

CITY GOLD CREDIT CAPITAL LIMITED

REGD.OFFICE: 555, 5th Floor, LSE Building, Feroze Gandhi Market, Ludhiana-141001

CIN: L65921PB1993PLC013595

www.citygoldcreditcapitallimited.com

Ref.No.....

Dated.....

Date: 08/09/2025

To

HEAD-LISTING & COMPLIANCE

METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED (MSEI),

Building A, Unit 205-A, 2nd

Floor, Piramal Agastya

Corporate Park,

L.B.S Road, Kurla West, Mumbai – 400070

Ref.: Scrip Code- CITYGOLD

Sub: Submission of Annual Report of the Company for the Financial Year 2024-2025 pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

Dear Sir(s),

In terms of Regulation 34(1) of the Listing Regulations, please find enclosed the Annual Report for the Financial Year 2024-2025 along with the Notice of the Annual General Meeting being dispatched to shareholders of the Company through electronic mode whose e-mail addresses are registered with the Company / Depository Participants / Registrar and Transfer Agent.

The 32nd Annual General Meeting ('AGM') of the Company will be held on Tuesday, 30th September, 2025 AT 02.00 P.M. through Video Conference / Other Audio Visual Means, in accordance with the General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 02/2022 dated May 5, 2022 and General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ('MCA'), and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and further SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023 issued by the Securities and Exchange Board of India ('SEBI').

The Annual Report of the Company is also available on the website of the Company at <http://www.citygoldcreditcapitallimited.com/>. Kindly take the aforesaid information on record in compliance of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We request you to kindly take the above on your record. Thanking You

For City Gold Credit Capital Limited

VINIT TARUNKUMAR
BRAHMBHATT

Digitally signed by VINIT
TARUNKUMAR BRAHMBHATT
Date: 2025.09.08 13:16:16 +05'30'

Vinit Tarunkumar Brahmbhatt
CFO

CORPORATE OFFICE '467, Ludhiana Stock Exchange Building, Ludhiana-141001

Ph:0161-4062614, 0161-4642238, E-mail:cgcl1993@gmail.com

CITYGOLD CREDIT CAPITAL LIMITED

32ND Annual Report

2024-2025

Registered Office: Room No. 555, 5th Floor, LSE Building, Feroze Gandhi Market, Ludhiana-141001 (PB).

CORPORATE INFORMATION

BOARD OF DIRECTOR

Managing Director Nitin Minocha
Independent Director Sandeep Sahu
Kanika Kabra

BANKERS

Bank of Baroda,
Pakhawal Road, Ludhiana-141001(PB).

Federal Bank,
Feroze Gandhi Market, Ludhiana-141001(PB).

Chief Financial Officer Vinit Tarunkumar
Brahmbhatt

STATUTORY AUDITORS

Parshotam & Associates.
Chartered Accountant,
10-B, Udham Singh Nagar, Civil Lines,
Ludhiana-141001 (PB).

REGISTERED OFFICE Room No. 555,
5th Floor, LSE
Building, Feroze
Gandhi Market,
Ludhiana-141001
(PB).

REGISTRAR & SHARE TRANSFER AGENTS

M/s Link Intime India Private Limited C-
13, Pannalal Silk Mills Compound,
LBS Marg, Bhandup (West) Mumbai-400078.

Noble Heights, 1st Floor, Plot No. NH-2, LSC,
C-1 Block, Near Savitri Market, Janakpuri, New
Delhi – 110058.
Ph:- 011 – 4941100, 41410592/93/94
Fax:- 011 – 41410591
e-mail :- delhi@linkintime.co.in

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Day : Tuesday	Notice	03
Date: 30th September, 2025	Directors' Report	20
Time: 02.00 P.M.	Management Discussion & Analysis Report	37
Place: through VC deemed to be held at registered office at # 555, 5th Floor, LSE Building, Feroze Gandhi Market, Ludhiana-141001.	Corporate Governance Report	41
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GO GREEN APPEAL TO SHAREHOLDERS

Dear Shareholder, we request you to share your email address, so that Annual Report and other communications may be sent electronically. Your Concerned e-mail address may be communicated at info@linkintimerta.com or delhi@linkintime.co.in

SAVE TREES SAVE EARTH

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 32nd ANNUAL GENERAL MEETING OF THE MEMBERS OF CITYGOLD CREDIT CAPITAL LIMITED WILL BE HELD ON TUESDAY, 30TH DAY OF SEPTEMBER, 2025 AT 02.00 P.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO VIDEO MEANS (VC/OAVM), TO TRANSACT THE FOLLOWING BUSINESS(S):

ORDINARY BUSINESS:

- 1. TO CONSIDER AND ADOPT (A) THE STANDALONE AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON; FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025,**

To Consider And If Thought Fit, To Pass The Following Resolutions With Or Without Modifications, If Any As Ordinary Resolutions:

“RESOLVED THAT the Audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

“RESOLVED FURTHER THAT Vinit Kumar Brahmbhatt, CFO or any of the Directors of the company be and are hereby authorized, as the case may be, and file necessary form(s) with concerned ROC, to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution.”

- 2. APPOINTMENT OF SSRV & ASSOCIATES STATUTORY AUDITOR OF THE COMPANY IN PLACE OF M/S. PARSHOTTAM & ASSOCIATES STATUTORY AUDITOR OF THE COMPANY:**

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

“RESOLVED THAT pursuant to Sections 139, 142 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) SSRV & Associates Chartered Accountants (FRN No. 135901W), be and is hereby appointed as the Statutory Auditors of the Company in place of M/s. Parshottam & Associates, Chartered Accountants (FRN No 002791N), commencing the appointment of M/s. SSRV & Associates, Chartered Accountants (FRN No. 135901W) from the conclusion of this 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting schedule to be held in the year 2030 at a remuneration to be fixed by the Audit Committee and/or Board of Directors of the Company, in addition to the reimbursement of applicable taxes and actual out of pocket and travelling expenses incurred in connection with the audit.

“RESOLVED FURTHER THAT any of the Directors of the company be and are hereby authorized, as the case may be, and file necessary form(s) with concerned ROC, to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution.”

SPECIAL BUSINESS:

- 3. AUTHORISATION UNDER SECTION 186 OF COMPANIES ACT, 2013:**

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

“RESOLVED THAT in supersession to all resolutions passed earlier pursuant to the provisions of Section 186 of the

Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force), if any, consent of the shareholders of the Company be and is hereby accorded to (a) give any loan to any person(s) or other body corporate(s) ; (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s); and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs. 25.00 (Rupees Twenty-Five Crores Only) outstanding at any time, notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above, Directors and CFO of the Company, be and are hereby severally authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

“RESOLVED FURTHER THAT the approval of shareholders for granting loan and investment and giving guarantee by company u/s. 186 of the companies act, 2013 shall be valid for a period of 5 years i.e. w.e.f. 1st April, 2025 to 31st March, 2030.”

4. AUTHORISATION UNDER SECTION 180 OF THE COMPANIES, ACT, 2013:

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

“RESOLVED THAT in supersession to all resolutions passed earlier pursuant to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or anybody corporate/ entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of Rs. 25.00 crores (Rupees Twenty-Five Crores Only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.”

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

“RESOLVED FURTHER THAT the approval of shareholders for Increase in Borrowing Powers u/s. 180(1) (c) of the Companies Act, 2013 shall be valid for a period of 5 years i.e. w.e.f. 1st April, 2025 to 31st March, 2030.”

5. APPOINTMENT OF SECRETARIAL AUDITOR

To consider and if thought fit, pass the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder and pursuant to Regulation 24A (1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. B K Pradhan & Associates, Practising Company Secretaries be and are hereby appointed as Secretarial Auditors of the Company for a term of 5 (five) consecutive financial years commencing from FY 2025-2026 to FY 2029-30.

RESOLVED FURTHER THAT the Secretarial Auditors shall be paid remuneration as may be finalized by the Board with mutual consent between both parties for Secretarial Audit.

6. INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 13, 61(1)(a), 64 and all other applicable provisions of the as amended, (including any statutory modification(s) or re-enactment thereof for the time being in force) ('Companies Act') and the Articles of Association of the Company, approval of the Members be and is hereby accorded to increase, the Authorized Share Capital of the Company from Rs. 3,50,00,000 (Rupees Three Crores Fifty Lacs Only) divided into 35,00,000 (Thirty Five Lacs) Equity Shares of Face Value of Re. 10/- (Rupee Ten Only) each to Rs. 11,00,00,000 (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crores Ten Lakhs) Equity Shares of Face Value of Re 10/- (Rupee Ten Only) each."

"RESOLVED FURTHER THAT any of the director of the company be and is hereby authorized to all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms with the registrar of companies in order to give effect to the above resolution."

7. ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 (including any Statutory modification or re-enactment thereof for the time being in force), approval of the Members be and is hereby accorded to substitute the existing Clause V of the Memorandum of Association of the Company by the following:

V. "The Authorized Share Capital of the Company is Rs 11,00,00,000 (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crores Ten Lakhs) Equity Shares of Face Value of Re 10/- (Rupee Ten Only) each."

"RESOLVED FURTHER THAT any of the director of the company be and is hereby authorized to do all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms with the registrar of companies in order to give effect to the above resolution."

8. APPOINTMENT OF MS. JAYA BHUSHAN NIVALOKAR (DIN-11269712) AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR

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

"RESOLVED THAT in accordance with, the provisions of sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015, Ms. Jaya Bhushan Nivalkar (DIN: 11269712), who was appointed by the Board of Directors on the recommendation of Nomination and Remuneration Committee as an Additional Director (Non-Executive, Non-Independent) of the Company with effect from 30th August, 2025 and who holds office up to the date of ensuing Annual General Meeting of the Company in terms of section 161 of the Act and in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Director (Non-Executive, Non-Independent) of the Company and whose office shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and to delegate all or any of its powers herein conferred to any Director, CFO or any other officer(s) of the Company”

**By Order of the Board
For Citygold Credit Capital Limited**

sd/-

Vinit Tarunkumar Brahmbhatt

CFO

Place:- Mumbai

Date:- 06.09.2025

NOTES:

- 1) The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed with the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and latest being 09/2023 dated September 25, 2023 ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities Exchange Board of India ("SEBI Circular") prescribing the procedures and manner of conducting the Annual General Meeting through VC/OVAM. In terms of the said circulars, the 32nd Annual General Meeting ("AGM") of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/ OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is available in Notes to the AGM.
- 2) For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.
- 3) The deemed venue for 32nd AGM shall be the Registered Office of the Company at Room No. 555, 5th Floor, Lse Building Feroze Gandhi Market, Ludhiana, Punjab, India, 141001
- 4) Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 5) Institutional/Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer by email through its registered email address to bkpradhan21@gmail.com with a copy marked to evoting@nsdl.co.in.
- 6) Brief details of the directors, who are being re-appointed, are annexed hereto as per requirements of regulation 36(3) of the SEBI Listing Regulations and as per provisions of the Act.
- 7) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
- 8) Pursuant to section 91 of the Companies Act, 2013 The Register of Members and the Transfer Book of the Company will remain closed from 23/09/2025 to 30/09/2025(both days inclusive).
- 9) The Securities & Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form, are, therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat

Account. Members holding their shares in Physical Form can submit their PAN details to the share transfer agent (MUFG Intime India Private Limited) of the Company.

- 10) Members are requested to notify immediately any change in their address details to the Company's Registrar and share transfer agents for shares held in demat/physical form at MUFG Intime India Private Limited., at Noble Heights, 1st floor, Plot No NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi - 110058.
- 11) Pursuant to the provisions of Sections 101 and 136 of the Act read with 'The Companies (Accounts) Rules, 2014 electronic copy of the Annual Report for financial year 2024-2025 along with Notice of 32nd Annual General Meeting of the company is being sent to all the members whose email id is registered with the Registrar/Depository Participant(s). Members may note that the Notice and Annual Report for F.Y. 2024-2025 will also be available on the Company's website at <http://www.citygoldcreditcapitallimited.com/> website of the stock exchanges i.e., MSEI Limited (Metropolitan Stock Exchange of India Limited at <https://www.msei.in/>, Notice and Annual Report is also available on the website of NSDL (agency for providing the Remote e -Voting facility) i.e. www.evoting.nsdl.com.

To receive communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. In case of shares held in physical form, members are advised to register their e-mail address with RTA MUFG Intime India Private Limited. Members may also note that the Notice of the 32nd Annual General Meeting and the Annual Report for 2024-2025 will also be available on the Company's website <http://www.citygoldcreditcapitallimited.com/>, website of the stock exchanges i.e., MSEI Limited at <https://www.msei.in/>, Notice and Annual Report is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com which can be downloaded from the site.

- 12) SEBI vide its notification dated 8 June 2018 as amended on 30 November 2018, has stipulated that w.e.f. 1 April 2019, the transfer of securities (except transmission or transposition of shares) shall not be processed, unless the securities are held in the dematerialized form, Members who still hold share certificates in physical form are advised to dematerialize their shareholding to also avail of numerous benefits of dematerialization, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
- 13) In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the e-AGM. All the work related to share registry in terms of both physical and electronic are being conducted by Company's Registrar & Transfer Agent, MUFG Intime India Private Limited., at Noble Heights, 1st floor, Plot No NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi - 110058. The Shareholders are requested to send their communication to the aforesaid address or via email at vishal.dixit@in.mpms.muvg.com
- 14) Members, who would like to express their views or ask questions during the e-AGM will have to register themselves as a speaker may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at cgcl1993@gmail.com and mark cc to RTA @ vishal.dixit@in.mpms.muvg.com during the period starting from 23rd September, 2025 (from 9.00 a.m.) to 25th September, 2025 (up to 5.00 p.m.). Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the e-AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the e-AGM. Please note that only questions of the members holding the shares as on cut-off date will be considered.
- 15) Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.
- 16) In case a person becomes a member of the Company after dispatch of e-AGM Notice, and is a member as on the cut-off date for e-voting, i.e., Tuesday, 23rd September, 2025, such person may obtain the user id and password from RTA by email request on vishal.dixit@in.mpms.muvg.com

- 17) Brief details of the Directors, who are seeking appointment / re-appointment, are annexed hereto as per the requirements of the Companies Act, 2013 and Regulation 36(3) Of the Listing Regulation, 2015.
- 18) Members holding the equity shares under multiple folios in identical order of names are requested to consolidate their holdings into one folio.
- 19) Members are requested to send all communications relating to shares, unclaimed dividend, change of address etc. to the Registrar and Share Transfer Agents at the following address: MUFG Intime India Private Limited., at Noble Heights, 1st floor, Plot No NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi - 110058. Tel: 011 – 49411000, Email: vishal.dixit@in.mpms.mufig.com if the shares are held in electronic form, then change of address and change in the Bank Accounts etc. should be furnished to their respective Depository Participants.
- 20) Members who have not yet registered their e-mail address with the Company or their respective Depository are requested to do so. In the context of General Meeting through VC/OAVM, availability of email id of shareholders will play key role for sending notice or other important communication to shareholders. Hence, MUFG Intime India Private Limited. is offering the facility for all shareholders (physical as well as demat) to update their email id with it for sending the notice of AGM and annual report. The facility for updating of e-mail id of the shareholders shall be available on their website <https://in.mpms.mufig.com> and the same can be updated by shareholders any time during the year.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

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 NSDL/RTA email id evoting@nsdl.co.in; vishal.dixit@in.mpms.mufig.com; Tel. No. 022-23010771 / 49614132.
2. For Demat shareholders, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to NSDL/RTA email id evoting@nsdl.co.in; vishal.dixit@in.mpms.mufig.com; Tel. No. 022-23010771 / 49614132.

PROCEDURE AND INSTRUCTION OF E-VOTING

In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Listing Regulations, 2015, the Company provides to its members, the facility to exercise their right to vote on resolutions proposed to be considered at the 32nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The facility for voting through E-voting shall also be made available at the AGM and the members attending the meeting shall be able to exercise their right to vote at the meeting through e-voting in case they have not casted their vote by remote e-voting.

The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

1. pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 05, 2022 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be

held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing 32nd AGM through VC/OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this 32nd AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the 32nd AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the 32nd AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the 32nd AGM through VC/OAVM will be made available for 100 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the 32nd AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the 32nd AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 32nd AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the 32nd AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the 32nd AGM has been uploaded on the website of the Company at <http://www.citygoldcreditcapitallimited.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. MSEI Limited at <https://www.msei.in> and the 32nd AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. 32nd AGM being convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, MCA Circular No. 2/2021 dated January 13, 2021, MCA Circular No. 2/2022 dated May 05, 2022, No. 10/2022 dated December 28, 2022 and latest being 09/2023 dated September 25, 2023

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

The remote e-voting period begins on 27th September, 2025 at 09:00 A.M. and ends on 29th September, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. 23rd September, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2025.

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

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





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in

demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e- Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e- Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID(i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration
	<ol style="list-style-type: none"> Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e- Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 022-23058738 or 022-23058542-43

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
 2. Select "EVEN NO 137100" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
 3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to bkpradhan21@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cgcl1993@gmail.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (cgcl1993@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the 32nd AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the 32nd AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e- Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the 32nd AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE 32nd AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the 32nd AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e- Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

D) General Instructions:

- i. The Board of Directors has appointed Balkrishna Pradhan proprietor of M/s. B K Pradhan & Associates, Practicing Company Secretary (Membership No. F-8879), has been appointed as the Scrutinizer to the e-voting process, and voting at the e-AGM in a fair and transparent manner.

The Chairman shall formally propose to the members participating through VC/OAVM facility to vote on the resolutions as set out in the Notice of the 32nd e-AGM and announce the start of the casting of vote through the e-voting system of NSDL <https://www.evoting.nsdl.com>.

- i. The Scrutinizer shall, immediately after the conclusion of voting at the e-AGM, first count the votes cast at the meeting, thereafter unblock the votes through e-voting and make a Scrutinizers' report of the total votes cast in favour or against, if any, to the Chairman or in his absence Vice-Chairman of the Company.
- ii. The scrutinizer shall submit his report to the Chairman or Vice-Chairman of the Company, as the case may be, who shall declare the result of the voting. The results declared along with the scrutinizer's report shall be placed on the Company's website <http://www.citygoldcreditcapitallimited.com/> and on the website of NSDL <https://www.evoting.nsdl.com>. And shall also be communicated to the stock exchanges. The resolutions shall be deemed to be passed at the e-AGM of the Company on which the requisite votes will be given by members in favor of Resolution.
- iii. The Results declared along with the report of the Scrutinizer will be placed on the website of the Company <http://www.citygoldcreditcapitallimited.com/> and on the website of NSDL immediately after the declaration of results by the Chairman or by a person duly authorized. The results shall also be immediately forwarded to the MSEI Limited, where the equity shares of the Company are listed.
- iv. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to RTA at vishal.dixit@in.mpms.mufg.com or NSDL at evoting@nsdl.co.in

v. Members, who would like to express their views or ask questions during the e-AGM will have to register themselves as a speaker may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at cgccl1993@gmail.com and mark cc to RTA @ vishal.dixit@in.mpms.mufg.com during the period starting from 23rd September, 2025 (from 9.00 a.m.) to 25th September, 2025 (up to 5.00 p.m.). Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the e-AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the e-AGM. Please note that only questions of the members holding the shares as on cut-off date will be considered.

EXEMPTION FROM REQUIREMENT OF DISPATCHING THE PHYSICAL COPIES OF THE ANNUAL REPORT:

MCA has vide [General Circular no. 17/2020 dated 13th April, 2020](#) and further Vide General Circular No. 02/2021 dated 13th January, 2021 and has relaxed the requirements of sending notices required in terms of Section 101 read with Rule 19 of the Companies (Management and Administration) Rules, 2014. In similar lines, it is requested to exempt the companies from the requirements of the dispatch of the annual reports in physical form as envisaged under Sections 136 of the Companies Act, 2013 and rules framed thereunder.

According to the Circular of MCA the company will sent Notice of AGM and Annual Report to all the members through email registered with the records of the company and company request to the members whose email id is not registered in the records of Company/RTA they should get register their email id with Company/RTA, the members whose Email Id is not registered with company/RTA can download the copy of AGM Notice and Annual Report from Website of the Company. The company will also provide link of the same in the newspaper publication of the notice calling AGM.

HOLDING OF THE ANNUAL GENERAL MEETING ('AGM') THROUGH VC/OAVM FACILIT:

In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5th May 2020 read with circulars dated 8th April 2020, 13th April 2020, 13th January, 2021, 5th May, 2022, 28th December, 2022 and 25th September, 2023 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12th May 2020 read with 15th January, 2021, 13th May, 2022, 05th January, 2023 and 07th October, 2023 permitted holding of the annual general meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM hereinafter called as 'e-AGM'.

The Company has already embarked on this initiative and proposes to send documents including Annual Reports in electronic form to the Members on the email address provided by them to the R&T Agent/the Depositories.

The Members whose email Id is not Registered with the Company are requested to intimate/update their email address to the Company/R&T Agent, those members whose email id is not registered with company can sent a request to the Company/RTA to send copy of the annual report and notice of AGM through email as per the Circular of MCA for annual report and notice of AGM which is available on the Company's Website members can download the same from website

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

ITEM NO. 2 APPOINTMENT OF M/s. A K KOCCHAR & ASSOCIATES AS STATUTORY AUDITOR OF THE COMPANY IN PLACE OF M/S. DASSANI & ASSOCIATES

M/s. Parshotam & Associates, Chartered Accountant the existing Statutory Auditors of the Company were appointed as Auditors of the Company by the Members to hold the office from the conclusion of the 29th Annual General Meeting till the conclusion of 34th Annual General Meeting of the Company. However M/s. Parshotam & Associates have tendered their resignation as Statutory Auditor of the Company due to their pre-occupancy.

Accordingly, The Board of Directors at its meeting held on 06th September, 2025, and after considering the recommendations of the Audit Committee, has recommended the appointment of M/s. SSRV & Associates, Chartered Accountants, (FRN No 135901W), as the Statutory Auditors of the Company for approval of the members. The proposed Auditors shall hold office for a period of five consecutive terms from the conclusion of the 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company.

M/s. SSRV & Associates, Chartered Accountants, have consented to the aforesaid appointment and confirmed that their appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013. They have further confirmed that they are not disqualified to be appointed as the Statutory Auditors in terms of the Companies Act, 2013 and the rules made there under.

Pursuant to Section 139 of the Companies Act, 2013, approval of the members is required for appointment of the Statutory Auditors by means of an ordinary resolution. Accordingly, approval of the members is sought for appointment of M/s. SSRV & Associates Chartered Accountants as the Statutory Auditors of the Company.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution no. 2.

ITEM NO. 3 AUTHORISATION UNDER SECTION 186 OF THE COMPANIES ACT, 2013

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 25 Crores, as proposed in the Notice.

The above proposal is in the interest of the Company and the Board recommends the Special Resolution as set out at Item No.3 for approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item no. 3 of the accompanying notice.

ITEM NO. 4 AUTHORISATION UNDER SECTION 180(1) (c)OF THE COMPANIES ACT, 2013

In supersession to all the resolutions earlier, the Board of Directors in their Meeting held on 06th September, 2025 authorised to borrow monies (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) from time to time on behalf of the Company amount in excess of aggregate of the Paid up Share Capital and free reserves but not exceeding Rs 25.00 crores (Rs. Twenty Five Crores Only).

Section 180(1) (c) of the Companies Act, 2013, provides that the Board of Directors of a Company shall not borrow money in excess of the aggregate of Paid up Share Capital and free reserves without the consent of the Members

of the Company is accorded by a Special Resolution.

The Board of Directors feels that it may be necessary for the Company to raise further monies from various sources which may exceed aggregate of Paid up Share Capital and free reserves.

Accordingly the Special Resolution as set out in item No. 4 of the Notice is proposed for approval of Members. None of the Directors, Key Managerial Personnel and their relative is concerned or interested in the resolution.

ITEM NO.5: APPOINTMENT OF SECRETARIAL AUDITOR

Securities and Exchange Board of India (SEBI) vide its circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December 2024 has inserted new regulation 24A(1a) which inter-alia states that a person shall be eligible for appointment as a Secretarial Auditor of the listed entity only if such person is a Peer Reviewed Company Secretary and has not incurred any of the disqualifications as specified by the Board. Peer Reviewed Company Secretary means a Company Secretary in practice, who is either practicing individually or as a sole proprietor or as a partner of a Peer Reviewed Practice Unit, holding a valid certificate of peer review issued by the Institute of Company Secretaries of India.

Further, a listed entity shall appoint or re-appoint: (i) an individual as Secretarial Auditor for not more than one term of five consecutive years; or (ii) a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in its Annual General Meeting.

The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment of M/s. B K Pradhan & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company for a period of 5(five) years from Financial Year 2025-26 upto Financial Year 2029-30 at such fees as may be decided by the Board/ authorized officials of the Board from time to time.

Accordingly, the consent of the Shareholders is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for appointment and remuneration payable to the Secretarial Auditors for the Financial Year 2025-26.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice. Accordingly, the Board recommends the resolution as set out in Item No.5 of the Notice for approval of the Shareholders.

ITEM NO.6 & 7: INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

Your Board at its meeting held on 30th August, 2025 subject to the approval of the shareholders, and receipt of such other statutory/regulatory approvals, as may be required, has proposed to increase the Authorised Capital of the Company by addition of Rs. 7,50,00,000/- (Rupees Seven Crores Fifty Lacs Only) in the Authorised Capital of the company i.e. from Rs. 3,50,00,000 (Rupees Three Crores Fifty Lacs Only) divided into 35,00,000 (Thirty Five Lacs) Equity Shares of Face Value of Re. 10/- (Rupee Ten Only) each to Rs. 11,00,00,000 (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crores Ten Lakhs) Equity Shares of Face Value of Re. 10/- (Rupee Ten Only) each.

Considering the requirements of funds and, it is therefore considered necessary to increase the Authorized Share Capital of the Company from present Authorised Capital of Rs. Rs. 3,50,00,000 (Rupees Three Crores Fifty Lacs Only) divided into 35,00,000 (Thirty Five Lacs) Equity Shares of Face Value of Re. 10/- (Rupee Ten Only) each to Rs. 11,00,00,000 (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crores Ten Lakhs) Equity Shares of Face Value of Re. 10/- (Rupee Ten Only) each. by creation of additional Rs. 7,50,00,000/- (Rupees Seven Crores Fifty Lacs Only) divided in to 75,00,000 (Seventy Five Lacs) Equity Shares of Re. 10/- each.

The Proposed resolution under this item No. 6&7 seeks to obtain Members' approval to alter Clause V as mentioned in the Memorandum of Association of the Company. The proposed increase in the Authorized Share Capital requires the approval of Members. Consequent upon increase in the Authorized Share Capital, the Capital Clause of Memorandum of Association will require alteration so as to reflect the increased Authorized Share

Capital.

The proposed Resolution is in the interest of the Company and your Directors recommend the same for your approval.

Copy of the Altered Memorandum and Articles of Association of the Company with the proposed amendment will be available for inspection by the Members at the Registered Office of the Company during business hours on all working days between 11:00 A.M. to 01:00 P.M. until the date of last day of E-voting i.e.30th September, 2025.

None of the Directors, Key Managerial Personnel or their relatives thereof, is in any way, interested or concerned in the proposed Resolutions at Item No. 6&7 of the Notice except to the extent of their shareholding.

ITEM NO. 8: APPOINTMENT OF MS. JAYA BHUSHAN NIVALKAR AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR

Pursuant to section 149, 152 and 161 of the Companies Act, 2013 and Articles of Association of the Company, the Board of Directors at their meeting held on 30th August, 2025, based on the recommendation of Nomination and Remuneration Committee and subject to approval of members, approved appointment of Ms. Jaya Bhushan Nivalkar (DIN: 11269712), as an Additional Director (Non-Executive, Non-Independent) of the Company, with effect from 30th August, 2025. The Company has received following statutory disclosures / declarations:

- (i) Form DIR-8 – intimating the Company that she stands free from any disqualification, under section 164(1) and 164(2) of the Act;
- (ii) Declaration that she is not debarred from holding the office of director by virtue of any SEBI Order or any other such authority and given her consent to act as Director of the Company;
- (iii) A notice in writing by a member proposing her candidature under section 160(1) of the Act;
- (iv) Form MBP-1 – disclosing her concerns or interests in other company(ies) in terms of section 184(1) of the Act.

The Board noted that Ms. Jaya Bhushan Nivalkar having a rich experience in in financial reporting, taxation, statutory compliance, and audit management. Expertise in the preparation and analysis of financial statements in compliance with Ind AS and SEBI regulations as more particularly set forth in her profile below. Accordingly, the Board is of the view that her extensive understanding in finance would add value and provide meaningful insights to the Company.

Further, the Board on recommendation of Nomination and Remuneration Committee has determined that the appointment of Ms. Jaya Bhushan Nivalkar would be beneficial to the Company.

Ms. Jaya Bhushan Nivalkar is not inter-se related to any other Director or Key Managerial Personnel of the Company. She does not hold equity shares of the Company by herself or on a beneficial basis.

Except Jaya Bhushan Nivalkar being an appointee, none of the Directors or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in this resolution, except to the extent of their shareholding, if any.

**By Order of the Board
For CITYGOLD CREDIT CAPITAL LIMITED**

sd/-
Vinit Tarunkumar Brahmhatt
CFO

Place:- Mumbai
Date:- 06.09.2025

Information pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of Secretarial Standard on General Meetings (SS-2) regarding the directors seeking appointment/re-appointment at the AGM.

Name of Director:	JAYA BHUSHAN NIVALKAR (DIN 11269712)
Designation	Non Executive Non Independent Director
Date of Birth:	05 th May, 1987
Appointment Date	30 th August, 2025
Nature of expertise in specific functional areas:	Graduate and having a vide experience experience in financial reporting, taxation, statutory compliance, and audit management. Expertise in the preparation and analysis of financial statements in compliance with Ind AS and SEBI regulations.
Years of Experience:	More than 5 years
Qualification:	Graduate
Directorship in Other Companies:	Nil
Member/Chairman of the Committee including this listed entity:	Nil
Shareholding in the Company as date (including shareholding as a beneficial owner):	Nil
Reason for Change	Appointment
Relationship with another director and KMP	Nil

DIRECTORS' REPORT

Dear Members,

Your Directors have the pleasure in presenting the 32nd Annual Report of the Company together with the Audited Accounts for the year ended 31st March, 2025.

FINANCIAL RESULTS

Particulars	Amount (In Lakh)	
	2024-25	2023-24
Revenue from Operations	23.56	23.35
Other Income	0	1.66
Total Income	23.56	25.01
Total Expenses	20.42	20.50
Profit/(Loss) for the year before Tax and exceptional and extra ordinary items	3.14	4.50
Less: Exceptional and Extra Ordinary Items	----	----
Profit/ (Loss) before Tax	3.14	4.50
Less: Current Tax	0.82	----
Deferred Tax	0.00	(0.18)
Tax related to last year	--	--
Profit/(Loss) after Tax	2.32	3.96

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the year under review, your company's operating and other income was Rs. 23.56 Lakh (previous year Rs. 25.01 Lakh). Company has earned a profit of Rs. 2.32 Lakh (Previous year Rs. 3.96 Lakh) during the period under review.

INFORMATION ON STATE OF COMPANY'S AFFAIRS

The Company has started its journey in the year 1993 with the sole objective to further broaden its business base in the Industry. The Company is NBFC Company registered with the Reserve Bank of India, Chandigarh.

CHANGES IN NATURE OF BUSINESS

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

CHANGES IN SHARE CAPITAL

There was no change in the share capital of the company during the Financial Year 2024-2025. Authorized Share Capital of the Company as at 31.03.2025 was Rs. 3,50,00,000 and Paid up capital of the Company as at 31.03.2025 was Rs. 3,20,50,000.

However the Board of Directors in their meeting held on 30th August, 2025. Approved increase of Share Capital from Rs. 3,50,00,000/- (Rupees Three Crore Fifty Lacs) to Rs. 11,00,00,000/- (Rupees Eleven Crore Only), subject to approval of the Shareholders in the ensuing Annual General Meeting.

The company has not issued any equity share, debentures, sweat equity shares and ESOP during the year under review.

FINANCE

Cash and cash equivalent as at March 31, 2025 was Rs. 1.02/- Lacs. against Rs. 3.74/- Lacs last year.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Company has no Subsidiary/Joint Venture or Associate Companies during the year under review.

DETAILS OF CHANGE IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, following changes has been approved by the Board Of Directors in Constitution of Board :-

- Appointment of Mr. Nitin Krishnalal Minocha as Managing Director w.e.f. 30.09.2024;
- Appointment of Mr. Sandeep Kumar Sahu as an Independent Director w.e.f. 30.09.2024.
- Appointment of Ms. Kanika Kabra as an Independent Director w.e.f. 30.09.2024.
- Resignation of Mr. Gurjit Singh (DIN: 009659351) as Independent Director w.e.f. 31.12.2024
- Resignation of Mr. Gurpreet Singh (DIN: 08698807) as Non-Executive Non-Independent Directorship w.e.f. 31.12.2024
- Resignation of Mr. Sahil Puri (DIN: 06804517) as Managing Director of the Company w.e.f. 31.12.2024.
- Resignation of Ms. Nikita Tayal as Company Secretary of the Company w.e.f. 31.12.2024.
- Resignation of Ms. Jasbir Kaur as and Independent Director w.e.f. 30.09.2024.
- Resignation of Mr. Sanjeev Kumar Puri as CFO w.e.f. 14.11.2024
- Appointment of Mr. Vinit Tarunkumar Brahmhatt as CFO w.e.f. 15.11.2024.

After the Closure of Financial year, before finalization of Director Report, the Board of Directors in their Meeting approved the appointment of Ms. Jaya Bhushan Nivalkar (DIN -11269712) as Additional Non-Executive Non-Independent Director of the Company w.e.f. 30th August, 2025, subject to the approval of the Shareholders in upcoming General Meeting.

STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR.

The Board of Directors have evaluated the Independent Directors appointed/ re- appointed during the year 2024-2025 and opined that the integrity, expertise and experience (including proficiency) of the Independent Directors is satisfactory.

DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF THE COMPANIES ACT, 2013

The Company has received necessary declaration from the Independent Directors under Section 149(7) of the Companies Act 2013 that they meet the criteria for Independence as laid down under Section 149(6) of the Companies Act 2013.

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 186

Company has not provided any kind of guarantee during the year under review. The detail of loan and investment has been done during the years is given under the Note No. 3 of Financial Statements annexed with this report.

RELATED PARTY TRANSACTIONS

Company has not entered into any contract or arrangement with the related party during the year under review as mentioned under section 188 of Companies Act, 2013.

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

During the year under review, the company has duly transferred 20% of its net profit for the year to reserve fund as per Section 45-IC of Reserve Bank of India Act, 1934.

DIVIDEND

During the year under review, your directors do not recommend any dividend for the year ended 31st March, 2025.

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.

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.

OPEN OFFER

During the year under review, the company has reported an open offer by Mr. Nitin Krishnalal Minocha (Acquirer) has entered an agreement with Mr. Shiv Kumar Puri (Selling Promoter Shareholder) to acquire his entire shareholding in the target company i.e. 4,94,800 fully paid-up equity shares (15.46%) of the total capital of the company having face value of Rs. 10/-each.

In this regard, an Open Offer for acquisition of up to 8,32,130 fully paid-up equity shares of face value of Rs.10.00/- (Rupees Ten Only) each, representing 26% of the Voting Share Capital of City Gold Credit Capital Limited ('Target Company'), at an offer price of Rs. 10.40/- Rs. per Equity Share, to the Public Shareholders of the Target Company, by Mr. Nitin Krishnalal Minocha ('Acquirer'), with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, as amended from time to time ('SEBI (SAST) Regulations') ('Offer') And for that purpose-

SCHEDULE OF THE MAJOR ACTIVITIES RELATING TO THIS OFFER

Name of the Activities	Day and Date
Date of the Public Announcement	Friday, May 19, 2023
Date of publication of the Detailed Public Statement in the newspapers	Thursday, May 25, 2023
Last date of filing of the Draft Letter of Offer with SEBI	Thursday, June 01, 2023
Last date for public announcement for a Competing Offer	Thursday, June 15, 2023
Last date by which SEBI's observations on the Draft Letter of Offer will be received (in the event SEBI has not sought clarification or additional information from the Manager)	Friday, October 06, 2023
Date by which the Letter of Offer will be dispatched to the Public Shareholders whose names appear on the register of members on the Identified Date	Tuesday, July 23, 2024
Last date by which the committee of the independent directors of the Target Company is required to give its recommendation to the Public Shareholders for this Offer	Friday, July 26, 2024
Last date for upward revision of the Offer Price and / or the Offer Size	Monday, July 29, 2024
Date of publication of opening of Offer public announcement in the newspapers in which the Detailed Public Statement had been Published	Monday, July 29, 2024
Date of commencement of Tendering Period	Tuesday, July 30, 2024
Date of closing of Tendering Period	Monday, August 12, 2024
Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	Tuesday, August 27, 2024

Pursuant to this Offer and the transactions contemplated in the Share Purchase Agreement, the Acquirers shall become the Promoters of the Target Company, subject to approval of SEBI and the Selling Promoter Shareholders will cease to be the promoters of the Target Company in accordance with the provisions of Regulation 31A (10) of the SEBI (LODR) Regulations.

Post-completion of acquisition of Offer Shares w.e.f 31st December, 2024 Mr. Nitin Minocha holds 18.27% of Shares and became the promoter of the Company.

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, technology absorption have not been furnished considering the nature of business activities undertaken by the Company during the year under review.

Further there was not any transaction held related to foreign exchange earnings and outgo during the year under review.

RISK MANAGEMENT POLICY

The Board of Directors of your Company has adopted the Risks Management Policy. The policy establishes the process for the management of risk faced by 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 the company. Risk Management Policy is available on the following link:- <https://www.citygoldcreditcapitallimited.com/site/policy>

CORPORATE SOCIAL RESPONSIBILITY

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

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 Evaluation policy. Further the 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 there separate meeting held on 10.02.2025.

TRAINING OF INDEPENDENT DIRECTORS:

Every new independent director of the Board attended an orientation program to familiarize the new inductees with the strategy, operations and functions of our company, the executive directors / senior managerial personnel make presentations to the inductees about the company's strategy, operations, product and service offerings, markets, software delivery, organization structure, finance, human resources, technology, quality, facilities and risk management.

The Company has organized the following workshops for the benefit of Directors and Independent Directors:

- (a) a program on how to review, verify and study the financial reports;
- (b) a program on Corporate Governance;
- (c) provisions under the Companies Act, 2013; and
- (d) SEBI Insider Trading Regulation, 2015.

Further, at the time of appointment of an independent director, the company issues a formal letter of appointment outlining his/her role, functions, duties and responsibilities as a director.

AUDITOR'S

➤ Statutory Auditors

In terms of Section 139 and 142 of the Companies Act, 2013 M/s Parshotam & Associates, Chartered Accountants, Ludhiana were appointed as Statutory Auditors of the Company by the members at their 29th AGM held on 30.09.2022 for the period of five consecutive year's upto the conclusion of 34th AGM. Statutory Auditors has submitted their report for the financial year ended on 31.03.2025, which were self-explanatory in nature; therefore do not require any further comment from the Board.

➤ Secretarial Auditors

M/s. B K Pradhan & Associates, Practicing Company Secretaries, has been appointed as Secretarial Auditors of the Company by the board to conduct the Secretarial audit for the financial year 2024-2025.

➤ Internal Auditors

The audit plan is aimed at evaluation of the efficiency 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 thereon are presented to the Audit Committee of Board. Mr. Narayan Dutt, Accountant 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.

Mr. Narayan Dutt tendered his resignation w.e.f. 31st March, 2025 as Internal Auditor 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 under sub-section (1) of 148 of the Companies Act, 2013.

BOARD'S COMMENTS ON QUALIFICATION, RESERVATION & ADVERSE REMARKS OR DISCLAIMER MADE BY AUDITORS

Reports submitted by the Auditors are self-explanatory and therefore, do not call for any further comments under section 134(3)(f) of the Companies Act, 2013

DETAILS OF FRAUDS REPORTED BY THE STATUTORY AUDITORS REQUIRED UNDER SECTION 143 (12) OF COMPANIES ACT, 2013.

There have been no instances of fraud reported by the Statutory Auditors of the Company under Section 143(12) of the Companies Act, 2013 and the Rules framed thereunder either to the Company or to the Central Government.

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.

INVESTOR SERVICES

The Company is committed to provide the best services to the shareholders/ investors. M/s Link Intime India Private Limited, Mumbai 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 are pending with the company for reply.

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"**.

ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) of Companies Act, 2013, the web address of the Annual Return of the Company, under Section 92(3) of the Companies Act, 2013 is <https://www.citygoldcreditcapitallimited.com/site/annualreturn>

NUMBER OF MEETINGS

During the Financial year 2024-2025, 5 meetings of Board of Directors and 4 meetings of Audit Committee and 2 meeting of Nomination and Remuneration Committee and 2 meeting of Stakeholder Relationship Committee were held. The 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.

AUDIT COMMITTEE

Your company has an Audit Committee as per the provision of Sec 177 of Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015. Audit Committee of the company constituted with the objective 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 of the Audit Committee are given in the Corporate Governance Report that forms 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) OF THE COMPANIES ACT, 2013

Pursuant to the provisions of Section 178 of Companies Act, 2013 and Regulation 19 of SEBI (LODR) 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 **"Annexure II"**.

SECRETARIAL AUDIT REPORT

Secretarial Audit Report in format MR-3 by B K Pradhan & Associates, Secretarial Auditors in annexed with the Board Report. Secretarial Audit Report is annexed herewith as **"Annexure III"**. The report given by the secretarial auditor for the financial year ended on 31.03.2025 were self-explanatory in nature, which do not require any further comment from broad.

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;
(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; and
(f)	They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DISCLOSURE IN RELATION TO VIGIL MECHANISM

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 also provides for direct access to Chairman/ Chairman of the 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.citygoldcreditcapitallimited.com/themes/site/images/Whistle_Blower_Policy_citygold.pdf

CORPORATE GOVERNANCE REPORT

Provisions of the Corporate Governance was not applicable to the Company during the financial year 2024-2025 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(LODR) 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

Management Discussion and Analysis Report as required under SEBI (LODR) Regulations, 2015 are given in the Annexure forming part of this Report.

ADOPTION OF INDIAN ACCOUNTING STANDARD (IND AS)

The Ministry of Corporate Affairs vide notification dated 16 February 2015 made it mandatory in a phased manner for adoption and applicability of Indian Accounting Standards (Ind AS) for companies other than Banking, Insurance and Non-Banking Finance Companies. Rule 4 of the Companies (Indian Accounting Standards) Rules 2015 specifies the classes of companies which shall comply with the Ind AS in preparation of the financial statements. In accordance with clause (iii) of sub rule (1) of the Rule 4 of the companies (Indian Accounting Standards) Rules 2015, the compliance of

Indian Accounting Standards was applicable and mandatory to the company for the accounting period beginning from 1 April 2017.

The financial statements for the year under review have been prepared in accordance with the Ind AS including the comparative information for the year ended 31 March 2025 as well as the financial statements on the date of transition i.e. 1 April 2016.

DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a 'Respect for Gender' Policy on prevention, prohibition and redressal of sexual harassment in line with the provisions of the Sexual Harassment of Women at Workplace [Prevention, Prohibition and Redressal] Act, 2013 and the Rules framed there under.

The Company has not received any written complaint on sexual harassment during the financial year.

- A. Number of complaint filed during the financial year 2024-25: NIL
- B. Number of complaint disposed during the financial year 2024-25: NIL
- C. Number of complaint pending as on end of the financial year 2024-25: NIL

MATERNITY BENEFIT ACT COMPLIANCE DECLARATION

The Company affirms that it has complied with the provisions of the Maternity Benefit Act, 1961 and the rules made thereunder.

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. There was no transactions w.r.t to Deposits covered under Chapter V of the Companies Act, 2013 and provisions of RBI Act, 1934. The Company has not accepted any deposit or there was no any unpaid or unclaimed deposit as at the end of the year.
2. The Company has not issue of Equity Shares with Differential right, as to dividend, voting or otherwise including Sweat Equity Shares to employees of the company under any scheme.
3. No fraud has been reported by the Auditors to the Audit Committee or the Board.
4. No significant or Material order were passed by the regulators or courts or tribunal which impact the going concern states 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 Citygold Credit Capital Limited

Place:- Mumbai
Date:- 06.09.2025

sd/-
(Sandeep Sahu)
Director
DIN: 06396817

sd/-
Vinit Brahmhatt
CFO
PAN CHFPB8783D

Annexure I

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

The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the F.Y.2024-2025 and the percentage increase in remuneration of each Director, Chief Financial Officer & Company Secretary during the F.Y.2024-2025 are as under:

Median remuneration of all employees of the company for the Financial Year 2024-2025.	2,30,000
The Percentage Increase/(decrease) in the median remuneration of employees in the Financial Year	9.87%
The number of permanent employees on the roll of the Company as on 31.03.2025.	07

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. 2024-2025	Ratio of Remuneration to median remuneration of all employees	% increase in remuneration in the F.Y.2024-2025
Independent Directors			
Sh. Sandeep Sahu	Nil	N.A	Nil
Smt. Kanika Kabra	Nil	N.A	Nil
Non-Executive Director			
Sh. Gurpreet Singh	Nil	N.A	Nil
Executive Directors/KMP			
Sh. Sahil Puri, MD	No Remuneration paid to MD during the year		
Sh. Sanjeev Kumar Puri, CFO	140000	0.19	Nil
Ms. Nikita Tayal (CS)	90000	0.11	Nil

Notes:

- Average percentage increase /(decrease) made in the salaries of employees other than the managerial personnel in the last financial year 2024-2025 was 9.87% whereas not any managerial personnel in the company drawing any remuneration during the year 2024-2025 so comparison in this matter is not applicable.
- No employee of the company has been drawn remuneration more than One Crore and Two Lakh rupees.
- It is hereby affirmed that remuneration paid is as per the remuneration policy of the Company.

Annexure-II

NOMINATION AND REMUNERATION POLICY OF CITYGOLD CREDIT CAPITAL LIMITED

(U/s 178 of the Companies Act, 2013 and Reg. 19 of the SEBI (LODR) Regulations, 2015.)

a. 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 (LODR) Regulations, 2015, this policy denotes as Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management of the Citygold Credit Capital Limited (Company).

b. 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.

c. 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.

(b) 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.

d. APPLICABILITY:

The Policy is applicable to:

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

e. 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 and Senior Management;

- 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) To 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.

f. MEMBERSHIP:

- a) The Committee shall consist of a minimum 3 non-executive directors, out of which half shall be independent.
- b) Minimum two (2) members 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.

g. 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 could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

h. FREQUENCY OF MEETINGS:

The meeting of the Committee shall be held at such regular intervals as may be required.

i. COMMITTEE MEMBERS INTERESTS:

- a) A member of the Committee is not entitled to be present when his/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.

j. SECRETARY:

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

k. VOTING:

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.

- a) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

l. NOMINATION DUTIES:

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

- a) Ensuring that there is an appropriate induction & training program 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) Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- e) 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;
- f) Formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board;
- 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 and considering any other matters as required.

m. 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.

n. 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.

Annexure- III

**Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2025**

[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,
Citygold Credit Capital Limited
Room No. 555, 5th Floor, LSE Building, Feroze
Gandhi Market, Ludhiana-141001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Citygold Credit Capital 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, 2025 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, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder; During *the Audit period, Some of the E-form filed with additional filing fees.*
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Oversea 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 Obligations 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) Regulations 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

- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021-Not Applicable during the audit period; and
 - 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 and its officer that the other applicable laws as environmental laws and labour laws are not applicable as company is not a manufacturing company.

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 Metropolitan Stock Exchange of India Limited.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the observation of statutory auditors in their Audit Report on financial and taxation matters and the other observation stated below:-

1. The Company has received a notice from BSE that the Company has made Non-compliance with Financial results under Regulation 33 for the Quarter ended March 25.

As per the Information given by the company, the company has filed an outcome for Board meeting for financial approval, inadvertently the financials and Audit Report left to be attached. As per the received information, clarification submitted by the Company to MSEI Ltd. MSEI levied a penalty of Rs. 1,55,000 + gst, which was later made the penalty amount.

2. As on the Report date, the Company has not appointed Whole Time Company Secretary, therefore the Non compliance under regulation 6 of SEBI (LODR) Regulation, 2015.

As per the Information given by the company, the Board is in process to find suitable candidate for appointment as Company Secretary in the Company.

3. As per Regulation of SEBI (Prohibition of Insider Trading) Regulations, 2015, necessary Entries regarding unpublished price sensitivity Information was not made in the software for Structure Digital Database during the Financial Year 2024-25.

As per management reply, the company is in process to update the software and maintain the entries from time to time.

We further report that

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

The following changes occurred during the period, and vacancy has been duly filled within the stipulated time as below:-

- Appointment of Mr. Nitin Krishnalal Minocha as Managing Director w.e.f. 30.09.2024;
- Appointment of Mr. Sandeep Kumar Sahu as an Independent Director w.e.f. 30.09.2024.
- Appointment of Ms. Kanika Kabra as an Independent Director w.e.f. 30.09.2024.
- Resignation of Mr. Gurjit Singh (DIN: 009659351) as Independent Director w.e.f. 31.12.2024
- Resignation of Mr. Gurpreet Singh (DIN: 08698807) as Non-Executive Non-Independent Directorship w.e.f. 31.12.2024
- Resignation of Mr. Sahil Puri (DIN: 06804517) as Managing Director of the Company w.e.f. 31.12.2024.
- Resignation of Ms. Nikita Tayal as Company Secretary of the Company w.e.f. 31.12.2024.
- Resignation of Ms. Jasbir Kaur as and Independent Director w.e.f. 30.09.2024.
- Resignation of Mr. Sanjeev Kumar Puri as CFO w.e.f. 14.11.2024

- Appointment of Mr. Vinit Tarunkumar Brahmbhatt as CFO w.e.f. 15.11.2024

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the 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 decisions which are having major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standard etc. are as follows;

- A **Public Announcement of open offer** for acquisition of up to 8,32,130 fully paid-up equity shares of face value of Rs.10.00/- each ('Equity Shares'), representing 26.00% of the Voting Share Capital of the Company under the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 has been made by Mr. Nitin Krishnalal Minocha ("the acquirer") during the year under review, triggered by an acquisition of the 4,94,800 Equity Shares, representing 15.46% of the total share capital of the company held by Mr. Shiv Kumar Puri ("Promoter Selling Shareholder"). Further On July 11, 2024, The RBI, Chandigarh signified their no objection for the same.

After the RBI approval and Approval from MSEI open offer was completed on 31st December, 2024 and Mr. Nitin Minocha holds 18.27% of Equity Shares as promoter.

For B.K. Pradhan & Associates
Company Secretaries
sd/-
(CS Balkrishan Pradhan)
FCS No.:8879
C P No.: 10179

FIRM UNIQUE IDENTIFICATION NO. S2012MH172500
PEER REVIEW CERTIFICATE NO. 2022/2022

Date:- 03.09.2025

Place: - Mumbai

UDIN - F008879G001159842

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

Annexure:-A

To
The Members
Citygold Credit Capital Limited Room
No. 555, 5th Floor
LSE Building, Feroze Gandhi Market
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 efficacy or effectiveness with which the management has conducted the affairs of the Company.

For B.K. Pradhan & Associates
Company Secretaries
sd/-
(CS Balkrishan Pradhan)
FCS No.:8879
C P No.: 10179

FIRM UNIQUE IDENTIFICATION NO. S2012MH172500
PEER REVIEW CERTIFICATE NO. 2022/2022

Date:- 03.09.2025
Place: - Mumbai

UDIN - F008879G001159842

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

MARKET SCENARIO:

Regulatory Environment- Industry structure and developments: Year 2024-25 saw Regulator (Department of Supervision, RBI) introducing stricter, comprehensive regulatory returns and focusing on examining licensing requirements for NBFCs and initiating supervisory actions against non-compliant entities. The RBI has implemented a new four-layer regulatory structure for NBFCs based on their size, activity, and perceived riskiness and issued Master Directions on Scale Based Regulations. The SBR classifies NBFCs in to 4 categories viz. (a) NBFC-Base Layer: (b) NBFC-Middle Layer: (c) NBFC-Upper Layer: and (d) NBFC-Top Layer. The new structure aims at better regulatory norms and stringent compliances and is expected to bring more stability and order to the NBFC sector. Concerned about potential spillover effects of certain turbulent environment in the past on the financial services industry, the Reserve Bank of India (RBI) has taken proactive measures by tightening regulations and intensifying scrutiny of NBFCs. These measures aim to address governance issues, strengthen risk management practices, and enhance overall supervision. Your Company falls under the Base Layer and is categorized as NBFC-Investment and Credit Company (NBFC-ICC) and has complied with all regulatory directions/guidelines like reporting customer data to Credit Information Companies (CICs) as per Credit Information Companies (Regulations) Act, 2005 (CICRA), submission, downloading or updating the KYC data of the customers to/from the CKYC Registry, registering/ notifying the details of borrowers with the Information Utility(IU) registered with the IBBI under section 210 of IBC, 2016, registering/notifying the asset mortgage details with CERSAI in respect of the mortgaged assets of the borrowers. Your company is also registered with the Financial Intelligence Unit of India (FIU) for reporting of any suspicious transaction or fraud.

Indian Economic Overview

Amidst a volatile global economic landscape, the Indian economy demonstrated relatively strong performance. In FY 2025, it retained its position as one of the world's fastest growing economies, recording a GDP growth rate of 6.5%. This growth was driven by robust sectoral performance such as financial services, strong private consumption, and proactive government policies.

Timely interventions by the Indian Government played a pivotal role in improving the overall business environment. During the reported year, 26 Navratna Central Public Sector Enterprises (CPSEs) were operational, reflecting a supportive environment for key public enterprises. Additionally, ₹ 11,11,111 Crore was allocated for capital expenditure in the Union Budget 2024–25, underscoring the Government's continued focus on infrastructure development. This included a provision of ₹ 1.5 lakh Crore in long-term, interest-free loans to promote infrastructure investment by state governments. Major initiatives encompassed the expansion of highways and expressways, along with railway electrification projects.

Aiming to become a \$30 trillion economy by 2047, the Indian Government is actively transforming the country's logistics ecosystem through a reimagined infrastructure strategy, focused on creating a smart and interconnected logistics network. Looking ahead, India is expected to continue its strong growth trajectory. By 2025, India has already become the fourth-largest economy globally, with the potential to rise to third place—surpassing Germany—by 2028. This forecasted growth is likely to be supported by rising consumption, driven by declining inflation and tax incentives introduced in the Union Budget 2025–26.

Outlook

India is expected to emerge as the third-largest economy by the end of this decade. The country's growth will be driven by its unprecedented infrastructure expansion, policies directed to emerge as the factory of the world, increasing incomes and growing aspirations. Also, a Viksit Bharat will have enhanced connectivity as is evidenced in the government's efforts towards building a road network and expanding rail and air networks at a record pace.

Inflationary pressures, driven by global supply chain disruptions and rising commodity prices, have been a cause for concern. However, the government's proactive measures, such as maintaining a watchful eye on food prices and implementing targeted interventions, are expected to help mitigate these risks. Additionally, the global economic uncertainties arising from geopolitical tensions and tightening monetary policies in major economies pose potential risks to India's export performance. However, a diversified export basket and a growing integration into global value chains, is expected to provide a cushion to the domestic economy against these external shocks.

Overall, the Indian economy is well-positioned to sustain its growth momentum in the coming years. The combination of robust domestic demand, a conducive policy environment, and the ongoing structural reforms is expected to drive economic growth, attract investments, and create employment opportunities. However, continued vigilance and proactive policy measures will be crucial in addressing emerging challenges and ensuring that the benefits of economic growth are shared equally across all sections of society.

Industry Overview: -Indian financial services industry

India's diversified financial services sector is undergoing rapid expansion and evolution as new companies enter the market with distinct offerings. The industry expansion is supported by rising income, technological innovations in fintech, and digital payments domain, reforms by the government and growing opportunities for higher penetration. However, challenges remain in terms of financial literacy and access and utilisation of formal credit.

Growth drivers

- **Rising Income:-** Rising disposable incomes generate increasing demand for financial services across all income brackets in India, including insurance and retail banking especially among wealthier households, presents opportunities for growth and expansion of various financial services. High net-worth individuals (HNWI) in India is expected to rise to 16.5 lakh by 2027, growing 107% from 7.9 lakh in 2022.
- **Financial inclusion:-** India's financial inclusion index (FI-index), an indicator of how well the financial services have been extended to the unbanked population (0 implies complete services. Leveraged consumption, financial exclusion, 100 indicates full inclusion), stood at 60.1 for March 2023 compared to 56.4 in March 2022. Improvement in FI-Index was mainly contributed by dimensions related to "usage" and "quality", reflecting deepening of financial inclusion. India's Digital Public Infrastructure has helped transfer \$ 400 billion of benefits to beneficiaries in the last five years.
- **Fintech :-** Massive investments, innovation, growing internet penetration, adoption of the Unified Payments Interface (UPI), and partnerships with government, banks and other fintechs have contributed to the sector's growth. The Central Bank is working toward expanding retail use of CBDC by allowing payments for defined benefits e.g. gift cards.
- **Financialisation of savings:-** India's gross savings stood at 29% of GDP, amounting to over \$ 1 trillion. The total mutual fund folios as on 29th February 2024 stood at 17.42 crore, with a number of folios under equity, hybrid, index, and solution-oriented schemes, wherein the maximum investment from the retail segment as per AMFI stood at about 13.95 crore. Total SIP accounts grew from 636 lakh in March 2023 to 820 lakh in March 2024. According to CRISIL, the financialisation of savings is likely to accelerate, with the managed funds industry anticipated to grow assets under management (AUM) to H 315 lakh crore by FY2027 from H 135 lakh crore in FY2022.
- **Growing penetration of financial products:-** India already has the second-highest smartphone users globally and is the second-largest internet user market. With increasing mobile and internet users, these products are now more accessible and convenient to customers, propelling industry growth. Higher internet penetration in rural areas over the coming years, initiatives to increase financial literacy, and expansion of the fintech ecosystem beyond metros and Tier I and Tier II urban centers can help tap into the currently under served rural areas, MSMEs, new-to-credit customers, and lower income classes.

Industry structure and developments NBFC

Sector Overview

NBFCs have become important constituents of India's financial sector and have been recording higher credit growth than scheduled commercial banks (SCBs) over the past few years. NBFCs continue to leverage their superior understanding of regional dynamics and customized products and services to expedite financial inclusion in India. Lower transaction costs, innovative products, quick decision making, customer orientation and prompt service standards have typically differentiated NBFCs from banks. Considering the reach and expanse of NBFCs, these are well-suited to bridge the financing gap in a large country like India. Systemically important NBFCs have demonstrated agility, innovation and frugality to provide formal financial services to millions of Indians.

With Over 9000 registered NBFCs in the country, the NBFC sector continued with healthy growth this year with retail segment making the bulk. Since 2023 many NBFCs have engaged in co-lending partnerships with major banks, thus playing a pivotal role in the economy, complementing traditional banks by providing funds to various sectors. The NBFC sector in India has witnessed remarkable transformations since its emergence, with segments such as housing finance, microfinance and consumer finance contributing to its expansion. This growth is driven by various factors, such as a rising middle class, enhanced financial inclusion and positive policy interventions. Digitization has been a game-changer for the Nonbanking Financial Company (NBFC) sector, enabling faster and more efficient processes, as well as a superior customer experience.

The NBFC sector continued to witness an upward trend in credit growth between September 2022 and September 2023. The gross advances grew by 20.8% a substantial increase from 10.8% a year ago. This growth was predominantly fuelled by a strong increase in personal loans (32.5% growth) and lending to agriculture industry (43.7% growth). In fact, over the past four years, the personal loans category surged by a CAGR of 33%, significantly outpacing the overall credit growth of nearly 15% CAGR.

Opportunities & Threat:

Credit to the rural people is one of the biggest opportunities NBFCs can bank upon. Most of the Rural area in the country still having limited presence of banks and the credit demand in the rural area picking up, with people in the Rural sector not having borrowing history in the past, NBFCs have first mover advantage in terms of credit assessment as well as faster delivery of credit. Yet another area which boosts for NBFC credit is the Micro, Small and Medium enterprises [MSME] sector wherein NBFCs provide funds based on their invoices due for payment with less paperwork. One of the key advantages of NBFCs is their ability to be flexible in their lending practices. Unlike banks, which have a rigid set of guidelines for lending, NBFCs can tailor their lending practices to meet the specific needs of their clients. This has made them an attractive option for those who are looking for more personalized financial services.

RISKS & CONCERNS:

Credit & Operational Risks are the inherent risks associated with the business module of NBFCs as most of them are exposed to non-traditional sector and clients with poor or no past credit history. Default in repayment obligations by the borrowers and effect of consequential actions, deterioration of quality of assets due to prolonged legal battles have serious repercussion on the performance of NBFCs. Very often many NBFCs end up losing substantial portion of the money lent when the loan assets go bad and the prime or collateral securities are inadequate for the full recovery of the loan. Increased default & poor recovery also results in Liquidity mismatch or Asset Liability mismatch forcing the NBFCs to resort to borrowing at high interest rates so as to meet the obligations. Fluctuating interest rates depending on the demand & supply of credit is also a concern for the NBFCs. Studies indicate that unhealthy competition, poor KYC and credit appraisal system, not so impressive Operational Risk Management system and absence of standard operating systems were the root cause for the failure of some large NBFCs in the sector. IFL always followed all the statutory and regulatory guidelines issued in dealing with the situation. Your Company has appropriate policies in place to manage the various risk associated with the business of the company. As mentioned in our earlier year's reports, the cautious wait & watch approach adapted by the Company for the last couple of years has enabled to survive the vulnerable market conditions. With the economy & the business having crossed the pre-covid position and the Company having made substantial progress in the concluded financial year, IFL wishes to increase the business substantially in the ensuing financial year.

FUTURE PLANS:

In order to capitalize on the growing demand for financial needs of green power sector, commercial last mile and turn around opportunities available in the market and growing retail market, your company plans to increase the loan portfolio substantially with more focus on entities and projects with regular cash flow to meet the expansion needs. Your company plans to raise equity capital up to Rs 10.00 crore by way of Right's issue or any other mode of capital raising during the year 2024-25. Your company is also planning to raise refinance on existing and new portfolio from FIs /Banks within the eligible norms as prescribed under the Regulatory norms.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Total Income of the Company was Rs. 23.56 Lakh and Company has earned profit of Rs. 25.00 Lakh during the year

under review.

INTERNAL CONTROL AND THEIR ADEQUACY

The Company has an organizational structure that ensures efficiency of operations, compliance with internal policies and applicable laws and regulations, as well as protection of resources. The Company believes that a. internal control system and processes play a critical role in the day-to-day operations of the Company. The internal control system is supplemented by extensive internal audits, regular reviews by the management and standard policies and guidelines, which ensure reliability of financial and all other records. The Management periodically reviews the framework, efficacy, and operating effectiveness of the Internal Financial Controls of the Company.

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

The company had 07 employees as on 31st March, 2025. 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.

KEY FINANCIALS RATIO

S. No	Particular	31.03.2025	31.03.2024	% Change	Reasons
1	Debtor Turnover Ratio	0.00	0.00	0.00	No debtors
2	Inventory Turnover Ratio	0.00	0.00	0.00	No Inventory
3	Debt Equity Ratio	0.01	0.03	-77.90	Due to decrease in current liabilities
4	Current Ratio	175.81	39.63	343.61	Due to decrease in current liabilities
5	Interest Coverage Ratio	117.69	54.10	117.56	Due to decrease in finance cost
6	Operating Profit Margin	13.45	19.39	-77.90	Due to decrease in profit
7	Net Profit Margin	9.83	15.83	-37.92	
8	Return on Net Worth	0.70	1.20	-41.89	

DETAILS PERTAINING TO NET-WORTH OF THE COMPANY:

S. No.	Particulars	31.03.2025 (In Rs.)	31.03.2024 (In Rs.)
1.	Net worth	Rs. 3,32,27,509	Rs. 3,29,96,000

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

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.

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.

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. 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.

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

This Report on Corporate Governance forms part of the Annual Report. Corporate Governance refers to a combination of laws, regulations, procedures, implicit rules and good corporate practices which ensure that a Company meets its obligations to optimize shareholders' value and fulfill its responsibilities to the community, customers, employees, Government and other segments of society.

The Principles of Corporate Governance and Code of Business Principles are the cornerstones of your Company. Your Company believes these principles distinguish a well-managed Company from a not so well managed Company. These principles ensure transparency, integrity and accountability which are vital for the long and sustained growth of your Company.

Your Company has been practicing these principles long before these were made mandatory for listed Companies. 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

i. Size and composition of the Board

The Company has a strong and broad-based Board consisting of 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 are Executive Director and 2 Non-Executive Independent Directors as on March 31, 2025. The details of the composition of the Board, number of Directorships & Committee positions held by each of the Directors are given hereunder:-

Name	Designation	Category	Number of Directors hips held	Number of Board Committee memberships held	Number of Board Committee Chairmanships held	Name of listed entities where the person is a director and the category of directorship
Sahil Puri#	Managing Director	Promoter	0	-	-	-
Jasbir Kaur@	Non-Executive Director	Independent	0	-	-	-
Gurpreet Singh#	Non-Executive Director	Professional	0	-	-	-

Gurjit Singh#	Non-Executive Director	Independent	0	0	-	-
Nitin Minocha\$	Managing Director	Promoter	2	3	0	1
Kanika Kabra\$	Non-Executive Director	Independent	2	3	3	2
Sandeep Sahu\$	Non-Executive Director	Independent	7	6	6	5

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 Citygold Credit Capital 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 (LODR) Regulations, 2015.

Resigned w.e.f. 31.12.2024

@resigned w.e.f. 30.09.2024

\$ appointed w.e.f. 30.09.2024

ii. Number of Board Meetings

During the year under review, Five (5) Board Meetings were held on the following dates:

Date of Board Meeting	Board Strength	No. of Directors Present
28.05.2024	4	4
14.08.2024	4	4
14.11.2024	6	6
09.01.2025	3	2
13.02.2025	3	2

iii. 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 30.09.2024
	Held	Attended	
Sahil Puri	5	3	Yes
Jasbir Kaur	5	2	No
Gurpreet Singh	5	3	Yes
Gurjit Singh	5	3	Yes
Nitin Minocha	5	1	Yes
Kanika Kabra	5	3	No
Sandeep Sahu	5	3	No

iv. 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 experts 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.

v. Familiarization Programme for Independent Directors

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. Detailed presentations on the company's business segments were made at the separate meetings of the independent directors held during the year.

vi. 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.
Personal values	Personal characteristics matching the Company's values, such as integrity, accountability, and high performance standards.

Each of the Directors of the Company possesses the skills specified as above for performance of their duties.

vii. 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.

viii. Reason for Resignation of Independent Directors:-N.A.

ix. 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 (LODR) 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 Committee oversees the work carried out in the financial reporting process by the management, the internal auditors and the independent auditors. The Audit Committee is responsible to select and evaluate, and where appropriate replace the independent auditors in accordance with the law.

The Audit Committee consists of three directors i.e. Mrs. Jasbir Kaur (Chairman) Mr. Gurjit Singh and Mr. Sahil Puri, Members of the Committee.

Post their resignation from Directorship, the Board of Director in their meeting held on 09.01.2025 re-classified the Audit Committee consist of Mr. Nitin Minocha (Member), Mr. Sandeep Sahu (Chairman) Mrs. Kanika Kabra (Member).

Audit Committee				
Sr. No.	Name	Designation and Category	No of Meetings Held	Present in Meeting
1.	Jasbir Kaur	Chairman (Independent)	4	2
2.	Sahil Puri	Member (Promoter)	4	3
3.	Gurjit Singh	Member (Independent)	4	3
4.	Nitin Minocha	Member (Promoter)	4	1
5.	Kanika Kabra	Member (Independent)	4	2
6.	Sandeep Sahu	Chairman (Independent)	4	2

Committee met four times during the financial year 2024-2025 on 28.05.2024, 14.08.2024, 14.11.2024 and 13.02.2025. No Sitting Fees was paid during the year for attending meetings the 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 (LODR) 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.	Jasbir Kaur	Chairman (Independent)	2	1
2.	Gurpreet Singh	Member (Non-Executive)	2	1
3.	Gurit Singh	Member (Independent)	2	1
4.	Nitin Minocha	Member (Promoter)	2	1
5.	Kanika Kabra	Member (Independent)	2	1
6.	Sandeep Sahu	Chairman (Independent)	2	1

During the financial year 2024-2025, Committee met Two time as on 14.08.2024 and 13.02.2025 for the evaluation of the board of directors/managerial personnel and their remuneration. No Sitting Fees was paid during the year for attending meeting of Nomination and Remuneration Committee.

➤ **STAKEHOLDERS RELATIONSHIP COMMITTEE**

In terms of Section 178 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 to resolve the grievances for the shareholders.

Stakeholder Relationship Committee	
------------------------------------	--

Sr. No.	Name	Designation and Category	No of Meetings Held	Present in Meeting
1.	Smt. Jasbir Kaur	Chairman (Independent)	2	1
2.	Sh. Gurpreet Singh	Member (Non-Executive)	2	1
3.	Sh. Sahil Puri	Member (Promoter)	2	1
4.	Nitin Minocha	Member (Promoter)	2	1
5.	Kanika Kabra	Member (Independent)	2	1
6.	Sandeep Sahu	Chairman (Independent)	2	1

The Committee met two time during the financial year on 14.08.2024 and 13.02.2025. No Sitting Fees was paid during the year for attending meetings of Stakeholders Relationship Committee. No investor grievance was pending on March 31, 2025.

● Remuneration of Directors

The Company has a policy for the remuneration of Directors and Key Managerial Personnel (KMPs). The Company will 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 been paid any remuneration except sitting fees for attending board meeting. Detail of the remuneration is given in annual return attached with this report. No remuneration or any sitting fee was paid to any of the director of the company during the financial year 2024-2025. The Company has not granted any stock option to its directors.

● Service Contracts, Notice Period and Severance Fees

The employment of Managing Director shall terminate automatically in the event of his 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 Managing Director is enclosed with the Annual Report.

5. Information to Shareholders

a) Disclosures regarding appointment or re-appointment of Directors

The Board has recommended to the members to appoint Ms. Jaya Bhushan Nivalkar as a Non Executive Non Independent Director in the ensuing Annual General Meeting of the Company.

b) Communication to Shareholders

The quarterly, half yearly and annual results are generally published in Financial Express/Business Standard (English Language) and Desh Sewak (Vernacular Language).

c) Compliance Officer

Mr. Vinit Tarunkumar Brahmbhatt is the Compliance Officer of the Company. He can be contacted for any investors' related matter relating to the Company. Contact nos. is 0161-4062614, 0161-4642238 and e-mail ID is cgcc11993@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
2023-24	# 555, 5 th Floor, LSE Building, Feroze Gandhi Market, Ludhiana (PB)-141001.	30.09.2024 at 11.00 a.m.	Yes
2022-23	# 555, 5 th Floor, LSE Building, Feroze Gandhi Market, Ludhiana (PB)-141001.	30.09.2023a t 11.00 A.M.	No
2021-22	# 555, 5 th Floor, LSE Building, Feroze Gandhi Market, Ludhiana (PB)-141001.	30.09.2022 at 02.00 P.M.	No

e) Postal Ballot:

There was not any resolution/ special resolution passed in the previous financial year 2024-2025 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 exchange in accordance with the listing regulation.
- 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 2024-2025 were published as detailed below”-

Quarter Ended	Date of Board Meeting	Date of Publication	Name of Newspapers
31.03.2024	28.05.2024	30.05.2024	The Business Standard (English) and Desh Sewak (Punjabi)
30.06.2024	14.08.2024	15.08.2024	
30.09.2024	14.11.2024	16.11.2024	
31.12.2025	13.02.2025	14.02.2025	

- 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.citygoldcreditcapitallimited.com at the time of its release to the media.

7. General Shareholders Information

The following information would be useful to our shareholders:

a) Annual General Meeting

Date & Time: - 30.09.2025 at 02.00 P.M.

Venue: - through Video Conferencing deemed to be held at registered office of the Company Financial Year: 1st April 2024 to 31st March 2025.

b) Financial Calendar:

Last financial year of the Company was of twelve months from 1st April, 2024 to 31st March, 2025. Tentative financial calendar of the Company for the year 2025-2026 shall be as follows:-

Board Meetings to take on record	Schedule
Financial Results for the quarter ending 30 th June, 2025	During August, 2025
Financial Results for the quarter ending 30 th September, 2025	During November, 2025
Financial Results for the quarter ending 31 st December, 2025	During February, 2026
Financial Results for the quarter ending 31 st March, 2026	During May, 2026

c) Date of Book Closure:

24.09.2025 to 30.09.2025 (both days inclusive)

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

Name and Address of Stock Exchanges	Stock Code
Metropolitan Stock Exchange of India Limited	CITYGOLD

There are no pending dues with Metropolitan Stock Exchange of India Limited.

e) Registrar & Transfer Agent

Link Intime India Pvt. Ltd.

Noble Heights, 1st Floor, Plot No. NH-2, LSC,

C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058 Ph.:-

011 – 4941100, 41410592/93/94Fax: - 011 – 41410591.

e-mail:- delhi@linkintime.co.in

f) Market price data

There is no data available on the MSEI site regarding high and low value of the Market Price of the share of the company because the shares of the company are not traded on MSEI.

g) Suspension of Securities

N.A. as securities of the company was not traded on stock exchange.

h) Share transfers

Share transfers are done by the Company's Registrar and Share Transfer agents Link Intime India Pvt. Ltd., Mumbai. Share transfers are registered and returned within with in prescribed time.

SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. All Members and investors are requested to submit PAN, or intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, specimen signature (as applicable) etc., to their DP or to Company's RTA, Link Intime India Pvt. Ltd

i) Shareholding Pattern

Shareholding pattern of Citygold Credit Capital Limited as on March 31, 2024 and March 31, 2025 is given as under:-

Category	As on 31.03.2025		As on 31.03.2024	
	No. of Equity Shares	%	No. of Equity Shares	%
Promoter & Promoter Group	937100	29.28	8,47,100	26.47
Mutual Funds/ UTI	---	---	---	---
Body Corporate	1,00,000	1,00,000	1,20,000	7.50
NRIs	---	---	---	---

Others	22,53,400	22,53,400	22,33,400	66.03
Total	32,00,500	32,00,500	32,00,500	100.00

j) Distribution of Shareholding

As on March 31, 2025 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	15	9.43	5100	0.16
501 to 1000	9	5.66	6600	0.21
1001 to 2000	22	13.84	38200	1.19
2001to 3000	15	9.94	40000	1.25
3001 to 4000	8	5.03	30200	0.94
4001 to 5000	24	15.09	119400	3.73
5001 to 10000	30	18.87	251800	7.87
10001 and Above	36	22.64	2709200	84.65

k) Dematerialization of Shares

99.77% of Equity Shares of the Company are in dematerialized form as on 31st March, 2025. The shares of the Company are available for dematerialization with both the depositories i.e. NSDL and CDSL vide ISIN No. INE868D01016.

l) 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 31.03.2025 which need to be converted into the equity share capital.

m) Plant Locations

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

n) Address for Correspondence

Citygold Credit Capital Limited,
Regd. Office: Room No. 555, 5th Floor, LSE Building,
Feroze Gandhi Market, Ludhiana (PB) 141001.
Phone Nos.: 0161-4062614

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

Company has not issued any debt instrument/fixed depots/or any other scheme involving obilization of funds whether in India or abroad.

8. Other Disclosures

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

The Company has not entered into any contract or arrangement with related party during the year 2024-2025.

b) Compliance made by the Company

The Company has continued to comply with the requirements as specified in the SEBI Listing Regulations and other statutory authorities on all matters related to capital market and no penalties 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.

As the provision of corporate governance as specified under SEBI (LODR) 2015 is not applicable to the company during the year still on voluntarily basis Company has complied with 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 2024-2025.

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

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

g) 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 2024-2025. There was no change in the share capital of the company during the year.

h) 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 was no complaint pending as on March 31, 2025.

i) 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

j) Total fees paid to statutory auditors

The detail of the remuneration/fee to statutory audit is given in the financial statements. The Company has no subsidiary company.

k) Certificate from company secretary in practice

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 is given in this Annual Report. CEO and CFO 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.

l) Practicing Company Secretary's Certificate on Compliance

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 Citygold Credit Capital Limited**

Place:- Mumbai
Date:- 06.09.2025

sd/-
(Sandeep Sahu)
Director
DIN: 06396817

sd/-
Vinit Brahmhatt
CFO
PAN CHFPB8783D

CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

[Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015]

To
The Board of Directors Citygold
Credit Capital Limited,

I, Vinit Tarunkumar Brahmbhat, 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, 2025 and to the best of our knowledge and belief;
- These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - These statements together present a true and fair view of the Company's affair 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:
- No significant changes in internal control over financial reporting during the year;
 - No significant changes in accounting policies during the year; and
 - 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.

**By Order of the Board
For Citygold Credit Capital Limited**

Place:- Mumbai
Date:- 06.09.2025

sd/-
(Sandeep Sahu)
Director
DIN: 06396817

sd/-
Vinit Brahmbhatt
CFO
PAN CHFPB8783D

CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE ON COMPLIANCE OF CORPORATE GOVERNANCE

To
The Members
Citygold Credit Capital Limited

We have examined the compliance w.r.t. the conditions of the Corporate Governance by Citygold Credit Capital Limited for the year ended 31st March 2025, as stipulated under Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D & E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

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:

- The Paid-up Equity Share Capital of the Company as on March 31, 2025 is Rs. 3,20,05,000/- (Rupees Three Crores Twenty Lakh Five Thousand).
- The Net Worth of the Company as on March 31, 2025 is Rs. 3,32,27,509/- (Rupees Three Crores Thirty Two Lakhs Twenty Seven Thousand Five Hundred Nine 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 the some of conditions of the Corporate Governance as stipulated in the above-mentioned SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 B.K. Pradhan & Associates
Company Secretaries
sd/-
(CS Balkrishan Pradhan)
FCS No.:8879
C P No.: 10179

FIRM UNIQUE IDENTIFICATION NO. S2012MH172500
PEER REVIEW CERTIFICATE NO. 2022/2022

Date:- 03.09.2025
Place: - Mumbai

UDIN - F008879G001159974

Declaration under Regulation 34(3) of SEBI (LODR) Regulations, 2015

I, Vinit Brahmhatt, CFO of the Company hereby declare that 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 Citygold Credit Capital Limited

Place: - Mumbai
Date: - 06.09.2025

sd/-
(Vinit Tarunkumar Brahmhatt)
CFO

CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

TO
THE MEMBERS,
CITYGOLD CREDIT CAPITAL LIMITED

As required by clause 10(i) of Part C of Schedule V read with regulation 34 (3) of Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 I, hereby certify that none of the directors on the Board of Citygold Credit Capital 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 2024 to 31st March, 2025.

For B.K. Pradhan & Associates
Company Secretaries
sd/-
(CS Balkrishan Pradhan)
FCS No.:8879
C P No.: 10179

FIRM UNIQUE IDENTIFICATION NO. S2012MH172500
PEER REVIEW CERTIFICATE NO. 2022/2022

Date:- 03.09.2025
Place: - Mumbai

UDIN - F008879G001159919

Independent Auditor's Report

The Members
City Gold Credit Capital Limited
Ludhiana.

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of City Gold Credit Capital Limited ('the Company'), which comprise the balance sheet as at 31 March 2025, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 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 the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profits, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

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

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

Information other than Financial Statements and Auditor's Report Thereon

The Company's management and Board of Directors are responsible for the preparation and presentation for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated Financial Statements, 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 financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015. This responsibility also includes maintenance of adequate accounting records in accordance

with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

Materiality is the magnitude of misstatements in the 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.

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

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

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 statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The balance sheet, the statement of profit and loss (including other comprehensive income), the cash flow statement and statement of changes in equity dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015;
- (e) On the basis of the written representations received from the directors as on 31 March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164 (2) of the Act; and
- (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"; and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - There are no pending litigations against Company.
 - The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - There has been no delay in transferring amounts, required to be transferred if any, to the Investor Education and Protection Fund by the Company.
 - (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.

- The company has not declared or paid any dividend during the year.
- In Compliance with Rule 11 (g) of Companies (Audit & Auditors) Rules, 2014, we requested the management to provide the edit log reports for our review. However, management informed that due to technical error/glitch, they were unable to generate the edit log reports from accounting software. As a result, we were unable to verify the edit log reports and assess the effectiveness of the edit log functionality.
- With respect to the matter to be included in the Auditors’ Report under Section 197(16) of the Act, 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.

For Parshotam and Associates

Chartered Accountants

Firm’s registration number: 002791N

Sd/-

CA Nipan Bansal

(Partner)

Membership number: 505058

Place: Ludhiana

Date: 30.05.2025

UDIN: 25505058BMGDES2098

Annexure A to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2025, we report that:

- (i) (a)**(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The company is not having any intangible asset. Therefore, the provisions of Clause (i)(a)(B) of paragraph 3 of the order are not applicable to the company.
- (b)** The Company has a regular program of physical verification of the Property, Plant and Equipment at reasonable intervals. Pursuant to this program, certain Property, Plant and Equipment were physically verified during the year, and, no material discrepancies were noticed on such verification.
- (c)** There is no immovable property disclosed in the financial statements of company as on 31st March 2025. Therefore, the provisions of Clause (i)(c) of paragraph 3 of the order are not applicable to the company.
- (d)** The company has not revalued its Property, Plant and Equipment during the year. Therefore, the provisions of Clause (i)(d) of paragraph 3 of the order are not applicable to the company.
- (e)** No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Therefore, the provisions of Clause (i)(e) of paragraph 3 of the order are not applicable to the company.
- (ii) (a)**The Inventory of the Company, being Shares of the other Companies, is lying in Dematerialised form. The same has been verified by the Management at reasonable Intervals from Demat records and no material discrepancies were noticed on such verification.
- (b)** During any point of time of the year, the company has not been sanctioned any working capital limits, from banks or financial institutions on the basis of security of current assets. Therefore, the provisions of Clause (ii)(b) of paragraph 3 of the order are not applicable to the company.
- (iii)** The Company has made investments in companies and granted unsecured loans to other parties, during the year, in respect of which:
- (a)** The company being a NBFC whose principal business is to give loans and hence reporting under clause 3(iii)(a) of the order is not applicable.
- (b)** In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.
- (c)** In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated and the repayments or receipts are regular
- (d)** There is no overdue amount remaining outstanding as at balance sheet date
- (e)** The principal business of the Company is to give loans, hence the requirement to report on clause 3(iii) (e) of the Order is not applicable to the company.
- (f)** The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment. Hence the requirement to report loans granted to promoters, related parties as defined in clause 76 of section 2 of the Act or to any other parties on clause 3(iii) (f) of the Order is not applicable.
- (iv)** The company has not made any loans, investments, guarantees and security on which provisions of section 185 and 186 of the Companies Act 2013 are applicable. Therefore, the provisions of clause 3(iv) of the said Order are not applicable to the company.

- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public. Therefore, the provisions of Clause (v) of paragraph 3 of the order are not applicable to the Company.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company. Therefore, the provisions of Clause (vi) of paragraph 3 of the order are not applicable to the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues were in arrears as at 31 March 2025 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are not any statutory dues referred in subclause (a) which have not been deposited on account of any dispute. Therefore, the provisions of Clause (vii)(b) of paragraph 3 of the order are not applicable to the Company.

- (viii) In our opinion and according to the information and explanations given to us, there is no any transaction not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) The company has not raised any loan or borrowing from any financial Institutions, bank, government or any debenture holder. Therefore, the provisions of Clause (ix) of paragraph 3 of the order are not applicable to the Company.
- (x) (a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments). Therefore, the provisions of Clause (x)(a) of paragraph 3 of the order are not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the company has not made preferential allotment or private placement of shares during the year and the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised.

(a) We have not noticed any case of fraud by the company or any fraud on the Company by its officers or employees during the year. The management has also not reported any case of fraud during the year.

(b) During the year no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As auditor, we did not receive any whistle-blower complaint during the year.
- (xi) The company is not a Nidhi Company. Therefore, the provisions of Clause (xi) of paragraph 3 of the order are not applicable to the Company.
- (xii) According to the information and explanations given to us, no related party transactions as per Companies Act, 2013 has been made during the year ended 31st March, 2025.
- (xiv) (a) In our opinion, the company has an adequate internal audit system which commensurate with the size and nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

- (xv) The Company has not entered into any non-cash transactions with directors or persons connected with him for the year under review. Therefore, the provisions of Clause (xv) of paragraph 3 of the order are not applicable to the Company.
- (xvi) (a) The company is required to get registered under section 45-IA of Reserve bank of India Act, 1934 and the said registration has been obtained by the company.
- (b) The company has conducted Non-Banking Financial activities with a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934 during the year. The company has not conducted any Housing Finance activities during the year.
- (c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) As per the information and explanations received, the group does not have any CIC as part of the group.
- (xvii) The company has not incurred cash loss in current financial year as well in immediately preceding financial year.
- (xviii) There has been no resignation of the previous statutory auditors 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, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- (xx) There is not liability of the company under the provisions of section 135 of the Companies Act, relating to Corporate Social Responsibility. Therefore, the provisions of Clause (xx) of paragraph 3 of the order are not applicable to the Company.
- (xxi) The company has not made investments in subsidiary company. Therefore, the company does not require to prepare consolidated financial statement. Therefore, the provisions of Clause (xxi) of paragraph 3 of the order are not applicable to the Company.

For Parshotam and Associates
Chartered Accountants
Firm's registration number: 002791N
Sd/-
CA Nipan Bansal
(Partner)
Membership number: 505058

Place: Ludhiana
Date: 30.05.2025
UDIN: 25505058BMGDES2098

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **City Gold Credit Capital Limited** ('the Company') as of 31 March 2025 in conjunction with our audit of 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.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future

periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2025, 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 Parshotam and Associates

Chartered Accountants

Firm's registration number: 002791N

Sd/-

CA Nipan Bansal

(Partner)

Membership number: 505058

Place: Ludhiana

Date: 30.05.2025

UDIN: 25505058BMGDES2098

CITY GOLD CREDIT CAPITAL LIMITED
ROOM NO. 555, 5TH FLOOR, LSE BUILDING, FEROZE GANDHI MARKET, LUDHIANA, PUNJAB, INDIA
CIN: L65921PB1993PLC013595

BALANCE SHEET AS AT 31st MARCH, 2025

(Amount in Rs. Lakhs)

ASSETS	NOTE NO.	As at 31st March 2025	As at 31st March 2024
1) Non Current Assets			
a) Property, Plant & Equipment	1	0.19	0.21
b) Financial Assets			
i) Investments		-	-
ii) Others (to be specified)		-	-
c) Deffered Tax Assets (Net)		0.00	0.01
2) Current Assets			
a) Inventories		-	-
b) Financial Assets			
i) Investments		-	-
ii) Trade Receivables		-	-
iii) Cash & Cash Equivalents	2	1.02	3.75
iv) Short term Loans	3	332.89	334.19
c) Other Current Assets	4	0.07	0.33
Total Assets		334.17	338.49
EQUITY & LIABILITIES	NOTE NO.	As at 31st March 2025	As at 31st March 2024
Equity			
a) Equity Share Capital	5	320.05	320.05
b) Other Equity	6	12.23	9.91
Liabilities			
1) Non Current Liabilities			
a) Financial Liabilities		-	-
b) Deffered Tax Liabilities (Net)		-	-
2) Current Liabilities			
a) Financial Liabilities		-	-
b) Other Current Liabilities	7	1.90	8.54
Total Equity & Liabilities		334.17	338.49

See accompanying notes forming part of the financial statements

In the opinion of the Board, The Current assets, Loans & Advances are approximately of the value stated, if realised in the ordinary course of the business

In terms of our report attached.

For Parshotam & Associates
Chartered Accountants
F.R.N. 002791N

Sd/-
CA Nipan Bansal
(Partner)
M.no. 505058

Place : Ludhiana
Date : 30-05-2025
UDIN: 25505058BMGDES2098

For and on behalf of the Board of Directors

Sd/-
Kanika Kabra
(Director)
Din: 10291001

Sd/-
Sandeep Kumar Sahu
(Director)
Din: 06396817

Sd/-
Vinit Tarunkumar Brahmhatt
(Chief Finanical Officer)

CITY GOLD CREDIT CAPITAL LIMITED				
ROOM NO. 555, 5TH FLOOR, LSE BUILDING, FEROZE GANDHI MARKET, LUDHIANA, PUNJAB, INDIA				
CIN: L65921PB1993PLC013595				
STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED ON 31st MARCH 2025				
(Amount in Rs. Lakhs)				
SR NO.	PARTICULARS	NOTE NO.	For the year ended 31st March 2025	For the year ended 31st March 2024
1	Revenue from Operations	8	23.57	23.35
2	Other Income	9	-	1.66
3	Total Income (1+2)		23.57	25.01
4	Expenses			
	Cost of Material Consumed		-	-
	Purchases of Stock in Trade	10	-	-
	Changes in Inventories of Finished Goods, Stock in Trade and Work in Progress	11	-	-
	Employee Benefit Expenses	12	12.72	11.42
	Finance Cost	13	0.03	0.09
	Depreciation and Amortization Expenses	1	0.03	0.03
	Other Expenses	14	7.66	8.97
	Total Expenses (4)		20.43	20.50
5	Profit/(Loss) before Exceptional items & Tax (3-4)		3.14	4.50
6	Exceptional Items		-	-
7	Profit/(Loss) before Tax (5-6)		3.14	4.50
8	Tax Expense			
	Current Tax		0.82	0.73
	Deferred Tax		0.00	-0.18
	Tax related to Last Year		-	-
	Profit/(Loss) for the period from Continuing Operations (7-8)		2.32	3.96
10	Profit/(Loss) for the period from Discontinued Operations		-	-
11	Tax Expense of Discontinued Operations		-	-
12	Profit/(Loss) from Discontinued Operations		-	-
13	Profit/(Loss) for the Period (9+12)		2.32	3.96
14	Other Comprehensive Income			
A	i) Items that will not be reclassified to Profit or Loss		-	-
	ii) Income Tax relating to items that will not be reclassified to Profit or Loss		-	-
B	i) Items that will be reclassified to Profit or Loss		-	-
	ii) Income Tax relating to items that will be reclassified to Profit or Loss		-	-
15	Total Comprehensive Income for the Period (13+14)		2.32	3.96
16	Earning per Equity Share (For Continuing Operations)			
	i) Basic		0.00	0.00
	ii) Diluted		0.00	0.00
17	Earning per Equity Share (For Discontinued Operations)			
	i) Basic		-	-
	ii) Diluted		-	-
	Earning per Equity Share (For Continuing & Discontinued Operations)			
	i) Basic		0.00	0.00
	ii) Diluted		0.00	0.00
See accompanying notes forming part of the financial statements				
In terms of our report attached.				
For Parshotam & Associates			For and on behalf of the Board of Directors	
Chartered Accountants				
F.R.N. 002791N			Sd/-	Sd/-
Sd/-			Kanika Kabra	Sandeep Kumar Sahu
CA Nipan Bansal			(Director)	(Director)
(Partner)			Din: 10291001	Din: 06396817
M.no. 505058				
Place : Ludhiana			Sd/-	
Date : 30-05-2025			Vinit Tarunkumar Brahmabhatt	
UDIN: 25505058BMGDES2098			(Chief Financial Officer)	

CITY GOLD CREDIT CAPITAL LIMITED				
Cash Flow Statement for the year ended 31 March, 2025				
(Amount in Rs. Lakhs)				
Particulars	For the year ended 31st March, 2025		For the year ended 31st March, 2024	
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax	3.14		4.50	
<u>Adjustments for:</u>				
Depreciation and amortisation	0.03		0.03	
Finance costs	0.03		0.09	
Operating profit / (loss) before working capital changes		3.20		4.61
<u>Changes in working capital:</u>				
<u>Adjustments for (increase) / decrease in operating assets:</u>				
Short-term loans and advances	1.31		(12.85)	
Inventories	-		-	
Other current assets	0.26		(0.00)	
<u>Adjustments for increase / (decrease) in operating liabilities:</u>				
Trade payables	-		-	
Other current liabilities	(6.64)		6.34	
Short-term provisions	-		-	
		(5.07)		(6.51)
Cash flow from extraordinary items		-		-
Cash generated from operations		(1.87)		(1.89)
Net income tax (paid) / refunds		(0.82)		(0.73)
Net cash flow from / (used in) operating activities (A)		(2.70)		(2.62)
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	-		-	
Proceeds from sale of fixed assets	-		-	
Change in short term investments	-		-	
Change in long term investments	-		4.33	
Net cash flow from / (used in) investing activities (B)		-		4.33
C. Cash flow from financing activities				
Proceeds from issue of equity shares	-		-	
Net increase / (decrease) in working capital borrowings	-		-	
Finance cost	0.03		0.09	
Net cash flow from / (used in) financing activities (C)		(0.03)		(0.09)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		(2.72)		1.62
Cash and cash equivalents at the beginning of the year		3.75		2.13
Cash and cash equivalents at the end of the year		1.02		3.75
Reconciliation of Cash and cash equivalents with the Balance Sheet				
Cash and cash equivalents as per Balance Sheet (Refer Note 2)		1.02		3.75
Less: Bank balances not considered as Cash and cash equivalents as defined in Ind AS 7 <i>Cash Flow Statements</i> (give details)		-		-
Net Cash and cash equivalents (as defined in Ind AS 7 <i>Cash Flow Statements</i>)		1.02		3.75
Add: Current investments considered as part of Cash and cash equivalents (as defined in Ind AS 7 <i>Cash Flow Statements</i>)		-		-
Cash and cash equivalents at the end of the year *		1.02		3.75
* Comprises:				
(a) Cash on hand		0.88		0.26
(b) Cheques, drafts on hand		-		0.42
(c) Balances with banks				
(i) In current accounts		0.14		3.07
(d) Others (FDR)		-		-
(e) Current investments considered as part of Cash and cash				
		1.02		3.75
Notes:				
(i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations.				
(ii) These earmarked account balances with banks can be utilised only for the specific identified purposes.				
See accompanying notes forming part of the financial In terms of our report attached.				
For Parshotam & Associates		For and on behalf of the Board of Directors		
Chartered Accountants		Sd/-		
Sd/-		Sd/-		
CA Nipan Bansal		Kanika Kabra		
(Partner)		(Director)		
M.no. 505058		Din: 10291001		
Place : Ludhiana		Sandeep Kumar Sahu		
Date : 30-05-2025		(Director)		
UDIN: 25505058BMGDES2098		Din: 06396817		
		Sd/-		
		Vinit Tarunkumar Brahmabhatt		
		(Chief Financial Officer)		

CITY GOLD CREDIT CAPITAL LTD

Schedule - Accounting Policies and Notes on Account

Background

City Gold Credit Capital Limited (or “The Company”) is a Non-Banking Financial Company registered with Reserve Bank of India u/s 45-IA of Reserve is dealing and trading in shares, securities, debentures and advancing loans.

A. Significant Accounting Policies

• **Basis of Accounting**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter, relevant provisions of the Companies Act 2013 and guidelines issued by the Securities and Exchange Board of India (SEBI).

The financial statements have been prepared on historical cost convention on accrual basis, except for certain financial instruments which have been measured at fair value.

The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The preparation of the financial statements in conformity with the Ind AS requires the management of the Company to make estimates and assumptions that affect the reported amounts of income and expenses of the period, reported balances of assets and liabilities and disclosures relating to contingent liabilities as of the date of the financial statements. Examples of such estimates include provisions for doubtful debts and advances, future obligations under employee retirement benefit plans, useful lives of fixed assets, estimated market breakage of containers, contingencies, etc. Actual results could differ from those estimates.

• **Revenue Recognition**

The company recognizes revenue when the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the entity.

Sale of Goods

Revenue is recognized upon transfer of control of promised products or services to customers for an amount that reflects the consideration which is expected to be received in exchange for those products or services.

Interest

Income from interest is recognized using the effective interest rate (EIR).

• **Government Grants**

The company has not obtained any grants from any government(s).

• **Property, Plant and Equipment**

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 101 and hence regarded thereafter as historical cost.

Property, Plant and Equipment are stated at cost of acquisition and includes other incidental expenses, less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and any attributable such as duties [net of ITC], freight, erection and commissioning and installation expenses incurred in bringing the assets to its working condition for its intended use. Government Grants against Fixed Assets are reduced from the cost of Property, Plant and Equipment.

Capital work-in-progress includes Capital advances and pre-operative expenses that represent direct costs and other expenses incidental to the acquisition/construction of assets. These are apportioned to respective assets and are capitalized as per the “Guidance Note on Treatment of Expenditure during Construction Period” issued by the Institute of Chartered Accountants of India.

Leasehold improvements represent expenses incurred towards civil works, interior furnishings, etc of the leasehold premises at various locations.

- **Impairment**

Financial assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in statement of profit or loss.

Non-financial assets

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

A previously recognised impairment loss is increased or reversed, if any, depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment.

- **Intangible Assets**

Intangible assets are stated at cost less accumulated amount of amortization and impairment, if any.

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. Amortisation method and useful life are reviewed periodically, including at each financial year end.

- **Leases**

Where the Company is the lessee:

Finance leases, which effectively transfer to the Company substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease payments are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are charged directly against income. Lease management fees, legal charges and other initial direct costs are capitalized. Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased term, are classified as operating leases. Operating lease payments are recognised as an expense in the Profit and Loss account on a straight-line basis over the lease term.

Where the Company is the Lessor:

Assets subject to operating leases are included in fixed assets. Lease income is recognised in the Profit and Loss Account on a straight-line basis over the lease term. Costs, including depreciation are recognised as an expense in the Profit and Loss Account. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Profit and Loss Account.

- **Depreciation / Amortization**

Depreciation on Property, Plant and Equipment is provided from the date of addition using the Straight-Line Method at the rates based upon useful life of the assets estimated by the management, which are greater than or equal to the corresponding rates prescribed in Schedule II of the Companies Act, 2013. Property, Plant and Equipment, excepting

Sales Generating Assets, which have a value less than Rs. 5,000 are depreciated fully in the year of purchase.

Type of Asset	Rates of depreciation
i) Lease hold Land	AS PER SCHEDULE II TO COMPANIES ACT, 2013
ii) Leasehold improvement	
iii) Furniture & fixture	
iv) Cooler	
v) Batteries & UPS	
vi) Computer & Printer	

Notes:

- Assets leased out under operating leases are depreciated in accordance with the depreciation policy of the Company.
- Assets acquired under finance lease are depreciated in accordance with the depreciation policy of the Company.

• Financial Instruments

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

(i) Initial Recognition and measurement

All financial assets and liabilities are recognised at fair value on initial recognition except for trade receivables which are initially measured at transaction price. Transaction cost in relation to financial assets and financial liabilities other than those carried at fair value through profit or loss (FVTPL) are added to the fair value on initial recognition. Transaction cost that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are carried at fair value through profit or loss are immediately recognized in the statement of profit or loss.

(ii) Subsequent measurement

(a) Non-derivative financial instruments

Financial assets carried at amortised cost

A financial asset is subsequently 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 are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income 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 are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories is subsequently measured at fair valued through profit or loss.

Financial liabilities

The financial liabilities are subsequently carried at amortized 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.

(b) Equity Share capital

Equity shares issued by the company are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares and share options are recognized as a deduction from equity, net of any tax effects.

(iii) De-recognition of financial instruments

A financial asset is derecognized when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability is derecognized when the obligation specified in the contract is discharged or cancelled or expires.

(iv) Fair value of financial instruments

The fair value of financial instruments is determined using the valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Based on the three-level fair value hierarchy, the methods used to determine the fair value of financial assets and liabilities include quoted market price, discounted cash flow analysis and valuation certified by the external valuer.

In case of financial instruments where the carrying amount approximates fair value due to the short maturity of those instruments, carrying amount is considered as fair value.

- **Inventories**

Inventories have been valued as follows:

Shares, Stocks & Investments	At Cost or Market Price, whichever is Lower.
------------------------------	----------------------------------------------

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale. Shares are valued at cost or net realizable value, whichever is lower. The comparison of cost and market value is done separately for each category of shares. Cost is considered on weighted average basis.

- **Employee Benefits**

Short term Employee Benefits:

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. The amount of short-term employee benefits are recognized as an expense on an undiscounted basis in the statement of profit and loss of the year in which the related service is rendered.

Long term Employee Benefits:

No long-term employee benefit Expenses Recognized during the year.

Post-Employment Employee Benefits:

No post-employment employee benefit Expenses Recognized during the year.

- **Taxes on Income**

Tax expense comprises of current, deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. At each balance sheet date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized.

- **Foreign Currency Transactions**

(i) Initial Recognition

Foreign currency transactions are recorded in the functional currency, i.e. Indian Rupees using the exchange rate at the date of transaction. No such transactions have taken place during the year.

(ii) Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms

of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined. Since no foreign currency transactions are recorded, hence no measurement has been done either at the closing date or that during the year.

(iii) Exchange Differences

Exchange differences arising on the settlement of monetary items or on reporting Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses in the year in which they arise, except which are related to acquisition of Fixed Assets acquired from outside India. In case of acquisition of Fixed Assets from outside India, such exchange differences are capitalized. No exchange differences are reported during the year in view of Nil foreign currency transactions.

• **Provisions**

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on management estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

Classification and provisioning of loan portfolio Loans towards financing activities are classified under four categories i.e. (i) Standard assets (ii) Sub- Standard assets (iii) Doubtful assets and (iv) Loss assets in accordance with RBI Guidelines. Provision for standard assets is made on the basis of prudential norms prescribed for NBFC's by Reserve Bank of India. Non-Performing assets are identified by periodic appraisals of the portfolio by management and appropriate provisions are made based on the management's assessment of the degree of impairment of the loan asset and the level of provisioning required as per the prudential norms prescribed for NBFC's by Reserve Bank of India.

• **Cash Flow Statement**

Cash flow Statement is prepared and being annexed in view of them being mandatory.

• **Transfer to Statutory Reserve**

Company has transferred the amount of Rs. 0.46 Lakhs to Statutory Reserve as per Sec 45-IC of RBI Act, 1934.

As per our attached report of even date

For Parshotam & Associates.

Chartered Accountants

Firm's registration number: 002791N

Sd/-

CA Nipan Bansal

(Partner)

Membership No.:505058

Place: Ludhiana

Date: 30.05.2025

UDIN: 25505058BMGDES2098

For and on behalf of Board of Directors

Kanika Kabra

(Director)

Din- 10291001

Sandeep Sahu

(Director)

Din - 06396817

Vinit Tarunkumar Brahmhatt

CFO

City Gold Credit Capital Limited											
Note 1											
Disclosure pursuant to Schedule III to the Companies Act, 2013											
(Amount in Rs. Lakhs)											
Property, Plant and Equipment	Gross Block				Accumulated Depreciation					Net Block	
	As at 31 March, 2024	Additions/ (Disposals)	Acquired through business combinations	As at 31 March, 2025	As at 31 March, 2024	Depreciation charge for the year	Adjustment due to transitional provisions*	On disposals	As at 31 March, 2025	As at 31 March, 2024	As at 31 March, 2025
	Amt INR	Amt INR	Amt INR	Amt INR	Amt INR	Amt INR	Amt INR	Amt INR	Amt INR	Amt INR	Amt INR
Tangible Assets											
Furniture & Fixture	0.15	-	-	0.15	0.10	0.01	-	-	0.11	0.05	0.04
Telephone	0.04	-	-	0.04	0.04	-	-	-	0.04	0.00	0.00
Cooler	0.00	-	-	0.00	-	-	-	-	-	0.00	0.00
Computer & Printer	0.93	-	-	0.93	0.88	-	-	-	0.88	0.05	0.05
Batteries & UPS	0.21	-	-	0.21	0.10	0.01	-	-	0.12	0.10	0.09
Office Equipment	0.25	-	-	0.25	0.23	-	-	-	0.23	0.01	0.01
Total	1.57	-	-	1.57	1.36	0.03	-	-	1.38	0.21	0.19
Previous Year	1.57	-	-	1.57	1.33	0.03	-	-	1.36	0.24	0.21

City Gold Credit Capital Ltd.		
Notes Forming Part of the Financial Statements		
Note 2 Cash and cash equivalents		
(Amount in Rs. Lakhs)		
Particulars	As at 31 March, 2025	As at 31 March, 2024
(a) Cash in hand	0.88	0.26
(b) Cheques, drafts on hand	-	0.42
(c) Balances with banks		
(i) In current accounts		
Federal Bank	0.14	3.07
Total	1.02	3.75
Of the above, the balances that meet the definition of Cash and cash equivalents as per IND AS 7 Cash Flow Statements is	1.02	3.75
Note 3 Loans (Current Assets)		
(Amount in Rs. Lakhs)		
Particulars	As at 31 March, 2025	As at 31 March, 2024
(a) Security deposit	-	-
(b) Loan to related parties	-	-
(c) Others (Unsecured, considered good)		
1. Aventure Media & Technologies Ltd	33.43	31.19
2. Gunjan Jindal	5.66	5.28
3. Khushboo Sharma	8.07	7.53
4. Ajay Sareen	-	13.53
5. Atul jindal HUF	42.48	39.63
6. Harvinder Kaur	21.45	20.01
7. RK METAL INDUSTRIES (REGD)	-	10.56
8. Rajinder singh	18.82	17.56
9. Manmeet Singh Bindra	43.01	40.13
10. Pankaj Garg HUF	8.48	8.48
11. 12B Future Builders	12.52	11.68
12. Rohit Khajuria	-	19.95
13. Rishav Gupta	22.51	21.00
14. Shalu Kawadia	29.76	27.77
15. The Mistri's	-	5.00
16. Dreamax Developers Pvt Ltd	47.58	44.88
17. Prabal Sood	-	10.00
18. BDS Commodities	32.99	-
19. Gayatri Dagadu Mali	3.05	-
20. Suman Gholap	3.05	-
Total	332.89	334.19

Note 4 Other current assets		
(Amount in Rs. Lakhs)		
Particulars	As at 31 March, 2025	As at 31 March, 2024
Income Tax Refund receivable AY 2022-23	-	0.10
MAT Credit Receivable	0.07	0.23
Total	0.07	0.33

City Gold Credit Capital Ltd. Notes Forming Part of the Financial Statements				
Note 5 Equity Share capital				
Particulars	As at 31 March, 2025		As at 31 March, 2024	
	Number of shares	(Amount in Rs. Lakhs)	Number of shares	(Amount in Rs. Lakhs)
(a) Authorised 3500000 Equity shares of Rs.10/- each with voting rights (Previous Year 3500000 Equity Shares of Rs.10/- Each)	35,00,000.00	350.00	35,00,000.00	350.00
(b) Issued, Subscribed and fully paid up 3200500 Equity shares of Rs.10/- each with voting rights (Previous Year 3200500 Equity Shares of Rs.10/- Each)	32,00,500.00	320.05	32,00,500.00	320.05
Total	32,00,500.00	320.05	32,00,500.00	320.05
Details of shares held by each shareholder holding more than 5% shares and share held by Promoters:				
Class of shares / Name of shareholder	As at 31 March, 2025		As at 31 March, 2024	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
(i) Equity shares with voting rights				
Nitin Krishnalal Minocha (Promoter)	5,84,800.00	18.27	-	-
Sanjeev Kumar Puri (Promoter)	1,22,300.00	3.82	1,22,300.00	3.82
Sakshi Puri (Promoter)	75,000.00	2.34	75,000.00	2.34
Sahil Puri (Promoter)	65,000.00	2.03	65,000.00	2.03
Joginder Singh (Promoter)	55,000.00	1.72	55,000.00	1.72
Satnam Singh (Promoter)	35,000.00	1.09	35,000.00	1.09
Shiv Kumar Puri (Promoter)	-	-	4,94,800.00	15.46
Premal Mukundbhai Shah (HUF)	-	-	2,49,900.00	7.81
Meghana Premal Shah	-	-	2,94,975.00	9.22
Reconciliation of Shares Outstanding at the Beginning and at the end of Reporting Period				
Particulars	As at 31 March, 2025		As at 31 March, 2024	
	Number of shares	(Amount in Rs. Lakhs)	Number of shares	(Amount in Rs. Lakhs)
Balance at the beginning of the Reporting Period	32,00,500.00	320.05	32,00,500.00	320.05
Changes in Equity Share Capital during the Year			-	-
Balance at the End of the Reporting Period	32,00,500.00	320.05	32,00,500.00	320.05
Notes:				
1. No equity shares were issued & bought back during the year. There is transfer of shares during the year				
2. The company is having only one class of shares, that is Equity share of Rs 10 each. All the equity Shareholders are having equal right on the distribution of dividend and repayment of capital				
3. The company is not a subsidiary of any other Company				
4. During the preceeding five years, Company has not allotted any fully paid shares of any class pursuant to contracts without payment being received in cash, bonus shares or have bought back any share				
5. There are no unpaid calls or forfeited shares.				
Note 7 Other Current Liabilities				
(Amount in Rs. Lakhs)				
Particulars	As at 31 March, 2025	As at 31 March, 2024		
(a) Provisions				
Provision on Standard Assets	0.83	0.84		
Income Tax Payable (AY 2024-25)	-	0.32		
Income Tax Payable (AY 2025-26)	0.10	-		
(b) Other Payables:				
-Salary Payable	-	1.80		
-Audit Fees Payable	0.30	0.30		
-Other Expenses Payable	0.68	-		
-Cheque Issued but not paid	-	5.29		
Total	1.90	8.54		

City Gold Credit Capital Limited								
Note No. 6 - Other Equity								
(Amount in Rs. Lakhs)								
Particulars	Share Application Money Pending Allotment	Equity Component of Compound Financial Instruments	Reserves & Surplus				Others	Total
			Capital Reserve	Securities Premium Reserve	Statutory Reserve	Retained Earnings		
Balance as on 1 April 2024	-	-	-	-	7.23	2.67	-	9.91
Total Comprehensive Income for the year	-	-	-	-	-	2.32	-	2.32
Dividends	-	-	-	-	-	-	-	-
Transfer from Retained Earnings to Statutory Reserve	-	-	-	-	0.46	(0.46)	-	-
Balance as on 31 March 2025	-	-	-	-	7.70	4.53	-	12.23

City Gold Credit Capital Ltd.		
Notes Forming Part of the Financial Statements		
Note 8 Revenue from Operations		
(Amount in Rs. Lakhs)		
Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Sale of products	-	-
-Shares & Securities	-	-
Interest Income	23.57	23.35
Total	23.57	23.35
Note 9 Other income		
(Amount in Rs. Lakhs)		
Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Profit on Sale of Mutual Funds	-	1.66
Total	-	1.66
Note 10 Purchase of stock-in-trade		
(Amount in Rs. Lakhs)		
Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Traded Goods	-	-
Total	-	-
Note 11 Changes in inventories of finished goods, work-in-progress and stock-in-trade		
(Amount in Rs. Lakhs)		
Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<u>Inventories at the end of the year:</u>		
Stock-in-trade	-	-
	-	-
<u>Inventories at the beginning of the year:</u>		
Stock-in-trade	-	-
	-	-
Net (increase) / decrease	-	-

Note 12 Employee benefits expense

(Amount in Rs. Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Salaries	12.72	11.42
Total	12.72	11.42

Note 13 Finance costs

(Amount in Rs. Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
(a) Interest Cost	-	-
(b) Other borrowing costs (Bank Charges)	0.03	0.09
Total	0.03	0.09

Note 14 Other expenses

(Amount in Rs. Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
AGM expenses	0.22	0.22
Advertisement Expenses	0.62	0.31
Professional Expenses	0.71	-
Fees & Taxes	0.23	0.45
Conveyance Expenses	0.15	0.14
Depository Service Charges	1.00	1.10
Net Loss on fair valuation of investment at fair value through Profit and loss	-	0.73
Diwali Expenses	0.23	0.31
Postage & Telegram	0.03	0.04
Tea & beverage Exp.	0.10	0.23
General Expenses	0.17	0.48
Telephone Expenses	-	0.04
Travelling expenses	0.64	1.20
Website & Software Expenses	0.15	0.17
Printing and stationery	0.06	0.13
Rent Expenses	2.36	2.36
Listing fees	0.65	0.65
Provision on Standard Asset	(0.00)	0.03
Computer Repair Expenses	0.07	0.08
Payments to auditors (See Note Below)	0.30	0.30
Total	7.66	8.97

(Amount in Rs. Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Payments to the auditors comprises		
- For Statutory Audit	0.28	0.28
- For Tax Audit	-	-
- For Company law matters	0.01	0.01
Total	0.30	0.30

City Gold Credit Capital Ltd.					
Notes Forming Part of the Financial Statements					
Note 15: Disclosures of Financial instruments					
(a) The carrying value and fair value of financial instruments by categories at the end of each reporting period is as follows:					
As at 31-Mar-2025 (Amount in Rs. Lakhs)					
Particulars	At Amortized cost	At fair value through profit or loss	At fair value through OCI	Total carrying value	Total Fair value
Assets:					
Non current Investments	-	-	-	-	-
Current Investments	-	-	-	-	-
Cash and cash equivalents	1.02	-	-	1.02	1.02
Short term Loans	332.89	-	-	332.89	332.89
Total	333.91	-	-	333.91	333.91
Liabilities:					
Non current Financial Liabilities	-	-	-	-	-
Current Financial Liabilities	-	-	-	-	-
Total	-	-	-	-	-
As at 31-Mar-2024 (Amount in Rs. Lakhs)					
Particulars	Amortized cost	At fair value through profit or loss	At fair value through OCI	Total carrying value	Total Fair value
Assets:					
Non current Investments	-	-	-	-	-
Current Investments	-	-	-	-	-
Cash and cash equivalents	3.75	-	-	3.75	3.75
Short term Loans	334.19	-	-	334.19	334.19
Total	337.94	-	-	337.94	337.94
Liabilities:					
Non current Financial Liabilities	-	-	-	-	-
Current Financial Liabilities	-	-	-	-	-
Total	-	-	-	-	-
(b) Basis of Fair value of Financial assets and liabilities					
(i) Fair Value hierarchy					
Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities					
Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)					
Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).					
(ii) The following table presents fair value hierarchy of assets and liabilities measured at fair value:					
As at 31 March 2025 (Amount in Rs. Lakhs)					
Particulars	Fair value	Fair value measurement at the end of reporting period/year using			
		Level 1	Level 2	Level 3	
Non current Investments		-	-	-	
As at 31 March 2024 (Amount in Rs. Lakhs)					
Particulars	Fair value	Fair value measurement at the end of reporting period/year using			
		Level 1	Level 2	Level 3	
Non current Investments		-	-	-	

City Gold Credit Capital Ltd. Notes Forming Part of the Financial Statements					
Note 16: Comparision of Ratios for the Year Ended 31.03.2025 and 31.03.2024					
S.No.	RATIOS	FOR THE YEAR ENDING 31.03.2025	FOR THE YEAR ENDING 31.03.2024	VARIATION (%)	REMARKS
1	Debtor Turnover Ratio	-	-	-	No Debtors
2	Inventory Turnover Ratio	-	-	-	No Inventory
3	Interest Coverage Ratio	117.69	54.10	117.56	Due to decrease in Finance Cost for the year ended 31.03.2025
4	Current Ratio	175.81	39.63	343.61	Due to decrease in Current Liabilities
5	Debt Equity Ratio	0.01	0.03	-77.90	Due to decrease in Current Liabilities
6	Operating Profit Margin	13.45	19.39	-30.67	Due to decrease in Profits for the year ended 31.03.2025
7	Net Profit Margin	9.83	15.83	-37.92	Due to decrease in Profits for the year ended 31.03.2025
8	Return on Net Worth	0.70	1.20	-41.89	Due to decrease in Profits for the year ended 31.03.2025

NOTES ON ACCOUNT

1. Contingent Liabilities not provided for are as follows:
The Company has no Contingent Liabilities of any nature.
2. Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) are Rs. Nil (Previous Year Rs. Nil).
3. There are no contingency Provisions as at 31.03.2025
4. In the opinion of Management, all the Current Assets, Loans and Advances have a value on realization in ordinary course of business at least equal to the amount at which these are stated.
5. Leases

A. Operating Lease

- For assets given on Lease

The Company has not leased out any of its assets to either its business associates or third parties on operating lease.

- For assets taken on Lease

The Company has taken properties be it residential, office or godown premises under operating lease agreements.

- The aggregate lease rentals payable is mentioned in the financial statements

6. Segment Reporting

The Company has only one “business segment” during the year i.e. advancing of Loans.

The Company sells mostly within India with insignificant exports and does not have operations in economic environments with different risks and returns. Hence, it is considered operating in single geographical segment.

7. The Company has adequate financial resources and does not anticipate that it will not be able to realize its assets and disburse liabilities in the normal course of business. In view of this, financial statements do not include any adjustment relating to recoverable/payables and classification of Recorded assets/liabilities that may be necessary if the entity is unable to continue as a going concern.
8. The Company follows Indian Accounting Standard (Ind AS-12) “Income Taxes”, issued by the Institute of Chartered Accountants of India. The company has reversed deferred tax Assets by Rs. 275.85 for the year ended 31st March, 2025.
9. Due to Nil losses during the previous year, indicators of impairment as per Ind AS-36 are absent as at March 31, 2025. Accordingly, the Company has not tested the Property, Plant and Equipment for impairment.

10. Unhedged Foreign Currency Exposure

There are no Unhedged foreign currency exposures as at Balance Sheet date

Particulars	Amount
Import Creditors	Rs. Nil (Rs. Nil)

- a) CIF Value of Imports is Not applicable
- b) FOB Value of Exports is Not applicable
- c) Expenditure in Foreign Currency (on accrual basis)

(Amount in Rs. Lakhs)

Description	Current Year	Previous Year
Foreign Travel	Nil	Nil
Professional, Consultation Fees	Nil	Nil
Total	Nil	Nil

13. Dues to Micro and Small enterprises are NIL
14. Previous year figures have been regrouped / rearranged wherever necessary to conform to the classification adopted for the current year.
15. There are no prior period items contained in the financial statements.

As per our attached report of even date

For Parshotam & Associates.
Chartered Accountants
Firm's registration number: 002791N

Sd/-
CA Nipan Bansal
(Partner)
Membership No.:505058

Place: Ludhiana
Date: 30.05.2025
UDIN: 25505058BMGDES2098

For and on behalf of Board of Directors

Sd/-
Kanika Kabra
(Director)
Din- 10291001

Sd/-
Sandeep Sahu
(Director)
Din - 06396817

Sd/-
Vinit Tarunkumar Brahmbhatt
CFO