on straight line method on the basis of useful lives of such assets specified in Schedule II to the Companies Act, 2013 in respect of the assets acquired after 01.04.2014 and for the assets acquired prior to April 2014 the carrying amount as on 01.04.2014 is depreciated over the remaining useful life based on valuation. Further, significant components of assets identified pursuant to the requirements under Schedule II of the Companies Act, 2013 are depreciated over their useful life bases on the technical evaluation done by the management.

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized in reserves and surplus instead of the statement of profit or loss.

vi) SEGMENT REPORTING (IND AS-17) :-

The Company is primarily engaged in the business of financing which is considered to be the only reportable business segment as per Ind AS 108, Operating Segments. The Company operates primarily in India and there is no other geographical segment.

vii) REVENUE (IND AS-18) :-

a. Recognition Interest Income

Interest Income from a Financial Assets is recognised using effective interest rate method to the gross carrying amount of the financial assets.

b. Dividend Income

Dividend Income is recognised when the Company's right to receive the amount has been established but the company has no dividend income during the F.Y. 2022-23.

c. Management fee Income

Management fee Income towards support services is accounted as and when services are rendered and it becomes due on contractual terms with the parties if any. The company has no such Income.

d. Rental Income

Lease rental Income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term if any.

viii) EMPLOYEE BENEFIT EXPENSES (IND AS-19) :-



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Notes to the Standalone Financial Statement for the year ended March 31, 2023

Short-Term Employee Benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Post-Employment Benefits Defined Contribution Plans

The company has less number of employees so not paying any contribution towards provident fund and ESF.

Defined Benefit Plans

No provisions has been made for Gratuity during the year 2022-23.

iv) FOREIGN CURRENCY TRANSACTIONS (IND AS-21):-

The company has not transacted any foreign transaction during 2022-23.

x) BORROWING COSTS (IND AS-23):-

Borrowing costs that are directly attributable to the acquisition, construction, or production of a qualifying asset are capitalized as part of the cost of such assets. Qualifying assets is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are recognized as an expenses in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

xii) EARNINGS PER SHARE(IND AS-33):-

Basic earnings per share is calculated by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share. Diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as at the beginning of the period unless issued at a later date.

xiii) IMPAIRMENT OF FINANCIAL ASSETS (IND AS-36):-

In accordance with Ind AS 109, the Company uses "Expected Credit Loss" (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL). Expected Credit Losses are measured through a loss allowance at an amount equal to:

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Notes to the Standalone Financial Statement for the year ended March 31, 2023

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

But the company has no expected credit loss during the year under review.

For Trade Receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed. The company has reviewed the trade receivables and find no defaults and risk as on reporting date.

Write-off policy

The Company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include (i) ceasing enforcement activity and (ii) where the Company's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full. But the company has no such case to be write off during the year 2022-23.

II. Financial Liabilities

A. Initial Recognition and Measurement

All Financial Liabilities are recognised at the carrying amounts approximate fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

A. Subsequent Measurement

Financial Liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

III. Financial Guarantee Obligation

The company has no financial guarantee obligation as on date of balance sheet. However, Financial

Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

guarantee obligation are obligation that require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due, in accordance with the terms of a debt instrument. Such financial guarantees are given to banks, financial institutions and others on behalf of customers to secure loans, overdrafts and other banking facilities.

For financial guarantee obligation, the loss allowance is recognised as a provision.

xiii) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS (IND AS-37):-

A provision shall be recognized when:-

- (a) an entity has a present obligation as a result of a past event;
- (b) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- (c) A reliable estimate can be made of the amount of the obligation.

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

Contingent liabilities

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

xiv) INTANGIBLE ASSETS (IND AS-38):-

Intangible assets are stated at cost less accumulated of amortization. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, etc. The amortization method and useful lives are reviewed periodically at end of each financial year but the company has no intangible assets as on date of balance sheet.



Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

xv) INVESTMENT PROPERTIES

An investment property is accounted for in accordance with cost model. The cost of any shares in a co-operative society or a company, the holding of which is directly related to the right to hold the investment property, is added to the carrying amount of the investment property.

As the property consist of land and building and bifurcation of the same is available so no Depreciation on Property, Plant and Equipment is provided in accordance with the provisions of Schedule I of the Companies Act, 2013.

Transition to Ind AS: On transition to Ind AS, the Company has elected to continue with the carrying value of all of its investment properties recognized as at April 01, 2018 measured as per the previous GAAP and use that carrying value as the deemed cost of investment properties.

xvi) CASH & CASH EQUIVALENTS:-

for the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in liabilities in the balance sheet.

xvii) NON-CURRENT ASSETS HELD FOR SALE (IND AS – 105)

The company has no non-current assets for sale as on 31.03.2023 which leads to discontinue of business. However the policy is Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable.

A sale is considered as highly probable when decision has been made to sell, assets are available for immediate sale in its present condition, assets are being actively marketed and sale has been agreed or is expected to be concluded within 12 months of the date of classification.

Non-current assets held for sale are neither depreciated nor amortised. Assets and liabilities classified as held for sale are measured at the lower of their carrying amount and fair value less cost of sale and are presented separately in the Balance Sheet.

xviii) FINANCIAL INSTRUMENTS (IND AS-109):-



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Notes to the Standalone Financial Statement for the year ended March 31, 2023

Financial Assets

A. Initial Recognition and Measurement

All Financial Assets are initially recognised at carrying amount approximate fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognised using trade date accounting.

B. Subsequent Measurement

Immediately after initial recognition, an expected credit loss allowance (ECL) is recognised for financial assets measured at amortised cost and investments in debt instruments measured at fair value through P&L, which results in an accounting loss being recognized in profit and loss.

Classification and subsequent measurement

The Standalone Ind AS Financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The Company has applied Ind AS 109 and classifies its financial assets in the following measurement categories:

- Fair value through profit or loss (FVPL);
- Fair value through other comprehensive income (FVOCI); or
- Amortised cost.

a) Financial Assets measured at Amortised Cost (AC)

A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represent solely payments of principal and interest on the principal amount outstanding.

b) Financial Assets measured at Fair Value Through Other Comprehensive Income (FVOCI)

A Financial Asset is measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.



Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

c) Financial Assets measured at Fair Value Through Profit or Loss (FVTPL)

Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss in the period in which it arises, unless it arises from debt instruments that were designated at fair value or which are not held for trading. Interest income from these financial assets is included in 'Interest income' using the effective interest rate method.

C. INVESTMENT IN SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES (IND AS-28):-

The company has no investments in Equity of subsidiary companies, associate companies and joint venture company during the year 2022-23.

D. Other Equity Investments

The company has no investments in equity investments during the year 2022-23.

E. Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

xix) RESEARCH AND DEVELOPMENT EXPENDITURE:-

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss as and when incurred. Development costs are capitalised as an intangible asset if it can be demonstrated that the project is expected to generate future economic benefits. It is probable that these future economic benefits will flow to the entity and the costs of the asset can be measured reliably, else it is charged to the Statement of Profit and Loss but the company has no activity of Research & Development during the year 2022-23.

xx) USE OF ESTIMATES:-

The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in next financial years. Example of such estimates include provisions for doubtful debts, employee benefits, provision for income taxes, the useful lives of depreciable property, plant and equipments and provisions for impairment.

xxi) RECENT ACCOUNTING PRONOUNCEMENTS

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Fiscal and Capital Services Ltd.

Northlink Fiscal And Capital Services Limited**Notes to the Standalone Financial Statement for the year ended March 31, 2023**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023; as below:

Ind AS 1 – Presentation of Financial Statements –

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors – This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated this amendment and there is no impact on its standalone financial statements.

Ind AS 12 – Income Taxes –

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and off setting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement.

xxii) FINANCIAL RISK MANAGEMENT

The company exposure to credit risk is influenced by the individual characteristics of each customer and the concentration of risk from the top few customers. The gross carrying amount of a financial assets is written off (either partially or on full) when there is no realistic prospectus of recovery. The carrying value and the fair value of all the assets and liabilities are same. The provision for NPA account has been already made.

12. Earning Per Share

The following table reflects the profit and shares data used in the computation of basic and diluted earnings



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Notes to the Standalone Financial Statement for the year ended March 31, 2023

per share (EPS):

	(Amt. in '000')	
	As on 31.03.2023	As on 31.03.2022
(a) Profit after tax	582.90	172.92
Less: adjustments	0.00	0.00
Profit attributable to ordinary shareholders- for basic and diluted EPS	582.90	172.92
Net Nos:		
(b) Weighted average number of Ordinary Shares for basic EPS	5250000	5250000
Add: Adjustment for shares held in abeyance/Stock option	0	0
Weighted average number of Ordinary Shares and potential Ordinary Shares for diluted EPS	5250000	5250000
(c) Nominal value of Ordinary Share (Rs.)	10.00	10.00
(d) Basic earnings per Ordinary Share (Rs.)	0.11	0.03
(e) Diluted earnings per Ordinary Share (Rs.)	0.11	0.03

33. The Company routinely enters into transactions with the related parties in the ordinary course of business at market rates and terms. The detail of related party's transactions as per Accounting Standard "Related Party Disclosures" (IND AS - 24) is given as below.

A. Key Management personnel and relatives of key management personnel:-

1. Key Management Personnel:

- | | |
|-------------------------------------|---|
| i) Mrs. Anuradha Rani (CFO) | v) Sh. Inderjit Singh Jassal, Director |
| ii) Mrs. Shamli Madia, Mg. Director | vi) Sh. Gargee Sehgal, Director |
| iii) Sh. Sunil Dutt Madia, CEO | vii) Mr. Sahil Khurana, Company Secretary |
| iv) Sh. Bharat Soni, Directors | |

2. Relatives of Key Management Personnel

Sh. Sunny Madia, Mrs. Gauri Khanna, Mrs. Aarti Thapar, Mrs. Nitika Khanna, Mr. Vaidant Khanna, Aamir Thapar, Gautam Thapar, Gorang Thapar, Hardik Thapar, Sagarika, Sunil Dutt Madia HUF.

8. Associates Concerns:-

The company has provided the detail of those concerns with whom the transaction has been made during the year 2022-23.

Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

- i) New Sangeet Sec. School Trust
- ii) M/S Shivalik Spinning & Gen. Mills
- iii) Neel Associates
- iv) M/S Northlink Trading
- v) M/S Suril Dutt Media HUF
- vi) M/S B.A.S International
- vii) M/s Media Housing

TRANSACTION WITH RELATED PARTIES:-

(Amt. in '000')

Nature of Transactions During the year	Associate	Key Management Personnel	Relatives of Key Management Personnel
Remuneration	0.00 (0.00)	630.00 (630.00)	480.00 (480.00)
Sale of Goods & Fixed Assets	0.00 (361.00)	0.00 (0.00)	0.00 (0.00)
Loans Repaid by the Company	0.00 (0.00)	450.00 (0.00)	450.00 (0.00)
Interest Received	1290.22 (1197.00)	267.00 (309.00)	70.24 (32.00)
Loan given	1291.03 (19790.00)	0.00 (0.00)	8.00 (675.00)
Loan Received Back	7227.92 (19880.00)	0.00 (0.00)	8.00 (0.00)
Advance received O/S	0.00 (036.00)	0.00 (0.00)	0.00 (0.00)
Loan taken by the Company	0.00 (0.00)	1385.00 (0.00)	0.00 (0.00)

*Note :- Amount shown in brackets relates to previous year figures.

**NORTHLINK**

Fiscal and Capital Services Ltd.

Northlink Fiscal And Capital Services Limited**Notes to the Standalone Financial Statement for the year ended March 31, 2023****34. CONTINGENT LIABILITIES**

	(Amt. in '000')	
	AS ON	AS ON
	31.03.2023	31.03.2022
a. Claims against the company not acknowledged as debts	NIL	NIL
b. Contingent Liabilities not provided for	NIL	NIL
c. Estimated amount of contracts remaining to be executed	NIL	NIL

35. FOREIGN TRANSACTION

The company has not transacted any foreign transactions during the year 2022-23.

36. SEGMENT INFORMATION

The Company is primarily engaged in the business of financing which is considered to be the only reportable business segment as per Ind AS 108, Operating Segments. The Company operates primarily in India and there is no other geographical segment.

37. Registration obtained from other financial sector regulators:-

The Company is registered with the following other financial sector regulators:

- (a) Ministry of Corporate Affairs (MCA)
- (b) The Reserve bank of India
- (c) Central Registry of Securitisation Asset Reconstruction and Security Interest of India (CERSA)
- (d) CXYZ
- (e) National E-Governance Services Limited (Nesl)
- (f) Experian Credit Information Company of India Private Limited
- (g) Equifax Credit Information Services Private Limited
- (h) CRIF High Mark Credit Information Services Private Limited

38. The company has no amount outstanding towards MSME undertaking beyond 45 days.

39. Balance of FDR and BDI SAM and is subject to their confirmation from the respective bank.

40. The debit, credit balances and Status & activity of MSME are subject to their confirmation from respective parties.

(Amt. in '000')

Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

41. Break up value of exp. incurred on employees who:
- | | | | |
|--|-----|-----|--|
| (a) If employed for one or more than one full year were in receipt of remuneration which, in aggregate was not less than Rs. 5000 | NIL | NIL | |
| (b) if employed for a part of the year were in receipt of remuneration which, for any month of that year Was not less than Rs. 500 | NIL | NIL | |
42. As the net worth, sale and net profit of the company is less than the limits prescribed during the current year so section 135 of the Companies Act, 2013 regarding the Corporate Social Responsibility is not applicable to the company.
43. Previous year Figure have been regrouped and/or reclassified, wherever necessary.
44. The Company has no immoveable property held in the name of other than the company. Further neither any proceeding has been initiated nor pending against the company for holding any Benami property under the Benami transaction (Prohibition) Act, 1988 and rules made there under.
45. The company has no intangible assets so not revalued any intangible assets during the year 2022-23.
46. As required by competent authority, the company has trfd. 20% of the net profit before tax i.e. Rs. 80.53 (P.Y. 66.98) to the General Reserve/Statutory Reserve (Amt. in '000'). Further provision for standard assets /substandard (i.e. loans and advances.) at prescribed rates also has been made as per requirement of The Reserve Bank Of India.
47. As the company expects no credit loss, so no provision has been made for 2022-23. Further the provisions for NPA account has been made already. The company has also filed the suit against the borrower for recovery of loan, the decision of the court is pending.
48. No Provision for gratuity has been made for 2022-23.
49. The company has not borrowing from bank or financial institution on the basis of security of current assets during the year.
50. The company is not declared as willful defaulter by any bank or financial institutions or other lender.

Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

51. The company has not transacted any transaction with any Struck off companies during the year 2022-23.
52. The company has no such charges which is yet to be registered or satisfied beyond the statutory period.
53. The company has not made any arrangement in terms of section 230 to 237 of The Companies Act 2013 during the year under review.
54. The company has not traded or invested in Crypto Currency or Virtual Currency during the year under review.
55. There was no transaction relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessment under The Income Tax Act 1961.
56. The company has provided loans to the parties repayable on demand without specifying the terms & conditions of repayment of principal amount and interest.
57. **RATIO ANALYSIS**

The ratio analysis for the F.Y.2022-23 and 2021-22 along with the formula adopted is given below. The variation and the reason for the variation if in excess of 25% is also explained.

Sr.	PARTICULARS	NUMERATOR	DENOMINATOR	31.03.2023	31.03.2022	VARIATION
1.	Current Ratio	Current Assets	Current Liabilities	13.68	14.25	-4.00
2.	Debt Ratio	Total Debt	Shareholder Funds	1.68	6.94	71.55
3.	DSCR	net NPFCap	net liabilities	8.2	8.96	100.00
4.	Return on Equity Ratio	Net Income	Shareholder Equity	0.111	0.099	336.16
5.	Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	9.4	9.4	
6.	Trade Receivable Turnover Ratio	Net Credit Sale	Average Account Payable	9.4	9.4	
7.	Trade Payable Turnover Ratio	Net Credit Purchase	Average Account Payable	N/A	9.4	
8.	Net Capital Turnover Ratio	Total Sale	Shareholder Equity	N/A	N/A	
9.	Net Profit Ratio	Net Profit after Tax	Net Sale	11.89	8.12	272.25

**NORTHLINK**

Fiscal and Capital Services Ltd.

Northlink Fiscal And Capital Services Limited**Notes to the Standalone Financial Statement for the year ended March 31, 2023**

10.	Return on Capital Employed	Earning Before Interest & Tax	Capital Employed	0.17	0.28	-17.86
11.	Return on Investment	Net Return on Investment	Cost of Investment	0.37	0.29	734.48
12.	Capital or Risk Weighted Assets Ratio	Tier I Capital + Tier II Capital	Risk Weighted Assets	120.21	121.27	0.01
13.	Tier I Capital	Capital - Free Reserve		60090	58794	
14.	Tier II Capital	Debt		1339	853	
15.	Liquidity Coverage Ratio	High quality Liquid Assets	Total Net Cash Flow Amount	(1277.41)	206.01	649.04

Reason for variation:-

1. The variation in Debt Equity is due to the reason that total liabilities was considered during 2021-22.
2. The variation in DSCR is due to the reason that no installment was due in 2022-23.
3. Return on equity increase due to higher profit after tax during 2022-23 as compared to 2021-22.
4. The variation in N. P. ratio is due to higher profit during 2022-23 as compared to 2021-22.
5. The variation in Return on capital employed is due to low profit before int. & tax during 2022-23.
6. The variation in Return on Investments is due to higher profit after tax during 2022-23 as compared to 2021-22.
7. The variation in Liquidity coverage ratio is due to net outflow of cash during the year 2022-23.

58. **Liquidity Risk:-** The company has sufficient liquid assets to meet out the liquidity requirement.

59. CAPITAL AND CAPITAL ADEQUACY RATIO

The Company maintains an actively managed capital base to cover risks inherent in the business which includes issued equity capital, share premium and all other equity reserves attributable to equity holders of the Company. As an NBFC, the RBI requires us to maintain a minimum capital to risk weighted assets ratio ("CRAR") consisting of Tier I and Tier II capital of 15% of our aggregate risk weighted assets. Further, the total of our Tier II capital cannot exceed 100% of our Tier I capital at any point of time. The capital management process of the Company ensures to maintain a healthy CRAR at all the times.

60. Capital Management

**NORTHLINK**

Fiscal and Capital Services Ltd.

Northlink Fiscal And Capital Services Limited**Notes to the Standalone Financial Statement for the year ended March 31, 2023**

The primary objectives of the Company's capital management policy are to ensure that the Company complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder value. The Company manages its capital structure and makes adjustments to it according to changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, or issue capital. No changes have been made to the objectives, policies and processes from the previous years.

<u>Particulars</u>	(Amt. in '000)	
	As at <u>31 March 2023</u>	As at <u>31 March 2022</u>
Tier 1 capital	60090.00	59754.00
Tier 2 capital	1119.00	450.00
Total capital funds	61209.00	60204.00
Risk weighted assets	50919.00	49546.00
Common Equity Tier 1 capital ratio	118.02%	120.36%
Common Equity Tier 2 capital ratio	2.20%	0.91%
Total Capital Ratio	120.22%	121.27%

Regulatory capital consists of Tier 1 capital, which comprises share capital, share premium, retained earnings, reserves including the respective year's profit. The other component of regulatory capital is Tier 2 Capital, which includes subordinated debt.

The Company is meeting the capital adequacy requirements of the Reserve Bank of India (RBI) of India.

61. ADDITIONAL DISCLOSURE REQUIREMENT PRESCRIBED BY THE RESERVE BANK OF INDIA

The RBI vide the SBR disclosure guidelines has scribed certain minimum disclosure. The RBI encourage NBFC to provide comprehensive disclosure that would aid in the understanding of the financial position and performance of the Company.

Disclosure of details as required by RBI/2022-23/26 DOR.AC.CREC.No.20/22/04.018/2022-23 - Disclosures in Financial Statements Notes to Accounts of NBFCs dated April 19, 2022

EXPOSURE**a. Exposure to Real Estate Sector:**

Category	Current year	Previous Year
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Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

<i>i) Direct exposure</i>		
a) Residential Mortgages – Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure would also include non-fund based (NFB) limits.	0.00	0.00
b) Commercial Real Estate – Lending secured by mortgages on commercial real estate (office buildings, retail space, multipurpose commercial premises, multifamily residential buildings, multi tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits.	0.00	0.00
c) Investments in Mortgage-Backed Securities (MBS) and other securitized exposures –	0.00	0.00
i. Residential	0.00	0.00
ii. Commercial Real Estate		
<i>ii) Indirect Exposure</i>	0.00	0.00
Fund based and non-fund-based exposures on National Housing Bank and Housing Finance Companies.	0.00	0.00
Total Exposure to Real Estate Sector:	0.00	0.00

b. **EXPOSURE TO CAPITAL MARKET:** The company has no exposure in capital market.



NORTHLINK

Fiscal and Capital Services Ltd.

Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

c. SECTORAL EXPOSURE

Sectors	Current Year			Previous Year		
	Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector
1. Agriculture and Allied Activities	—NIL—	—NIL—	—NIL—	—NIL—	—NIL—	—NIL—
2. Industry						
I. MSME	4973.00	0.00	0.00	4034.87	0.00	0.00
II.						
Others						
Total of Industry (i+ii+...+Others)	4973.00	0.00	0.00	4034.87	0.00	0.00
3. Services						
I. Traders	27861.64	1020.00	3.66%	25713.00	1056.00	4.12
II. Educational	5830.46	0.00	0.00	8830.46	0.00	0.00
Others- Real Estate	867.47	0.00	0.00	547.75	0.00	0.00
Total of Services (i+ii+...+Others)	34552.57	1020.00	2.95%	32847.21	1056.00	3.21
4. Personal Loans						
I. Individual	3327.52	0.00	0.00	3251.62	0.00	0.00
II. HUF	90.00	0.00	0.00	0.00	0.00	0.00
Others						
Total of Personal Loans (i+ii+...+Others)	3417.52	0.00	0.00	3251.62	0.00	0.00



NORTHLINK

Fiscal and Capital Services Ltd.

Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

5. Others, if any (please specify)						

d. INTRA GROUP EXPOSURE

(Amount in ₹ '000')

Particulars	2022-23	2021-22
i) Total amount of intra-group exposures	16574.32	11826.38
ii) Total amount of top 10 intra-group exposures	16574.32	11826.38
iii) Percentage of intra-group exposures to total exposure of the NBFC on borrowers/customers	38.60 %	30.06 %
iv) Adv. for capital Goods	4800.00	4800.00

Note: The exposure includes the loans provided only to related parties including individual

e. UNHEDGED FOREIGN CURRENCY EXPOSURE

The company has no such exposure during 2022-23.

f. RELATED PARTY DISCLOSURE

A. Related Party Disclosure

F.Y. 2022-23

(Amount in ₹ '000')

Related Party	Parent (as per ownership or control)	Subsidiaries	Associates/ Joint ventures	Key Management Personnel	Relatives of Key Management Personnel	Others*	Total
	AS ON DATE FOR THE YEAR	AS ON DATE FOR THE YEAR	AS ON DATE FOR THE YEAR	AS ON DATE FOR THE YEAR	AS ON DATE FOR THE YEAR	AS ON DATE FOR THE YEAR	AS ON DATE FOR THE YEAR
Borrowings	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Deposits	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Placements of deposits	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Loan/ Advances	0.00	0.00	0.00	13246.81	16000.00	7432.51	7432.51

Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

Investments	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Purchase of fixed/oth assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Sale of fixed/other assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Interest paid	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Interest received	0.00	0.00	0.00	0.00	1290.22	1290.22	267.31	267.31	32.24	32.24	0.00	0.00	0.00	0.00
Others*	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Salary	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

B. Related Party Disclosure

F.Y. 2021-22

(Amount in ₹ '000')

Related Party	Parties with ownership or control		Subsidiaries		Associates/Joint ventures		Key Management Personnel ¹		Relatives of Key Management Personnel ²		Others ³		Total	
	AS ON 31.03.2022	AS ON 31.03.2021	AS ON 31.03.2022	AS ON 31.03.2021	AS ON 31.03.2022	AS ON 31.03.2021	AS ON 31.03.2022	AS ON 31.03.2021	AS ON 31.03.2022	AS ON 31.03.2021	AS ON 31.03.2022	AS ON 31.03.2021	AS ON 31.03.2022	AS ON 31.03.2021
Borrowings	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Deposits	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Placement of deposits	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Loan/Advances ⁴	0.00	0.00	0.00	0.00	1574.76	13812.22	7375.00	7375.00	676.52	676.52	0.00	0.00	10626.38	13963.54
Investments	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Purchase of fixed/other assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Sale of fixed/other assets	0.00	0.00	0.00	0.00	361.07	361.07	0.00	0.00	0.00	0.00	0.00	0.00	361.07	361.07
Interest paid	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00



NORTHLINK
Fiscal and Capital Services Ltd.

Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

Interest received	0.00	0.00	0.00	0.00	1196.25	1196.25	309.00	309.00	31.00	31.00	0.00	0.00	1537.01	1537.01
Others*														
Salary	0.00	0.00	0.00	0.00	0.00	0.00	630.00	630.00	460.00	460.00	0.00	0.00	1110.00	1110.00
Adv. Recd.					635.00	3360.50							635.00	3360.50

Notes:- 1. Advances includes all loan provided by the company.

2. Transaction related to directors are given in INR.

3. Transaction related to relatives of directors are given in the column of relatives of KMP.

4. Salary to Director/Director and other KMP are given in INR.

5. Loan from Mgt. Director/Director and Relatives of directors has been shown in Borrowings.

DISCLOSURE OF COMPLAINTS FROM CUSTOMERS

A) Disclosure of complaints

1) Summary information on complaints received by the NBFCs from customers and from the Offices of Ombudsman:

Sr. No	Particulars	Current Year	Previous Year
Complaints received by the NBFC from its customers			
1.	Number of complaints pending at beginning of the year	NIL	NIL
2.	Number of complaints received during the year	NIL	NIL
3.	Number of complaints disposed during the year	NIL	NIL
3.1	Of which, number of complaints rejected by the NBFC	NIL	NIL
4.	Number of complaints pending at the end of the year	NIL	NIL
Maintainable complaints received by the NBFC from Office of Ombudsman			
5.	Number of maintainable complaints received by the NBFC from Office of Ombudsman	N/A	N/A
5.1	Of 5. Number of complaints resolved in favour of the NBFC by Office of Ombudsman	N/A	N/A

Northlink Fiscal And Capital Services Limited

Notes to the Standalone Financial Statement for the year ended March 31, 2023

	5.2	OFS, number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman	N/A	N/A
	5.3	OFS, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	N/A	N/A
	5.4	Number of Awards unimplemented within the stipulated time (other than those appealed)	N/A	N/A

Note: Mandatory complaints need to be complaints on the grounds specifically mentioned in Integrated Ombudsman Scheme, 2021 (Previously The Ombudsman Scheme for Non-Banking Financial Companies, 2013) and General Order on the subject of the Act/issue.
 * It shall only be applicable to NBFCs which are included under The Reserve Bank of India (Integrated Ombudsman Scheme, 2021).

Scheme is applicable to NBFC which are authorized to accept deposits and having public interface with asset size of 100 Cror or above.

2) Top five grounds² of complaints received by the NBFCs from customers

Grounds of complaints, (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase/decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Of 5, number of complaints pending beyond 30 days
1	2	3	4	5	6
Current Year					
Ground - 1					
Ground - 2	NIL	NIL	NIL	NIL	NIL
Ground - 3	NIL	NIL	NIL	NIL	NIL
Ground - 4	NIL	NIL	NIL	NIL	NIL
Ground - 5	NIL	NIL	NIL	NIL	NIL
Others	NIL	NIL	NIL	NIL	NIL
Total					
Previous Year					
Ground - 1	NIL	NIL	NIL	NIL	NIL
Ground - 2	NIL	NIL	NIL	NIL	NIL
Ground - 3	NIL	NIL	NIL	NIL	NIL

**NORTHLINK**

Fiscal and Capital Services Ltd.

Northlink Fiscal And Capital Services Limited**Notes to the Standalone Financial Statement for the year ended March 31, 2023**

Ground-4	NIL	NIL	NIL	NIL	NIL
Ground-5	NIL	NIL	NIL	NIL	NIL
Others	NIL	NIL	NIL	NIL	NIL
Total					

62. APPROVAL OF FINANCIAL STATEMENTS

The finance statements were approved for issue by the Board of Directors on 30.05.2023.

63. Note No.1 to 63 pertaining to the Balance Sheet and statement of Profit & Loss form an integral part of the accounts.

For & on Behalf of the Board of Directors

For PARMOD G GUPTA & ASSO.
CHARTERED ACCOUNTANTS
(FIRM'S REG. NO. 01887001)

Sd/- Sd/- Sd/-
[SHAMLI MARIA] [SUNIL DUTT MARIA] [ANURADHA RANI]
MG. DIRECTOR CEO (KMP) CFO (KMP)
DIN:02615048 PAN: AAXPM2719D PAN: AONPR6359N

Sd/-
[PARMOD GUPTA]
PARTNER
M. NO. 096109

Sd/-
SAHIL KHURANA
COMPANY SECRETARY

Place: LUDHIANA
Dated: 30.05.2023



NORTHLINK FISCAL AND CAPITAL SERVICES LIMITED

CIN: L65921PB1994PLC015365

Regd. Office: 86 Mall Road, Civil Lines, Ludhiana (Pb)-141001

ATTENDANCE SLIP

Member's Folio No. _____

Client ID No. _____

DP ID No. _____

Name of the Member _____

Name of Proxy holder _____

No of shares held _____

I hereby record my presence at the 29th Annual General Meeting of the Company held on Saturday, 30.09.2023 at 11.00 A.M. at the Registered Office of the Company at 86 Mall Road, Civil Lines, Ludhiana (Pb)-141001

Signature of Member/Proxy

Notes:-

1. Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the meeting hall.

NO GIFTS/COUPONS SHALL BE DISTRIBUTED AT THE MEETING



NORTHLINK
Fiscal and Capital Services Ltd.

Form No. MGT-11

Proxy form

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

CIN	L65921PB1994PLC015365
Name of Company	Northlink Fiscal and Capital Services Limited
Registered Office	86 Mall Road, Civil Lines, Ludhiana (Pb.)-141001

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

I/We being the member of _____ shares of above mentioned company, hereby appoint

Name		Email ID	
Address		Signature	

Or failing him,

Name		Email ID	
Address		Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on Saturday 30.09.2023 at 86 Mall Road, Civil Lines, Ludhiana (Pb.)-141001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Nos.

1. To consider and adopt the audited financial statements of the company for the financial year ended March 31, 2023 (Ordinary Resolution)
2. To appoint Director in place of Mr. Shamli Madia (DIN: 02915046), who retires by rotation and bring eligible, offers himself for re-appointment. (Ordinary Resolution)
3. To Appoint M/s K R Aggarwal & Associates, Chartered Accountants as Statutory Auditors of the Company
4. To re-appoint Mr. Gargee Sehgal as Non-Executive Non-Independent Director of the Company
5. To re-appoint Mr. Shamli Madia as a Managing Director of the Company
6. To Approve Related Party Transaction

Affix Re. 1/-
Revenue Stamp Here

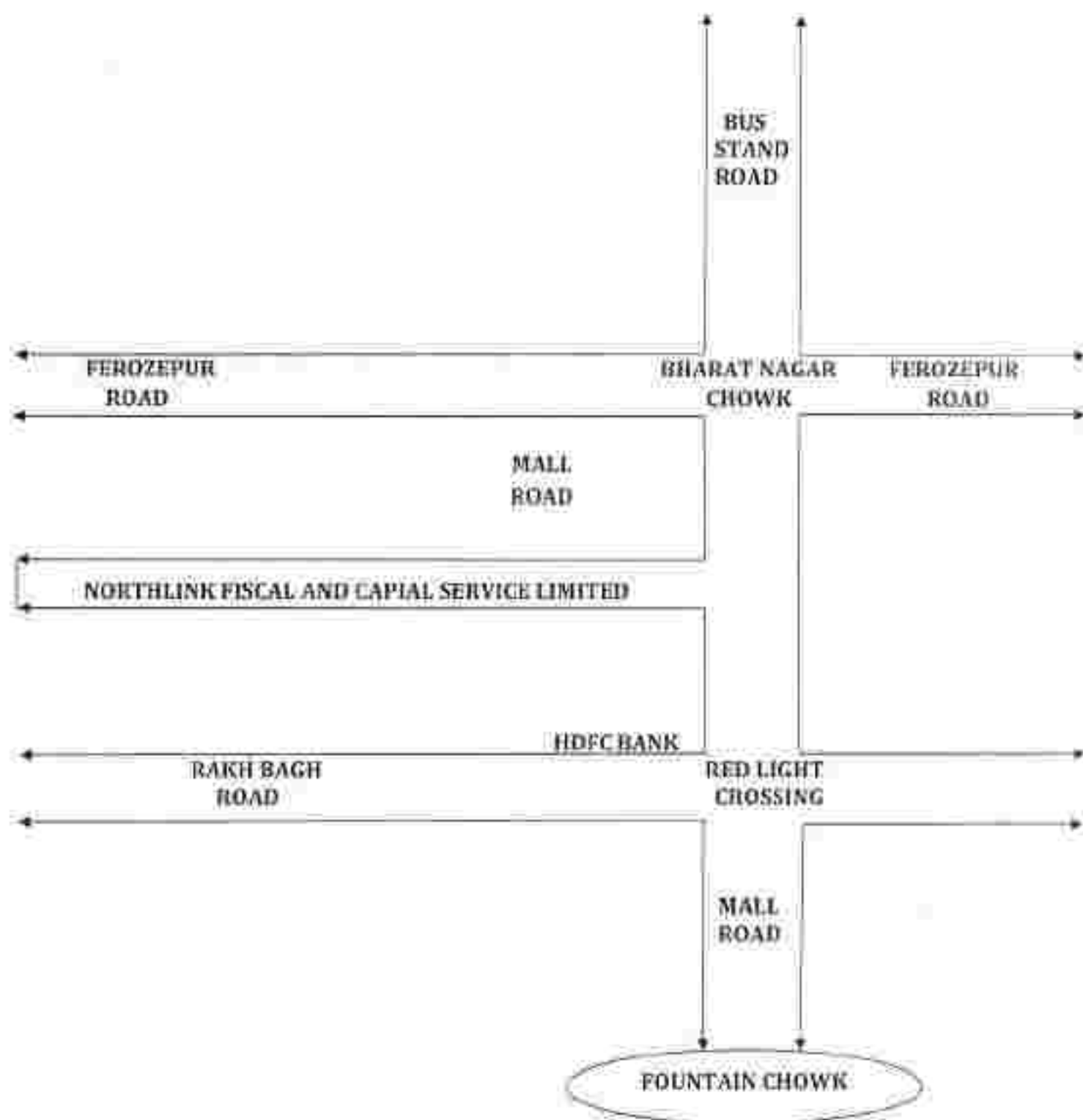
Signed this _____ (Date)

Signature of Shareholder _____

Signature of Proxy holder(s) _____

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

VENUE OF ANNUAL GENERAL MEETING



NOTES

