Piramal Finance Limited

(Formerly known as Piramal Capital & Housing Finance Limited)

Annual Report 2024-25

CORPORATE INFORMATION

THE BOARD OF DIRECTORS

Chairman & Non-Executive Director
Ajay G. Piramal

Non-Executive Director
Dr. Swati A. Piramal
Anand Piramal

Managing Director
Jairam Sridharan

Non-Executive Independent Director
Gautam Doshi
Suhail Nathani
Puneet Dalmia
Kunal Bahl

CHIEF FINANCIAL OFFICER

Vikash Singhla

COMPANY SECRETARY

Urmila Rao

INFORMATION FOR SHAREHOLDERS

STATUTORY AUDITOR

Singhi & Co, Chartered Accountants
T R Chadha & Co LLP

Registrar & Share Transfer Agent

MUFG Intime India Private Limited
(formerly known as Link Intime India Private Limited)
C-101, 247 Park, LBS Marg,
Vikhroli (West), Mumbai – 400 083
Tel.: +91- 8108116767
Fax: +91-22-4918 6060
E-mail: rnt.helpdesk@in.mpms.mufg.com

BANKERS

Axis Bank Limited
Bank of Maharashtra
Barclays Bank PLC
Canara Bank
Central Bank of India
CSB Bank Limited
Citi Bank N.A
HDFC Bank Limited
HSBC Limited
IDFC First Bank Limited
Indian Bank
Indian Overseas Bank
IndusInd Bank Limited
IDBI Bank Limited
Karnataka Bank Limited
Punjab & Sind Bank
Punjab National Bank
RBL Bank Limited
Standard Chartered Bank
State Bank of India
Suryoday Small Finance Bank Limited
SVC Co-operative Bank Limited
The Federal Bank Limited
The Karur Vysya Bank Limited
The South Indian Bank Limited
UCO Bank
Union Bank of India

DEBENTURE TRUSTEES

Catalyst Trusteeship Limited
IDBI Trusteeship Services Limited

REGISTERED OFFICE

601, 6th Floor, Amiti Building, Agastya Corporate Park,
Kamani Junction, Opposite Fire Station, LBS Marg,
Kurla (West) Mumbai - 400070
Email id: corporate.secretarial@piramal.com
Tel: +91-22-3802 4000; Fax: +91-22-3802 3884
CIN: U64910MH1984PLC032639

NOTICE

NOTICE is hereby given that the 41st Annual General Meeting ('AGM') of the Members of Piramal Finance Limited ('formerly known as Piramal Capital & Housing Finance Limited') ('the Company') will be held on Monday, July 07, 2025 at 11:30 a.m. Indian Standard Time (IST) at a shorter notice at 10th Floor, Piramal Tower, Peninsula Corporate Park, G. K. Marg, Lower Parel, Mumbai - 400013, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Jairam Sridharan (DIN: 05165390), who retires by rotation and being eligible, offers himself for re-appointment.

3. **Appointment of Lodha & Co LLP, Chartered Accountants as the Joint Statutory Auditors of the Company**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and the Guidelines for Appointment of Statutory Central Auditors (SCAs)/ Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) dated April 27, 2021 issued by the Reserve Bank of India and Frequently Asked Questions dated June 11, 2021 ('RBI Guidelines'), (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendations of the Audit Committee and Board of Directors of the Company, Lodha & Co LLP, Chartered Accountants, (Firm Registration No. 301051E/ E300284) be and are hereby appointed as the Joint Statutory Auditors of the Company for a period of 3 (three) consecutive years to hold the office from conclusion of 41st Annual General Meeting until the conclusion of the 44th Annual General Meeting of the Company to be held in the year 2028, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Joint Statutory Auditors;

   RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper or expedient."

SPECIAL BUSINESS:

4. **Appointment of N. L. Bhatia & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company**

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

   "**RESOLVED THAT** pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('Listing Regulations'), Section 204 of the Companies Act 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendations of the Audit Committee and Board of Directors of the Company, N. L. Bhatia & Associates, Practicing Company Secretaries, (Firm registration number: P1996MH055800 and Peer Review Certificate No.: 6392/2025) be and are hereby appointed as the Secretarial Auditors of the Company for a period of 5 (five) consecutive years to hold the office from conclusion of 41st Annual General Meeting until the conclusion of the 46th Annual General Meeting of the Company to be held in the year 2030, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditors;

   RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper or expedient."

5. **Issue of Non-Convertible Debentures on Private Placement Basis**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 ('Debt Regulations'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to compliance with such other provisions of law as may be applicable, consent of the Members be and is hereby accorded to the Board of Directors of the Company ('the Board', which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution), to make offer(s) or invite subscriptions for secured/unsecured non-convertible debentures, subordinated debentures, bonds or any other structured/hybrid debt securities ('Debentures'), in one or more series/tranches, on private placement basis, on such terms and conditions as the Board may, from time to time, determine and consider proper and most beneficial to the Company, including as to when the Debentures be issued, the consideration for the issue, utilization of the issue proceeds and all matters connected therewith or incidental thereto PROVIDED THAT the total amount that may be so raised in the aggregate, by such offer or invitation for subscriptions of the Debentures, and outstanding at any point of time, shall be within the overall borrowing limit as approved by the Members under Section 180(1)(c) of the Act;

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

6. Payment of Commission to Non-Executive Directors of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Companies Act, 2013 ('the Act') and the applicable Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Members of the Company be and is hereby accorded for payment of commission to the Non-Executive Directors (including Independent Directors) of the Company upto an amount not exceeding 1% of the net profits of the Company computed in the manner provided under Sections 197 and / or 198 of the Act, in case of profits and in case of no profits / inadequate profits in accordance with the limits prescribed under Schedule V to the Act or a sum not exceeding Rs. 10 crores in aggregate, whichever would be higher, and the same be paid to and distributed amongst the said Non-Executive Directors (including Independent Directors) of the Company in such amounts or proportions and in such manner as may be directed by the Board of Directors of the Company ('the Board' which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) for a period of 3 (three) consecutive financial years commencing from April 01, 2025 to March 31, 2028;

RESOLVED FURTHER THAT the above commission shall be in addition to fees payable to the Director(s) for attending the meetings of the Board or Committees thereof or for any other purpose whatsoever, as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board and other meetings;

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted / to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

7. Approval for making donation/ contribution pursuant to Section 181 of the Companies Act 2013

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

"RESOLVED THAT pursuant to the provisions of Section 181 and other applicable provisions of the Companies Act, 2013 ('Act') and the applicable Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, consent of the Members be and is hereby accorded to contribute, donate or otherwise provide assistance from time to time to any bona fide charitable, social, benevolent and other funds, body, society, trust, etc., as would be approved by the Board of Directors of the Company ('the Board', which term shall include any duly empowered Committee(s) constituted / to be constituted by it to exercise its powers including the powers conferred by this resolution), in any financial year, in one or more tranches, from time to time, notwithstanding that such amount in any financial year may not exceed Rs. 50 crores.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper or expedient."

8. Conversion of loan into equity or other capital of the Company in case of Event of Default

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

"**RESOLVED THAT** pursuant to Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the applicable Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Memorandum and Articles of Association of the Company and applicable regulations and subject to all such approval(s) consent(s), permission(s), sanction(s), if any, of appropriate statutory, governmental and other authorities and departments in this regard and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approval(s), consent(s), permission(s) or sanction(s), consent of the Members be and is hereby accorded to the Board of Directors of the Company ('the Board', which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution), increase subscribed capital of the Company caused in the event of exercise of rights by the lenders of the Company to convert the whole or part of the outstanding amount(s) of loan(s) in to equity or other capital of the Company in Event of Default by the Company to repay the loan(s) in terms of the Financing Document(s) executed or to be executed by the Company in favour of the Lender(s) at a price to be determined in accordance with the applicable regulations of the Securities and Exchange Board of India or the directions of Reserve Bank of India and in accordance with the applicable regulatory guidelines of the regulatory authorities;

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board to exercise its powers including the powers conferred by this resolution to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ('AGM / THE MEETING') IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND TO VOTE ON A POLL INSTEAD OF HIS / HER BEHALF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing the proxy should, however, be deposited at the registered office of the Company, duly completed and signed, not less than forty-eight hours before the commencement of the Meeting. The instrument appointing proxy is sent herewith.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') setting out the material facts relating to the businesses stated under Item Nos. 3 to 8, is annexed hereto. Additional information, pursuant to Secretarial Standard – 2 i.e. Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment, at the Meeting, is furnished as a part of this Notice.
3. Members/ Proxies should bring the enclosed attendance slips, duly filled in and signed, for attending the Meeting.
4. The Notice is being sent to all the Members, whose names appeared in the Register of Members of the Company as on the close of business hours on June 23, 2025 ("Record Date").
5. Corporate Members intending to send their Authorized Representative to attend the Meeting are requested to send to the Company a certified copy of the appropriate resolution / authority, authorizing their representative to attend and vote at the Meeting.
6. All the records, registers and documents which are required to be made available for inspection at the Meeting and the documents referred to in the accompanying Notice of this AGM shall be available for inspection during normal business hours (9:00 a.m. to 5:00 p.m.) on any working day, excluding Saturday and Sunday, up to the date of the Meeting. The aforesaid documents will also be available for inspection at the AGM.
7. Route map giving directions to reach the venue of the 41st AGM is given at the end of the Notice.
8. Members may also note that the Notice of the Meeting will also be available on the Company's website.

Registered Office
601,6th Floor, Amiti Building,
Agastya Corporate Park Kamani Junction,
Opposite Fire Station, LBS Marg,
Kurla (West), Mumbai - 400070

By Order of the Board of Directors
For Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)

Date: May 06, 2025
Place: Mumbai

Urmila Rao
Company Secretary
ACS No.:52228

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

Appointment of Lodha & Co LLP, Chartered Accountants as the Joint Statutory Auditors of the Company

The Reserve Bank of India ('RBI') on April 27, 2021 had issued Guidelines for Appointment of Statutory Central Auditors (SCAs)/ Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) ('RBI Guidelines'). Pursuant to the RBI Guidelines, auditors/audit firm can be appointed for a continuous period of 3 (three) consecutive years and an audit firm would not be eligible for re-appointment in the same entity for 6 (six) years (two tenures) after completion of full or part of one term of the audit tenure.

The Members of the Company at their 38th Annual General Meeting ('AGM') held on August 13, 2022 had appointed T R Chadha & Co LLP, Chartered Accountants (Firm Registration No. 006711N/N500028), as the Joint Statutory Auditors of the Company for a period of 3 (three) years, to hold office from the conclusion of the 38th AGM until the conclusion of the 41st AGM of the Company. Accordingly, T R Chadha & Co LLP, Chartered Accountants shall retire at the conclusion of the ensuing 41st AGM of the Company.

In view of the RBI Guidelines, T R Chadha & Co LLP, Chartered Accountants will not be able to continue as joint statutory auditors of the Company and hence, it is proposed to appoint of new statutory auditors.

Accordingly, based on the recommendation of Audit Committee, the Board of Directors approved appointment of Lodha & Co LLP, Chartered Accountants (Firm Registration No. 301051E/ E300284), as the Joint Statutory Auditors of the Company, for a period of 3 (three) consecutive years i.e. commencing from the conclusion of the ensuing 41st AGM until the conclusion of the 44th AGM of the Company, to be held in calendar year 2028, subject to approval of the members of the Company at the ensuing AGM.

Lodha & Co LLP, Chartered Accountants have consented and confirmed that their appointment, if made, shall be in accordance with the conditions prescribed in Section 139 of the Act and the Companies (Audit and Auditors) Rules, 2014 and that they meet the eligibility criteria specified in Section 141 of the Act and the requirements of the said RBI Guidelines.

Brief Profile of Lodha & Co LLP, Chartered Accountants

Lodha & Co LLP is among India's leading Chartered Accountancy firms, registered with the Institute of Chartered Accountants of India. With a legacy spanning over eight decades, the firm is recognised for its professional integrity, technical depth, and commitment to excellence. With offices in Mumbai, New Delhi, Kolkata, Chennai, Hyderabad, and Jaipur, it maintains a strong national presence. The firm comprises of 14 partners and a team of around 500 professionals, offering a comprehensive suite of services including statutory and internal audits, tax advisory and compliance (direct and indirect), risk assurance, and financial consulting. The firm has deep sectoral expertise across industries including banking and financial services sector.

None of the Directors/Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members.

ITEM NO. 4

Appointment of N. L. Bhatia & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company

Pursuant to Regulation 24A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Board of Directors at its Meeting held on May 06, 2025 approved and recommended to the members for their approval, appointment of N. L. Bhatia & Associates, Practicing Company Secretaries, a Peer Reviewed Firm of Company Secretaries in Practice bearing Firm registration number: P1996MH055800 and Peer Review Certificate No: 6392/2025, as the Secretarial Auditors of the Company for a term of 5 (Five) consecutive years, to hold office from the conclusion of 41st Annual General Meeting until the conclusion of the 46th Annual General Meeting of the Company to be held in the calendar year 2030, at such remuneration as may be mutually agreed between the Board of Directors and Secretarial Auditors, from time to time.

Brief profile of N. L. Bhatia & Associates, Practising Company Secretaries

N. L. Bhatia & Associates is one of the oldest Practicing Company Secretaries (PCS) firm founded in the year 1996. Their partner, CS N.L. Bhatia brings with him decades of experience and is a well-known seasoned professional in practice since 1982. With a collective experience of over half a century, the Firms' partners have been at the forefront of the profession's evolution, thus giving them a solid foundation. Their clients include MNCs, public listed and unlisted companies, private companies and LLP and they also specialize in providing complete solutions to start-ups.

None of the Directors/Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

ITEM NO. 5

Issue of Non-Convertible Debentures on Private Placement Basis

The Company being Non-Banking Financial Company ('NBFC') raises funds by issuance of Non-Convertible Debentures, from time to time which is cost effective and source of faster raising of funds by NBFCs.

The Company will utilize proceeds of such issuance for lending, increasing the asset book, re-financing of the existing debt and other general purposes as may be decided by the Board of Directors of the Company ('the Board', which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution).

In terms of Sections 23, 42 and 71 of the Companies Act, 2013 read with Rule 14(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, in case an offer of or invitation to subscribe to Non-Convertible Debentures ('NCDs') is made by the Company on a private placement basis, the Company is required to seek the prior approval of its Members by means of a Special Resolution, on an annual basis for all the offers or invitations for such NCDs during the year.

The Members of the Company by way of a special resolution at the 40th Annual General Meeting ('AGM') of the Company had approved similar proposal authorizing the Company to issue NCDs within the overall borrowing limit for a period of one year.

Accordingly, it is proposed to seek fresh approval of Members by way of a special resolution to authorize the Board to borrow by issue of NCDs, subordinated debentures, bonds, structured/hybrid instruments or any other debt securities ('Debentures') on private placement basis, in the ordinary course of its business, for a period of one year. Further, the amount to be raised through an offer or invitation for subscription of Debentures and its issuance on private placement basis, will be within the overall borrowing limit of approved by the Members of the Company under Section 180(1)(c) of the Act.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the Members.

ITEM NO. 6

Payment of Commission to Non-Executive Directors of the Company

Considering the professional expertise and business exposure of the eminent personalities on the Board of the Company ('the Board' which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers for this purpose), the Board, subject to the approval of the Members at the ensuing AGM, approved payment of commission to the Non-Executive Directors (including Independent Directors) of the Company, in case of profits as well as in case of no profits/inadequate profits in accordance within the limits specified in the resolution, at the end of each financial year for a period of 3 consecutive years commencing from April 01, 2025 to March 31, 2028. The remuneration will be distributed amongst all or some of the Directors in accordance with the directions given by the Board and shall be in addition to the fees payable to the Directors for attending the meetings of the Board or Committee thereof or for any other purpose whatsoever as may be decided by the Board, and reimbursement of expenses for participation in the Board and other meetings.

Information as required under Section II of Part II of the Schedule V of the Act is provided as Annexure 2 to this Notice.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

All the Non-Executive Directors (including Independent Directors) are deemed to be concerned or interested in this resolution to the extent of the Commission that may be received by them.

The Board considers the commission proposed to be paid to Non-Executive Directors (including Independent Directors) as reasonable and commensurate with the experience, expertise, skills and time devoted by them for the business affairs of the Company and recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the Members.

ITEM NO. 7

Approval for making donation/ contribution pursuant to Section 181 of the Companies Act 2013

In terms of the provisions of Section 181 of the Companies Act, 2013 ('Act'), any amount contributed to any charitable and other funds in excess of 5% of the Company's average net profits during the three immediately preceding financial years requires prior approval of the Members of the Company.

Therefore, approval of the Members of the Company is sought as an enabling authorization, for making donation/contribution to charitable, social, benevolent and other funds, body, society, trust, etc., pursuant to Section 181 of the Act, enabling the Board of Directors of the Company ('the Board', which term shall include any duly empowered Committee(s) constituted / to be constituted by it to exercise its powers including the powers conferred by this resolution), to contribute, donate, subscribe or otherwise provide assistance from time to time to any bona fide charitable, social, benevolent and other funds, body, university, institute, society, trust, etc. for charitable and other purposes for the welfare of the society at large for an amount not exceeding Rs. 50 crores in any financial year, in one or more tranches, as may be required from to time.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

Accordingly, the Board recommends the resolution as set out at Item No. 7 of this Notice, as an Ordinary resolution, for approval by the members.

ITEM NO. 8

Conversion of loan into equity or other capital of the Company in case of Event of Default

The Company is a non-deposit taking Non-Banking Finance Company (NBFC) - Investment and Credit Company, engaged in the business of providing diversified financial services. The Company being NBFC, borrows funds from the lenders by availing various fund-based and non-fund based credit facilities ('Loans') in the ordinary course of its business from bank(s) and financial institution(s) ('Lenders') for onward lending, from time to time.

In this connection, the Company has executed/will be required to execute loan agreement(s), deed(s) of hypothecation, mortgage deed(s), undertaking(s), indemnity(ies), declaration(s), affidavit(s), document(s) and papers ('Financing Documents') to provide security to the Lenders for due repayment and serving of the Loans from time to time. The Company is also required to agree and accept modification(s) in the Financing Documents from time to time as may be required by the lender(s).

The amount of Loan(s) may increase or decrease in the course of business of the Company, which would be within the limit(s) approved by the Members pursuant to provisions of Section 180(1)(c) of the Companies Act, 2013 ('the Act'). One of the standard clauses of the Financing Documents executed/to be executed by the Company in favour of the Lender(s) provide that in case of the occurrence and continuance of an Event of Default to repay the loan(s) as per the terms of the Financing Documents which is not corrected/cured by the Company within the period stipulated in the Financing Document(s), the Lender(s) shall have the right to convert the outstanding amounts of the Loan(s) together with all interest, default interest, additional interest, costs, fees, charges and other monies in relation to the Loan(s), to equity or other capital of the Company. The price of the shares for conversion of the Loan(s) will be determined in accordance with the applicable regulations of the Securities and Exchange Board of India or the directions of Reserve Bank of India, and in accordance with the applicable regulatory guidelines of the regulatory authorities.

Pursuant to the Section 62(3) of the Act approval of the Company by way of passing Special Resolution is necessary to convert the Loans into shares in the Company. The Company has a good track record of timely repayment of loans and interest due thereon and there are no imminent factors or developments that would trigger an event of default, resulting in the conversion of loans into equity or other capital in the near future.

Since decisions for raising the Financial Assistance or agreeing to terms and conditions for raising the Financial Assistance (including option to convert loan into equity) are required to be taken on quick basis, especially keeping in view the interest of the Company, it may not be feasible for the Company to seek members consent each and every time, in view of the timings and the expenses involved, hence this enabling resolution is proposed to be passed.

Hence, approval of the Members of the Company by way of passing Special Resolution is sought as per requirement of the provision of Section 62(3) of the Act and rules made thereunder.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

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

Registered Office
601,6th Floor, Amiti Building,
Agastya Corporate Park Kamani Junction,
Opposite Fire Station, LBS Marg,
Kurla (West), Mumbai - 400070

By Order of the Board of Directors
For Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)

Date: May 06, 2025
Place: Mumbai

Urmila Rao
Company Secretary
ACS No.:52228

Annexure 1

Details of Director seeking appointment/ re-appointment at the Annual General Meeting

(In pursuance of Secretarial Standard - 2 on General Meetings)

Name of the Director & DIN	**Mr. Jairam Sridharan (05165390)**
Date of Birth (Age)	August 27, 1974 50 years
Date of first Appointment	October 7, 2021
Brief resume/ expertise in specific functional areas	Mr. Jairam Sridharan is the Managing Director of Piramal Finance Limited (‘formerly known as Piramal Capital & Housing Finance Limited’). He has over two decades of rich domain experience and specializes in setting up and scaling new businesses. Before joining Piramal, Mr. Sridharan was the Chief Financial Officer (CFO) of Axis Bank Limited (‘Axis Bank’). He has handled a variety of roles at the Bank and was previously President, Retail Lending & Payments. In this role, he was responsible for driving growth in the retail lending and payments businesses comprising retail lending products (home, car, personal & other loans), cards business (credit, debit & prepaid) and the agriculture & rural lending business. In his 5 years in this role, Axis Bank saw industry leading, 6X growth and emerged as one of the top 5 retail lending institutions in the country. Prior to Axis Bank, Mr. Sridharan served Capital One Financial, a consumer bank based in Richmond, VA (USA) as Head – ‘New to Credit’ Card Acquisitions in the US Cards Business. At the start of his career with ICICI Bank, he played a key role in their initial foray into the retail lending businesses, serving as Head – Business Intelligence Unit.
Skills and capabilities required for the role as an Independent Director and manner of meeting requirement	Not Applicable
Qualifications	Bachelor of Technology degree in Chemical Engineering from IIT Delhi and Post Graduate Diploma in Management from IIM Kolkata
Directorships held in other companies (excluding Section 8 and foreign companies) as on March 31, 2025	1. Piramal Payment Services Limited 2. DHFL Investments Limited 3. Pramerica Life Insurance Limited 4. Social Worth Technologies Private Limited
Committee position held in other companies as on March 31, 2025 (Statutory Committees)	Pramerica Life Insurance Limited - Member of Corporate Social Responsibility Committee
Listed entities from which the person has ceased to be Director in the past three years	Nil
No. of shares held (including shareholding as a beneficial owner)	Nil
Number of Board Meetings Attended during FY 2024-25	6 of 6
Terms and Conditions of appointment/reappointment, including remuneration	As approved by the members at their AGM held on July 08, 2024
Remuneration last drawn	Please refer Corporate Governance Report
Relationship between Directors inter-se and Key Managerial Personnel of the Company	Not related to any other Director/ Key Managerial Personnel

Annexure 2

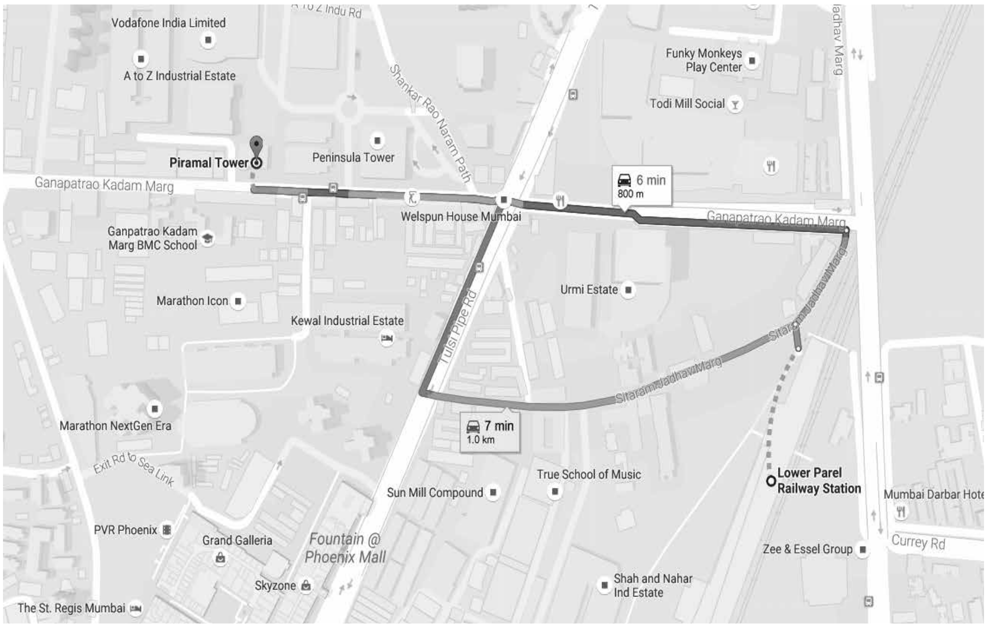
Information for the Members pursuant to Section II of Part II of Schedule V to the Companies Act, 2013

<table>
<tr><td>I.</td><td colspan="2">General information:</td></tr>
<tr><td>1.</td><td>Nature of industry</td><td>Non-Deposit taking Non-Banking Financial Company (NBFC) – Investment and Credit Company engaged in the business of providing diversified financial services.</td></tr>
<tr><td>2.</td><td>Date or expected date of commencement of commercial production</td><td>The Company is already operating as Non-Deposit taking Non-Banking Financial Company (NBFC) – Investment and Credit Company.</td></tr>
<tr><td>3.</td><td>In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</td><td>Not Applicable</td></tr>
<tr><td>4.</td><td>Financial performance based on given indicators</td><td>Rs. in lakhs
<table>
<tr><th>Particulars</th><th>2024-25</th><th>2023-24</th><th>2022-23</th></tr>
<tr><td>Total Income</td><td>841,441</td><td>671,240</td><td>665,029</td></tr>
<tr><td>Net Profit</td><td>5245</td><td>(191,135)</td><td>(742,483)</td></tr>
</table></td></tr>
<tr><td>5.</td><td>Foreign investments or collaborations, if any.</td><td>Not Applicable</td></tr>
<tr><td>II.</td><td colspan="2">Information about the appointee is stated in Enclosure 1 of this Notice</td></tr>
<tr><td>III.</td><td colspan="2">Other information:</td></tr>
<tr><td>6.</td><td>Reasons of loss or inadequate profits</td><td>The Company is passing a Special Resolution pursuant to the Section 197(1) of the Act and as a matter of abundant precaution, as the profitability of the Company might be impacted due to changes in the regulatory landscape within which the Company operates.</td></tr>
<tr><td>7.</td><td>Steps taken or proposed to be taken for improvement</td><td>The Company has various strategic plans to improve the performance.</td></tr>
<tr><td>8.</td><td>Expected increase in productivity and profits in measurable terms</td><td>The Company would pursue and implement its strategies to strengthen its financial performance.</td></tr>
<tr><td>IV.</td><td>Disclosures:</td><td>The details required to be given under this head are already disclosed in the Board's Report / Report on Corporate Governance forming part of this Annual Report.</td></tr>
</table>

Enclosure 1

<table>
<tr><th>Name of Director(s)</th><th>Mr. Ajay Piramal</th><th>Mr. Anand Piramal</th><th>Dr. (Mrs.) Swati A. Piramal</th><th>Mr. Puneet Dalmia</th><th>Mr. Suhail Nathani</th><th>Mr. Gautam Doshi</th><th>Mr. Kunal Bahl</th></tr>
<tr><td>Background details; Recognition or awards and Job Profile and his suitability</td><td colspan="7">The details required to be given under this head are already disclosed in the Report on Corporate Governance forming part of this Annual Report.</td></tr>
<tr><td>Past remuneration</td><td>NA</td><td>NA</td><td>NA</td><td colspan="4">Please refer the Boards' Report</td></tr>
<tr><td>Remuneration / Commission proposed</td><td colspan="7">As mentioned in the Item No. 6 of this Notice</td></tr>
<tr><td>Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)</td><td colspan="7">Taking into consideration the size of the Company, the profile, knowledge, skills and expertise the Non-Executive Directors bring to the Board, the commission proposed to be paid to them commensurate with the remuneration/ commission drawn by similar positions in other companies.</td></tr>
<tr><td>Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel</td><td colspan="3">Mr. Ajay Piramal, Dr. (Mrs.) Swati Piramal and Mr. Anand Piramal are related to each other.
They don't receive any remuneration including sitting fees and commission.</td><td colspan="4">The Non-Executive Directors do not have any pecuniary relationship with the Company except to the extent of Sitting Fees as applicable and reimbursement of out of pocket expenses, if any, received by them for attending the meetings.</td></tr>
</table>

Route Map to the venue of AGM



Venue:
10th Floor, Piramal Tower, Peninsula Corporate Park,
Ganpatrao Kadam Marg, Lower Parel,
Mumbai - 400013

Piramal Finance

PROXY FORM

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

Name of the Member(s):.. Registered Address: ....

.... E-mail Id: ....

Folio No./ Client ID:...DPID:..

I/We, being the member(s) holding.. shares of the above named Company, hereby appoint

1. Name:...Address:...

....

E-mail Id: .... Signature... or failing him/her

2. Name:...Address:...

....

E-mail Id: .... Signature... or failing him/her

3. Name:...Address:...

....

E-mail Id: .... Signature...

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41st Annual General Meeting of the Company to be held at 10th Floor, Piramal Tower, Peninsula Corporate Park, G. K. Marg, Lower Parel, Mumbai - 400013 at 11:30 a.m. (IST) on Monday, July 07, 2025 and at any adjournment thereof in respect of such resolutions as are indicated below:

** I/We wish my above proxy (ies) to vote in the manner as indicated in the box below:

Sr. No.	Resolutions	For	Against	Abstain
1.	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon.			
2.	To appoint a Director in place of Mr. Jairam Sridharan (DIN: 05165390), who retires by rotation and being eligible, offers himself for re-appointment.			
3.	Appointment of Lodha & Co LLP, Chartered Accountants as the Joint Statutory Auditors of the Company			
4.	Appointment of N. L. Bhatia & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company			
5.	Issue of Non-Convertible Debentures on Private Placement Basis			
6.	Payment of Commission to Non-Executive Directors of the Company			
7.	Approval for making donation/ contribution pursuant to Section 181 of the Companies Act 2013			
8.	Conversion of loan into equity or other capital of the Company in case of Event of Default			

Signed this....................................day of................................. 2025.

Affix revenue stamp

Signature of shareholder

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

**This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box. Alternatively, you may mention the number of shares in the appropriate column in respect of which you would like your proxy to vote. If you leave all the columns blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company. 2. A proxy need not be a member of the Company. 3. In case the appointer is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorized by it and an authenticated copy of such authorisation should be attached to the proxy form. 4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, a Member holding more than ten percent, of the total share capital of the Company, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member. 5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes. 6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated. 7. Please affix Revenue Stamp before putting Signature. 8. All alterations made in the proxy form should be fully signed. 9. In case of multiple proxies, the proxy later in time shall be accepted.

Piramal
Finance

ATTENDANCE SLIP

I/We hereby record my/our presence at the 41st Annual General Meeting of the Company held at 10th Floor, Piramal Tower, Peninsula Corporate Park, G. K. Marg, Lower Parel, Mumbai - 400013 at 11:30 a.m. (IST) on Monday, July 07, 2025.

DP ID*	Folio No.
Client ID*	No. of Shares

Name and Address of the Shareholder(s)		
If Shareholder(s), please sign here	If Proxy, please mention name and sign here	
	Name of Proxy	Signature

*Applicable for shareholders holding shares in electronic form.

Note:

Shareholder/Proxy holder, as the case may be, is requested to produce the attendance slip duly signed at the entrance of the Meeting venue.

BOARD'S REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the 41st Annual Report on the business and operations of Piramal Finance Limited (Formerly known as Piramal Capital & Housing Finance Limited) ('the Company' or 'PFL') along with the Audited Financial Statements for the financial year ended March 31, 2025 ('year under review'/ 'FY 2024-25'/ 'FY 2025').

FINANCIAL RESULTS

(Rs. in lakhs)

Particulars	Consolidated		Standalone	
	FY2025	FY2024	FY2025	FY2024
Revenue from operations	8,24,248	6,70,324	8,17,948	6,66,356
Other Income	21,946	6,602	23,493	4,884
Total Income	**8,46,194**	**6,76,926**	**8,41,441**	**6,71,240**
Less: Expenses	3,77,137	4,81,561	3,74,963	4,81,099
Earnings before Interest, Depreciation, Tax and Amortisation	4,69,057	1,95,365	4,66,478	1,90,141
Less: Finance Costs	4,47,536	3,68,735	4,41,938	3,63,742
Less: Depreciation, amortisation and impairment	19,026	15,242	19,295	15,511
Profit/ (Loss) before Exceptional Items and Tax	**2,495**	**(1,88,612)**	**5,245**	**(1,89,112)**
Add: Share of net profit of joint ventures	(4,187)	(7,183)	-	-
Less: Exceptional Items	-	1,65,768	-	1,65,768
Profit/ (Loss) before Tax	**(1,692)**	**(3,61,563)**	**5,245**	**(3,54,880)**
Less: Current Tax Expenses	29	213	-	-
Less: Reversal of tax provisions – Earlier year	1	(53,027)	-	(52,932)
Less: Deferred Tax	(1,057)	(111,221)	-	(1,10,813)
Profit/ (Loss) after Tax	**(665)**	**(1,97,528)**	**5,245**	**(1,91,135)**
Other Comprehensive Income for the year	16,318	9,426	5,787	2,102
Income tax relating to Other Comprehensive Income	533	(530)	533	(529)
Total Comprehensive Income for the year	**16,186**	**(1,88,632)**	**11,565**	**(1,89,562)**
Earnings Per Equity Share (Basic) (Rs.)	0.00	(0.92)	0.02	(0.89)
Earnings Per Equity Share (Diluted) (Rs.)	0.00	(0.92)	0.02	(0.89)

DIVIDEND

The Board of Directors of the Company ('Board') did not recommend any dividend for the financial year ended March 31, 2025.

CHANGE IN NATURE OF BUSINESS

During the year under review, there has been no change in the nature of the Company's business. However, in order to convert itself into an Non-banking Financial Company – Investment and Credit Company ('NBFC-ICC'), the Company adopted a new set of Object Clause in the Memorandum of Association ('MOA') to reflect the expansion of its business activities.

Further, Reserve Bank of India ('RBI') under Section 45IA of the RBI Act, 1934, on April 4, 2025, has granted a Certificate of Registration ('CoR') to the Company, to commence the business of NBFC-ICC without accepting public deposits. With the receipt of the said CoR, the Company is now engaged in the business of diversified financial services and has accordingly surrendered the HFC certificate of registration.

TRANSFER TO RESERVES

In view of profits incurred during the financial year ended March 31, 2025, the Board has recommended transfer of Rs. 1,049 lakhs to reserves as required under Section 29C of the National Housing Bank Act, 1987.

CAPITAL ADEQUACY

The Company's capital adequacy ratio was at 21.49% as on March 31, 2025 as against the statutory minimum capital adequacy of 15% prescribed by the National Housing Bank ('NHB') guidelines.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Holding Company

The Company is a wholly owned subsidiary of Piramal Enterprises Limited ('PEL').

Subsidiaries

During the year under review, considering the internal corporate restructuring within the Group, Piramal Finance Sales and Service Private Limited, DHFL Holdings Limited and DHFL Advisory & Investments Private Limited ceased to be subsidiaries of the Company w.e.f. January 16, 2025 and have become subsidiaries of Piramal Investment Advisory Services Private Limited w.e.f. January 17, 2025.

As on March 31, 2025, the Company has three wholly owned subsidiaries viz., DHFL Investments Limited, Piramal Payment Services Limited and Piramal Agastya Offices Private Limited *(Formerly known as PRL Agastya Private Limited)*.

The Company does not have any material subsidiary.

Joint Venture and Associate Company:

As on March 31, 2025, the Company has one joint venture viz. Pramerica Life Insurance Limited and one associate company viz. DHFL Ventures Trustee Company Private Limited.

SHARE CAPITAL

Authorized Share Capital

During the financial year under review, the Authorized Share Capital of the Company stood at Rs. 260,90,39,00,240 divided into:

i Rs. 258,40,39,00,240 consisting of 2584,03,90,024 Equity Shares having a face value of Rs. 10 each; and

ii Rs. 250,00,00,000 consisting of 25,00,000 Non-Convertible Redeemable Cumulative Preference Shares having a face value of Rs. 1000 each.

Issued, Subscribed and Paid-up Share Capital

i Equity Share Capital:

During the year under review, the Company issued and allotted 160,00,00,000 fully paid-up equity shares aggregating to an amount of Rs. 1,600 crore by way of rights issue to the existing equity shareholders of the Company, in tranches of Rs. 1000 crore and Rs. 600 crore on December 31, 2024 and March 26, 2025, respectively.

In view of the above, the issued, subscribed and paid-up capital of the Company increased from 23,36,46,91,751 equity shares of Rs. 10 each, amounting to Rs. 233,64,69,17,510 to 24,96,46,91,751 equity shares of Rs. 10 each, amounting to Rs. 249,64,69,17,510.

ii Preference Share Capital:

During the year under review and up to the date of this Report, the Company has not issued any preference shares.

FINANCIAL DETAILS OF SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 ('the Act'), a statement containing salient features of the financial statements of subsidiaries, joint venture and associate company in Form AOC-1 is annexed to the financial statements.

The separate financial statements of the subsidiaries are available on the website of the Company and can be accessed at https://www.piramalfinance.com/stakeholders/financial-reports

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR 2025

Composite Scheme of Arrangement amongst PEL, the Company and their respective shareholders and creditors

The Board at its meeting held on May 8, 2024 approved a composite scheme of arrangement amongst PEL (holding company of the Company), the Company and their respective shareholders and creditors under Sections 230 to 232 read with Section 52, Section 66 and other applicable provisions of the Act and the rules made thereunder ('Scheme').

The Scheme, inter alia, provides for (i) the amalgamation of PEL with PFL, (ii) adjustment of debit balance of amalgamation adjustment reserve account in the books of PFL, and (iii) various other matters consequential or otherwise integrally connected therewith.

Upon the Scheme becoming effective, in consideration for the amalgamation of PEL with PFL, PFL shall issue shares to the shareholders of PEL in the manner set out in the Scheme:

'For every 1 equity share having face value of Rs. 2 of PEL, 1 equity share having face value of Rs. 2 of PFL shall be allotted to the shareholders of PEL.'

The Company has received necessary approvals/ observation letter/ no-objection letter from BSE Limited, National Stock Exchange of India Limited and RBI.

The Scheme is, inter alia, subject to sanction of the jurisdictional Hon'ble National Company Law Tribunal, Mumbai Bench.

Change in name of the Company and constitutional documents

For enabling the Company's conversion into an NBFC, at the Extra-ordinary General Meeting held on March 12, 2025, the shareholders of the Company approved the change in name of the Company from 'Piramal Capital & Housing Finance Limited' to 'Piramal Finance Limited' as well as adoption of a new set of Objects Clause in the MOA to reflect the expansion of its business activities which would not be undertaken by the Company as an NBFC. Accordingly, the MOA and Articles of Association of the Company were altered to reflect the above changes.

Further, the Registrar of Companies, Ministry of Corporate Affairs approved the name change with effect from March 22, 2025.

Corporate restructuring within the Group

Considering the internal corporate restructuring within the Group, Piramal Finance Sales and Service Private Limited, DHFL Holdings Limited and DHFL Advisory & Investments Private Limited ceased to be subsidiaries of the Company w.e.f. January 16, 2025 and have become subsidiaries of Piramal Investment Advisory Services Private Limited w.e.f. January 17, 2025.

SIGNIFICANT EVENTS AFTER END OF THE FINANCIAL YEAR AND UPTO THE DATE OF THIS REPORT

Conversion of license from Housing Finance Company to Non-Banking Finance Company

RBI under Section 45IA of the RBI Act, 1934, on April 4, 2025, has granted a CoR to the Company, to commence the business of NBFC-ICC without accepting public deposits. With the receipt of the said CoR, the Company is now engaged in the business of diversified financial services and has accordingly surrendered the HFC certificate of registration.

OPERATIONS REVIEW

Standalone

On standalone basis, the Net interest income and other income for FY 2025, increased to Rs. 3,99,503 lakhs as compared to Rs. 307,498 lakhs in FY 2024. Operating expenses decreased to Rs. 511,852 lakhs in FY 2025 as compared to Rs. 563,242 lakhs in FY 2024. Provisions and contingencies stood at Rs. (117,594) lakhs in FY 2025 as compared to Rs. (66,632) lakhs in FY 2024. Profit before tax and Profit after tax was Rs. 5,245 lakhs in FY 2025 as compared to Rs. (354,880) lakhs and Rs. (191,135) lakhs, respectively, in FY 2024. Other Comprehensive Income increased to Rs. 6,320 lakhs in FY 2025 as compared to Rs. 1,573 lakhs in FY 2024 while Total Comprehensive Income stood at Rs. 11,565 lakhs in FY 2025 as compared to Rs. (1,89,562) lakhs in FY 2024.

Consolidated

On consolidated basis, the Net interest income and other income for FY 2025, increased to Rs. 3,98,658 lakhs as compared to Rs. 3,08,191 lakhs in FY 2024. Operating expenses decreased to Rs. 5,13,502 lakhs in FY 2025 as compared to Rs. 5,63,435 lakhs in FY 2024. Provisions and contingencies stood at Rs. (1,17,339) lakhs in FY 2025 as compared to Rs. (66,632) lakhs in FY 2024. Profit before tax stood at Rs. (1,692) lakhs in FY 2025 as compared to Rs. (3,61,563) lakhs in FY 2024 while Profit after tax stood at Rs. (665) lakhs in FY 2025 as compared to Rs. (1,97,528) lakhs in FY 2024. Other Comprehensive Income increased to Rs. 16,851 lakhs in FY 2025 as compared to Rs. 8,896 lakhs in FY 2024 while Total Comprehensive Income stood at Rs. 16,186 lakhs in FY 2025 as compared to Rs. (188,632) lakhs in FY 2024.

DEPOSITS FROM PUBLIC

The Company being a non-deposit taking Housing Finance Company ('HFC') during the year under review, has not accepted any deposits from the public.

STATUTORY AUDITORS AND AUDITORS' REPORT

The Joint Statutory Auditors' Report does not contain any qualification, reservation or adverse remark on the financial statements for the FY 2024-25. The notes on financial statement referred to in the Joint Statutory Auditors' Report are self-explanatory and do not call for any further comments.

In terms of the provisions of Sections 139 and 142 of the Act read with the Companies (Audit and Auditors) Rules, 2014 and the RBI circular dated April 27, 2021 i.e., Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) ('RBI Guidelines'), Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), were appointed as one of the Joint Statutory Auditors of the Company to hold office for a period of three consecutive years, commencing from the conclusion of the 40th Annual General Meeting ('AGM') held in the year 2024 until the conclusion of the 43rd AGM of the Company to be held in the year 2027. Further, T R Chadha & Co. LLP, Chartered Accountants (Firm Registration No. 006711N/ N500028), were appointed as one of the Joint Statutory Auditors of the Company for a period of three consecutive years from the conclusion of the 38th AGM held in the year 2022 until the conclusion of the 41st AGM of the Company to be held in year 2025 and will accordingly complete their tenure at the ensuing AGM.

Based on the recommendation of the Audit Committee, the Board approved the appointment of Lodha & Co. LLP, Chartered Accountants (Firm Registration No. 301051E/ E300284) as one of the Joint Statutory Auditors of the Company, for a consecutive period of three years, from the conclusion of the 41st AGM of the Company till the conclusion of the 44th AGM of the Company to be held in the year 2028, subject to the approval of the shareholders at the ensuing AGM.

CORPORATE SOCIAL RESPONSIBILITY

The annual report on Corporate Social Responsibility ('CSR') containing details of CSR Policy and composition of CSR Committee of the Company, as required under Companies (Corporate Social Responsibility Policy) Rules, 2014, is set out under **Annexure A** of this Report. For other details regarding CSR Committee, please refer to the Report on Corporate Governance, which is a part of this Annual Report.

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

Particulars regarding conservation of energy and technology absorption undertaken on a group level is set out in **Annexure B** of this Report.

The foreign exchange earnings for FY2024-25 is reported as nil and the foreign exchange outgo during the year in terms of actual outflows is Rs. 51,930 lakhs including interest and principal repayment of foreign currency borrowings.

ANNUAL RETURN

The Annual Return as on March 31, 2025 is available on the website of the Company at https://www.piramalfinance.com/.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Appointment

At the Extra Ordinary General Meeting held on April 18, 2024, the shareholders of the Company approved the appointment of Mr. Kunal Bahl (DIN: 01761033) as Independent Director of the Company for a term of five consecutive years i.e. from March 20, 2024 to March 19, 2029, not liable to retire by rotation.

Re-appointment

At the 40th AGM of the Company, the shareholders approved the re-appointment of Mr. Jairam Sridharan as the Managing Director of the Company for a period of three years with effect from October 7, 2024 to October 6, 2027, liable to retire by rotation.

Retire by rotation

In line with the provisions of the Act and the Articles of Association of the Company, Mr. Jairam Sridharan, Managing Director of the Company retires by rotation at the ensuing AGM and being eligible, offers himself for re-appointment.

Declaration by Independent Directors

The Company has received declarations from all its Independent Directors, confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations').

In terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have confirmed that they have registered with the databank maintained by the Indian Institute of Corporate Affairs. In the opinion of the Board, the Independent Directors of the Company possess the requisite experience, expertise and proficiency required under applicable laws and the policies of the Company.

Fit and Proper and Non-Disqualification Declaration by Directors

All the Directors of the Company have confirmed that they satisfy the 'fit and proper' criteria as prescribed by RBI and that they are not disqualified from being appointed /continuing as Director in terms of Section 164(1) and (2) of the Act.

Key Managerial Personnel

The Key Managerial Personnel ('KMP') of the Company as on March 31, 2025 in terms of the Section 203 of the Act were as follows:

Name	Designation
Mr. Jairam Sridharan	Managing Director
Mr. Vikash Singhla	Chief Financial Officer
Ms. Urmila Rao	Company Secretary

During the year under review, Mr. Bipin Singh ceased to be the Company Secretary with effect from October 16, 2024 and Ms. Urmila Rao was appointed as the Company Secretary of the Company with effect from October 23, 2024.

BOARD EVALUATION

Pursuant to the applicable provisions of the Act and Listing Regulations, the Board has carried out an annual evaluation of its own performance, its Committees and individual Directors. The criteria for performance evaluation of the Board included aspects such as Board composition and structure, effectiveness of Board processes, contribution etc. The criteria for performance evaluation of the Committees included aspects such as structure and composition of Committees, effectiveness of Committee Meetings, etc. The performance evaluation of individual Directors (except for Executive Director) is on the basis of the criteria such as attendance at meetings, contribution at meetings like preparedness on the matters to be discussed, meaningful and constructive contribution and inputs in the meeting, etc. The above criterias are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India. The performance of the Executive Director is evaluated on the basis of the achievement of their Key Result Areas.

The Nomination and Remuneration Committee reviewed the performance of the Board, its Committees and the Individual Directors and the feedback received from the Directors on the performance of the Board and its Committees was also discussed.

A report consolidating the responses to the questionnaire is generated/ prepared by the Chairman of the NRC, who summarizes to the Board, the collective impression of the Directors on the functioning of the Board, its Committees and Individual Directors.

The Board of Directors has expressed its satisfaction with the evaluation process.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the year under review, six Board Meetings were convened and held, details of which are given in the Report on Corporate Governance forming part of this Annual Report.

VIGIL MECHANISM / WHISTLE BLOWER POLICY FOR DIRECTORS AND EMPLOYEES

The Company has established a Vigil Mechanism, which includes a Whistle Blower Policy, for its Directors and Employees, to provide a framework to facilitate responsible and secure reporting of concerns of unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics.

The details of establishment of Vigil Mechanism/Whistle Blower Policy are posted on the website of the Company at https://www.piramalfinance.com/stakeholders/policies.

AUDIT COMMITTEE

The Audit Committee comprises of three members, as at March 31, 2025, which was as follows:

Name	Category
Mr. Gautam Doshi - Chairman	Non-Executive, Independent
Mr. Suhail Nathani	Non-Executive, Independent
Mr. Jairam Sridharan	Executive, Managing Director
Mr. Puneet Dalmia	Non-Executive, Independent

Further details on the Audit Committee are provided in the Report on Corporate Governance forming part of this Annual Report.

NOMINATION AND REMUNERATION POLICY

The Board has approved a Nomination Policy, which lays down a framework for selection and appointment of Directors and Senior Management and for determining qualifications, positive attributes and independence of Directors.

The Board has also approved a Remuneration Policy with regard to remuneration payable to Directors, Senior Management and other Employees.

The Nomination Policy and the Remuneration Policy are given in **Annexure C** to this Report and is available on the website of the Company at https://www.piramalfinance.com/stakeholders/policies.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company being an HFC during the year under review and engaged in the business of giving loans in ordinary course of its business, is exempted from the disclosures regarding particulars of loans made, guarantees given and securities provided in accordance with the provisions of Section 186 of the Act.

The details with regards to the investments made by the Company, are given in Note no. 7 of the standalone financial statements, forming part of this Annual Report.

RELATED PARTY TRANSACTIONS

During the year, all contracts/arrangements/transactions entered into by the Company with related parties were in ordinary course of business and on an arm's length basis. There were no material related party transactions by the Company during the year. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable.

Prior omnibus approval of the Audit Committee is obtained before the beginning of a financial year, for the transactions which are planned, foreseeable or repetitive in nature. The transactions entered into pursuant to the omnibus approval so granted and a statement giving details of all transactions with related parties are placed before the Audit Committee for their review on a periodic basis. Further, the approval is sought during the year for any new transaction/modification to the previously approved limits with the related parties.

The details of the related party transactions as per Ind AS-24 on Related Party Disclosures are set out in Note no. 43 to the standalone financial statements of the Company.

The Company has formulated a policy for dealing with related party transactions which is also available on website of the Company at https://www.piramalfinance.com/stakeholders/policies.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No specific material changes and commitments, except as disclosed in this Report, affecting the financial position of your Company have occurred between the end of the financial year under review, i.e. March 31, 2025 and the date of this Report.

MANAGERIAL REMUNERATION

A. Remuneration to Directors and KMP

1. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during FY2025 and the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for FY2025 are as under:

Sr. No.	Name of Director / KMP and Designation	Remuneration of Director/KMP/for FY2025 (Rs. In Lakhs)	% increase / decrease in remuneration in FY2025	Ratio of Remuneration of each Whole – Time Director to Median Remuneration of Employees
1.	Mr. Ajay G. Piramal (Non-Executive Chairman)	-	N.A.	N.A.
2.	Dr. (Mrs.) Swati A. Piramal (Non-Executive Director)	-	N.A.	N.A.
3.	Mr. Anand Piramal (Non-Executive Director)	-	N.A.	N.A.
4.	Mr. Jairam Sridharan (Managing Director)	842.20	101	143.70
5.	Mr. Suhail Nathani (Independent Director)	10	N.A.	N.A.
6.	Mr. Gautam Doshi (Independent Director)	10.50	N.A.	N.A.
7.	Mr. Puneet Dalmia (Independent Director)	5.50	N.A.	N.A.
8.	Mr. Kunal Bahl (Independent Director)	5	N.A.	N.A.
9.	Mr. Vikash Singhla (Chief Financial Officer)	355.66	89	N.A.
10.	Mr. Bipin Singh (Company Secretary upto October 16, 2024)	N.A.	N.A.	N.A.
11.	Ms. Urmila Rao (Company Secretary w.e.f. October 23, 2024)	5.63	N.A.	N.A.

Notes:

a) Independent Directors are entitled to sitting fees within the limits specified under the Act and their remuneration details in the above table comprises of sitting fees. Details in the corresponding columns are applicable for Managing Director and KMPs.

b) Mr. Ajay G. Piramal, Dr. (Mrs.) Swati A. Piramal and Mr. Anand Piramal do not receive any remuneration, hence percentage change in remuneration and ratio to median remuneration of employees is not applicable

c) Since Ms. Urmila Rao was associated for the part of FY 2025, percentage change in remuneration is not reported.

2. The median remuneration of employees of the Company during FY 2025 was Rs. 5.86 lakhs;

3. In the financial year, there was 15% decrease in the median remuneration of employees, due to the transfer of more than 4,000 employees from Piramal Finance Sales & Services Limited to the Company, who primarily comprise frontline employees.

4. There were 15,789 permanent employees on the rolls of the Company as on March 31, 2025;

5. Average percentage increase made in the salaries of employees other than the managerial personnel for the FY2025 was 9%. As regards, comparison of Managerial Remuneration of FY2025 over FY2024, details of the same are given in the above table at Sr. No. 1; and

6. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, KMP and other Employees.

B. Employee Particulars

Details of employee remuneration as required under provisions of Section 197(12) of the Act read with Rules 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate statement and forms part of the Annual Report. Further, this Report is being sent to the Members excluding the said statement. In terms of Section 136 of the Act, the said statement will be open for inspection and any Member interested in obtaining a copy of the same may write to the Company Secretary.

SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Act, and the Rules made thereunder and Listing Regulations, the Company has appointed N L Bhatia & Associates, Practicing Company Secretaries, Peer Reviewed Firm of Company Secretaries in Practice (Firm registration number: P1996MH055800 and Peer Review Certificate No: 6392/2025), as Secretarial Auditor of the Company for a period of 5 (Five) consecutive years commencing from FY 2025-26, subject to approval of the shareholders of the Company.

The Secretarial Audit Report is annexed as **Annexure D** and forms an integral part of this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

CERTIFICATIONS FROM COMPANY SECRETARY IN PRACTICE

A certificate has been received from N. L Bhatia & Associates, Practicing Company Secretaries that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority. The certificate is attached as **Annexure E** to this Report.

The Report on Corporate Governance as stipulated in the Listing Regulations forms part of the Annual Report. The requisite certificate from M/s. N. L Bhatia & Associates, Practicing Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under the Listing Regulations is annexed hereto as **Annexure F** to this Report.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis Report as mandated by the RBI Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 and pursuant to the Listing Regulations is annexed as **Annexure G**.

RISK MANAGEMENT FRAMEWORK

The Company has a Risk Management framework in place to identify, measure, manage, and mitigate business risks and opportunities. This framework aims to promote transparency, minimize the adverse impact on business strategy, and enhance the Company's competitive advantage. It supports the effective management of market, credit, and operational risks by quantifying their potential impact at the Company level.

The Company also has a well-defined Fraud Risk Management framework. A dedicated Fraud Risk Management Committee, comprising top management representatives, oversees matters related to fraud risk.

Further details on the Risk Management framework are provided under the Company Overview section, which forms part of this Annual Report.

COMPLIANCE WITH SECRETARIAL STANDARDS

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

DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework of internal financial controls and systems of compliance which are established and maintained by the Company, audits conducted by the Internal, Statutory and Secretarial Auditors including audit of internal financial controls over financial reporting by the Statutory Auditors and reviews by the Management and the relevant Board Committees, including the Audit Committee and Risk Management Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2024-25.

The Directors confirm to the best of their knowledge and ability, that:

a. in the preparation of the annual financial statements for the year ended March 31, 2025, the applicable accounting standards have been followed with no material departures;

b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2025 and of the profit of the Company for the year ended on that date;

c. the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;

d. the Directors have prepared the annual financial statements on a going concern basis;

e. the Directors, have 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. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

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

The Company has always believed in providing a safe and harassment free workplace for every individual working in Company's premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The Company has in place a robust Policy on Prevention of Sexual Harassment ('Policy') at workplace which is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('POSH Act'). The Company has complied with provisions relating to the constitution of Internal Complaints Committee ('ICC') under POSH Act. ICC has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary and trainees) are covered under this Policy. ICC has its presence at corporate offices as well as at site locations.

The policy is gender neutral. During the year under review, thirteen complaints were received and resolved and no complaints were pending as on the date of this report.

ASSET LIABILITY MANAGEMENT ('ALM')

The Company had a total borrowing of Rs. 56,03,283 lakh as on March 31, 2025. The Company has a Asset Liability Management Committee and meetings are held as and when required and it continuously monitors asset-liability mismatches to ensure that there are no imbalances on either side of the balance sheet. The ALM position of the Company is based on the maturity buckets as per the guidelines issued by RBI/ NHB, from time to time.

COST AUDIT

The provision of Section 148 of the Act relating to maintenance of cost records and cost audit are not applicable to the Company.

CREDIT RATING

Below are the rating assigned by Credit Rating Agencies as at March 31, 2025:

Instruments	**Credit Rating**		
	ICRA	**CARE**	**CRISIL**
Non-Convertible Debentures / Long Term Bank Facilities / Retail NCD	ICRA AA (Stable)	CARE AA (Stable)	-
Market Linked Debentures	PP-MLD ICRA AA (Stable)	CARE PP-MLD AA (Stable)	-
Subordinated Bonds (Tier II)	ICRA AA (Stable)	CARE AA (Stable)	-
Commercial Papers	-	CARE A1+	CRISIL A1+
Fund Based Short Term (Inter Corporate Deposit)	-	CARE A1+	-

Further, for the Secured Euro Medium Term Note Programme, the Company has obtained ratings of Ba3 (Stable) and BB- (Stable) from Moody's Ratings and S&P Global Ratings, respectively.

DETAILS ON THE NON-CONVERTIBLE DEBENTURES ISSUED BY THE COMPANY PURSUANT TO THE MASTER DIRECTION - NON-BANKING FINANCIAL COMPANY – HOUSING FINANCE COMPANY (RESERVE BANK DIRECTIONS) 2021

1. The total number of Non-Convertible Debentures which have not been claimed by the Investors or not paid by the Company after the date on which the Non-Convertible Debentures became due for redemption – Nil; and

2. The total amount in respect of such debentures remaining unclaimed or unpaid beyond the date referred to in clause (1) as aforesaid – Nil.

REGULATORY COMPLIANCES

The Company continues to comply with all the applicable regulations, guidelines, etc. prescribed by RBI / NHB, from time to time. The Company always strives to operate in compliance with applicable RBI guidelines and regulations and employs its best efforts towards achieving the same.

OTHERS

The Directors state that no disclosure or reporting is required in respect of the following items during the year under review:

1. No sweat equity shares and shares with differential rights as to dividend, voting or otherwise were issued;

2. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future; and

3. None of the Auditors of the Company have reported any fraud as specified under Section 143(12) of the Act; and

4. Neither any application was made, nor any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 against the Company.

ACKNOWLEDGEMENTS

We take this opportunity to thank the employees for their dedicated service and contribution to the Company.

We also thank our banks, business associates, members and other stakeholders for their continued support to the Company.

For and on behalf of the
Board of the Directors

Date: May 6, 2025
Place: New York, USA

Ajay G. Piramal
Chairman

Annexure A

Annual Report on Corporate Social Responsibility ('CSR') activities for the Financial Year 2024-25

1. Brief outline on CSR Policy of the Company:

The CSR initiatives of the Company are undertaken as projects or programs or activities, whether new or ongoing and in line with the CSR Policy. During the financial year ended March 31, 2025, the provisions of Section 135 of the Companies Act, 2013 relating to minimum spend on CSR activities were not applicable to the Company. However, the Company continues to remain committed to transforming health, education, sanitation & making available safe drinking water and social sector ecosystems through high impact solutions, thought leadership and partnerships.

The CSR policy of the Company is guided by the core values of the Group, namely, Knowledge, Action, Care and Impact.

2. Composition of CSR Committee:

Sr. No.	Name of the Member	Category	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Suhail Nathani – Chairman	Non-Executive, Independent	2	2
2	Mr. Ajay G. Piramal	Non-Executive, Non-independent	2	2
3	Mr. Anand Piramal	Non-Executive, Non-independent	2	1

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company:

Composition of the CSR Committee : https://www.piramalfinance.com/stakeholders/csr-committee

CSR policy: https://www.piramalfinance.com/content/dam/piramalfinance/pdf/stakeholder/policies/pdfs/csr-policy-new.pdf

CSR projects: N.A.

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable:

N.A.

5. (a) **Average net profit of the Company as per sub-section (5) of section 135:** Rs. (1695.05) crore

(b) **Two percent of average net profit of the Company as per sub-section (5) of section 135 :** Rs. (33.90) crore

(c) **Surplus arising out of the CSR projects or programmes or activities of the previous financial years** : Nil

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

(e) **Total CSR obligation for the financial year (b+c-d) :** Nil

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

(b) **Amount spent in Administrative overheads:** NIL

(c) **Amount spent on Impact Assessment, if applicable:** Nil

(d) **Total amount spent for the financial year [(a)+(b)+(c)]:** Nil

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

Total Amount Spent for the Financial Year (Rs. in crores)	Amount Unspent (Rs. in crores)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135.		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Nil	Nil	NA	NA	Nil	NA

(f) **Excess amount for set-off, if any:**

Sl. No.	Particulars	Amount (Rs. in crores)
1.	Two percent of average net profit of the company as per sub-section (5) of Section 135	(33.90)
2.	Total amount spent for the financial year	Nil
3.	Excess amount spent for the financial year [(ii)-(i)]	Nil
4.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
5.	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

7. **Details of Unspent CSR amount for the preceding three financial years**:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (Rs. in crores)	Balance Amount in unspent CSR Account under sub-section (6) of Section 135 (Rs. in crores)	Amount spent in the reporting Financial Year (Rs. in crores)	Amount transferred to a fund specified under Schedule VII as per second proviso to sub-section (6) of Section 135, if any.		Amount remaining to be spent in succeeding financial years. (Rs. in crores)	Deficiency, if any
					Amount (Rs. In crores)	Date of transfer		
NA								

8. **Whether any capital assets have been created or acquired through CSR amount spent in the financial year:** No

If Yes, enter the number of Capital assets created / acquired:

Details relating to such asset(s) so created or acquired through CSR amount spent in the Financial Year: NIL

Sr. No.	Short particulars of the property or assets [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent Rs. in crores)	Details of entity / Authority / beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address

9. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135** – NA.

Jairam Sridharan
(Managing Director)

Suhail Nathani
(Chairman - CSR Committee)

ANNEXURE B

Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014 for the year ended March 31, 2025

(Please note that the Company, its holding Company viz. PEL and its subsidiaries are hereinafter collectively referred to as 'the Piramal Group')

A. CONSERVATION OF ENERGY

The Piramal Group's operations are not energy intensive. However, the Piramal Group has taken certain initiatives for energy conservation and use of alternative sources of energy, wherever required, across all its function and branches, as follows:

1. Renewable energy consumption – The corporate office in Kurla (Mumbai) utilises renewable energy to meet part of its electricity requirements due to which 1,64,910 kWh of energy was saved.
2. Renewable energy generation - The corporate office in Bangalore has installed a 27.5 kW solar plant, which helps reduce GHG emissions by meeting a portion of its energy demands owing to which10,97,881.60 kWh of energy was saved.
3. The Group continues to invest energy-efficient equipment like LED lighting, Invertor Air conditioning and signage Boards.
4. Inverter air-conditioning units with R-22 refrigerant are installed in all new branches to minimize GHG emissions
5. Food serviceware management company, chosen by the Piramal Group for its Agastya sites, has delivered impactful sustainability outcomes over six months, saving approximately 18 million kilograms of CO2 emissions, preserving 500 million litres of fresh water, and diverting 3 million kilograms of waste.

The above measures did not result in any capital investments towards energy conservation equipment.

B. TECHNOLOGY ABSORPTION

The details pertaining to technology absorption by the Company have been explained in the Management Discussion and Analysis Report.

Expenditure on research and development

During the year under review, the Company did not incur any expenditure on research and development.

ANNEXURE C

NOMINATION POLICY

I. Preamble

The Nomination and Remuneration Committee (NRC) of Piramal Housing Finance Limited (the "Company"), has adopted the following policy and procedures with regard to identification and nomination of persons who are qualified to become Directors and who may be appointed in senior management.

This policy is framed in compliance with the applicable provisions of Section 178 and other applicable provisions of the Companies Act, 2013.

II. Criteria for identifying persons for appointment as Directors and Senior Management:

A. Directors

1. Candidates for Directorship should possess appropriate qualifications, skills and expertise in one or more fields of finance, law, general corporate management, financial services and other disciplines as may be identified by the NRC and/or the Board from time to time, that may be relevant to the Company's business.
2. Such candidates should also have a proven record of professional success.
3 Every candidate for Directorship on the Board should have the following positive attributes:
    - a) Possesses a high level of integrity, ethics, credibility and trustworthiness;
    - b) Ability to handle conflict constructively and possess the willingness to address critical issues proactively;
    - c) Is familiar with the business of the Company and the industry in which it operates and displays a keen interest in contributing at the Board level to the Company's growth;
    - d) Possesses the ability to bring independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management and resource planning;
    - e) Displays willingness to devote sufficient time and attention to the Company's affairs;
    - f) Values Corporate Governance and possesses the skills and ability to assist the Company in implementing good corporate governance practices;
    - g) Possesses leadership skills and is a team player;
4. Criteria for Independence applicable for selection of Independent Directors
    - a) Candidates for Independent Directors on the Board of the Company should comply with the criteria for Independence as stipulated in the Companies Act 2013, as amended or re-enacted or notified from time to time. Such candidates should also comply with other applicable regulatory requirements relating to Independence or as may be laid down by the Board from time to time.
    - b) Such Candidates shall submit a Declaration of Independence to the NRC / Board, initially and thereafter, annually, based upon which, the NRC / Board shall evaluate compliance with this criteria for Independence.
5. Change in status of Independence

    Every Independent Director shall be required to inform the NRC / Board immediately in case of any change in circumstances that may put his or her independence in doubt, based upon which, the NRC / Board may take such steps as it may deem fit in the best interest of the organization.

B. Members of Senior Management

1. For the purpose of this Policy, the term 'Senior Management' means Managing Director (MD), Chief Financial Officer (CFO) and any other persons in charge of material functions.
2. The eligibility criteria for appointments to Senior Management and continuity thereof shall include integrity and ethics, in addition to possessing qualifications, expertise, experience and special competencies relevant to the position for which purpose the executive is being or has been appointed.
3. Any candidate being considered for the post of Senior Management should be willing to comply fully with the Company's – Code of Conduct and other applicable policies, in force from time to time.

III. Process for identification & shortlisting of candidates

A. Directors

1. The NRC shall identify the need for appointment of new Directors on the Board on the basis of the evaluation process for Board as a whole and of individual Directors or as it may otherwise determine.
2. Candidates for Board membership may be identified from a number of sources, including but not limited to past members of the Board and Directors database.

3. NRC shall evaluate proposals for appointment of new Directors on the basis of qualification criteria and positive attributes referred to hereinabove and make its recommendations to the Board.

B. Members of Senior Management

1. The NRC shall consider the recommendations of the management while evaluating the selection of executives in senior management. The NRC may also identity potential candidates for appointment to Senior Management through referrals and recommendations from past and present members of the Board or from such other sources as it may deem fit and proper.

2. The NRC shall evaluate proposals for appointments to Senior Management on the basis of eligibility criteria referred to hereinabove and refer to such inquiries and background checks as it may deem appropriate.

3. Based on such evaluation, the NRC shall shortlist the desired candidate and make its recommendations to the Board for appointment.

IV. Removal

A. Directors

1. If a Director incurs any disqualification mentioned under the Companies Act, 2013 or any other applicable law, regulations, statutory requirements, the NRC may recommend to the Board with reasons recorded in writing, the removal of the said Director subject to the provisions of and compliance with the statutory provisions.

2. Such recommendations may also be made on the basis of performance evaluation of the Directors or as may otherwise be thought fit by the NRC.

B. Members of Senior Management

1. The NRC shall consider the recommendations of the management while making recommendations to the Board for dismissal / removal of those in Senior Management.

2. Such recommendations may also be made on the basis of performance evaluation of members of Senior Management to the extent applicable or as may otherwise be thought fit by the NRC.

V. Review

1. The NRC shall periodically review the effectiveness of this Policy and recommend any revisions that may be required to this Policy to the Board for consideration and approval.

REMUNERATION POLICY

1. Preamble:

The Remuneration Policy is framed in line with the requirement of the Section 178 and other applicable provisions of the Companies Act, 2013, Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Reserve Bank of India ('RBI') Guidelines on Compensation of Key Managerial Personnel (KMP) and Senior Management in NBFCs, dated 29th April 2022 and other applicable circulars/ guidelines/ notifications/ directions issued by RBI, from time to time.

This Policy reflects the Company's core values viz. Knowledge, Action, Care and Impact.

2. Definitions:

"Act" means the Companies Act, 2013 as prevailing from time to time.

"Board of Directors" or **"Board"** means the Board of Directors of the Company.

"Company" means Piramal Capital & Housing Finance Limited.

"Clawback" is a contractual agreement between the employee and the Company in which the employee agrees to return, forego, compensate to the Company in cash, kind or any other manner previously paid or vested remuneration, perquisites, benefits, amenities, facility to the Company under certain circumstances.

"Nomination and Remuneration Committee" or "NRC" means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.

"Independent Director" means a Director of the Company who satisfies criteria for independence under the Act and the Regulations.

"Key Managerial Personnel" or "KMP" means persons as defined under the Act.

"Malus" is an arrangement that permits the Company to prevent vesting of all or part of the amount of a deferred remuneration, perquisite, benefit, amenities or facility.

"Listing Regulations" shall mean the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

"Senior Management" shall mean the personnel of the Company as laid down under Explanation to Section 178 of the Act and the Listing Regulations.

"Policy" means this Remuneration Policy.

3. **Objective:**

The Policy aims to provide a framework to create, modify and maintain appropriate compensation programs including to attract and retain talent, and to ensure long term sustainability of talented managerial persons, and processes with adequate supervision and control.

4. **Framework:**

The NRC shall have the constitution, powers, functions and duties as laid down in Section 178 of the Act and Listing Regulations.

The NRC shall be responsible to oversee the framing, review and implementation of Compensation Policy of the Company approved by the Board.

The NRC shall work in close coordination with Risk Management Committee of the Company to achieve effective alignment between compensation and risks.

The NRC shall ensure that compensation levels are supported by the need to retain earnings of the Company and the need to maintain adequate capital based on Internal Capital Adequacy Assessment Process (ICAAP). The NRC shall also ensure 'fit and proper' status of proposed/existing Directors and that there is no conflict of interest in appointment of Directors on the Board, KMPs and Senior Management.

Further, the NRC shall determine the remuneration of Directors, KMPs and Senior Management and make recommendation to the Board for approval.

5. **Designing of Remuneration Packages:**

While designing remuneration packages of employees including Key Managerial Personnel (KMPs) and Senior Management, the following principles for compensation shall be taken into consideration:

a) **Components and Risk Alignment:** The compensation of Key Managerial Personnel (KMPs) and Senior Management shall be to be reasonable, recognising all relevant factors including adherence to statutory requirements and industry practices. The compensation packages may comprise of fixed and variable pay components aligned effectively with prudent risk taking to ensure that compensation is adjusted for all types of risks, the compensation outcomes are symmetric with risk outcomes, compensation pay-outs are sensitive to the time horizon of the risks, and the mix of cash, equity and other forms of compensation are consistent with risk alignment.

b) **Composition of Fixed Pay:** All the fixed items of compensation, including the perquisites and contributions towards superannuation/ retiral benefits, may be treated as part of fixed pay. All perquisites that are reimbursable may also be included in the fixed pay so long as there are monetary ceilings on these reimbursements. Monetary equivalent of benefits of non-monetary nature (such as free furnished house, use of company car, etc.) may also be part of fixed pay.

c) **Variable Pay:**

i **Composition of Variable Pay:** The variable pay may be in the form of Cash or share- linked instruments, or a mix of cash and share-linked instruments. It shall be ensured that the share-linked instruments are in conformity with relevant statutory provisions.

ii **Proportion:** The proportion of variable pay in total compensation (fixed and variable pay) shall be commensurate with the role and prudent risk-taking profile of KMPs/ Senior Management. At higher levels of responsibility, the proportion of variable pay shall be higher. There shall be proper balance between the cash and share-linked instruments in the variable pay in case the variable pay contains share linked instruments. The variable pay shall be truly and effectively variable and can be reduced to zero based on performance at an individual, business-unit and company-wide level. The Company has Pay for Performance philosophy which ensures that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

iii **Deferral of variable pay:** Not all the variable pay awarded after performance assessment may be paid immediately. Certain portion of variable pay, as decided by the NRC, may be deferred to time horizon of the risks. The portion of deferral arrangement may be made applicable for both cash and non-cash components of the variable pay. Deferral period for such an arrangement shall be decided by the NRC.

iv **Control and assurance function personnel:** KMPs and Senior Management engaged in financial control, risk management, compliance and internal audit shall be compensated in a manner that is independent of the business areas they oversee and commensurate with their key role in the Company. Accordingly, such personnel may have higher proportion of fixed compensation. However, a reasonable proportion of compensation may be in the form of variable pay, so that exercising the options of malus and/ or clawback, when warranted, is not rendered infructuous.

d) **Guaranteed Bonus:** Guaranteed bonus may not be paid to KMPs and Senior Management. However, in the context of new hiring joining/sign-on bonus could be considered by the Company. The said bonus will neither be considered part of fixed pay nor of variable pay.

6. **Remuneration to Directors:**

A. **Non-Executive Directors / Independent Directors:**

The **Non-Executive Directors / Independent Directors** are entitled to the following:

i. **Sitting Fees:** The **Non-Executive Directors / Independent Directors** receive remuneration in the form of sitting fees for attending meetings of Board or Committee thereof of the Company and its subsidiaries where such Director may be so appointed. Provided that the amount of such fees shall not exceed such amount per meeting as may be stipulated under applicable regulatory requirement.

ii. **Commission:** The Board may at its discretion pay commission subject to compliance with applicable regulatory requirements.

B. **Remuneration to Whole – Time / Executive / Managing Director(s)**

i. The remuneration to be paid to the Whole – Time / Executive / Managing Director(s), when applicable, shall be in compliance with the applicable regulatory requirements, including such requisite approvals as may be required by law.

ii. Increments may be recommended by the NRC to the Board, subject to the limits specified under the applicable laws and regulatory requirements.

iii. The Board may at the recommendation of the NRC and in its discretion, consider the payment of such additional remuneration within the framework of applicable laws and regulatory requirements.

7. **Malus and Clawback**

Malus & Clawback clauses shall be applied basis informed judgement of the NRC.

The Malus and Clawback shall be applicable to variable pay (Cash/Deferred Cash/Share Linked Instruments) and shall be actioned and reviewed by NRC in the event of any/some/all of the following conditions :-

i employee convicted of a felony;

ii employee wilfully engages in illegal conduct or gross misconduct which is materially and demonstrably injurious to the Company or its subsidiaries or affiliates, including competition with the Company or its subsidiaries or affiliates;

iii employee in breach of Code of Conduct & Ethics Policy published by the company;

iv employee found guilty under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;

v employee has wilfully and continually failed to perform the employee's duties with the Company, its subsidiaries or affiliates following written notice specifically identifying the nature of the non-performance and demanding specific substantial performance; and,

vi subdued or negative financial performance of the Company and/or the relevant line of business or employee misconduct in any year.

The Malus & Clawback period shall be applicable for 5 years from the date of pay-out or reward (as applicable).

8. **Disclosure**

The disclosures as required under the relevant provisions of the Act and the rules made thereunder, Listing Regulations, and RBI circulars/ guidelines/ notifications/ directions, issued from time to time, shall be made by the Company.

9. **Review**

The NRC shall periodically review the effectiveness of this Policy and recommend any revisions that may be required to this Policy to the Board for consideration and approval.

Annexure D

SECRETARIAL AUDIT REPORT FORM NO. MR-3

For the Financial Year Ended March 31, 2025

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

To,
The Members
Piramal Finance Limited
(Formerly known as Piramal Capital & Housing Finance Limited)

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Piramal Finance Limited (hereinafter called '**the Company**'). Secretarial Audit was conducted in a manner that provided 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, policies, 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 March 31, 2025 complied with the statutory provisions listed here under 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 the Company for the financial year ended on March 31, 2025 according to the provisions of:

i. The Companies Act, 2013 ('the Act') and the Rules made there under including any amendments and re-enactments there under;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

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

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') read with the notifications, guidelines and circulars issued by Securities and Exchange Board of India or Stock Exchanges in this regard, to the extent applicable to the Company:-

    a. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

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

    c. The Securities and Exchange Board of India (Debenture Trustee) Regulation, 1993 (in relation to obligations of Issuer Company);

    d. Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

    e. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the Company during the Audit Period);**

    f. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**

    g. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the Audit Period);**

    h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**

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

i. Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) with respect to Board and General Meetings.

ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ('Listing Regulations')

We further report that, having regards to the compliance framework prevailing in the Company and the examination of the pertinent documents and records maintained thereof, it is ascertained, on a test-check basis, that the Company has predominantly adhered to the following Act & Regulation that are specifically applicable to its operations:

(a) The National Housing Bank Act, 1987 and all the Rules, Regulations, Circulars, Directions and Guidelines prescribed thereunder;

(b) Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 and;

(c) Reserve Bank of India (Non-Banking Financial Company-Scale Based Regulation) Directions, 2023 as amended from time to time.

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

We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice was given to all Directors to schedule the Board Meetings and Board Committee Meetings, agenda and detailed notes on agenda were sent in accordance with the Secretarial Standard- 1 and in compliance with the applicable laws, 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.

Decisions at the Meetings of the Board of Directors and of the Committees thereof were carried out unanimously.

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. All the notices and orders received by the Company pursuant to the abovementioned laws have been adequately dealt with/ duly replied/ complied with.

We further report that, during the year under review the Company has:

1. Approved Composite Scheme of Arrangement Amongst Piramal Enterprises Limited, Piramal Finance Limited and their Respective Shareholders and Creditors at the Board Meeting held on May 8, 2024.
2. Approved Issuance of Non-Convertible Debentures on Private Placement Basis at the Annual General Meeting held on July 08, 2024;
3. Issued and allotted 160,00,00,000 fully paid-up equity shares of face value of INR 10/- each, aggregating up to INR 1600,00,00,000/- (Rupees One Thousand Six Hundred Crores) by way of Right Issue;
4. Approved change in the name of the Company to Piramal Finance Limited and consequent alteration to the Memorandum and Articles of Association of the Company in its Extra Ordinary General Meeting ('EGM') held on March 12, 2025.

For N L Bhatia & Associates
Practising Company Secretaries
UIN: P1996MH055800
P/R No.: 6392/2025

Bharat Upadhyay
Partner FCS:5436
CP. No. 4457
UDIN: F005436G000277037

Place: Mumbai
Date: May 6, 2025

Annexure E

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
Piramal Finance Limited
(Formerly known as Piramal Capital & Housing Finance Limited)
601, 6th Floor, Amiti Bldg.,
Agastya Corporate Park Kamani Junction,
Opp. Fire Station, LBS Marg,
Kurla (West), Mumbai - 400070

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Piramal Finance Limited (Formerly known as Piramal Capital & Housing Finance Limited)** having CIN U64910MH1984PLC032639 and having registered office at 601, 6th Floor, Amiti Bldg., Agastya Corporate Park, Kamani Junction, Opp. Fire Station, LBS Marg, Kurla (West), Mumbai - 400070 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Schedule V Para-C clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on March 31, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Ajay G. Piramal	00028116	30/09/2021
2.	Dr. (Mrs.) Swati A. Piramal	00067125	30/09/2021
3.	Mr. Anand Piramal	00286085	30/09/2021
4.	Mr. Suhail A. Nathani	01089938	30/09/2021
5.	Mr. Puneet Dalmia	00022633	31/03/2022
6.	Mr. Gautam Doshi	00004612	30/09/2021
7.	Mr. Jairam Sridharan	05165390	07/10/2021
8.	Mr. Kunal Bahl	01761033	20/03/2024

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

For N L Bhatia & Associates
Practicing Company Secretaries
UIN: P1996MH055800
P/R No. 6392/2025

Bharat Upadhyay
Partner
FCS: 5436
CP. No. 4457
UDIN: F005436G000277169

Date: May 6, 2025
Place: Mumbai

Annexure F

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
Piramal Finance Limited
(Formerly known as Piramal Capital & Housing Finance Limited)

We have examined all the relevant records of Piramal Finance Limited (formerly known as Piramal Capital & Housing Finance Limited) ('the Company') for the purpose of certifying compliance of the conditions of Corporate Governance under Chapter IV to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the period from April 1, 2024 to March 31, 2025. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of certification.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation process adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. This certificate is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations and information furnished to us, we certify that the Company has complied with all the conditions of Corporate Governance as stipulated in the Listing Regulations.

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 N L Bhatia & Associates
Practicing Company Secretaries
UIN: P1996MH055800
P/R No. 6392/2025

Bharat Upadhyay
Partner
FCS: 5436
CP. No. 4457
UDIN: F005436G000277061

Place: Mumbai
Date: May 6, 2025

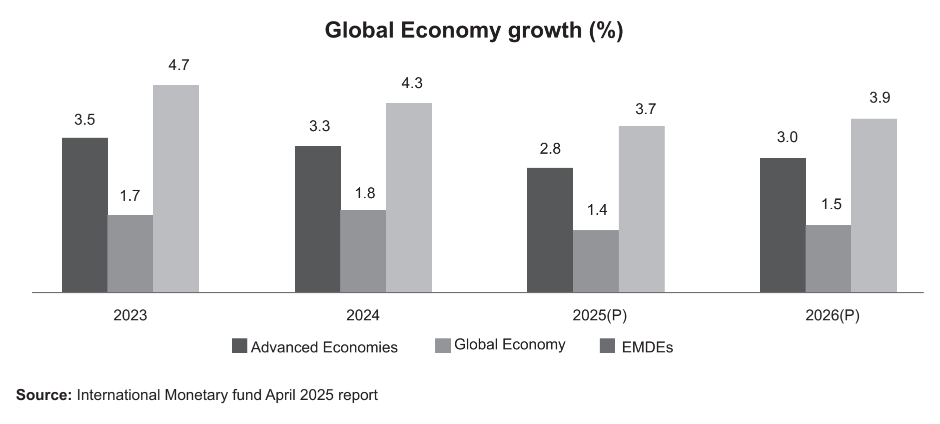
Annexure G

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENTS

Global Economy

The global economy navigated a complex landscape influenced by geopolitical shifts, trade fluctuations and inflationary pressures in 2024. Despite persistent challenges, proactive policies and continued investments in key sectors strengthened stability and resilience. The global economy grew by 3.5% in 2023, with a slight slowdown to 3.3% in 2024. Advanced economies grew at a steady 1.7% in 2023 and at 1.8% in 2024, constrained by high interest rates. Meanwhile, Emerging Markets and Developing Economies (EMDEs) expanded by 4.7% in 2023 and 4.3% in 2024. Heightened supply chain vulnerabilities prompted businesses and governments to re-evaluate trade dependencies and implement strategic measures to enhance economic stability.



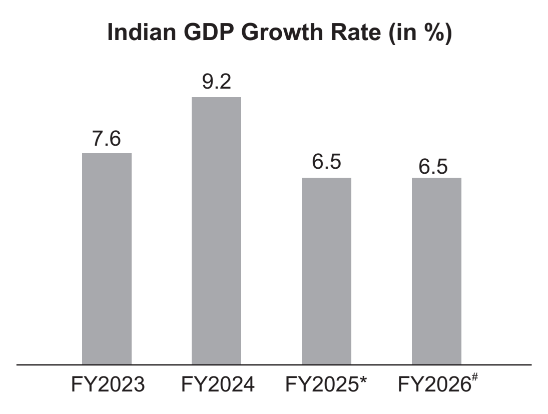
Source: International Monetary fund April 2025 report

Several countries introduced tariffs on global trade in March 2025, followed by retaliatory actions that disrupted international trade, increased inflation, and slowed economic growth. Higher import costs are expected to raise consumer prices in many regions. The global economy is projected to grow steadily at 2.8% in 2025 and 3.0% in 2026, supported by stable performance in both advanced and emerging markets. Growth in advanced economies is likely to stay modest at 1.4% in 2025 and 1.5% in 2026, influenced by domestic demand and different policy approaches. Meanwhile, emerging markets such as China and India are expected to show stronger growth of 3.7% in 2025 and 3.9% in 2026, despite global uncertainties and recent trade tensions. Even so, economies are expected to stay resilient by adopting new technologies and implementing strategic policy measures

Indian Economy

India continued to be one of the fastest-growing major economies, driven by strong domestic demand, structural reforms and supportive policies. In recent years, the country's rapid economic expansion enabled it to surpass the UK, making it the world's fifth-largest economy. However, in FY2025, global uncertainties, rising geopolitical tensions and persistent inflationary pressures contributed to a slowdown in overall economic growth. According to the second advance estimates from the Ministry of Statistics and Programme Implementation (MOSPI), India's economy grew by 6.5% y-o-y in FY2025, compared to 9.2% in the previous year.

Inflationary pressures remained a key concern in FY2025, driven by global supply chain disruptions and commodity price volatility. In response, the RBI's Monetary Policy Committee (MPC) reduced the repo rate by 25 basis points in two successive cuts, bringing it down to 6% as of April 2025, while continuing with an accommodative stance. Consumer Price Index (CPI) inflation is expected to average 4.9% in FY2025, down from 5.4% in the previous year, and is projected to ease further to 4.0% in FY2026.



*Source: *MOSPI NSO Report dated February 28, 2025*
#Reserve Bank of India (RBI) Monetary Policy Committee (MPC) report dated April 9, 2025

India continued on a steady path of economic growth, driven by a strong manufacturing sector, an expanding services industry and increased investments in infrastructure. Various government-led initiatives, including digital transformation efforts and financial inclusion programs, played a crucial role in strengthening domestic manufacturing capabilities and attracting foreign direct investment (FDI) across key sectors. The availability of capital, evolving investment trends and access to credit remained essential factors in driving economic expansion, supporting business growth, facilitating infrastructure development and creating employment opportunities. Additionally, interest rates and government policy measures significantly contributed to maintaining economic stability, positively influencing various industries and boosting consumer demand. The steady rise in urbanisation, along with a rapidly growing middle class, further contributed to increased consumer spending across multiple sectors. With these strong economic drivers in place, India's economy is projected to grow at a robust rate of 6.5% in FY2026.

However, risks stemming from geopolitical tensions, global commodity price fluctuations and financial market uncertainties persist. Looking ahead, India's economic outlook remains positive, with growth projections exceeding the global average. India is well-positioned to sustain its growth momentum and establish itself as a leading economic powerhouse.

Industry Overview

Non-Banking Financial Companies (NBFC) Industry

The NBFC sector plays a crucial role in India's financial system by providing credit to various economic sectors, including those that traditional banks may not adequately serve. At the same time, NBFCs maintain strong partnerships with commercial banks, mutual funds and insurance companies to ensure financial stability and a diversified funding base. The growth of assets under management (AUM) for NBFCs is expected to remain robust at 15-17% over FY2025 and FY2026. While this reflects a slight moderation from the strong 23% growth recorded in FY2024, it continues to exceed the decade-long term average growth of 14% per annum (FY2014-2024).

The NBFC sector has faced consecutive challenges since FY2019, beginning with the failure of a large NBFC and subsequent liquidity stress, followed by the COVID-19 pandemic and most recently, monetary policy tightening due to high inflation. However, these pressures have eased over the past two years. According to the RBI's Financial Stability Report (December 2024), the sector remains healthy, supported by strong capital buffers (Capital to Risk Weighted Assets Ratio at 26.1% in September 2024), robust interest margins and earnings (Net Interest Margin at 5.1% and Return on Asset at 2.9%) and improving asset quality (Gross Non-Performing Asset at 3.4% of gross loans).

NBFCs are currently adjusting to a changing regulatory landscape and heightened scrutiny from the central bank. Since November 2023, the increase in risk weights on bank lending to NBFCs has moderated their Assets Under Management (AUM) growth. However, with the reversal of this regulatory requirement from the beginning of FY2026, bank funding is expected to ease once again. The reduced availability of bank credit has led NBFCs to explore alternative funding sources, including capital market instruments, foreign currency borrowings and securitisation. However, greater reliance on non-bank funding has increased their cost of capital, impacting profitability.

Despite these challenges, NBFCs have maintained adequate provisions for non-performing assets, demonstrating effective loan resolution and asset quality improvement. Additionally, ongoing regulatory recalibration, with a stronger focus from RBI on customer protection, operational compliance and pricing disclosures, are expected to shape the sector's future lending practices.

Growth Drivers for the Indian NBFC Industry

- **Technology and Digital Transformation**

  NBFCs are leveraging digital tools such as AI, big data analytics and machine learning to enhance operational efficiency, improve credit risk assessments and expand their reach. The adoption of super apps, digital sourcing platforms and partnerships with fintech is reshaping the lending landscape. Technology-driven innovations such as digital Know Your Customer (KYC), alternate credit scoring models and blockchain-based lending are further driving financial inclusion, particularly in rural and semi-urban markets.

- **Strengthened Funding Strategies to Drive growth**

  The ability to access diverse funding sources remains a key strength for NBFCs. NBFCs are actively diversifying their funding mix to strengthen their financial position and expand lending opportunities. Meanwhile, bank lending has remained stable within the ₹13-13.5 lakh crore annual range since November 2023. Large NBFCs, particularly those with strong parent backing, have successfully leveraged capital markets, foreign borrowings and securitisation to sustain their growth momentum. For small and mid-size NBFCs, continued focus on optimising funding costs will play a vital role in maintaining expansion.

- **Expansion of Key Segments**

o **Retail Loans:** Growth in retail lending is driven by increasing disposable incomes, urbanisation and changing consumer preferences. Home loans, vehicle financing and personal loans continue to witness strong demand, supported by government incentives and favourable demographic trends

o **Micro, Small & Medium Enterprises (MSME) Financing:** The MSME sector remains a key focus area, with NBFCs offering customised financial solutions such as unsecured business loans, invoice discounting and supply chain financing. The expansion of e-commerce and digital marketplaces is further boosting credit demand from small businesses.

o **Used Vehicle Financing:** The rising affordability of pre-owned vehicles and growing demand for cost-effective transportation solutions are creating significant opportunities in used vehicle financing. NBFCs are adopting innovative financing models, including flexible repayment structures, to cater this growing market.

- **Financial Inclusion and Rural Penetration**

  NBFCs play a vital role in providing credit to underserved and unbanked communities. By using technology and tailored financial products, they enhance financial inclusion in rural and remote areas, improving access to banking and credit services. India has made notable progress in financial inclusion, with 55.08 crore beneficiaries under the Pradhan Mantri Jan Dhan Yojana (PMJDY) as of March 12, 2025. This includes 36.68 crore beneficiaries from rural and semi-urban areas and 18.40 crore from urban centres. Women accounted for 30.67 crore of the total beneficiaries, reflecting increased financial participation. The total deposits in these accounts stood at ₹26.1 trillion, indicating strong banking penetration.

- **Sustainability and Electric Vehicles (EV) Financing**

  The push for sustainability is driving increased focus on green financing initiatives, including renewable energy projects and sustainable infrastructure. The growing adoption of EVs has also opened new avenues for NBFCs in vehicle financing, battery leasing and charging infrastructure development. Government incentives under the Faster Adoption and Manufacturing of (Hybrid &) Electric Vehicles in India (FAME)-II scheme and production-linked incentives (PLI) are further encouraging investments in the EV ecosystem.

- **Strong Asset Quality**

  NBFCs are focusing on strengthening their risk management frameworks with the rise in unsecured lending and increasing household debt. The adoption of digital credit monitoring, AI-driven fraud detection and real-time loan tracking systems is helping mitigate credit risks. Diversification of loan portfolios across multiple asset classes and geographies is also contributing to greater financial stability.

Key Regulatory Developments in the NBFC Industry

RBI Amendments: The RBI has revised regulations for Housing Finance Companies (HFCs) and NBFCs to align the HFC Master Directions with the Scale-Based Regulation (SBR) framework. Effective from January 1, 2025, these changes aim to eliminate regulatory discrepancies and create a uniform regulatory structure across financial entities.

Scale-Based Regulation (SBR): In FY2025, the RBI continued refining its four-tier classification for NBFCs—Base, Middle, Upper and Top Layers—based on asset size, systemic significance and business activities. This framework is designed to reduce regulatory arbitrage, enhance financial stability and ensure that NBFCs are subject to suitable supervision and compliance measures

Microfinance Lending Reforms: In FY2025, the RBI updated lending regulations for NBFC-Microfinance Institutions (MFIs) to prevent borrower over-leveraging and improve operational efficiency. The revised guidelines introduce caps on lending to individual borrowers, stricter borrower assessment procedures and a greater focus on responsible lending practices.

Budgetary Reforms for FY2026

Key policy measures introduced in the FY2026 budget include:

- **FDI in Insurance:**

  The foreign direct investment (FDI) limit for insurers reinvesting premiums within India has been raised to 100%, attracting higher capital inflows.

- **Infrastructure Financing:**

  The National Bank for Financing Infrastructure and Development (NaBFID) is set to launch a Partial Credit Enhancement Facility to strengthen the corporate bond market

- **Grameen Credit Score:**

  Public Sector Banks (PSBs) will develop rural credit scores for Self-Help Group (SHG) members and small borrowers to facilitate easier access to loans › Pension Sector Expansion: A regulatory forum will be established to promote the introduction of new pension products, improving long-term financial security

- **Regulatory Reforms:**

  A high-level Committee will be formed to streamline business regulations, enhancing the ease of doing business

- **Tax Incentives & Vehicle Demand:**

  Income tax exemptions on earnings up to ₹12 lakh are expected to boost disposable income, indirectly benefiting the auto and housing finance sectors

- **Special Window for Affordable and Mid-Income Housing (SWAMIH) Fund:**

  A ₹15,000 crore SWAMIH Fund has been established to accelerate the completion of an additional one lakh stressed housing units. Under the SWAMIH Fund, 50,000 units in stressed projects have already been completed, with keys handed over to homebuyers.

  These regulatory measures are designed to strengthen the NBFC sector by improving financial stability, promoting responsible lending practices and ensuring digital innovations align with consumer protection and financial inclusion objectives.

Key policy measures introduced in the FY2026 budget include:

- **FDI in Insurance**: The foreign direct investment (FDI) limit for insurers reinvesting premiums within India has been raised to 100%, attracting higher capital inflows.
- **Infrastructure Financing**: The National Bank for Financing Infrastructure and Development (NaBFID) is set to launch a Partial Credit Enhancement Facility to strengthen the corporate bond market.
- **Grameen Credit Score**: Public Sector Banks (PSBs) will develop rural credit scores for Self-Help Group (SHG) members and small borrowers to facilitate easier access to loans.
- **Pension Sector Expansion**: A regulatory forum will be established to promote the introduction of new pension products, improving long-term financial security.
- **Regulatory Reforms**: A high-level Committee will be formed to streamline business regulations, enhancing the ease of doing business.
- **Tax Incentives & Vehicle Demand**: Income tax exemptions on earnings up to ₹12 lakh are expected to boost disposable income, indirectly benefiting the auto and housing finance sectors.
- **Special Window for Affordable and Mid-Income Housing (SWAMIH) Fund** : A ₹15,000 crore SWAMIH Fund has been established to accelerate the completion of an additional one lakh stressed housing units. Under the SWAMIH Fund, 50,000 units in stressed projects have already been completed, with keys handed over to homebuyers.

These regulatory measures are designed to strengthen the NBFC sector by improving financial stability, promoting responsible lending practices and ensuring digital innovations align with consumer protection and financial inclusion objectives.

NBFC Industry Outlook

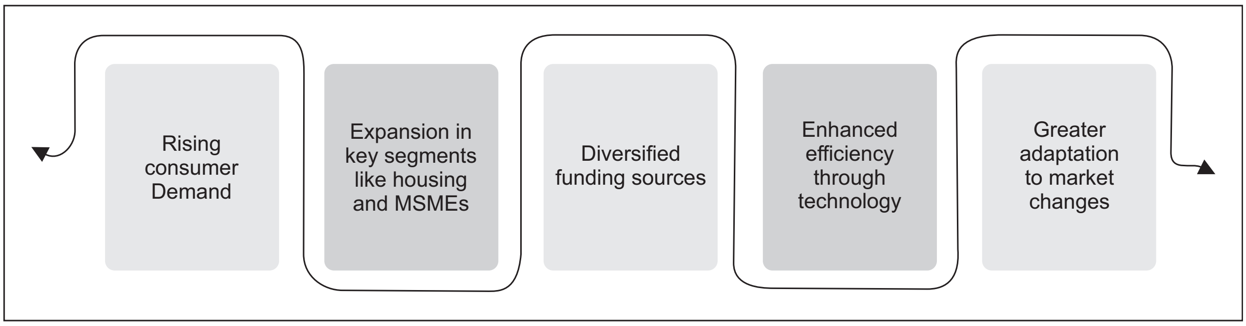
NBFCs are strengthening their position by exploring diverse funding sources, including domestic capital markets and offshore options, while leveraging strategic partnerships with banks for greater financial reach. Policy interventions aimed at easing regulatory constraints and improving funding access could further enhance stability. Despite the banking sector's dominance, NBFCs remain a key investment focus due to their resilience and growth potential. With a robust capital position and evolving strategies, the sector is expected to navigate challenges effectively, ensuring a stable outlook for FY2026 and driving financial inclusion.

Indian Retail Lending

India has made significant strides in credit accessibility, yet there remains substantial potential to expand formal credit penetration, particularly in rural and underserved areas. Retail lending emerged as one of the fastest-growing segments after the COVID-19 pandemic, with NBFCs witnessing significant expansion in this space. However, regulatory measures introduced in late 2023, aimed at addressing concerns over a slowing business cycle, led to a moderation in certain retail loan categories after FY2025. The RBI increased risk weights on consumer credit exposures of NBFCs, excluding secured categories such as housing, vehicle, education, gold and microfinance loans. As a result, retail loan growth slowed considerably in the following months, reflected in reduced credit inquiries and approval rates. The most significant decline was observed in unsecured retail loans, including personal loans and credit cards, where risk weights were raised. In response to regulatory concerns, lenders have adopted a more cautious approach, with a shift towards higher credit quality borrowers, leading to an increased share of super-prime and prime-plus customers across various loan segments.

Going forward, banks and NBFCs are expected to ensure that retail lending maintains strong governance, effective risk management, and sound underwriting practices in response to stricter regulations and reduced exposure to unsecured loans and microfinance. The current business environment presents strong growth opportunities for well-managed NBFCs, as smaller players may face difficulties in meeting higher capital requirements and addressing rising non-performing assets.

Growth Drivers



Opportunities and Threats

Opportunities

India has made significant progress from being classified as a fragile economy in the 2010s to emerging as a key driver of global growth, even as the rest of the world faces economic uncertainties. Two key factors supporting this growth are the country's demographic dividend and its expanding middle-income population. Currently, around 30% of India's population falls within the middle-income category, contributing approximately 48% of total domestic consumption. This segment is expected to grow to 40% of the population, as per the PRICE-ICE 3600 Survey and will be dominated by the working age population with a high propensity to spend, including leveraged spending. Additionally, policy reforms focused on infrastructure development, manufacturing expansion and export growth are expected to create more employment opportunities, further increasing the size of the middle-income group and improving living standards.

Threats:

A significant portion of large NBFCs relies on bank borrowings to support credit growth. Any disruption in this funding channel can have a cascading impact, affecting not only NBFC credit expansion but also key sectors such as MSMEs, real estate and low-income households, where NBFCs play a crucial role. The increase in risk weights on NBFC loans in November 2023 (set to be restored to previous levels from April 2025) led large NBFCs to seek foreign funding, exposing them to external market risks and increasing their overall cost of funds. Ensuring smooth access to low-cost funding is essential for NBFCs to maintain the last-mile flow of credit across the economy. NBFCs are expected to develop a deeper domestic debt market and strengthen their ability to raise public deposits to diversify funding sources and reduce dependence on bank borrowings.

About Piramal Finance Limited

Company Overview

Piramal Finance Limited (formerly Piramal Capital & Housing Finance Limited) is a wholly owned subsidiary of Piramal Enterprises Limited, the flagship company of the Piramal Group. It is a leading NBFC that offers a wide range of funding solutions for both individuals and businesses across various sectors.

In retail lending, Piramal Finance Limited is one of the leading players that caters to the diverse financing needs of the under-served and unserved people of the ‘Bharat’ market. It offers multiple products, including home loans, loans against property, used car loans, and small business loans to budget-conscious customers at the periphery of metros and in Tier II and III cities. It serves millions of customers across India, with a presence in over 13,000 pin codes through a network of branches spanning 26 states.

In wholesale lending, the company focuses on both real estate and non-real estate sectors. Real estate developer financing offers tailored, asset-backed lending solutions across residential and commercial projects. The primary focus is on mid-segment residential developments, while also supporting affordable and premium housing projects across India’s top 10 cities. In the non-real estate space, the Corporate and Mid-Market Lending (CMML) vertical provides customised funding to underserved small and mid-sized businesses with unique capital needs.

Operational Performance

Lending Operations: The Company’s AUM increased by 16% YoY to Rs. 62,303 crore as of March 2025 vs Rs. 53,696 crore as of March 2024. As of March 2025, the Company had a diversified exposure across both retail and wholesale financing through its presence in the following sub-segments:

a. Retail Lending: Retail AUM stood at Rs. 54,303 crore, accounting for 87% of Total AUM as of March 2025, across secured and unsecured lending.

- Company’s emphasis on secured lending is strongly backed by its diversified retail portfolio. PFL’s premium, tech-enabled service and advanced digital processing capabilities for loan approvals and disbursements enhance the overall customer experience. This also includes boosting cross selling of diverse financial products through state of-the-art infrastructure and sophisticated analytical frameworks for quality checks. Secured lending forms a major part of the AUM and comprises of Housing loans, Loan Against Property (LAP) and Used Car Loans.
- Under unsecured loans, PFL provide innovative and customised loans to customers with limited formal credit access, those without a credit history, and those without proper documentation. Unsecured lending comprises of Salaried Personal Loans, Business Loans, and Digital Loans.

b. Wholesale Lending: Wholesale AUM stood at Rs. 8,000 crore, accounting for 13% of Total AUM as of March 2025, across Real Estate and Corporate Mid-Market loans (CMML) in a calibrated manner.

- Through Real Estate loans, company provide customised, structured products to real estate developers — both large and small with a strong local presence — and extend loans to mid-sized corporates. This approach strengthens relationships with existing customers while expanding PFL’s developer base.
- Through CMML, company offer credit solutions to mid and large sized corporates outside of the real estate sector. The company have a sector-agnostic approach, successfully supporting enterprises across diverse sectors including NBFC, broking, education, renewables, and steel. A common theme among these clients is their established cash flows, robust business fundamentals, and presence in growth sectors. This ensures long-term creditworthiness and growth potential, allowing the company to extend capital to underserved businesses without hampering asset quality or risk adjusted returns.

Asset Quality: The GNPA ratio stood at 2.8% as of March 2025 versus 2.4% as of March 2024, and the net NPA ratio stood at 2.0% as of March 2025 versus 1.0% as of March 2024. Total Provisions were Rs. 1,528 crore as on March 2025 (equivalent to 2.5% of AUM) as compared to Rs. 2,513 crore as on March 2024 (equivalent to 4.7% of AUM).

Borrowings

Market Scenario and Key Developments: To reduce inflation, major central banks including the RBI, raised policy interest rates to restrictive levels in 2023, resulting in high mortgage costs and tight liquidity. This created a challenging environment for firms to refinance debt, at low costs. However, in recent quarters, there has been a steady decline in inflationary pressures, prompting central banks to pause rate hikes. As inflation continues to decline, monetary policy will gradually turn accommodative, leading to lower borrowing costs.

Funding Sources**:** The Company sources its funds through several avenues including term loans, NCDs, commercial paper, securitisation, external commercial borrowings (ECB), Foreign currency denominated Bonds and public issue of NCDs. The borrowings are primarily long-term in nature, with the predominance of term loans and NCDs in the funding mix.

Cost of borrowings**:** During the year, the overall borrowing cost have increased led by system-wide increase in bank MCLR. Cost of borrowings is expected to remain stable over time, as significant share of the total borrowings as 'fixed rate liabilities and monetary policy will gradually turn accommodative.

Asset Liability Management (ALM) profile**:** We continue to diversify the borrowing mix towards stable, long-term funding sources, which has significantly strengthened our ALM profile. As of March 31, 2025, the Asset & Liability Management (ALM) profile reflected significant positive gaps across all time-period buckets within the norms stipulated by the RBI.

Capital Adequacy Ratio: As of March 31, 2025, Company's Capital adequacy ratio stood at 21.5% as compared to 21.7% [as of March 31, 2024]. These are well above the minimum regulatory requirement prescribed by the regulators.

Financial Performance

Consolidated financial performance:

(Rs in crore)

Particulars	**2024-25**	**2023-24**
Consolidated income	7,350	6,471
Net interest income and other income	3,566	3,013
Operating expenses	2,590	2,384
Credit cost	950	2,515
Share of net profit/(loss) of joint venture	(42)	(72)
Exceptional items (income/(expense))	-	(1,658)
Profit before tax	(17)	(3,616)
Profit after tax	(7)	(1,975)
Other Comprehensive Income / (Loss)	169	89
Total Comprehensive Income	162	(1,886)
Total Assets	77,647	65,858
Total Equity	16,657	14,895
Total Liabilities	60,991	50,963

Note: All the above figures for the year have been regrouped wherever necessary, in order to make them comparable.

Consolidated income: Increased to Rs. 7,350 crore in FY 2025 as compared to Rs. 6,471 crore in the previous year, on account of increase in retail revenue due to increased operations partially off-setted by lower revenue in wholesale due to book run down and non-accrual of interest / reversal on NPAs.

Net interest income and other income: Increased to Rs. 3,566 crore in FY 2025 as compared to Rs. 3,013 crore in the previous year, driven by net increase in revenue and other income partially netted off by increase in cost of borrowings.

Operating Expenses: Increased to Rs. 2,590 crore in FY 2025 as compared to Rs. 2,384 crore in the previous year, primarily on account of increase in operations.

Credit cost: Provisions and contingencies decreased to Rs. 950 crore in FY 2025 as compared to Rs. 2,515 crore in the previous year, primarily due to lower provisions, fair valuation losses & gain from AIF in Wholesale business.

PAT: Increased to Rs. (7) crore in FY 2025 as compared to Rs. (1,975) crore in the previous year, majorly on account of increased revenue in current year, accrual of exceptional items (expense) in previous year, lower provisioning & FV losses in wholesale lending, increase in operating expenses due increased operations partially off-setted by higher tax reversals in previous year.

Company Outlook

PFL is focused on achieving sustained profitable growth with clear milestones. Our Company will continue rebalancing our Retail-to-Wholesale AUM mix.

Enhancing pricing strategies, asset quality and operational efficiencies will be central to maintaining strong growth momentum and profitability. Our Company will continue investing in distribution channels, technology, talent acquisition and management infrastructure to support future expansion.

While prioritising organic growth, PFL will explore strategic opportunities to strengthen our market position. With India's economic growth driven by rising financial inclusion and increasing discretionary spending, PFL is well-positioned to expand in retail lending, MSME financing and real estate funding while leveraging fintech innovations and sustainable business practices.

In April 2025, the company received a Certificate of Registration (CoR) from the Reserve Bank of India (RBI) to operate as a Non-Banking Financial Company – Investment and Credit Company (NBFC-ICC). With this, PFL transitioned from its earlier status as a Housing Finance Company (HFC), enabling it to broaden its portfolio and address a wider range of customer needs. This move reflects PFL' continued commitment to delivering simple, accessible, and innovative lending solutions to individuals and businesses across the country.

Human Resources

PFL remains committed to promoting a dynamic and inclusive work environment by attracting, developing and retaining top talent. The Company prioritises upskilling and leadership development to build a future-ready workforce aligned with evolving business needs. PFL ensures employees are equipped to drive long-term success by offering career growth opportunities, competitive rewards and a strong learning culture.

The company emphasises employee well-being, engagement and diversity to create a high-performance workplace. PFL enhances operational efficiency and the overall employee experience by leveraging digital solutions for human resource management. A strong focus on agility and resilience enables the company to nurture a workforce capable of contributing to sustained organisational growth. As of March 31, 2025, the Company had 15,789 employees on its payroll.

Risk Management and Mitigation

PFL's Enterprise Risk Management (ERM) framework integrates the COSO model, focusing on proactive identification, assessment, and mitigation of key risks such as Credit Risk, ALM Risk, Operational Risk, Regulatory and Other Risks. Governed by the Board of Directors and the Sustainability & Risk Management Committee (SRMC), the framework ensures effective risk strategy implementation and alignment with our business objectives. PFL maintains a robust risk control matrix and a Risk Appetite Framework (RAF) that defines its risk tolerance. PFL's alignment with TCFD recommendations further emphasizes our commitment to managing climate-related risks and opportunities, ensuring transparency and sustainability in our operations.

Data Privacy and Cyber Security

PFL have implemented strong governance and security technologies, fostering a security-first culture with transparency and ongoing risk mitigation. PFL's policies and infrastructure protect customer data through regular training and audits. Enhanced cybersecurity tools guard against threats. PFL's privacy policy ensures user control over data, with sensitive information like PAN and Aadhaar encrypted and accessible only to authorised personnel, complying with RBI guidelines. PFL received zero identified leaks, thefts, or losses of customer data and received zero complaints on Data Privacy issues in FY2025.

- **Cybersecurity Strategy & Threat Management**

  Aligned with the RBI/NHB Information Security framework, PFL enhanced cybersecurity by adopting Gartner's framework, performing red team cyberattack simulations, and deploying advanced threat detection for real-time monitoring and response.

- **Employee Awareness & Training**

  Recognising human vigilance's importance, PFL developed interactive, gamified training, phishing simulations, and hands-on sessions to boost threat detection and response. These build a proactive security mindset, equipping employees to counter cyber threats effectively.

Internal Financial Control

PFL has established a robust Internal Financial Control framework to ensure financial accuracy, safeguard assets, prevent fraud and maintain regulatory compliance. The framework includes risk assessment, control activities and monitoring mechanisms, with oversight from the Board of Directors through the Audit Committee. Regular internal audits and risk-based reviews help identify control weaknesses and enable timely corrective actions.

The Company enforces stringent financial controls across all business processes, including revenue recognition, expense management, procurement and financial reporting. Technology-driven solutions enhance accuracy and efficiency, reinforcing transparency, accountability and long-term financial stability while ensuring compliance with regulatory standards.

Internal Control Systems

The operational effectiveness of internal controls, risk management practices and governance systems are reflected in the measures implemented by management. These systems ensure compliance, mitigate risks and enhance overall organisational stability.

The internal audit function plays a crucial role in strengthening organisational resilience by identifying potential risks and evaluating mitigation strategies. The function also conducts audits across all business lines, including retail branch network audits, centralised audits, business audits, concurrent audits and special reviews. Insights gained from these audits have helped management enhance adherence to policies, processes and regulatory guidelines while strengthening the overall control environment. Additionally, audit findings are regularly shared with senior leadership, enabling proactive decision-making and continuous improvements in risk management and governance frameworks.

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR 2025

Composite Scheme of Arrangement amongst the Company, Piramal Enterprises Limited (PEL) and their respective shareholders and creditors

The Board at its meeting held on May 08, 2024 approved a composite scheme of arrangement amongst the Company, Piramal Enterprises Limited ('PEL') (the holding company) and their respective shareholders and creditors under Sections 230 to 232 read with Section 52, Section 66 and other applicable provisions of the Companies Act, 2013 ('the Act') and the rules made thereunder ('Scheme').

The Scheme, inter alia, provides for (i) the amalgamation of PEL with PFL and dissolution of PEL, (ii) adjustment of debit balance of amalgamation adjustment reserve account in the books of PFL, and (iii) various other matters consequential or otherwise integrally connected therewith.

Upon the Scheme becoming effective, in consideration for the amalgamation of PEL with PFL, PFL shall issue shares to the shareholders of PEL in the manner set out in the Scheme:

For every 1 equity share having face value of H2 of PEL, 1 equity share having face value of H2 of PFL shall be allotted to the shareholders of PEL.

The Company has received necessary approvals/ observation letter/ no-objection letter from BSE Limited, National Stock Exchange of India Limited and RBI.

The Scheme is, inter alia, subject to sanction of the jurisdictional Hon'ble National Company Law Tribunal, Mumbai Bench.

April 08, 2025: Piramal Finance Limited (formerly known as Piramal Capital & Housing Finance Ltd.), has partnered with ICICI Bank to improve credit accessibility for middle and low-income borrowers, especially in rural and semi-urban regions, focusing on Home Loans and Loan Against Property. This collaboration strengthens Piramal Finance Limited's position in India's semi-urban regions, reinforcing its commitment for providing easy and affordable credit solutions to the borrowers.

April 04, 2025: The Reserve Bank of India (RBI) granted a Certificate of Registration (CoR) to Piramal Finance Limited (PFL) — formerly known as Piramal Capital & Housing Finance Limited — a wholly-owned subsidiary of Piramal Enterprises Limited (PEL), to operate as a Non-Banking Financial Company – Investment and Credit Company (NBFC-ICC) without accepting public deposits. With this registration, PFL has surrendered its Housing Finance Company (HFC) license and will cease to operate as an HFC.

April 03, 2025: Piramal Finance Limited successfully raised USD 265 million (~Rs. 2,300 Crores) through an External Commercial Borrowing (ECB) facility. This transaction reinforces Piramal Finance's position as a frontrunner in accessing global capital markets, having raised a total of USD 815 million in FY25 to support its growth ambitions. The ECB facility witnessed strong participation from four leading multinational banks— First Abu Dhabi Bank, Standard Chartered Bank, Sumitomo Mitsui Banking Corporation (SMBC), The Hongkong and Shanghai Banking Corporation Limited (HSBC).

March 17, 2025: Piramal Finance Limited and Punjab & Sind Bank entered into a strategic co-lending partnership to enhance credit availability for middle- and low-income borrowers, with a special emphasis on rural and semi-urban regions.

January 24, 2025: RBL Bank, one of India's leading private sector banks and Piramal Finance Limited announced a strategic partnership under their co-lending business. Through this partnership, both the lenders will offer loans to the middle and low-income segment borrowers with focus on rural and semi-urban regions.

January 16, 2025: MobiKwik (ONE MOBIKWIK SYSTEMS LIMITED), India's largest digital wallet that offers a wide range of payments and financial products to both consumers and merchants announced a strategic partnership with Piramal Finance Limited. This partnership aims to provide personal loans to MobiKwik customers, enhancing access to affordable credit solutions.

January 15, 2025: Piramal Finance Limited launched Parakh, a series of short films that go beyond traditional advertising to depict the real lives of borrowers. Produced in 5 regional languages across Uttar Pradesh, Maharashtra, Tamil Nadu, Karnataka, Andhra Pradesh, and Telangana, these films showcase the intent (Neeyat) of borrowers alongside documentation, highlighting how Piramal Finance's customer-first approach transforms aspirations into reality.

October 10, 2024: Piramal Payment Services Limited, a subsidiary of Piramal Capital & Housing Finance Ltd (Piramal Finance) has received formal approval from the Reserve Bank of India (RBI) to set up and operate its Prepaid Payment Instrument (PPI) service, known as 'Piramal Pay.' This authorization is granted under the Payment and Settlement Systems Act, 2007, marking a significant milestone toward offering innovative digital financial services to millions across India.

October 04, 2024: Piramal Finance Limited successfully priced the tap issuance of its inaugural US dollar bond issued in July this year to raise additional USD 150 million from international capital markets. The bonds will be issued at a yield of 7.078% (vs 7.950% in the case of the original issuance in July 24) for the remaining tenor of c. 3.32 years. demonstrating strong investor confidence post the company's maiden issuance.

October 03, 2024: Piramal Finance Limited launched the second phase of its campaign "Hum Kaagaz Se Zyada Neeyat Dekhte Hai". This initiative aims to empower underserved customers in Bharat by providing access to formal credit. Building on insights from the initial campaign, the new campaign celebrates the entrepreneurial spirit of customers, showcasing Piramal Finance's scaled model to bring credit to the unserved customers of Bharat.

September 16, 2024: Piramal Finance Limited partnered with Digital India's Common Service Centers (CSCs) to meet the lending needs of Bharat by improving access to formal credit for underserved individuals and MSMEs. Through this collaboration, over Rs. 100 Cr. has been successfully disbursed in August 2024 to boost credit availability in semi-urban areas, providing essential financial products such as home and business loans.

August 24, 2024: Piramal Finance Limited and Central Bank of India, have announced a strategic partnership to expand their co-lending business. The collaboration will provide loans to middle and low-income borrowers, focusing on middle and low-income segment borrowers with focus on rural and semi-urban regions.

July 24, 2024: Piramal Finance Limited successfully issued its debut US dollar-denominated bonds in the international markets. This bond marks Piramal Finance's first issuance in the international capital markets, providing the company access to a deep, alternative pool of liquidity to complement funds available through banks and Indian domestic capital markets. Piramal Finance raised $300 million through this issuance. The bonds have been structured as Fixed Rate Senior Secured Sustainability Bonds at a yield of 7.95% for a tenor of 3.5 years. This transaction marks a major milestone in Piramal Finance's efforts to diversify its borrowing profile.

July 11, 2024: Piramal Finance Limited signed its maiden USD syndicated Social Loan of $100 million, under the ECB guidelines of the RBI. The proceeds will be dedicated to funding and supporting impactful social projects, driving meaningful change in communities. The loan has a maturity of three years and is benchmarked to a three-month SOFR (secured overnight financing rate). Standard Chartered Bank is the Social Loan Coordinator for this transaction and the sole mandated Lead Arranger, Underwriter and Bookrunner.

July 01, 2024: Axis Bank, India's third-largest private sector bank and Piramal Finance Limited announced a strategic partnership under the co-lending business. Through this partnership, both the lenders will offer Loans to the middle and low income segment borrowers with focus on rural and semi-urban regions.

June 18, 2024: Piramal Finance Limited surpassed the milestone of INR 50,000 Crore in AUM of Retail Loans.

AWARDS DURING THE FINANCIAL YEAR 2025

Throughout the year, PFL's commitment to transition was acknowledged and recognised through multiple awards across business verticals.

Corporate recognition:

- PITCH BFSI Most Effective Use of Influencer Marketing
- PITCH BFSI Most Effective Use of Social Media
- PITCH BFSI Most Effective Holiday, Seasonal and Festival Marketing
- EFFIES INDIA 2024 Regional
- EFFIES INDIA 2024 Positive change Social Good Diversity, Equity & Inclusion
- BRAND EQUITY Trendies Awards-24
- GREAT PLACE TO WORK: Piramal Finance Ltd. ranked among India's Top 25 Best Workplaces™ in the BFSI sector
- JOMBAY 2025 WOW Workplace Award in BFSI sector
- THE ASSET TRIPLE A AWARDS FOR SUSTAINABLE FINANCE – 2025 Best Sustainability Bond to Piramal Finance Limited

Digital leadership honours:

- NBFC BY ETBFSI Best Use of Generative AI
- NBFC BY ETBFSI Best Digital Initiative in Quick Loan Disbursement
- THE BRAINALYTICS Best AI chatbot Product of the Year

REPORT ON CORPORATE GOVERNANCE

A report for the financial year ended March 31, 2025 on compliance by the Company with the Corporate Governance requirements in accordance with the applicable provisions of the Companies Act, 2013 ('the Act'), the Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021* ('RBI Guidelines') and amendments thereto, is furnished below:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is a combination of voluntary practices and compliance with laws and regulations leading to effective control and better management of the organisation. Good Corporate Governance not only enhances long-term stakeholder value but also the interests of all stakeholders. It brings into focus the fiduciary and trusteeship role of the Board to align and direct the actions of the organisation towards creating sustainable wealth and enhanced stakeholder value.

The Company's essential character is shaped by the values of transparency, customer satisfaction, integrity, professionalism and accountability. The Company continuously endeavours to improve on these aspects. The Board views Corporate Governance in its widest sense. The main objective is to create and adhere to a corporate culture of integrity and consciousness. Corporate Governance is a journey for constantly improving sustainable value creation and is an upward moving target. The Company's philosophy on Corporate Governance is guided by the Company's philosophy of Knowledge, Action, Care and Impact.

The Board fully supports and endorses the Corporate Governance practices as envisaged in the SEBI Listing Regulations.

2. BOARD OF DIRECTORS

A. Profile of Directors

Mr. Ajay Piramal, Non-Executive Chairman

Mr. Ajay Piramal is one of India's leading industrialists and philanthropists. As the Chairman of the Piramal Group, he has led its transformation into a US$10 billion global business conglomerate. The Group has diverse interests in financial services, pharmaceuticals and real estate. Under Mr. Piramal's leadership, the Group has developed a strong track record of robust, sustained partnerships with several marquee global investors and partners. Mr. Piramal led the Group's acquisition and merger of Dewan Housing Finance Limited (DHFL) in September 2021, marking the first successful resolution under the IBC route in the financial services sector.

Mr. Piramal is also an ardent promoter of social entrepreneurship. He is deeply invested in unblocking and further strengthening India's socioeconomic potential through the Piramal Foundation and actively steers the Group's involvement in various social impact initiatives to develop innovative, long-term, sustainable and scalable solutions to resolve issues that are critical roadblocks towards unlocking India's economic potential. In 2022, Mr. Piramal received an honorary Commander of the Order of the British Empire (CBE) by Her Late Majesty The Queen, for services to the UK-India trade relationship as India Co-Chair of the UK-India CEO Forum. He was also the recipient of the 'Deal Maker Hall of Fame' award at the Mint India Investment Summit 2022, recognised for his lifetime achievement and service in creating and unlocking value through investing and crafting deals.

Mr. Piramal holds key positions on the Boards of several companies and prestigious institutions. He served on the Harvard Business School's Board of Dean's Advisors from 2012 to 2024, is the Co-Chair of the UK-India CEO Forum, and the Non-Executive Director of Tata Sons Ltd. He also serves as the Chairman of the India@100 Foundation, an initiative of the Confederation of Indian Industry (CII). Mr. Piramal holds an Honours degree in Science from Mumbai University and a master's degree in management studies from the Jamnalal Bajaj Institute of Management Studies. He has completed an Advanced Management Programme from the Harvard Business School and has been conferred with an Honorary Doctor of Science (Honoris Causa) degree by IITIndore, an Honorary Doctorate in Philosophy (D. Phil) by Amity University, India, and an Honorary Doctorate by Rishihood University for his contribution in business and nation building.

Dr. Swati Piramal, Non-Executive Director

Dr. Swati Piramal is the Vice-Chairperson of Piramal Group, a global conglomerate with interests in financial services, pharmaceuticals and real estate. One of India's most respected scientists and industrialists, Dr. Piramal has significantly contributed to innovations in healthcare, public policy and socioeconomic development.

Over the past three decades, she has played a pivotal role in shaping the Indian pharmaceutical industry by championing cost-effective, science-based healthcare solutions. She founded the Gopikrishna Piramal Memorial Hospital and led national health campaigns, while contributing to drug development, public health policy and regulatory affairs. Her work has driven major healthcare reforms through impactful writings on intellectual property, patents and data protection.

As Director of Piramal Foundation, the philanthropic arm of Piramal Group, Dr. Swati Piramal drives innovative, long-term solutions to address key development challenges in India, focusing on rural healthcare, women's empowerment, education reform and sustainable access to safe drinking water. Under her leadership, the Foundation collaborates with governments and global partners like NITI Aayog, The Rockefeller Foundation and the Bill & Melinda Gates Foundation to build scalable public-private partnerships aligned with the UN Sustainable Development Goals.

Dr. Piramal has received numerous prestigious accolades and recognitions for her contributions to business, science, healthcare and public service, including the Padma Shri in 2012, Chevalier de l'Ordre National du Mérite (Knight of the Order of Merit) in 2006 and

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**Pursuant to receipt of Certificate of Registration from the Reserve Bank of India on April 4, 2025, the Company converted into NBFC-ICC.*

Chevalier de la Légion d'Honneur (Knight of the Legion of Honour) in 2022. In 2023, she was inducted into the Business Today Hall of Fame. She was named one of Business Today's 25 Most Powerful Women in India for eight consecutive years (2003– 2011). She was honoured with the 'Business Leader of the Year' Award by Hello Hall of Fame (2019), the First Ladies Award by the President of India (2018), and the 'Woman of the Year' Award by the IMC Ladies' Wing (2016). In 2011, she was inducted into Fortune India's Hall of Fame – Most Powerful Women in Business, received the Global Empowerment Award (UK) from Her Royal Highness, the Duchess of Kent and was recognized by the President of India for her contributions to corporate governance.

She currently serves on the Boards of Allergan India and EssilorLuxottica, and is a member of the Board of Governors at Sidra Medicine, Qatar Foundation (2019–present). She previously served as a Director on the Board of Nestlé India until March 2014 and on the Board of Dean's Advisors to the Harvard Business School until 2024. Dr. Piramal also holds longstanding academic affiliations, serving since 2010 with Harvard University, including as a Member of the Board of Dean's Advisors at the Harvard School of Public Health (2010–present) and the Harvard Business School (2011–2024), and as a Member of the Harvard Board of Overseers (2012–2018).

Dr. Piramal holds a Master's Degree in Public Health from the Harvard Business School, in addition to a Medical Degree (M.B.B.S) and a Bachelor's Degree in Medicine and Surgery from University of Mumbai, India.

Ms. Piramal is also a Non-Executive Director, Piramal Enterprises Limited, and an advisor to Piramal Foundation, which has impacted the lives of over 143 million Indians in its lifetime in areas ranging from gender, public health to education and purified water.

She is a visionary business leader driven by her commitment to bettering society. Her efforts in the business and social world led to her being recognized amongst 'India's Most Powerful Women' by Business Today in 2020 and 2022 for her outstanding contribution in business and social growth. She was also awarded as a 'Young Global Leader' in 2014 by the World Economic Forum.

Ms. Piramal holds a BA (Hons.) in Politics, Philosophy and Economics from Oxford University. She also has an MBA from Stanford Graduate School of Business.

Mr. Anand Piramal, Non-Executive Director

Mr. Anand Piramal is the Executive Director at the Piramal Group and is responsible for leading its financial services and real estate businesses. Anand helped drive the transformation of the financial services business from a wholesale dominated lending business to a technology first, diversified retail lending franchise which aspires to be the lender of choice for customers in semi urban and rural India.

Under his leadership, the retail lending business has become one of the fastest growing large retail NBFCs in the country serving over 4 million customers across the country.

Anand holds a Master's degree in Business Administration from Harvard Business School and a Bachelor's degree in Economics from the University of Pennsylvania. In 2024, he was recognised as one of India's '40 under 40' young leaders by The Economic Times and Fortune India.

Mr. Jairam Sridharan, Managing Director

Jairam Sridharan is the CEO of Retail Lending at Piramal Enterprises and MD of Piramal Finance Limited ("formerly known as Piramal Capital & Housing Finance Limited"). He has over two decades of rich domain experience and specialises in setting up and scaling new businesses.

Before joining Piramal, Jairam was the Chief Financial Officer (CFO) of Axis Bank. He has handled a variety of roles at the Bank and was previously President, Retail Lending & Payments. In this role, he was responsible for driving growth in the retail lending and payments businesses comprising retail lending products (home, car, personal & other loans), cards business (credit, debit & prepaid) and the agriculture & rural lending business. In his 5 years in this role, Axis Bank saw industry leading, 6X growth and emerged as one of the top 5 retail lending institutions in the country.

Prior to Axis, Jairam served Capital One Financial, a consumer bank based in Richmond, VA (USA) as Head – 'New to Credit' Card Acquisitions in the US Cards Business. At the start of his career with ICICI Bank, he played a key role in their initial foray into the retail lending businesses, serving as Head – Business Intelligence Unit.

Jairam holds a Bachelor of Technology degree in Chemical Engineering from IIT Delhi and Post Graduate Diploma in Management from IIM Kolkata where he was awarded a Roll of Honour for academic excellence.

In 2022, he was awarded the 'FE Pillar of the BFSI Industry' award at the FE BFSI Summit.

In 2019, Institutional Investor magazine named Jairam "Best CFO" in their All-Asia Executive team for Banks, based on Sell-Side analyst votes. In 2015, he was chosen by The Economic Times as a part of their "40 Under 40" list of India's hottest business leaders.

Mr. Puneet Dalmia, Independent Director

Mr. Puneet Dalmia is the Managing Director & CEO of Dalmia Bharat Limited. Driven by the fundamental principles of 'responsible growth and sustainable development,' he has steered Dalmia Bharat on a path of accelerated growth since assuming leadership in 2004. Prior to leading Dalmia Bharat, he co-founded JobsAhead.com in 1999, a highly successful dotcom venture that was later acquired by Monster.com in 2004.

He was honoured with Ernst & Young's Entrepreneur of the Year award in 2017 in the manufacturing sector. Additionally, he has also served as the Chairman of the Development Council for Cement Industry (DCCI), established by the Government of India in June 2021. In 2022, Business Today magazine named him the Best CEO in the Cement Category. Presently, he holds the position of Chairperson on the Board of Governors of the Indian Institute of Management, Raipur.

Mr. Dalmia holds Bachelor's degree in Technology (B.Tech) from IIT-Delhi and graduated as a gold medalist with a Masters' in Business Administration (MBA) from the Indian Institute of Management, Bangalore.

Mr. Suhail Nathani, Independent Director

Mr. Suhail Nathani is widely recognised as a leading lawyer in India. Twenty-five years ago, he co-founded Economic Laws Practice which today is recognised as one of India's pre-eminent law firms. Today the firm has eight offices spread throughout India.

Suhail has successfully represented India in WTO disputes before the Panel and Appellate Body in Geneva and has been counsel to the Competition Commission of India (CCI), and Securities Exchange Board of India (SEBI). He sits on the Board - as an independent Director - of listed companies in India and overseas. He also serves on the Board of some of India's leading not-for-profit entities involved in youth development, skilling, health and the habitat. He has been recognised amongst the top 30 International Trade practitioners in the world by the Best of the Best Expert Guides. He has also been ranked by the Chambers Asia-Pacific for his expertise in Competition/ Antitrust, Corporate M&A and International Trade and has been recommended as a Leading Lawyer by The Legal 500 Asia-Pacific for the past ten years. Additionally, he has been recognised for his expertise in the Who's Who Legal Trade & Customs, has been featured as a 'Thought Leader – Trade & Customs' in Who's Who Legal and has also been identified as a Leading Lawyer by Asialaw Leading Lawyers. He has also featured as a Market Leading Lawyer in IFLR1000 (Financial & Corporate) and in the India Business Law Journal's A List as India's Top 100 Lawyers. Apart from India, he is also admitted to the State Bar of New York.

Mr. Gautam Doshi, Independent Director

Mr. Gautam Doshi, a Chartered Accountant and Masters in Commerce, has been in professional practice for a period of over 45 years. He advises various business groups and families and also serves as a Director on the Boards of listed and unlisted companies.

Mr. Doshi's experience covers wide range of areas including advisory services in the field of accounting, taxation, corporate and commercial laws and regulatory matters. He has been actively involved in conceptualising and implementing a number of mergers and restructuring transactions both domestic and cross border, involving many of the top 20 listed companies on the BSE as also those forming part of FTSE 100.

A prolific speaker, Mr. Doshi has addressed several seminars and conferences within and outside of India and courses organised by the Institute of Chartered Accountants of India, International Fiscal Association, Other professional bodies and Chambers of Commerce.

He has served on the Councils of Western Region as also All India level of the Institute of Chartered Accountants of India which has the task of development and regulation of profession of accountancy in India. During his tenure on the Council, he served on several Committees and contributed significantly to the work of Board of Studies which is responsible for education and system of training of students. He also served as Chairman of Committees on direct and indirect taxation of Indian Merchants' Chamber.

Mr. Kunal Bahl, Independent Director

Mr. Kunal Bahl is a technology entrepreneur and investor. He is the co-founder of Titan Capital, through which he has invested in more than 20 start-ups over 12 years across various sectors and geographies in consumer tech, health tech, fin-tech, SaaS, consumer brands, and B2B platforms in companies like Ola, Urban Company, Razorpay, OfBusiness, Mamaearth, Credgenics among others. He is the co-founder of Snapdeal, one of India's leading e-commerce platforms. Founded in 2010, Snapdeal focuses on the value commerce market in India and has served over 100 million online shoppers over the last 15+ years. He is also the promoter of Unicommerce, India's leading e-commerce enablement SaaS company, which is listed on the NSE and BSE. He is an influential voice on issues pertaining to Indian start-ups and entrepreneurship. He is a member of India's National Startup Advisory Council. As Chairman of CII's National Startup Council (2023-24, 2024-25), he leads efforts to forge closer ties between the start-up & investor ecosystems in India and the Middle East. He is also anchoring CII efforts to define corporate governance best practices for Indian startups. He was part of Nasscom's Executive Council (2019-2023). He is also the former chairman of CII's E-Commerce Council. He is a member of the Board of Governors of the Indian Council for Research on International Economic Relations (ICRIER) and an Independent Director on the Board of Piramal Enterprises Limited. Amplifying his reach as a Startup mentor, Kunal is also a judge and investor in Shark Tank India. He graduated from the Jerome Fisher Program in Management and Technology at the University of Pennsylvania and holds degrees in engineering and business from the Wharton School.

B. Composition and size of the Board

The Board of Directors ('Board') and its Committees play significant role in upholding and furthering the principles of good corporate governance which translates into ethical business practices, transparency, and accountability in creating long term stakeholder value.

The Company has an optimum combination of Executive and Non-Executive/Independent Directors in compliance with the requirements of Regulation 17(1) and Regulation 62D(1) of the SEBI Listing Regulations, Section 149 of the Act and other applicable regulatory requirements.

As on March 31, 2025, Company's Board consisted of 8 Directors of which 1 Director is Executive and 7 Directors are Non-Executive, as given in the table below. The Company's Board comprises 50% of Independent Directors. There are no Nominee Directors representing any institution on the Board of the Company.

Name of Directors and DIN	Date of appointment	Other Directorships as on March 31, 2025[1]		Membership of other Board Committees as on March 31, 2025[2]		Directorships in other Listed Companies and Category of Directorship as on March 31, 2025[3]	No. of equity shares held in the Company#
		as Member	as Chairperson	as Member	as Chairperson		
Non – Executive, Non-Independent Director – Promoter Group							
Mr. Ajay Piramal - Chairman DIN: 00028116	September 30, 2021	3	2	-	-	Piramal Enterprises Limited ('PEL') (Chairman - Executive Director)	1
Dr. Swati Piramal DIN: 00067125	September 30, 2021	3	-	-	-	PEL (Vice Chairperson - Executive Director)	1
Mr. Anand Piramal DIN: 00286085	September 30, 2021	6	-	-	-	PEL (Non-Executive Director)	NIL
Executive Director							
Mr. Jairam Sridharan DIN: 05165390	October 07, 2021	3	1	-	-	-	NIL
Non-Executive, Independent Directors							
Mr. Gautam Doshi DIN: 00004612	September 30, 2021	8	-	6	3	Sun Pharmaceutical Industries Limited (Independent Director) Suzlon Energy Limited (Independent Director) PEL (Independent Director)	NIL
Mr. Suhail Nathani DIN: 01089938	September 30, 2021	2	-	1	1	PEL (Independent Director)	NIL
Mr. Puneet Dalmia DIN: 00022633	March 31, 2022	8	-	1	-	SRF Limited (Independent Director) Dalmia Bharat Limited (Managing Director) PEL (Independent Director)	NIL
Mr. Kunal Bahl DIN: 01761033	March 20, 2024	3	-	1	-	Unicommerce Esolutions Limited (Director) PEL (Independent Director)	NIL

#reflects shares held as a nominee of PEL.

Notes:

1. *This excludes Directorship(s) in the Company, foreign companies and companies licensed under Section 8 of the Act.*
2. *This relates to membership of Committees referred to in Regulation 26(1) and 62O(1) of the SEBI Listing Regulations, viz. Audit Committee and Stakeholders Relationship Committee of all public limited companies, whether listed or not and excludes private limited companies, foreign companies, companies licensed under Section 8 of the Act.*

   Committee Membership(s) count includes the count in which the Director is Chairperson(s) and excludes Membership in Committees of the Company.
3. *For the purpose of reckoning the Directorship, equity and high value debt listed entities ('HVDLE') are considered.*
4. *None of the Director(s) were a member in more than 10 Committees, nor a chairperson in more than 5 Committees across all public companies in which he/she was a Director.*
5. *As per declarations received, no Director serves as an Independent Director in more than 7 equity listed and HVDLE or in more than 3 equity listed companies if he/she is a whole-time Director/managing Director in any listed company. The independent Directors have also confirmed that they are not on the Board of more than 3 NBFCs [NBFC Middle Layer ('NBFC-ML') or NBFC-Upper Layer ('NBFC-UL')] at the same time in line with Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023.*
6. *The Company does not have any outstanding convertible instruments.*

Details of change in composition of the Board during the financial year 2024-25 and financial year 2023-24:

The Board, as a part of its succession planning, periodically reviews its composition to ensure that the same is closely aligned with the strategy and long-term needs of the Company. The following changes in the Board composition were recommended by Nomination and Remuneration Committee ('NRC') and approved by the Board.

Name of Directors	Capacity	Nature of change	Reason for Resignation	Effective date
		Financial year 2024-25		
		No change		
		Financial year 2023-24		
Mr. Kunal Bahl	Independent Director	Appointment	-	March 20, 2024

I. **Key Board qualifications, skills, expertise and attributes**

In the context of the Company's business and activities, the Board has identified that skills/expertise/competencies in the areas of General Corporate Management, Public Policy, Entrepreneurship, Business Leadership, Strategy, Finance, Economics, Technology, Innovation, Banking, Financial Services, Risk, Governance and Human Resources are needed for it to function effectively.

The Board Members are reputed in these skills, competence and expertise which allows them to make effective contribution to the Board and its Committees. From time to time, Members of the Board have also received recognition from the Government, various Industry Bodies and Business Associations for the contribution made in their respective areas of expertise.

The specific areas of expertise/skills of an individual Board Member, associated with the Company as of March 31, 2025, are as under:

Name of Directors	General Corporate Management including Human Resources	Entrepreneurship, Business Leadership including Strategy and Public Policy	Finance, Economics, Banking, Financial Services, Risk and Governance	Technology and Innovation
Mr. Ajay Piramal	✓	✓	✓	-
Dr. Swati Piramal	✓	✓	✓	-
Mr. Anand Piramal	✓	✓	✓	-
Mr. Gautam Doshi	✓	✓	✓	-
Mr. Suhail Nathani	✓	✓	✓	-
Mr. Puneet Dalmia	✓	✓	✓	-
Mr. Jairam Sridharan	✓	✓	✓	-
Mr. Kunal Bahl	✓	✓	✓	✓

The Board is satisfied that the above composition reflects an appropriate mix of knowledge, skills, experience, diversity and competence required for it to function effectively.

II. **Role of Independent Directors**

Independent Directors play a key role in the decision-making process of the Board and in shaping various strategic initiatives of the Company. The Independent Directors are committed to act in what they believe is in the best interests of the Company and its stakeholders. The wide knowledge in their respective fields of expertise and best-in-class boardroom practices helps foster varied, unbiased, independent and experienced perspective.

The Company benefits immensely from their inputs in achieving its strategic direction.

In order to leverage the experience of Independent Directors of the Holding Company viz. PEL, for the benefit of and for improved Corporate Governance and better reporting to the Board of the Company, some of the Independent Directors of PEL also serve on the Board of the Company.

All Independent Directors of the Company have been appointed as per the provisions of the Act, SEBI Listing Regulations and RBI Guidelines. The Independent Directors have been appointed for a fixed tenure of five years from their respective dates of appointment/re-appointment.

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149 of the Act read with Rules made thereunder and Regulation 16(1) of the SEBI Listing Regulations. Based on the disclosures received from all the Independent Directors, the Board is of the opinion that the Independent Directors fulfil the conditions specified in the Act and the SEBI Listing Regulations and are independent of the Management.

During the financial year under review, none of the Independent Director resigned before the expiry of his/her tenure.

III. **Meeting of Independent Directors**

In accordance with the terms of the provisions of Schedule IV of the Act, Regulation 25(3) and Regulation 62N(4) of the SEBI Listing Regulations, the Company's Independent Directors met on March 28, 2025 in absence of Non-Independent Directors and Members of Management. At this meeting, the Independent Directors reviewed the following:

1. Performance of the Chairman of the Company;
2. Performance of the Independent and Non-Independent Directors; and
3. Performance of the Board as a whole and its Committees.

They also assessed the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties etc.

IV. **Familiarisation Programme for Independent Directors**

The Company has established a Familiarisation Programme for Independent Directors. The framework together with the details of the Familiarisation Programme conducted has been uploaded on the website of the Company and can be accessed at https://www.piramalfinance.com/stakeholders/policies.

The new Directors of the Company are provided with an induction kit which includes roles, functions, powers and duties of the Directors, disclosures and declarations to be submitted by Directors, etc.

Periodic presentations were made at the Board/Committee meetings apprising the Board Members about the finer aspects of the Company's businesses, the challenges faced and an overview of future business plans including:

1. Industry Outlook and update on Indian and Global macro-economic;
2. Budgets, quarterly update on operations and performance of the businesses, and relevant regulatory/legal updates in the statutes applicable to the Company;
3. Business model, risks and opportunities for the businesses and the growth levels for them; and
4. Strategic future outlook and the way forward.

V. **Inter-se relationships among Directors**

Mr. Ajay Piramal and Dr. Swati Piramal are the parents of Mr. Anand Piramal. Except for this, none of the other Directors of the Company are inter-se related to each other.

VI. **Board Evaluation**

Pursuant to the applicable provisions of the Act and SEBI Listing Regulations, the Board has carried out an annual evaluation of its own performance, its Committees and individual Directors. The criteria for performance evaluation of the Board included aspects such as Board composition and structure, effectiveness of Board processes, contribution etc. The criteria for performance evaluation of the Committees included aspects such as structure and composition of Committees, effectiveness of Committee Meetings etc.

The performance evaluation criteria of individual Directors (except for Executive Director) includes attendance at meetings, contribution at meetings like preparedness on the matters to be discussed, meaningful and constructive contribution and inputs in meetings, etc. The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the SEBI. The performance of the Executive Director is evaluated on the basis of achievement of their Key Result Areas. The NRC reviews the performance of the Board, its Committees and the individual Directors. The feedback received from the Directors on the performance of the Board and its Committees is also discussed.

A report consolidating the responses to the questionnaire is generated/prepared by the Chairman of the NRC, who summarises to the Board, the collective impression of the Directors on the functioning of the Board, its Committees and individual Directors. The Board of Directors has expressed its satisfaction with the evaluation process.

VII. **Directors and Officers liability insurance ('D&O policy')**

The Company is covered under the D&O Policy of the Holding Company viz. PEL.

VIII. **Certification from Company Secretary in Practice**

A certificate has been received from M/s. N. L. Bhatia & Associates, Practising Company Secretaries, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors in any company by SEBI, Ministry of Corporate Affairs or any other statutory authorities. The Certificate is attached to the Board's Report forming part of the Annual Report.

C. Board Meetings and Procedures

The yearly calendar for the Board and Committee meetings are fixed well in advance and are in confirmation with the availability of the Directors, so as to facilitate active and consistent participation of all Directors in the Board and Committee meetings. Minimum four pre-scheduled Board/Committee Meetings are held every year (once every quarter). Additional Board Meetings are convened to address the specific needs of the Company. In case of business exigencies or matters of urgency, resolutions are passed by circulation, as permitted by law. Video conferencing facilities are provided to enable active participation by Directors who are unable to attend the meetings in person.

The Company sends the notice of the meetings accompanied by agenda and agenda notes setting out the business to be transacted at the meetings to the Directors, at least seven days in advance except in case of shorter notice to transact urgent business. The agenda and related information are shared through a digital meeting portal, which is accessible through iPad/laptop. Thus, minimising paper usage and bolstering the Company's sustainability endeavours.

The Board has unrestricted access to all Company related information. Detailed presentations are made to the Board regularly which cover operations, business performance, annual operating and capital expenditure budgets, loan disbursements, asset liability management, internal controls, approval and adoption of quarterly/half-yearly/annual results, review of various policies framed by Company from time to time, compliance report(s) of all laws applicable to the Company etc. All necessary information including but not limited to those mentioned in Part A of Schedule II to the SEBI Listing Regulations, are placed before the Board. The Members of the Board are at liberty to bring up any matter for discussions at the Board Meetings and the functioning of the Board is democratic. Members of the Senior Management team are invited to attend the Board Meetings, who provide additional inputs to the agenda items discussed by the Board. The Company has a well-established process in place for reporting compliance status of various laws applicable to the Company.

Update(s) on matters arising from previous meetings are placed at the succeeding meeting of the Board/Committees for discussions, approvals, noting etc. Board/Committee members are kept informed about any material development/business update through various modes viz. e-mails, conference calls, etc., from time to time.

There was no instance during the financial year 2024-25, where the Board of Directors had not accepted the recommendation of any Committee of the Board which was mandatorily required.

I. Meetings Held

During the financial year 2024-25, the Board met six times, viz., May 8, 2024, August 13, 2024, October 23, 2024, December 20, 2024, January 27, 2025 and March 28, 2025. Necessary quorum was present at all meetings and the gap between two Board Meetings did not exceed one hundred and twenty days.

II. Details of Directors attendance at Board Meetings held during the financial year 2024-25 and at the last Annual General Meeting ('AGM')

Name of the Directors	No. of Board Meetings held during the financial year 2024-25						Attendance at the last AGM
	May 8, 2024	August 13, 2024	October 23, 2024	December 20, 2024	January 27, 2025	March 28, 2025	July 8, 2024
Mr. Ajay Piramal	✓	✓	✓	✓	✓	✓	✓
Dr. Swati Piramal	✓	✓	✓	✓	✓	✓	✓
Mr. Anand Piramal	-	✓	✓	✓	✓	✓	✓
Mr. Jairam Sridharan	✓	✓	✓	✓	✓	✓	-
Mr. Gautam Doshi	✓	✓	✓	✓	✓	✓	✓
Mr. Suhail Nathani	✓	✓	✓	✓	-	✓	✓
Mr. Puneet Dalmia	✓	✓	-	✓	✓	✓	-
Mr. Kunal Bahl	✓	-	✓	✓	✓	✓	-

- Leave of absence was granted to the Director

3. BOARD COMMITTEES

The Board Committees are set up by the Board and are governed by its terms of reference which exhibit the scope, composition, tenure, functioning and reporting parameters. The Board Committees play a crucial role in the governance structure of the Company and they deal with specific areas of concern for the Company that need a closer review. The Committees operate under the direct supervision of the Board, and Chairperson of the respective Committees report to the Board about the deliberations and decisions taken by the Committees. The recommendations of the Committees are submitted to the Board for approval. The minutes of the meetings of all Committees of the Board are placed before the Board for noting.

A. Audit Committee

The Audit Committee of the Board is constituted in compliance with the provisions of Section 177 of the Act, Regulation 18 and 62F of the SEBI Listing Regulations and RBI Guidelines. All the members of the Committee have sound knowledge of finance, accounts and business management. Mr. Gautam Doshi, Chairman of the Committee, has extensive expertise in the field of accounting, taxation, corporate and commercial laws and regulatory matters.

I. Meetings of Audit Committee

During the financial year 2024-25, the Audit Committee met five times i.e. on May 8, 2024, August 13, 2024, October 23, 2024, January 27, 2025 and March 18, 2025.

The frequency of the Audit Committee Meetings were more than the minimum limit prescribed under applicable regulatory requirements and the gap between two Committee Meetings was not more than one hundred and twenty days.

The functional/business representatives also attend the meetings periodically and provide such information and clarifications as required by the Audit Committee, which provides a deeper insight into the respective business and functional areas of operations. The Chairman of the Audit Committee has one-on-one meetings both with the Head of Internal Audit and the Joint Statutory Auditors on a periodic basis.

Mr. Gautam Doshi, Chairman of the Audit Committee, was present at the 40th AGM of the Company.

II. **Composition of the Audit Committee as at March 31, 2025 and attendance at the meetings held during the financial year 2024-25**

Name of the Member	Designation in the Committee	Category	Member of Committee since	No. of meetings held	
				Entitled to attend	Attended
Mr. Gautam Doshi	Chairman	Independent Director	October 1, 2021	5	5
Mr. Suhail Nathani	Member	Independent Director	October 1, 2021	5	4
Mr. Jairam Sridharan	Member	Executive Director	October 7, 2021	5	5
Mr. Puneet Dalmia	Member	Independent Director	January 16, 2025	2	2

Mr. Bipin Singh, Company Secretary acted as the Secretary to the Audit Committee up to October 16, 2024, thereafter Ms. Urmila Rao, Company Secretary acts as the Secretary to the Audit Committee.

Separate Meeting with Credit Rating Agencies

In compliance with the provisions of SEBI Circular No. SEBI/HO/MIRSD/CRADT/CIR/P/2019/121 dated November 4, 2019, the Members of the Audit Committee interact with the Credit Rating Agencies ('CRAs') at a separate Audit Committee Meeting on annual basis. Accordingly, separate meeting of the Audit Committee with CRAs was held on March 18, 2025 to *inter alia* discuss matters including related party transactions, internal financial controls and other material disclosures made by the Company.

III. **Terms of Reference**

The broad terms of reference of the Audit Committee *inter alia*, includes the following:

1. oversight of financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
    - matters required to be included in the Director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
    - changes, if any, in accounting policies and practices and reasons for the same;
    - major accounting entries involving estimates based on the exercise of judgment by management;
    - significant adjustments made in the financial statements arising out of audit findings;
    - compliance with listing and other legal requirements relating to financial statements;
    - disclosure of any related party transactions;
    - modified opinion(s) in the draft audit report;
5. reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. approval or any subsequent modification of transactions of the listed entity with related parties;
9. scrutiny of inter-corporate loans and investments;
10. valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. evaluation of internal financial controls and risk management systems;
12. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. discussion with internal auditors of any significant findings and follow up there on;
15. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

17. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

18. to review the functioning of the whistle blower mechanism;

19. approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

20. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;

21. to consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

22. to review the management discussion and analysis of financial condition and results of operations;

23. to review management letters / letters of internal control weaknesses issued by the statutory auditors;

24. to review internal audit reports relating to internal control weaknesses;

25. to review the appointment, removal and terms of remuneration of the head of the internal auditor;

26. to review statement of deviations of quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 (‘Listing Regulations’);

27. to review statement of deviations of annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the Listing Regulations;

28. to examine financial statement and the auditors’ report thereon;

29. to review compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time), at least once in a financial year and verify that the systems for internal control are adequate and are operating effectively;

30. primarily responsible for overseeing the internal audit function in the organization.

31. to review the performance of Risk Based Internal Audit (RBIA);

32. to approve the RBIA plan to determine the priorities of the internal audit function based on the level and direction of risk, as consistent with the entity’s goals;

33. to formulate and maintain a quality assurance and improvement program that covers all aspects of the internal audit function;

34. to promote the use of new audit tools/ new technologies for reducing the extent of manual monitoring /transaction testing / compliance monitoring, etc.;

35. meet the head of internal audit at least once in a quarter, without the presence of the senior management (including the MD & CEO/WTD);

36. review and monitoring of all the frauds involving an amount of Rs. 1 crore and above;

37. ensure that an Information System Audit of the internal systems and processes is conducted at least once in two years to assess operational risks faced by the applicable NBFCs;

38. to ensure that an appropriate Compliance Policy is in place in the Company and to oversee the management of compliance risk and implementation of the Compliance Policy across the Company;

39. to review the reports received from the Chief Compliance Officer on compliance risk management activities;

40. to review the Compliance Policy annually;

41. to review and approve any adjustments to the ECL model output (i.e. a management overlay);

42. monitoring of system of internal audit of all outsourced activities; and

43. undertake such other functions as may be entrusted to it by the Board or prescribed under applicable statutory / regulatory requirements from time to time.

B. Risk Management Committee ('RMC')

The RMC of the Board is constituted in compliance with Regulation 21, 62I of the SEBI Listing Regulations and RBI Guidelines and comprises of only Board Members.

I. Meetings of the RMC

During the financial year 2024-25, the RMC met four times i.e. on May 3, 2024, August 12, 2024, October 22, 2024 and January 24, 2025.

II. Composition of the RMC as at March 31, 2025 and attendance at the meetings held during financial year 2024-25

Name of the Member	Designation in the Committee	Category	Member of the Committee since	No. of Meetings held	
				Entitled to attend	Attended
Mr. Suhail Nathani	Chairman	Independent Director	November 1, 2022	4	3
Mr. Puneet Dalmia	Member	Independent Director	November 1, 2022	4	3
Mr. Jairam Sridharan	Member	Executive Director	November 1, 2022	4	4

III. Terms of Reference

The broad terms of reference of the RMC *inter alia*, includes the following:

1. to identify, monitor and measure the risk profile of the Company. To evaluate overall risks faced by the Company and determining the level of risks which will be in the best interest of the Company. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems during normal as well as stress scenarios;
2. to ensure that Company has a framework for identification of various internal and external risks including credit risk, operational risk, information security risk, liquidity, interest rate risk etc. and the integrated risks;
3. to ensure that the risk policies clearly spell out the quantitative prudential limits on various segments of Company's operations;
4. to implement measures for risk mitigation including systems and processes for comprehensive internal controls to mitigate the identified risks;
5. to ensure that appropriate methodology, processes and systems are in place to effectively monitor and evaluate business related risks commensurate with the size and complexity of the Business;
6. to periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics, evolving complexity and emerging risks;
7. to review the progress made in putting in place a proactive risk management system and risk management policy and strategy followed by the Company;
8. to hold the line management accountable for the risks under their control, and the performance of the Company in that area;
9. to provide an independent and objective view of the information presented by management on various risks and mitigation plan;
10. to keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken;
11. to review appointment, removal and terms of remuneration of the Chief Risk Officer;
12. to review and assess the nature, role, responsibility and authority of risk management function within the Company and outline the scope of risk management work;
13. to coordinate its activities with other Committees, in instances where there is any overlap with activities of such Committees; and
14. to undertake such other functions as may be entrusted to it by the Board or prescribed under applicable statutory / regulatory requirements from time to time.

C. Nomination & Remuneration Committee ('NRC')

The NRC of the Board is constituted in compliance with the requirements of Section 178 of the Act, Regulation 19 and 62G of the SEBI Listing Regulations and RBI guidelines.

I. Meeting of the NRC

During the financial year 2024-25, the NRC met three times i.e. on May 7, 2024, July 24, 2024, and March 18, 2025.

II. **Composition of the NRC as at March 31, 2025 and attendance at the meetings held during the financial year 2024-25**

Name of the Member	Designation in the Committee	Category	Member of the Committee since	No. of meetings held	
				Entitled to attend	Attended
Mr. Suhail Nathani	Chairman	Independent Director	October 1, 2021	3	3
Mr. Gautam Doshi	Member	Independent Director	October 1, 2021	3	3
Mr. Ajay Piramal	Member	Non-Executive Director	October 1, 2021	3	3

Mr. Suhail Nathani, Chairman of the NRC, was present at the 40th AGM of the Company.

III. **Terms of Reference**

The broad terms of reference of the NRC *inter alia* includes the following:

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and to recommend to the Board of Directors their appointment and removal;
2. To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a policy relating to the remuneration of the Directors, key managerial personnel and other employees;
3. To formulate criteria for evaluation of performance of independent Directors and the Board of Directors;
4. To devise a policy on diversity of Board of Directors;
5. To extend or continue the term of appointment of the independent Director, on the basis of the report of performance evaluation of independent Directors;
6. To carry out evaluation of every Director’s performance;
7. To carry out such additional functions as may be provided under applicable statutory regulatory requirements and/or as may be entrusted to it by the Board from time to time.

IV. **Performance Evaluation Criteria for Independent Directors**

The Performance Evaluation Criteria for Independent Directors comprises certain parameters like professional qualifications, experience, knowledge and competency, active participation at the Board/Committee meetings, ability to function as a team, initiative, availability and attendance at meetings, commitment and contribution to the Board and the Company, integrity, independence from the Company and other Directors and whether there is any conflict of interest, voicing of opinions freely, etc. These are in compliance with applicable laws, regulations and guidelines.

V. **Compliance with Fit & Proper Criteria for Directors**

The NRC, in accordance with the Policy on ‘Fit and Proper’ Criteria for Directors, ensures the ‘Fit and Proper’ status of Directors at the time of appointment and on a continuing basis, as prescribed by the Reserve Bank of India.

All Directors of the Company have confirmed that they satisfy the ‘Fit and Proper’ criteria as prescribed under the RBI Guidelines as amended.

D. Stakeholders Relationship Committee (‘SRC’)

The SRC of the Board is constituted in compliance with the requirements of Section 178 of the Act and Regulation 20 & 62H of the SEBI Listing Regulations.

I. **Meetings of the SRC**

During the financial year 2024-25, SRC met once i.e. on March 18, 2025.

II. **Composition of the SRC as at March 31, 2025 and attendance at the meetings held during the financial year 2024-25**

Name of the Member	Designation in the Committee	Category	Member of the Committee since	No. of meetings held	
				Entitled to attend	Attended
Mr. Suhail Nathani	Chairman	Independent Director	October 7, 2021	1	1
Mr. Gautam Doshi	Member	Independent Director	November 1, 2022	1	1
Mr. Jairam Sridharan	Member	Executive Director	October 7, 2021	1	1

Mr. Suhail Nathani, Chairman of the SRC, was present at the 40th AGM of the Company.

III. **Terms of Reference**

The broad terms of reference of the SRC *inter alia* includes the following:

1. To look into the redressal of grievances of debenture holders and other security holders (in addition to shareholders);
2. To resolve the grievances of the security holders of the company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;

3. To review of measures taken for effective exercise of voting rights by shareholders;
4. To review of adherence to the service standards in respect of various services being rendered by the Registrar & Share Transfer Agent;
5. To review various measures and initiatives for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company; and
6. To undertake or perform such other role as required by law or as may be directed by the Board, from time to time.

IV. Grievances received from Investors and resolved by the Company during the financial year 2025

There were no complaints pending at the beginning of the year. 21 complaints were received and redressed to the satisfaction of investors during the financial year 2024-25. There were no complaints outstanding as on March 31, 2025.

The Registrar and Share Transfer Agent ('RTA'), MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) and/or the Company attend to all grievances of Debenture holders.

The Company maintains continuous interaction with the RTA and takes proactive steps and actions for resolving shareholder complaints/queries. Likewise, the Company also has regular interaction with the Debenture Trustees to ascertain the grievances, if any, of the Debenture holders.

V. Compliance Officer

Mr. Bipin Singh, Company Secretary acted as the Compliance Officer up to October 16, 2024, thereafter Ms. Urmila Rao, Company Secretary acts as the Compliance Officer in accordance with the requirements of SEBI Listing Regulations.

Mr. Vikash Singhla acts as the Nodal Officer to ensure compliance with IEPF Rules.

The Company has designated the email ID corporate.secretarial@piramal.com to enable stakeholders to email their queries/ grievances.

E. Corporate Social Responsibility Committee ('CSRC')

The CSRC of the Board is constituted in compliance with the requirements of Section 135 of the Act.

I. Meetings of the CSRC

During the financial year 2024-25, CSRC met two times i.e. on May 8, 2024 and March 18, 2025.

II. Composition of the CSRC as at March 31, 2025 and attendance at the meetings held during the financial year 2024-25

Name of the Member	Designation in the Committee	Category	Member of the Committee since	No. of meetings held	
				Entitled to attend	Attended
Mr. Suhail Nathani	Chairman	Independent Director	October 7, 2021	2	2
Mr. Ajay Piramal	Member	Non-Executive Director	October 7, 2021	2	2
Mr. Anand Piramal	Member	Non-Executive Director	October 7, 2021	2	1

III. Terms of Reference

The broad terms of reference of the CSRC *inter alia* includes the following:

1. To recommend to the Board, a CSR Policy (and modifications thereto from time to time) which shall provide the approach and guiding principles for selection, implementation and monitoring of CSR activities to be undertaken by the Company as well as formulation of annual action plan(s);
2. To formulate and recommend annual action plan(s), and any modifications thereof, to the Board comprising of following information:
    a. the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
    b. the manner of execution of such projects or programmes;
    c. the modalities of utilisation of funds and implementation schedules for the projects or programmes;
    d. monitoring and reporting mechanism for the projects or programmes; and
    e. details of need and impact assessment, if any, for the projects undertaken by the Company.
3. To approve specific projects, either new or ongoing, in pursuance of the Areas of Interest outlined in the CSR Policy, for inclusion in the annual action plan or for contributing to specific funds/ agencies as specified in Schedule VII of the Act;
4. To recommend to the Board, the amount of expenditure to be incurred on the CSR activities in a financial year and the amount to be transferred in case of ongoing projects and unspent amounts;
5. To review the progress of CSR initiatives undertaken by the Company;

6. To monitor the CSR Policy of the Company from time to time and institute a transparent monitoring mechanism for implementation of the projects undertaken;
7. To review and recommend to the Board, the Annual Report on CSR activities to be included in Board's Report;
8. To review and recommend to the Board, the impact assessment report as may be obtained by the Company from time to time;
9. To undertake such activities and carry out such functions as may be provided under Section 135 of the Act and the Rules framed thereunder, as well as amendments thereto from time to time; and
10. To carry out such additional functions as may be provided under applicable statutory /regulatory requirements and/or as may be entrusted to it by the Board from time to time.

F. Information Technology Strategy Committee ('ITSC')

The ITSC is constituted in compliance with the Master Direction - Information Technology Framework for the NBFC Sector.

I. Meetings of the ITSC

During the financial year 2024-25, ITSC met four times i.e. on May 3, 2024, July 24, 2024, October 22, 2024 and January 24, 2025.

II. Composition of the ITSC as at March 31, 2025 and attendance at the meetings held during the financial year 2024-25

Name of the Member	Designation in the Committee	Category	Member of the Committee since	No. of Meetings held	
				Entitled to attend	Attended
Mr. Kunal Bahl	Chairman	Independent Director	March 20, 2024	4	4
Mr. Gautam Doshi	Member	Independent Director	October 7, 2021	4	4
Mr. Jairam Sridharan	Member	Executive Director	October 7, 2021	4	4

III. Terms of Reference

The broad terms of reference of the ITSC *inter alia* includes the following:

1. approve Information Technology ('IT') strategy and policy documents and ensuring that the management has put an effective strategic planning process in place;
2. ascertaining that management has implemented processes and practices that ensure that the IT delivers value to the business;
3. ensuring IT investments represent a balance of risks and benefits and that budgets are acceptable;
4. monitoring the method that management uses to determine the IT resources needed to achieve strategic goals and provide high-level direction for sourcing and use of IT resources;
5. ensuring proper balance of IT investments for sustaining NBFC's growth and becoming aware about exposure towards IT risks and controls;
6. instituting an effective governance mechanism and risk management processes for all outsourced IT operations;
7. undertake any other responsibility as laid down by RBI from time to time;
8. reviewing and approving the comprehensive risk assessment of their IT systems, the adequacy and effectiveness of the Business Continuity Planning and Disaster Recovery Management at least on an annual basis;
9. to work in partnership with other Board Committees and Senior Management to provide input to them;
10. ensure that processes are put in place for assessing and managing IT and cybersecurity risks; and
11. undertake such other functions as may be entrusted to it by the Board or prescribed under applicable statutory / regulatory requirements from time to time;

The IT Strategy Committee shall have such powers and functions as prescribed by the National Housing Bank or under any other applicable laws or regulatory provisions that may be in force or modified/ implemented from time to time.

G. Asset Liability Management Committee ('ALCO')

The constitution of ALCO is in compliance with the requirements of the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023.

I. Meetings of the ALCO

During the financial year 2024-25, ALCO met five times i.e. on May 3, 2024, July 30, 2024, November 25, 2024, December 20, 2024 and March 26, 2025.

II. Composition of the ALCO as at March 31, 2025

Name of the Member	Designation in the Committee	Category
Mr. Jairam Sridharan	Chairman	Executive Director
Mr. Vikash Singhla	Member	-
Mr. Sanjay Jain	Member	-
Mr. Anand Chaturvedi	Member	-
Ms. Shilpi Saxena*	Member	-

**Ms. Shilpi Saxena ceased to be member w.e.f. July 31, 2024.*

III. **Terms of Reference**

The broad terms of reference of ALCO inter alia, includes monitoring and implementing the Asset Liability Management Policy of the Company and to provide a comprehensive and dynamic framework for measuring, monitoring, accepting and managing the interest rate and liquidity risk and carry out such other functions as mentioned or prescribed under applicable statutory / regulatory requirements from time to time.

H. Special Committee of Board for monitoring and follow-up of cases of frauds Committee ('SCBMF'):

The SCBMF Committee is constituted in compliance with the requirements of the Master Directions on Fraud Risk Management in Non-Banking Financial Companies (NBFCs) (including Housing Finance Companies).

I. **Meetings of the SCBMF**

During the financial year 2024-25, SCBMF met once i.e. on January 24, 2025.

II. **Composition of the SCBMF as at March 31, 2025**

Name of the Member	Designation in the Committee	Category	Member of the Committee since	No. of Meetings held	
				Entitled to attend	Attended
Mr. Gautam Doshi	Chairman	Independent Director	August 13, 2024	1	1
Mr. Suhail Nathani	Member	Independent Director	August 13, 2024	1	1
Mr. Jairam Sridharan	Member	Executive Director	August 13, 2024	1	1

III. **Terms of Reference**

The broad terms of reference of the SCBMF *inter alia* includes the following:

1. To oversee the effectiveness of fraud risk management in the Company;
2. To review and monitor incidents that have been classified as fraud as well as Company's action and response including but not limited to, categories/trends of frauds, industry/sectoral/ geographical concentration of frauds, delay in detection/ classification of frauds and delay in examination/conclusion of staff accountability, etc.; and
3. Ensure that Company complies with the principles of Natural Justice in classifying various incidents as frauds post the RBI directions in this relation on July 15, 2024.

4. REMUNERATION OF DIRECTORS

A. Remuneration to Executive Director

Remuneration payable to the Executive Director is recommended by the NRC, approved by the Board and is subject to the overall limits approved by the shareholders.

Details of remuneration paid to the Executive Director as approved by the Board for the year ended March 31, 2025 is given below:

(Rs. in lakhs)

Name of Director	Total
Mr. Jairam Sridharan – Managing Director	2,706.37

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and performance linked incentive (variable component) including ESOPs to Executive Director. The variable component of remuneration (Performance Linked Incentive) for Executive Director is determined on the basis of several criteria including his individual performance as measured by achievement of his respective key result areas, strategic initiatives taken and being implemented, their respective roles in the organization, fulfilment of their responsibilities and performance of the Company. This is in accordance with the Company's Remuneration Policy.

Detailed remuneration forms part of the annual return for the financial year 2024-25, which is available on the website of the Company.

B. Sitting fees paid to Non-Executive Directors

Details of sitting fees paid to the Non-Executive Directors for the financial year 2024-25 are given below, which are within the limits prescribed under the Act:

(Rs. in lakhs)

Name of Directors	Sitting Fees
Mr. Gautam Doshi	10.5
Mr. Suhail Nathani	10
Mr. Puneet Dalmia	5.5
Mr. Kunal Bahl	5

Notes for Directors' Remuneration:

a. *Mr. Ajay Piramal, Dr. Swati Piramal, Mr. Anand Piramal, Non-Executive Directors, do not receive any sitting fees or any other remuneration.*

b. *The terms of appointment of Mr. Jairam Sridharan, Managing Director, as approved by shareholders, contains payment of basic salary, perquisites and allowances, and performance linked incentive in addition to total fixed pay.*

c. *During the year ended March 31, 2025, no loans/advances were given to any of its Directors, their relatives or any firms/companies in which they are interested.*

d. *Except as mentioned in Note No. 43 of the standalone financial statements, which forms part of this Annual Report, there was no pecuniary relationship or transactions with Non – Executive Directors vis-à-vis the Company other than sitting fees, if any, that is paid to the Non – Executive Directors.*

e. *During the financial year ended March 31, 2025, Non-Executive, Independent Directors were paid sitting fees of Rs. 50,000 for attending each meeting of the Board and of all the Committees.*

f. *No commission was paid to any Director during the financial year.*

5. **GENERAL BODY MEETINGS**

A. Details of the AGMs held during the preceding 3 years and Special Resolution(s) passed thereat

AGM	Date	Time	Venue	Details of Special Resolution(s) passed
40th AGM	July 8, 2024	5:45 p.m.	10th Floor, Piramal Tower, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400013	• Re-appointment of Mr. Jairam Sridharan (DIN: 05165390) as Managing Director of the Company • Issue of Non-Convertible Debentures on Private Placement Basis • Conversion of loan into equity or other capital of the Company in case of Event of Default
39th AGM	July 28, 2023	5.30 p.m.	10th Floor, Piramal Tower, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400013	• Issue of Non-Convertible Debentures on Private Placement Basis • Amendment of Articles of Association of the Company • Payment of Commission to Non-Executive Directors of the Company
38th AGM	August 13, 2022	11.00 a.m.	601, 6th Floor, Amiti Building, Agastya Corporate Park, Kamani Junction, Opp. Fire Station, LBS Marg, Kurla (W), Mumbai 400070	Issue of Non-Convertible Debentures on Private Placement Basis

B. Details of the Extra Ordinary General Meetings ('EOGM') held during the year and Special Resolution(s) passed thereat

EOGM	Date	Time	Venue	Details of Special Resolution(s) passed
1/2024-25	April 18, 2024	2.00 p.m.	10th Floor, Piramal Tower, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400013	Appointment of Mr. Kunal Bahl (DIN: 01761033) as an Independent Director of the Company
2/2024-25	March 12, 2025	10:00 a.m.	10th Floor, Piramal Tower, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400013	• Change in Name of the Company to Piramal Finance Limited and consequent alteration to the Memorandum and Articles of Association of the Company; • Adoption of new set of Objects Clause and consequent alteration to the Memorandum of Association of the Company

C. Postal Ballot

During the financial year ended March 31, 2025, no resolution was passed through Postal Ballot. As on date of this report, there are no resolution proposed to be passed through Postal Ballot.

6. **DISCLOSURES**

A. Related Party Transactions

a) All transactions entered into with Related Parties in terms of provisions under the Act and Regulation 23 and 62K of the SEBI Listing Regulations during the financial year 2024-25 were undertaken in compliance with the aforesaid regulatory provisions;

b) There were no materially significant transactions with related parties during the financial year 2024-25, which were in conflict with the interest of the Company;

c) Suitable disclosures as required by the Indian Accounting Standards (IND AS 24) have been made in Note No. 43 of the standalone financial statements, which forms part of this Annual Report;

d) The 'Policy for Related Party Transactions' is available on the website of the Company at https://www.piramalfinance.com/stakeholders/policies; and

e) The register of contracts/statement of related party transactions is placed before the Board/Audit Committee regularly.

B. Details of non-compliance, penalties, strictures imposed by the Stock Exchange(s) or SEBI or any statutory authority on any matter related to capital markets during the last 3 years

During the financial year 2023-24, the Company received a notice from National Stock Exchange of India Limited, levying a fine of Rs. 10,000 for non-compliance of Regulation 60(1) of the SEBI Listing Regulations, for one day delay in the intimation of the record date. The Company has duly paid the fine.

No other penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter relating to capital markets during the last 3 years.

C. Details of non-compliance with the requirements of the Companies Act, 2013:

There was no default in compliance with the requirements of the Companies Act, 2013, including with respect to compliance with accounting and secretarial standards.

D. Listing Fees

Listing fees for financial year 2024-25 has been paid to the Stock Exchanges on which the debt securities of the Company are listed.

E. Vigil Mechanism/Whistle Blower Policy for Directors and employees

The Company has established a Vigil Mechanism, which includes a Whistle-Blower Policy, for its Directors, employees to provide a framework to facilitate responsible and secure reporting of concerns of unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics.

The Audit Committee is apprised on the vigil mechanism on a periodic basis. Also, an update on the whistle blower complaints is placed before the Audit Committee on quarterly basis.

The details of establishment of Vigil Mechanism/Whistle-Blower Policy are posted on the website of the Company and can be accessed at https://www.piramalfinance.com/stakeholders/policies.

F. Compliance with mandatory/non-mandatory requirements

a. The Company has complied with all the applicable mandatory requirements of the SEBI Listing Regulations for the financial year 2024-25.

b. During the year under review, there is no audit qualification in your Company's financial statements. The Company continues to adopt best practices to ensure regime of financial statements with unmodified audit opinion.

G. Details of total fees paid to Statutory Auditors

The details of fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Joint Statutory Auditors of the Company, and all entities in the network firm/network entity of which the Joint Statutory Auditor are a part, for the financial year 2024-25, are as follows:

(Rs. in lakhs)

Particulars	Singhi & Co.	T R Chadha & Co LLP	Total
Service as statutory auditor	163	163	326
Tax audit fees	-	9	9
Certification and other services	7	56	63
Re-imbursement of expenses	1	18	19
TOTAL	**171**	**246**	**417**

H. Disclosures under the Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The details of number of complaints filed and disposed-off during the year and pending as on March 31, 2025 are given in the Board's Report.

I. Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of the SEBI Listing Regulations

Not applicable.

7. MEANS OF COMMUNICATION

The Company recognizes the importance of two-way communication with stakeholders and of giving a balanced reporting of results and progress and responds to questions and issues raised in a timely and consistent manner. Stakeholders seeking information may contact the Company directly throughout the year. They also have an opportunity to ask questions at the AGM. Some of the modes of communication are mentioned below:

A. Financial Results

The Company's quarterly/half-yearly/annual financial results are filed with the Stock Exchanges and are generally published in Business Standard (all editions) (English), within forty-eight hours of the conclusion of the Board Meeting. They are also displayed on the Company's website https://www.piramalfinance.com/stakeholders/financial-reports.

B. Website

The Company's website https://www.piramalfinance.com/ contains a separate dedicated section for Investors, where all information and relevant policies to be provided under applicable regulatory requirements, are available in a user friendly form.

C. Annual Report

The Annual Report containing *inter-alia* the Audited Standalone and Consolidated Financial Statements, Board's Report, Auditors' Report, Corporate Governance Report and other important information is circulated to Members and others entitled thereto. The Management Discussion and Analysis Report forms part of the Annual Report. The Annual Report is also available on the website of the Company.

D. Designated exclusive Email ID

The Company has designated the Email ID viz. corporate.secretarial@piramal.com exclusively for investor servicing.

E. SEBI Complaints Redress System ('SCORES')

A centralised web-based complaints redressal system, which serves as a centralised database of all complaints received, enables uploading of Action Taken Reports by the Company, and facilitates online filing of the complaint by the investors and subsequently viewing of actions taken on the complaint and its current status.

F. Online Dispute Resolution Mechanism

SEBI has facilitated online resolution for investors to resolve their grievances by way of Online Dispute Resolution ('ODR') through a common ODR portal. Post exhausting the option to resolve their grievance with the Company/its RTA directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at https://smartodr.in/login and the same can also be accessed through the Company's website.

G. NSE Electronic Application Processing System ('NEAPS') and BSE Corporate Compliance & Listing Centre ('BSE Listing Centre')

NEAPS and BSE Listing Centre are web-based application systems for enabling corporates to undertake electronic filing of various periodic compliances, *inter alia*, corporate governance report, results, etc. Various compliances as required/prescribed under the SEBI Listing Regulations are filed through these systems.

8. GENERAL INFORMATION FOR SHAREHOLDERS

A. Company Registration Details

The Company is registered with the Registrar of Companies, Mumbai, Maharashtra. The Corporate Identification Number allotted to the Company by the Ministry of Corporate Affairs ('MCA') is U64910MH1984PLC032639.

B. 41st Annual General Meeting

Day and Date	Monday, July 7, 2025
Time	11:30 a.m.
Venue	10th Floor, Piramal Tower, Peninsula Corporate Park, G. K. Marg, Lower Parel, Mumbai - 400013

C. Financial Calendar

The financial year of the Company starts on April 1 and ends on March 31 of next year.

D. Book Closure Period and Dividend Payment Date

During the year under review, the Board had not declared any dividend therefore, there was no requirement of Book Closure.

E. Listing on Stock Exchanges

a. Equity Shares

The equity shares are not listed on any stock exchanges.

b. Non-Convertible Debentures, Bonds and Commercial Papers

The Non-Convertible Debentures ('NCDs') of the Company comprise Secured, Rated, Redeemable, Listed NCDs issued by the Company through private placement and public issuances. The NCDs are listed on the Wholesale Debt Market Segment (WDM) of National Stock Exchange of India Limited and BSE Limited.

During the financial year 2024-25, the Company issued US dollar denominated bonds which are listed on India International Exchange (IFSC) Limited (India INX).

The Commercial Papers are listed on the Debt Market Segment of NSE.

F. Annual Custody fee to Depositories

Annual Custody/Issuer Fees for the financial year 2024-25 have been paid to National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL').

G. Share Transfer System

In terms of Regulation 61(4) read with Regulation 40(1) of SEBI Listing Regulations, securities can be transferred only in dematerialized form. All requests for transfer and/or dematerialisation of securities held in physical form, should be lodged with the office of the Company's RTA for dematerialisation.

H. Distribution of Shareholding by size and shareholding pattern as on March 31, 2025

The Company is a wholly owned subsidiary of PEL which holds 24,96,46,91,751 equity shares of the Company, along with its nominees.

I. Dematerialisation of shares

As on March 31, 2025, 24,96,46,91,751 equity shares (100% of the total number of shares) are in dematerialized form.

J. Outstanding GDRs/ADRs/Warrants or any Convertible instruments conversion date and likely impact on Equity

The Company has not issued any GDRs/ADRs/Warrants or any Convertible instruments during the financial year under review and the Company has no outstanding GDRs/ADRs/Warrants or any Convertible instruments.

K. Commodity Price Risk or Foreign Exchange Risk and Hedging Activities

The Company is exposed to Currency Risk arising from its trade exposures and Capital receipt/payments denominated, in other than the Functional Currency. The Company has a detailed policy which includes setting of the recognition parameters, and the boundaries within which the treasury has to perform the hedging activities. It also lays down the checks and controls to ensure the continuing success of the treasury function.

The Company has defined strategies for addressing the risks for each category of exposures (e.g., for exports, for imports, for loans, etc.). The centralised treasury function aggregates the foreign exchange exposure and takes prudent measures to hedge the exposure based on prevalent macro-economic conditions.

The Company is also exposed to interest rate risks, on foreign currency loans, which are based on floating rate pegged to external benchmarks and the centralised treasury function hedges the same basis its view on interest rate movement.

The Company's senior management ensures that financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

L. Credit Ratings for Debt Instruments

The Credit Ratings of the Company as on March 31, 2025 are given below:

Type of Instruments	Credit Rating		
	ICRA	CARE	CRISIL
Non-Convertible Debentures / Long Term Bank Facilities / Retail NCD	ICRA AA (Stable)	CARE AA (Stable)	-
Market Linked Debentures	PP-MLD ICRA AA (Stable)	CARE PP-MLD AA (Stable)	-
Subordinated Bonds (Tier II)	ICRA AA (Stable)	CARE AA (Stable)	-
Commercial Papers	-	CARE A1+	CRISIL A1+
Fund Based Short Term (Inter Corporate Deposit)	-	CARE A1+	-

Further, for the Secured Euro Medium Term Note Programme, the Company has obtained ratings of Ba3 (Stable) and BB- (Stable) from Moody's Ratings and S&P Global Ratings, respectively.

M. Plant Locations

As the Company is engaged in the business of housing finance/financial services, there is no plant location.

N. Transfer of Unpaid / Unclaimed Dividend and Shares to Investor Education and Protection Fund

Pursuant to the provisions of Sections 124, 125 and other applicable provisions, if any, of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (hereinafter referred to as 'IEPF Rules'), the amount of dividend remaining unpaid/unclaimed for a period of seven years from the date of transfer to the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund ('the IEPF').

During the financial year under review the following unclaimed dividend amounts were transferred to the IEPF Account as per details given below:

Financial Year	Total Amount (Rs. in lakhs)	Date of Transfer to IEPF
2016-2017 (Final Dividend)	18.03	October 10, 2024
2017-2018 (Interim Dividend)	22.26	January 24, 2025

9. **Subsidiary Companies**

The subsidiaries of the Company function independently, with an adequately empowered Board of Directors.

Policy for Material Subsidiaries

A Policy for determining Material Subsidiaries has been formulated in compliance with the requirements of Regulation 16 of the SEBI Listing Regulations. This Policy has been uploaded on the website of the Company and can be accessed at https://www.piramalfinance.com/stakeholders/policies.

10. **Code of Conduct**

The Board has laid down a Code of Conduct and Ethics for the Board Members and Senior Management Personnel of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for financial year 2024-25. Requisite declaration signed by Mr. Jairam Sridharan to this effect is given below:

"I hereby confirm that the Company has obtained from all the Members of the Board and Senior Management Personnel, affirmation that they have complied with the Code of Conduct and Ethics for Directors and Senior Management of the Company in respect of the financial year 2024-25."

Mr. Jairam Sridharan
Managing Director

Mumbai
May 6, 2025

The aforementioned Code is available on the Company's website and can be accessed at https://www.piramalfinance.com/stakeholders/policies

11. **Code for Prevention of Insider Trading**

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

12. **Certificate on Corporate Governance**

The certificate issued by M/s. N. L. Bhatia & Associates, Practising Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under SEBI Listing Regulations, is attached to the Board's Report forming part of the Annual Report.

13. **Contact details at a glance**

Company's address for correspondence 601, 6th Floor, Amiti Building, Agastya Corporate Park, Kamani Junction, Opp. Fire Station, LBS Marg, Kurla(W) Mumbai 400 070 Tel. No.: +91-22-6981 1200 Fax No.: +91-22-6835 9780 E-mail ID: corporate.secretarial@piramal.com	**MUFG Intime India Private Limited** (Formerly known as Link Intime India Private Limited) (Registrar & Share Transfer Agents – Equity Shares/Debentures) **Unit: Piramal Finance Limited** (Formerly known as Piramal Capital & Housing Finance Limited) C - 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400 083. Tel: +91-22-49186000/4918 6270 Fax: +91-22-4918 6060 E-mail ID: rnt.helpdesk@in.mpms.mufg.com
Debenture Trustees Details	
IDBI Trusteeship Services Limited Universal Insurance Building, Ground Floor, Sir P.M. Road, Fort, Mumbai – 400001 Fax: 022 – 66311776 Tel: +91-22-4080 7015	**Catalyst Trusteeship Limited** 901, 9th Floor, Tower B, Peninsula Business Park, Senapati Bapat Marg, Mumbai 400 013. Fax: 022 – 4922 0505 Tel: +91-22-4922 0555

Independent Auditors' Report

To the Members of Piramal Finance Limited

(formerly known as Piramal Capital & Housing Finance Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of **Piramal Finance Limited** (formerly known as Piramal Capital & Housing Finance 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 Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, the relevant circulars, guidelines and directions issued by the Reserve Bank of India (RBI) from time to time ('RBI Guidelines') and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

4. We draw attention to Note 42B to the accompanying standalone financial statements which states that the Company has disclosed Rs. 216,957 lakhs as fair value adjustment under 'Other non-financial liabilities' in line with the presentation prescribed in the National Company Law Tribunal ('NCLT') order dated 7 June 2021 in respect of assets and liabilities acquired by the Company through the Corporate Insolvency Resolution Process of Dewan Housing Finance Corporation Limited ('DHFL'), which is different from the presentation requirements of Ind AS 32, Financial Instruments Presentation, that requires such fair value adjustments to be netted off with the gross book value of corresponding assets.

5. We draw attention to note 53 (a) to the accompanying standalone financial statements, which describes that the Board of Directors has approved conversion of the Company from a Housing Finance Company (HFC) to Non-Banking Financial Company– Investment and Credit Company (NBFC-ICC) in its meeting held on 8 May 2024.

   The Company received its Certificate of Registration (CoR) as a Non-Banking Financial Company - Investment and Credit Company (NBFC-ICC) from the Reserve Bank of India (RBI) on April 4, 2025. On the same day, it surrendered its CoR as a Housing Finance Company (HFC) and accordingly Principal Business Criteria (PBC) requirement is no longer required w.e.f. April 04, 2025. Since the Company was classified as HFC as of March 31, 2025, its financial statements have been prepared accordingly, including all disclosures applicable to an HFC. Further, the Company's name has been changed from 'Piramal Capital & Housing Finance Limited' to 'Piramal Finance Limited', effective March 22, 2025.

   Our opinion is not modified in respect of these matter.

Key Audit Matters

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

7. We have determined the matters described below to be the Key Audit Matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Expected Credit Loss allowance on financial assets *Refer note 2.(iv) for material accounting policy and note 47.4 for financial disclosures in the accompanying financial statements* As at 31 March 2025, the Company has reported gross loan assets of Rs. 62,32,970 lakhs against which an impairment loss allowance of Rs. 4,98,457 lakhs has been recognised based on the Expected Credit Loss ("ECL") approach as laid down under 'Ind AS 109 – Financial Instruments' (Ind AS 109). The estimation of ECL on financial assets is complex and involves significant management judgement and estimates, including the following: ▪ Models used to estimate ECL are inherently judgmental with high estimation uncertainty which involves determining Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD). ▪ Completeness and accuracy of the data from internal and external sources used in the models.	Our audit focused on assessing the appropriateness of the models used including management's judgment and estimates used in the expected credit loss assessment through procedures that included, but were not limited to, the following: ▪ Considered the Company's accounting policies for expected credit loss of financial assets and assessed compliance of the policies in terms of Ind AS 109. ▪ Understood management's processes, systems and controls implemented in relation to ECL allowance process. Evaluated the design and tested the operating effectiveness of key internal financial controls over such process. ▪ Assessed the governance framework over validation and implementation as per approval from Board of Directors. ▪ Obtained an understanding of the models adopted by the Company including the key inputs and assumptions. Since modelling assumptions and parameters are based on historical as well as external data, we assessed whether the same were relevant and representative of current circumstances.

Key audit matter	How our audit addressed the key audit matter
▪ Ind AS 109 requires the Company to measure ECLs on a forward-looking basis reflecting future economic conditions. Significant management judgement is applied in determining the economic scenario used and probability weights applied to them. ▪ Qualitative adjustments are made by the Management to the results obtained from ECL models to address any identified impairment or emerging trends as well as risks not captured by models. These adjustments are inherently subjective and significant management judgement is involved in estimating these amounts. ▪ In respect of purchased or originated credit impaired financial assets, cumulative changes, at the portfolio level, in lifetime expected credit losses since initial recognition are recognised as a loss allowance. Significant management judgement is applied to assess such changes. The disclosures prescribed under Ind AS 107 and RBI directives is also an area of focus for the management and auditors. Considering the significance of ECL to the overall financial statements and the degree of management's estimates and judgments involved in this matter that requires significant auditor attention, we have considered expected credit loss allowance on financial assets to be a key audit matter.	▪ Assessed the critical assumptions and input data used in the estimation of expected credit loss for specific key credit risk parameters, such as the classification of loan assets into stages as described in the accounting policy, Exposure at default (EAD), probability of default (PD) or loss given default (LGD); ▪ On sample basis tested the completeness and accuracy of the input data used for determining the PD and LGD rates and agreed the data with the underlying books of accounts and records; ▪ Evaluated whether the methodology applied by the Company is compliant with the requirements of the relevant accounting standards and confirmed that the calculations are performed in accordance with the approved methodology, including mathematical accuracy of the workings. ▪ Assessed the appropriateness and adequacy of the related presentation and disclosures made in the accompanying financial statements in accordance with the applicable accounting standards and related RBI circulars and guidelines.
Information Technology (IT) systems and controls impacting financial reporting The IT environment of the Company is complex and involves a number of independent and interdependent IT systems used in the operations of the Company for processing and recording a large volume of transactions. As a result, there is a high degree of reliance and dependency on such IT systems for the financial reporting process of the Company. Appropriate IT general controls and IT application controls are required to ensure that such IT systems are able to process the data as required, completely, accurately, and consistently for reliable financial reporting. We have identified certain key IT systems ('in-scope' IT systems) which have an impact on the financial reporting process and the related control testing as a key audit matter because of the high level of automation, significant number of systems being used by the Company for processing financial transactions, the complexity of the IT architecture and its impact on the financial records and financial reporting process of the Company.	Our audit procedures with respect to this matter included, but were not limited to, the following: In assessing the controls over the IT systems of the Company, we involved our technology specialists to obtain an understanding of the IT environment, IT infrastructure and IT systems. We evaluated and tested relevant IT general controls and IT application controls of the 'in-scope' IT systems identified as relevant for our audit of the standalone financial statements and financial reporting process of the Company. On such "in-scope" IT systems, we have tested key IT general controls with respect to the following domains: a. User access management, which includes user access provisioning, de-provisioning, access review, password management, sensitive access rights and segregation of duties to ensure that privilege access to applications, operating system and databases in the production environment were granted only to authorized personnel. b. Program change management, which includes controls on moving program changes to production environment as per defined procedures and relevant segregation of environment. c. Other areas that were assessed under the IT control environment included backup management, incident management, batch processing and interfaces. We also evaluated the design and tested the operating effectiveness of key IT application controls within key business processes, which included testing automated calculations, automated accounting procedures, system interfaces, system reconciliation controls and key system generated reports, as applicable. Where control deficiencies were identified, we tested compensating controls or performed alternative audit procedures, where necessary.
Recoverability of Deferred Tax Assets Refer note 2.(xii) for material accounting policy information and note 10 for financial disclosures in the accompanying financial statements. As at 31 March 2025, the Company has recognised deferred tax assets of Rs. 2,53,245 lakhs on unadjusted tax losses and tax credits. The deferred tax assets have been recognised on the basis of the Company's assessment of availability of sufficient future taxable profits to utilise such unadjusted tax losses and tax credits within the time period allowed under the Income Tax Act, 1961, which is based on forecast of business projections. Such financial projections are inherently subjective and depend on various factors including future market and economic conditions, which involve significant management judgement and estimation. Any change in aforesaid assumptions could have a material impact on the carrying value of the deferred tax assets. Owing to the materiality of the balances, complexities and significant estimates and judgements involved as described above, we have considered recoverability of deferred tax assets to be a key audit matter The above matter is also considered to be fundamental to the understanding of the users of the financial statements.	Our audit on recoverability of deferred tax assets included, but was not limited to, the following procedures: ▪ Obtained an understanding of the management's process and evaluated the design and tested the operating effectiveness of internal controls with respect to recognition and assessment of recoverability of the deferred tax assets; ▪ Evaluated the appropriateness of the accounting policy adopted by the Company in respect of recognition of deferred tax assets in accordance with Ind AS 12, Income Tax; ▪ Assessed the reasonableness of the period of projections used in the deferred tax asset recoverability assessment in accordance with the time period allowed under the applicable tax laws with respect to utilisation of the said tax losses against future taxable profits; ▪ Obtained the business projections of future taxable profits estimated by the management and critically reviewed the key assumptions used therein, including future growth rates and relevant economic and industry estimates, based on our understanding of the business and market factors; ▪ Traced the financial projections to approved business plans and assessed efficacy of management's process for financial projections basis past business performance; ▪ Tested the arithmetical accuracy of the computation of future taxable profits including assessed the impact of estimation uncertainty basis the sensitivity analysis performed by the management on the projections; and ▪ Assessed the appropriateness and adequacy of the disclosures included in the accompanying financial statements in accordance with the applicable accounting standards.

Information other than the Financial Statements and Auditors' Report thereon

8. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

9. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules,2015, the relevant circulars, guidelines and directions issued by Reserve Bank of India (RBI) from time to time ('RBI Guidelines') and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

10. In preparing the financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibilities for the Audit of the Standalone Financial Statements

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

13. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act 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 Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements 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 Board of Directors' 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 auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern; and

    - 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.

14. 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.

15. 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.

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

Other Matter

17. The Standalone Financial Statement includes the audited financial statement of the Company for the year ended 31 March 2024 which were audited by one of the current joint auditors (T R Chadha & Co LLP) along with an erstwhile joint auditor (Walker Chandiok & Co. LLP) whose reports dated 08 May 2024 expressed an unmodified opinion on those financial statement. The said audit report has been furnished to Singhi & Co. and has been relied upon by them for the purpose of audit of the Financial Statement.

    Our Opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

18. As required by section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

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

20. Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;

    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 standalone financial statements dealt with by this report are in agreement with the books of account;

    d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act read with (Companies Accounting Standards) Rules 2015, the relevant circulars, guidelines and directions issued by the Reserve bank of India (RBI) from time to time ('RBI guidelines') except to the extent, as mentioned in note 42B, effect given in accordance with the accounting treatment prescribed in resolution plan approved by the National Company Law Tribunal vide their order dated 7 June 2021 as is more fully described in the said note;

    e) On the basis of the written representations received from the directors and 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;

    f) The remark relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 21(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

    g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2025 and the operating effectiveness of such controls, refer to our separate report in Annexure B wherein we have expressed an unmodified opinion; and

    h) With respect to the other matters to be included in the Auditors' Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

        i. The Company, as detailed in note 39(a) to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2025;

        ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

        iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2025;

        iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 56 (vii) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the 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 ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

            b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 56 (viii) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the 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; and

c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The Company has not declared or paid any dividend during the year ended 31 March 2025.

vi. Based on our examination which included test checks, except for instances mentioned below, the Company, in respect of financial year ended 31 March 2025, have used accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, other than the consequential impact of the exception given below:

Pursuant to the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, which came into effect from April 1, 2024, and in accordance with the requirements of Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, we report that, based on our audit procedures and the information and explanations provided to us, the Company has duly maintained and preserved the audit trail, as per the applicable statutory requirements for record retention other than the consequential impact of the exception given below:

Nature of exception noted	Details of Exception
Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software and audit trail retention not being maintained.	The audit trail feature was not enabled at the database level for two accounting software to log any direct data changes, used for maintenance of all accounting records by the Company. Additionally, the audit trail feature in respect of one software at database/application and audit trail feature in respect of 1 software at database level was enabled w.e.f. May 2024.
Instances of accounting software maintained by a third party where we are unable to comment on the audit trail feature	The accounting software used for maintenance of customer documentation of the Company is operated by a third-party service provider. In the absence of an 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design, and Operating Effectiveness' (Type 2 report) for the period April 2024 to March 2025, we are unable to comment on whether the audit trail feature within the software was enabled and operational during the said period.

For **T R Chadha & Co LLP**
Chartered Accountants
Firm's Registration No: 006711N/N500028

Hitesh Garg
Partner
Membership No:502955
UDIN: 25502955BMLWNL8735

Place: Mumbai
Date: May 06, 2025

For **Singhi & Co**
Chartered Accountants
Firm's Registration No: 302049E

Ravi Kapoor
Partner
Membership No:040404
UDIN: 25040404BMLAOZ8566

Place: Mumbai
Date: May 06, 2025

Annexure A referred to in paragraph 19 of the Independent Auditors' Report of even date to the members of Piramal Finance Limited (formerly known as Piramal Capital and Housing Finance Limited) on the standalone financial statements for the year ended 31 March 2025

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The property, plant and equipment and right-of-use assets, have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification programme adopted by the Company, is reasonable having regard to the size of the Company and the nature of its assets.

(c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in Note 12 to the standalone financial statements, are held in the name of the Company.

(d) The Company has not revalued its property, plant and equipment including right-of-use assets during the year.

(e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.

(ii) (a) The Company does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) As disclosed in Note 15 to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of Rs. 5 crores by banks and financial institutions based on the security of current assets. The quarterly statements, in respect of the working capital limits have been filed by the Company with such banks and financial institutions and such statements are in agreement with the books of account of the Company for the respective periods, which were subject to audit/review.

(iii) (a) The Company is a Housing Finance Company and its principal business is to give loans. Accordingly, reporting under clause 3(iii)(a) of the Order is not applicable to the Company.

(b) In our opinion, and according to the information and explanations given to us, the investments made, guarantees provided, security given and terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are, prima facie, not prejudicial to the interest of the Company.

(c) The Company is a Housing Finance Company ('HFC'), registered under provisions of the National Housing Bank Act, 1987 and rules made thereunder and is regulated by various regulations, circulars and norms issued by the Reserve Bank of India including Master Circular – Prudential norms on Income Recognition, Asset Classification and Provisioning pertaining to Advances. In respect of loans and advances in the nature of loans granted by the Company, we report that the schedule of repayment of principal and payment of interest has been stipulated and the repayments/receipts of principal and interest are regular except for instances as below:

Particulars – Days past due	Total amount due (INR in Lakhs)	No. of Cases
1-29 days	3,486	64,699
30-59 days	4,226	32,196
60-89 days	6,875	18,630
90 or more days	22,126	62,811
Purchased or Originated Credit Impaired	78,891	11,646
Total	**1,15,602**	**1,89,982**

Above figures are net of Fair Value adjustments on account of business combination (refer note no. 42B to the financial statements). Further, the above table does not include loans which are classified as fair value through profit or loss.

(d) According to the information and explanations given to us, the total amount which is overdue for 90 days or more in respect of loans and advances in the nature of loans given in the course of the business operations of the Company aggregates to Rs. 22,126 lakhs as at 31 March 2025 in respect of 62,811 number of loans. Further, reasonable steps as per the policies and procedures of the Company have been taken for recovery of such principal and interest amounts overdue.

(e) The Company is a Housing Finance Company and its principal business is to give loans. Accordingly, reporting under 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, which are repayable on demand or without specifying any terms or period of repayment.

(iv) The Company is a Housing Finance Company and engaged in the business of financing. Accordingly, the provision of Section 185 is not applicable to the Company. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of sections 186(1) of the Act in respect of loans and investments made. The other provisions of Section 186 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 or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/ services / business activities. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

(vii) (a) In our opinion, and according to the information and explanations given to us, the Company is regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

Name of the statute	Nature of dues	Gross Amount (Rs. In Lakhs)	Amount paid under Protest (Rs. In Lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
The Income Tax Act, 1961	Income tax	2,723	-	AY 2017-18	Assessing Officer	
	Income tax	6,218	-	AY 2018-19	Assessing Officer	
	Income tax	5,627	-	AY 2022-23	Assessing Officer	
	Income tax	46,632	-	AY 2022-23	Bombay High Court	
Goods and Service Tax Act, 2017	GST– Maharashtra	59	-	FY 2017-18, 2019-20	Appeal filed before CIT(A)	
	GST– Chandigarh	3,026	-	FY 2017-18	Punjab & Haryana High Court	
	GST – Assam	8	-	FY 2017-18	Appeal filed before CIT(A)	
	GST– Puducherry	19	-	FY 2018-19	Appeal filed before CIT(A)	
	GST– Maharashtra	3,684	-	FY 2013-14 to June 2017	Bombay High Court	
	GST - Gujarat	94	-	FY 2017-18 and FY 2018-19	Appeal filed before CIT(A)	
	GST - Delhi	10	-	FY 2018-19, 2019-20 and 2020-21	Appeal filed before CIT(A)	
	GST- Tamil Nadu	1,521	-	FY 2019-20, 2020-21 and 2021-22	Appeal filed before CIT(A)	
	GST- Telangana	9	-	FY 2018-19	Appeal filed before CIT(A)	
	GST –Punjab	3	-	FY 2019 - 20	Appeal filed before CIT(A)	
	GST– Rajasthan	125	-	FY 2019 - 20	Appeal filed before CIT(A)	
	GST- Jharkhand	0.2	-	FY 2020 - 21	Rectification filed	

(viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.

(ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained, though idle/surplus funds which were not required for immediate utilisation have been invested in readily realisable liquid investments.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associate or joint venture.

(f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint venture or associate companies.

(x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has made rights issue of equity shares as a part of private placement. In regards to these issues, the requirements of 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. Further, other than as stated in this paragraph, in our opinion and according to the information, explanations and representation given to us, during the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible).

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the

Company or no material fraud on the Company has been noticed or reported during the period covered by our audit except 25 cases of loans fraud aggregating to Rs 363 lakhs as mentioned in note 62.7 to the accompanying standalone financial statements.

(b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the 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 for the period covered by our audit.

(c) According to the information and explanations given to us, the Company has received whistle blower complaints during the year, which have been considered by us while determining the nature, timing and extent of audit procedures.

(xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with section 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements etc., as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

(xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system which is commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.

(b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.

(xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is a Housing Finance Company having a valid Certificate of Registration under Section 29A of the NHB Act, 1987 and is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 in terms of exemption granted under Master Direction – Exemptions from the provisions of RBI Act, 1934 dated 25 August 2016 (as amended). Accordingly, reporting under clauses 3(xvi)(a) and (b) of the Order are not applicable to the Company. Also refer Note 53 (a) to the standalone financial statements.

(b) According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(c) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) has only one CIC as part of the Group.

(xvii) The Company has incurred cash losses amounting to Rs. 42,908 lakhs in the current financial year and amounting to Rs. 85,940 Lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the standalone financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) According to the information and explanations given to us, the Company does not have any unspent amounts towards Corporate Social Responsibility in respect of any ongoing or other than ongoing project as at the end of the financial year. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **T R Chadha & Co LLP**
Chartered Accountants
Firm's Registration No: 006711N/N500028

Hitesh Garg
Partner
Membership No:502955

UDIN: 25502955BMLWNL8735

Place: Mumbai
Date: May 06, 2025

For **Singhi & Co**
Chartered Accountants
Firm's Registration No: 302049E

Ravi Kapoor
Partner
Membership No:040404

UDIN: 25040404BMLAOZ8566

Place: Mumbai
Date: May 06, 2025

Annexure B

Independent Auditors' Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of Piramal Finance Limited (formerly known as Piramal Capital & Housing Finance Limited) ('the Company') as at and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements 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 ('the Guidance Note') 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 the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility for the Audit of the Internal Financial Controls with Reference to Standalone Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

5. 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 with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **T R Chadha & Co LLP**
Chartered Accountants
Firm's Registration No: 006711N/N500028

Hitesh Garg
Partner
Membership No:502955

UDIN: 25502955BMLWNL8735

Place: Mumbai
Date: May 06, 2025

For **Singhi & Co**
Chartered Accountants
Firm's Registration No: 302049E

Ravi Kapoor
Partner
Membership No:040404

UDIN: 25040404BMLAOZ8566

Place: Mumbai
Date: May 06, 2025

Standalone Balance Sheet as at March 31, 2025

(Currency : Rs in lakhs)

	Note	As at March 31, 2025	As at March 31, 2024
ASSETS			
1 Financial assets:			
(a) Cash and cash equivalents	*3*	379,910	193,356
(b) Bank balances other than (a) above	*4*	106,625	98,144
(c) Derivative financial instruments	*48*	3,202	5,398
(d) Receivables			
(i) Other receivables	*5*	4,467	5,365
(e) Loans	*6*	5,874,675	4,842,591
(f) Investments	*7*	808,490	864,748
(g) Other financial assets	*8*	111,749	95,577
2 Non- financial assets:			
(a) Current tax assets (net)	*9*	30,489	51,677
(b) Deferred tax assets (net)	*10*	253,245	252,711
(c) Property, plant and equipment	*12*	21,887	38,806
(d) Right-of-use assets	*12*	35,034	29,600
(e) Intangible assets under development	*12*	93	1,007
(f) Other intangible assets	*12*	19,973	18,857
(g) Other non-financial assets	*11*	46,291	40,129
Total Assets		**7,696,130**	6,537,966
LIABILITIES AND EQUITY			
Liabilities			
1 Financial liabilities:			
(a) Payables			
Trade payables			
(i) Total outstanding dues of micro enterprises and small enterprises	*13*	4,374	2,945
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	*13*	33,014	32,339
(b) Debt securities	*14*	3,305,536	2,871,466
(c) Borrowings (other than debt securities)	*15*	2,284,996	1,577,208
(d) Deposits	*16*	-	45,000
(e) Subordinated debt liabilities	*17*	12,751	12,723
(f) Other financial liabilities	*18*	111,705	130,297
2 Non- financial liabilities:			
(a) Current tax liabilities (net)	*19*	14,784	7,911
(b) Provisions	*20*	6,570	6,118
(c) Other non-financial liabilities	*21*	250,412	3,51,534
3 Equity			
(a) Equity share capital	*22*	2,496,469	2,336,469
(b) Other equity	*23*	(824,481)	(836,044)
Total Liabilities and Equity		**7,696,130**	6,537,966
Material accounting policies	*2*		

The notes referred to above forms an integral part of the financial statements.

As per our report of even date attached.

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

For T R Chadha & Co LLP
Chartered Accountants
Firm's Registration No:
006711N/N500028

For and on behalf of the Board of Directors of
Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)
(CIN - U64910MH1984PLC032639)

Ravi Kapoor
Partner
Membership No: 040404

Hitesh Garg
Partner
Membership No: 502955

Jairam Sridharan
Managing Director
DIN: 05165390

Ajay Piramal
Chairman
DIN: 00028116
New York, USA

Mumbai, May 6, 2025

Vikash Singhla
Chief Financial Officer

Urmila Rao
Company Secretary

Standalone Statement of Profit and Loss For the year ended March 31, 2025

(Currency : Rs in lakhs)

	Note	**For the year ended March 31, 2025**	For the year ended March 31, 2024
Revenue from operations			
Interest income	*24 (i)*	685,449	586,307
Dividend Income	*24 (ii)*	-	-
Rental income		30	98
Fees and commission income	*25*	43,224	56,699
Other operating income	*26*	89,245	23,252
Total Revenue from operations		**817,948**	666,356
Other income	*27*	23,493	4,884
Total Income		**841,441**	671,240
Expenses			
Finance costs	*28*	441,938	363,742
Fees and commission expense	*29*	2,135	1,763
Net loss on fair value changes	*30*	33,319	26,248
Net loss on derecognition of financial instruments under amortised cost category	*31*	225,585	301,619
Impairment allowances/(reversals) on financial instruments	*32*	(117,594)	(66,632)
Employee benefits expenses	*33*	136,887	85,907
Depreciation, amortisation and impairment	*12*	19,295	15,511
Other expenses	*34*	94,631	132,194
Total Expenses		**836,196**	860,352
Profit/(Loss) before exceptional items and tax		**5,245**	(189,112)
Less: Exceptional items			
Regulatory Provision on investments in alternative investment funds	*7*	-	165,768
Profit/(Loss) before tax		**5,245**	(354,880)
Less: Tax Expenses	*35*		
Current tax		-	-
Reversal of tax Expenses – Earlier years		-	(52,932)
Deferred tax		-	(110,813)
		-	(163,745)
Profit/(Loss) for the year		**5,245**	(191,135)
Other comprehensive income			
Items that will not be reclassified to Statement of profit or loss			
Remeasurement of the defined benefit plan		(784)	(562)
Equity Instruments Measured through OCI		8,066	1,247
Income tax relating to items that will not be reclassified to Statement of profit or loss		156	(172)
Items that will be reclassified to Statement of profit or loss			
Remeasurement gain/(loss) on hedge accounting		(2,974)	(289)
Debt Instruments Measured through OCI		1,479	1,706
Income tax relating to items that will be reclassified to Statement of profit or loss		377	(357)
Net other comprehensive income		**6,320**	1,573
Total comprehensive income/(loss) for the year		**11,565**	(189,562)
Earnings per equity share (Basic and Diluted) (Rs.)	*36*	**0.02**	(0.89)
Material accounting policies	*2*		

The notes referred to above forms an integral part of the financial statements.

As per our report of even date attached.

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

For T R Chadha & Co LLP
Chartered Accountants
Firm's Registration No:
006711N/N500028

For and on behalf of the Board of Directors of
Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)
(CIN - U64910MH1984PLC032639)

Ravi Kapoor
Partner
Membership No: 040404

Hitesh Garg
Partner
Membership No: 502955

Jairam Sridharan
Managing Director
DIN: 05165390

Ajay Piramal
Chairman
DIN: 00028116
New York, USA

Mumbai, May 6, 2025

Vikash Singhla
Chief Financial Officer

Urmila Rao
Company Secretary

Standalone Statement of Cash Flow for the year ended March 31, 2025

(Currency : Rs in lakhs)

		For the year ended March 31, 2025	For the year ended March 31, 2024
A.	**Cash flow from operating activities**		
	Profit / (loss) before tax after exceptional items	**5,245**	(354,880)
	Adjustments:		
	Realised gain on sale of treasury investments	(5,910)	(4,780)
	Interest income from fixed deposits	(10,147)	(7,000)
	Realised gain on sale of subsidiaries	(2,052)	-
	Unrealised loss/(gain) on fair valuation of loans and advances / investments	47,435	100,072
	Regulatory provision on AIF	-	165,768
	Gain on pre-termination of lease	(501)	(201)
	Impairment allowances/(reversals) on financial instruments	(117,594)	(66,632)
	Interest cost on lease payment	4,115	3,373
	Finance costs expenses	437,823	360,369
	Finance cost paid	(432,574)	(361,467)
	Net loss on derecognition of financial instruments	225,585	301,619
	Gain on sale of property, plant and equipment	(6,341)	(67)
	Depreciation and amortisation	19,295	15,511
	Cash generated from operations before working capital changes	**164,379**	151,685
	Decrease / (Increase) in loans	(1,239,557)	(962,755)
	Decrease / (Increase) in investments	129,522	188,855
	Decrease / (Increase) in other receivables	898	(4,186)
	Decrease / (Increase) in other financial assets	(16,172)	(11,983)
	Decrease / (Increase) in other non financial assets	(7,638)	(3,744)
	Increase / (Decrease) in trade payables	2,084	6,277
	Increase / (Decrease) in provisions	1,929	1,439
	Increase / (Decrease) in other financial liabilities	(25,141)	(44,380)
	Increase / (Decrease) in other non financial liabilities	(5,891)	22,267
	Cash generated from / (used in) operations	**(995,587)**	(656,525)
	Income taxes refund (net)	28,061	22,351
	Net cash generated from / (used in) operating activities (a)	**(967,526)**	(634,174)
B	**Cash flow from investing activities**		
	Purchase of property, plant and equipment & other intangible assets	(9,796)	(25,808)
	Sale proceeds from property, plant and equipment	23,138	3,127
	Investments in subsidiaries	(150)	(14,585)
	Purchase of treasury investments	(28,787,169)	(7,661,045)
	Sale of treasury investments	28,684,029	77,14,582
	Proceeds from sale of subsidiaries	2,089	-
	Interest received from fixed deposits	10,262	7,000
	Investment in fixed deposits	(586,372)	(122,326)
	Redemption from fixed deposits	577,736	92,289
	Net cash generated from / (used in) investing activities (b)	**(86,233)**	(6,766)

(Currency : Rs in lakhs)

		For the year ended March 31, 2025	For the year ended March 31, 2024
C	**Cash flow from financing activities**		
	Payment of lease liabilities	(10,546)	(7,739)
	Borrowings taken during the year	3,342,673	2,541,500
	Borrowings repaid during the year	(2,251,814)	(2,090,998)
	Issue of equity shares	160,000	200,000
	Net cash generated from / (used in) financing activities (c)	**1,240,313**	642,763
	Net increase/(decrease) in cash and cash equivalents (a+b+c)	**186,554**	1,823
	Cash and cash equivalents as at beginning of the year	**193,356**	191,533
	Cash and cash equivalents as at end of the year	**379,910**	193,356
	Cash and Cash Equivalents Comprise of:		
	Cash on hand *	-	-
	Balances with banks in current accounts	239,818	193,356
	Fixed deposits (with original maturity less than 3 months)	140,092	-
		379,910	193,356

**Amount below 0.50 lakhs has been rounded off.*

The standalone statement of cash flow has been prepared under the 'Indirect Method' set out in Indian Accounting Standard-7, "Statement of cash flow"

The notes referred to above forms an integral part of the financial statements.

As per our report of even date attached.

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

For T R Chadha & Co LLP
Chartered Accountants
Firm's Registration No:
006711N/N500028

For and on behalf of the Board of Directors of
Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)
(CIN - U64910MH1984PLC032639)

Ravi Kapoor
Partner
Membership No: 040404

Hitesh Garg
Partner
Membership No: 502955

Jairam Sridharan
Managing Director
DIN: 05165390

Ajay Piramal
Chairman
DIN: 00028116
New York, USA

Mumbai, May 6, 2025

Vikash Singhla
Chief Financial Officer

Urmila Rao
Company Secretary

Standalone Statement of changes in equity For the year ended March 31, 2025

A. Equity Share Capital:

(Currency : Rs in lakhs)

Particulars	Amount
Balance as at March 31, 2023	**2,136,469**
Add: Issue of shares during the year	200,000
Balance as at March 31, 2024	**2,336,469**
Add: Issue of shares during the year	160,000
Balance as at March 31, 2025	**2,496,469**

B. Other Equity:

Particulars	Reserves and Surplus					Other Comprehensive Income			Total
	Amalgamation Adjustment Reserve	Statutory Reserve	Capital Reserve	Securities Premium	Retained Earnings	Debt Instruments Measured through OCI	Equity Instruments Measured through OCI*	Cash flow hedging reserve	
Balance as at March 31, 2023	(398,370)	244,564	17,263	220,885	(736,649)	(1,276)	6,720	381	(646,482)
Add/(Less): Transfer during the year	-	-	-	-	-	-	-	-	-
Add/(Less): Profit/(loss) during the year	-	-	-	-	(191,135)	-	-	-	(191,135)
Add/(Less): Other Comprehensive Income (net of tax)	-	-	-	-	(421)	1,277	933	(216)	1,573
Balance as at March 31, 2024	**(398,370)**	**244,564**	**17,263**	**220,885**	**(928,205)**	**1**	**7,653**	**165**	**(836,044)**
Add/(Less): Transfer during the year	-	1,049	-	-	(1,049)	-	-	-	-
Add/(Less): Profit/(loss) during the year	-	-	-	-	5,245	-	-	-	5,245
Add/(Less): Other comprehensive income (net of tax)	-	-	-	-	(587)	1,106	8,024	(2,225)	6,320
Balance as at March 31, 2025	**(398,370)**	**245,613**	**17,263**	**220,885**	**(924,596)**	**1,107**	**15,677**	**(2,060)**	**(824,481)**

* that will not be reclassified to Statement of profit or loss

The notes referred to above forms an integral part of the financial statements.

As per our report of even date attached.

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

For T R Chadha & Co LLP
Chartered Accountants
Firm's Registration No:
006711N/N500028

For and on behalf of the Board of Directors of Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)
(CIN - U64910MH1984PLC032639)

Ravi Kapoor
Partner
Membership No: 040404

Hitesh Garg
Partner
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Jairam Sridharan
Managing Director
DIN: 05165390

Ajay Piramal
Chairman
DIN: 00028116
New York, USA

Mumbai, May 6, 2025

Vikash Singhla
Chief Financial Officer

Urmila Rao
Company Secretary

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

1A. GENERAL INFORMATION

Piramal Finance Limited (formerly known as Piramal Capital & Housing Finance Limited (the Company)) was incorporated in India on April 11, 1984 and has been carrying on, as its main business of providing loans to customers for construction or purchase of residential property, loans against property, loans to real estate developers, loans to SMEs, etc. The company is registered with National Housing Bank (NHB) under Section 29A of the National Housing Bank Act, 1987. The Company received its Certificate of Registration (CoR) as a Non-Banking Financial Company - Investment and Credit Company (NBFC-ICC) from the Reserve Bank of India (RBI) on April 4, 2025. On the same day, the Company surrendered its CoR as a Housing Finance Company (HFC) and accordingly PBC requirement is no longer required w.e.f. April 4, 2025. Further, the name of the Company has been changed from 'Piramal Capital & Housing Finance Limited' to 'Piramal Finance limited' effective from March 22, 2025. The registered office of the Company is in Unit No. 601, 6th Floor, Amiti Building, Agastya Corporate Park, Kamani Junction, Opp. Fire Station, LBS Marg, Kurla West, Mumbai City, 400070.

The Company is the wholly-owned subsidiary of Piramal Enterprises Limited.

The Company is a public limited company and its debts are listed on the Bombay Stock Exchange (BSE India) and the National Stock Exchange (NSE), India.

The standalone financial statements are authorised by the Board of Directors for issue in accordance with resolutions passed on May 6, 2025.

1B. Basis of Preparation

i) Statement of compliance and basis of preparation and presentation of standalone financial statements

The standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) and the provisions of the Companies Act, 2013 ('the Act'). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter and the guidelines and directives issued by the Reserve Bank of India (RBI) and National Housing Bank ("NHB") to the extent applicable. Since the Company was classified as a HFC as of March 31, 2025, its financial statements have been prepared and presented as the financial statements of a HFC, including all applicable disclosures.

The standalone Balance Sheet, the standalone Statement of Profit and Loss and the standalone statement of Changes in Equity are prepared and presented in the format prescribed in the Division III of Schedule III to the Companies Act, 2013 (the "Act"). The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flows". The Balance Sheet, Statement of Profit and Loss, Statement of Cash Flow, Statement of Changes in Equity, summary of the material accounting policies information and other explanatory information are together referred as the financial statements of the Company.

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.

All amounts included in the standalone financial statements are reported in lakhs of Indian rupees (Rs. in lakhs) except share and per share data, unless otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

ii) Basis of Accounting

The standalone financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period. The standalone financial statements are prepared and presented on going concern basis.

iii) Use of Estimates and Judgements

The preparation of the standalone financial statements in conformity with Indian Accounting Standards ("Ind AS") requires the management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the standalone financial statements and the reported amounts of revenues and expenses during the year. Accounting estimates could change from period to period. Actual results could differ from those estimates. Revisions to accounting estimates are recognised prospectively. The Management believes that the estimates used in preparation of the standalone financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

Following areas entail a high degree of estimate and judgement or complexity in determining the carrying amount of certain assets and liabilities.

1. Business Combination - Note 2 (xix) & note 42 B
2. Measurement of defined benefit obligations; key actuarial assumptions – Note 2 (vi) & note 44
3. Fair Valuation of financial assets and liabilities - Note 2 (xviii) & note 45
4. Impairment of financial assets – Note 2 (iv) & note 47.4
5. Impairment of non-financial assets – Note 2 (iii)
6. Derivative - Note 2 (iv) & note 48
7. Income tax - Note 2 (xii), note 10 & note 35
8. Evaluation of business Model - Note 2 (iv)
9. Provision and Liabilities - Note 2 (vii)
10. Useful Life of Property, Plant and Equipment (PPE) and Intangible assets - Note 2 (i) & 2 (ii)
11. Share Based Payments – Note 2 (vi) & note 44 (iv)
12. Effective Interest Rate (EIR) Method – Note 2 (iv)

2. MATERIAL ACCOUNTING POLICIES INFORMATION

i) Property, plant and equipment

All property, plant and equipment are stated at cost of acquisition, less accumulated depreciation and accumulated impairment losses, if any, except for fair valued assets on business combination carried out in earlier years. Direct costs are capitalised until the assets are ready for use and includes freight, duties, taxes and expenses incidental to acquisition and installation.

The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Subsequent expenditures related to an item of property, plant and equipment are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Losses arising from the retirement of, and gains or losses arising from disposal of Property, Plant and Equipment are recognised in the Statement of Profit and Loss.

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

Depreciation is provided on a pro-rata basis on the straight line method ('SLM') over the estimated useful lives of the assets less their residual values specified in Schedule II of the Companies Act, 2013.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Individual property, plant and equipment costing less than Rupees five thousand are depreciated fully in the year of purchase or acquisition.

The estimated useful lives of Property, Plant and Equipment are as stated below:

Building	60 years
Office equipment	1-5 years
Furniture and fixtures	5-10 years
Computers servers and network	6 years
Computer - end user device	3 years
Motor vehicle	8 years (Refer note below)
Leasehold improvements	Amortised on SLM over lease tenure or 5 years whichever is lower
Freehold land	No Depreciation

The Company has determined the remaining useful life of the PPE, acquired on date of acquisition/business combination, as per Companies Act 2013. The value of PPE acquired is depreciated/amortised over such remaining useful life determined on straight line method basis which best reflects the usage of asset to the accounting acquirer.

For vehicles given to employee as a perquisite and forming the part of their employment, amortisation is done basis the employment agreement which may vary between 3 to 5 years.

Electrical installation is a part of office equipment.

ii) Intangible Assets

Intangible assets are stated at acquisition cost except for fair valued assets on business combination carried out in earlier year, net of accumulated amortisation and accumulated impairment losses, if any.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the disposal proceeds and the carrying amount of the asset and are recognised as income or expense in the Statement of Profit and Loss.

Intangible assets not ready for use on the date of Balance Sheet is disclosed as 'Intangible assets under development'.

Intangible Assets other than Goodwill are amortized on a straight line basis over their finite useful lives over the following period:

Computer Software	1-6 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Individual intangible assets costing less than Rupees five thousand are depreciated fully in the year of purchase or acquisition.

Goodwill on acquisition is included in intangible assets. Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired.

Goodwill is carried at cost less accumulated impairment losses.

Self generated software

The Company recognises internally generated intangible assets when it is certain that the future economic benefit attributable to the use of such intangible assets are probable to flow to the Company and the expenditure incurred for development of such intangible assets can be measured reliably. Research costs are treated as revenue expenses and charged off to the Statement of Profit and Loss of respective year. The cost of an internally generated intangible asset comprises all directly attributable costs necessary to create, produce, and prepare the asset to be capable of operating in the manner intended by the Company. The intangible assets including those internally generated are amortised using the straight line method over a period of three to six years, basis IT expert confirmation. The useful lives of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

iii) Impairment of non financial assets

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. For the purposes of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that previously assessed impairment loss no longer exists or may have decreased, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

iv) Financial instruments

Recognition and initial measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

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

Financial assets that meet the following conditions are subsequently measured at fair value through Other Comprehensive Income (FVTOCI):

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the 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.

By default, all other financial assets are subsequently measured at fair value through profit and loss (FVTPL).

Debt and other instruments

Subsequent measurement of debt and other instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt and other instruments:

Evaluation of Business Model

Classification and measurement of financial instruments depends on the results of the solely payments of principal and interest on the principal amount outstanding ("SPPI") and the business model test. The Company determines the business model at a level that reflects how the Company's financial instruments are managed together to achieve a business objective.

The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those instruments.

Amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Effective interest rate method

Income is recognised on an effective interest rate basis for financial assets other than those financial assets classified as at FVTPL. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

– the gross carrying amount of the financial asset; or

– the amortised cost of the financial liability.

When calculating the effective interest rate for financial instruments other than purchased or originated credit-impaired ('POCI') assets, the Company estimates future cash flows considering all contractual terms of the financial instrument, but not ECL. For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated using estimated future cash flows including ECL.

The calculation of the effective interest rate includes transaction costs and fees that are an integral part of the contract. Transaction costs include incremental costs that are directly attributable to the acquisition of financial asset.

If expectations regarding the cash flows on the financial asset other than purchase or originated credit impaired are revised for reasons other than credit risk, the adjustment is recorded as a positive or negative adjustment to the carrying amount of the asset in the balance sheet with an increase or reduction in interest income. The adjustment is subsequently amortized through Interest income in the statement of profit and loss. In respect of purchased or originated credit impaired assets, such positive or negative adjustment to the carrying amount of the asset is reflected through change in lifetime ECL since initial recognition. Favourable changes in lifetime ECL are recognised as an impairment gain, even if the favourable changes are more than the amount, if any, previously recognised in profit or loss account as impairment losses.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. In case of credit impaired assets, interest income is recorded on receipt basis.

For financial assets that were credit-impaired on initial recognition, interest income is calculated by applying the credit-adjusted effective interest rate to the amortised cost of the asset. The calculation of interest income does not revert to a gross basis, even if the credit risk of the asset improves.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in statement of profit or loss incorporates any dividend or interest earned on the financial asset. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Changes in the fair value of financial assets at FVTPL are recognised in the statement of profit and loss.

Wholesale loan book acquired through business combination is accounted as FVTPL instruments.

Fair value through Other Comprehensive Income (FVTOCI):

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVTOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the statement of profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to the statement of profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value measurement

Fair value measurements under Ind AS are categorised into fair value hierarchy based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access on measurement date.
- Level 2 inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 where unobservable inputs are used for the valuation of assets or liabilities.

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

Impairment of financial assets

The Company applies the expected credit loss (“ECL”) model for recognising impairment loss on financial assets measured at amortised cost, loan commitments and other contractual rights to receive cash or other financial asset.

Wholesale lending:

The expected credit loss is a product of exposure at default, probability of default and loss given default. The Company has devised an internal model to evaluate the probability of default and loss given default based on the parameters set out in Ind AS 109. In line with the same, the financial instruments are classified into Stage 1 – Standard Assets with zero to thirty days past due (DPD), Stage 2 – Significant Credit Deterioration or overdue between 31 to 90 days or standard OTR cases and Stage 3 – Default Assets with overdue for more than 90 days & restructured NPA. For Stage 1 & Stage 2, PD & LGD are arrived at using parametric scorecard in the internal ECL model.

The ECL calculation is also adjusted using forward looking inputs from anticipated change in future macro-economic conditions to comply with Ind AS 109.

Retail lending:

The Company uses ECL allowance for financial assets measured at amortised cost, which are not individually significant, and comprise of a large number of homogeneous loans that have similar characteristics. The expected credit loss is a product of exposure at default, probability of default and loss given default. Due to lack of sufficient internal data, the Company uses external data from credit bureau agency for potential credit losses and blends same with internal PD data. Further, the estimates from the above sources have been adjusted with forward looking inputs from anticipated change in future macro-economic conditions to comply with IndAS 109.

The financial instruments are classified into Stage 1 – Standard Assets with zero to thirty days past due (DPD), Stage 2 – Significant Credit Deterioration or overdue for more than thirty days to 90 days or standard OTR cases and Stage 3 – Default Assets with overdue for more than 90 days.

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

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Impairment - POCI Financial Assets

POCI financial assets are assets that are credit-impaired on initial recognition. For POCI assets, lifetime ECL are incorporated into the calculation of the effective interest rate on initial recognition. Consequently, POCI assets do not carry an impairment allowance on initial recognition. The amount recognised as a loss allowance subsequent to initial recognition is equal to the changes in lifetime ECL since initial recognition of the asset. A favourable change for such assets create an impairment gain.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of financial assets in entirety, the difference between the asset’s carrying amount and the sum of the consideration received and receivable, is recognised in the statement of profit and loss.

Financial assets are written off either partially or in their entirety only when the Company has no reasonable expectation of recovery.

Derecognition of financial assets under amortised cost category:

Loans and investments debt instruments are written off when the Company has no reasonable expectations of recovering the financial asset (either in its entirety or a portion of it). This is the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. A write-off constitutes a derecognition event. The Company may apply enforcement activities to financial assets written off/ may assign / sell loan exposure to ARC / Bank / a financial institution for a negotiated consideration. Net loss on derecognition of financial assets measured at amortised cost is calculated as the difference between the gross book value (including impairment) and the proceeds received. The accumulated ECL provision on the financial asset is reversed. Subsequent recoveries resulting from the Company’s enforcement activities could result in income recognised under ‘other operating income’ in the statement of profit and loss. The Company has a Board approved policy on Write off and one time settlement of loans as per the applicable RBI regulations.

In accordance with Ind AS 109, in case of substantial renegotiation/modification of the contractual cash flows of a financial asset would lead to the derecognition of the existing financial asset. When the modification of a financial asset results in the derecognition of the existing financial asset and the subsequent recognition of the modified financial asset, the modified asset is considered a ‘new’ financial asset.

Repossession of collateral assets

The Company provides secured loans to individuals and corporates. In the ordinary course of business, upon borrower default, the Company may take possession of underlying collateral such as properties, vehicles, or other assets. Such repossessed assets are typically disposed of through auctions to recover outstanding dues or may be released back to customers upon settlement. Any surplus funds are returned to the customers/obligors. Repossessed assets are not recognized in the balance sheet unless legal title is transferred to the Company and the asset satisfies the recognition criteria under Ind AS 105 as a non-current asset held for sale. The related loans continue to be classified and provided for in accordance with the Company's Expected Credit Loss (ECL) framework under Ind AS 109.

Reclassification of financial assets and liabilities

After initial recognition of financial assets and liabilities, no re-classification is made except for financial assets where there is a change in the business model for managing those assets. The Company's management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains or losses (including impairment gains or losses) or interest.

Sale of Financial assets measured at Amortised Cost

Entity reclassifies financial assets if the entity changes its business model for managing those financial assets. Such changes are expected to be very infrequent. Such changes are determined by the entity's senior management as a result of external or internal changes and must be significant to the entity's operations and demonstrable to external parties. Accordingly, a change in an entity's business model will occur only when an entity either begins or ceases to perform an activity that is significant to its operations;

The Company may occasionally sale portfolio classified under amortised pool for liquidity management, recovery management in case of stressed pool or for any specific regulatory compliance which will not lead to change in business model.

Further, if the sales are infrequent or insignificant in value, the sale of amortised cost pool will also not lead to Change in Business Model.

Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortised cost or FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.

Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Investments in Alternative Investment Funds (AIF) which falls under RBI Circular

Investment in AIF units are classified as investments at fair value through profit and loss. Pursuant to the requirements of RBI circular dated December 19, 2023 read with clarifications dated March 27, 2024, the Company has measured the AIF investments that are covered under the said RBI circular/clarification net of regulatory provision equivalent to the carrying amount of the investments. There is no subsequent remeasurement of the fair value of the AIF investments. Gains on subsequent reversal of provisions based on realisation/ recoveries are recognised in other operating income (Refer note 7 (c)).

Excess realisation/ recoveries over the gross carrying value of AIF Investments is recognised as gain under 'Net gain on fair value changes' in statement of profit and loss.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued are recognised at the proceeds received.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest rate method or at FVTPL.

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in profit and loss.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between the Company and the lender of debt and other instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

Derivatives and hedging activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. Resulting gain/loss due to subsequent remeasurement of derivatives is recognised in the statement of profit and loss immediately unless the derivative is designated and is effective as a hedging instrument, in which event the timing of the recognition in the statement of profit and loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability

Embedded derivatives

Derivatives embedded in a host contract that is an asset within the scope of Ind AS 109 are not separated. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Derivatives embedded in all other host contract are separated only if the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host and are measured at fair value through profit or loss. Embedded derivatives closely related to the host contracts are not separated.

Embedded foreign currency derivatives

Embedded foreign currency derivatives are not separated from the host contract if they are closely related. Such embedded derivatives are closely related to the host contract, if the host contract is not leveraged, does not contain any option feature and requires payments in one of the following currencies:

- the functional currency of any substantial party to that contract,
- the currency in which the price of the related good or service that is acquired or delivered is routinely denominated in commercial transactions around the world,
- a currency that is commonly used in contracts to purchase or sell non-financial items in the economic environment in which the transaction takes place (i.e. relatively liquid and stable currency)

Foreign currency embedded derivatives which do not meet the above criteria are separated and the derivative is accounted for at fair value through profit and loss.

Hedge accounting

The Company designates certain hedging instruments, which include derivatives in respect of foreign currency risk, as either fair value hedges, cash flow hedges, or hedges of net investments in foreign operations. Hedges of foreign exchange risk on firm commitments are accounted for as cash flow hedges. The Company applies hedge accounting for transactions that meet specified criteria.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging / economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the Company would assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in cash flows and are assessed on an on-going basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Hedges that meet the criteria for cash flow hedge accounting are accounted as follows:

A cash flow hedge is a hedge of the exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability (such as all or some future interest payments on variable rate debt) or a highly probable forecast transaction and could affect profit or loss.

For designated and qualifying cash flow hedges, the effective portion of the cumulative gain or loss on the hedging instrument is initially recognised directly in OCI within equity (cash flow hedge reserve). The ineffective portion of the gain or loss on the hedging instrument is recognised immediately as finance cost in the statement of profit and loss.

The amount recognised in the cash flow hedge reserve is reclassified from OCI to profit or loss as a reclassification adjustment in the same period as the hedged cash flows affect profit or loss, and in the same line item in the statement of profit or loss.

If the hedging derivative expires or is sold, terminated or exercised, or the hedge no longer meets the criteria for cash flow hedge accounting, or the hedge designation is revoked, then hedge accounting is discontinued prospectively. If the hedged cash flows are no longer expected to occur, then the Company immediately reclassifies the cumulative amount in the hedging reserve from OCI to the statement of profit or loss.

Investment in Subsidiaries and Associates

Investment in subsidiaries and associates are recognized and carried at cost. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

v) Assets held for sale

Assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets are generally measured at the lower of their carrying amount and fair value less costs to sell. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in profit or loss.

Once classified as held-for-sale, assets and liabilities are no longer amortised or depreciated.

vi) Employee Benefits

Employee benefits include provident fund, compensated absences and gratuity. In case of Provident fund, contributions are made to the Regional Provident Fund Office.

Defined Contribution Plans

The Company's contribution to the Regional Provident Fund office are considered as defined contribution plans, as the Company does not carry any further obligations apart from the contributions made on a monthly basis and are charged as an expense based on the amount of contribution required to be made.

Defined Benefit Plans

The Company contributes to Defined Benefit Plans comprising of Gratuity and Compensated absences.

Gratuity: The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each reporting period using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the reporting period. Expense on non-accumulating compensated absences is recognized in the period in which the absences occur.

Employee Share-based payments

The Holding company has issued stock options to certain employees of the Company. These transactions are recognised as equity-settled share based payment transactions. The stock compensation expense is determined based on fair value of options and the holding company's estimate of options that will eventually vest and is recognised over the vesting period in the statement of profit and loss and is payable to the Holding Company.

vii) Provisions, Contingent Liabilities and Commitments

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

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

Commitments are future liabilities for contractual expenditure. The commitments are classified and disclosed as follows:

i. The estimated amount of contracts remaining to be executed on capital account and not provided for; and

ii. Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of the Management.

viii) Revenue recognition

Interest income

Interest income from a financial asset (including Lease rental discounting assets) is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Delayed payment interest (penal interest and the like) levied on customers for delay in repayments/ non payment of contractual cashflows is recognised on realisation.

Fees and commission income

Other income includes fees and charges that are not considered integral to the EIR. These are recognised in accordance with Ind AS 115 – Revenue from Contracts with Customers, when the performance obligation is satisfied and it is probable that economic benefits will flow to the Company. This includes login fees, Foreclosure/prepayment charges, arranger fees, etc.

Dividend Income

Dividend income from investments is recognised when the Company's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of dividend income can be measured reliably).

The gain / loss on account of redemption of units of mutual funds is recognised in the period in which redemption occurs.

Net gain/(loss) on fair value changes

The Company designates certain financial instruments for subsequent measurement at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI) as per the criteria in Ind AS 109. The Company recognises gains/(losses) on fair value change of financial instruments and realised gains/(losses) on derecognition of financial instruments measured at FVTPL and FVOCI on net basis.

Sale of Services

In contracts involving the rendering of services/development contracts, revenue is recognised at the point in time in which services are rendered. In case of fixed price contracts, the customer pays a fixed amount based on the payment schedule. If the services rendered by the Company exceed the payment, a Contract asset (Unbilled Revenue) is recognised. If the payments exceeds the services rendered, a contract liability (Deferred Revenue) is recognised. If the contracts involve time-based billing, revenue is recognised in the amount to which the Company has a right to invoice.

Penal charges is levied on customers for delay in repayments/ non payment of contractual cashflows is recognised on realisation.

Other operating income

Other operating Income mainly includes reversal of AIF regulatory provisions based on its recovery patterns and recoveries made against loans/investments which were written off earlier.

ix) Foreign Currency Transactions

In preparing the standalone financial statement, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise.

(Currency : Rs in lakhs)

x) **Exceptional Items**

When items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such items is disclosed separately as exceptional items.

xi) **Leases**

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using incremental borrowing rate. Interest expense on the lease liability is a component of other borrowing cost. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

Security Deposits on leases

At initial recognition the carrying value of the refundable deposits is taken at present value of all expected future principal repayments discounted using market rates prevailing at the time of inception. For Interest expenses, the difference between present market value and deposit made is recognised as prepayment and amortised in the Statement of Profit and loss over the benefit period on systematic basis. Interest income is recognised at the market rate prevailing at the time of inception.

xii) **Taxes on Income**

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the standalone financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

While determining the tax provisions, the Company assesses whether each uncertain tax position is to be considered separately or together with one or more uncertain tax positions depending upon the nature and circumstances of each uncertain tax position.

xiii) **Cash and Cash Equivalents**

In the cash flow statement, Cash and cash equivalent comprises cash in hand, demand deposits and time deposits with original maturity of less than three months held with bank and debit balance in cash credit account. Credit balance in cash credit account are shown within borrowings in financial liabilities in the balance sheet.

xiv) **Finance Costs**

Borrowing costs directly attributable to acquisition or construction of qualifying assets (i.e. those fixed assets which necessarily take a substantial period of time to get ready for their intended use) are capitalised.

Borrowing costs include interest expense calculated using the EIR method. EIR includes interest, amortization of ancillary cost, incurred in connection with the borrowing of funds. Other borrowing costs are recognised as an expense in the period in which they are incurred.

(Currency : Rs in lakhs)

xv) Earnings per share

Basic earnings per share

The basic earnings per share is computed by dividing the net profit attributable to the equity shareholders by weighted average number of equity shares outstanding during the reporting year.

Diluted earnings per share

Number of equity shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share and also weighted average number of equity shares which would have been issued on the conversion of all dilutive potential shares. In computing diluted earnings per share only potential equity shares that are dilutive are included.

xvi) Segment accounting

In accordance with Ind AS 108, Segment Reporting, the Chief Executive Officer and Managing Director is the Company's chief operating decision maker ("CODM"). The Company has identified only one reportable business segment & geographical segment as it deals mainly in lending business within India.

xvii) Securitization and direct assignment (including co-lending)

The Company transfers loans through securitisation and direct assignment (including co-lending) transactions. The transferred loans are de-recognised and gains/losses are accounted for, only if the Company transfers substantially all risks and rewards specified in the underlying assigned loan contract.

In accordance with Ind AS 109, in case of assignment transactions with complete transfer of risks and rewards without any retention of residual interest, gain arising on such assignment transactions is recorded upfront in the Statement of Profit and Loss and the corresponding asset is derecognized from the Balance Sheet immediately upon execution of such transaction. Further, the transfer of financial assets qualifies for derecognition in its entirety, the whole of the interest spread at its present value (discounted over the life of the asset) is recognized on the date of derecognition itself as interest only strip receivable (interest strip on assignment) and correspondingly recognized as profit on derecognition of financial asset.

xviii) Fair Valuation of financial assets and liabilities

Certain financial assets of the Company are measured at fair value for financial reporting purposes. In estimating the fair value of an asset and liability, the Company uses market observable data to the extent it is available. When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques. In such cases, the Company usually engages third party qualified external valuer to establish the appropriate valuation techniques and inputs to the valuation model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in Note 45.

xix) Business Combinations and Goodwill

The acquisition method of accounting is used to account for all business combinations except under common control, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a business comprises the:

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the Company; and
- fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The Company recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Acquisition-related costs are expensed as incurred.

The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity

over the fair value of the net identifiable assets acquired is recorded as goodwill. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Any impairment loss for goodwill is recognised in the statement of profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised as capital reserve in other equity.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

xx) Other Expenses

Expenses are recognised on accrual basis net of the goods and services tax, except where credit for the input tax is not statutorily permitted.

xxi) Recent pronouncements on Indian Accounting Standards

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendment to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements based on its evaluation has determined that it does not have any significant impact in its financial statements.

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

3 Cash and cash equivalents

	As at March 31, 2025	As at March 31, 2024
Cash on hand*	-	-
Balances with banks in current accounts	239,818	193,356
Fixed deposits (with original maturity less than 3 months)	140,092	-
Total	**379,910**	193,356

*Amount below 0.50 lakhs has been rounded off.

4 Bank balances other than (a) above

	As at March 31, 2025	As at March 31, 2024
Fixed deposits (with original maturity more than 3 months)	258	1,668
Earmarked balances with banks*	106,347	96,416
Unclaimed dividend Accounts	20	60
Total	**106,625**	98,144

*(i) Deposits with banks to the extent of Rs. 106,347 lakhs (March 31, 2024 - Rs. 96,416 lakhs) offered as security against the borrowings, investments and guarantees.

(ii) Net of fair valuation loss of Rs. 22,978 lakhs (March 31, 2024 - Rs. 22,978 lakhs) on account of value recognised in books for cash collateral for securitised pool created at the time of amalgamation with erstwhile Dewan Housing Finance Corporation Limited ("eDHFL")

5 Receivables

	As at March 31, 2025	As at March 31, 2024
Other receivables		
Receivables considered good - Unsecured	4,467	5,365
Receivables - credit impaired	79	-
Less: Provision for Other receivables	(79)	-
Total	**4,467**	5,365

6 Loans

		As at March 31, 2025				**As at March 31, 2024**			
		At amortised cost	**At FVTPL**	**At FVTOCI**	**Total**	**At amortised cost**	**At FVTPL**	**At FVTOCI**	**Total**
	Loans in India - Term Loans								
A	(a) Secured by tangible assets	4,581,568	140,162	-	4,721,730	3,973,499	111,016	-	4,084,515
	(b) Unsecured	1,651,402	-	-	1,651,402	1,394,968	-	-	1,394,968
	Gross	6,232,970	140,162	-	6,373,132	5,368,467	111,016	-	5,479,483
	Less: Allowance for impairment loss (expected credit loss allowance)	(498,457)	-	-	(498,457)	(636,892)	-	-	(636,892)
	Total	**5,734,513**	**140,162**	**-**	**5,874,675**	4,731,575	111,016	-	4,842,591
B	Considered good								
	- to Related party	-	-	-	-	15,000	-	-	15,000
	- to Others	5,604,991	140,162	-	5,745,153	4,403,344	111,016	-	4,514,360
	Less: Allowance for impairment loss (expected credit loss allowance)	(91,079)	-	-	(91,079)	(109,843)	-	-	(109,843)
	Significant increase in Credit Risk	141,163	-	-	141,163	355,342	-	-	355,342
	Less: Allowance for impairment loss (expected credit loss allowance)	(22,384)	-	-	(22,384)	(82,276)	-	-	(82,276)
	Credit impaired	414,802	-	-	414,802	415,178	-	-	415,178
	Less: Allowance for impairment loss (expected credit loss allowance)	(348,426)	-	-	(348,426)	(367,196)	-	-	(367,196)
	Purchased or Originated Credit Impaired Assets (POCI)	72,014	-	-	72,014	179,603	-	-	179,603
	Less: Allowance for impairment loss (expected credit loss allowance)	(36,568)	-	-	(36,568)	(77,577)	-	-	(77,577)
	Total	**5,734,513**	**140,162**	**-**	**5,874,675**	4,731,575	111,016	-	4,842,591
	Loan to Public Sectors				-				-
	Loan to Others				5,874,675				4,842,591
	Total				**5,874,675**				**4,842,591**

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

Notes:

(a) During the year, there was no change in the business model under which the Company holds financial assets and therefore no reclassifications were made due to change in business model.

(b) During the year, the Company has sold certain loans classified under amortised cost as part of Direct assignment and certain stressed portfolio classified under amortised cost for liquidity and recovery management strategy of the Company. Such sale of loans will not lead to change in business model as per the Company's board approved policy and management's evaluation of business model.

(c) As per merger scheme of eDHFL (refer note 42B), retail loans are grossed up by Rs. 564,948 lakhs as on March 31, 2025 (March 31, 2024 - Rs. 704,319 lakhs). ECL provisions are grossed up by Rs. 347,991 lakhs as on March 31, 2025 (March 31, 2024 - Rs. 392,131 lakhs) and balance gross up is being reflected under Fair Value Adjustment on Merger under Note 21 for Rs. 216,957 lakhs as on March 31, 2025 (March 31, 2024 Rs. 312,188 lakhs).

(d) **Collateral held:** The Company holds collateral and other credit enhancements against certain of its credit exposures. The loans are collateralised against equitable mortgage of property, pledge of shares, hypothecation of assets, corporate guarantees, hypothecation over receivables from funded project or other projects of the borrower or escrow account undertaking to create security.

(e) Refer note 49 for details of securitisation transactions.

(f) FVTPL loan includes Rs. 50,349 lakhs (March 31, 2024 - Nil) pertaining to restructured accounts which are considered as NPA for regulatory purpose.

7 Investments

	As at March 31, 2025					As at March 31, 2024				
	At amortised cost	At FVTPL	At FVTOCI	At Cost	Total	At amortised cost	At FVTPL	At FVTOCI	At Cost	Total
Investments within India Equity investment in subsidiaries:										
DHFL Advisory & Investments Private Limited (a)	-	-	-	-	-	-	-	-	-	-
Piramal Payment Services Limited	-	-	-	700	700	-	-	-	550	550
DHFL Holding Limited (a)	-	-	-	-	-	-	-	-	6	6
DHFL Investments Limited	-	-	-	102,064	102,064	-	-	-	102,064	102,064
Piramal Finance Sales and Services Private Limited (a)	-	-	-	-	-	-	-	-	30	30
Piramal Agastya Offices Private Limited (b)	-	-	-	21,292	21,292	-	-	-	21,292	21,292
Equity Instruments (Other than subsidiaries)	-	-	103	-	103	-	-	72	-	72
Preference Shares (in Piramal Agastya Offices Private Limited) (b)	-	-	-	2,300	2,300	-	-	-	2,300	2,300
Preference Shares (Other than subsidiaries)	-	69	27,029	-	27,098	-	-	18,994	-	18,994
Project Receivables	-	66,100	-	-	66,100	-	101,856	-	-	101,856
Alternative Investment Funds (net of regulatory provisions) (c)	-	-	-	-	-	-	-	-	-	-
CROMS	65,047	-	-	-	65,047	-	-	-	-	-
Security Receipts	-	303,748	-	-	303,748	-	415,644	-	-	415,644
Optionally Convertible Debentures	-	12,000	-	-	12,000	-	23,800	-	-	23,800
T-Bill	-	-	2,408	-	2,408	-	-	-	-	-
Redeemable Bonds	-	-	-	-	-	-	-	5	-	5
Government Securities/Redeemable Bonds (d)	17,630	-	133,075	-	150,705	109,805	-	-	-	109,805
Redeemable Non Convertible Debentures	37,595	-	-	-	37,595	36,246	15,600	-	-	51,846
Investment in Mutual Funds (e)	-	6,552	-	-	6,552	-	4,440	-	-	4,440
Pass Through certificates	11,828	-	-	-	11,828	15,152	-	-	-	15,152
Gross	132,100	388,469	162,615	126,356	809,540	161,203	561,340	19,071	126,242	867,856
Less: Allowance for impairment loss (expected credit loss allowance)	(1,050)	-	-	-	(1,050)	(3,108)	-	-	-	(3,108)
Total	**131,050**	**388,469**	**162,615**	**126,356**	**808,490**	158,095	561,340	19,071	126,242	864,748

(Currency : Rs in lakhs)

(a) During the year, the Company has sold its wholly owned subsidiaries namely, Piramal Finance Sales and Services Private Limited, DHFL Advisory & Investments Private Limited, and DHFL Holding Limited to Piramal Investment Advisory Services Private Limited, a wholly owned subsidiary of Piramal Enterprises Limited (Parent Company) for a consideration of Rs. 2035 lakhs, Rs. 50 lakhs, and Rs. 4 lakhs respectively and cesses to subsidiary from January 17, 2025.

(b) (i) During the previous year, the Company has made an additional investment in equity shares of Piramal Agastya Offices Private Limited (formerly known as PRL Agastya Private Limited), its wholly owned subsidiary, of Rs. 14,580 lakhs through subscription of right issue.

(ii) During the previous year, the Company has recorded a loss of Rs 758 lakhs due to fair value adjustments pertaining to payment of contingent consideration arising from the acquisition of its wholly-owned subsidiary, Piramal Agastya Offices Private Limited (formerly known as PRL Agastya Private Limited), in December 2022 from PRL Developer Private Limited ('PDPL'). The additional purchase consideration has been paid to PDPL, as outlined in the Share Purchase Agreement, which includes a provision for additional payments to PDPL.

(iii) During the previous year, the Piramal Agastya Offices Private Limited (formerly known as PRL Agastya Private Limited ('PRL')) has changed its terms of Preference shares from "Non Cumulative Redeemable Non-Convertible Preference Shares" to "Compulsory convertible preference shares". Since the conversion criteria has changed to compulsory convertible with Fixed conversion ratio, these investments are reclassified from "At FVTPL" to "At Cost" category considering the said preference shares as equity instrument.

(c) During the financial year 2023-24, the Company had made regulatory provision of Rs. 165,768 lakhs (net off reversal of Rs. 20,524 Lakhs) in respect of its investments in Alternative Investment Funds (AIFs) pursuant to the RBI Circular dated December 19, 2023 and the same has been disclosed under 'exceptional items'.

During the year, the Company received Rs. 73,855 lakhs from Alternative Investment Funds (AIFs), which has been disclosed under "Other Operating Income" as a reversal of regulatory provisions. As a result, the outstanding regulatory provisions stood at Rs. 91,913 lakhs as of March 31, 2025. This is based on the opinion from the Expert Advisory Committee (EAC) of the Institute of Chartered Accountants of India (ICAI), wherein EAC has opined that such recoveries from AIFs should not be presented as exceptional items, in the Statement of Profit and Loss.

(d) (i) During the year, the Company has changed its Business model for Government Securities from "Held for collection till maturity" to "held for collection of contractual cash flows and for selling the financial assets" with effect from April 1, 2024 considering change in intention to hold such assets till maturity and liquidate basis market condition. Consequently, the Company has re-classified the same from amortised cost to FVTOCI.

(ii) Government securities of Rs. 800 Lakhs (March 31, 2024 - Rs. 500 Lakhs) is pledge for availing lending/investment under triparty repo dealing and settlement (TREPs) facilities.

(e) As on March 31, 2025, investment in mutual funds amounting to Rs. 6,552 lakhs (March 31, 2024 - Rs. 3,426 Lakhs) are lien marked against PTC deals.

8 Other financial assets

	As at March 31, 2025	As at March 31, 2024
Security deposits	9,653	11,648
Interest strip asset on assignment	60,186	29,583
Other receivable*	48,738	60,563
Less: Provision for Other Financial Assets	(6,828)	(6,217)
Total	**1,11,749**	95,577

* Majorly includes receivable on account of securitisation transactions.

9 Current tax assets (Net)

	As at March 31, 2025	As at March 31, 2024
Advance tax & tax deducted at source (net of Provision of Rs. 37,271 Lakhs , March 31, 2024 Rs. 55,079 Lakhs)	30,489	51,677
Total	**30,489**	51,677

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

10 Deferred tax Assets (net)

	As at March 31, 2025	As at March 31, 2024
Deferred tax assets	290,339	282,816
Deferred tax liabilities	(37,094)	(30,105)
Total	**253,245**	252,711

	Opening balance as at April 1, 2024	**Recognised in profit or loss**	**Recognised in Other Comprehensive Income**	**Closing balance as at March 31, 2025**
Movement in deferred tax balances:				
Property Plant & Equipment & Intangible Assets	1,674	(914)	-	760
Provision / unrealised losses on financial assets	169,000	(74,635)	-	94,365
Re-measurement of employee benefits	2,373	(1,344)	198	1,227
EIR Adjustment on Int. Income and Expense	(27,474)	(6,632)	-	(34,106)
Lease Liability / ROU	1,178	290	-	1,468
Transaction Cost	1,294	(647)	-	647
Business loss	107,297	83,144	-	190,441
Hedge Effectiveness	(56)	-	749	693
Instruments measured through OCI	(2,574)	-	(414)	(2,988)
Long Term Capital Loss	-	738	-	738
Total	**252,711**	**-**	**533**	**253,245**

	Opening balance as at April 1, 2023	Recognised in profit or loss	Recognised in Other Comprehensive Income	Closing balance as at March 31, 2024
Movement in deferred tax balances:				
Property Plant & Equipment & Intangible Assets	2,959	(1,285)	-	1,674
Provision / unrealised losses on financial assets	121,014	47,986	-	169,000
Provisions other than those pertaining to expected credit loss	477	(477)	-	-
Re-measurement of employee benefits	2,096	136	141	2,373
EIR Adjustment on Int. Income and Expense	(26,437)	(1,037)	-	(27,474)
Lease Liability / ROU	534	644	-	1,178
Transaction Cost	1,208	86	-	1,294
Business loss	42,536	64,761	-	107,297
Hedge Effectiveness	(129)	-	73	(56)
Instruments measured through OCI	(1,831)	-	(743)	(2,574)
Total	1,42,427	110,813	(529)	252,711

As at March 31, 2025, the Company has accumulated unabsorbed tax losses amounting upto Rs. 24,74,296 lakhs (March 31, 2024 - Rs. 24,67,777 lakhs) (including assessed carried forward tax losses of Rs. 14,56,685 lakhs (March 31, 2024 - Rs. 10,61,971 lakhs.)), which give rise to potential deferred tax assets (DTA) amounting upto to Rs. 6,21,372 Lakhs (March 31, 2024 - Rs. 6,20,929 lakhs) on such carried forward losses within the time period allowed under the applicable tax laws. In accordance with the principles of prudence and based on a detailed assessment of projected future taxable income over the next five years, the Company has recognised deferred tax assets on carried foward losses to the extent of Rs. 190,441 lakhs (March 31, 2024 - Rs. 107,297 lakhs) which is dependent upon achievement of business plan as considered in the underlying future business projections. Expiry date of above unabsorbed tax losses on which deferred tax assets is not recognised is between financial year 2029-30 to financial year FY 2032-33.

11 Other non-financial assets

	As at March 31, 2025	As at March 31, 2024
Capital advance	129	1,605
Goods and service tax credit receivable	34,759	33,196
Prepaid expenses	4,766	2,029
Advance for expenses	3,983	3,160
Advance processing fees paid	16,053	13,538
Less: Provision for doubtful advances	(13,399)	(13,399)
Total	**46,291**	40,129

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

12 Property, plant and equipment, Intangible Assets and Intangibles under development & Right to Use Assets

Particulars	Gross Block				Depreciation / Amortisation				Net Block
	Opening As at April 1, 2024	Additions during the year	Deduction/ write offs/ impairment	As at March 31, 2025 (A)	Opening As at April 1, 2024	Charge for the year	Deduction/ write offs/ impairment	As at March 31, 2025 (B)	As at March 31, 2025 (A-B)
Tangible Assets									
Land & Building	**21,963**	-	17,742	**4,221**	**1,146**	285	1,090	**341**	**3,880**
Office Equipment	**8,881**	2,846	125	**11,602**	**2,123**	2,031	91	**4,063**	**7,539**
Computer	**5,663**	1	226	**5,438**	**3,482**	1,558	214	**4,826**	**612**
Computer Server	**613**	73	15	**671**	**314**	67	14	**367**	**304**
Furniture	**4,336**	988	46	**5,278**	**956**	618	32	**1,542**	**3,736**
Motor Car	**344**	25	141	**228**	**183**	33	102	**114**	**114**
Leasehold Improvements	**7,535**	2,106	732	**8,909**	**2,325**	1,563	682	**3,207**	**5,702**
Total (I)	**49,335**	**6,038**	**19,027**	**36,347**	**10,530**	**6,156**	**2,226**	**14,460**	**21,887**
Other Intangible Asset									
Computer software	**8,212**	4,506	-	**12,718**	**3,902**	1,610	-	**5,512**	**7,206**
Self generated software	**16,328**	1,666	-	**17,994**	**1,781**	3,446	-	**5,227**	**12,767**
Total (II)	**24,540**	**6,172**	**-**	**30,712**	**5,683**	**5,056**	**-**	**10,739**	**19,973**
Right to Use Assets - Premises	**41,868**	19,829	10,577	**51,121**	**12,268**	8,083	4,264	**16,087**	**35,034**
Total (III)	**41,868**	**19,829**	**10,577**	**51,121**	**12,268**	**8,083**	**4,264**	**16,087**	**35,034**
Intangibles under development (IV)	**1,007**	5,258	6,172	**93**	**-**	-	-	**-**	**93**
Grand Total (I+II+III+IV)	**116,750**	**37,297**	**35,776**	**118,273**	**28,481**	**19,295**	**6,490**	**41,286**	**76,987**

Certain property, plants and equipments are placed as collateral against borrowings, the details related to which have been described in note 14 & 15.

Amount in Intangible assets under development as at March 31, 2025

CWIP	Less then 1 year	1 - 2 years	2 - 3 years	3 years and above	Total
Projects in progress	93	-	-	-	93
Project temporarily suspended	-	-	-	-	-

There are no Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

Title Deeds of all the immovable properties are in the name of the Company except certain properties which were transferred on account of business combination and are in the name of erstwhile Dewan Housing Finance Corporation Limited

Particulars	Gross Block				Depreciation / Amortisation				Net Block
	Opening As at April 1, 2023	Additions during the year	Deduction/ write offs/ impairment	As at March 31, 2024 (A)	Opening As at April 1, 2023	Charge for the year	Deduction/ write offs/ impairment	As at March 31, 2024 (B)	As at March 31, 2024 (A-B)
Tangible Assets									
Land & Building	25,127	-	3,164	21,963	824	458	136	1,146	20,817
Office Equipment	2,786	6,149	54	8,881	797	1,369	43	2,123	6,758
Computer	5,613	331	281	5,663	2,016	1,738	272	3,482	2,181
Computer Server	371	275	33	613	300	41	27	314	299
Furniture	1,161	3,183	8	4,336	227	732	3	956	3,380
Motor Car	289	55	-	344	139	44	-	183	160
Leasehold Improvements	3,205	4,838	508	7,535	1,943	890	507	2,325	5,210
Total (I)	38,552	14,831	4,048	49,335	6,247	5,271	989	10,529	38,806
Other Intangible Asset									
Computer software	7,974	238	-	8,212	2,538	1,364	-	3,902	4,310
Self generated software	6,242	10,086	-	16,328	30	1,751	-	1,781	14,547
Total (II)	14,216	10,324	-	24,540	2,568	3,115	-	5,683	18,857
Right to Use Assets (III)	31,967	14,326	4,425	41,868	8,022	7,125	2,879	12,268	29,600
Intangibles under development (IV)	353	10,978	10,324	1,007	-	-	-	-	1,007
Grand Total (I+II+III+IV)	85,088	50,459	18,797	116,750	16,837	15,511	3,868	28,480	88,270

Amount in Intangible assets under development as at March 31, 2024

CWIP	Less then 1 year	1 - 2 years	2 - 3 years	3 years and above	Total
Projects in progress	792	215	-	-	1,007
Project temporarily suspended	-	-	-	-	-

There are no Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

Title Deeds of all the immovable properties are in the name of the Company except certain properties which were transferred on account of business combination and are in the name of erstwhile Dewan Housing Finance Corporation Limited

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

13 Trade payables

		As at March 31, 2025	As at March 31, 2024
(i)	Total outstanding dues of micro enterprises and small enterprises (Refer note 38)	4,374	2,945
	Total	**4,374**	2,945
(ii)	(a) Total outstanding dues of creditors other than micro enterprises and small enterprises	32,677	30,119
	(b) Trade payables to related parties (Refer note 43)	337	2,220
	Total	**33,014**	32,339

Note :

Trade payables ageing as at March 31, 2025

Particulars	Unbilled Amount	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
MSME	3,726	620	23	5	-	4,374
Others	30,480	2,206	129	187	12	33,014
Disputed dues -MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
	34,206	2,826	152	192	12	37,388

Trade payables ageing as at March 31, 2024

Particulars	Unbilled Amount	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
MSME	2,591	311	43	-	-	2,945
Others	25,910	5,887	330	1	211	32,339
Disputed dues -MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
	28,501	6,198	373	1	211	35,284

14 Debt Securities

	As at March 31, 2025	As at March 31, 2024
Debt securities in India, unless otherwise specified		
Measured at amortised cost		
Redeemable Non Convertible Debentures (secured)	2,332,822	2,579,213
Foreign Currency Bonds (secured) (from outside India)	387,654	-
Commercial Paper (unsecured)	585,060	292,253
Total	**3,305,536**	2,871,466

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

A. Redeemable Non Convertible Debentures (secured)

Particulars	Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
18,48,28,062 (At the time of Issue - 19,53,25,290) (payable semi annually) 6.75% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value 825 (Previous Year Rs 875)	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable at 2.5% semi-annually for first 5 years and at 7.5% semi-annually for the next 5 years from the date of allotment	1,524,832	1,617,246	September 26, 2031	March 28, 2022
Nil (Previous Year 1800) (payable semi annually) 10% Secured, Rated, Unlisted, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 5,00,000 (Previous Year - 10,00,000)	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaved Property	50% of NCDs are repayable after 53 months from the date of allotment & balance after 65 months from the date of allotment.	-	9,000	November 8, 2024	November 8, 2023
Nil (Previous Year 250) (payable annually) 8.75% Secured, Rated, Listed , Redeemable Non Convertible Debentures (NCD's) each having a face value of Rs. 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaved Property	The NCD's are repayable after 2556 days from the date of allotment	-	2,500	May 3, 2024	NA
Nil (Previous Year 50,000) (payable quarterly) 8.95% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 379 days from the date of allotment	-	50,000	May 17, 2024	NA
Nil (Previous Year 13,770) (payable annually) 8.25% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 1096 days from the date of allotment	-	138	July 23, 2024	NA
Nil (Previous Year 15,42,637) (payable annually) 8.50% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 1096 days from the date of allotment	-	15,426	July 23, 2024	NA
Nil (Previous Year 60,000) (payable annually & maturity) 8.80% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 536 days from the date of allotment	-	60,000	December 30, 2024	NA
Nil (Previous Year 80,000) (payable quarterly & maturity) 8.91% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 457 days (60000 lakhs) & 388 days (20000 lakhs) from the date of allotment.	-	80,000	February 21, 2025	NA
Nil (Previous Year 50,000) (payable quarterly & maturity) 9.22% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 379 days from the date of allotment	-	50,000	February 26, 2025	NA

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as at March 31, 2025

(Currency : Rs in lakhs)

Particulars	Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
10,000 (payable quarterly & at maturity) 9.08% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 394 days from the date of allotment	10,000	10,000	April 4, 2025	NA
20,000 (payable annually) 9.25% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable in 4 equal instalments starting from 12 June 2025	200,000	200,000	March 12, 2026	June 12, 2025
20,500 (payable annually) 9.25% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable in 4 equal instalments starting from 19 June 2025	205,000	205,000	March 19, 2026	June 19, 2025
5,000 (payable monthly) 7.96% Secured, Rated , Listed, Redeemable Non Convertible Debentures (NCD's) each having a face value of Rs. 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCDs are redeemable at par in three instalments : 8th year-167 crore; 9th year-167crore; 10th year-166 crore	50,000	50,000	September 20, 2027	September 19, 2025
350 (payable annually) 9.25% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCDs are repayable after 2555 days from the date of allotment	3,500	3,500	October 3, 2025	NA
10,000 (payable annually) 8.75% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 1130 days from the date of allotment	10,000	10,000	May 25, 2026	NA
1,07,455 (payable annually) 8.50% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 1826 days from the date of allotment	1,075	1,075	July 23, 2026	NA
8,08,680 (payable annually) 8.75% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 1826 days from the date of allotment	8,087	8,087	July 23, 2026	NA
5,000 (payable annually) 9.27% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCDs are redeemable at par in three instalments : 8th year-16,700 lakhs; 9th year-16,700 lakhs; 10th year-16,600 lakhs	50,000	50,000	December 19, 2028	December 18, 2026
15,000 (payable annually) 9.51% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable in 3 equal instalment of Rs 50000 lakhs each payable after 8th year, 9th year, 10th year from the date of allotment	150,000	150,000	March 9, 2029	March 11, 2027

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(Currency : Rs in lakhs)

Particulars	Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
500 (payable annually) 9.32% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable after 3650 days from the date of allotment	5,000	5,000	November 1, 2030	NA
250 (payable annually) 9.00% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable after 3650 days from the date of allotment	2,500	2,500	March 28, 2031	NA
200 (payable annually) 8.85% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable after 3650 days from the date of allotment	2,000	2,000	June 27, 2031	NA
1,150 (payable annually) 8.75% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 3652 days from the date of allotment	12	12	July 23, 2031	NA
15,40,084 (payable annually) 9.00% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 3652 days from the date of allotment	15,401	15,401	July 23, 2031	NA
2500 (payable annually & at maturity) 9.30% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000/-	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 730 days from the date of allotment	25,000	-	January 7, 2027	NA
4250 (payable quarterly & at maturity) 9.30% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000/-	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 396 days from the date of allotment	42,500	-	February 23, 2026	NA
4250 (payable quarterly & at maturity) 9.30% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000/-	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 729 days from the date of allotment	42,500	-	January 22, 2027	April 23, 2026

The contractual rate of interest for the above borrowings are in the range of 6.75% to 10% per annum

B. Foreign Currency Bonds (secured) (from outside India):

Particulars	Terms of Repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge on the standard assets including receivables present and future	Repayable in 2 equal instalments after 39 months	384,660	-	January 29, 2028	October 29, 2027

The contractual rate of interest for the above borrowings are in the range of 7.8 % per annum

C Commercial Paper:

Particulars	Terms of Repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date
Commercial Paper	Repayable within 365 days from date of disbursement	606,500	297,500	Various

The effective costs for the above borrowings are in the range of 8.35% to 9.00 % per annum

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(Currency : Rs in lakhs)

15 Borrowings (Other than Debt Securities)

	As at March 31, 2025	As at March 31, 2024
Borrowings in India, unless otherwise specified		
Measured at amortised cost		
Term Loans (secured)		
- From banks	1,377,244	1,112,343
- From Others	83,351	69,913
- Foreign Currency ECB loans (from outside India)	307,413	31,973
Securitised Borrowings (Secured)	516,988	348,940
Working capital demand loan/short term borrowings (secured)		
- From banks	-	14,039
Total	**2,284,996**	1,577,208

A. 1 Rupee Term Loan from Banks

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayment of principal in 16 equal quarterly instalment after moratorium period of three year from drawdown date	21,094	37,968	May 17, 2026	June 17, 2019
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 18 equal quarterly instalments after the moratorium period of 6 months from the drawdown date	-	6,598	December 24, 2024	June 29, 2020
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan to be repaid in 19 equal quarterly instalments starting from 1 quarter from date of first disbursement.	-	10,535	March 31, 2025	September 30, 2020
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan repayment in 16 equal quarterly instalments after a moratorium period of 1 year.	-	9,271	December 26, 2024	March 26, 2021
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan repayment in 24 equal quarterly instalments after a moratorium period of 1 year.	16,641	24,977	January 30, 2027	March 29, 2021
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal quarterly instalments.	14,723	29,738	March 30, 2026	June 30, 2021
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan repayment in 24 quarterly instalments post moratorium period of 1 year.	9,250	72,250	April 4, 2027	July 4, 2021
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal quarterly instalments.	-	25,000	September 28, 2026	December 27, 2021

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(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan Repayment in 16 equal quarterly instalments post moratorium period of 1 year.	3,079	15,579	April 2, 2025	July 3, 2021
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan Repayment in 16 equal quarterly instalments post moratorium period of 1 year.	936	2,186	December 11, 2025	March 11, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 60 months including moratorium period of 1 year and post that payable in 16 equal quarterly instalments.	6,561	15,311	December 28, 2025	March 28, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 28 equal quarterly instalments.	13,391	16,964	December 29, 2028	March 31, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal quarterly instalments after the moratorium period of 24 months from the drawdown date	8,313	12,490	March 31, 2027	June 17, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in eighteen quarterly instalments of Rs. 800 lakhs each and last instalment of Rs. 600 lakhs after a holiday period of 3 months from date of drawdown	5,399	8,599	December 24, 2026	June 27, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal quarterly instalments.	-	3,333	March 30, 2025	June 30, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal quarterly instalments.	7,997	11,990	March 30, 2027	June 30, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal quarterly instalments from date of drawdown	3,333	16,667	May 12, 2025	August 13, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in ten quarterly instalments with moratorium period of 6 months from date of drawdown	-	7,496	November 30, 2024	August 31, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 19 quarterly instalments with moratorium period of 3 months from date of drawdown	3,152	4,732	March 30, 2027	September 30, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 19 quarterly instalments with moratorium period of 3 months from date of drawdown	12,632	18,947	March 30, 2027	September 30, 2022

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(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 16 quarterly instalments with moratorium period of 6 months from date of drawdown	3,744	6,245	September 30, 2026	December 31, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 20 equal quarterly instalments	2,749	3,750	October 31, 2027	January 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 20 quarterly instalments from the end of the quarter of the first disbursement	5,498	7,498	October 31, 2027	January 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in eight half yearly instalments after a moratorium period of 1 year from date of drawdown	5,617	9,370	August 31, 2026	February 28, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 20 equal quarterly instalments from the end of the quarter of the first disbursement	41,249	56,249	December 19, 2027	March 19, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	18 equal quarterly instalments after 6 months moratorium	10,400	15,021	June 30, 2027	March 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in quarterly instalments over a period 15 years with NIL moratorium	4,242	4,579	December 30, 2037	March 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	18 equal quarterly instalments after 6M moratorium	14,832	20,766	September 26, 2027	June 26, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 24 quarterly instalments with moratorium period of 1 year from date of drawdown	13,330	16,665	March 29, 2029	June 30, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	9 equal quarterly install after 9 month moratorium	2,222	6,666	August 4, 2025	August 4, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal quarterly instalments after 1 year moratorium	7,666	17,250	May 30, 2026	August 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal quarterly instalments after 1 year moratorium	5,833	13,125	June 2, 2026	September 2, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	12 equal quarterly install after 1 year moratorium	6,958	13,917	July 31, 2026	October 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 14 quarterly instalments with moratorium period of 18 months from date of drawdown	28,571	42,857	March 7, 2027	December 7, 2023

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Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	16 equal quarterly instalments after 12 month moratorium	3,125	4,375	September 30, 2027	December 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 quarterly instalments with moratorium period of 1 year from date of drawdown	14,583	25,000	March 9, 2027	June 9, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	-	20,000	February 25, 2025	February 25, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal instalments from drawdown date	17,498	22,500	September 29, 2028	December 29, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal instalments from drawdown date	48,725	63,749	June 27, 2028	September 27, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	-	20,000	January 8, 2025	NA
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments from drawdown date	14,583	22,902	October 31, 2026	January 31, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 14 equal instalments from drawdown date	6,429	9,286	June 28, 2027	March 28, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal instalments from drawdown date	23,996	30,000	March 31, 2029	June 29, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	34,833	38,000	March 30, 2028	June 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	8,708	9,500	March 30, 2028	June 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal quarterly instalments starting from 3 months from drawdown date.	5,000	8,333	September 28, 2026	December 28, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 16 quarterly instalments starting from 1 year from the drawdown date	174,375	186,000	November 30, 2028	February 28, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 18 equal quarterly instalments starting from 9 months from drawdown date	44,444	50,000	March 12, 2029	December 12, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	-	25,000	June 6, 2024	NA

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Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	25,000	-	May 30, 2025	May 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	50,000	-	June 9, 2025	June 9, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	25,000	-	May 30, 2025	May 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	10,472	-	June 19, 2028	September 19, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	23,997	-	December 28, 2025	December 28, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	25,000	-	December 29, 2025	December 29, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 16 equal quarterly instalments starting from 9 months from drawdown date	50,000	-	July 25, 2028	April 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 19 equal quarterly instalments starting from 6 months from drawdown date	18,947	-	September 23, 2029	March 28, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	2,400	-	March 25, 2026	March 24, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal quarterly instalments starting from 3 months from drawdown date	22,500	-	September 26, 2029	December 26, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	6,500	-	September 30, 2028	December 31, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	3,500	-	April 25, 2026	April 25, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal instalment starting from 3 months from drawdown date	28,500	-	November 21, 2029	February 21, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	7,500	-	June 3, 2026	June 3, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 18 equal instalment starting from 9 months from drawdown date	25,000	-	December 24, 2029	September 24, 2025

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(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 24 equal instalment starting from 15 months from drawdown date	200,000	-	December 31, 2031	March 30, 2026
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 20 quarterly instalments from the end of the quarter of the first disbursement	18,995	-	December 31, 2029	March 31, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	7,000	-	December 31, 2028	March 31, 2026
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 8 equal instalments starting from 3 months from drawdown date	26,250	-	December 31, 2026	March 31, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	25,000	-	April 23, 2026	April 23, 2026
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	5,000	-	September 19, 2026	September 19, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 16 equal instalments starting from 15 months from drawdown date	30,000	-	March 31, 2030	June 30, 2026
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	17,500	-	March 28, 2029	June 30, 2026
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal instalments starting from 3 months from drawdown date	50,000	-	March 31, 2030	June 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 16 equal instalments starting from 3 months from drawdown date	5,000	-	March 28, 2030	June 30, 2026

The contractual rate of interest for the above borrowings are in the range of 7.16% to 11.35 % per annum

A.2 Rupee Term Loan from Others

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 120 Equated Monthly Instalments	64,968	70,230	March 1, 2033	May 1, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 36 Equated Monthly Instalments	18,547	-	December 5, 2027	January 5, 2025

The contractual rate of interest for the above borrowing are in the range of 9.50% to 9.75 % per annum

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(Currency : Rs in lakhs)

A.3 FCNR Loan

Nature of Securities	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge on the standard assets including receivables present and future	Repayable after 65 months from drawdown date	-	31,215	June 14, 2024	NA
First pari-passu charge on the standard assets including receivables present and future	Repayable after 36 months from drawdown date	226,522	-	March 27, 2028	NA
First pari-passu charge on the standard assets including receivables present and future	Repayable after 36 months from drawdown date	85,480	-	May 28, 2027	NA

The contractual rate of interest for the above borrowing are in the range of 6.27% to 7.76% per annum.

B.1 Securitised Borrowings

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
Specific loan cash flows & underlying that are part of the Assignment pool	Repayable in 356 months from drawdown date	2,630	3,357	July 20, 2049	November 20, 2019
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 291 months from drawdown date	15,206	19,613	June 13, 2047	April 13, 2023
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 295 months from drawdown date	27,404	34,984	December 14, 2047	June 14, 2023
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	29,703	36,160	June 18, 2048	July 18, 2023
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	36,151	44,382	September 14, 2048	October 13, 2023
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 294 months from drawdown date	53,854	68,443	June 17, 2048	January 17, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 295 months from drawdown date	26,651	32,784	August 17, 2048	February 16, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	20,251	26,721	February 15, 2049	March 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 369 months from drawdown date	12,564	16,114	November 15, 2054	March 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	20,817	-	March 12, 2049	April 12, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	12,417	-	March 15, 2049	April 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 291 months from drawdown date	17,978	-	July 16, 2048	May 16, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 293 months from drawdown date	7,345	-	September 15, 2048	May 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 293 months from drawdown date	27,610	-	October 15, 2048	June 14, 2024

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(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 52 months from drawdown date	9,650	-	September 15, 2028	June 14, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 284 months from drawdown date	6,536	-	February 15, 2048	June 18, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 282 months from drawdown date	3,047	-	December 15, 2047	July 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 293 months from drawdown date	15,764	-	November 13, 2048	July 12, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	7,782	-	June 15, 2049	July 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 293 months from drawdown date	44,783	-	December 16, 2048	August 16, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 56 months from drawdown date	12,634	-	January 15, 2029	June 14, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 54 months from drawdown date	9,929	-	January 15, 2029	August 14, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 52 months from drawdown date	5,940	-	April 15, 2029	January 15, 2025
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 293 months from drawdown date	53,277	-	May 18, 2049	January 17, 2025
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 54 months from drawdown date	25,567	-	October 15, 2029	May 15, 2025

The contractual rate of interest for the above borrowings are in the range of 8.25% to 10% per annum

C.1 Working Capital Demand Loan from banks/short term borrowings :

Nature of Security	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts ,present and future	-	14,000

The rate of interest for the above borrowing is 8.90% per annum

16 Deposits

	As at March 31, 2025	As at March 31, 2024
Deposits in India		
Measured at amortised cost		
Intercorporate deposit from related party (unsecured) (Refer note 43)	-	45,000
Total	**-**	45,000

Intercorporate deposit from related party

Particulars	Terms of Repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
Intercorporate deposit	Repayable after Sixty months from drawdown date	-	30,000	June 25, 2025	NA
Intercorporate deposit	Repayable after Twelve months from drawdown date	-	15,000	February 27, 2025	NA

The effective costs for the above borrowings are in the range of 8.25% to 9.05% per annum

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(Currency : Rs in lakhs)

17 Subordinated Liabilities

	As at March 31, 2025	As at March 31, 2024
Subordinated Liabilities in India		
Measured at amortised cost		
Redeemable Non Convertible Debentures (unsecured)	12,751	12,723
Total	**12,751**	12,723

Redeemable Non Convertible Debentures

Particulars	Terms of Repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
1,276 (payable annually) 9.55% Unsecured, Subordinated, Tier II, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each having face value of Rs. 10,00,000	The NCD's are repayable after 10 years from the date of allotment	12,760	12,760	March 8, 2027	NA

The rate of interest for the above borrowings is 9.55% per annum

Notes:

(a) Property, Plant & Equipment, Investment and other assets are mortgaged / hypothecated to the extent of Rs. 6,131,273 Lakhs (As on March 31, 2024: Rs. 5,188,711 Lakhs) as a security against secured borrowings as at March 31, 2025.

(b) The Company has a covenant in its borrowing documents, which states that it shall comply with RBI Regulations in order to qualify as Non-Banking Finance Company – Housing Finance Company within March 31, 2024 or as extended by RBI. The Company could not fulfil the PBC criteria as on March 31, 2024 and March 31, 2025 and the Company has converted into NBFC-ICC with effect from April 4, 2025 and accordingly PBC requirement is no longer required w.e.f. April 4, 2025 (Refer note 53(a)) .

18 Other financial liabilities

	As at March 31, 2025	As at March 31, 2024
Lease liability	40,864	34,279
Payable to employees	12,151	9,575
Unclaimed dividend	20	60
Security and other deposits received	11	12
Amounts payable on Securitised Loans	26,993	42,401
Others*	31,666	43,970
Total	**111,705**	130,297

** includes liability towards sold portfolio etc.*

19 Current tax liabilities (net)

	As at March 31, 2025	As at March 31, 2024
Net provision for tax (net of advance tax of Rs. 130,354 Lakhs, March 31, 2024 Rs. 121,147 Lakhs)	14,784	7,911
Total	**14,784**	7,911

20 Provisions

	As at March 31, 2025	As at March 31, 2024
Provision for Employee Benefits		
Gratuity (Refer note 44 (i)(b))	1,440	327
Compensated absence (Refer note 44 (ii))	3,869	2,271
Others (Refer note 44 (iii))	11	9
Allowance for impairment on commitments (Refer note 47.4(b))	1,250	3,511
Total	**6,570**	6,118

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(Currency : Rs in lakhs)

21 Other non-financial liabilities

	As at March 31, 2025	As at March 31, 2024
Statutory dues payable	15,637	12,662
Fair Valuation Adjustment on Merger (Refer note 42B)	216,957	312,188
Advance received	17,818	26,684
	250,412	351,534

22 Equity Share Capital

	As at March 31, 2025	As at March 31, 2024
Authorized share capital:		
25,840,390,024 (March 31, 2024: 25,840,390,024) equity shares of Rs. 10 each	2,584,039	2,584,039
	2,584,039	2,584,039
2,500,000 (March 31, 2024: 2,500,000) Non-Convertible Redeemable Cumulative Preference Shares of Rs. 1,000 each	25,000	25,000
Total	**25,000**	25,000
Issued, subscribed and fully paid up equity share capital:		
Opening balance	2,336,469	2,136,469
Add: Issue of shares during the year	160,000	200,000
Total	**2,496,469**	2,336,469

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

Equity shares	**March 31, 2025**		March 31, 2024	
	No. of shares	**Amount**	No. of shares	Amount
At the beginning of the year	23,364,691,751	2,336,469	21,364,691,751	2,136,469
Add: Issue of shares during the year	1,600,000,000	160,000	2,000,000,000	200,000
Outstanding at the end of the year	**24,964,691,751**	**2,496,469**	23,364,691,751	2,336,469

Details of shares held by Promoter

Particulars	**March 31, 2025**		March 31, 2024	
	No. of shares	**% Holding**	No. of shares	% Holding
Piramal Enterprises Limited	24,964,691,751	100%	23,364,691,751	100%

Details of shareholder holding more than 5% shares in the Company

Particulars	**March 31, 2025**		March 31, 2024	
	No. of shares	**% Holding**	No. of shares	% Holding
Piramal Enterprises Limited	24,964,691,751	100%	23,364,691,751	100%

Shares held by holding company:

Particulars	**March 31, 2025**		March 31, 2024	
	No. of shares	**Amount**	No. of shares	Amount
Piramal Enterprises Limited	24,964,691,751	2,496,469	23,364,691,751	2,336,469

Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the balance sheet date:

Particulars	**Financial year**	**No. of shares**
Equity shares of Rs. 10 each allotted as fully paid-up pursuant to business combination	2021-22	21,364,691,751

The Company has only one class of equity shares having a face value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees.

There were no shares allotted as fully paid-up by way of bonus shares. There were no shares reserved for issue under options and contracts/ commitments for the sale of shares/disinvestment. There were no shares forfeited during the year.

In the event of liquidation of the Company, the holders of equity shares will be entitled to remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

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(Currency : Rs in lakhs)

23 Other equity

	As at March 31, 2025	As at March 31, 2024
Capital Reserve (refer note 23.1)	17,263	17,263
Securities Premium (refer note 23.2)	220,885	220,885
Cash flow hedging reserve (refer note 23.3)	(2,060)	165
Statutory reserve fund (refer note 23.4)	245,613	244,564
Amalgamation Adjustment Reserve (refer note 23.5)	(398,370)	(398,370)
Debt Instruments Measure through OCI (refer note 23.6)	1,107	1
Equity Instruments Measure through OCI (refer note 23.7)	15,677	7,653
Retained earnings (refer note 23.8)	(924,596)	(928,205)
Total	**(824,481)**	(836,044)

23.1 Capital reserve

	As at March 31, 2025	As at March 31, 2024
Opening balance	17,263	17,263
Add/(Less): Additions/deletions during the year	-	-
Closing Balance	**17,263**	17,263

Capital reserve has been created on account of business combination of earlier years.

23.2 Securities Premium

	As at March 31, 2025	As at March 31, 2024
Opening balance	220,885	220,885
Add/(Less): Additions/deletions during the year	-	-
Closing Balance	**220,885**	220,885

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

23.3 Cash flow hedging reserve

	As at March 31, 2025	As at March 31, 2024
Opening Balance	165	381
Add/(Less): Addition during the year (Refer note 48)	(2,225)	(216)
Closing Balance	**(2,060)**	165

The Company uses hedging instruments as part of its management of foreign currency risk and interest rate risk associated with variable interest rate borrowings, investment in floating rate bonds. For hedging foreign currency risk, the Company uses foreign currency forward contracts, which are designated as cash flow hedges. For hedging interest rate risk, the Company uses interest rate swaps which is also designated as cash flow hedges. To the extent these hedges are effective; the changes in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amount recognised in the cash flow hedging reserve is reclassified to profit or loss when the hedged item affects Statement of profit or loss (e.g. interest payments).

23.4 Statutory reserve fund

	As at March 31, 2025	As at March 31, 2024
Reserve fund U/s 29C of the NHB Act, 1987		
Opening Balance	244,564	244,564
Add/(Less): Addition during the year	1,049	-
Closing Balance	**245,613**	244,564

Reserve Fund is required to be maintained u/s 29C of the NHB Act, 1987 for Housing Finance Companies. During the year ended March 31, 2025, the Company has transferred an amount of Rs. 1,049 lakhs during the year being 20% of profit after tax. (March 31, 2024 Rs. NIL). Statutory Reserve can be utilised only for the purposes as may be specified by the NHB from time to time and every such utilisation is required to be reported to the NHB within twenty-one days from the date of such utilisation.

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

23.5 Amalgamation Adjustment Reserve

	As at March 31, 2025	As at March 31, 2024
Opening Balance	(398,370)	(398,370)
Add/(Less): Addition during the year	-	-
Closing Balance	**(398,370)**	(398,370)

Amalgamation adjustment reserve has been created on account of business combination done during the year 2021-22.

23.6 Debt Instruments Measure through OCI

	As at March 31, 2025	As at March 31, 2024
Opening Balance	1	(1,276)
Add/(Less): Addition during the year	1,106	1,277
Closing Balance	**1,107**	1

The Company recognises changes in the fair value of debt instruments held with a dual business objective of collect and sell in other comprehensive income. These changes are accumulated in the FVTOCI debt investments reserve. The Company transfers amounts from this reserve to Statement of profit or loss when the debt instrument is sold. Any impairment loss on such instruments is reclassified immediately to the Statement of Profit and Loss.

23.7 Equity Instruments Measure through OCI

	As at March 31, 2025	As at March 31, 2024
Opening Balance	7,653	6,720
Add/(Less): Addition during the year	8,024	933
Closing Balance	**15,677**	7,653

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated in the FVTOCI equity investments reserve. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

23.8 Retained earnings

	As at March 31, 2025	As at March 31, 2024
Opening Balance	(928,205)	(736,649)
Net profit/(loss) for the year	5,245	(191,135)
Other comprehensive income arising from remeasurement of defined benefit obligation net of income tax	(587)	(421)
Less: Transfer to statutory reserve fund	(1,049)	-
Closing Balance	**(924,596)**	(928,205)

Retained earnings are the profits that the Company has earned till date, less any transfers to statutory reserve and dividends paid to investors. The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the financial statements of the Company and also considering the requirements of the Companies Act, 2013. Thus, the amounts reported above are not distributable in entirely.

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

24 (i) Interest income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest income on financial assets measured at amortised cost:		
- on investments	12,125	24,679
- on loans and advances	653,356	545,012
Interest income- on investments measured at FVTPL	-	5,262
Interest income- on investments measured at FVTOCI	9,821	4,354
Interest income on Fixed deposits	10,147	7,000
Total	**685,449**	586,307

24 (ii) Dividend Income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Dividend income from equity shares*	-	-
Total	**-**	-

*Amount below 0.50 lakhs has been considered as 0. (Current year - 0.04 lakhs, Previous year - Nil)

25 Fees and commission income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Processing / arranger fees and other charges	43,224	56,699
Total	**43,224**	56,699

26 Other operating income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Recovery from written off accounts	15,390	23,252
Reversal of regulatory provision on Alternative Investment Funds*	73,855	-
Total	**89,245**	**23,252**

*Refer note 7 (c)

27 Other income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Other non-operating income	11,694	2,234
Net Gain on sale of property, plant and equipments & Other intangible assets	6,341	67
Interest on income tax refund	5,458	2,583
Total	**23,493**	4,884

28 Finance costs

	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest expense on financial liabilities measured at amortised cost:		
Interest on deposits	2,478	7,278
Interest on borrowings	175,619	122,167
Interest on debt securities	258,434	229,670
Interest on subordinated liabilities	1,253	1,254
Other interest expenses*	4,154	3,373
Total	**441,938**	363,742

* includes interest cost on lease liability & ineffective portion of derivative instrument taken for borrowings.

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

29 Fees and commission expense

	For the year ended March 31, 2025	For the year ended March 31, 2024
Other borrowing cost	2,135	1,763
Total	**2,135**	1,763

30 Net (Gain)/loss on fair value changes

	For the year ended March 31, 2025	For the year ended March 31, 2024
(a) (Gain)/Loss on investments measured at fair value		
Realised	(345)	(16,135)
Unrealised	47,147	99,979
(b) (Gain)/Loss on loans and advances measured at fair value		
Realised	(13,771)	(57,688)
Unrealised	288	92
Total	**33,319**	26,248

31 Net loss on derecognition of financial instruments-under amortised cost category

	For the year ended March 31, 2025	For the year ended March 31, 2024
Loss on derecognition of financial assets*	262,358	320,526
(Gain) on derecognition of financial assets**	(36,773)	(18,907)
Total	**225,585**	**301,619**

*This includes, amounts prudentially written off (technical write off) as per the Board approved policy of the Company. During the year ending March 31, 2025, the Company has prudentially written off certain loans from wholesale business amounting to Rs. 133,705 lakhs (March 31, 2024 - Rs. 52,536 Lakhs) and from retail business amounting to Rs 57,704 Lakhs (March 31, 2024 - Rs. 34,387 lakhs).

** Gain on derecognition of financial assets is primarily on account of transfer of loan book as part of direct assignment and co-lending.

32 Impairment allowances/(reversals) on financial instruments

	For the year ended March 31, 2025	For the year ended March 31, 2024
Measured at Amortised Cost		
Loans	(114,321)	(31,692)
Investments	(1,702)	(33,075)
Commitments	(2,261)	(1,982)
Others	690	117
Total	**(117,594)**	(66,632)

33 Employee benefits expenses

	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries and wages	116,547	70,750
Contribution to provident and other funds (refer note 44(i)(a))	6,272	3,563
Provision for leave encashment (refer note 44(ii))	1,539	842
Staff welfare expenses	8,020	4,812
Provision for gratuity (refer note 44(i)(b))	714	447
Share based payment expenses (refer note 44(iv))	3,795	5,493
Total	**136,887**	85,907

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

34 Other expenses

	For the year ended March 31, 2025	For the year ended March 31, 2024
Corporate social responsibility expenses (refer note 54)	-	6,750
Rent (refer note 37)	3,021	2,063
Rates and taxes, excluding taxes on income	896	2,630
Travelling and conveyance	5,251	3,248
Legal and professional fees	52,377	87,559
Royalty	5,717	5,237
Electricity expense	1,569	1,332
Repairs and maintenance	4,723	3,283
Business promotion and advertisement expenses	8,223	9,046
Postage and communication	2,649	2,026
Printing and stationery	886	787
Membership & subscription charges	7,040	5,816
Other expenses	1,829	1,863
Payments to auditors*		
- as auditor	338	501
- for other services	91	34
- for reimbursement of expenses	21	19
Total	**94,631**	1,32,194

**excludes fees amounting to Rs. 138 lakhs (previous year Rs. Nil) paid in relation to borrowings included under Other borrowing cost and/or finance cost as part of EIR.*

35 Income Taxes

a. Recognised in the statement of profit and loss

	For the year ended March 31, 2025	For the year ended March 31, 2024
Current Tax		
In respect of the current year	-	-
In respect of the previous years (Refer foot note (ii))	-	(52,932)
Deferred Tax		
In respect of the current year	-	(1,10,813)
Total	**-**	(1,63,745)

b. The income tax expense for the year can be reconciled to the accounting profit as follows:

	Effective tax rate reconciliation			
	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2025	Year ended March 31, 2024
Profit before tax from continuing operations	5,245	(354,880)	-	-
Income tax expense	1,320	(89,323)	25.17%	25.17%
Tax effect:				
(a) Effect of expenses that are not deductible in determining taxable profit -Donation	-	1,700	0.00%	-0.48%
(b) Deferred tax assets on Business Losses net of Provisions	-	(22,559)	0.00%	6.36%
(c) Differential Tax rate Impact	(517)	-	-9.86%	0.00%
(d) Deferred tax assets on Capital Loss	(738)	-	-14.07%	0.00%
(e) Others	(65)	(631)	-1.24%	0.18%
Total	**(0)**	(110,813)	**0.00%**	31.23%
Tax reversal for earlier years	-	(52,932)		
Income tax expense recognised in the statement of profit and loss	**(0)**	(163,745)		
Effective Tax Rate	**0.00%**	31.23%		

Notes:

(i) The tax rate used for the reconciliations above is the corporate tax rate of 25.17% as per new tax regime.

(ii) During the previous year, the Company has reversed excess provision for tax of Rs. 40,525 lakhs for assessment year 2022-23 post receipt of assessment order. Further, the Company has recognised tax refund for eDHFL for assessment year 2020-21 from income tax department of Rs. 12,407 lakhs as "Reversal of tax expenses – Earlier years."

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

36 Earnings per share (EPS)

Basic and diluted EPS is computed in accordance with Ind AS 33 'Earnings Per Share' specified under section 133 of the Companies Act, 2013.

The computation of earnings per share is set out below:

Description	**For the year ended March 31, 2025**	For the year ended March 31, 2024
Net profit/(loss) attributable to equity shareholders	5,245	(191,135)
Weighted average number of equity shares outstanding during the year for calculation of EPS	23,623,869,833	21,397,478,636
Basic and Diluted EPS of face value of Rs. 10	0.02	(0.89)

The basic and diluted EPS is same as there are no potential dilutive equity shares.

37 Lease disclosure as lessee

The Company's significant operating lease arrangements are mainly in respect of office/branch premises. These lease arrangements are for a period exceeding three to nine years and are in most cases renewable by mutual consent, on mutually agreeable terms. Details for the operating lease as lessee are as under:

Right-of-use assets

Right-of-use assets related to lease properties

Particulars	**As at March 31, 2025**	As at March 31, 2024
Opening Balance	29,600	23,945
Amortisation on ROU during the year	(8,083)	(7,125)
Addition to right-of-use assets	19,829	14,326
Derecognition of right-of-use assets (net)	(6,312)	(1,546)
Closing Balance	**35,034**	29,600

Lease liability

Lease liability movement

Particulars	**As at March 31, 2025**	As at March 31, 2024
Opening Balance	34,279	26,066
Add: Addition during the year	18,153	14,330
Add: Interest on lease liability	4,115	3,370
Less: Deletion during the year	(5,137)	(1,547)
Less: Lease rental payments	(10,546)	(7,940)
Closing Balance	**40,864**	34,279

Amount recognised in statement of profit and loss - Lease under Ind AS - 116

Particulars	**As at March 31, 2025**	As at March 31, 2024
Interest on lease liabilities	4,115	3,373
Income from sub-leasing right-of-use assets presented in 'Other Revenue'	30	98
Expenses Related to short-term lease	3,021	2,063
(Gain)/loss on pre-mature lease closure	501	201
Expenses related to leases of low-value assets, excluding short-term lease of low-value assets	-	-
Amortisation on ROU during the year	8,083	7,125

Amount recognised in the statement of cash flow

Particulars	**As at March 31, 2025**	As at March 31, 2024
Total Cashflow for lease	10,546	7,739

Contractual maturities of lease liabilities on an undiscounted basis

Particulars	**As at March 31, 2025**	As at March 31, 2024
Less than 1 year	10,737	8,834
1-3 years	19,580	18,393
3-5 years	11,555	8,995
More than 5 years	11,235	8,674

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

38 Disclosure under Micro, Small and Medium Enterprises Development Act, 2006

Under the Micro, Small and Medium Enterprises Development Act, 2006, ('MSMED') which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with company including confirmations sought from suppliers on registration with specified authority under MSMED, the amount of principal and interest outstanding during the year is given below.

Particulars	**As at March 31, 2025**	As at March 31, 2024
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	4,344	2,945
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	1
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	1,032	3,019
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	30	-
Further interest remaining due and payable for earlier years	-	-

39 (a) Contingent liabilities

Particulars	**As at March 31, 2025**	As at March 31, 2024
Claim against the Company not acknowledged as debt		
Dues towards Income Tax	50,283	7,846
Dues towards Goods and Services Tax	932	-
Guarantees provided by bank on behalf of Company	25	11,725
Claims against the Company not acknowledged as debts	1,024	810

The Company is of the view that the above demands may not devolve on the Company and hence no provision has been made.

The Company has a process whereby periodically all long term contracts are assessed for material foreseeable losses. At year end the Company has reviewed and ensured that adequate provision as required under any law / accounting standards for material foreseeable losses on such long term contracts has been made in the books of account.

The Company has also reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial statements.

39 (b) Capital & loan commitment

Particulars	**As at March 31, 2025**	As at March 31, 2024
Undisbursed loan commitments	304,070	346,988
Other Capital Commitments	1,240	3,915
Total	**305,310**	350,903

40 Segment reporting

The chief operational decision maker monitors its principle business segment i.e. 'financing segment' for the purpose of making decision about resource allocation and performance assessment. The Company is operating in a single reportable and geographical segment in accordance with Ind AS 108 - Operating Segments as notified u/s 133 of the Companies Act, 2013 and accordingly there are no separate reportable segments.

Further, no clients individually accounted for more than 10% of the revenue in financial year ended March 31, 2025 and March 31, 2024.

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

41 Significant transactions

(i) During the current year, the Company issued 16,000 lakhs equity shares through a rights issue at a face value of Rs. 10 each, aggregating to Rs. 160,000 lakhs to its holding company i.e. Piramal Enterprises Limited. The allotment was made on December 31, 2024 (10,000 lakhs equity shares) and March 26, 2025 (6,000 lakhs equity shares) the paid up equity share capital increased from Rs. 23,36,469 lakhs to Rs. 24,96,469 lakhs post rights issue. These proceeds are being directed towards the designated purposes of the issue and for general corporate utilization.

During the previous year, the Company issued 20,000 lakhs equity shares through a rights issue at a face value of Rs. 10 each, aggregating to Rs. 200,000 lakhs to its holding company (i.e. Piramal Enterprises Limited). The allotment was made on March 26, 2024 and the paid up Equity share capital increased from Rs. 21,36,469 lakhs to Rs. 23,36,469 lakhs post rights issue. These proceeds are being directed towards the designated purposes of the issue and for general corporate utilization.

(ii) During the year, the Company has sold its wholly owned subsidiaries namely, Piramal Finance Sales and Services Private Limited, DHFL Advisory & Investments Private Limited, and DHFL Holding Limited to Piramal Investment Advisory Services Private Limited, a wholly owned subsidiary of Piramal Enterprises Limited (Parent Company) for a consideration of Rs. 2,035 lakhs, Rs. 50 lakhs, and Rs. 4 lakhs respectively and cesses to subsidiary from January 17, 2025.

42A Interests in other entities

a Interest in Subsidiaries

The Company's subsidiaries at March 31, 2025 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Company, and the proportion of ownership interests held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business:

Sr. No.	Name of the Company	Principal place of business/ Country of incorporation	Ownership interest held by the group	Ownership interest held by non-controlling interests	Ownership interest held by the group	Ownership interest held by non-controlling interests	Principal Activity
			% voting power held as at March 31, 2025	% voting power held as at March 31, 2025	% voting power held as at March 31, 2024	% voting power held as at March 31, 2024	
1	DHFL Investments Limited	India	100%	-	100%	-	Financial Services
2	DHFL Advisory & Investments Private Limited*	India	-	-	100%	-	Financial Services
3	DHFL Holdings Limited*	India	-	-	100%	-	Financial Services
4	Piramal Payment Services Limited	India	100%	-	100%	-	Financial Services
5	Piramal Finance Sales and Services Private Limited*	India	-	-	100%	-	Manpower services
6	Piramal Agastya Offices Private Limited (formerly known as PRL Agastya Private Limited)	India	100%	-	100%	-	Leasing of Properties

** During the year, the Company has sold its wholly owned subsidiaries namely, Piramal Finance Sales and Services Private Limited, DHFL Advisory & Investments Private Limited, and DHFL Holding Limited to Piramal Investment Advisory Services Private Limited, a wholly owned subsidiary of Piramal Enterprises Limited (Parent Company) for a consideration of Rs. 2035 lakhs, Rs. 50 lakhs, and Rs. 4 lakhs respectively and cesses to subsidiary from January 17, 2025.*

b Interest in Joint Venture

Sr. no.	Name of the Company	Principal place of business/Country of incorporation	Ownership interest held by the group	Ownership interest held by the group
			March 31, 2025	March 31, 2024
1	Pramerica Life Insurance Limited *	India	50%	50%

** Investment through subsidiary (i.e. DHFL Investments Limited)*

c Interest in Associate

Sr. no.	Name of the Company	Principal place of business/Country of incorporation	Ownership interest held by the group	Ownership interest held by the group
			March 31, 2025	March 31, 2024
1	DHFL Ventures Trustee Company Private Limited *	India	45%	45%

** Investment through subsidiary (i.e. DHFL Investments Limited)*

(Currency : Rs in lakhs)

42B Amalgamation of Dewan Housing Finance Corporation Limited with erstwhile Piramal Capital & Housing Finance Limited

During financial year 2021-22, pursuant to the Resolution plan in respect of the Corporate Insolvency Resolution Process of Dewan Housing Finance Corporation Limited ("DHFL"), as approved by the Mumbai Bench of the Hon'ble National Company Law Tribunal, the Company merged into DHFL and concluded acquisition on September 30, 2021 (Implementation Date). The aforementioned business combination was accounted as a reverse acquisition for financial reporting purposes in accordance with Ind AS 103. In accordance with the aforesaid resolution plan, the Company had recognized Group A assets (loans) at gross book value with provision for impairment being presented as a reduction from such gross book values as appearing in the financial statements of DHFL immediately prior to the implementation date. Difference between such carrying value (gross values as reduced by provision for impairment) and fair value on the acquisition date is separately presented as a liability under fair value adjustment which currently aggregates to Rs. 216,957 lakhs, which is different from the presentation requirements of Ind AS 32, Financial Instruments Presentation, that requires such adjustment to be netted off with the book value of corresponding assets.

The Company holds 100% of equity share capital of DHFL Investments Limited (DIL). The wholly owned subsidiary of the Company, DIL holds 50% of equity share capital of Pramerica Life Insurance Company Limited (PLIL). Pursuant to the approval of the Resolution Plan by the Hon'ble NCLT (which has been affirmed by the Hon'ble Supreme Court on April 1, 2025), WGC and a limited liability partnership by the name of TDH Realty LLP, have pursued litigations in relation to the Resolution Plan, purportedly as the ultimate beneficiary of the CCDs. However, the litigation initiated by TDH Realty LLP before the NCLAT was disposed of as withdrawn by an order dated 27 September 2023, pursuant to settlement between the parties. Based on the approval of the Resolution Plan by Hon'ble NCLT, the Company has considered DIL as a subsidiary given its ability to exercise control over DIL with effect from the implementation date as per the Resolution Plan. Based on the evaluation of rights available under the shareholders agreement, PLIL has been considered as a joint venture and has been accounted based on equity method of accounting in the consolidated financial statements. Accordingly, the consolidated statement of profit and loss includes the Company's share of profit / (loss) of PLIL with effect from the implementation date.

According to the Resolution Plan, while the fraudulent loan accounts are valued at Rs. 1, the distribution of proceeds from recovery of fraudulent loans should go to the Successful Resolution Applicant (SRA). The aforesaid has been affirmed by the Hon'ble Supreme Court on April 1, 2025.

43 Information in accordance with the requirements of Indian Accounting Standard 24 & as per Scale Based Regulations ("SBR") on Related Party Disclosures.

List of Related Parties

A. Holding company

Piramal Enterprises Limited ("PEL")

B. Subsidiaries

DHFL Investments Limited ("DIL")
Piramal Payment Services Limited
Piramal Agastya Offices Private Limited (formerly known as PRL Agastya Private Limited)
DHFL Advisory & Investments Private Limited (till January 16, 2025)
DHFL Holdings Limited (till January 16, 2025)
Piramal Finance Sales & Services Private Limited (till January 16, 2025)

C. Fellow subsidiaries having transaction during the year

Piramal Fund Management Private Limited
Piramal Corporate Tower Private Limited (formerly known as Piramal Consumer Products Private Limited)
Piramal Investment Advisory Services Private Limited
Piramal Finance Sales & Services Private Limited (w.e.f. January 17, 2025)
DHFL Advisory & Investments Private Limited (w.e.f. January 17, 2025)
DHFL Holdings Limited (w.e.f. January 17, 2025)

D. Other related parties having transaction during the year

Semplice Corporate Solutions Private Limited (formerly known as Aasan Corporate Solutions Private Limited)
India Resurgence Asset Management Business Private Limited
India Resurgence ARC Private Limited
Piramal Corporate Services Private Limited
Piramal Alternatives Private Limited
Piramal Foundation for Educational Leadership
Piramal Foundation
Piramal Pharma Limited
Kaivalya Education Foundation
Piramal Trusteeship Services Private Limited
Social Worth Technologies Private Limited
Pramerica Life Insurance Limited (Joint Venture of DIL)
Economic Laws practise
Analog Legalhub Technology Private Limited
PRL Developers Private Limited

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

E. Key Management Personnel

Mr. Ajay G. Piramal - Chairman and Non-Executive Director
Dr. (Mrs.) Swati A. Piramal - Vice Chairman and Non-Executive Director
Mr. Anand Piramal - Non-Executive Director
Mr. Jairam Sridharan - Chief Executive Officer and Managing Director
Mr. Vikash Singhla - Chief Financial Officer
Mr. Bipin Singh - Company Secretary (till October 16, 2024)
Ms. Urmila Rao - Company Secretary (Appointed w.e.f. October 23, 2024)

F. Non-Executive/Independent Directors

Mr. Suhail Nathani
Mr. Puneet Dalmia
Mr. Gautam Doshi
Mr. Kunal Bahl (Appointed w.e.f. March 20, 2024)

G. Details of transactions with related parties

Details of Transactions	Holding Company		Subsidiaries		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Rent expenses										
- Semplice Corporate Solutions Private Limited	-	-	-	-	-	-	-	572	-	572
- Piramal Corporate Tower Private Limited	-	-	-	-	656	200	-	-	656	200
- Piramal Agastya Offices Private Limited	-	-	3,153	2,192	-	-	-	-	3,153	2,192
TOTAL	**-**	**-**	**3,153**	**2,192**	**656**	**200**	**-**	**572**	**3,809**	**2,963**
Royalty Expenses										
- Piramal Corporate Services Private Limited	-	-	-	-	-	-	5,245	4,805	5,245	4,805
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**5,245**	**4,805**	**5,245**	**4,805**
Premium expenses										
- Pramerica Life Insurance Limited	-	-	-	-	-	-	501	253	501	253
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**501**	**253**	**501**	**253**
Service Fees Income (including reimbursement)										
- Piramal Enterprises Limited	165	347	-	-	-	-	-	-	165	347
TOTAL	**165**	**347**	**-**	**-**	**-**	**-**	**-**	**-**	**165**	**347**
Donation expense										
- Piramal Foundation for Educational Leadership	-	-	-	-	-	-	-	1,632	-	1,632
- Piramal Foundation	-	-	-	-	-	-	-	1,852	-	1,852
- Kaivalya Education Foundation	-	-	-	-	-	-	-	532	-	532
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**4,016**	**-**	**4,016**
Purchase of services										
- Piramal Trusteeship Services Private Limited	-	-	-	-	-	-	21	8	21	8
- Piramal Fund Management Private Limited	-	-	-	-	293	-	-	-	293	-
- Analog Legalhub Technology Private Limited	-	-	-	-	-	-	-	45	-	45
- Economic Laws practise	-	-	-	-	-	-	3	-	3	-
- Social Worth Technologies Private Limited	-	-	-	-	-	-	937	487	937	487
- Piramal Finance Sales & Services Private Limited	-	-	209	30,530	65	-	-	-	274	30,530
TOTAL	**-**	**-**	**209**	**30,530**	**358**	**-**	**961**	**540**	**1,528**	**31,070**

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

Details of Transactions	Holding Company		Subsidiaries		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Reimbursement of expenses paid										
- Semplice Corporate Solutions Private Limited	-	-	-	-	-	-	11	29	11	29
- Piramal Corporate Tower Private Limited	-	-	-	-	23	13	-	-	23	13
- Piramal Enterprises Limited	135	4	-	-	-	-	-	-	135	4
- Piramal Foundation for Educational Leadership	-	-	-	-	-	-	93	2	93	2
- Piramal Payment Services Limited	-	-	4	-	-	-	-	-	4	-
- Piramal Corporate Services Private Limited	-	-	-	-	-	-	103	-	103	-
- Piramal Agastya Offices Private Limited	-	-	174	102	-	-	-	-	174	102
TOTAL	**135**	**4**	**178**	**102**	**23**	**13**	**207**	**31**	**543**	**149**
Reimbursement of expenses received										
- Piramal Corporate Services Private Limited	-	-	-	-	-	-	-	4	-	4
- Piramal Alternatives Private Limited	-	-	-	-	-	5	-	-	-	5
- India Resurgence ARC Private Limited		-	-	-	-	-	6	-	6	-
- India Resurgence Asset Management Private Limited	-	-	-	-	-	-	6	-	6	-
TOTAL	**-**	**-**	**-**	**-**	**-**	**5**	**12**	**4**	**12**	**9**
Sale/Transfer of Assets/Fixed Assets										
- Piramal Pharma Limited	-	-	-	-	-	-	-	10	-	10
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**10**	**-**	**10**
Reimbursement of expenses recovered										
- Piramal Fund Management Private Limited	-	-	-	-	116	-	-	-	116	-
- Piramal Payment Services Limited	-	-	1	-	-	-	-	-	1	-
- Piramal Agastya Offices Private Limited	-	-	2	-	-	-	-	-	2	-
- Piramal Finance Sales & Services Private Limited	-	-	142	-	1	-	-	-	143	-
- DHFL Holding Limited	-	-	-	-	1	-	-	-	1	-
- DHFL Advisory and Investments Private Limited	-	-	-	-	1	-	-	-	1	-
- DHFL Investments Limited	-	-	1	-	-	-	-	-	1	-
TOTAL	**-**	**-**	**146**	**-**	**119**	**-**	**-**	**-**	**265**	**-**
Reimbursement of ESOP expenses										
- Piramal Enterprises Limited	3,795	5,493	-	-	-	-	-	-	3,795	5,493
TOTAL	**3,795**	**5,493**	**-**	**-**	**-**	**-**	**-**	**-**	**3,795**	**5,493**
Interest expense										
- Piramal Enterprises Limited	2,478	7,278	-	-	-	-	-	-	2,478	7,278
- Pramerica Life Insurance Limited	-	-	-	-	-	-	171	180	171	180
TOTAL	**2,478**	**7,278**	**-**	**-**	**-**	**-**	**171**	**180**	**2,650**	**7,458**

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

Details of Transactions	Holding Company		Subsidiaries		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Interest Income										
- Piramal Agastya Offices Private Limited	-	-	981	2,515	-	-	-	-	981	2,515
TOTAL	**-**	**-**	**981**	**2,515**	**-**	**-**	**-**	**-**	**981**	**2,515**
Insurance Commission Income										
- Pramerica Life Insurance Limited	-	-	-	-	-	-	14,311	10,232	14,311	10,232
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**14,311**	**10,232**	**14,311**	**10,232**
Advertisement & Marketing Income										
- Pramerica Life Insurance Limited	-	-	-	-	-	-	1,158	-	1,158	-
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**1,158**	**-**	**1,158**	**-**
Assignment Service Income										
- Piramal Enterprises Limited	1,333	1,288	-	-	-	-	-	-	1,333	1,288
TOTAL	**1,333**	**1,288**	**-**	**-**	**-**	**-**	**-**	**-**	**1,333**	**1,288**
Lease Rent Income (including reimbursement)										
- Piramal Enterprises Limited	7	86	-	-	-	-	-	-	7	86
- Piramal Fund Management Private Limited	-	-	-	-	4	-	-	-	4	-
- Pramerica Life Insurance Limited	-	-	-	-	-	-	16	13	16	13
TOTAL	**7**	**86**	**-**	**-**	**4**	**-**	**16**	**13**	**27**	**99**
ICD Taken										
- Piramal Enterprises Limited	110,000	400,000	-	-	-	-	-	-	110,000	400,000
TOTAL	**110,000**	**400,000**	**-**	**-**	**-**	**-**	**-**	**-**	**110,000**	**400,000**
ICD repaid										
- Piramal Enterprises Limited	155,000	385,000	-	-	-	-	-	-	155,000	385,000
TOTAL	**155,000**	**385,000**	**-**	**-**	**-**	**-**	**-**	**-**	**155,000**	**385,000**
Repayment of ICD Given										
- Piramal Agastya Offices Private Limited	-	-	15,000	12,100	-	-	-	-	15,000	12,100
TOTAL	**-**	**-**	**15,000**	**12,100**	**-**	**-**	**-**	**-**	**15,000**	**12,100**
Partial redemption of NCD										
- Pramerica Life Insurance Limited	-	-	-	-	-	-	146	146	146	146
TOTAL	**-**	**-**			**-**	**-**	**146**	**146**	**146**	**146**
Purchase of Loans/Investments										
- Piramal Enterprises Limited	42,661	-	-	-	-	-	-	-	42,661	-
TOTAL	**42,661**	**-**			**-**	**-**	**-**	**-**	**42,661**	**-**
Loan portfolio transferred to										
- Piramal Enterprises Limited	-	302,840	-	-	-	-	-	-	-	302,840
TOTAL	**-**	**302,840**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**302,840**
FLDG Recovery										
- Social Worth Technologies Private Limited	-	-	-	-	-	-	330	1,078	330	1,078
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	330	**1,078**	**330**	**1,078**

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

Details of Transactions	Holding Company		Subsidiaries		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Security Deposit Refunded										
- Piramal Corporate Tower Private Limited	-	-	-	-	93	-	-	-	93	-
TOTAL	**-**	**-**	**-**	**-**	**93**	**-**	**-**	**-**	**93**	**-**
Security deposit placed										
- Semplice Corporate Solutions Private Limited	-	-	-	-	-	-	-	12	-	12
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**12**	**-**	**12**
Investment in shares										
- Piramal Payment Services Limited	-	-	150	-	-	-	-	-	150	-
- Piramal Agastya Offices Private Limited	-	-	-	14,580	-	-	-	-	-	14,580
- DHFL Holding Limited	-	-	-	5	-	-	-	-	-	5
TOTAL	**-**	**-**	**150**	**14,585**	**-**	**-**	**-**	**-**	**150**	**14,585**
Issue of Shares										
- Piramal Enterprises Limited	160,000	200,000	-	-	-	-	-	-	160,000	200,000
TOTAL	**160,000**	**200,000**	**-**	**-**	**-**	**-**	**-**	**-**	**160,000**	**200,000**
Sale of Investment in subsidiaries										
- Piramal Investment Advisory Services Private Limited	-	-	-	-	2,089	-	-	-	2,089	-
TOTAL	**-**	**-**	**-**	**-**	**2,089**	**-**	**-**	**-**	**2,089**	**-**
Acquisition of shares of Subsidiaries from										
- PRL Developers Private Limited (Refer note 7)	-	-	-	-	-	-	-	758	-	758
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**758**	**-**	**758**

All the above figures are excluding GST.

H. Compensation paid to Directors, Key Managerial Personnel and it's relatives

The compensation of directors and other members of key managerial personnel and its relatives during the year was as follows:

		March 31, 2025	March 31, 2024
1.	Short term employee benefits (including reimbursement of expenses)	1,218	607
2.	Post employment benefits #	26	21
3.	Share based payment *	828	2,002
4.	Sitting fees and reimbursement to non-executive/independent directors	32	33
TOTAL		**2,104**	2,663

 # Expenses towards gratuity, pension, leave encashment and leave travel allowance provisions are determined actuarially on overall Company basis at the end of each year and, accordingly, have not been considered in the above information.

**6,139 ESOPs (March 31, 2024 -4,81,968 ESOPs) have been granted by the Holding Company to Key managerial personnel during the year 2024-25. During the year ending March 31, 2025, 2,43,008 options have been exercised. (March 31, 2024-Nil)*

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

I. **Details of balances with related parties**

	Holding Company		Subsidiaries		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Net Payable (includes provision for expenses)										
- Piramal Enterprises Limited	9,349	13,729	-	-	-	-	-	-	9,349	13,729
- Analog Legalhub Technology Private Limited	-	-	-	-	-	-	-	44	-	44
- Social Worth Technologies Private Limited	-	-	-	-	-	-	39	164	39	164
- Piramal Corporate Services Private Limited	-	-	-	-	-	-	52	-	52	-
- Piramal Fund Management Private Limited	-	-	-	-	235	-	-	-	235	-
- Piramal Foundation for Educational Leadership	-	-	-	-	-	-	53	2	53	2
- Piramal Corporate Tower Private Limited	-	-	-	-	2	82	-	-	2	82
- Piramal Finance Sales & Services Private Limited	-	-	-	798	-	-	-	-	-	798
- Piramal Agastya Offices Private Limited	-	-	13	11	-	-	-	-	13	11
TOTAL	**9,349**	**13,729**	**13**	**809**	**238**	**82**	**144**	**210**	**9,743**	**14,830**
ICD Payable										
- Piramal Enterprises Limited	-	45,000	-	-	-	-	-	-	-	45,000
TOTAL	**-**	**45,000**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**45,000**
Net Receivables										
- Piramal Corporate Services Private Limited	-	-	-	-	-	-	-	108	-	108
- Piramal Alternatives Private Limited	-	-	-	-	-	6	-	-	-	6
- Piramal Trusteeship Services Private Limited	-	-	-	1	-	-	-	-	-	1
- Pramerica Life Insurance Limited	-	-	-	-	-	-	3,359	3,623	3,359	3,623
TOTAL	**-**	**-**	**-**	**1**	**-**	**6**	**3,359**	**3,731**	**3,359**	**3,738**
NCD Outstanding (including interest accrued)										
- Pramerica Life Insurance Limited	-	-	-	-	-	-	2,408	2,554	2,408	2,554
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**2,408**	**2,554**	**2,408**	**2,554**
ICD Receivable										
- Piramal Agastya Offices Private Limited	-	-	-	15,000	-	-	-	-	-	15,000
TOTAL	**-**	**-**	**-**	**15,000**	**-**	**-**	**-**	**-**	**-**	**15,000**
Security Deposits received										
- Pramerica Life Insurance Limited	-	-	-	-	-	-	7	7	7	7
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**7**	**7**	**7**	**7**
Security Deposits paid										
- Piramal Corporate Tower Private Limited	-	-	-	-	259	352	-	-	259	352
- Piramal Agastya Offices Private Limited	-	-	1,307	1,307	-	-	-	-	1,307	1,307
TOTAL	**-**	**-**	**1,307**	**1,307**	**259**	**352**	**-**	**-**	**1,566**	**1,659**

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

	Holding Company		Subsidiaries		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Investments										
- DHFL Advisory & Investments Private Limited	-	-	-	-	-	-	-	-	-	-
- DHFL Holding Limited	-	-	-	6	-	-	-	-	-	6
- DHFL Investments Limited	-	-	102,064	102,064	-	-	-	-	102,064	102,064
- Social Worth Technologies Private Limited*	-	-	-	-	-	-	27,132	19,066	27,132	19,066
- Piramal Agastya Offices Private Limited	-	-	23,592	23,592	-	-	-	-	23,592	23,592
- Piramal Payment Services Limited	-	-	700	550	-	-	-	-	700	550
- Piramal Finance Sales & Services Private Limited	-	-	-	30	-	-	-	-	-	30
TOTAL	**-**	**-**	**126,356**	**126,242**	**-**	**-**	**27,132**	**19,066**	**153,488**	**145,308**

(* 'Social Worth Technologies Private Limited' has lien marked fixed deposit in favour of the Company amounting to Rs. 1,381 lakhs (March 31, 2024 - Rs. 1,050 lakhs) as FLDG cover against future delinquencies)

J. Details of maximum outstanding balances with related parties

	Holding Company		Subsidiaries		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
ICD Given										
- Piramal Agastya Offices Private Limited	-	-	15,000	27,100	-	-	-	-	15,000	27,100
TOTAL	**-**	**-**	**15,000**	**27,100**	**-**	**-**	**-**	**-**	**15,000**	**27,100**
ICD Taken										
- Piramal Enterprises Limited	135,000	400,000	-	-	-	-	-	-	135,000	400,000
TOTAL	**135,000**	**400,000**	**-**	**-**	**-**	**-**	**-**	**-**	**135,000**	**400,000**
NCD Outstanding										
- Pramerica Life Insurance Limited	-	-	-	-	-	-	2,698	2,698	2,698	2,698
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**2,698**	**2,698**	**2,698**	**2,698**
Security Deposit received										
- Pramerica Life Insurance Limited	-	-	-	-	-	-	7	7	7	7
TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**7**	**7**	**7**	**7**
Security Deposit										
- Piramal Agastya Offices Private Limited	-	-	1,307	1,307	-	-	-	-	1,307	1,307
- Piramal Corporate Tower Private Limited	-	-	-	-	352	352	-	-	352	352
- Semplice Corporate Solutions Private Limited	-	-	-	-	-	-	-	352	-	352
TOTAL	**-**	**-**	**1,307**	**1,307**	**352**	**352**	**-**	**352**	**1,660**	**2,011**
Investments										
- DHFL Advisory & Investments Private Limited	-	-	-	-	-	-	-	-	-	-
- DHFL Holding Limited	-	-	6	6	-	-	-	-	6	6
- DHFL Investments Limited	-	-	102,064	102,064	-	-	-	-	102,064	102,064
- Social Worth Technologies Private Limited	-	-	-	-	-	-	28,213	19,066	28,213	19,066
- Piramal Agastya Offices Private Limited	-	-	23,592	23,592	-	-	-	-	23,592	23,592
- Piramal Payment Services Limited	-	-	700	550	-	-	-	-	700	550
- Piramal Finance Sales & Services Private Limited	-	-	30	30	-	-	-	-	30	30
TOTAL	**-**	**-**	**126,392**	**126,242**	**-**	**-**	**28,213**	**19,066**	**154,605**	**145,308**

(All the transactions are at Arm's Length and there are no non cash transactions with Holding Company)

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

44 Employee Benefits:

(Currency : Rs in lakhs)

(i)(a) Charge to the Standalone Statement of Profit and Loss based on Defined Contribution Plans

	March 31, 2025	March 31, 2024
Employer's contribution to Regional Provident Fund Office	5,908	3359
Contribution to Pension Fund	244	204
Employer's contribution to Employees' State Insurance	120	-

(i)(b) Disclosures for defined benefit plans based on actuarial valuation reports as on March 31, 2025

The Company has scheme for gratuity as part of post retirement plan. The Company has a defined benefit gratuity plan in India which is funded. The Company's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund.

The fund is managed by Employees Group Gratuity Trusts which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

		Gratuity (Funded) Year Ended March 31, 2025	Gratuity (Funded) Year Ended March 31, 2024
A.	**Change in Projected Benefit Obligation**		
	Present Value of Benefit Obligation as at beginning of the year	4,374	3,466
	Interest Cost	311	250
	Current Service Cost	691	445
	Past Service Cost	-	18
	Liability transferred in	97	-
	Liability Transferred Out/ Divestments	(52)	-
	Benefits paid by Employer	(431)	(454)
	Benefit Paid From the Fund	-	-
	Actuarial (Gains)/Losses on Obligations - Due to change in demographic assumptions	546	43
	Actuarial (Gains)/Losses on Obligations - Due to change in financial assumptions	(89)	7
	Actuarial (Gains)/Losses on Obligations - Due to experience	602	599
	Present Value of Defined Benefit Obligation as at the end of the year	**6,049**	4,374
B.	**Fair value of plan assets**		
	Fair Value of Plan Assets as at beginning of the year	4,046	3,693
	Interest income	288	266
	Contributions by the Employer	-	-
	Assets transferred in/ Acquisition	-	-
	Benefit Paid from the Fund	-	-
	Return on Plan Assets, Excluding Interest Income	275	87
	Fair value of plan assets as at the end of the year	**4,609**	4,046
C.	**Amount recognised in the Balance Sheet**		
	Present Value of Benefit Obligation at the end of the year	(6,049)	(4,374)
	Fair Value of Plan Assets at the end of the year	4,609	4,046
	Funded Status (surplus/ (deficit))	(1,440)	(327)
	Net (Liability)/Asset Recognized in the Balance Sheet	**(1,440)**	**(327)**
D.	**Net interest cost for current year**		
	Present Value of Benefit Obligation at the Beginning of the year	4,374	3,466
	(Fair Value of Plan Assets at the Beginning of the year)	(4,046)	(3,693)
	Net Liability/(Asset) at the Beginning	327	(227)
	Interest Cost	311	250
	(Interest Income)	(288)	(266)
	Net Interest Cost/(Income) for current year	**23**	(16)

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

		Gratuity (Funded) Year Ended March 31, 2025	Gratuity (Funded) Year Ended March 31, 2024
E.	**Expenses recognised in Statement of Profit and Loss**		
	Current Service Cost	691	445
	Interest Cost	23	(16)
	Past Service Cost	-	18
	Total expenses recognised in the statement of profit and loss	**714**	447
F.	**Expenses Recognized in the Other Comprehensive Income (OCI) for current year**		
	Actuarial (Gains)/Losses on Obligations	1,059	649
	Return on Plan Assets, Excluding Interest Income	(275)	(87)
	Net expense for the year recognized in OCI	**784**	562
G.	**Principal actuarial assumptions used:**		
	Rate of discounting	6.54%	7.14%
	Rate of salary increase	9.00%	10.00%
	Rate of employee turnover	CMML : 10% Partner Function : 25% Retail Finance Group - Band 1 & Above : 20% Retail Finance Group - Band G : 60% Wholesale Group : 20%	CMML : 15% Partner Function : 20% Retail Finance Group : 30% Wholesale Group : 23%
	Mortality rate during employment	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
		March 31, 2025	March 31, 2024
H.	**Balance Sheet Reconciliation**		
	Opening Net Liability	327	(227)
	Expenses Recognized in Statement of Profit or Loss	714	447
	Expenses Recognized in OCI	784	562
	Net Liability/(Asset) Transfer In	97	-
	Net (Liability)/Asset Transfer Out	(52)	-
	Benefit Paid	(431)	(454)
	(Employer's Contribution)	-	-
	Net Liability/(Asset) Recognized in the Balance Sheet	**1,440**	327
I.	**Category of Assets**	**March 31, 2025**	March 31, 2024
	Insurance fund	4,609	4,046
	Total	**4,609**	4,046
J.	**Other Details**	**March 31, 2025**	March 31, 2024
	No of active members	15,789	5,873
	Per Month Salary For Active Members	3,729	2,363
	Weighted average duration of the projected benefit obligation	5	4
	Average expected future service	2	2
	Defined benefit obligation (DBO) - Total	6,049	4,374
	Defined benefit obligation (DBO) - Due but not paid	42	18
	Prescribed contribution for next year (12 Months)	2,544	921

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

K.	**Net Interest Cost for Next Year**	**March 31, 2025**	March 31, 2024
	Present value of benefit obligation at the end of the year	6,049	4,374
	Fair value of plan assets at the end of the year	(4,609)	(4,046)
	Net liability/(asset) at the end of the year	**1,440**	328
	Interest cost	393	311
	(Interest Income)	(299)	(288)
	Net Interest Cost / (Income) for Next Year	**94**	23

L.	**Expenses Recognized in the Statement of Profit or Loss for Next Year**	**March 31, 2025**	March 31, 2024
	Current Service Cost	1,104	594
	Net Interest Cost	94	23
	(Expected Contributions by the Employees)	-	-
	Expenses Recognized for Next Year	**1,198**	617

M.	**Maturity Analysis of the Benefit Payments: from the employer**	**March 31, 2025**	March 31, 2024
	Projected benefits payable in future Years from the date of reporting		
	1st Following Year	1,049	1,043
	2nd Following Year	807	808
	3rd Following Year	897	740
	4th Following Year	810	646
	5th Following Year	741	532
	Sum of Years 6 To 10	2,323	1,261
	Sum of Years 11 and above	1,608	464

N.	**Sensitivity Analysis**	**March 31, 2025**	March 31, 2024
	Projected Benefits Payable in Future Years From the Date of Reporting		
	Projected Benefit Obligation on Current Assumptions	6,049	4,374
	Delta Effect of +1% Change in Rate of Discounting	(230)	(134)
	Delta Effect of -1% Change in Rate of Discounting	251	105
	Delta Effect of +1% Change in Rate of Salary Increase	243	101
	Delta Effect of -1% Change in Rate of Salary Increase	(227)	(132)
	Delta Effect of +1% Change in Rate of Employee Turnover	(73)	(56)
	Delta Effect of -1% Change in Rate of Employee Turnover	76	20

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the Defined Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Notes:

Gratuity is payable as per Company's scheme as detailed in the report.

Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.

Salary escalation and attrition rate are in line with the industry practice considering promotion and demand and supply of the employees.

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above.

Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.

Weighted Average Duration of the Defined Benefit Obligation is the weighted average of cash flow timing, where weights are derived from the present value of each cash flow to the total present value.

Any benefit payment and contribution to plan assets is considered to occur end of the year to depict liability and fund movement in the disclosures.

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(Currency : Rs in lakhs)

Value of asset provided by the entity is not audited by us and the same is considered as unaudited fair value of plan asset as on the reporting date.

In absence of specific communication as regards contribution by the entity, Expected Contribution in the next year is considered as the sum of net liability/assets at the end of the current year and current service cost for next year, subject to maximum allowable contribution to the Plan Assets over the next year as per the Income Tax Rules.

Qualitative Disclosures

- Characteristics of defined benefit plan

The entity has a defined benefit gratuity plan in India (funded). The entity's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Gratuity is a defined benefit plan and entity is exposed to the Following Risks:

Interest rate risk

A fall in the discount rate which is linked to the G.Sec rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk

The plan faces the ALM risk as to the matching cash flow. Company has to manage pay-out based on pay as you go basis from own funds. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk

Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk:

Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very low as insurance companies have to follow stringent regulatory guidelines which mitigate risk.

- Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

- A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

(ii) Compensated Absences

Particulars	Compensated absence (Funded)	Compensated absence (Funded)
	Year Ended	Year Ended
	March 31, 2025	March 31, 2024
Expense recognised in the Statement of Profit and Loss	1,539	842
Discount rate (p.a.)	6.54% p.a.	7.14% p.a.
Salary escalation rate (p.a.)	9% p.a.	10% p.a.
Amount recognised in the Balance Sheet		
Present Value of Benefit Obligation at the end of the year	3,876	2,863
Fair Value of Plan Assets at the end of the year	6	593
Funded Status (surplus/ (deficit))	(3,869)	(2,271)
Net (Liability)/Asset Recognized in the Balance Sheet	**(3,869)**	**(2,271)**

(iii) Long term service employee benefits

During the year, the Company has recognised long term service reward aggregating to Rs. 11 lakhs (March 31, 2024 - Rs 9 lakhs) which is unfunded.

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

(iv) Share Based payment

The Holding Company (i.e. Piramal Enterprises Limited "PEL") has issued stock options to certain employees of the Company. These transactions are recognized as equity-settled share based payment transactions. The Scheme allows the Grant of Stock Options to employees of the Company that meet the eligibility criteria. Each option comprises one underlying Equity Share.

The stock compensation expense is determined based on fair value of options and the holding company's estimate of options that will eventually vest and is recognised over the vesting period in the statement of profit and loss with corresponding increase in liability payable to holding company as the cost is recovered by the holding company in entirety

Employee Stock Option Scheme and related scheme wise details are as follows

Particulars	For 1/3 vesting start - March 31, 2024	For 1/4 vesting start - May 1, 2024	For 1/3 vesting start - August 1, 2025
Date of Grant	March 31, 2023	March 31, 2023	March 31, 2023
Number of options granted	238,898	309,663	21,971
Number of options exercisable as on March 31, 2024	72,997	-	-
Number of options exercisable as on March 31, 2025	32,002	-	-
Exercise price per option	2	2	2
Vesting Commencement date	31-Mar-24	01-May-24	01-Aug-25
Vesting period	28 Months	38 Months	52 Months
Date of vesting	1/3 on March 31, 2024 1/3 on August 1, 2024 1/3 on August 1, 2025	1/4 on May 1, 2024 1/4 on June 1, 2024 1/4 on June 1, 2025 1/4 on June 1, 2026	1/3 on August 1, 2025 1/3 on August 1, 2026 1/3 on August 1, 2027
Method of Settlement	Equity settled	Equity settled	Equity settled
Modification to share based payment plans	NA	NA	NA
Basis of determination of volatility	The historical volatility of PEL stock price returns for a time frame corresponding to the remaining contractual life has been relied upon as a proxy for the expected volatility.		
Vesting Conditions	Employee to remain in service and achievement of applicable performance on the date of vesting		

Particulars	For 1/4 vesting start - May 1, 2024	For 1/3 vesting start - July 17, 2024	For 1/3 vesting start - July 17, 2025
Date of Grant	April 13, 2023	July 17, 2023	July 24, 2024
Number of options granted	476,406	321,384	339,688
Number of options exercisable as on March 31, 2024	-	-	-
Number of options exercisable as on March 31, 2025	-	34,808	-
Exercise price per option	2	2	2
Vesting Commencement date	May 01, 2024	July 17, 2024	July 24, 2025
Vesting period	38 Months	36 Months	36 Months
Date of vesting	1/4 on May 1, 2024 1/4 on June 1, 2024 1/4 on June 1, 2025 1/4 on June 1, 2026	1/3 vesting on July 17, 2024 1/3 vesting on July 17, 2025 1/3 vesting on July 17, 2026	1/3 vesting on July 24, 2025 1/3 vesting on July 24, 2026 1/3 vesting on July 24, 2027
Method of Settlement	Equity settled	Equity settled	Equity settled
Modification to share based payment plans	NA	NA	NA
Basis of determination of volatility	The historical volatility of PEL stock price returns for a time frame corresponding to the remaining contractual life has been relied upon as a proxy for the expected volatility.		
Vesting Conditions	Employee to remain in service and achievement of applicable performance on the date of vesting		

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(Currency : Rs in lakhs)

Summary of stock options

Particulars	Number of options	Weighted- Average Exercise Price	Weighted- Average Remaining Contractual Life (Years)
Balance as on April 1, 2023	570,532	2	4 - 5 years
Granted during the year	797,790	2	8 years
Exercised during the year	-	-	-
Forfeited/Lapsed during the year	(34,153)	-	-
Balance as on March 31, 2024	1,334,169	2	4 - 7.5 years
Granted during the year	339,688	2	8 years
Transfer in/(out)	40,130	-	-
Exercised during the year	(586,787)		
Forfeited/Lapsed during the year	(28,820)	-	-
Balance as on March 31, 2025	1,098,380	2	3-7.3 years

The fair values of options granted which are outstanding:

Grant date	No. of Years vesting	Fair value per option
July 24, 2024	3 years	Rs. 829.64 - Rs 855.73
July 17, 2023	3 years	Rs. 895.00 - Rs. 916.10
April 13, 2023	3.14 years	Rs. 640.40 - Rs. 653.90
March 31, 2023	3.28 years	Rs. 624.83 - Rs. 639.48

The fair value has been calculated using the Black Scholes Options Pricing Model and the significant assumptions made in this regard are as follows:

	Grant dated	Grant dated
	July 24, 2024	**July 17, 2023**
Risk free interest rate	6.65% - 6.68%	6.81% - 6.84%
Expected life	3.50 - 5.50 years	3.50 - 5.50 years
Expected volatility	48.27% - 55.51%	52.14% - 55.12%
Expected dividend yield	2.08% - 2.39%	1.74% - 2.07%
Exercise Price (Rs.)	2	2
Stock Price (Rs.)	932	987

	Grant dated	Grant dated
	April 13, 2023	**March 31, 2023**
Risk free interest rate	6.79% - 6.87%	6.91% - 6.94%
Expected life	3.55 - 5.64 years	3.0 - 4.67 years
Expected volatility	53.77% - 56.24%	55.10% - 58.73%
Expected dividend yield	1.58% - 1.91%	1.71% - 1.91%
Exercise Price (Rs.)	2	2
Stock Price (Rs.)	701	678

Balance Sheet Reconciliation

	As at March 31, 2025	As at March 31, 2024
Opening liability	1,429	7
Expenses Recognized in Statement of Profit or Loss	3,795	5,493
Payment against liability	(5,250)	(4,071)
Closing liability	**(26)**	1,429

The ESOP expenses is recognised over the vesting period in the statement of profit and loss with corresponding increase in liability payable to holding company as the cost is recovered by the holding company in entirety.

(Currency : Rs in lakhs)

45 Fair Value Disclosures

a) **Categories of Financial Instruments:**

	March 31, 2025			March 31, 2024		
	FVTPL	FVOCI	Amortised Cost*	FVTPL	FVOCI	Amortised Cost*
Financial Assets						
Investments	388,469	162,615	132,100	561,340	19,071	161,203
Loans	140,162	-	6,232,970	111,016	-	5,368,467
Derivative financial instruments	-	3,202	-	-	5,398	-
Cash and Bank Balances #	-	-	486,535	-	-	291,500
Other Receivables #	-	-	4,467	-	-	5,365
Other Financial Assets #	-	-	118,577	-	-	101,794
	528,631	**165,817**	**6,974,649**	672,356	24,469	5,928,329
Financial liabilities						
Borrowings	-	-	5,603,283	-	-	4,506,397
Trade Payables #	-	-	37,388	-	-	35,284
Other Financial Liabilities #	-	-	111,705	-	-	130,297
	-	**-**	**5,752,376**	-	-	4,671,978

The Company has not disclosed the fair value of cash and bank balances, other financial assets, trade payables and other financial liabilities, other receivables because their carrying amounts are a reasonable approximation of fair value.

* The value of investments, loans & other financial assets at amortised cost is gross of ECL provision

b) **Fair Value Hierarchy and Method of Valuation**

Financial Instruments	March 31, 2025					
	Notes	Carrying Value	Level 1	Level 2	Level 3	Total
Financial Assets						
Measured at FVTPL						
Investments						
Optionally Convertible Debentures	i.	12,000	-	-	12,000	**12,000**
Investments in Mutual Funds	ii.	6,552	6,552	-	-	**6,552**
Project Receivables	i.	66,100	-	-	66,100	**66,100**
Security Receipts	ii.	303,748	-	-	303,748	**303,748**
Investments in Preference Shares	i.	69	-	-	69	**69**
Loans	i.	140,162	-	-	140,162	**140,162**
Measured at FVTOCI						
Investments						
Preference Shares (Others than subsidiaries)	iv.	27,029	-	-	27,029	**27,029**
Equity Instruments (Others than subsidiaries)	iv.	103	-	-	103	**103**
Government Securities/Redeemable Bonds	v.	133,075	133,075	-	-	**133,075**
T-Bill	v.	2,408	2,408	-	-	**2,408**
Derivative financial instruments	vi.	3,202	-	3,202	-	**3,202**
Measured at Amortised Cost*						
Investments						
Government Securities/Redeemable Bonds	v.	17,630	18,052	-	-	**18,052**
Redeemable Non Convertible Debentures	iii.	37,595	-	9,555	28,240	**37,795**
Pass Through certificates	iii.	11,828	-	-	11,828	**11,828**
CROMS	v.	65,047	65,047	-	-	**65,047**
Loans	iii.	6,232,970	-	-	5,617,905	**5,617,905**
Financial Liabilities						
Measured at Amortised Cost						
Borrowings	iii.	5,603,283	-	-	5,686,708	**5,686,708**

(Currency : Rs in lakhs)

Financial Instruments	March 31, 2024					
	Notes	Carrying Value	Level 1	Level 2	Level 3	Total
Financial Assets						
Measured at FVTPL						
Investments						
Redeemable Non-Convertible Debentures	i.	15,600	-	-	15,600	15,600
Optionally Convertible Debentures	i.	23,800	-	-	23,800	23,800
Investments in Mutual Funds	ii.	4,440	4,440	-	-	4,440
Project Receivables	i.	101,856	-	-	101,856	101,856
Security Receipts	ii.	415,644	-	-	415,644	415,644
Loans	i.	111,016	-	-	111,016	111,016
Measured at FVOCI						
Investments						
Preference Shares (Others than subsidiaries)	iv.	18,994	-	-	18,994	18,994
Equity Instruments (Others than subsidiaries)	iv.	72	-	-	72	72
Redeemable Bonds	v.	5	-	-	5	5
Derivative financial instruments	vi.	5,398	-	5,398	-	5,398
Measured at Amortised Cost*						
Investments						
Government Securities/Redeemable Bonds	v.	109,805	111,280	-	-	111,280
Redeemable Non Convertible Debentures	iii.	34,413	-	-	34,464	34,464
Pass Through certificates	iii.	15,152	-	-	15,152	15,152
Loans	iii.	5,368,467	-	-	4,608,201	4,608,201
Financial Liabilities						
Measured at Amortised Cost						
Borrowings	iii.	4,506,397	-	-	4,466,079	4,466,079

Notes:

i. Discounted cash flow method has been used to determine the fair value. The yield used for discounting has been determined based on trades, market polls, levels for similar issuer with same maturity, spread over matrices, etc.

ii. Net Asset Value (NAV) as at the reporting period have been used to determine the Fair Value of the mutual fund investments/Security receipts.

iii. Discounted cash flow method has been used to determine the fair value. The discounting factor used has been arrived at after adjusting the rate of interest for the financial assets and financial liabilities by the difference in the G-SEC rates from date of initial recognition to the reporting dates.

iv. Fair value of Preference Shares and Equity Instruments (other than subsidiaries) has been determined using the Comparable Transactions Multiples (CTM) and Comparable Companies Multiples (CCM) methods.

v. Fair value of Government Securities, T-Bills, and CROMS has been determined based on market quotes or prices published by FBIL/CCIL.

vi. Derivative financial instruments are valued using market-based MTM rates and standard valuation models with observable inputs.

* The fair value of investments & loans at amortised cost is gross of ECL provision amounting to Rs. 104,361 lakhs (March 31, 2024 – Rs 192,118 lakhs) excluding gross-up of retail loan as part of eDHFL merger, stage 3 and POCI loans which are presented net of ECL provision.

c) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the year ended March 31, 2025 and March 31, 2024:

Particulars	Other Investments	Debentures	Loans	Total
As at March 31, 2023	751,867	52,000	133,868	937,735
Acquisitions/Disposal during the year (Net)	29,547	-	(49,782)	(20,235)
Regulatory Provision on AIF	(165,768)	-	-	(165,768)
(Losses)/Gain recognised in profit or loss/Other Comprehensive Income	(79,075)	(12,600)	26,930	(64,745)
As at March 31, 2024	**536,571**	**39,400**	**111,016**	**686,987**
Transfer in/ (Out)	-	-	50,349	50,349
Acquisitions	(100,834)	(18,540)	(34,622)	(153,996)
(Losses)/Gain recognised in profit or loss/Other Comprehensive Income	(38,689)	(8,860)	13,419	(34,130)
As at March 31, 2025	**397,049**	**12,000**	**140,162**	**549,211**

(Currency : Rs in lakhs)

d) Sensitivity for FVTPL Instruments

Impact on the Company's profit before tax if sale price of underlying project had been as given in the table below:

Method	Nature of Instrument	Significant unobservable inputs	Increase / Decrease in the unobservable input	Sensitivity Impact	
				Yield Increase	Yield Decrease
Discounted Cash Flow Model as at March 31, 2025	Investment	Sale Price	5.0%	8,150	(5,200)
	Term Loan	Sale Price	5.0%	12,615	(12,195)
Discounted Cash Flow Model as at March 31, 2024	Investment	Sale Price	5.0%	9,802	(13,795)
	Term Loan	Sale Price	5.0%	8,510	(9,440)

45A Changes in liabilities arising from financing activities

(a) **Changes in capital and asset structure arising from financing activities and investing activities (Ind AS 7 'Statement of Cash flows')**

The Company does not have any financing activities and investing activities which affect the capital and asset structure of the Company without the use of cash and cash equivalents.

(b) **Changes in liability arising from financing activities (Ind AS 7 'Statement of Cash Flows')**

Particulars	As at April 1, 2024	Cash flows	Exchange Difference	Other	As at March 31, 2025
Debt securities	2,871,466	426,417	7,653	-	3,305,536
Borrowings (other than debt securities)	1,577,208	711,248	(3,460)	-	2,284,996
Deposits	45,000	(45,000)	-	-	-
Subordinated debt liabilities	12,723	28	-	-	12,751
	4,506,397	**1,092,693**	**4,193**	**-**	**5,603,283**

Particulars	As at April 1, 2023	Cash flows	Exchange Difference	Other	As at March 31, 2024
Debt securities	2,696,168	175,298	-	-	2,871,466
Borrowings (other than debt securities)	1,320,709	255,882	528	89	1,577,208
Deposits	31,552	13,448	-	-	45,000
Subordinated debt liabilities	12,688	35	-	-	12,723
	4,061,117	444,663	528	89	4,506,397

46 Capital Management

The Company manages its capital to ensure that it will be able to continue as going concern while maximizing the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Company consists of net debt (borrowings as detailed in notes 14 to 17 offset by cash and cash equivalents and earmarked balances with banks (excluding lien marked)) and total equity of the Company.

The Company being a Non-Deposit taking Housing Finance Company has to maintain a Capital Adequacy Ratio of 15% (Refer note 56 (xi)). The Company determines the amount of capital required on the basis of annual as well as long term operating plans and other strategic investment plans. The funding requirements are met through equity or non convertible debt securities or other long-term /short-term borrowings. The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company. The Company has complied with all regulatory requirements related to capital and capital adequacy ratios as prescribed by NHB.

The capital components of the Company are as given below:	**March 31, 2025**	March 31, 2024
Total Equity	**16,71,988**	15,00,425
Borrowings	56,03,283	45,06,397
Total Debt	**56,03,283**	45,06,397
Cash and Cash equivalents	(3,79,910)	(1,93,356)
Bank balances other than above (excluding lien marked)	(258)	(1,668)
Net Debt	**52,23,115**	43,11,373
Debt equity ratio	**3.35**	3.00
Net Debt equity ratio	**3.12**	2.87

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(Currency : Rs in lakhs)

47 Risk management

Risk Management is an integral part of the Company's business strategy. The Risk Management oversight structure includes Committees of the Board and Management Committees. Company's risk philosophy is to develop and maintain a healthy portfolio which is within its risk appetite and the regulatory framework. While the Company is exposed to various types of risks, the most important among them are liquidity risk, interest rate risk, credit risk, regulatory risk, foreign exchange risk and fraud and operational risk. The measurement, monitoring and management of risks remain a key focus area for the Company.

The Risk Management Committee of the Board provides direction to and monitors the quality of the internal audit function and also monitors compliance with NHB and other regulators.

The Company's risk management strategy is based on a clear understanding of various risks, disciplined risk assessment and measurement procedures and continuous monitoring. The policies and procedures established for this purpose are continuously benchmarked with market best practices.

The Risk Management Committee of the Board ("RMC") reviews compliance with risk policies, monitors risk tolerance limits, reviews and analyses risk exposure and provides oversight of risk across the organization. The RMC nurtures a healthy and independent risk management function to inculcate a strong risk management culture in the Company and broadly perceives the risk arising from (i) liquidity risk, (ii) interest rate risk, (iii) credit risk and (iv) regulatory risk (v) fraud risk and operational risk and (vi) foreign exchange risk.

47.1 Liquidity Risk

Liquidity Risk refers to insufficiency of funds to meet the financial obligations. Liquidity Risk Management implies maintenance of sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit lines to meet obligations when due.

The Company has an Asset Liability Management Policy in place, which is in line with NHB/RBI guidelines for Housing Finance Companies. The ALCO is responsible for the management of the companies funding and liquidity requirements. The company manages liquidity risk by maintaining unutilised banking facilities, credit lines and by continuously monitoring forecast and actual cash flows, and by assessing the maturity profiles of financial assets and liabilities.

The Company has the following undrawn credit lines available as at the end of the year.

	March 31, 2025	March 31, 2024
- Expiring within one year (including bank overdraft)	14,000	1,000
- Expiring beyond one year	25,000	-
Undrawn credit lines	**39,000**	1,000

The following table details the Company's remaining contractual maturity for its financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows. To the extent that interest flows are floating rate, the rate applicable as of March 31, 2025 and March 31, 2024 respectively has been considered. The contractual maturity is based on the earliest date on which the Company may be required to pay.

	March 31, 2025			
	Up to 1 year	**1 to 3 years**	**3 to 5 years**	**5 years and above**
Maturities of Financial Liabilities				
Borrowings	2,150,122	2,680,072	1,155,440	1,277,670
Trade Payables	37,388	-	-	-
Other Financial Liabilities*	68,067	19,814	10,853	12,971
	2,255,577	**2,699,887**	**1,166,293**	**1,290,642**

	March 31, 2024			
	Up to 1 year	**1 to 3 years**	**3 to 5 years**	**5 years and above**
Maturities of Financial Liabilities				
Borrowings	1,477,709	1,838,915	1,190,097	1,404,751
Trade Payables	35,284	-	-	-
Other Financial Liabilities*	70,992	14,043	6,868	38,394
	1,583,985	1,852,958	1,196,965	1,443,145

*This includes lease liability

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(Currency : Rs in lakhs)

	March 31, 2025			
	Up to 1 year	1 to 3 years	3 to 5 years	5 years and above
Maturities of Financial Assets				
Investments	245,837	89,795	131,649	435,767
Loans	2,001,976	2,679,706	1,358,707	2,572,509
Other Financial Assets	54,181	19,074	9,909	28,585
Receivables	4,467	-	-	-
	2,306,461	**2,788,575**	**1,500,264**	**3,036,860**

	March 31, 2024			
	Up to 1 year	1 to 3 years	3 to 5 years	5 years and above
Maturities of Financial Assets				
Investments	95,176	158,612	166,763	588,982
Loans	1,651,896	2,176,413	1,199,696	1,796,126
Other Financial Assets	90,146	-	-	11,648
Receivables	5,365	-	-	-
	1,842,583	2,335,025	1,366,459	2,396,756

47.2 Interest Rate Risk

Retail lending:

The Company is exposed to minimal interest rate risk as it has most of assets and liabilities are based on floating interest rates. The Company has an approved Asset and Liability Management Policy which empowers the ALCO assess the interest rate risk run by it and provide appropriate guidelines to the Treasury to manage the risk.

Wholesale lending:

The Company is exposed to interest rate risk as it has assets and liabilities based on both fixed and floating interest rates. The Company has an approved Asset and Liability Management Policy which empowers the Asset and Liability Management Committee (ALCO) to assess the interest rate risk run by it and provide appropriate guidelines to the Treasury to manage the risk. The ALCO reviews the interest rate risk on periodic basis and decides on the asset profile and the appropriate funding mix. The ALCO reviews the interest rate gap statement and the interest rate sensitivity analysis.

Borrowings:

The exposure of the Company's borrowings to the interest rate risk at the end of the year for variable rate borrowing is Rs. 2,137,655 lakhs (March 31, 2024 - Rs. 1,778,609 lakhs) and fixed rate borrowings are Rs. 3,465,628 lakhs (March 31, 2024 - Rs. 2,727,788 lakhs)

The sensitivity analysis below have been determined based on the exposure to interest rates for assets and liabilities at the end of the reporting period. For floating rate assets and liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year and the rates are reset as per the applicable reset dates. The basis risk between various benchmarks used to reset the floating rate assets and liabilities has been considered to be insignificant.

Floating rate instruments that have been effectively hedged using derivative instruments are excluded from the sensitivity analysis, as they are no longer exposed to interest rate risk.

Impact on the Company's profit before tax if interest rates had been 100 basis points higher / lower is given below:

	For the Year Ended			
	March 31, 2025		March 31, 2024	
	Higher	Lower	Higher	Lower
Sensitivity Analysis on Floating Rate Instruments				
Sensitivity Analysis on Floating Rate Borrowings	(18,351)	18,351	(17,511)	17,511
Sensitivity Analysis on Floating Rate Assets	36,154	(36,154)	31,482	(31,482)

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47.3 The table below shows contractual maturity profile of carrying value of assets and liabilities:

Particulars	**As at March 31, 2025**		
	Within 12 months	**After 12 months**	**Total**
ASSETS			
Financial assets:			
Cash and cash equivalents	379,910	-	379,910
Bank balances other than (a) above	3,054	103,571	106,625
Derivative financial instruments	3,202	-	3,202
Receivables	4,467	-	4,467
Loans	1,363,458	4,511,217	5,874,675
Investments	242,852	565,638	808,490
Other financial assets	54,181	57,568	111,749
Non- financial assets:			
Current tax assets (net)	30,489	-	30,489
Deferred tax assets (net)	-	253,245	253,245
Property, Plant and Equipment	-	21,887	21,887
Right-of-use assets	-	35,034	35,034
Intangible assets under development	-	93	93
Other intangible assets	-	19,973	19,973
Other non-financial assets	11,403	34,888	46,291
Total Assets	**2,093,016**	**5,603,114**	**7,696,130**

Particulars	**As at March 31, 2025**		
	Within 12 months	**After 12 months**	**Total**
LIABILITIES			
Financial liabilities:			
Trade payables	37,388	-	37,388
Debt securities	1,154,333	2,151,203	3,305,536
Borrowings (other than debt securities)	562,470	1,722,526	2,284,996
Deposits	-	-	-
Subordinated debt liabilities	-	12,751	12,751
Other financial liabilities	68,067	43,638	111,705
Non- financial liabilities:			
Current tax liabilities (net)	14,784	-	14,784
Provisions	6,307	263	6,570
Other non- financial liabilities	33,455	216,957	250,412
Total liabilities	**1,876,804**	**4,147,338**	**6,024,142**

Particulars	**As at March 31, 2024**		
	Within 12 months	**After 12 months**	**Total**
ASSETS			
Financial assets:			
Cash and cash equivalents	193,356	-	193,356
Bank balances other than (a) above	1,728	96,416	98,144
Derivative financial instruments	5,112	286	5,398
Receivables	5,365	-	5,365
Loans	1,149,324	3,693,267	4,842,591
Investments	79,542	785,206	864,748
Other financial assets	90,146	5,431	95,577
Non- financial assets:			-
Current tax assets (net)	51,677	-	51,677
Deferred tax assets (net)	-	252,711	252,711
Property, Plant and Equipment	-	38,806	38,806
Right-of-use assets	-	29,600	29,600
Intangible assets under development	-	1,007	1,007
Other intangible assets	-	18,857	18,857
Other non-financial assets	5,328	34,801	40,129
Total Assets	1,581,578	4,956,388	6,537,966

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Particulars	As at March 31, 2024		
	Within 12 months	After 12 months	Total
LIABILITIES			
Financial liabilities:			
Trade payables	35,284	-	35,284
Debt securities	649,292	2,222,174	2,871,466
Borrowings (other than debt securities)	482,741	1,094,467	1,577,208
Deposits	15,000	30,000	45,000
Subordinated debt liabilities	-	12,723	12,723
Other financial liabilities	70,992	59,305	130,297
Non- financial liabilities:			
Current tax liabilities (net)	7,911	-	7,911
Provisions	5,855	263	6,118
Other non- financial liabilities	39,346	312,188	351,534
Total liabilities	1,306,421	3,731,120	5,037,541

47.4 Credit Risk

The Company is exposed to Credit Risk through its lending activity. Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Retail lending:

For retail lending the credit policy has been reviewed and approved by Risk Team. The Credit Risk management structure includes credit policies and procedures. The Credit Policy defines customer segments, income assessment criteria, underwriting standards, target market definition, appraisal and approval processes, product limits, Delegation of Authority metrics (DoA) and cover risk assessment for product offerings etc. to ensure consistency of credit buying patterns.

Wholesale lending:

The Company's Risk management team has developed proprietary internal rating models to evaluate credit risk for the loans and investments made by the Company. The output of traditional credit rating model is an estimate of probability of default. These models are different from the traditional credit rating models as they integrate both probability of default and loss given default into a single model.

Credit Risk Management

For retail lending business, credit risk management is achieved by considering various factors like:

- Assessment of borrower's capability to pay – detailed assessment of borrower's capability to pay is conducted. The approach to the assessment is uniform across the entire Company and is spelt out in the Credit Policy.
- Security cover – this is an assessment of the value of security under stress scenario which is further adjusted for factors like liquidity, enforceability, transparency in valuation, etc of the collateral.
- Geographic region – the Company monitors loan performances in a particular region to assess if there is any stress due to natural calamities, etc impacting the performance of loans in a particular geographic region

For wholesale lending business, credit risk management is achieved by considering various factors like :

- Promoter strength – This is an assessment of the promoter from financial, management and performance perspective.
- Industry & micro-market risk – This is an assessment of the riskiness of the industry and/or micro-market to which the borrower/ project belongs
- Project risk – This is an assessment of the standalone project from which interest servicing and principal repayment is expected to be done.
- Structure risk – This is an assessment of the loan structure which is characterized by its repayment tenor, moratorium, covenants, etc.
- Security cover – This is an assessment of the value of the security under stress scenario which is further adjusted for factors like liquidity, enforceability, transparency in valuation etc. of the collateral.
- Micro Market- This is an assessment of the micro-market in which the underlying project is located

Each of the above components of the risk analysis are assigned a specific weight which differ based on type of loan. The weights are then used with the scores of individual components for conversion to a risk rating.

Based on the above assessment the risk team categorises the deals in to the below Risk Grades

The table below provides a profile of the timing of the nominal amounts of the Company's hedging instruments (based on residual tenor) along with the rate as applicable by risk category:

Dark Green	Extremely good loan
Green	Good loan
Yellow	Moderate loan
Amber	Weak loan
Red	Extremely weak loan

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Further, a periodic review of the performance of the portfolio is also carried out by the Risk Group. The Risk Group adjusts the stress case considered during the initial approval based on actual performance of the deal, developments in the sector, regulatory changes etc. The deal level output is combined to form a portfolio snapshot. The trends from portfolio are used to provide strategic inputs to the management.

The credit risk on liquid funds and other financial instruments is limited because the counterparties are banks with high credit-ratings assigned by credit-rating agencies or mutual funds.

Provision for Expected Credit Loss

The Company has assessed the credit risk associated with its financial assets for provision of Expected Credit Loss (ECL) at the reporting dates. For different product categories (Real Estate, Senior debt, Lease Rental Discounting, Loan Against Shares, Mezzanine etc), the Company has developed scorecard that makes use of various reasonable supportive forward looking parameters which are both qualitative as well as quantitative in nature. These scorecards helps in determining the change in credit risk and the probability of default. These parameters have been detailed out in Note No. iv of Material Accounting Policies information. Based on the result yielded by the above assessment, the financial assets are classified into (1) Standard (Performing) Asset, (2) Significant Credit Deteriorated (Under-Performing) Asset (3) Default (Non-Performing) Asset (Credit Impaired).

For the purpose of expected credit loss analysis the Company defines default as any asset with more than 90 days overdues. This is also as per the rebuttable presumption provided by the standard.

The Company provides for expected credit loss based on the following:

Category - Description	Stage	Basis for Recognition of Expected Credit Loss
Assets for which credit risk has not significantly increased from initial recognition	Stage 1	12 month ECL
Assets for which credit risk has increased significantly but not credit impaired	Stage 2	Life time ECL
Assets for which credit risk has increased significantly and credit impaired	Stage 3	Loss Given Default (LGD)

For the year ended March 31, 2025 and March 31, 2024 the Company has developed a PD Matrix after considering some parameters as stated below:

For provisioning on the wholesale financial assets, the key parameters for various scorecards are highlighted as follows -Real Estate products (Construction Finance, Structured Debt, LRD) - (1) Developer Grade (2) Past Overdue History (3) Tenant profile (4) sales and collection deviations (5) Stage of the project (6) Geography etc. Some of the Parameters for Non Real Estate products (Senior lending, mezzanine, project finance etc) - (1) Sponsor strength (2) Overdues (3) Average debt service coverage ratio (4) Regulatory Risk (5) Stability of EBITDA (6) Quality of underlying assets etc. Based on these parameters the Company has computed the PD. The Company has also in built model scorecards to determine the internal LGD. However, due to lack of default history to statistically substantiate the internal LGD, the Company has made use of a combination of both internal as well as external LGD. The Company also maintains Expected Credit Loss for undisbursed limits.

The Company uses ECL allowance for retail financial assets measured at amortised cost, which are not individually significant, and comprise of a large number of homogeneous loans that have similar characteristics. The expected credit loss is a product of exposure at default, probability of default and loss given default. Due to lack of sufficient internal data, the Company uses a mix of internal and external PD from credit bureau agency (TransUnion) for last 7 years for potential credit losses. Further, the estimates from the above sources have been adjusted with forward looking inputs from anticipated change in future macro-economic conditions to comply with IndAS 109.

Expected Credit Loss as at the Reporting year:

Particulars	As at March 31, 2025			
	Asset Group	Gross Carrying Value #	Expected Credit Loss	Net Amount
Assets for which credit risk has not significantly increased from initial recognition*	Investments	47,283	572	46,711
	Loans	5,388,036	91,080	5,296,957
Assets for which credit risk has increased significantly but not credit impaired	Investments	488	34	454
	Loans	141,163	22,384	118,779
Assets for which credit risk has increased significantly and credit impaired	Investments	1,652	444	1,208
	Loans	414,802	348,426	66,377
Purchased or Originated credit impaired (POCI)	Loans	72,014	36,568	35,446
Total		**6,065,437**	**499,507**	**5,565,930**

Particulars	As at March 31, 2024			
	Asset Group	Gross Carrying Value #	Expected Credit Loss	Net Amount
Assets for which credit risk has not significantly increased from initial recognition*	Investments	49,565	1,275	48,290
	Loans	4,106,157	109,842	3,996,315
Assets for which credit risk has increased significantly but not credit impaired	Investments	-	-	-
	Loans	355,342	82,276	273,066
Assets for which credit risk has increased significantly and credit impaired	Investments	1,833	1,833	-
	Loans	415,178	367,196	47,982
Purchased or Originated credit impaired (POCI)	Loans	179,603	77,577	102,026
Total		5,107,678	640,000	4,467,679

* Excluding Fair Valuation Adjustment on Merger of Rs. 216,957 Lakhs (March 31, 2024 - Rs. 312,188 Lakhs) as same amount of liability is disclosed in Other Non-Financial Liabilities.

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During the previous year, to cover for any possible uncertainties in the near future, the Company had created additional management overlay provision on certain real estate wholesale portfolio amounting to Rs. 42,900 lakhs. This was duly approved by the Risk Management Committee and the Board of Directors of the Company. The total management overlay as on March 31, 2024 stood at Rs. 62,300 lakhs (including continuing provisions of Rs. 19,400 lakhs created in financial year 2022-23).

During the year ended March 31, 2025, Rs. 38,758 lakhs has been released as per the policy laid down. Accordingly, as of March 31, 2025, the management overlay stood at Rs. 23,542 lakhs.

Gross Carrying Value represents instruments valued at amortised cost.

Investments covered investments in the nature of loan portfolio.

Reconciliation of Loss Allowance

a) **Investments and Loans**

Particulars	12 months ECL - Stage 1	Lifetime ECL not credit impaired - Stage 2	ECL credit impaired - Stage 3	POCI
For the year ended March 31, 2025				
Balance at the beginning of the year	111,116	82,276	369,030	77,577
Transferred to 12-month ECL (Stage 1)	4,262	(2,386)	(1,875)	-
Transferred to Lifetime ECL not credit impaired (Stage 2)	(2,815)	3,107	(292)	-
Transferred to Lifetime ECL credit impaired (Stage 3)	(1,533)	(14,468)	16,000	-
Bad debts written off	(751)	(28,265)	(51,663)	-
On Account of Rate (Reduction)/Increase	8,591	1,714	33,903	-
ECL on new loan disbursements	35,200	4,456	9,778	-
On Account of Repayments	(62,420)	(24,016)	(26,012)	(41,009)
Balance at the end of the year	**91,651**	**22,417**	**348,871**	**36,568**

Particulars	12 months ECL - Stage 1	Lifetime ECL not credit impaired - Stage 2	ECL credit impaired - Stage 3	POCI
For the year ended March 31, 2024				
Balance at the beginning of the year	132,401	106,177	375,411	106,501
Transferred to 12-month ECL (Stage 1)	6,881	(4,144)	(2,737)	-
Transferred to Lifetime ECL not credit impaired (Stage 2)	(12,108)	12,595	(487)	-
Transferred to Lifetime ECL credit impaired (Stage 3)	(7,742)	(3,317)	11,059	-
Bad debts written off	(12,500)	(38,325)	(43,273)	-
On Account of Rate (Reduction)/Increase	(15,902)	23,089	31,706	-
ECL on new loan disbursements	35,760	6,268	14,014	-
On Account of Repayments	(15,674)	(20,067)	(16,663)	(28,924)
Balance at the end of the year	111,116	82,276	369,030	77,577

b) **Expected Credit Loss on undrawn loan commitments and letter of comfort:**

Particulars	**As at March 31, 2025**	As at March 31, 2024
ECL on undrawn loan commitments (refer note 20)	1,250	3,511

No letter of comfort is outstanding at the year end. The Company has not issued any letter of comfort during the year

c) **Description of Collateral held as security and other credit enhancements**

The Group has set benchmarks on appropriate level of security cover for various types of deals. The Group periodically monitors the quality as well as the value of the security to meet the prescribed limits. The collateral held by the Group varies on case to case basis and includes:

i) First / Subservient charge on the Land and / or Building of the project or other projects, properties and vehicles

ii) First / Subservient charge on the fixed and current assets of the borrower

iii) Hypothecation over receivables from funded project or other projects of the borrower

iv) Pledge on Shares of the borrower or their related parties

v) Guarantees of Promoters / Promoter Undertakings

vi) Post dated / Undated cheques

As at the reporting date, the value of the collateral held as security for the credit impaired financial assets is higher than the exposure at default for these assets.

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d) The credit impaired assets as at the reporting dates were secured by charge on land, building, properties, vehicles and project receivables amounting to:

Particulars	**As at March 31, 2025**	As at March 31, 2024
Secured portfolio	86,657	72,408

47.5 Regulatory Risk:

The Company requires certain statutory and regulatory approvals for conducting business and failure to obtain retain or renew these approvals in a timely manner, may adversely affect operations. Any change in laws or regulations made by the government or a regulatory body that governs the business of the Company may increase the costs of operating the business, reduce the attractiveness of investment and / or change the competitive landscape.

47.6 Fraud risk and operational risk:

Operational risk refers to the potential loss or disruption resulting from inadequate or failed internal processes, people, systems, or external events. It encompasses risks related to human error, technology failures, legal and compliance issues, and business continuity disruptions that can impact the operations of a finance company.

Operational Risk Management policy provides the structure and techniques that will facilitate consistent functioning of Operational Risk Management (ORM) framework. This Policy is focused on Operational Risk arising on account of People, Process, Systems, and external events. Company has Operational Risk Management Committee (ORMC) consisting of senior executives which monitors the ORM framework.

Fraud Risk Management policy focuses on prevention, detection, investigation of fraud and actions that Company should take in the event of fraud. Company has formulated Fraud Risk Management Committee (FRMC) consisting of senior executives. Company has also established a channel for employees to report frauds and related concern in timely manner.

The Company's risk management framework considers strategic, operations, financial reporting and external laws and regulations related risks

The Company has an elaborate system of internal audit and concurrent audit commensurate with the size, scale and complexity of its operations and covers funding operations, financial reporting, fraud control and compliance with laws and regulations.

Further, Concurrent audit helps prevent and address document related anomalies and deficiencies which strengthening quality assurance during onboarding and processing of transactions.

Internal Auditors monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with laws and regulations, efficacy of its operating systems, adherence to the accounting procedures and policies at all offices of the Company and report directly to Audit Committee and Risk Management Committee of the company.

47.7 Foreign exchange risk:

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency i.e. INR. The Company has taken foreign currency floating rate borrowing which is linked to various benchmark rates. The risk is measured through a forecast of highly probable foreign currency cash flows. The risk is hedged with the objective of minimising the volatility of the INR cash flows of highly probable forecast transactions.

The Company has entered into cross-currency interest rate swap (CCIRS), principal only swaps (POS), internal rate swaps (IRS) and forwards for the entire loan liability to manage the foreign exchange risk along with interest rate risk arising from changes in bechmark rates on such borrowings. As per the Company's policy, the critical terms of hedging instrument must align with the hedged items. Refer note 48 for accounting for the cash flow hedge and impact of hedge accounting on the statement of profit and loss.

There is no foreign currency asset/liability outstanding as on March 31, 2025 except External Commercial Borrowing of USD 365 million and Foreign currency bond of USD 450 million which are fully hedged (Refer note 48).

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48 Accounting for cash flow hedge

The Company deals with multiple financial instruments which are hedged by multiple derivative products. The details are as below:

Financial Instrument (Hedged Item)	Notional amount	Maturity date	Type of risk hedged	Derivative instrument (Hedging instrument)	Key terms of the hedging instrument	Critical terms match[1]	Type of hedging relationship
External Commercial Borrowings (ECB) (based on LIBOR)[2] (ECB1)	26,132	June'2024	- Interest rate risk due to changes in LIBOR - Foreign currency risk on interest coupon and principal due to change in foreign exchange rates	Cross currency interest rate swap (CCIRS)	- Pay fixed rate interest - Receive floating rate interest (based on LIBOR) - Repayment of coupon and principal at fixed foreign exchange rate	Yes	Cash flow hedge
Investment in Floating rate government securities/bonds (linked to treasury bill rate)[3] (GOI_IRS)	17,500	September' 2032 to August'2033	Interest rate risk due to change in T bill rate	Interest Rate Swap (IRS)	- Pay floating rate interest (based on daily compounded overnight FBIL MIBOR) - Receive fixed rate interest	No	Cash flow hedge
ECB (based on SOFR) (ECB2)	83,240	May'2027	- Interest rate risk due to change in SOFR - Foreign currency risk on interest coupon and principal due to change in foreign exchange rates	- IRS - Forward contracts[4] - Principal Only Swap (POS)	IRS - Pay fixed rate interest - Receive floating rate interest (SOFR) Forward contracts - Pay interest at fixed foreign exchange rate POS - Repayment of principal at fixed foreign exchange rate	Yes	Cash flow hedge
ECB (based on SOFR) (ECB3)	227,076	March'2028	- Interest rate risk due to change in SOFR - Foreign currency risk on interest coupon and principal due to change in foreign exchange rates	CCIRS	- Pay fixed rate interest - Receive floating rate interest (SOFR) - Repayment of coupon and principal at fixed foreign exchange rate	Yes	Cash flow hedge
Fixed interest Foreign Currency Denominated Bonds (FCCB)	377,085	January'2028	Foreign currency risk on coupon and principal due to change in foreign exchange rates	- Forward contracts[4] - POS	Forward contracts - Pay interest at fixed foreign exchange rate POS - Pay principal at fixed foreign exchange rate	Yes	Cash flow hedge
Issue of floating interest rate Non- Convertible Debentures (NCDs) (linked to Overnight Index Swaps - OIS)	85,000	February'2026 to January'2027	Interest rate risk due to change in OIS	IRS	- Pay fixed rate interest - Receive floating rate interest (linked to OIS)	Yes	Cash flow hedge

[1] As the critical terms of the hedged item and the hedging instrument (notional, interest periods, underlying, repayment tenure and fixed rates) are matched and the interest cash flows are off setting, an economic relationship exists between the two. This ensures that the hedging instrument and hedged item have values that generally move in the opposite direction.

[2] The date on which the ECB and CCIRS were designated into hedging relationship is later than the date on which the respective contracts were entered into. This timing difference has caused hedge ineffectiveness to a certain extent, the effect of which has been recognised in profit or loss under the head net fair value changes .

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[3] As the critical terms of the hedged item and the hedging instrument (notional, interest periods, underlying, repayment tenure and fixed rates) are not exactly matched, the Company uses the hypothetical derivative method to assess effectiveness. The interest cash flows of the hypothetical derivative and interest rate swap are off setting, an economic relationship exists between the two. This ensures that the hedging instrument (interest rate swap) and hedged item (hypothetical derivative) have values that generally move in the opposite direction.

[4] The Company has excluded the foreign currency basis spread on the forward contracts and takes such excluded element through the income statement and measures it at FVTPL. Accordingly, the Company designates only the spot rate in the hedging relationship.

The derivative contracts are denominated in the same currency as the hedged items, therefore the hedge ratio is 1:1.

Hedge Effectiveness Testing is assessed at designation date of the hedging relationship, and on an ongoing basis. The ongoing assessment is performed at a minimum at each reporting date or upon a significant change in circumstances affecting the hedge effectiveness requirements, whichever comes first.

Following table provides quantitative information regarding the hedging instruments for Cash Flow Hedge:

Type of risk/ hedge position	Carrying amount of hedging instruments- asset/ (liability) (included under "Derivative financial instruments")	Average contracted fixed interest rate & foreign currency rate	Changes in fair value of hedging instrument used as a basis for recognising hedge ineffectiveness Gain/(Loss)	Changes in value of hedged item used as a basis for recognising hedge ineffectiveness
As on March 31, 2025:				
Foreign currency and Interest rate risk	(1,050)	8.33% - 9.30%	(948)	948
Interest rate risk	(2,148)	6.55%-9.50%	(2,432)	2,432
Foreign currency risk	6,400	USD/INR 83.24 to 88.58	6,866	(6,866)
	3,202			
As on March 31, 2024:				
Foreign currency and Interest rate risk	5,112	9.30%	356	(356)
Interest rate risk	286	6.67%	57	(59)
	5,398			

Following table provides the effects of hedge accounting on financial performance :

Type of hedge	Changes in the value of hedging instruments recognised in Other comprehensive income	Hedge ineffectiveness recognised in profit or loss	Amount reclassified from cash flow hedge reserve to profit or loss	Line-item affected in statement of profit or loss because of reclassification
For the year ended March 31, 2025				
Cash flow hedge				
Foreign currency and Interest rate risk	(948)	-	577	Finance Cost
Interest rate risk	(2,434)	-	122	Finance Cost/Interest income
Foreign currency risk	8,149	-	(8,440)	Finance Cost
For the year ended March 31, 2024				
Cash flow hedge				
Foreign currency and Interest rate risk	356	-	(629)	Finance Cost
Interest rate risk	(28)	13	12	Finance Cost/Interest income

The table below provides a profile of the timing of the nominal amounts of the Company's hedging instruments (based on residual tenor) along with the rate as applicable by risk category:

	As at March 31, 2025			
	Total	Less than 1 year	1-5 years	Over 5 years
Foreign currency risk:				
POS				
Net exposure (in INR)	460,325	-	460,325	-
INR:USD forward contract rate	83.24 to 83.80	-	83.24 to 83.80	-
CCIRS				
Net exposure (in INR)	227,076	-	227,076	-
Average forward contract rate	85.69	-	85.69	-

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	As at March 31, 2025			
	Total	Less than 1 year	1-5 years	Over 5 years
Forward Contracts				
Net exposure (in INR)	102,444	35,961	66,484	-
Average forward contract rate	87.62 to 88.58	86.08 to 86.21	88.86 to 89.84	-
Interest rate risk:				
CCIRS				
Net exposure (in INR)	257	(5,224)	5,482	-
Average fixed interest rate	8.33%	8.33%	8.33%	-
Interest rate Swaps				
Net exposure (in INR)	(690)	1,879	(2,780)	211
Average fixed interest rate	6.55% to 9.50%	6.55% to 9.50%	6.55% to 9.50%	6.67%

	As at March 31, 2024			
	Total	Less than 1 year	1-5 years	Over 5 years
Foreign currency risk:				
Net exposure (in INR)	26,132	26,132	-	-
INR:USD forward contract rate	69.69	69.69	-	-
Interest rate risk:				
Net exposure (in INR)	(14)	(14)	-	-
Average fixed interest rate	9.30%	9.30%	-	-
Interest rate risk:				
Net exposure (in INR)	165	(9)	120	54
Average fixed interest rate	6.67%	6.67%	6.67%	6.67%

The following table provides a reconciliation by risk category of the components of equity and analysis of Other Comprehensive Income items resulting from hedge accounting:

Particulars	**Movement in Cash flow hedge reserve for the year ended**	
	March 31, 2025	**March 31, 2024**
Opening balance	165	381
Effective portion of:		
a) Interest rate and foreign currency risk	(948)	328
b) Interest rate	(2,434)	-
c) Foreign currency risk	8,149	-
Tax on movements on reserves during the year	(1,200)	(82)
Net amount reclassified to profit or loss:		
a) Interest rate and foreign currency risk	577	(629)
b) Interest rate	122	12
c) Foreign currency risk	(8,440)	-
Tax on movements on reserves during the year	1,948	155
Closing balance	**(2,060)**	165

49 Transfer of Financial Assets

(a) Transferred financial assets that are not derecognised in their entirety

The following tables provide a summary of financial assets that have been transferred in such a way that part or all of the transferred financial assets do not qualify for derecognition, together with the associated liabilities:

Securitisations/ Assignments	**Year ended**	Year ended
	March 31, 2025	March 31, 2024
Carrying amount of transferred assets measured at amortised cost	514,953	339,941
Carrying amount of associated liabilities measured at amortised cost	516,988	348,940
Fair value of assets	514,953	339,941
Fair value of associated liabilities	516,988	348,940
Net position at Fair value	(2,035)	(8,999)

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(b) Transferred Financial Assets that are derecognised in their entirety

The Company has assigned loans by way of direct assignment (including co-lending). As per the terms of deals, since substantial risk and rewards related to these assets were transferred to the buyer, the assets have been de-recognised from the Company's Balance Sheet. The table below summarised the carrying amount of the derecognised financial assets.

Particulars	**Year ended March 31, 2025**	Year ended March 31, 2024
Direct Assignment (excluding 100% direct assignment (including co-lending))		
Carrying amount of transferred assets measured at amortised cost	1,303,429	917,718
Carrying amount of exposures retained by the Company at amortized cost	153,703	106,407

50 Foreign Currency Expenditure (on accrual basis)

Particulars	**March 31, 2025**	**March 31, 2024**
Professional Fees	257	120
Legal Fees	0	3
Membership & Subscription	137	170
Other expenses	-	2

51 (a) Disclosure for Insurance commission income as required under Insurance regulatory and development Authority (IRDA)

Particulars	**March 31, 2025**	March 31, 2024
Cholamandalam MS General Insurance Company Limited	1,423	847
Pramerica Life Insurance Limited*	14,311	10,232
HDFC Ergo General Insurance Company Limited	1,302	595
Care Health Insurance Limited	783	75
TATA AIG General Insurance Company Limited	1,701	799
Go Digit General Insurance Limited	7	94
Total	**19,526**	12,642

(* including Reward Commission Rs. 11,857 lakhs, March 31, 2024 - 8,298 lakhs)

(b) Disclosure in respect of income from insurance companies where Company has Corporate agency agreement:

Particulars	**March 31, 2025**	March 31, 2024
Commission income*	19,526	12,642
Rental Income	13	12
Marketing and branding income	1,158	-

(* including Reward Commission Rs. 11,857 lakhs, March 31, 2024 - 8,298 lakhs)

52 Disaggregate Revenue Information

Particulars	**March 31, 2025**	**March 31, 2024**
Type of services		
Rental income	30	98
Fees and commission income		
Processing / arranger fees and other charges	43,224	56,699
	43,254	56,797
Timing of revenue recognition		
Services transferred at a point in time	43,224	56,699
Services transferred over time	30	98
	43,254	56,797

53 (a) Conversion of the Company from HFC to NBFC-ICC

As per para 4.1.17 of Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 ('RBI Directions'), Piramal Finance Limited (Formerly known as Piramal Capital & Housing Finance Limited) ('the Company' or 'PFL') was required to comply with Principal Business Criteria ('PBC') for Housing Finance Companies (HFCs). However, the Company could not fulfil the PBC criteria as on March 31, 2024.

As per above referred RBI Directions, para 5.3, HFCs that were unable to fulfil the PBC criteria as on March 31, 2024 were required to approach the Reserve Bank of India (RBI) for conversion of their Certificate of Registration from HFC to NBFC – Investment and Credit Companies ('NBFC-ICC'). In line with the above, the Board of Directors had approved the conversion of it's Certificate of Registration

(Currency : Rs in lakhs)

from HFC to NBFC-ICC in it's meeting dated May 8, 2024 and the Company had submitted the application to the RBI as required under the said RBI Directions. The Company received its Certificate of Registration (CoR) as a Non-Banking Financial Company - Investment and Credit Company (NBFC-ICC) from the Reserve Bank of India (RBI) on April 4, 2025. On the same day, the Company surrendered its CoR as a Housing Finance Company (HFC) and accordingly PBC requirement is no longer required w.e.f. April 4, 2025. However, since the Company was classified as a HFC as of March 31, 2025, its financial statements have been prepared and presented as the financial statements of a HFC, including all applicable disclosures.

(b) Composite Scheme of Arrangement for merger

The Board of Directors of the Company, in its meeting dated May 8, 2024, approved the Composite Scheme of Arrangement amongst the Company, Piramal Enterprises Limited ('PEL') (the holding company of PFL) and their respective shareholders and creditors under Sections 230 to 232 read with Section 52 and Section 66 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder ('Scheme'). The Scheme was modified by the Committee of Directors (Administration, Authorisation & Finance) of the Company at its meetings held on October 26, 2024 and April 9, 2025. The appointed date of the Scheme will be April 1, 2024.

RBI approval on Scheme was received on April 8, 2025 and the Company on April 10, 2025 has filed Application with the National Company Law Tribunal, Mumbai Bench.

54 Corporate Social Responsibility Expenditure

Particulars	March 31, 2025	March 31, 2024
Amount required to be spent by the company during the year	-	934
Amount spent during the year from Company's bank A/c	-	6,750
Closing Balance in Separate CSR Unspent Bank A/c	-	-
Shortfall at the end of the year,	-	-
Total of previous years shortfall,	-	-
Reason for shortfall,	-	-
Nature of CSR activities	-	Promoting healthcare and education
Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	-	4,016
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	-	-

55 Events after reporting period

There have been no events other then referred in note no. 53 after the reporting date that require disclosure in these financial statements.

56 Additional Regulatory Information

(i) The Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person that are:

(a) repayable on demand; or

(b) without specifying any terms or period of repayment.

(ii) The Company has not been declared a wilful Defaulters by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.

(iii) The Company has not done any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 except:

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding	Relationship with the struck off company, if any, to be disclosed
Leela Trade Link Private Limited	Lodging and boarding	Nil	Hotel stay for employees
Green Park Hotels & Resorts Limited	Lodging and boarding	Nil	Hotel stay for employees

(iv) The Company has pending charges amounting to Rs. 30,000 lakhs towards borrowing from HDFC bank to be registered with ROC due to pending finalisation of document There was no satisfaction of charge pending as on March 31, 2025 except Punjab National Bank loans where loan repaid during the year for Rs. 40,000 lakhs due to non-receipt of No Due Certificate, Modification of charge amounting to Rs. 80,000 lakhs for NCD having ISIN no INE516Y07485 due to resubmission on ROC site. With respect to the assets acquired under business combination, the Company is in the process of satisfying the charges on those assets which is procedural.

(v) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(vi) The Company have not traded or invested in Crypto currency or Virtual Currency during the year.

(vii) During the year the Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

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(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or

(b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(viii) During the year the Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or

(b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ix) The Company have not had any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(x) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies Act (Restriction on number of Layers) Rule, 2017.

(xi) **Analytical Ratios**

	Particulars	Numerator	Denominator	March 31, 2025	March 31, 2024	% Variance	Reason for variance (if above 25%)
(a)	Capital to risk-weighted assets ratio (CRAR)	Tier I Capital + Tier II Capital	Risk Weighted Assets On Balance sheet and off Balance sheet items	21.49%	21.64%	-0.69%	-
(b)	Tier I CRAR	Tier I Capital	Risk Weighted Assets On Balance sheet and off Balance sheet items	21.08%	21.04%	0.19%	-
(c)	Tier II CRAR	Tier II Capital	Risk Weighted Assets On Balance sheet and off Balance sheet items	0.41%	0.60%	-31.67%	Decrease mainly only on account of increase in reduction of Securitisation Fixed Deposit
(d)	Liquidity Coverage Ratio	High Quality Liquid Assets	Net Cash Out flows	179.81%	84.24%	113.45%	Increase in LCR % is mainly due to increase in HQLA asssets

(xii) Quarterly Asset cover statements submitted to Debenture and Security Trustee's are in agreement with the books of accounts.

57 Non-Banking Financial Company - HFC disclosures

57.1 Gold Loan Disclosure

Loans granted against collateral of gold jewellery is NIL as on March 31, 2025 (March 31, 2024: NIL).

57.2 Disclosure on Liquidity Coverage Ratio

Disclosure on Liquidity Coverage Ratio (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 dated February 27, 2025 (as updated) . Apart from various process related aspects of the Liquidity risk management framework, the regulations require NBFCs/HFCs to maintain a manadated Liquidity Coverage Ratio (LCR). The objective of the LCR is to promote short-term resilience in the liquidity risk profile of NBFCs/HFCs. It does this by ensuring that the Company has adequate stock of unencumbered high-quality liquid assets (HQLA) that can be converted easily and immediately into cash to meet its liquidity needs for a 30 calendar day liquidity stress scenario.

The Company had LCR of 180% as of March 31, 2025, 127% as of December 31, 2024, 171% as of September 30, 2024 and 113% as of June 30, 2024 which is higher than LCR mandated by RBI. The Company regularly reviews the maturity position of assets and liabilities and liquidity buffers, and ensures maintenance of sufficient quantum of High Quality Liquid Assets.

Sr. No.	Particulars	Quarter ended March 31, 2025		Quarter ended December 31, 2024		Quarter ended September 30, 2024		Quarter ended June 30, 2024	
		Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
	High Quality Liquid Assets								
1	Total High Quality Liquid Assets (HQLA)	492,030	492,030	327,630	327,629	229,312	229,311	260,989	260,988
	Cash Outflows								
2	Deposits (for deposit taking companies)	NA	NA	NA	NA	NA	NA	NA	NA
3	Unsecured wholesale funding	90,195	103,724	84,375	97,032	59,457	68,375	90,033	103,538
4	Secured wholesale funding	164,070	188,680	88,593	101,882	87,232	100,317	83,805	96,376
5	Additional requirements, of which	50,000	57,500	50,000	57,500	50,000	57,500	62,620	72,013
(i)	*Outflows related to derivative exposures and other collateral requirements*								
(ii)	*Outflows related to loss of funding on debt products*	50,000	57,500	50,000	57,500	50,000	57,500	62,620	72,013
(iii)	*Credit and liquidity facilities*								

(Currency : Rs in lakhs)

Sr. No.	Particulars	Quarter ended March 31, 2025		Quarter ended December 31, 2024		Quarter ended September 30, 2024		Quarter ended June 30, 2024	
		Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
6	Other contractual funding obligations	22,066	25,376	22,066	25,376	22,066	25,376	22,066	25,376
7	Other contingent funding obligations	43,112	49,579	88,536	101,816	47,345	54,447	52,434	60,299
8	**Total Cash Outflows**	369,443	424,859	333,570	383,606	266,100	306,015	310,958	357,602
	Cash Inflows								
9	Secured lending	68,036	51,027	61,579	46,184	55,431	41,573	53,180	39,885
10	Inflows from fully performing exposures	38,138	28,604	37,918	28,439	36,613	27,460	35,178	26,384
11	Other cash inflows	95,459	71,594	67,569	50,677	137,236	102,927	79,615	59,711
12	**Total Cash Inflows**	201,633	151,225	167,066	125,300	229,280	171,960	167,973	125,980
			Total Adjusted Value		**Total Adjusted Value**		**Total Adjusted Value**		**Total Adjusted Value**
13	**TOTAL HQLA**		492,030		327,629		229,311		260,988
14	**TOTAL NET CASH OUTFLOWS**		273,634		258,306		134,055		231,622
15	**LIQUIDITY COVERAGE RATIO (%)**		**180%**		**127%**		**171%**		**113%**

High Quality Liquid Assets (HQLA)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
Assets to be included as HQLA without any haircut								
G-Sec, T-Biils, TREPS and CROMS	396,791	396,791	287,561	287,561	195,420	195,420	160,870	160,870
SLR Bonds	1	1	5	4	5	4	5	4
Bank balance	95,238	95,238	40,064	40,064	33,887	33,887	100,114	100,114
Assets to be considered for HQLA with a minimum haircut of 15%	-	-	-	-	-	-	-	-
Assets to be considered for HQLA with a minimum haircut of 50%	-	-	-	-	-	-	-	-
Total	**492,030**	**492,030**	**327,630**	**327,629**	**229,312**	**229,311**	**260,989**	**260,988**

Sr. No.	Particulars	Quarter ended March 31, 2024		Quarter ended December 31, 2023		Quarter ended September 30, 2023		Quarter ended June 30, 2023	
		Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
	High Quality Liquid Assets								
1	Total High Quality Liquid Assets (HQLA)	227,457	224,594	155,230	148,697	173,945	166,745	211,071	204,512
	Cash Outflows								
2	Deposits (for deposit taking companies)	NA	NA	NA	NA	NA	NA	NA	NA
3	Unsecured wholesale funding	93,342	107,343	86,462	99,431	49,864	57,344	33,242	38,228
4	Secured wholesale funding	102,361	117,715	52,425	60,289	94,394	108,553	80,803	92,923
5	Additional requirements, of which	76,303	87,749	76,600	88,090	82,261	94,600	105,934	121,824
(i)	*Outflows related to derivative exposures and other collateral requirements*								
(ii)	*Outflows related to loss of funding on debt products*	76,303	87,749	76,600	88,090	82,261	94,600	105,934	121,824
(iii)	*Credit and liquidity facilities*	-	-	-	-	-	-	-	-
6	Other contractual funding obligations	17,934	20,625	17,934	20,625	17,934	20,625	17,934	20,625
7	Other contingent funding obligations	61,291	70,485	50,795	58,414	31,522	36,251	37,560	43,195
8	**Total Cash Outflows**	351,231	403,917	284,216	326,849	275,975	317,373	275,473	316,795
	Cash Inflows								
9	Secured lending	64,223	48,167	84,161	63,121	48,457	36,342	59,312	44,484
10	Inflows from fully performing exposures	34,184	25,638	30,799	23,099	27,714	20,786	27,686	20,765
11	Other cash inflows	84,660	63,495	115,359	86,519	166,785	125,089	45,008	33,756
12	**Total Cash Inflows**	183,067	137,300	230,319	172,739	242,956	182,217	132,006	99,005
			Total Adjusted Value		**Total Adjusted Value**		**Total Adjusted Value**		**Total Adjusted Value**
13	**TOTAL HQLA**		224,594		148,697		166,745		204,512
14	**TOTAL NET CASH OUTFLOWS**		266,617		154,110		135,154		217,790
15	**LIQUIDITY COVERAGE RATIO (%)**		**84%**		**96%**		**123%**		**94%**

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High Quality Liquid Assets (HQLA)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
Assets to be included as HQLA without any haircut								
G-Sec, T-Biils and TREPS	160,440	160,440	106,977	106,977	110,921	110,921	106,399	106,399
SLR Bonds	19,090	16,227	43,554	37,021	47,997	40,797	43,727	37,168
Bank balance	47,927	47,927	4,699	4,699	15,027	15,027	60,945	60,945
Assets to be considered for HQLA with a minimum haircut of 15%	-	-	-	-	-	-	-	-
Assets to be considered for HQLA with a minimum haircut of 50%	-	-	-	-	-	-	-	-
Total	227,457	224,594	155,230	148,697	173,945	166,745	211,071	204,512

Qualitative disclosures

1 The Company has implemented the guidelines on Liquidity Risk Management Framework prescribed by the Reserve Bank of India requiring maintenance of Liquidity Coverage Ratio (LCR), which aim to ensure that an NBFC maintains an adequate level of unencumbered HQLAs that can used to meet its liquidity needs for the 30 days under a significantly severe liquidity stress scenario.

2 LCR = Stock of High-Quality Liquid Assets (HQLAs)/Total Net Cash Outflows over the next 30 calendar days

3 HQLAs as per the guidelines comprises of Cash, Investment in Central and State Government Securities, and highly-rated Corporate Bonds and Commercial papers, including those of of Public Sector Enterprises, as adjusted after assigning the haircuts as prescribed by RBI. Cash would mean cash on hand and demand deposits with Scheduled Commercial Banks.

4 The Liquidity Risk Management framework of the Company is governed by its Asset Liability Management Policy approved by the Board of Directors. The Asset Liability Management Committee (ALCO) oversee the implementation of liquidity risk management framework of the Company and ensure adherence to the risk tolerance / limits set by the Board of Directors.

5 As prescribed by the RBI Guidelines, Total net cash outflows are arrived after taking into consideration total expected cash outflows minus total expected cash inflows for the 30 days

6 Total net cash outflows over the next 30 days = Stressed Outflows - [Min (stressed inflows; 75% of stressed outflows)].

7 Total expected cash outflows (stressed outflows) are calculated by multiplying the outstanding balances of various categories or types of liabilities by 115% (15% being the rate at which they are expected to run off further or be drawn down)

8 Total expected cash inflows (stressed inflows) are calculated by multiplying the outstanding balances of various categories of contractual receivables by 75% (25% being the rate at which they are expected to under-flow)

Note:

In order to calculate the daily LCR, the management has made certain assumptions to arrive at the same. Statutory Auditors have relied on these assumptions while testing the arithmetical accuracy of the LCR computations.

57.3 Disclosure under Master Direction Reserve Bank of India (Securitisation of Standard Assets) Directions, 2021 dated September 24, 2021.

SI. No.		Particulars	As at March 31, 2025	
			Pass through certificate	Direct assignment
1.	No of SPEs holding assets for securitisation transactions originated by the originator (only the SPVs relating to outstanding securitization exposures to be reported here)		42	266
2.	Total amount of securitised assets as per books of the SPEs		634,694	1,572,820
3.	Total amount of exposures retained by the originator to comply with MRR as on the date of balance sheet		113,091	38,193
	a)	Off-balance sheet exposures	-	-
	▪	First loss	-	-
	▪	Others	-	-
	b)	On-balance sheet exposures	113,091	38,193
	▪	First loss	14,499	-
	▪	Others	98,592	38,193
4.	Amount of exposures to securitisation transactions other than MRR		Nil	Nil
	a)	Off-balance sheet exposures	-	-
	i)	Exposure to own securitisations	-	-
	▪	First loss	-	-
	▪	Others	-	-
	ii)	Exposure to third party securitisations	-	-
	▪	First loss	-	-
	▪	Others	-	-
	b)	On-balance sheet exposures	-	-
	i)	Exposure to own securitisations	-	-
	▪	First loss	-	-
	▪	Others	-	-
	ii)	Exposure to third party securitisations	-	-
	▪	First loss	-	-
	▪	Others	-	-

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Sl. No.	Particulars	As at March 31, 2025	
		Pass through certificate	Direct assignment
5.	Sale consideration received for the securitised assets and gain/loss on sale on account of securitisation		
	a) Sale Consideration Received	292,711	636,359
	b) Gain / Loss on sale of account of Securitisation	-	-
6.	Form and quantum (outstanding value) of services provided by way of, liquidity support, post-securitisation asset servicing, etc.		
i	Securitisation Asset Servicing Fee	2	1,204
7.	Performance of facility provided. Please provide separately for each facility viz. Credit enhancement, liquidity support, servicing agent etc. Mention percent in bracket as of total value of facility provided.		
	(a) Amount paid	-	
	(b) Repayment received	-	
	(c) Outstanding amount	101,264	2,542
8.	Average default rate of portfolios observed in the past. Please provide breakup separately for each asset class i.e. RMBS, Vehicle Loans etc	-	-
	Mar-2021	24.10%	21.20%
	Mar-2022	29.03%	25.31%
	Mar-2023	36.75%	35.68%
	Mar-2024	17.02%	36.13%
	Mar-2025	36.19%	28.01%
9.	Amount and number of additional/top up loan given on same underlying asset. Please provide breakup separately for each asset class i.e. RMBS, Vehicle Loans etc	NIL	NIL
10.	Investor complaints (a) Directly/Indirectly received and; (b) Complaints outstanding		
	(a) Directly/Indirectly received	125	564
	(b) Complaints outstanding	-	-

Sl. No.	Particulars	As at March 31, 2024	
		Pass through certificate	Direct assignment
1.	No of SPEs holding assets for securitisation transactions originated by the originator (only the SPVs relating to outstanding securitization exposures to be reported here)	28	186
2.	Total amount of securitised assets as per books of the SPEs	486,004	1,351,342
3.	Total amount of exposures retained by the originator to comply with MRR as on the date of balance sheet	88,322	97,189
	a) Off-balance sheet exposures	-	-
	▪ First loss	-	-
	▪ Others	-	-
	b) On-balance sheet exposures	88,322	97,189
	▪ First loss	14,499	-
	▪ Others	73,823	97,189
4.	Amount of exposures to securitisation transactions other than MRR	Nil	Nil
	a) Off-balance sheet exposures	-	-
	i) Exposure to own securitisations	-	-
	▪ First loss	-	-
	▪ Others	-	-
	ii) Exposure to third party securitisations	-	-
	▪ First loss	-	-
	▪ Others	-	-
	b) On-balance sheet exposures	-	-
	i) Exposure to own securitisations	-	-
	▪ First loss	-	-
	▪ Others	-	-
	ii) Exposure to third party securitisations	-	-
	▪ First loss	-	-
	▪ Others	-	-

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Sl. No.	Particulars	As at March 31, 2024	
		Pass through certificate	Direct assignment
5.	Sale consideration received for the securitised assets and gain/loss on sale on account of securitisation	-	-
	a) Sale Consideration Received	326,353	4,349
	b) Gain / Loss on sale of account of Securitisation	-	7,676
6.	Form and quantum (outstanding value) of services provided by way of, liquidity support, post-securitisation asset servicing, etc.		
i	Securitisation Asset Servicing Fee	-	1,038
7.	Performance of facility provided. Please provide separately for each facility viz. Credit enhancement, liquidity support, servicing agent etc. Mention percent in bracket as of total value of facility provided.		
	(a) Amount paid	-	
	(b) Repayment received	-	
	(c) Outstanding amount	73,169	6,009
8.	Average default rate of portfolios observed in the past. Please provide breakup separately for each asset class i.e. RMBS, Vehicle Loans etc		
	Mar-2020	16.17%	11.12%
	Mar-2021	24.10%	21.20%
	Mar-2022	29.03%	25.31%
	Mar-2023	36.75%	35.68%
	Mar-2024	17.02%	36.13%
9.	Amount and number of additional/top up loan given on same underlying asset. Please provide breakup separately for each asset class i.e. RMBS, Vehicle Loans etc	NIL	NIL
10.	Investor complaints (a) Directly/Indirectly received and; (b) Complaints outstanding		
	(a) Directly/Indirectly received	156	991
	(b) Complaints outstanding	1.00	6.00

58 Disclosure on Prudential Floor for ECL (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 dated February 27, 2025 (as updated)

Asset Classification as per RBI norms	As at March 31, 2025					
	Asset Classification as per IND AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under IND AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
Performing assets						
Standard Assets	Stage 1	5,522,115	83,363	5,438,752	23,712	59,651
	Stage 2	140,628	21,924	118,704	923	21,001
Sub-total		5,662,743	105,287	5,557,456	24,635	80,652
Non-performing assets (NPA)						
Substandard	Stage 3	127,146	35,800	91,346	19,076	16,724
Doubtful - up to 1 year	Stage 3	18,298	6,514	11,784	4,861	1,653
1 to 3 years	Stage 3	17,143	3,654	13,489	6,866	(3,212)
More than 3 years	Stage 3	131	26	105	131	(105)
		162,718	**45,994**	**116,724**	**30,934**	**15,060**
Loss	Stage 3	112	111	1	112	(1)
Subtotal for NPA		**162,830**	**46,105**	**116,725**	**31,046**	**15,059**
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	304,070	1,250	302,820	-	1,250
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

Asset Classification as per RBI norms	As at March 31, 2025					
	Asset Classification as per IND AS 109	**Gross Carrying Amount as per Ind AS**	**Loss Allowances (Provisions) as required under IND AS 109**	**Net Carrying Amount**	**Provisions required as per IRACP norms**	**Difference between Ind AS 109 provisions and IRACP norms**
Total Assets (Performing assets + Non-performing assets)	Stage 1	5,826,185	84,613	5,741,572	23,712	60,901
	Stage 2	140,628	21,924	118,704	923	21,001
	Stage 3	162,830	46,105	116,725	31,046	15,059
	Total	**6,129,643**	**152,642**	**5,977,001**	**55,681**	**96,961**
POCI**		35,446	-	35,446	89	(89)
Security Receipts	Stage 1	303,748	-	303,748	1,215	(1,215)
Grand Total (Non POCI + POCI)	**Total**	**6,468,837**	**152,642**	**6,316,195**	**56,985**	**95,657**

Note: The Company has framed Policy for sales out of amortised cost business model portfolios

** POCI - Purchase or originated Credit Impaired Portfolio (Net of ECL provision and Fair value)

Asset Classification as per RBI norms	As at March 31, 2024					
	Asset Classification as per IND AS 109	**Gross Carrying Amount as per Ind AS**	**Loss Allowances (Provisions) as required under IND AS 109**	**Net Carrying Amount**	**Provisions required as per IRACP norms**	**Difference between Ind AS 109 provisions and IRACP norms**
Performing assets						
Standard Assets	Stage 1	4,284,770	99,018	4,185,752	23,297	75,721
	Stage 2	354,750	81,684	273,066	2,846	78,838
Sub-total		4,639,520	180,702	4,458,818	26,143	154,559
Non-performing assets (NPA)						
Substandard	Stage 3	80,698	57,228	23,470	12,105	45,123
Doubtful - up to 1 year	Stage 3	27,433	8,036	19,397	9,621	(1,585)
1 to 3 years	Stage 3	6,328	1,303	5,025	2,764	(1,461)
More than 3 years	Stage 3	107	24	83	107	(83)
		114,566	**66,591**	**47,975**	**24,597**	**41,994**
Loss	Stage 3	143	136	7	143	(7)
Subtotal for NPA		**114,709**	**66,727**	**47,982**	**24,740**	**41,987**
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	346,988	3,511	343,477	-	3,511
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Total Assets (Performing assets + Non-performing assets)	Stage 1	4,631,758	102,529	4,529,230	23,297	79,232
	Stage 2	354,750	81,684	273,066	2,846	78,838
	Stage 3	114,709	66,727	47,982	24,740	41,987
	Total	**5,101,217**	**250,940**	**4,850,278**	**50,883**	**200,057**
POCI**		102,026	-	102,026	1,675	(1,675)
Security Receipts	Stage 1	415,644	-	415,644	4,156	(4,156)
Grand Total (Non POCI + POCI)	**Total**	**5,618,887**	**250,940**	**5,367,947**	**56,714**	**194,226**

Note: The Company has framed Policy for sales out of amortised cost business model portfolios

** POCI - Purchase or originated Credit Impaired Portfolio (Net of ECL provision and Fair value)

Include Loan portfolio amounting Rs. 5,04,237 lakhs measured at Fair value

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

59 Detail of the resolution plan implemented under the Resolution Framework for COVID-19-related Stress as per RBI Circular dated August 6, 2020 (Resolution Framework - 1.0) and May 5, 2021 (Resolution Framework - 2.0) are given below

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year i.e September 30, 2024 (A)	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the half-year	Of (A) amount paid by the borrowers during the half-year (^)	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year i.e March 2025
Personal Loans	4,341	-	-	1,748	2,467
Corporate persons*	2,596	-	-	2,390	534
Of which MSMEs	2,591	-	-	2,374	533
Others	3,908	-	-	2,989	1,275
Total	**10,845**	**-**	**-**	**7,127**	**4,275**

* As defined in section 3(7) of the Insolvency and Bankruptcy Code, 2016

^ Represents actual repayment from customers excluding repayments received from other parties on account of transfer/sale/ settlement of loans.

The above disclosure reflects Company's share of loans in case of securitised and assigned pool

The numbers in the above table represents gross values of loans excluding fair value adjustments on loans acquired/purchased

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year i.e. September 30, 2023 (A)	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the half-year	Of (A) amount paid by the borrowers during the half-year	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year i.e. March 31, 2024
Personal Loans	8,429	-	-	2,657	5,881
Corporate persons*	3,181	-	-	460	2,864
Of which MSMEs	3,164	-	-	451	2,854
Others	6,147	-	-	1,810	4,578
Total	**17,757**	**-**	**-**	**4,927**	**13,323**

* As defined in section 3(7) of the Insolvency and Bankruptcy Code, 2016

^ Represents actual repayment from customers excluding repayments received from other parties on account of transfer/sale/ settlement of loans.

The above disclosure reflects Company's share of loans in case of securitised and assigned pool

The numbers in the above table represents gross values of loans excluding fair value adjustments on loans acquired/purchased

59(i) Details of resolution plan implemented as per RBI circular on Micro, Small and Medium Enterprises (MSME) sector – Restructuring of Advances dated 6 August 2020 are given below:

Type of borrower	No. of accounts restructured and outstanding as on 31 March 2025	Amount outstanding as on 31 March 2025	No. of accounts restructured and outstanding as on 31 March 2024	Amount outstanding as on 31 March 2024
MSMEs	-	-	-	-

59(ii) Details of resolution plan implemented as per RBI circular on Resolution Framework 2.0 – Resolution of COVID-19 related stress of Micro, Small and Medium Enterprises (MSMEs) dated 5 May 2021 are given below:

Type of borrower	No. of accounts restructured and outstanding as on 31 March 2025	Amount outstanding as on 31 March 2025	No. of accounts restructured and outstanding as on 31 March 2024	Amount outstanding as on 31 March 2024
MSMEs	-	-	-	-

(Currency : Rs in lakhs)

60 Public disclosure on liquidity risk management framework(Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 dated February 27, 2025 (as updated)

1 Funding Concentration based on significant counterparty (both deposits and borrowings)

Sr. No.	Number of Significant Counterparties	31 March 2025		
		Amount	% of Total deposits	% of Total Liabilities
1	21	3,650,010	NA	60.59%

Sr. No.	Number of Significant Counterparties	31 March 2024		
		Amount	% of Total deposits	% of Total Liabilities
1	21	3,219,338	NA	63.91%

Note: Significant counterparties includes Catalyst Trusteeship Ltd which is holding company NCDs on behalf of erstwhile creditors of DHFL in its role as global escrow agent as defined in the Global Settlement Trust Deed for the CIRP of DHFL. Further in case of Foreign Currency Bonds where investor-wise details are unavailable, the same have been excluded from above table.

2 Top 20 large deposits (amount in ₹ lakhs and % of total deposits)

Not Applicable

3 Top 10 borrowings (amount in ₹ lakhs and % of total borrowings)

As at 31 March 2025	
Amount	% of Total Borrowings
2,787,240	49.74%

As at 31 March 2024	
Amount	% of Total Borrowings
2,517,544	55.87%

4 Funding Concentration based on significant instrument/product

Sr. No.	Name of the instrument/product	As at 31 March 2025	
		Amount	% of Total Liabilities
1	Redeemable Non Convertible Debentures	2,345,573	38.94%
2	Term loan (secured) from banks	1,460,595	24.25%
3	Commercial paper	585,060	9.71%
4	Securtised Borrowings	516,988	8.58%
5	Dollar Bond	387,654	6.44%
6	Term loan - FCNR Loans	307,413	5.10%

Sr. No.	Name of the instrument/product	Amount	As at 31 March 2024
			% of Total Liabilities
1	Redeemable Non Convertible Debentures	2,591,936	51.45%
2	Term loan (secured) from banks	1,182,256	23.47%
3	Commercial paper	292,253	5.80%
4	Securtised Borrowings	348,940	6.93%

5 Stock Ratios:

Sr. No.	Particulars		March 31, 2025
(a)	(i)	Commercial papers as a % of total public funds	10.44%
	(ii)	Commercial papers as a % of total liabilities	9.71%
	(iii)	Commercial papers as a % of total assets	7.60%
(b)	(i)	Non-convertible debentures (original maturity of less than one year) as a % of total public funds	NIL
	(ii)	Non-convertible debentures (original maturity of less than one year) as a % of total liabilities	NIL
	(iii)	Non-convertible debentures (original maturity of less than one year) as a % of total assets	NIL
(c)	(i)	Other short-term liabilities, if any as a % of total public funds	23.31%
	(ii)	Other short-term liabilities, if any as a % of total liabilities	21.68%
	(iii)	Other short-term liabilities, if any as a % of total assets	16.97%

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

Sr. No.	Particulars		March 31, 2024
(a)	(i)	Commercial papers as a % of total public funds	6.49%
	(ii)	Commercial papers as a % of total liabilities	5.80%
	(iii)	Commercial papers as a % of total assets	4.47%
(b)	(i)	Non-convertible debentures (original maturity of less than one year) as a % of total public funds	-
	(ii)	Non-convertible debentures (original maturity of less than one year) as a % of total liabilities	-
	(iii)	Non-convertible debentures (original maturity of less than one year) as a % of total assets	-
(c)	(i)	Other short-term liabilities, if any as a % of total public funds	22.47%
	(ii)	Other short-term liabilities, if any as a % of total liabilities	20.10%
	(iii)	Other short-term liabilities, if any as a % of total assets	15.49%

6 Institutional set-up for liquidity risk management

a) The ALCO is responsible for the management of the companies funding and liquidity requirements, within the board approved framework and extant regulations.

b) The Company manages liquidity risk by maintaining an appropriate mix of unutilised banking facilities, credit lines as necessary and by continuously monitoring expected and actual cash flows, and by assessing the maturity profiles of financial assets and liabilities.

61 Non-Banking Financial Company - HFC disclosures

(i) **Disclosures as required in terms of Annex III of Master Direction – "Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021" (as updated)**

	Particulars			
	Liabilities side :		**Amount outstanding as at**	**Amount overdue as at**
			March 31, 2025	**March 31, 2025**
1	**Loans and advances availed by the HFC**			
	inclusive of interest accrued thereon but not paid:			
	(a)	Debentures : Secured *	2,720,476	-
		: Unsecured	12,751	-
		(other than falling within the meaning of public deposits)		
	(b)	Deferred credits	-	
	(c)	Term loans**	1,768,008	-
	(d)	Inter-corporate loans and borrowing	-	-
	(e)	Commercial paper	585,060	-
	(f)	Public deposits		-
	(g)	Securitised borrowings	516,988	-
	(h)	Working Capital Demand Loan	-	
	*including Foreign Currency Bond			
	** including Foreign Currency Term Loan			
2	**Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :**			
	(a)	In the form of unsecured debentures	-	-
	(b)	In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
	(c)	Other public deposits	-	-

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

	Particulars **Liabilities side :**	**Amount outstanding as at March 31, 2024**	**Amount overdue as at March 31, 2024**
1	**Loans and advances availed by the HFC**		
	inclusive of interest accrued thereon but not paid:		
	(a) Debentures : Secured	2,579,213	-
	: Unsecured	12,723	-
	(other than falling within the meaning of public deposits)		
	(b) Deferred credits	-	-
	(c) Term loans	1,214,229	-
	(d) Inter-corporate loans and borrowing	45,000	-
	(e) Commercial paper	292,253	-
	(f) Public deposits		-
	(g) Securitised borrowings	348,940	-
	(h) Working Capital Demand Loan	14,039	
2	**Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :**		
	(a) In the form of unsecured debentures	-	-
	(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
	(c) Other public deposits	-	-

	Assets side :	**Amount outstanding as at March 31, 2025**	**Amount outstanding as at March 31, 2024**
3	**Break-up of loans and advances including bills receivables [other than those included in (4) below**		
	(Amount gross of provision)		
	(a) Secured *	4,508,296	3,757,695
	(b) Unsecured	1,349,549	1,093,115
4	**Break up of leased assets and stock on hire and other assets counting towards asset financing activities**		
	(i) Lease assets including lease rentals under sundry debtors:	-	-
	(a) Financial lease	-	-
	(b) Operating lease	-	-
	(ii) Stock on hire including hire charges under sundry debtors:		
	(a) Assets on hire	-	-
	(b) Repossessed assets	-	-
	(iii) Other loans counting towards Asset Financing activities	-	
	(a) Loans where assets have been repossessed	-	-
	(b) Loans other than (a) above	-	-

*including Credit substitute and excluding Project Receivables

	Assets side :	**Amount outstanding as at March 31, 2025**	**Amount outstanding as at March 31, 2024**
5	**Break-up of investments :**		
	Current investments :		
	1. Quoted :		
	(i) Shares : (a) Equity	-	-
	(b) Preference	-	-
	(ii) Debentures and bonds	-	-
	(iii) Units of mutual funds	-	-
	(iv) Government securities	200,530	-
	(v) Others (please specify)		-
	2. Unquoted :		
	(i) Shares : (a) Equity	-	-
	(b) Preference	-	-
	(ii) Debentures and bonds	-	-
	(iii) Units of mutual funds	-	1,014
	(iv) Government securities	-	
	(v) Others (please specify)		

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

Assets side :	Amount outstanding as at March 31, 2025	Amount outstanding as at March 31, 2024
Long term investments :		
1. Quoted :		
(i) Shares : (a) Equity	-	-
(b) Preference	-	-
(ii) Debentures and bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government securities	17,630	109,805
(v) Others -Redeemable Bonds		
2. Unquoted :		
(i) Shares : (a) Equity	124,159	124,014
(b) Preference	29,398	21,294
(ii) Debentures and bonds	-	-
(iii) Units of mutual funds	6,552	3,426
(iv) Government Securities	-	-
(v) Others		
- Redeemable Bonds	-	5
- Project Receivables	66,100	101,856
- Pass Through certificates	11,828	15,152
- Security Receipts	303,748	415,644
- Venture Capital Fund	-	-
Alternative Investment Funds*	-	-

* Refer note 7 of the Standalone Financial Statement.

6 **Borrower group-wise classification of assets financed as in (3) and (4) above :**

(amount net of provisions)

Category (Amount net of provision)	As at 31 March 2025		
	Secured	Unsecured	Total
1. Related Parties			
(a) Subsidiaries	-	-	**-**
(b) Companies in the same group	-	-	**-**
(c) Other related parties	-	-	**-**
2. Other than related parties	4,428,743	1,278,130	**5,706,873**
Total	**4,428,743**	**1,278,130**	**5,706,873**

Category (Amount net of provision)	As at 31 March 2024		
	Secured	Unsecured	Total
1. Related Parties			
(a) Subsidiaries	-	15,000	**15,000**
(b) Companies in the same group	-		**-**
(c) Other related parties	-	-	**-**
2. Other than related parties	3,581,388	1,006,994	**4,588,382**
Total	**3,581,388**	**1,021,994**	**4,603,382**

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

Category	As at 31 March 2025	
	Market Value / Break up or fair value or NAV	Book Value (Net of Provision)
1. Related Parties		
(a) Subsidiaries	104,229	126,356
(b) Companies in the same group	-	-
(c) Other related parties	27,201	27,201
2. Other than related parties	698,254	606,388
Total	**829,684**	**759,945**

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

Category	As at 31 March 2024	
	Market Value / Break up or fair value or NAV	Book Value (Net of Provision)
1. Related Parties		
(a) Subsidiaries	106,924	126,242
(b) Companies in the same group	-	-
(c) Other related parties	19,066	19,066
2. Other than related parties	812,718	646,902
Total	**938,708**	**792,210**

8 **Other information**

Particulars		Amount as at March 31, 2025	Amount as at March 31, 2024
(i)	Gross non-performing assets		
	(a) Related parties	-	-
	(b) Other than related parties	162,830	114,709
(ii)	Net non-performing assets		
	(a) Related parties	-	-
	(b) Other than related parties	116,725	47,981
(iii)	Assets acquired in satisfaction of debt	-	-

62 Non-Banking Financial Company - HFC disclosures

62.1 Minimum disclosures

The following additional disclosures have been given in terms of Annex IV of Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 ('the Directions') issued by the National Housing Bank (as updated)

62.2 Summary of material accounting policies

The accounting policies regarding key areas of operations are disclosed as Note 2 of the standalone financial statements.

62.3 Disclosures:

62.3.1 Disclosure in terms of RBI Master Directions-Principal Business Criteria-Housing Finance Company-Para 4.1.17 of NBFC-HFC (Reserve Bank) Directions, 2021.

Period	Percentage of total assets (net of intangible assets) towards housing finance*#	Percentage of total assets(net of intangible assets) towards housing finance for individuals*#
March 31, 2025	34.33%	30.04%
March 31, 2024	41.24%	32.68%

* Total assets is total of assets side of Balance sheet net of intangible assets and fair value adjustment on merger with DHFL.

Includes composite funding for land acquisition where housing construction undertaking is obtained from the borrower

Refer to note 53(a) of Standalone Financial Statement.

62.3.2 Capital

Particulars		March 31, 2025	March 31, 2024
(i)	CRAR (%)	21.49%	21.64%
(ii)	CRAR – Tier I Capital (%)	21.08%	21.04%
(iii)	CRAR – Tier II Capital (%)	0.41%	0.60%
(iv)	Amount of subordinated debt raised as Tier- II Capital	-	-
(v)	Amount raised by issue of Perpetual Debt Instruments	-	-

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

62.3.3 Reserve Fund u/s 29C of NHB Act, 1987

Particulars		March 31, 2025	March 31, 2024
Balance at the beginning of the year			
a)	Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	244,564	244,564
b)	Amount of special reserve u/s 36(1)(viii)of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	-	-
c)	Total	244,564	244,564
Addition / Appropriation / Withdrawal during the year			
Add:			
a)	Amount transferred u/s 29C of the NHB Act, 1987	1,049	-
b)	Amount of special reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	-	-
Less:			
a)	Amount appropriated from the Statutory Reserve u/s 29C of the NHB Act, 1987	-	-
b)	Amount withdrawn from the Special Reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account which has been taken into account for the purpose of provision u/s 29C of the NHB Act, 1987	-	-
Balance at the end of the year			
a)	Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	245,613	244,564
b)	Amount of special reserve u/s 36(1)(viii)of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	-	-
c)	**Total**	**245,613**	**244,564**

62.3.4 Investments:

Particulars				March 31, 2025	March 31, 2024
1.	**Value of Investments**				
	(i)	Gross value of Investments			
		(a)	In India	759,945	792,210
		(b)	Outside India	-	-
	(ii)	Provisions for Depreciation			
		(a)	In India	-	-
		(b)	Outside India	-	-
	(iii)	Net value of Investments			
		(a)	In India	759,945	792,210
		(b)	Outside India	-	-
2.	**Movement of provisions held towards depreciation on investments**				
	(i)	Opening balance		-	-
	(ii)	Add: Provisions made during the year		-	-
	(iii)	Less: Write-off / Written-back of excess provisions during the year		-	-
	(iv)	Closing balance		-	-

Note: The Company has certain investments in NCDs which are in nature of loans for the purpose of regulatory disclosures.

62.3.5 Derivatives

62.3.5.1 Forward Rate Agreement (FRA) / Interest Rate Swap (IRS)

Particulars		March 31, 2025	March 31, 2024
(i)	The notional principal of swap agreements	789,901	43,632
(ii)	Losses which would be incurred if counterparties failed to fulfil their obligations under the agreements	3,200	5,398
(iii)	Collateral required by the HFC upon entering into swaps	NA	NA
(iv)	Concentration of credit risk arising from the swaps$	NA	NA
(v)	The fair value of the swap book	3,200	5,398

62.3.5.2 Exchange Traded Interest Rate (IR) Derivative

The Company has not taken any exchange traded interest rate (IR) derivatives during the year ended March 31, 2025 (As at March 31, 2024 - Nil).

(Currency : Rs in lakhs)

62.3.5.3 Disclosures on Risk Exposure in Derivatives

A. Qualitative Disclosure

Financial Risk Management

The Company has to manage various risks associated with the lending business. These risks include liquidity risk, exchange risk, interest rate risk and counterparty risk.The Financial Risk Management and ALM Policy as approved by the Board sets limits for exposures on currency and other parameters. The Company manages its interest rate and currency risk in accordance with the guidelines prescribed therein. Liquidity risk and Interest rate risks arising out of maturity mismatch of assets and liabilities are managed through regular monitoring of maturity profiles. As a part of Asset Liability Management, the Company has also entered into derivative intruments for hedging. The currency risk on borrowings is actively managed mainly through a combination of currency swaps and forward contracts.

Refer note 2(iv) for hedge accounting policy, note 48 for financial risk management and note 48 for accounting for cash flow hedge.

B. Quantitative Disclosure

Particulars	March 31, 2025	
	Currency derivative*	Interest rate derivative
(i) Derivatives (Notional Principal Amount)	687,401	102,500
(ii) Marked to Market Positions		
(a) Assets (+)	6,680	704
(b) Liability (-)	(1,331)	(2,854)
(iii) Credit Exposure	82,788	1,866
iv) Unhedged Exposures		

*Currency Derivatives includes Cross Currency Interest rate swaps only.

Particulars	March 31, 2024	
	Currency derivative*	Interest rate derivative
(i) Derivatives (Notional Principal Amount)	26,132	17,500
(ii) Marked to Market Positions		
(a) Assets (+)	5,112	286
(b) Liability (-)	-	
(iii) Credit Exposure	7,725	811
iv) Unhedged Exposures	-	-

*Currency Derivatives includes Cross Currency Interest rate swaps only.

62.3.6 Assets Liability Management (Maturity pattern of certain items of Assets and Liabilities)

Particulars	As at March 31, 2025										
	1 day to 7 days	8 to 14 days	15 days to 30/31 days	Over one month to 2 months	Over 2 to 3 months	Over 3 to 6 months	Over 6 months to 1 year	Over 1 to 3 years	Over 3 to 5 years	Over 5 years	Total
Liabilities	**22,798**	**1,831**	**12,453**	**285,686**	**339,127**	**296,348**	**758,561**	**2,097,559**	**916,450**	**872,472**	**5,603,283**
Deposits	-	-	-	-	-	-	-	-	-	-	**-**
Borrowings from Banks	12,812	1,831	10,041	76,839	107,798	110,729	242,419	686,485	296,282	432,346	**1,977,583**
Market Borrowings	9,985	-	2,412	208,847	231,328	185,619	516,142	1,103,661	620,168	440,125	**3,318,287**
Foreign Currency Liabilities	-	-	-	-	-	-	-	307,413	-	-	**307,413**
Assets	**79,809**	**11,379**	**158,812**	**111,684**	**108,739**	**304,876**	**530,095**	**1,938,204**	**1,112,562**	**2,327,005**	**6,683,165**
Advances*	17,606	10,360	22,168	107,979	102,983	291,743	509,704	1,865,234	990,157	1,956,742	**5,874,675**
Investments	62,202	1,019	136,644	3,706	5,756	13,134	20,391	72,970	122,405	370,263	**808,490**
Foreign Currency Assets	-	-	-	-	-	-	-	-	-	-	-

*Advances post adjustment of sanctioned but undisbursed amount of Rs. 304,070 Lakhs.

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

Particulars	As at March 31, 2024										
	1 day to 7 days	8 to 14 days	15 days to 30/31 days	Over one month to 2 months	Over 2 to 3 months	Over 3 to 6 months	Over 6 months to 1 year	Over 1 to 3 years	Over 3 to 5 years	Over 5 years	Total
Liabilities	**18,904**	**746**	**7,174**	**231,591**	**217,934**	**157,954**	**512,731**	**1,400,908**	**934,134**	**1,024,324**	**4,506,399**
Deposits	-	-	-	-	-	-	15,000	30,000	-	-	**45,000**
Borrowings from Banks	18,904	746	7,174	19,813	72,989	96,602	234,540	548,761	234,529	311,177	**1,545,235**
Market Borrowings	-	-	-	211,778	112,972	61,352	263,190	822,147	699,605	713,147	**2,884,191**
Foreign Currency Liabilities	-	-	-	-	31,973	-	-	-	-	-	**31,973**
Assets	**18,598**	**11,798**	**15,055**	**95,283**	**69,401**	**274,463**	**441,357**	**1,687,691**	**1,067,869**	**2,025,824**	**5,707,339**
Advances*	16,758	10,805	12,812	91,477	58,959	249,161	406,441	1,552,792	925,781	1,517,606	**4,842,592**
Investments	1,840	993	2,242	3,808	10,442	25,302	34,915	134,899	142,088	508,218	**864,747**
Foreign Currency Assets	-	-	-	-	-	-	-	-	-	-	-

*Advances include sanctioned but undisbursed amount of Rs.346,988 Lakhs.

Notes:

a) In computing the above information, certain estimates and assumptions have been made by the management which has been relied by the statutory auditors

b) Investment includes credit substitutes of Rs. 49,595 Lakhs (previous year Rs. 75,646 Lakhs)

62.3.7 Exposure

62.3.7.1 Exposure to Real Estate sector

Category			March 31, 2025	March 31, 2024
a)	Direct exposure			
	(i)	Residential Mortgages -		
		Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure would also include non-fund based (NFB) limits **	3,161,945	2,671,022
	(ii)	Commercial real estate -		
		Lending secured by mortgages on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits;	906,342	961,443
	(iii)	Investments in Mortgage Backed Securities (MBS) and other securitised exposures -		
		i) Residential	-	-
		ii) Commercial Real Estate*	303,748	415,644
b)	Indirect Exposure			
		Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)	-	-

* Includes Investment in security receipts whose underlying represents mix of Residential, Commercial Real Estate and other collaterals

- Apart from above the Company have investment in project receivable of Rs. 66,100 lakhs (Previous Year Rs. 101,856 lakhs)

**Above exposure excluding Sanction undisbursed

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

62.3.7.2 Exposure to Capital Market

Particulars	March 31, 2025	March 31, 2024
(i) direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt;	62	72
(ii) advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity-oriented mutual funds;	-	-
(iii) advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security;	44,117	7,236
(iv) advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds 'does not fully cover the advances;	-	-
(v) secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers;	-	-
(vi) loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources;	-	-
(vii) bridge loans to companies against expected equity flows / issues;	-	-
(viii) Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	-	-
(ix) Financing to stockbrokers for margin trading	-	-
(x) All exposures to Alternative Investment Funds: (i) Category I	-	-
(x) All exposures to Alternative Investment Funds:* (ii) Category II	91,913	165,768
(x) All exposures to Alternative Investment Funds: (iii) Category III	-	-
(xi) All Exposures to Venture Capital Funds (VCFs)	-	-
Total exposure to capital market	**136,091**	**173,076**

*Refer note 7 of the Standalone Financial Statement.

62.3.7.3 Details of financing of parent Company products

The Company has not financed parent Company products during the year ended March 31, 2025 (As at March 31, 2024 - Nil).

62.3.7.4 Details of Single Borrower Limit (SBL) / Group Borrower Limit (GBL) exceeded by the HFC

The Company has a board approved policy for adopting look through approach for monitoring SBL/GBL limits. Pursuant to the said policy, during the year, there were no instances of breach of exposure limit of Single Borrower ('SBL')/ Group Borrower Limit (GBL) as described in the directions

62.3.7.5 Unsecured advances

Refer note 6 for details related to unsecured loans. The Company has not issued any advances against the right, licence and authority as collateral.

62.3.7.6 Exposure to group companies engaged in real estate business (refer to para 21 of these directions)

Particulars	March 31, 2025	% of owned fund
Exposure to any single entity in a group engaged in real estate business	24,899	2.14%
Exposure to all entities in a group engaged in real estate business	25,158	2.17%

Particulars	March 31, 2024	% of owned fund
Exposure to any single entity in a group engaged in real estate business	39,899	3.80%
Exposure to all entities in a group engaged in real estate business	40,251	3.84%

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

62.4 Miscellaneous

62.4.1 Registration obtained from other financial sector regulators

Name of Regulator	Registration No.
Insurance Regulatory And Development Authority Of India	CA0052

62.4.2 Disclosure of Penalties imposed by the Reserve Bank and other regulators - Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 dated February 27, 2025 (as updated)

No penalty has been imposed by NHB and other regulators during the year ended March 31, 2025.

62.4.3 Related Party Transactions-Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 dated February 27, 2025 (as updated)

Details of all material transactions with related parties are disclosed in Note 43. Also Company has placed policy on dealing with related party transaction on its website under Stakeholder-Policies section.

62.4.4 Group Structure

Please refer Annexure 1 for group structure of Piramal Enterprises Limited (Parent Company).

62.4.5 Rating assigned by Credit Rating Agencies and migration of rating during the year

Credit rating issued to Piramal Finance Limited

Instrument	Rating agency	Ratings assigned during FY 2024-25	Ratings assigned during FY 2023-24	Migrations in ratings during the year
Non-Convertible debentures	ICRA Limited CARE Ratings Limited	ICRA AA(Stable) CARE AA(Stable)	ICRA AA(Stable) CARE AA(Stable)	-
Commercial papers	CRISIL Limited CARE Ratings Limited	CRISIL A1+ CARE A1+	CRISIL A1+ CARE A1+	-
Long term bank facilities	ICRA Limited CARE Ratings Limited	ICRA AA(Stable) CARE AA(Stable)	ICRA AA(Stable) CARE AA(Stable)	-
Subordinated Bond (Tier II)	ICRA Limited CARE Ratings Limited	ICRA AA (Stable) CARE AA(Stable)	ICRA AA (Stable) CARE AA(Stable)	-
Inter Corporate Deposits	CARE Ratings Limited	CARE A1+	CARE A1+	-
Market Linked Debenture	ICRA Limited CARE Ratings Limited	PP-MLD ICRA AA (Stable) CARE PP-MLD AA (Stable)	PP-MLD ICRA AA (Stable) CARE PP-MLD AA (Stable)	-
Retail Non-Convertible debentures	ICRA Limited CARE Ratings Limited	ICRA AA(Stable) CARE AA(Stable)	ICRA AA(Stable) CARE AA(Stable)	-
Secured Euro Medium Term Note Programme	Moody's Ratings	Ba3 (Stable)		-
Secured Euro Medium Term Note Programme	S&P Global Ratings	BB- (Stable)		-

62.4.6 Net Profit or Loss for the period, prior period items and changes in accounting policies

There are no prior period items that have impact on the current year's profit and loss.

62.4.7 Revenue recognition

There have been no instances in which revenue recognition has been postponed pending the resolution of significant uncertainties.

62.4.8 Consolidated Financial Statements (CFS)

The Company has applied Indian accounting standard for consolidation of financial statement of its subsidiaries, joint venture and associate.

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

Annexure 1

Group Structure of Piramal Enterprises Limited (Parent Company) **Refer note 45**

1. List of related parties

A. Subsidiaries -

The Company's subsidiaries as at March 31, 2025 are set out below.

Unless otherwise stated, share capital consisting solely of equity shares that are held directly by the Company, and the proportion of ownership interests held equals the voting rights held by the Company.

The country of incorporation or registration is also their principal place of business.

The Subsidiary companies including step down subsidiaries which are as follows :

Sr. No.	Name of the Company	Principal place of business / Country of incorporation	Ownership interest held by the Company	Ownership interest held by non-controlling interests	Principal Activity
			% voting power held as at March 31, 2025	% voting power held as at March 31, 2025	
1	Piramal Finance Limited (formerly known as 'Piramal Capital and Housing Finance Limited')	India	100.00%	0.00%	Financial Services
2	DHFL Investments Limited #	India	100.00%	0.00%	Financial Services
3	DHFL Advisory & Investments Private Limited @@	India	100.00%	0.00%	Financial Services
4	DHFL Holdings Limited @@	India	100.00%	0.00%	Financial Services
5	Piramal Agastya Offices Private Limited	India	100.00%	0.00%	Leasing of Properties
6	Piramal Fund Management Private Limited	India	100.00%	0.00%	Financial Services
7	Piramal Alternatives Private Limited	India	100.00%	0.00%	Financial Services
8	Piramal Investment Advisory Services Private Limited	India	100.00%	0.00%	Financial Services
9	Piramal Investment Opportunities Fund	India	100.00%	0.00%	Financial Services
10	INDIAREIT Investment Management Co. $$	Mauritius	100.00%	0.00%	Financial Services
11	Piramal Securities Limited *	India	100.00%	0.00%	Financial Services
12	Piramal Systems & Technologies Private Limited *	India	100.00%	0.00%	Others
13	Piramal Technologies SA @	Switzerland	100.00%	0.00%	Others
14	PEL Finhold Private Limited *	India	100.00%	0.00%	Others
15	Piramal Corporate Tower Private Limited	India	100.00%	0.00%	Leasing of Properties
16	Piramal Finance Sales & Services Private Limited @@	India	100.00%	0.00%	Financial Services
17	Piramal Payment Services Limited #	India	100.00%	0.00%	Manpower Services
18	Piramal Alternatives Trust	India	100.00%	0.00%	Financial Services
19	Piramal Alternatives India Access Fund ^	India	100.00%	0.00%	Financial Services
20	Piramal Phytocare Limited Senior Employees Option Trust (w.e.f May 30, 2024)	India	100.00%	0.00%	Others
21	Piramal Alternatives India Oppurtunities Fund II (w.e.f December 26, 2024) ^	India	100.00%	0.00%	Financial Services
22	Virdis Infrastructure Investment Managers Private Limited (strike off w.e.f March 19, 2025)	India	100.00%	0.00%	Others

Others denotes investment in subsidiaries / other business activities

@ held through Piramal Systems & Technologies Private Limited

$$ held through Piramal Fund Management Private Limited

held through Piramal Finance Limited (formerly known as 'Piramal Capital and Housing Finance Limited')

@@ held through Piramal Finance Limited (formerly known as 'Piramal Capital and Housing Finance Limited') till January 16, 2025 and held through Piramal Investment Advisory Services Private Limited w.e.f January 17, 2025

* held through through Piramal Investment Advisory Services Private Limited w.e.f January 17, 2025

^ held through Piramal Alternatives Private Limited & Piramal Alternatives trust

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

The Company's subsidiaries as at March 31, 2024 are set out below.

Unless otherwise stated, share capital consisting solely of equity shares that are held directly by the Company, and the proportion of ownership interests held equals the voting rights held by the Company.

The country of incorporation or registration is also their principal place of business.

The Subsidiary companies including step down subsidiaries which are as follows :

Sr. No.	**Name of the Company**	**Principal place of business / Country of incorporation**	**Ownership interest held by the Company**	**Ownership interest held by non-controlling interests**	**Principal Activity**
			% voting power held as at March 31, 2024	**% voting power held as at March 31, 2024**	
1	Piramal International (upto September 29, 2023) *	Mauritius	100.00%	0.00%	Others
2	Piramal Dutch IM Holdco B.V (upto September 8, 2023)*	Netherlands	100.00%	0.00%	Others
3	Piramal Capital and Housing Finance Limited	India	100.00%	0.00%	Financial Services
4	DHFL Investments Limited #	India	100.00%	0.00%	Financial Services
5	DHFL Advisory & Investments Private Limited #	India	100.00%	0.00%	Financial Services
6	DHFL Holdings Limited #	India	100.00%	0.00%	Financial Services
7	Piramal Agastya Offices Private Limited (formerly known as PRL Agatsya Private Limited) #	India	100.00%	0.00%	Leasing of Properties
8	Piramal Fund Management Private Limited	India	100.00%	0.00%	Financial Services
9	Piramal Alternatives Private Limited	India	100.00%	0.00%	Financial Services
10	Piramal Investment Advisory Services Private Limited	India	100.00%	0.00%	Financial Services
11	Piramal Investment Opportunities Fund	India	100.00%	0.00%	Financial Services
12	INDIAREIT Investment Management Co. $$	Mauritius	100.00%	0.00%	Financial Services
13	Piramal Asset Management Private Limited $$ (upto June 5, 2023)*	Singapore	100.00%	0.00%	Financial Services
14	Piramal Securities Limited	India	100.00%	0.00%	Financial Services
15	Piramal Systems & Technologies Private Limited	India	100.00%	0.00%	Others
16	Piramal Technologies SA @	Switzerland	100.00%	0.00%	Others
17	PEL Finhold Private Limited	India	100.00%	0.00%	Others
18	Piramal Corporate Tower Private Limited	India	100.00%	0.00%	Leasing of Properties
19	Piramal Finance Sales & Services Private Limited #	India	100.00%	0.00%	Financial Services
20	Piramal Payment Services Limited (w.e.f. April 29, 2022) #	India	100.00%	0.00%	Manpower Services
21	Piramal Alternatives Trust	India	100.00%	0.00%	Financial Services
22	Piramal Alternatives India Access Fund (w.e.f September 11, 2023) ^	India	100.00%	0.00%	Financial Services
23	Virdis Infrastructure Investment Managers Private Limited	India	100.00%	0.00%	Others

* Liquidated

@ held through Piramal Systems & Technologies Private Limited

$$ held through Piramal Fund Management Private Limited

held through Piramal Finance Limited (formerly known as 'Piramal Capital and Housing Finance Limited')

^ held through Piramal Alternatives Private Limited & Piramal Alternatives trust

(Currency : Rs in lakhs)

B. Promoter group Entities and other related parties *

Gopikrishna Piramal Memorial Hospital

Piramal Corporate Services Private Limited

PRL Developers Private Limited

Piramal Trusteeship Services Private Limited

Piramal Pharma Limited #

Piramal Foundation #

Piramal Foundation for Education Leadership #

Piramal Swasthya Management #

Piramal Phytocare Limited Senior Employees Option Trust

Semplice Corporate Solutions Private Limited (formerly known as Aasan Corporate Solutions Private Limited)

Taking India Forward Foundation

Kaivalya Education Foundation

Pratham Education Foundation

*where there are transactions during the current or previous year

Considered as related party under scale based regulations

Employee Benefit Trusts

Staff Provident Fund of Piramal Healthcare Limited

C. Associates and Joint Ventures

Sr No	Name of the Entity	Principal Place of business	% voting power held as at March 31, 2025	% voting power held as at March 31, 2024	Relationship as at March 31, 2025	Relationship as at March 31, 2024
1	India Resurgence ARC Private Limited	India	50.00%	50.00%	Joint Venture	Joint Venture
2	India Resurgence Asset Management Business Private Limited	India	50.00%	50.00%	Joint Venture	Joint Venture
3	India Resurgence Fund - Scheme - 2	India	50.00%	50.00%	Joint Venture	Joint Venture
4	India Resurgence Fund - Scheme - 4 (w.e.f December 29, 2023)	India	50.00%	50.00%	Joint Venture	Joint Venture
5	Shriram General Insurance Company Limited (refer note 50)	India	20.00%	0.00%	Associate	Associate
6	Shriram Life Insurance Company Limited (refer note 50)	India	20.00%	0.00%	Associate	Associate
7	Shriram LI Holdings Private Limited (refer note 50)	India	0.00%	20.00%	Associate	Associate
8	Shriram GI Holdings Private Limited (refer note 50)	India	0.00%	20.00%	Associate	Associate
9	Shriram Investment Holdings Limited (Associate upto March 26, 2024)	India	0.00%	0.00%	N.A.	N.A.
10	India Resurgence Fund - Scheme - 2 Fund 2 (w.e.f November 13,2024)	India	50.00%	50.00%	Joint Venture	Joint Venture
11	Asset Resurgence Mauritius Manager	Mauritius	50.00%	50.00%	Joint Venture	Joint Venture
12	Piramal Structured Credit Opportunities Fund	India	25.00%	25.00%	Joint Venture	Joint Venture
13	DHFL Venture Trustee Company Private Limited	India	45.00%	45.00%	Associate	Associate
14	Pramerica Life Insurance Limited	India	50.00%	50.00%	Joint Venture	Joint Venture

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(Currency : Rs in lakhs)

D. Key Management Personnel

Mr. Ajay G. Piramal - Chairman and Executive Director
Dr. (Mrs.) Swati A. Piramal - Vice Chairman and Executive Director
Ms. Upma Goel - Chief Financial Officer
Mr. Bipin Singh - Company Secretary

G. Non Executive/Independent Directors

Mr. Anand Piramal
Ms. Nandini Piramal
Mr. Puneet Dalmia
Mr. Vijay Shah
Mr. S. Ramadorai (upto March 31, 2024)
Mr. Kunal Bahl
Mr. Suhail Nathani
Ms. Anjali Bansal
Ms. Anita George
Mrs. Shikha Sharma
Mr. Rajiv Mehrishi
Mr. Gautam Doshi
Mr. Asheet Mehta (w.e.f June 12, 2024)

Name of the related party and nature of the related party relationship where control exists have been disclosed irrespective of whether or not there have been transactions between the related parties. In other cases, disclosure has been made only when there have been transactions with those parties. Related parties as defined under para 9 of Ind AS 24 'Related Party Disclosures' have been identified based on representations made by key managerial personnel and information available with the Company

62.5 Additional Disclosures

62.5.1 Provisions and contingencies

Break up of 'Provisions and Contingencies' shown under the head Expenditure in Profit and Loss Account		For the year March 31, 2025	For the year March 31, 2024
1.	Provisions for depreciation on Investment	47,147	265,746
2.	Provision made towards Income tax	-	(163,745)
3.	Provision towards NPA	(20,622)	(6,200)
4a.	Provision/(Reversal) for Standard Assets on CRE-RH	(53,587)	(48,736)
4b.	Provision/(Reversal) for Standard Assets on other CRE	(4,696)	(53,560)
4c.	Provision/(Reversal) for Standard Assets on others (Housing Loan, LAP, LRD etc.)	(27,108)	57,360
4d.	Release of Provision created on POCI Loans due to recovery	(11,582)	(15,496)
5.	Other Provision and Contingencies / (Reversal) - leave encashment and gratuity	2,253	1,289

Break up of Loan & Advances and Provisions thereon		March 31, 2025		March 31, 2024	
		Housing#	Non-Housing	Housing#	Non-Housing
Standard Assets					
a)	Total Outstanding Amount	2,374,414	3,320,600	2,461,202	2,274,901
b)	Provisions made	25,585	79,644	117,845	62,857
Sub-Standard Assets					
a)	Total Outstanding Amount	74,650	52,697	21,724	58,974
b)	Provisions made	4,883	30,956	7,139	50,089
Doubtful Assets – Category-I					
a)	Total Outstanding Amount	10,266	7,989	21,190	6,243
b)	Provisions made	2,070	4,434	6,534	1,502
Doubtful Assets – Category-II					
a)	Total Outstanding Amount	12,401	4,678	4,837	1,491
b)	Provisions made	2,583	1,059	990	313
Doubtful Assets – Category-III					
a)	Total Outstanding Amount	36	1	104	3
b)	Provisions made	7	0	21	3
Loss Assets					
a)	Total Outstanding Amount	19	93	77	66
b)	Provisions made	19	93	70	66
Total					
a)	**Total Outstanding Amount**	**2,471,786**	**3,386,058**	**2,509,134**	**2,341,678**
b)	**Provisions made**	**35,147**	**116,186**	**132,599**	**114,830**

Includes composite funding for land acquistion and construction

-The above breakup of loans and advances does not include loan commitments.

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

62.5.2 Draw Down from Reserves

The Company has not draw down from reserve during the year ended March 31, 2025 (As at March 31, 2024 - Nil).

62.5.3 Concentration of Advances, Exposures and NPAs

62.5.3.1 Concentration of loans and advances

Particulars	March 31, 2025	March 31, 2024
Total Loans & Advances to twenty largest borrowers	410,264	609,398
Percentage of Loans & Advances to twenty largest borrowers to total advances of the HFC	7.00%	12.56%

62.5.3.2 Concentration of all exposure (including off-balance sheet exposure)

Particulars	March 31, 2025	March 31, 2024
Total Exposure to twenty largest borrowers/customers	451,881	687,912
Percentage of Exposures to twenty largest borrowers/customers to total exposures of the HFC	7.33%	13.23%

62.5.3.3 Concentration of NPAs

Particulars	March 31, 2025	March 31, 2024
Total Exposure to top ten NPA accounts	63,101	54,743

62.5.3.4 Sector-wise NPAs

Refer Note 64.3 for detailed sector wise NPAs

62.5.4 Movement of NPAs

Particulars	March 31, 2025	March 31, 2024
(I) Net NPAs to Net Advances (%)	2.01%	1.00%
(II) Movement of NPAs (Gross)		
a) Opening balance	114,709	154,431
b) Additions during the year	258,366	161,784
c) Reductions during the year	210,245	201,507
d) Closing balance	162,830	114,709
(III) Movement of Net NPAs		
a) Opening balance	47,981	81,488
b) Additions during the year	131,034	45,072
c) Reductions during the year	62,290	78,579
d) Closing balance	116,725	47,981
(IV) Movement of provisions for NPAs (excluding provisions on standard assets)		
a) Opening balance	66,727	72,943
b) Provisions made during the year	127,332	116,712
c) Write-off/write-back of excess provisions	147,955	122,928
d) Closing balance	46,105	66,727

62.5.5 Overseas assets

The Company does not have any overseas assets.

62.5.6 Off-balance Sheet SPVs sponsored (which are required to be consolidated as per accounting Norms)

The Company does not have any sponsored SPVs which needs to be consolidated as per Accounting norms.

62.6 Disclosure of complaints

Refer Note 64.4 for detailed disclosure of complaints

62.7 Disclosure of Frauds

There are 25 cases of frauds loans amounting to Rs. 363 lakhs reported during the year. (Previous year 60 cases amounting to Rs. 1,815 lakhs). None of these individual cases were material.

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

63 Details of loans not in default and stressed loans transferred during the year ended March 31, 2025 under the RBI Master Direction RBI/DOR/2021-22/86 DOR.STR.REC.51/21.04.048/2021-22 dated September 24, 2021 on Transfer of Loan Exposures are given below:

i. Details of standard loans transferred during the year through direct assignment (including Co-lending)/novation/loan participation

No. of Accounts	92,615
Aggregate principal outstanding of loans*	928,742
Aggregate consideration paid	929,113
Weighted average maturity (months)	161
Weighted average holding period (months)	14
Retention of beneficial economic interest**	0% to 20%
Coverage of tangible security coverage***	100%
Rating-wise distribution of rated loans	See Note 1 below
Number of instances where the transferor has agreed to replace the transferred loans	NIL
Number of tranferred loans replaced	NIL

Note: 1

Rating	Rating Agency	Amount transferred
CRISIL AAA (SO)	CRISIL	25,882
[ICRA] AAA (SO)	ICRA	107,276
CARE AAA (SO)	CARE	52,068
CARE AA+ (SO)	CARE	47,645
[ICRA] AA+ (SO)	ICRA	6,807
Provisional [ICRA] AAA (SO)	ICRA	25,567
Unrated	Unrated	663,497
Grand Total		**928,742**

*Represents book value of fair valued loans on the date of transfer in the books of the Company

**Represents share of Company only in case of ninety three pools where economic interest was retained during the year ended 31st March 2025

***Represents tangible security coverage of only secured loans transferred

ii. Details of loans (not in default) acquired through assignment during the year ended March 31, 2025:

Amount of loans acquired through assignment (Rs. in lakhs)	158,601
Retention of beneficial economic interest (by originator)	0 to 10%
Weighted average residual maturity	39 months
Weighted average holding period	9 months
Coverage of tangible security	refer note below*
Rating-wise distribution of rated loans	NIL

*Represents tangible security coverage of only secured loans transferred.

iii. Details of stressed loans transferred during the year:

Particulars	To ARCs***		To permitted transferees		To other transferees
	NPA	SMA	NPA	SMA	
No. of Accounts	6,064	169	60,823	1,800	-
Aggregate principal outstanding of loans transferred	91940*	1,063	43,918	8,308	-
Weighted average residual tenor of the loans transferred (in months)	73	18	23	177	-
Net book value of loans transferred (at the time of transfer)	56840*	974	1,173	8,057	-
Aggregate consideration	56,873	373	3,052	9,867	-
Additional consideration realized in respect of accounts transferred in earlier years	Nil	Nil	Nil	Nil	-
Excess provision reversed**	Nil	Nil	Nil	Nil	-

*Represents book value of loans(including fair valued loans) on the date of transfer in the books of the Company

**Excludes loans accounted under fair valuation gain / impairment gain on Purchased Orginated Credit Impaired (POCI) loans accounted at pool level

***Loan under NPA and SMA are sold together as a pool of assets

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

iv. Details of ratings on Security Receipts outstanding as on March 31, 2025 are given below:

Rating	Rating Agency	Recovery Rating	Gross Value of Outstanding SRs
RR2	CRISIL Ratings Limited	75% to 100%	11,067
RR2	India Ratings & Research Private Limited	75% to 100%	3,056
RR1	India Ratings & Research Private Limited	100% to 150%	218,477
RR1	Infomerics Valuation and Rating Ltd	100% to 150%	69,988
NA*	NA*	NA*	25,939
Grand Total			**328,527**

* Pursuant to the Reserve Bank of India circular RBI/2021-22/154 DOR.SIG.FIN.REC 84/26.03.001/2021-22 dated February 10, 2022, the security receipts issued to the Company by the Asset Reconstruction Company (ARC) towards consideration for transfer of stressed loans have not been rated by the ARC since the prescribed time period of six months has not elapsed from the date of acquisition of loans by the ARC.

63 Details of loans not in default and stressed loans transferred during the year ended March 31, 2024 under the RBI Master Direction RBI/DOR/2021-22/86 DOR.STR.REC.51/21.04.048/2021-22 dated September 24, 2021 on Transfer of Loan Exposures are given below:

i. Details of standard loans transferred during the year through direct assignment/novation/loan participation

No. of Accounts	64,852
Aggregate principal outstanding of loans*	799,588
Aggregate consideration paid	809,799
Weighted average maturity	149
Weighted average holding period	17
Retention of beneficial economic interest **	5% to 20%
Coverage of tangible security coverage***	100%
Rating-wise distribution of rated loans	See Note 1 below
Number of instances where the transferor has agreed to replace the transferred loans	Nil
Number of tranferred loans replaced	Nil

Note:

Rating	Rating Agency	Amount transferred
[ICRA]AAA(SO)	ICRA	193,392
CARE AAA (SO)	CARE	98,815
Unrated		507,381
Grand Total		**799,588**

*Represents book value of loans on the date of transfer in the books of the Company

**Represents share of Company only in case of nine pools where economic interest was retained during the year ended 31st March 2024

***Represents tangible security coverage of only secured loans transferred

ii. Details of loans (not in default) acquired through assignment during the year ended March 31, 2024:

Amount of loans acquired through assignment (Rs. in lakhs)	93,357
Retention of beneficial economic interest	10%
Weighted average residual maturity	69
Weighted average holding period	8
Coverage of tangible security	refer note below**
Rating-wise distribution of rated loans	NIL

**For HL/LAP 100% cover, for other Unsecured Loans - NIL

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

iii. Details of stressed loans transferred during the year:

Particulars	To ARCs ****		To permitted transferees	To other transferees
	NPA	SMA		
No. of Accounts	4,014	15	-	-
Aggregate principal outstanding of loans transferred*	999,711*	276,320	-	-
Weighted average residual tenor of the loans transferred (in months)	9	18	-	-
Net book value of loans transferred (at the time of transfer)	19,117	277,608	-	-
Aggregate consideration	111,405**	200,488	-	-
Additional consideration realized in respect of accounts transferred in earlier years	Nil	Nil	-	-
Excess provisions reversed to the Profit and Loss Account on account of sale***	Nil	Nil	-	-

*Represents book value of loans on the date of transfer in the books of the Company.

**Includes amount of Rs. 7,351 lakhs payable to third parties

***Excludes loans accounted under fair valuation gain / impairment gain on Purchased Orginated Credit Impaired (POCI) loans accounted at pool level

****Loan under NPA and SMA are sold together as a pool of assets

ii) Detail of ratings on Security Recipets outstanding as on 31 March 2024 are given below:

Rating	Rating Agency	Recovery Rating	Gross Value of Outstanding SRs
RR1	India Ratings & Research Private Limited	**100% - 150%**	327,850
RR2	India Ratings & Research Private Limited	**75%-100%**	4,406
RR1	Infomerics Valuation and Rating Pvt Ltd	**100% - 150%**	39,822
RR2	Infomerics Valuation and Rating Pvt Ltd	**75%-100%**	14,425
RR1	Infomerics Valuation and Rating Pvt Ltd	**>150%**	495
NA*	NA*	**NA***	50,687
Grand Total			**437,685**

* Pursuant to the Reserve Bank of India circular RBI/2021-22/154 DOR.SIG.FIN.REC 84/26.03.001/2021-22 dated February 10, 22, the security receipts issued to the Company by the Asset Reconstruction Company (ARC) towards consideration for transfer of stressed loans have not been rated by the ARC since the prescribed time period of six months has not elapsed from the date of acquisition of loans by the ARC.

64 Scale Based Regulation

Disclosures in terms of RBI/DoR/2023-24/106 DoR.FIN.REC.No.45/03.10.119/2023-24 - Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 dated February 27, 2025 (as updated)

64.1 Exposure to real estate sector

The Company’s exposure to real estate sector is provided in Note 62.3.7.1

64.2 Exposure to capital market

The Company’s exposure to capital market is provided in Note 62.3.7.2

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

64.3 Sectoral exposure

A. Sectors		**As at March 31, 2025**			**As at March 31, 2024**		
		Total Exposure (includes on balance sheet and off-balance sheet exposure)	**Gross NPAs**	**Percentage of Gross NPAs to total exposure in that sector**	**Total Exposure (includes on balance sheet and off-balance sheet exposure)**	**Gross NPAs**	**Percentage of Gross NPAs to total exposure in that sector**
I.	**Bank Credit (II + III)**	6,161,914	162,830	2.64%	5,197,847	114,726	2.21%
II.	**Food Credit**	-	-	-	-	-	-
III.	**Non-food Credit**	6,161,914	162,830	2.64%	5,197,847	114,726	2.21%
1.	**Agriculture and Allied Activities**						
2.	**Industry (Micro and Small, Medium and Large)**	70,685	-	0.00%	16,378	454	2.78%
2.1.	Micro and Small	5,679	-	-	1,557	-	-
2.2.	Medium	5,273	-	0.00%	2,321	349	15.04%
2.3.	Large	59,733	-	0.00%	12,500	105	0.84%
3.	**Services**	631,992	56,670	8.97%	1,128,468	57,311	5.08%
3.1.	Transport Operators	-	-	0.00%	-	-	-
3.2.	Computer Software	-	-	0.00%	-	-	-
3.3.	Tourism, Hotels and Restaurants	-	-	0.00%	8,898	-	-
3.4.	Shipping	-	-	0.00%	-	-	-
3.5.	Aviation	-	-	0.00%	-	-	-
3.6.	Professional Services	9,865	-	0.00%	-	-	-
3.7.	Trade	-	-	0.00%	-	-	-
3.7.1.	Wholesale Trade (other than food procurement)	-	-	0.00%	-	-	-
3.7.2.	Retail Trade	-	-	0.00%	-	-	-
3.8.	Commercial Real Estate	537,693	56,670	10.54%	1,065,169	55,710	5.23%
3.9.	Non-Banking Financial Companies (NBFCs)[1] *of which,*	47,059	-	0.00%	-	-	-
3.9.1.	Housing Finance Companies (HFCs)	-	-	0.00%	-	-	-
3.9.2.	Public Financial Institutions (PFIs)	-	-	0.00%	-	-	-
3.10.	Other Services[2]	37,375	-	0.00%	54,401	1,601	2.94%
4.	**Personal Loans**	5,459,237	106,160	1.94%	4,053,144	56,961	1.41%
4.1.	Consumer Durables	1,720	314	18.27%	2,018	129	6.37%
4.2.	Housing (Including Priority Sector Housing)	2,229,143	47,844	2.15%	2,172,753	31,961	1.47%
4.3.	Advances against Fixed Deposits (Including FCNR (B), NRNR Deposits etc.)	-	-	0.00%	-	-	-
4.4.	Advances to Individuals against share, bonds, etc.	-	-	0.00%	-	-	-
4.5.	Credit Card Outstanding	-	-	0.00%	-	-	-
4.6.	Education	-	-	0.00%	-	-	-
4.7.	Vehicle Loans	393,760	10,554	2.68%	190,792	3,491	1.83%
4.8.	Loans against gold jewellery	-	-	0.00%	-	-	-
4.9.	Other Personal Loans	2,834,614	47,448	1.67%	1,687,581	21,380	1.27%

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

A. Sector	**As on March 31, 2025**			**As on March 31, 2024**		
	Total Exposure (includes on balance sheet and off-balance sheet exposure)	**Gross NPAs**	**Percentage of Gross NPAs to total exposure in that sector**	**Total Exposure (includes on balance sheet and off-balance sheet exposure)**	**Gross NPAs**	**Percentage of Gross NPAs to total exposure in that sector**
B. Industry	-	-	-	-	-	0.00%
2.1. Mining and Quarrying (incl. Coal)	-	-	-	-	-	-
2.2. Food Processing	-	-	-	-	-	-
2.2.1. Sugar	-	-	-	-	-	-
2.2.2. Edible Oils and Vanaspati	-	-	-	-	-	-
2.2.3. Tea	-	-	-	-	-	-
2.2.4. Others	-	-	-	-	-	-
2.3. Beverage and Tobacco	5,944	-	-	-	-	-
2.4. Textiles	-	-	-	-	-	-
2.4.1. Cotton Textiles	-	-	-	-	-	-
2.4.2. Jute Textiles	-	-	-	-	-	-
2.4.3. Man-Made Textiles	-	-	-	-	-	-
2.4.4. Other Textiles	-	-	-	-	-	-
2.5. Leather and Leather Products	-	-	-	-	-	-
2.6. Wood and Wood Products	-	-	-	-	-	-
2.7. Paper and Paper Products	2,837	-	-	-	-	-
2.8. Petroleum, Coal Products and Nuclear Fuels	-	-	-	-	-	-
2.9. Chemicals and Chemical Products	-	-	-	-	-	-
2.9.1. Fertiliser	-	-	-	-	-	-
2.9.2. Drugs and Pharmaceuticals	-	-	-	-	-	-
2.9.3. Petro Chemicals	-	-	-	-	-	-
2.9.4. Others	-	-	-	-	-	-
2.10. Rubber, Plastic and their Products	-	-	-	-	-	-
2.11. Glass and Glassware	-	-	-	-	-	-
2.12. Cement and Cement Products	4,949	-	-	-	-	-
2.13. Basic Metal and Metal Product	-	-	-	-	-	-
2.13.1. Iron and Steel	-	-	-	-	-	-
2.13.2. Other Metal and Metal Product	-	-	-	-	-	-
2.14. All Engineering	-	-	-	-	-	-
2.14.1. Electronics	-	-	-	-	-	-
2.14.2. Others	-	-	-	-	-	-
2.15. Vehicles, Vehicle Parts and Transport Equipment	-	-	-	-	-	0.00%
2.16. Gems and Jewellery	-	-	-	-	-	-
2.17. Construction	-	-	-	-	-	-
2.18. Infrastructure	-	-	-	-	-	-
2.18.1. Power	7,612	-	-	3,802	-	-
2.18.2. Telecommunications	-	-	-	-	-	-
2.18.3. Roads	-	-	-	-	-	-
2.18.4. Airports	-	-	-	-	-	-
2.18.5. Ports	-	-	-	-	-	-
2.18.6. Railways (other than Indian Railways)	-	-	-	-	-	-
2.18.7. Other Infrastructure	-	-	-	-	-	-
2.19. Other Industries	49,343	-	-	12,576	454	3.61%
Industries (2.1 to 2.19)	70,685	-	-	16,378	454	2.78%

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

64.4 Disclosure of complaints

Sr. No	Particulars	March 31, 2025	March 31, 2024
	Complaints received by the NBFC from its customers		
1	Number of complaints pending at beginning of the year	81	103
2	Number of complaints received during the year	2,260	6,827
3	Number of complaints disposed during the year	2,322	6,849
3.1	Of which, number of complaints rejected by the NBFC	-	-
4	Number of complaints pending at the end of the year	19	81

Maintainable complaints received by the NBFC from Office of Ombudsman

Sr. No	Particulars	March 31, 2025	March 31, 2024
5	Number of maintainable complaints received by the NBFC from Office of Ombudsman	-	-
5.1.	Of 5, number of complaints resolved in favour of the NBFC by Office of Ombudsman	-	-
5.2	Of 5, number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman	-	-
5.3	Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	-	-
6	Number of Awards unimplemented within the stipulated time (other than those appealed)	-	-

Top five grounds of complaints received by the NBFCs from customers

Grounds of complaints, (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase/ decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Of 5, number of complaints pending beyond 30 days
1	2	3	4	5	6
March 31, 2025					
Ground - 1 (Mobile/Portal issue)	27	613	-67%	3	-
Ground - 2 (Credit Bureau related)	8	286	-75%	4	-
Ground - 3 (Disbursement Related)	9	129	-83%	-	-
Ground - 4 (Collection related)	6	378	-25%	3	-
Ground - 5 (ROI changes related)	4	142	-35%	-	-
Others	27	712	-69%	9	-
Total	**81**	**2,260**	**-67%**	**19**	**-**
March 31, 2024					
Ground - 1 (Mobile/Portal issue)	-	1,856	4916%	27	1
Ground - 2 (Credit Bureau related)	54	1,163	78%	8	1
Ground - 3 (Disbursement Related)	5	779	304%	9	-
Ground - 4 (Collection related)	2	505	197%	6	-
Ground - 5 (ROI changes related)	1	219	38%	4	-
Others	41	2,305	-46%	27	-
Total	**103**	**6,827**	**25%**	**81**	**2**

64.5 Details of Intra-group exposures

Particulars	As at 31 March 2025		As at 31 March 2024	
	Exposure on Group entities	Exposure by Group entities	Exposure on Group entities	Exposure by Group entities
(i) Total amount of intra-group exposures		2,408	41,690	62,384
(ii) Total amount of top 20 intra-group exposures	-	2,408	41,690	62,384
(iii) Percentage of intra-group exposures to total exposure of the NBFC/HFC on borrowers/customers	0.00%	0.04%	0.80%	1.20%

Notes to the Standalone Financial Statements

as at March 31, 2025

(Currency : Rs in lakhs)

64.6 Unhedged foreign currency exposure

Particulars	Unhedged foreign currency exposure		Hedged foreign currency through forward or derivative	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
ECBs*	-	-	695,067	31,973
Total	**-**	**-**	**695,067**	**31,973**

*Constitutes Foreign Currency Term Loan amounting to Rs.307,413 lakhs and FC Bond amounting to Rs.387,654. Refer note 14-15 of standalone financial statements

64.7 Related Party Disclosure

Details of related parties are disclosed in note 43.

64.8 Breach of Covenent

There are NIL cases of breach of covenants of loan availed or debt securities issued during the year ended 31st March 2025 [Previous year - Nil] other than that stated in note 53(a) of stand alone financial statements.

64.9 Divergence in Asset Classification and Provisioning

Sr. No.	Particulars	March 31, 2025	March 31, 2024
1	Gross NPAs as reported by the NBFC/HFC	-	-
2	Gross NPAs as assessed by the Reserve Bank of India/NHB	-	-
3	Divergence in Gross NPAs (2-1)	-	-
4	Net NPAs as reported by the NBFC/HFC	-	-
5	Net NPAs as assessed by Reserve Bank of India/ NHB	-	-
6	Divergence in Net NPAs (5-4)	-	-
7	Provisions for NPAs as reported by the NBFC/HFC	-	-
8	Provisions for NPAs as assessed by Reserve Bank of India/NHB	-	-
9	Divergence in provisioning (8-7)	-	-
10	Reported Profit before tax and impairment loss on financial instruments for the year	-	-
11	Reported Net Profit after Tax (PAT) for the year	-	-
12	Adjusted (notional) Net Profit after Tax (PAT) for the year after considering the divergence in provisioning	-	-

March 31, 2025 is the close of the reference period in respect of which divergences were assessed.

64.10 Items of income and expenditure of exceptional nature.

During the year the Company has no exceptional nature items. (During the previous year, the Company had Regulatory provision on investments in alternative investment funds of Rs. 165,768 lakhs refer note 7 of standalone financial statements)

64.11 Loans and contracts awarded to Directors, Senior Officers and relatives of Directors

The company has not given any loans and awarded any contracts to directors, senior officers and relatives of directors during the year (Previous Year Nil).

64.12 Disclosure related to Listing requirement

As per Scale based regulations the Company is required to be listed by September 30, 2025

64.13 Disclosure of gold auction

There are no gold auction during the year as on March 31, 2025 (As at March 31, 2024 - Nil).

64.14 Off balance sheet exposures

Details of off balance sheet exposures are part of Note 39a and 39b for FY 24-25

64.15 Structure products

The Company has not issued any structured product during the previous year March 31, 2025 (As at March 31, 2024 - Nil).

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

64.16 Disclosure on credit Default swaps

Sr. No.	Particulars	As at 31 March 2025	As at 31 March 2024
1	No. of transactions during the year	-	-
2	Amount of protection bought during the year	-	-
3	No. of transactions where credit event payment was received during the year		
	-pertaining to current year's transactions	-	-
	-pertaining to previous year(s)' transactions	-	-
4	Outstanding transactions as on March 31, 2024		
	-No. of Transactions	-	-
	-Amount of protection	-	-
5	Net income / profit (expenditure / loss) in respect of CDS transactions during year-to-date		
	-premium paid	-	-
	-Credit event payments received (net of value of deliverable obligation).	-	-

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as at March 31, 2025

(Currency : Rs in lakhs)

65 As required by the RBI circular no. DNBS.CO.PD.No. 367/03.10.01/2013-14 dated January 23, 2014, the details of accounts restructured during the year ended March 31, 2025 are given below:

No	Type of restructuring	Restructuring Account as on April 1, 2024			Fresh restructuring during the year			Upgradations to restructured standard category during the year			Restructured standard advances which cease to attract higher provisioning and / or additional risk weight at the end of the FY and hence need not be shown as restructured standard advances at the beginning of the next FY			Downgradations of Restructured accounts during the FY			Write-offs of Restructured accounts during the FY			Restructured accounts as on March 31, 2025		
	Asset Classification	No of borrowers	Amount outstanding	Provision thereon	No of borrowers	Amount outstanding as at March 31, 2025	Provision thereon	No of borrowers	Amount outstanding as at March 31, 2025	Provision thereon	No of borrowers	Amount outstanding as at March 31, 2025	Provision thereon	No of borrowers	Amount outstanding as at March 31, 2025	Provision thereon	No of borrowers	Amount outstanding	Provision thereon	No of borrowers	Amount outstanding	Provision thereon
1	**Under CDR Machanism**																					
	standard	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Substandard	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Doubtful	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
2	**Under SME Debt Restructuring Mechanism**																					
	standard	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Substandard	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Doubtful	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
2	**Others**																					
	Standard	-	-	-				-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Substandard*	3	37,931	36,225	7.00	53,849	2,508	-	-	-	-	-	-	(1)	(3,500)	(1,794)	2	34,431	34,431	7	53,849	2,508
	Doubtful	-	-	-	-	-	-	-	-	-	-	-	-	1	2,821	2,821	-	-	-	1	2,821	2,821
	Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**3**	**37,931**	**36,225**	**7.00**	**53,849**	**2,508**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(679)**	**1,027**	**2**	**34,431**	**34,431**	**8**	**56,670**	**5,329**
3	**Grand Total**																					
	Standard	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Substandard	3	37,931	36,225	7.00	53,849	2,508	-	-	-	-	-	-	(1)	(3,500)	(1,794)	2	34,431	34,431	7	53,849	2,508
	Doubtful	-	-	-	-	-	-	-	-	-	-	-	-	1	2,821	2,821	-	-	-	1	2,821	2,821
	Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**3**	**37,931**	**36,225**	**7.00**	**53,849**	**2,508**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(679)**	**1,027**	**2**	**34,431**	**34,431**	**8**	**56,670**	**5,329**

*inclued loan measured at FVTPL

65 **As required by the RBI circular no. DNBS.CO.PD.No. 367/03.10.01/2013-14 dated January 23, 2014, the details of accounts restructured during the year ended March 31, 2024 are given below:**

(₹ lakhs)

No	Type of restructuring	Restructuring Account as on April 1, 2023			Fresh restructuring during the year			Upgradations to restructured standard category during the year			Restructured standard advances which cease to attract higher provisioning and / or additional risk weight at the end of the FY and hence need not be shown as restructured standard advances at the beginning of the next FY			Downgradations of Restructured accounts during the FY			Write-offs of Restructured accounts during the FY			Restructured accounts as on March 31, 2024		
	Asset Classification	No of borrowers	Amount outstanding	Provision thereon	No of borrowers	Amount outstanding as at March 31, 2024	Provision thereon	No of borrowers	Amount outstanding as at March 31, 2024	Provision thereon	No of borrowers	Amount outstanding as at March 31, 2024	Provision thereon	No of borrowers	Amount outstanding as at March 31, 2024	Provision thereon	No of borrowers	Amount outstanding	Provision thereon	No of borrowers	Amount outstanding	Provision thereon
1	**Under CDR Machanism**																					
	standard	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Substandard	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Doubtful	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
2	**Under SME Debt Restructuring Mechanism**																					
	standard	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Substandard	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Doubtful	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
2	**Others**																					
	Standard	-	-	-				-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Substandard	-	-	-	3.00	37,931	36,225	-	-	-	-	-	-	-	-	-	-	-	-	3	37,931	36,225
	Doubtful	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**-**	**-**	**-**	**3**	**37,931**	**36,225**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**3**	**37,931**	**36,225**
3	**Grand Total**																					
	Standard	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Substandard	-	-	-	3	37,931	36,225	-	-	-	-	-	-	-	-	-	-	-	-	3	37,931	36,225
	Doubtful	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**-**	**-**	**-**	**3**	**37,931**	**36,225**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**3**	**37,931**	**36,225**

Notes to the Standalone Financial Statements
as at March 31, 2025

(Currency : Rs in lakhs)

66 Previous years figures have been regrouped or reclassified wherever necessary to conform to current year's presentation which are not considered to be material to the Financial Statements

The notes referred to above forms an integral part of the financial statements.

As per our report of even date attached.

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

For T R Chadha & Co LLP
Chartered Accountants
Firm's Registration No:
006711N/N500028

For and on behalf of the Board of Directors of
Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)
(CIN - U64910MH1984PLC032639)

Ravi Kapoor
Partner
Membership No: 040404

Hitesh Garg
Partner
Membership No: 502955

Jairam Sridharan
Managing Director
DIN: 05165390

Ajay Piramal
Chairman
DIN: 00028116
New York, USA

Mumbai, May 6, 2025

Vikash Singhla
Chief Financial Officer

Urmila Rao
Company Secretary

Independent Auditors' Report

To the Members of Piramal Finance Limited

(Formerly known as Piramal Capital & Housing Finance Limited)

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of **Piramal Finance Limited** (Formerly known as Piramal Capital & Housing Finance Limited) ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), its associate and joint venture, as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries, associate and joint venture, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group, its associate and joint venture, as at 31 March 2025, and their consolidated loss, other comprehensive income, consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associate and joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained together with the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 17 of the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

4. We draw attention to Note 42B to the accompanying consolidated financial statement which states that the Company has disclosed Rs. 216,957 lakhs as fair value adjustment under 'Other non-financial liabilities' in line with the presentation prescribed in the National Company Law Tribunal ('NCLT') order dated 7 June 2021 in respect of assets and liabilities acquired by the Company through the Corporate Insolvency Resolution Process of Dewan Housing Finance Corporation Limited ('DHFL'), which is different from the presentation requirements of Ind AS 32, Financial Instruments Presentation, that requires such fair value adjustments to be netted off with the gross book value of corresponding assets.

5. We draw attention to note 53(a) to the accompanying consolidated financial statements, which describes that the Board of Directors of Holding Company has approved conversion of the Holding Company from a Housing Finance Company (HFC) to Non-Banking Financial Company–Investment and Credit Company (NBFC-ICC) in its meeting held on 08 May 2024.

   The Holding Company received its Certificate of Registration (CoR) as a Non-Banking Financial Company – Investment and Credit Company (NBFC-ICC) from the Reserve Bank of India (RBI) on April 4, 2025. On the same date, it surrendered its CoR as a Housing Finance Company (HFC) and accordingly Principle Business Criteria (PBC) requirement is no longer required w.e.f. April 04, 2025. Since the Company was classified as HFC as of March 31, 2025, its financial statements have been prepared accordingly, including all disclosures applicable to an HFC. Further, the Holding Company's name has been changed from 'Piramal Capital & Housing Finance Limited' to 'Piramal Finance Limited', effective March 22, 2025.

   Our opinion is not modified in respect of these matter.

   Key Audit Matters

6. Key audit matters are those matters that, in our professional judgment and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries, associate and joint venture, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

7. We have determined the matter(s) described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Expected Credit Loss allowance on financial assets *Refer note 2.(iv) for material accounting policy and note 47.4 for financial disclosures in the accompanying financial statements* As at 31 March 2025, the Holding Company has reported gross loan assets of Rs. 62,32,970 lakhs against which an impairment loss allowance of Rs. 4,98,457 lakhs has been recognised based on the Expected Credit Loss ("ECL") approach as laid down under 'Ind AS 109 – Financial Instruments' (Ind AS 109). The estimation of ECL on financial assets is complex and involves significant management judgement and estimates, including the following: • Models used to estimate ECL are inherently judgmental with high estimation uncertainty which involves determining Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD). • Completeness and accuracy of the data from internal and external sources used in the models. • Ind AS 109 requires the Holding Company to measure ECL on a forward-looking basis reflecting future economic conditions. Significant management judgement is applied in determining the economic scenario used and probability weights applied to them. • Qualitative adjustments are made by the Management to the results obtained from ECL models to address any identified impairment or emerging trends as well as risks not captured by models. These adjustments are inherently subjective and significant management judgement is involved in estimating these amounts. • In respect of purchased or originated credit impaired financial assets, cumulative changes, at the portfolio level, in lifetime expected credit losses since initial recognition are recognised as a loss allowance. Significant management judgement is applied to assess such changes. The disclosures prescribed under Ind AS 107 and RBI directives is also an area of focus for the management and auditors. Considering the significance of ECL to the overall financial statements and the degree of management's estimates and judgments involved in this matter that requires significant auditor attention, we have considered expected credit loss allowance on financial assets to be a key audit matter.	Our audit focused on assessing the appropriateness of the models used including management's judgment and estimates used in the expected credit loss assessment through procedures that included, but were not limited to, the following: • Considered the Holding Company's accounting policies for expected credit loss of financial assets and assessed compliance of the policies in terms of Ind AS 109. • Understood management's processes, systems and controls implemented in relation to ECL allowance process. Evaluated the design and tested the operating effectiveness of key internal financial controls over such process. • Assessed the governance framework over validation and implementation as per approval from Board of Directors. • Obtained an understanding of the models adopted by the Company including the key inputs and assumptions. Since modelling assumptions and parameters are based on historical as well as external data, we assessed whether the same were relevant and representative of current circumstances. • Assessed the critical assumptions and input data used in the estimation of expected credit loss for specific key credit risk parameters, such as the classification of loan assets into stages as described in the accounting policy, Exposure at default (EAD), probability of default (PD) or loss given default (LGD); • On sample basis tested the completeness and accuracy of the input data used for determining the PD and LGD rates and agreed the data with the underlying books of accounts and records; • Evaluated whether the methodology applied by the Holding Company is compliant with the requirements of the relevant accounting standards and confirmed that the calculations are performed in accordance with the approved methodology, including mathematical accuracy of the workings. • Assessed the appropriateness and adequacy of the related presentation and disclosures made in the accompanying financial statements in accordance with the applicable accounting standards and related RBI circulars and guidelines.
Information Technology (IT) systems and controls impacting financial reporting The IT environment of the Holding Company is complex and involves a number of independent and interdependent IT systems used in the operations of the Company for processing and recording a large volume of transactions. As a result, there is a high degree of reliance and dependency on such IT systems for the financial reporting process of the Company. Appropriate IT general controls and IT application controls are required to ensure that such IT systems are able to process the data as required, completely, accurately, and consistently for reliable financial reporting. We have identified certain key IT systems ('in-scope' IT systems) which have an impact on the financial reporting process and the related control testing as a key audit matter because of the high level of automation, significant number of systems being used by the Holding Company for processing financial transactions, the complexity of the IT architecture and its impact on the financial records and financial reporting process of the Holding Company.	Our audit procedures with respect to this matter included the following: In assessing the controls over the IT systems of the Holding Company, we involved our technology specialists to obtain an understanding of the IT environment, IT infrastructure and IT systems. We evaluated and tested relevant IT general controls and IT application controls of the 'in-scope' IT systems identified as relevant for our audit of the consolidated financial statements and financial reporting process of the Holding Company. On such "in-scope" IT systems, we have tested key IT general controls with respect to the following domains: a. User access management, which includes user access provisioning, de-provisioning, access review, password management, sensitive access rights and segregation of duties to ensure that privilege access to applications, operating system and databases in the production environment were granted only to authorized personnel. b. Program change management, which includes controls on moving that program changes to production environment as per defined procedures and relevant segregation of environments. c. Other areas that were assessed under the IT control environment included backup management, incident management, interface, batch processing and interface. We also evaluated the design and tested the operating effectiveness of key IT application controls within key business processes, which included testing automated calculations, automated accounting procedures, system interfaces, system reconciliation controls and key system generated reports, as applicable. Where control deficiencies were identified, we tested compensating controls or performed alternative audit procedures, where necessary.

Recoverability of Deferred Tax Assets	
Refer note 2.(xii) for material accounting policy information and note 11 for financial disclosures in the accompanying financial statements. As at 31 March 2025, the Group has recognised deferred tax assets of Rs. 255,420 lakhs on unadjusted tax losses and tax credits. The deferred tax assets have been recognised on the basis of the Group's assessment of availability of sufficient future taxable profits to utilise such unadjusted tax losses and tax credits within the time period allowed under the Income Tax Act, 1961, which is based on forecast of business projections. Such financial projections are inherently subjective and depend on various factors including future market and economic conditions, which involve significant management judgement and estimation. Any change in aforesaid assumptions could have a material impact on the carrying value of the deferred tax assets. Owing to the materiality of the balances, complexities and significant estimates and judgements involved as described above, we have considered recoverability of deferred tax assets to be a key audit matter The above matter is also considered to be fundamental to the understanding of the users of the financial statements.	Our audit on recoverability of deferred tax assets included, but was not limited to, the following procedures: • Obtained an understanding of the management's process and evaluated the design and tested the operating effectiveness of internal controls with respect to recognition and assessment of recoverability of the deferred tax assets; • Evaluated the appropriateness of the accounting policy adopted by the Group in respect of recognition of deferred tax assets in accordance with Ind AS 12, Income Tax; • Assessed the reasonableness of the period of projections used in the deferred tax asset recoverability assessment in accordance with the time period allowed under the applicable tax laws with respect to utilisation of the said tax losses against future taxable profits; • Obtained the business projections of future taxable profits estimated by the management and critically reviewed the key assumptions used therein, including future growth rates and relevant economic and industry estimates, based on our understanding of the business and market factors; • Traced the financial projections to approved business plans and assessed efficacy of management's process for financial projections basis past business performance; • Tested the arithmetical accuracy of the computation of future taxable profits including assessed the impact of estimation uncertainty basis the sensitivity analysis performed by the management on the projections; and • Assessed the appropriateness and adequacy of the disclosures included in the accompanying financial statements in accordance with the applicable accounting standards.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

8. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

9. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associate and joint venture in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and its associate and joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group, its associate and joint venture and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

10. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate and joint venture are responsible for assessing the ability of the Group and of its associate and joint venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

11. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group and of its associate and joint venture.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

12. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing

will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

13. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

    - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements 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 Board of Directors' 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 ability of the Group and its associate and joint venture 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 Group and its associate and joint venture 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; and
    - Obtain sufficient appropriate audit evidence regarding the financial information/ financial statements of the entities or business activities within the Group, and its associate and joint venture, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the financial statements, of which we are the independent auditors. For the other entities included in the financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

14. 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.

15. 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.

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

Other Matter

17. The Consolidated Statement includes the audited financial statement of the Holding Company for the year ended 31 March 2024 which were audited by one of the current joint auditors (T R Chadha & Co LLP) along with an erstwhile joint auditor (Walker Chandiok & Co. LLP) whose reports dated 08 May 2024 expressed an unmodified opinion on those financial statement. The said audit report has been furnished to Singhi & Co. and has been relied upon by them for the purpose of audit of the Financial Statement.

    Our Opinion is not modified in respect of this matter.

18. We did not audit the financial statements of three subsidiaries included in the Statement, whose financial statements reflects total assets of Rs 181,912 lakhs as at 31 March 2025, total revenues of Rs 10,687 lakhs, total net loss after tax of Rs. 748 Lakh and cash outflows (net) of Rs 1,031 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss after tax of Rs 4,187 lakhs for the year ended 31 March 2025, as considered in the consolidated financial statements, in respect of one joint venture, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose audit reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture, and our report in terms of sub-section (3) of section 143 of the Act in so far as it relates to the aforesaid subsidiaries and joint venture, is based solely on the reports of the other auditors.

    Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

19. The Holding Company has disposed-off three subsidiaries during the year and the consolidated financial statements includes unaudited financial statements in respect of these subsidiaries till the date of their disposal, whose financial statements have not been audited by us. The unaudited financial Statements of these three subsidiaries included in the consolidated financial information reflects total, total revenues of Rs 148 lakhs, total net profit after tax of Rs 85 lakhs, and cash out flows (net) of Rs 306 lakhs for the year ended on that date, as considered in the consolidated financial statement. The consolidated financial statements also include the Group's share of net loss (including other comprehensive income) of Rs 0 lakhs for the year ended 31 March 2025, as considered in the consolidated financial statements, in respect of one associate, whose financial statements have not been audited by us. These financial statements are unaudited and have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the aforesaid subsidiaries and associate is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the management, these financial statements are not material to the Group.

    Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matter with respect to our reliance on the financial statements certified by the management.

20. The following other matter paragraph is given by the joint auditors of Pramerica Life Insurance Limited ('PLIL') vide their report dated 02 May 2025 on the financial statements, the Joint Venture of subsidiary company of the Holding Company, which is reproduced by us as under:

    The actuarial valuation of liabilities for life policies in force is the responsibility of the Company's appointed actuary ("the Appointed Actuary"). The actuarial valuation of liabilities for policies in force as at 31 March 2025 has been duly certified by the Appointed Actuary. The Appointed Actuary has also certified that the assumptions for such valuation are in accordance with the guidelines and norms issued by the Insurance Regulatory and Development Authority of India (IRDAI) and the Institute of Actuaries of India in concurrence with IRDAI. We have relied upon the Appointed Actuary's certificate in this regard.

    The valuation of liability of embedded derivatives in insurance contracts as at 31 March 2025 has been duly certified by the Appointed Actuary. We have relied upon the Appointed Actuary's certificate in this regard.

    Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

21. As required by section 197(16) of the Act based on our audit and on the consideration of the reports of the other auditors, referred to in paragraph 17, on separate financial statements of the subsidiaries, associate and joint venture, we report that the Holding Company, its subsidiaries, associate and joint venture incorporated in India whose financial statements have been audited under the Act have paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

22. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued till date by us and by the respective other auditors as mentioned in paragraph 18 above, of companies included in the consolidated financial statements and covered under the Act we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies. Further, following are the companies included in the consolidated financial statements for the year ended 31 March 2025 and covered under that Act that are not audited by other auditors, for which the respective reports under section 143(11) of the Act of such companies have not yet been issued by the respective other auditors. These financial statements are unaudited and have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the following subsidiaries and associate is based solely on such unaudited financial statements.

Name	CIN	Subsidiary/ Associate/ Joint Venture
DHFL Venture Trustee Company Private Limited	U65991MH2005PTC153886	Associate of Subsidiary Company
DHFL Holdings Limited	U65999MH2018PLC314283	Subsidiary - up to January 16th 2025
DHFL Advisory & Investments Private Limited	U67190MH2016PTC273074	Subsidiary - up to January 16th 2025
Piramal Finance Sales & Services Private Limited	U67200MH2020PTC345642	Subsidiary - up to January 16th 2025

23. As required by section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiaries, associate and joint venture incorporated in India whose financial statements have been audited under the Act, we report, to the extent applicable, that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

    b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in paragraph 23(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

    c) The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

    d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, the relevant circulars, guidelines and directions issued by the Reserve bank of India (RBI) from time to time ('RBI guidelines'), note 42B to the extent effect given in accordance with the accounting treatment prescribed in resolution plan approved by the National Company Law Tribunal vide their order dated 7 June 2021 as is more fully described in the said note;

    e) On the basis of the written representations received from the directors of the Holding Company and taken on record by the Board of Directors of the Holding Company, and the reports of the statutory auditors of its subsidiaries and joint venture, covered under the Act, none of the directors of the Group companies and joint venture company, are disqualified as on 31 March 2025 from being appointed as a director in terms of section 164(2) of the Act.

    f) The remark relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in paragraph 23(b) above on reporting under section 143(3)(b) of the Act and paragraph 23(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

    g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiaries and joint venture covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure B' wherein we have expressed an unmodified opinion; and

    h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements and other financial information of the subsidiaries, associate and joint venture incorporated in India whose financial statements have been audited under the Act:

        i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associate and joint venture as detailed in Note 40(a) to the consolidated financial statements;

        ii. The Group, its associate and joint venture did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

        iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, and its subsidiaries, associate and joint venture during the year ended 31 March 2025;

iv. a. The respective managements of the Holding Company and its subsidiaries, associate and joint venture incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, associate and joint venture respectively that, to the best of their knowledge and belief as disclosed in note 56 (vii) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiaries, associate and joint venture to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiaries, associate and joint venture ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

b. The respective managements of the Holding Company and its subsidiaries, associate and joint venture incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, associate and joint venture respectively that, to the best of their knowledge and belief, as disclosed in the note 56 (viii) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiaries, associate and joint venture from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiaries, associate and joint venture shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures performed by us and that performed by the auditors of the subsidiaries, associate and joint venture, as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The Holding Company, its subsidiaries, associate and joint venture have not declared or paid any dividend during the year ended 31 March 2025;

vi. Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries and joint venture of the Holding Company which are companies incorporated in India and audited under the Act, except for the instances mentioned below, the Holding Company, its subsidiaries and Joint venture, in respect of financial year commencing on 1 April 2024, have used accounting software for maintaining their books of account which have a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we and respective auditors of the above referred subsidiaries and joint venture did not come across any instance of audit trail feature being tampered with, other than the consequential impact of the exception given below.

Pursuant to the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, which came into effect from April 1, 2024, and in accordance with the requirements of Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, we report that, based on our audit procedures and the information and explanations provided to us, the Company has duly maintained and preserved the audit trail, as per the applicable statutory requirements for record retention other than the consequential impact of the exception given below.

Nature of exception noted	Details of Exception
Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software.	The audit trail feature was not enabled at the database level for two accounting software to log any direct data changes, used for maintenance of all accounting records by the Company. Additionally, the audit trail feature in respect of one software at database/ application and audit trail feature in respect of 1 software at database level was enabled w.e.f. May 2024.
Instances of accounting software maintained by a third party where we are unable to comment on the audit trail feature	The accounting software used for maintenance of customer documentation of the holding company is operated by a third-party service provider. • In the absence of an 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design, and Operating Effectiveness' (Type 2 report) for the period April 2024 to March 2025, we are unable to comment on whether the audit trail feature within the software was enabled and operational during the said period.

For **T R Chadha & Co LLP**
Chartered Accountants
Firm's Registration No:
006711N/N500028

Hitesh Garg
Partner
Membership No:502955
UDIN: 25502955BMLWNM4694

Place: Mumbai
Date: May 06, 2025

For **Singhi & Co**
Chartered Accountants
Firm's Registration No:
302049E

Ravi Kapoor
Partner
Membership No:040404
UDIN: 25040404BMLAPA9056

Place: Mumbai
Date: May 06, 2025

Annexure 1

List of entities included in the Consolidated Financial Statements

a. Subsidiary Company

- **i.** DHFL Investments Limited
- **ii.** DHFL Holdings Limited (up to January 16th 2025)
- **iii.** DHFL Advisory & Investments Private Limited (up to January 16th 2025)
- **iv.** Piramal Payments Services Limited
- **v.** Piramal Finance Sales & Services Private Limited (up to January 16th 2025)
- **vi.** PRL Agastya Offices Private Limited (formerly PRL Agastya Private Limited)

b. Associate

- **i.** DHFL Venture Trustee Company Limited

c. Joint Venture of the Subsidiary Company

- **i.** Pramerica Life Insurance Limited

Annexure A

Independent Auditors' Report on the internal financial controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the consolidated financial statements of Piramal Finance Limited (Formerly known as Piramal Capital & Housing Finance Limited) ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), its associate and joint venture as at and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies, its associate company and joint venture company, which are companies covered under the Act, as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The respective Board of Directors of the Holding Company, its subsidiary companies, its associate company and joint venture company, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to consolidated financial statements criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') 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 the respective Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies, its associate company and joint venture company, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies, its associate company and joint venture company as aforesaid.

Meaning of Internal Financial Controls with Reference to Financial Statements

6. A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include 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 with Reference to Financial Statements

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

Opinion

8. In our opinion and based on the consideration of the reports of the other auditors on internal financial controls with reference to financial statements of the subsidiary companies and joint venture company as were audited by other auditors and with respect to three subsidiary companies and one associate as referred to in para 10 solely based on the consideration of the internal financial controls with reference to financial statements,

financial information certified by Holding Company's management, the Holding Company, its subsidiary companies, its associate company and joint venture company, which are companies covered under the Act, have in all material respects, adequate internal financial controls with refence to financial statements and such controls were operating effectively as at 31 March 2025 and 16 January 2025 (three subsidiaries as referred in para 10), based on the internal financial controls with reference to financial statements criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

9. We did not audit the internal financial control with reference to financial statements insofar as related to three subsidiaries companies, which are companies covered under the Act, whose financial statement reflect total assets of Rs 181,912 lakhs and net assets of Rs 99,194 lakhs as at 31 March 2025, total revenues of Rs 10,687 lakhs, total net loss after tax of Rs. 748 Lakh and cash outflows (net) of Rs 1,031 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss after tax of Rs 4,187 lakhs for the year ended 31 March 2025, in respect of one joint venture company, which is company covered under the Act, whose internal financial control with reference to financial statements have not been audited by us. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies and joint venture company have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company, subsidiary companies and joint venture company, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies and joint venture company is based solely on the reports of the auditors of such companies.

   Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

10. The Holding Company has disposed-off three subsidiaries during the year and the consolidated financial statements includes unaudited financial statements in respect of these subsidiaries till the date of their disposal, whose financial statements have not been audited by us. The unaudited financial Statements of these three subsidiaries included in the consolidated financial information reflects total, total revenues of Rs 148 lakhs, total net profit after tax of Rs 85 lakhs, and cash out flows (net) of Rs 306 lakhs for the year ended on that date, as considered in the Statement. The consolidated financial Statements also include the Group's share of net loss (including other comprehensive income) of Rs 0 lakhs for the year ended 31 March 2025, as considered in the consolidated financial statements, in respect of one associate, whose financial statements have not been audited by us. The internal financial controls with refence to financial statements of these subsidiaries and associate company, which is covered under the Act, are unaudited and our opinion under Section 143(3)(i) of the Act on adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relate to the aforesaid subsidiaries and associate is solely based on the corresponding internal financial controls with reference to financial statements report certified by the management of such companies. In our opinion and according to the information and explanation given to us by the management, these financial information's are not material to the Group. Our opinion is not modified in respect of the above matter with respect to our reliance on the internal financial controls with refence t0 financial statements report certified by the management.

For **T R Chadha & Co LLP**
Chartered Accountants
Firm's Registration No:
006711N/N500028

Hitesh Garg
Partner
Membership No:502955
UDIN: 25502955BMLWNM4694

Place: Mumbai
Date: May 06, 2025

For **Singhi & Co**
Chartered Accountants
Firm's Registration No:
302049E

Ravi Kapoor
Partner
Membership No:040404
UDIN: 25040404BMLAPA9056

Place: Mumbai
Date: May 06, 2025

Consolidated Balance Sheet as at March 31, 2025

(Currency : Rs in lakhs)

	Note	As at March 31, 2025	As at March 31, 2024
ASSETS			
1 Financial assets:			
(a) Cash and cash equivalents	*3*	380,923	195,706
(b) Bank balances other than (a) above	*4*	107,841	99,252
(c) Derivative financial instruments	*48*	3,202	5,398
(d) Receivables			
(i) Trade Receivables	*5*	150	234
(ii) Other Receivables	*6*	4,467	5,358
(e) Loans	*7*	5,874,675	4,827,591
(f) Investments	*8*	781,484	830,728
(g) Other financial assets	*9*	110,852	94,381
2 Non- financial assets:			
(a) Current tax assets (net)	*10*	31,126	54,048
(b) Deferred tax assets (net)	*11*	255,420	253,829
(c) Property, Plant and Equipment	*13*	21,919	38,820
(d) Right-of-use assets	*13*	30,188	22,889
(e) Investment property	*13*	95,544	96,038
(f) Intangible assets under development	*13*	93	1,007
(g) Goodwill	*13*	200	200
(h) Other intangible assets	*13*	19,973	18,857
(i) Other non-financial assets	*12*	46,672	41,481
Total Assets		**7,764,729**	6,585,817
LIABILITIES AND EQUITY			
Liabilities			
1 Financial liabilities:			
(a) Payables			
Trade payables			
(i) Total outstanding dues of micro enterprises and small enterprises	*14*	4,432	2,980
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	*14*	33,224	32,621
(b) Debt securities	*15*	3,305,536	2,871,466
(c) Borrowings (other than debt securities)	*16*	2,344,795	1,638,832
(d) Deposits	*17*	17,955	45,000
(e) Subordinated debt liabilities	*18*	12,751	12,723
(f) Other financial liabilities	*19*	108,593	125,965
2 Non- financial liabilities:			
(a) Current tax liabilities (net)	*20*	14,784	7,911
(b) Provisions	*21*	6,584	6,271
(c) Other non- financial liabilities	*22*	250,424	352,578
3 Equity			
(a) Equity share capital	*23*	2,496,469	2,336,469
(b) Other equity	*24*	(830,818)	(846,999)
Total Liabilities and Equity		**7,764,729**	6,585,817
Material accounting policies	*2*		

The notes referred to above forms an integral part of the consolidated financial statements.

As per our report of even date attached.

For Singhi & Co
Chartered Accountants
Firm Registration No. 302049E

For T R Chadha & Co LLP
Chartered Accountants
Firm's Registration No:
006711N/N500028

For and on behalf of the Board of Directors of
Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)
(CIN - U64910MH1984PLC032639)

Ravi Kapoor
Partner
Membership No: 040404

Hitesh Garg
Partner
Membership No: 502955

Jairam Sridharan
Managing Director
DIN: 05165390

Ajay Piramal
Chairman
DIN: 00028116
New York, USA

Mumbai, May 6, 2025

Vikash Singhla
Chief Financial Officer

Urmila Rao
Company Secretary

Consolidated Statement of Profit and Loss *for the year ended March 31, 2025*

(Currency : Rs in lakhs)

	Note	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue from operations			
Interest income	*25 (i)*	684,509	583,863
Dividend Income	*25 (ii)*	-	-
Rental income		7,270	6,510
Fees and commission income	*26*	43,224	56,699
Other operating income	*27*	89,245	23,252
Total Revenue from operations		**824,248**	670,324
Other income	*28*	21,946	6,602
Total Income		**846,194**	676,926
Expenses			
Finance costs	*29*	447,536	368,735
Fees and commission expenses	*30*	2,135	1,807
Net loss on fair value changes	*31*	33,253	26,237
Net loss on derecognition of financial instruments under amortised cost category	*32*	225,330	301,619
Impairment allowances/(reversals) on financial instruments	*33*	(117,339)	(66,632)
Employee benefits expenses	*34*	137,039	114,640
Depreciation, amortisation and impairment	*13*	19,026	15,242
Other expenses	*35*	96,719	103,890
Total Expenses		**843,699**	865,538
Profit/(loss) before share of net profit/(loss) of joint ventures, exceptional items and tax		**2,495**	(188,612)
Share of net profit/(loss) of joint venture	*42 A (i)*	(4,187)	(7,183)
Profit/(Loss) after share of net profit/(loss) of associates and joint ventures before exceptional items and tax		(1,692)	(195,795)
Less: Exceptional items			
Regulatory Provision on investments in alternative investment funds	*8*	-	165,768
Profit/(Loss) after share of net profit/(loss) of associates and joint ventures and before tax		**(1,692)**	(361,563)
Less: Tax expenses	*36*		
Current tax		29	213
Reversal of tax Expenses – Earlier years		1	(53,027)
Deferred tax		(1,057)	(111,221)
		(1,027)	(164,035)
(Loss) for the year		**(665)**	(197,528)
Other comprehensive income			
Items that will not be reclassified to Statement of profit or loss			
Remeasurement of the defined benefit plan		(785)	(558)
Equity Instruments Measured through OCI		8,066	1,247
Income tax relating to items that will not be reclassified to Statement of profit or loss		156	(173)
Items that will be reclassified to Statement of profit or loss			
Share of other comprehensive income of joint venture accounted for using the equity method		10,532	7,320
Remeasurement gain/(loss) on hedge accounting		(2,974)	(289)
Debt Instruments Measured through OCI		1,479	1,706
Income tax relating to items that will be reclassified to Statement of profit or loss		377	(357)
Net other comprehensive income		**16,851**	8,896
Total comprehensive income/(loss) for the year		**16,186**	(188,632)
Earnings per equity share (Basic and Diluted) (Rs.)	*37*	**(0.00)**	(0.92)
Material accounting policies	*2*		

The notes referred to above forms an integral part of the consolidated financial statements.

As per our report of even date attached.

For Singhi & Co
Chartered Accountants
Firm Registration No. 302049E

For T R Chadha & Co LLP
Chartered Accountants
Firm's Registration No:
006711N/N500028

For and on behalf of the Board of Directors of
Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)
(CIN - U64910MH1984PLC032639)

Ravi Kapoor
Partner
Membership No: 040404

Hitesh Garg
Partner
Membership No: 502955

Jairam Sridharan
Managing Director
DIN: 05165390

Ajay Piramal
Chairman
DIN: 00028116
New York, USA

Mumbai, May 6, 2025

Vikash Singhla
Chief Financial Officer

Urmila Rao
Company Secretary

Consolidated Statement of Cash Flow for the year ended March 31, 2025

(Currency : Rs in lakhs)

		For the year ended March 31, 2025	For the year ended March 31, 2024
A.	**Cash flow from operating activities**		
	(Loss) before tax after exceptional items	**(1,692)**	(361,563)
	Adjustments:		
	Realised gain on sale of treasury investments	(5,943)	(4,780)
	Share of net profit/(loss) of joint ventures	4,187	7,183
	Interest income from fixed deposits	(10,189)	(7,071)
	Unrealised net loss on fair valuation of loans and advances / investments	47,402	100,064
	Regulatory provision on AIF	-	165,768
	Gain on pre-termination of lease	(501)	(201)
	Impairment allowances/(reversals) on financial instruments	(117,339)	(66,632)
	Interest cost on lease payment	3,641	2,510
	Finance costs expenses	443,895	365,944
	Finance cost paid	(432,574)	(361,467)
	Net loss on derecognition of financial instruments	225,330	3,01,619
	Gain on sale of property, plant and equipment	(6,347)	(825)
	Depreciation and amortisation	19,026	15,242
	Cash generated from operations before working capital changes	**168,897**	1,55,791
	Decrease / (Increase) in trade receivables	84	217
	Decrease / (Increase) in loans	(1,254,557)	(974,858)
	Decrease / (Increase) in investments	1,29,556	188,855
	Decrease / (Increase) in other receivables	891	(4,179)
	Decrease / (Increase) in other financial assets	(16,562)	(11,740)
	Decrease / (Increase) in other non financial assets	(6,667)	(2,929)
	(Decrease) / Increase in trade payables	2,035	6,267
	(Decrease) / Increase in provisions	1,789	1,352
	(Decrease) / Increase in other financial liabilities	(25,458)	(45,489)
	(Decrease) / Increase in other non financial liabilities	(6,923)	22,346
		-	
	Cash generated from / (used in) operations	**(1,006,915)**	(664,367)
	Income taxes refund (net)	29,765	21,310
	Net cash generated from / (used in) operating activities (a)	**(977,150)**	(6,43,057)
B	**Cash flow from investing activities**		
	Purchase of property, plant and equipment	(11,012)	(25,300)
	Sale proceeds from property, plant and equipment	23,138	3,127
	Purchase of treasury investments	(28,789,669)	(7,663,495)
	Sale of treasury investments	28,685,762	7,715,671
	Interest income from fixed deposits	10,394	7,071
	Investment in fixed deposits	(586,479)	(122,326)
	Redemption from fixed deposits	577,736	92,289
	Net cash generated from / (used in) investing activities (b)	**(90,130)**	7,037

(Currency : Rs in lakhs)

		For the year ended March 31, 2025	For the year ended March 31, 2024
C	**Cash flow from financing activities**		
	Payment of lease liabilities	(8,420)	(5,487)
	Borrowings taken during the year	3,342,673	2,541,500
	Borrowings repaid during the year	(2,241,756)	(2,097,089)
	Issue of equity shares	160,000	200,000
	Net cash generated from / (used in) financing activities (c)	**1,252,497**	638,924
	Net increase/ (decrease) in cash and cash equivalents (a+b+c)	**185,217**	2,904
	Cash and cash equivalents as at beginning of the year	**195,706**	192,802
	Add: Cash and cash equivalent transferred due to acquisition during the year	**-**	-
	Cash and cash equivalents as at end of the year	**380,923**	195,706
	Cash and Cash Equivalents Comprise of:		
	Cash on hand *	**-**	-
	Balances with banks in current accounts	**240,831**	195,706
	Fixed deposits (with original maturity less than 3 months)	**140,092**	-
		380,923	195,706

**Amount below 0.50 lakhs has been rounded off.*

The consolidated statement of cash flow has been prepared under the 'Indirect Method' set out in Indian Accounting Standard-7, "Statement of cash flow".

The notes referred to above forms an integral part of the consolidated financial statements.
As per our report of even date attached.

For Singhi & Co
Chartered Accountants
Firm Registration No. 302049E

For T R Chadha & Co LLP
Chartered Accountants
Firm's Registration No:
006711N/N500028

For and on behalf of the Board of Directors of
Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)
(CIN - U64910MH1984PLC032639)

Ravi Kapoor
Partner
Membership No: 040404

Hitesh Garg
Partner
Membership No: 502955

Jairam Sridharan
Managing Director
DIN: 05165390

Ajay Piramal
Chairman
DIN: 00028116
New York, USA

Mumbai, May 6, 2025

Vikash Singhla
Chief Financial Officer

Urmila Rao
Company Secretary

Consolidated Statement of changes in equity *for the year ended March 31, 2025*

A. Equity Share Capital:

(Currency : Rs in lakhs)

Particulars	Amount
Balance as at March 31, 2023	**21,36,469**
Add: Issue of shares during the year	2,00,000
Balance as at March 31, 2024	**23,36,469**
Add: Issue of shares during the year	1,60,000
Balance as at March 31, 2025	**24,96,469**

B. Other Equity:

Particulars	Reserves and Surplus					Other Comprehensive Income			Total
	Amalgamation Adjustment Reserve	Statutory Reserve	Capital Reserve	Securities Premium	Retained Earnings	Debt Instruments Measured through OCI	Equity Instruments Measured through OCI*	Cash flow hedging reserve	
Balance as at March 31, 2023	**(490,288)**	**244,563**	**17,265**	**220,885**	**(656,615)**	**(1,276)**	**6,720**	**381**	**(658,365)**
Add/(Less): Transfer during the year	-	-	-	-	-	-	-	-	-
Add/(Less): Profit/(Loss) during the year	-	-	-	-	(197,528)	-	-	-	(197,528)
Add/(Less): Other comprehensive income (net of tax)	-	-	-	-	6,900	1,277	933	(216)	8,896
Balance as at March 31, 2024	**(490,288)**	**244,563**	**17,265**	**220,885**	**(847,243)**	**1**	**7,653**	**165**	**(846,999)**
Add/(Less): Transfer during the year	-	1,049	-	-	(1,049)	-	-	-	-
Add/(Less): Adjustment on account of Business combination	-	-	(2)	-	-	-	-	-	(2)
Add/(Less): Profit/(Loss) during the year	-	-	-	-	(665)	-	-	-	(665)
Add/(Less): Other comprehensive income (net of tax)	-	-	-	-	9,943	1,106	8,024	(2,225)	16,851
Balance as at March 31, 2025	**(490,288)**	**245,612**	**17,263**	**220,885**	**(839,014)**	**1,107**	**15,677**	**(2,060)**	**(830,818)**

* that will not be reclassified to consolidated statement of profit or loss

The notes referred to above forms an integral part of the consolidated financial statements.
As per our report of even date attached.

For Singhi & Co
Chartered Accountants
Firm Registration No. 302049E

For T R Chadha & Co LLP
Chartered Accountants
Firm's Registration No:
006711N/N500028

For and on behalf of the Board of Directors of
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Ajay Piramal
Chairman
DIN: 00028116
New York, USA

Mumbai, May 6, 2025

Vikash Singhla
Chief Financial Officer

Urmila Rao
Company Secretary

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

1A. GENERAL INFORMATION

Piramal Finance Limited (formerly known as Piramal Capital & Housing Finance Limited (the Holding Company)) was incorporated in India on April 11, 1984. The holding Company and its subsidiaries (together referred to as "the Group") and its associate and joint venture has been carrying on, as its main business of providing loans to customers for construction or purchase of residential property, loans against property, loans to real estate developers, loans to SMEs, etc. and other activities. The Holding Company is registered with National Housing Bank (NHB) under Section 29A of the National Housing Bank Act, 1987. The HoldingCompany received its Certificate of Registration (CoR) as a Non-Banking Financial Company - Investment and Credit Company (NBFC-ICC) from the Reserve Bank of India (RBI) on April 4, 2025. On the same day, the Holding Company surrendered its CoR as a Housing Finance Company (HFC) and accordingly PBC requirement is no longer required w.e.f. April 4, 2025. Further, the name of the Holding Company has been changed from 'Piramal Capital & Housing Finance Limited' to 'Piramal Finance limited' effective from March 22, 2025. The registered office of the Holding Company is in Unit No.601, 6th Floor, Amiti Building, Agastya Corporate Park, Kamani Junction, Opp. Fire Station, LBS Marg, Kurla West, Mumbai City, 400070.

The Holding Company is the wholly-owned subsidiary of Piramal Enterprises Limited.

The Holding Company is a public limited company and its debts are listed on the Bombay Stock Exchange (BSE India) and the National Stock Exchange (NSE), India.

The consolidated financial statements are authorised by the Board of Directors for issue in accordance with resolutions passed on May 6, 2025.

1B. Basis of Preparation

i) Statement of compliance and basis of preparation and presentation of consolidated financial statements

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) and the provisions of the Companies Act, 2013 ('the Act'). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter and the guidelines and directives issued by the Reserve Bank of India (RBI) and National Housing Bank ("NHB") to the extent applicable. Since the holding company was classified as a HFC as of March 31, 2025, its financial statements have been prepared and presented as the financial statements of a HFC, including all applicable disclosurs.

The consolidated Balance Sheet, the consolidated Statement of Profit and Loss and the consolidated Statement of Changes in Equity are prepared and presented in the format prescribed in the Division III of Schedule III to the Companies Act, 2013 (the "Act"). The consolidated Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flows". The consolidated Balance Sheet, consolidated Statement of Profit and Loss, consolidated Statement of Cash Flow, consolidated Statement of Changes in Equity, summary of the material accounting policies information and other explanatory information are together referred as the financial statements of the Group.

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.

All amounts included in the consolidated financial statements are reported in lakhs of Indian rupees (Rs. in lakhs) except share and per share data, unless otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

ii) Basis of Accounting

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period. The consolidated financial statements are prepared and presented on going concern basis.

iii) Use of Estimates and Judgements

The preparation of the consolidated financial statements in conformity with Indian Accounting Standards ("Ind AS") requires the management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the year. Accounting estimates could change from period to period. Actual results could differ from those estimates. Revisions to accounting estimates are recognised prospectively. The Management believes that the estimates used in preparation of the consolidated financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

Following areas entail a high degree of estimate and judgement or complexity in determining the carrying amount of certain assets and liabilities.

1. Business Combination - Note 2 (xix) & note 42B
2. Measurement of defined benefit obligations; key actuarial assumptions – Note 2 (vi) & note 44
3. Fair Valuation of financial assets and liabilities - Note 2 (xviii) & note 45
4. Impairment of financial assets – Note 2 (iv) & note 47.4
5. Impairment of non-financial assets – Note 2 (iii)
6. Derivative - Note 2 (iv) & note 48
7. Income tax - Note 2 (xii), note 11 & note 36
8. Evaluation of business Model - Note 2 (iv)
9. Provision and Liabilities - Note 2 (vii)
10. Useful Life of Property, Plant and Equipment (PPE) and Intangible assets - Note 2 (i) & 2 (ii)
11. Share Based Payments – Note 2 (vi) & note 44 (iv)
12. Effective Interest Rate (EIR) Method – Note 2 (iv)

(Currency : Rs in lakhs)

iv) Principles of consolidation and equity accounting

(a) Subsidiaries:

Subsidiaries are entities (including Structured entities) over which the group has control. Control is achieved when the Group has power over the investee, is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to use its power to affect its returns. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the group.

The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

(b) Associates:

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. Investments in associates are accounted for using the equity method of accounting (see below), after initially being recognised at cost. Wherever necessary, adjustments are made to financial statements of associates to bring there accounting policies in line with those used by the other members of group.

(c) Joint Arrangements:

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets and obligations for the liabilities relating to the arrangement.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement.

Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Group recognises its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the consolidated financial statements under the appropriate headings.

Interests in joint ventures are accounted for using the equity method (see below), after initially being recognised at cost in the consolidated balance sheet.

(d) Equity method:

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of post acquisition profits or losses of the investee in consolidated profit and loss, and the group's share of consolidated other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates or joint ventures are recognised as a reduction in the carrying amount of the investment.

Unrealised gains on transactions between the group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities.

Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

The carrying amount of equity accounted investments are tested for impairment.

(e) Changes in ownership interests

The group treats transactions with non-controlling interests that do not result in loss of control as transactions with equity owners of the group. A change in the ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

(f) List of entities included in the consolidated financial statements:

a. Subsidiary Company

  i. DHFL Investments Limited

  ii. DHFL Holdings Limited (till January 16, 2025)

  iii. DHFL Advisory & Investments Private Limited (till January 16, 2025)

  iv. Piramal Payments Services Limited

  v. Piramal Finance Sales & Services Private Limited (till January 16, 2025)

  vi. Piramal Agastya Offices Private Limited (formerly known as PRL Agastya Private Limited)

b. Associate

  i. DHFL Venture Trustee Company Limited

c. Joint Venture

  i. Pramerica Life Insurance Limited

2. MATERIAL ACCOUNTING POLICIES INFORMATION

i) Property, plant and equipment

All property, plant and equipment are stated at cost of acquisition, less accumulated depreciation and accumulated impairment losses, if any, except for fair valued assets on business combination carried out in earlier years. Direct costs are capitalised until the assets are ready for use and includes freight, duties, taxes and expenses incidental to acquisition and installation.

The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to consolidated profit or loss during the reporting period in which they are incurred.

Subsequent expenditures related to an item of property, plant and equipment are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Losses arising from the retirement of, and gains or losses arising from disposal of Property, Plant and Equipment are recognised in the Statement of Profit and Loss.

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

Depreciation is provided on a pro-rata basis on the straight line method ('SLM') over the estimated useful lives of the assets less their residual values specified in Schedule II of the Companies Act, 2013.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Individual property, plant and equipment costing less than Rupees five thousand are depreciated fully in the year of purchase or acquisition.

The estimated useful lives of property, plant and equipment are as stated below:

Building	60 years
Office equipment	1-5 years
Furniture and fixtures	5-10 years
Computers servers and network	6 years
Computer - End user device	3 years
Motor vehicle	8 years (Refer note below)
Leasehold improvements	Amortised on SLM over lease tenure or 5 years whichever is lower
Freehold Land	No Depreciation

The Group has determined the remaining useful life of the PPE acquired on date of acquisition, as per Companies Act 2013. The value of PPE acquired is depreciated/amortised over such remaining useful life determined on straight line method basis which best reflects the usage of asset to the accounting acquirer.

For vehicles given to employee as a perquisite and forming the part of their employment, amortisation is done basis the employment agreement which may vary between 3 to 5 years.

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Cost includes cost of land (including development rights and land under agreements to purchase), internal development costs, external development charges, construction costs, overheads and development/ construction materials.

The Group depreciates building component of investment property over 60 years from the date of original purchase.

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes (refer note 13). Fair values are determined based on an annual evaluation performed by an accredited external independent valuer applying a valuation model recommended by the International Valuation Standards Committee.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in statement of profit and loss in the period of derecognition.

For vehicles given to employee as a perquisite and forming the part of their employment, amortisation is done basis the employment agreement which may vary between 3 to 5 years.

Electrical installation is a part of office equipment.

ii) Intangible Assets

Intangible assets are stated at acquisition cost except for fair valued assets on business combination carried out in earlier year, net of accumulated amortisation and accumulated impairment losses, if any.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the disposal proceeds and the carrying amount of the asset and are recognised as income or expense in the consolidated Statement of Profit and Loss.

Intangible assets not ready for use on the date of consolidated Balance Sheet is disclosed as 'Intangible assets under development'.

Intangible Assets other than Goodwill are amortized on a straight line basis over their finite useful lives over the following period:

Computer Software	1-6 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Individual intangible assets costing less than Rupees five thousand are depreciated fully in the year of purchase or acquisition.

Goodwill on acquisition is included in intangible assets. Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired.

Goodwill is carried at cost less accumulated impairment losses.

Self generated software

The Group recognises internally generated intangible assets when it is certain that the future economic benefit attributable to the use of such intangible assets are probable to flow to the Group and the expenditure incurred for development of such

(Currency : Rs in lakhs)

intangible assets can be measured reliably. Research costs are treated as revenue expenses and charged off to the consolidated statement of profit and loss of respective year. The cost of an internally generated intangible asset comprises all directly attributable costs necessary to create, produce, and prepare the asset to be capable of operating in the manner intended by the Group. The intangible assets including those internally generated are amortised using the straight line method over a period of three to six years, basis IT expert confirmation. The useful lives of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

iii) Impairment of non financial assets

The Group assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. For the purposes of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, the Group estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the consolidated Statement of Profit and Loss. If at the Balance Sheet date there is an indication that previously assessed impairment loss no longer exists or may have decreased, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

iv) Financial instruments

Recognition and initial measurement

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

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

Financial assets that meet the following conditions are subsequently measured at fair value through Other Comprehensive Income (FVTOCI):

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the 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.

By default, all other financial assets are subsequently measured at fair value through profit and loss (FVTPL).

Debt and other instruments

Subsequent measurement of debt and other instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt and other instruments:

Evaluation of Business Model

Classification and measurement of financial instruments depends on the results of the solely payments of principal and interest on the principal amount outstanding ("SPPI") and the business model test. The Group determines the business model at a level that reflects how the Group's financial instruments are managed together to achieve a business objective.

The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those instruments.

Amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in consolidated statement of profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Effective interest rate method

Income is recognised on an effective interest rate basis for financial assets other than those financial assets classified as at FVTPL. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

When calculating the effective interest rate for financial instruments other than purchased or originated credit-impaired ('POCI') assets, the Group estimates future cash flows considering all contractual terms of the financial instrument, but not ECL. For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated using estimated future cash flows including ECL.

The calculation of the effective interest rate includes transaction costs and fees that are an integral part of the contract. Transaction costs include incremental costs that are directly attributable to the acquisition of financial asset.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

If expectations regarding the cash flows on the financial asset other than purchase or originated credit impaired are revised for reasons other than credit risk, the adjustment is recorded as a positive or negative adjustment to the carrying amount of the asset in the consolidated balance sheet with an increase or reduction in interest income. The adjustment is subsequently amortized through Interest income in the consolidated statement of profit and loss. In respect of purchased or originated credit impaired assets, such positive or negative adjustment to the carrying amount of the asset is reflected through change in lifetime ECL since initial recognition. Favourable changes in lifetime ECL are recognised as an impairment gain, even if the favourable changes are more than the amount, if any, previously recognised in profit or loss account as impairment losses.

The Group calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. In case of credit impaired assets, interest income is recorded on receipt basis.

For financial assets that were credit-impaired on initial recognition, interest income is calculated by applying the credit-adjusted effective interest rate to the amortised cost of the asset. The calculation of interest income does not revert to a gross basis, even if the credit risk of the asset improves.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in consolidated statement of profit or loss incorporates any dividend or interest earned on the financial asset. Dividend on financial assets at FVTPL is recognised when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Changes in the fair value of financial assets at FVTPL are recognised in the consolidated statement of profit and loss.

Wholesale loan book acquired through business combination is accounted as FVTPL instruments.

Fair value through Other Comprehensive Income (FVTOCI):

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVTOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the consolidated statement of profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to the consolidated statement of profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value measurement

Fair value measurements under Ind AS are categorised into fair value hierarchy based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access on measurement date.
- Level 2 inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 where unobservable inputs are used for the valuation of assets or liabilities.

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

Impairment of financial assets

The Group applies the expected credit loss ("ECL") model for recognising impairment loss on financial assets measured at amortised cost, loan commitments, trade receivables and other contractual rights to receive cash or other financial asset.

Wholesale lending:

The expected credit loss is a product of exposure at default, probability of default and loss given default. The Group has devised an internal model to evaluate the probability of default and loss given default based on the parameters set out in Ind AS 109. In line with the same, the financial instruments are classified into Stage 1 – Standard Assets with zero to thirty days past due (DPD), Stage 2 – Significant Credit Deterioration or overdue between 31 to 90 days or standard OTR cases and Stage 3 – Default Assets with overdue for more than 90 days & restructured NPA. For Stage 1 & Stage 2, PD & LGD are arrived at using parameteric scorecard in the internal ECL model.

The ECL calculation is also adjusted using forward looking inputs from anticipated change in future macro-economic conditions to comply with Ind AS 109.

Retail lending:

The Group uses ECL allowance for financial assets measured at amortised cost, which are not individually significant, and comprise of a large number of homogeneous loans that have similar characteristics. The expected credit loss is a product of exposure at default, probability of default and loss given default. Due to lack of sufficient internal data, the Group uses external data from credit bureau agency for potential credit losses and blends same with internal PD data. Further, the estimates from the above sources have been adjusted with forward looking inputs from anticipated change in future macro-economic conditions to comply with IndAS 109.

The financial instruments are classified into Stage 1 – Standard Assets with zero to thirty days past due (DPD), Stage 2 – Significant Credit Deterioration or overdue for more than thirty days to 90 days or standard OTR cases and Stage 3 – Default Assets with overdue for more than 90 days.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there

(Currency : Rs in lakhs)

is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Impairment - POCI Financial Assets

POCI financial assets are assets that are credit-impaired on initial recognition. For POCI assets, lifetime ECL are incorporated into the calculation of the effective interest rate on initial recognition. Consequently, POCI assets do not carry an impairment allowance on initial recognition. The amount recognised as a loss allowance subsequent to initial recognition is equal to the changes in lifetime ECL since initial recognition of the asset. A favourable change for such assets create an impairment gain.

Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of financial assets in entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable, is recognised in the consolidated statement of profit and loss.

Financial assets are written off either partially or in their entirety only when the Group has no reasonable expectation of recovery.

Derecognition of financial assets under amortised cost category:

Loans and investments debt instruments are written off when the Group has no reasonable expectations of recovering the financial asset (either in its entirety or a portion of it). This is the case when the Group determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. A write-off constitutes a derecognition event. The Group may apply enforcement activities to financial assets written off/ may assign / sell loan exposure to ARC / Bank / a financial institution for a negotiated consideration. Net loss on derecognition of financial assets measured at amortised cost is calculated as the difference between the gross book value (including impairment) and the proceeds received. The accumulated ECL provision on the financial asset is reversed. Subsequent recoveries resulting from the Group's enforcement activities could result in income recognised under 'other operating income' in the statement of profit and loss. The Group has a Board approved policy on Write off and one time settlement of loans as per the applicable RBI regulations.

In accordance with Ind AS 109, in case of substantial renegotiation/modification of the contractual cash flows of a financial asset would lead to the derecognition of the existing financial asset. When the modification of a financial asset results in the derecognition of the existing financial asset and the subsequent recognition of the modified financial asset, the modified asset is considered a 'new' financial asset.

Repossession of collateral assets

The holding company provides secured loans to individuals and corporates. In the ordinary course of business, upon borrower default, the holding company may take possession of underlying collateral such as properties, vehicles, or other assets. Such repossessed assets are typically disposed of through auctions to recover outstanding dues or may be released back to customers upon settlement. Any surplus funds are returned to the customers/obligors. Repossessed assets are not recognized in the balance sheet unless legal title is transferred to the holding company and the asset satisfies the recognition criteria under Ind AS 105 as a non-current asset held for sale. The related loans continue to be classified and provided for in accordance with the Company's Expected Credit Loss (ECL) framework under Ind AS 109.

Reclassification of financial assets and liabilities

After initial recognition of financial assets and liabilities, no re-classification is made except for financial assets where there is a change in the business model for managing those assets. The Group's management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognized gains or losses (including impairment gains or losses) or interest.

Sale of Financial assets measured at Amortised Cost

Group reclassifies financial assets if the entity changes its business model for managing those financial assets. Such changes are expected to be very infrequent. Such changes are determined by the entity's senior management as a result of external or internal changes and must be significant to the entity's operations and demonstrable to external parties. Accordingly, a change in an entity's business model will occur only when an entity either begins or ceases to perform an activity that is significant to its operations;

The Group may occasionally sale portfolio classified under amortised pool for liquidity management, recovery management in case of stressed pool or for any specific regulatory compliance which will not lead to change in business model.

Further, if the sales are infrequent or insignificant in value, the sale of amortised cost pool will also not lead to Change in Business Model.

Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortised cost or FVTPL, the exchange differences are recognised in consolidated statement of profit or loss except for those which are designated as hedging instruments in a hedging relationship.

Classification as debt or equity

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Investments in Alternative Investment Funds (AIF) which falls under RBI Circular

Investment in AIF units are classified as investments at fair value through profit and loss. Pursuant to the requirements of RBI circular dated December 19, 2023 read with clarifications dated March 27, 2024, the Group has measured the AIF investments that are covered under the said RBI circular/clarification net of regulatory provision equivalent to the carrying amount of the investments. There is no subsequent remeasurement of the fair value of the AIF investments. Gains on subsequent reversal of provisions based on realisation/ recoveries are recognised in other operating income (Refer note 8(a)).

Excess realisation/ recoveries over the gross carrying value of AIF Investments is recognised as gain under 'Net gain on fair value changes' in statement of profit and loss.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued are recognised at the proceeds received.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest rate method or at FVTPL.

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Group as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in profit and loss.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange between the Group and the lender of debt and other instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

Derivatives and hedging activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. Resulting gain/loss due to subsequent remeasurement of derivatives is recognised in the statement of profit and loss immediately unless the derivative is designated and is effective as a hedging instrument, in which event the timing of the recognition in the consolidated statement of profit and loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability

Embedded derivatives

Derivatives embedded in a host contract that is an asset within the scope of Ind AS 109 are not separated. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Derivatives embedded in all other host contract are separated only if the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host and are measured at fair value through profit or loss. Embedded derivatives closely related to the host contracts are not separated.

Embedded foreign currency derivatives

Embedded foreign currency derivatives are not separated from the host contract if they are closely related. Such embedded derivatives are closely related to the host contract, if the host contract is not leveraged, does not contain any option feature and requires payments in one of the following currencies:

- the functional currency of any substantial party to that contract,
- the currency in which the price of the related good or service that is acquired or delivered is routinely denominated in commercial transactions around the world,
- a currency that is commonly used in contracts to purchase or sell non-financial items in the economic environment in which the transaction takes place (i.e. relatively liquid and stable currency)

Foreign currency embedded derivatives which do not meet the above criteria are separated and the derivative is accounted for at fair value through profit and loss.

Hedge accounting

The Group designates certain hedging instruments, which include derivatives in respect of foreign currency risk, as either fair value hedges, cash flow hedges, or hedges of net investments in foreign operations. Hedges of foreign exchange risk on firm commitments are accounted for as cash flow hedges. The Group applies hedge accounting for transactions that meet specified criteria.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Group's risk management objective and strategy for undertaking hedge, the hedging / economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the Group would assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in cash flows and are assessed on an on-going basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Hedges that meet the criteria for cash flow hedge accounting are accounted as follows:

A cash flow hedge is a hedge of the exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability (such as all or some future interest payments on variable rate debt) or a highly probable forecast transaction and could affect profit or loss.

For designated and qualifying cash flow hedges, the effective portion of the cumulative gain or loss on the hedging instrument is initially recognised directly in OCI within equity (cash flow hedge reserve). The ineffective portion of the gain or loss on the hedging instrument is recognised immediately as finance cost in the statement of profit and loss.

The amount recognised in the cash flow hedge reserve is reclassified from OCI to profit or loss as a reclassification adjustment in the same period as the hedged cash flows affect profit or loss, and in the same line item in the consolidated statement of profit or loss.

If the hedging derivative expires or is sold, terminated or exercised, or the hedge no longer meets the criteria for cash flow hedge accounting, or the hedge designation is revoked, then hedge accounting is discontinued prospectively. If the hedged cash flows are no longer expected to occur, then the Group immediately reclassifies the cumulative amount in the hedging reserve from OCI to the consolidated statement of profit or loss.

Investment in Subsidiaries and Associates

Investment in subsidiaries and associates are recognized and carried at cost. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the consolidated Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

v) Assets held for sale

Assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Such assets are generally measured at the lower of their carrying amount and fair value less costs to sell. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in profit or loss.

Once classified as held-for-sale, assets and liabilities are no longer amortised or depreciated.

vi) Employee Benefits

Employee benefits include provident fund, compensated absences and gratuity. In case of Provident fund, contributions are made to the Regional Provident Fund Office.

Defined Contribution Plans

The Group's contribution to the Regional Provident Fund office are considered as defined contribution plans, as the Group does not carry any further obligations apart from the contributions made on a monthly basis and are charged as an expense based on the amount of contribution required to be made.

Defined Benefit Plans

The Group contributes to Defined Benefit Plans comprising of Gratuity and Compensated absences.

Gratuity: The Group provides for gratuity, a defined benefit plan (the "Gratuity Plan") in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the consolidated statement of changes in equity and in the consolidated balance sheet.

The Group has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each reporting period using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the reporting period. Expense on non-accumulating compensated absences is recognized in the period in which the absences occur.

Employee Share-based payments

The Ultimate Holding company has issued stock options to certain employees of the Group. These transactions are recognised as equity-settled share based payment transactions. The stock compensation expense is determined based on fair value of options and the holding company's estimate of options that will eventually vest and is recognised over the vesting period in the consolidated statement of profit and loss and is payable to the Holding Company.

vii) Provisions, Contingent Liabilities and Commitments

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

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

Commitments are future liabilities for contractual expenditure. The commitments are classified and disclosed as follows:

i. The estimated amount of contracts remaining to be executed on capital account and not provided for; and

ii. Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of the Management.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

viii) Revenue recognition

Interest income

Interest income from a financial asset (including Lease rental discounting assets) is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Delayed payment interest (penal interest and the like) levied on customers for delay in repayments/ non payment of contractual cashflows is recognised on realisation.

Fees and commission income

Other income includes fees and charges that are not considered integral to the EIR. These are recognised in accordance with Ind AS 115 – Revenue from Contracts with Customers, when the performance obligation is satisfied and it is probable that economic benefits will flow to the Group. This includes login fees, Foreclosure/prepayment charges, arranger fees, etc.

Dividend Income

Dividend income from investments is recognised when the Group's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Group and the amount of dividend income can be measured reliably).

The gain / loss on account of redemption of units of mutual funds is recognised in the period in which redemption occurs.

Net gain/(loss) on fair value changes

The Group designates certain financial instruments for subsequent measurement at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI) as per the criteria in Ind AS 109. The Company recognises gains/(losses) on fair value change of financial instruments and realised gains/(losses) on derecognition of financial instruments measured at FVTPL and FVOCI on net basis.

Sale of Services

In contracts involving the rendering of services/development contracts, revenue is recognised at the point in time in which services are rendered. In case of fixed price contracts, the customer pays a fixed amount based on the payment schedule. If the services rendered by the Group exceed the payment, a Contract asset (Unbilled Revenue) is recognised. If the payments exceeds the services rendered, a contract liability (Deferred Revenue) is recognised. If the contracts involve time-based billing, revenue is recognised in the amount to which the Group has a right to invoice.

Penal charges is levied on customers for delay in repayments/ non payment of contractual cashflows is recognised on realisation.

Other operating income

Other operating Income mainly includes reversal of AIF regulatory provisions based on its recovery patterns and recoveries made against loans/investments which were written off earlier.

ix) Foreign Currency Transactions

In preparing the financial statement, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in consolidated statement of profit or loss in the period in which they arise.

x) Exceptional Items

When items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such items is disclosed separately as exceptional items.

xi) Leases

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using incremental borrowing rate. Interest expense on the lease liability is a component of other borrowing cost. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and consolidated statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in consolidated statement of profit and loss.

The Group has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

Security Deposits on leases

At initial recognition the carrying value of the refundable deposits is taken at present value of all expected future principal repayments discounted using market rates prevailing at the time of inception. For Interest expenses, the difference between present market value and deposit made is recognised as prepayment and amortised in the Statement of Profit and loss over the benefit period on systematic basis. Interest income is recognised at the market rate prevailing at the time of inception.

xii) Taxes on Income

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

While determining the tax provisions, the Group assesses whether each uncertain tax position is to be considered separately or together with one or more uncertain tax positions depending upon the nature and circumstances of each uncertain tax position.

xiii) Cash and Cash Equivalents

In the cash flow statement, Cash and cash equivalent comprises cash in hand, demand deposits and time deposits with original maturity of less than three months held with bank and debit balance in cash credit account. Credit balance in cash credit account are shown within borrowings in financial liabilities in the consolidated balance sheet.

xiv) Finance Costs

Borrowing costs directly attributable to acquisition or construction of qualifying assets (i.e. those fixed assets which necessarily take a substantial period of time to get ready for their intended use) are capitalised.

Borrowing costs include interest expense calculated using the EIR method. EIR includes interest, amortization of ancillary cost, incurred in connection with the borrowing of funds. Other borrowing costs are recognised as an expense in the period in which they are incurred.

xv) Earnings per share

Basic earnings per share

The basic earnings per share is computed by dividing the net profit attributable to the equity shareholders by weighted average number of equity shares outstanding during the reporting year.

Diluted earnings per share

Number of equity shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share and also weighted average number of equity shares which would have been issued on the conversion of all dilutive potential shares. In computing diluted earnings per share only potential equity shares that are dilutive are included.

xvi) Segment accounting

In accordance with Ind AS 108, Segment Reporting, the Chief Executive Officer and Managing Director is the Group's chief operating decision maker ("CODM"). The Group has identified only one reportable business segment & geographical segment as it deals mainly in lending business within India.

xvii) Securitization and direct assignment (including co-lending)

The Group transfers loans through securitisation and direct assignment (including co-lending) transactions. The transferred loans are de-recognised and gains/losses are accounted for, only if the Group transfers substantially all risks and rewards specified in the underlying assigned loan contract.

In accordance with Ind AS 109, in case of assignment transactions with complete transfer of risks and rewards without any retention of residual interest, gain arising on such assignment transactions is recorded upfront in the consolidated Statement of Profit and Loss and the corresponding asset is derecognized from the consolidated Balance Sheet immediately upon execution of such transaction. Further, the transfer of financial assets qualifies for derecognition in its entirety, the whole of the interest spread at its present value (discounted over the life of the asset) is recognized on the date of derecognition itself as interest only strip receivable (interest strip on assignment) and correspondingly recognized as profit on derecognition of financial asset.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

xviii) Fair Valuation of financial assets and liabilities

Certain financial assets of the Group are measured at fair value for financial reporting purposes.In estimating the fair value of an asset and liability, the Group uses market observable data to the extent it is available. When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques. In such cases, the Group usually engages third party qualified external valuer to establish the appropriate valuation techniques and inputs to the valuation model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in Note 45.

xix) Business Combinations and Goodwill

The acquisition method of accounting is used to account for all business combinations except under common control, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a business comprises the:

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the Group; and
- fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Acquisition-related costs are expensed as incurred.

The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity

over the fair value of the net identifiable assets acquired is recorded as goodwill. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Any impairment loss for goodwill is recognised in the consolidated statement of profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised as capital reserve in other equity.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

xx) Other Expenses

Expenses are recognised on accrual basis net of the goods and services tax, except where credit for the input tax is not statutorily permitted.

xxi) Recent pronouncements on Indian Accounting Standards

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendment to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Group has reviewed the new pronouncements based on its evaluation has determined that it does not have any significant impact in its financial statements.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

3 Cash and cash equivalents

	As at March 31, 2025	As at March 31, 2024
Cash on hand*	-	-
Balances with banks in current accounts	240,831	195,706
Fixed deposits (with original maturity less than 3 months)	140,092	-
Total	**380,923**	195,706

*Amount below 0.50 lakhs has been rounded off.

4 Bank balances other than (a) above

	As at March 31, 2025	As at March 31, 2024
Fixed deposits (with original maturity more than 3 months)	258	1,668
Earmarked balances with banks*	107,563	97,524
Unclaimed dividend Accounts	20	60
Total	**107,841**	99,252

*(i) Deposits with banks to the extent of Rs. 107,563 lakhs (March 31, 2024 - Rs. 97,524 lakhs) offered as security against the borrowings, investments and guarantees.

(ii) Net of fair valuation loss of Rs. 22,978 lakhs (March 31, 2024 - Rs. 22,978 lakhs) on account of value recognised in books for cash collateral for securitised pool created at the time of amalgamation with erstwhile Dewan Housing Finance Corporation Limited ("eDHFL")

5 Trade Receivables

	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good, others	60	234
Receivables from related parties	90	-
Credit impaired	-	270
Less: Allowance for impairment loss (expected credit loss allowance)	-	(270)
Total	**150**	**234**

Ageing Schedule

Trade Receivables as at March 31, 2025	**Outstanding for following periods from due date of payment**					
	Less than 6 months	**6 months -1 year**	**1 year - 2 years**	**2 years - 3 years**	**3 years and above**	**Total**
Undisputed Trade Receivables - considered good	150	-	-	-	-	150
Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
Total	150	-	-	-	-	150

Trade Receivables as at March 31, 2024	**Outstanding for following periods from due date of payment**					
	Less than 6 months	**6 months -1 year**	**1 year - 2 years**	**2 years - 3 years**	**3 years and above**	**Total**
Undisputed Trade Receivables - considered good	90	92	52	-	-	234
Disputed Trade Receivables - credit impaired	-	-	7	72	191	270
Total	90	92	59	72	191	504

6 Other Receivables

	As at March 31, 2025	As at March 31, 2024
Receivables considered good - Unsecured	4,467	5,358
Receivables - credit impaired	79	-
Less: Provision for Other receivables	(79)	-
Total	**4,467**	**5,358**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

7 Loans

		March 31, 2025				March 31, 2024			
		At amortised cost	At FVTPL	At FVOCI	Total	At amortised cost	At FVTPL	At FVOCI	Total
Loans in India - Term Loans									
A	(a) Secured by tangible assets	4,581,568	140,162	-	4,721,730	3,973,499	111,016	-	4,084,515
	(b) Unsecured	1,651,402	-	-	1,651,402	1,379,968	-	-	1,379,968
	Gross	6,232,970	140,162	-	6,373,132	5,353,467	111,016	-	5,464,483
	Less: Allowance for impairment loss (expected credit loss allowance)	(498,457)	-	-	(498,457)	(636,892)	-	-	(636,892)
	Total	**5,734,513**	**140,162**	**-**	**5,874,675**	4,716,575	111,016	-	4,827,591
B	Considered good								
	- to Others	5,604,991	140,162	-	5,745,153	4,403,344	111,016	-	4,514,360
	Less: Allowance for impairment loss (expected credit loss allowance)	(91,079)	-	-	(91,079)	(109,843)	-	-	(109,843)
	Significant increase in Credit Risk	141,163	-	-	141,163	355,342	-	-	355,342
	Less: Allowance for impairment loss (expected credit loss allowance)	(22,384)	-	-	(22,384)	(82,276)	-	-	(82,276)
	Credit impaired	414,802	-	-	414,802	415,178	-	-	415,178
	Less: Allowance for impairment loss (expected credit loss allowance)	(348,426)	-	-	(348,426)	(367,196)	-	-	(367,196)
	Purchased or Originated Credit Impaired Assets (POCI)	72,014	-	-	72,014	179,603	-	-	179,603
	Less: Allowance for impairment loss (expected credit loss allowance)	(36,568)	-	-	(36,568)	(77,577)	-	-	(77,577)
		5,734,513	**140,162**	**-**	**5,874,675**	4,716,575	111,016	-	4,827,591
	Loan to Public Sectors				-				-
	Loan to Others				5,874,675				4,827,591
	Total				**5,874,675**				**4,827,591**

Notes:

(a) During the year, there was no change in the business model under which the Holding Company holds financial assets and therefore no reclassifications were made due to change in business model.

(b) During the year, the Holding Company has sold certain loans classified under amortised cost as part of Direct assignment and certain stressed portfolio classified under amortised cost for liquidity and recovery management strategy of the Holding Company. Such sale of loans will not lead to change in business model as per the Holding Company's board approved policy and management's evaluation of business model.

(c) As per merger scheme of eDHFL (refer note 42B), retail loans are grossed up by Rs. 564,948 lakhs as on March 31, 2025 (March 31, 2024 - Rs. 704,319 lakhs). ECL provisions are grossed up by Rs. 347,991 lakhs as on March 31, 2025 (March 31, 2024 - Rs. 392,131 lakhs) and balance gross up is being reflected under Fair Value Adjustment on Merger under Note 21 for Rs. 216,957 lakhs as on March 31, 2025 (March 31, 2024 Rs. 312,188 lakhs).

(d) **Collateral held:** The Company holds collateral and other credit enhancements against certain of its credit exposures. The loans are collateralised against equitable mortgage of property, pledge of shares, hypothecation of assets, corporate guarantees, hypothecation over receivables from funded project or other projects of the borrower or escrow account undertaking to create security.

(e) Refer note 49 for details of securitisation transactions.

(f) FVTPL loan includes Rs. 50,349 lakhs (March 31, 2024 - Nil) pertaining to restructured accounts which are considered as NPA for regulatory purpose.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

8 Investments

	March 31, 2025					March 31, 2024				
	At amortised cost	At FVTPL	At FVOCI	At Cost	Total	At amortised cost	At FVTPL	At FVOCI	At Cost	Total
Investments within India										
Equity Investment in Joint Venture and Associate:										
DHFL Venture Trustee Company Private Limited	-	-	-	4	4	-	-	-	4	4
Pramerica Life Insurance Limited	-	-	-	97,204	97,204	-	-	-	90,858	90,858
Equity Instruments (Others than subsidiaries)	-	-	103	-	103	-	-	72	-	72
Preference Shares (Others than subsidiaries)	-	69	27,029	-	27,098	-	-	18,994	-	18,994
Project Receivables	-	66,100	-	-	66,100	-	101,856	-	-	101,856
Alternative Investment Funds (net of regulatory provisions) [(a)]	-	-	-	-	-	-	-	-	-	-
CROMS	65,047	-	-	-	65,047	-	-	-	-	-
Security Receipts	-	303,748	-	-	303,748	-	415,644	-	-	415,644
Optionally Convertible Debentures	-	12,000	-	-	12,000	-	23,800	-	-	23,800
T-Bill	-	-	2,408	-	2,408	-	-	-	-	-
Redeemable Bonds	-	-	-	-	-	-	-	5	-	5
Government Securities/Redeemable Bonds[(b)]	17,630	-	133,075	-	150,705	109,805	-	-	-	109,805
Redeemable Non Convertible Debentures	37,595	-	-	-	37,595	36,246	15,600	-	-	51,846
Investment in Mutual Funds [(c)]	-	8,694	-	-	8,694	-	5,800	-	-	5,800
Pass Through certificates	11,828	-	-	-	11,828	15,152	-	-	-	15,152
Gross	132,100	390,611	162,615	97,208	782,534	161,203	562,700	19,071	90,862	833,836
Less: Allowance for impairment loss (expected credit loss allowance)	(1,050)	-	-	-	(1,050)	(3,108)	-	-	-	(3,108)
Total	**131,050**	**390,611**	**162,615**	**97,208**	**781,484**	158,095	562,700	19,071	90,862	830,728

(a) During the financial year 2023-24, the holding company had made regulatory provision of Rs. 165,768 lakhs (net off reversal of Rs. 20,524 Lakhs) in respect of its investments in Alternative Investment Funds (AIFs) pursuant to the RBI Circular dated December 19, 2023 and the same has been disclosed under 'exceptional items.'

During the year, the holding company received Rs. 73,855 lakhs from Alternative Investment Funds (AIFs), which has been disclosed under "Other Operating Income" as a reversal of regulatory provisions. As a result, the outstanding regulatory provisions stood at Rs. 91,913 lakhs as of March 31, 2025. This is based on the opinion from the Expert Advisory Committee (EAC) of the Institute of Chartered Accountants of India (ICAI), wherein EAC has opined that such recoveries from AIFs should not be presented as exceptional items, in the Statement of Profit and Loss.

(b) (i) During the year, the holding company has changed its Business model for Government Securities from "Held for collection till maturity" to "held for collection of contractual cash flows and for selling the financial assets" with effect from April 1, 2024 considering change in intention to hold such assets till maturity and liquidate basis market condition. Consequently, the holding company has re-classified the same from amortised cost to FVTOCI.

(ii) Government securities of Rs. 800 Lakhs (March 31, 2024 - Rs. 500 Lakhs) is pledge for availing lending/investment under triparty repo dealing and settlement (TREPs) facilities.

(c) As on March 31, 2025, investment in mutual funds amounting to Rs. 6,552 lakhs (March 31, 2024 - Rs. 3,426 Lakhs) are lien marked against PTC deals.

9 Other financial assets

	As at March 31, 2025	As at March 31, 2024
Interest receivable*	-	18
Security deposits	8,695	10,448
Interest strip asset on assignment	60,186	29,583
Other receivable**	48,739	60,549
Fixed deposit with original maturity of more than 12 months	60	-
Less: Provision for Other Financial Assets	(6,828)	(6,217)
Total	**110,852**	94,381

* Lien against Bank and Government Agencies

** Majorly includes receivable on account of securitisation transactions

Notes to the Consolidated Financial Statements
for the year ended March 31, 2025

(Currency : Rs in lakhs)

10 Current tax assets (Net)

	As at March 31, 2025	As at March 31, 2024
Advance tax & tax deducted at source (net of Provision of Rs. 37,271 Lakhs (March 31, 2024 Rs. 56,707 Lakhs)	31,126	54,048
Total	**31,126**	54,048

11 Deferred tax liabilities/assets (net)

	As at March 31, 2025	As at March 31, 2024
Deferred tax assets	292,900	284,818
Deferred tax liabilities	(37,480)	(30,989)
Total	**255,420**	253,829

	Opening balance as at April 1, 2024	Recognised in profit or loss	Recognised in Other Comprehensive Income	Closing balance as at March 31, 2025
Movement in deferred tax balances:				
Property Plant & Equipment	3,609	(290)	-	3,319
Provision / unrealised losses on financial assets	168,996	(74,632)	-	94,364
Provisions other than those pertaining to expected credit loss	-	-	-	-
Re-measurement of employee benefits	2,495	(1,466)	198	1,227
Adjustments pertaining to Income and expense recognition based on expected interest rate	(27,474)	(7,017)	-	(34,491)
Lease Liability / ROU	1,126	342	-	1,468
Transaction Cost	1,294	(647)	-	647
Business loss	107,297	83,144	-	190,441
Hedge Effectiveness	(55)	-	749	694
Instruments measured through OCI	(2,575)	-	(414)	(2,989)
Diminution of investment in DAIPL	(885)	885	-	-
Long Term Capital Loss	-	738	-	738
	253,829	1,057	533	255,420

	Opening balance as at April 1, 2023	Recognised in profit or loss	Recognised in Other Comprehensive Income	Closing balance as at March 31, 2024
Movement in deferred tax balances:				
Property Plant & Equipment	4,492	(883)	-	3,609
Provision / unrealised losses on financial assets	121,013	47,984	-	168,996
Provisions other than those pertaining to expected credit loss	477	(477)	-	-
Re-measurement of employee benefits	2,161	194	140	2,495
Adjustments pertaining to Income and expense recognition based on expected interest rate	(26,437)	(1,037)	-	(27,474)
Lease Liability / ROU	534	592	-	1,126
Transaction Cost	1,208	86	-	1,294
Business loss	42,536	64,762	-	107,297
Hedge Effectiveness	(129)	-	74	(55)
Instruments measured through OCI	(1,831)	-	(744)	(2,575)
Diminution of investment in DAIPL	(885)	-	-	(885)
	143,140	111,221	(530)	253,829

As at March 31, 2025, the holding company has accumulated unabsorbed tax losses amounting upto Rs. 24,74,296 lakhs (March 31, 2024 - Rs. 24,67,777 lakhs) (including assessed carried forward tax losses of Rs. 14,56,685 lakhs (March 31, 2024 - Rs. 10,61,971 lakhs.)), which give rise to potential deferred tax assets (DTA) amounting upto to Rs. 6,21,372 Lakhs (March 31, 2024 - Rs. 6,20,929 lakhs) on such carried forward losses within the time period allowed under the applicable tax laws. In accordance with the principles of prudence and based on a detailed assessment of projected future taxable income over the next five years, the holding company has recognised deferred tax assets on carried foward losses to the extent of Rs. 190,441 lakhs (March 31, 2024 - Rs. 107,297 lakhs) which is dependent upon achievement of business plan as considered in the underlying future business projections. Expiry date of above unabsorbed tax losses on which deferred tax assets is not recognised is between financial year 2029-30 to financial year FY 2032-33.

(Currency : Rs in lakhs)

12 Other non-financial assets

	As at March 31, 2025	As at March 31, 2024
Capital advance	129	1,605
Goods and service tax credit receivable	34,759	33,196
Prepaid expenses	4,538	2,170
Advance for expenses	4,027	3,298
Others	565	1,073
Advance processing fees paid	16,053	13,538
Less: Provision for doubtful advances	(13,399)	(13,399)
Total	**46,672**	41,481

13 Property, plant and equipment, Intangible Assets and Intangibles under development

Particulars	Gross Block				Depreciation / Amortisation				Net Block
	Opening As at April 1, 2024	Additions during the year	Deduction/ write offs/ impairment	As at March 31, 2025 (A)	Opening As at April 1, 2024	Charge for the year	Deduction/ write offs/ impairment	As at March 31, 2025 (B)	As at March 31, 2025 (A-B)
Tangible Assets									
Land & Building	**21,963**	-	17,742	**4,221**	**1,147**	285	1,090	**342**	**3,879**
Office Equipment	**9,009**	2,851	125	**11,735**	**2,244**	2,033	92	**4,185**	**7,550**
Computer	**5,696**	16	226	**5,486**	**3,509**	1,559	214	**4,854**	**632**
Computer Server	**613**	73	15	**671**	**315**	67	14	**368**	**303**
Furniture	**4,339**	988	46	**5,281**	**957**	618	32	**1,543**	**3,738**
Motor Car	**364**	25	141	**248**	**203**	33	102	**134**	**114**
Leasehold Improvements	**7,535**	2,106	732	**8,909**	**2,325**	1,563	682	**3,207**	**5,702**
Plant and machinery	**5**	-	-	**5**	**4**	-	-	**4**	**1**
Total (I)	**49,524**	**6,059**	**19,027**	**36,556**	**10,703**	**6,159**	**2,226**	**14,636**	**21,919**
Intangible Asset									
Goodwill on amalgamation/ Consolidation **(II)**	**200**	-	-	**200**	**-**	-	-	**-**	**200**
Other Intangible Asset									
Computer software	**8,218**	4,505	-	**12,723**	**3,907**	1,610	-	**5,517**	**7,206**
Self generated software	**16,328**	1,666	-	**17,994**	**1,781**	3,446	-	**5,227**	**12,767**
Total (III)	**24,546**	**6,172**	**-**	**30,717**	**5,688**	**5,056**	**-**	**10,744**	**19,973**
Right to Use Assets - Premises	**32,033**	19,829	10,577	**41,286**	**9,144**	6,116	4,162	**11,098**	**30,188**
Total (IV)	**32,033**	**19,829**	**10,577**	**41,286**	**9,144**	**6,116**	**4,162**	**11,098**	**30,188**
Intangibles under development (V)	**1,007**	5,258	6,172	**93**	**-**	-	-	**-**	**93**
Grand Total (I+II+III+IV+V)	**107,309**	**37,318**	**35,776**	**108,852**	**25,536**	**17,331**	**6,388**	**36,478**	**72,373**

Certain property, plants and equipments are placed as collateral against borrowings, the details related to which have been described in note 15 & 16.

Amount in Intangible assets under development as at March 31, 2025

CWIP	Less then 1 year	1 year - 2 years	2 years -3 years	3 years and above	Total
Projects in progress	93	-	-	-	93
Project temporarily suspended	-	-	-	-	-

There are no Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan. Title Deeds of all the immovable properties are in the name of the Holding Company except certain properties which were transferred on account of business combination and are in the name of erstwhile Dewan Housing Finance Corporation Limited

Notes to the Consolidated Financial Statements
for the year ended March 31, 2025

(Currency : Rs in lakhs)

Particulars	Gross Block				Depreciation / Amortisation				Net Block
	Opening As at April 1, 2023	Additions during the year	Deduction/ write offs/ impairment	As at March 31, 2024 (A)	Opening As at April 1, 2023	Charge for the year	Deduction/ write offs/ impairment	As at March 31, 2024 (B)	As at March 31, 2024 (A-B)
Tangible Assets									
Land & Building	25,127	-	3,164	21,963	825	458	136	1,147	20,816
Office Equipment	2,907	6,156	54	9,009	914	1,373	43	2,244	6,766
Computer	5,641	336	281	5,696	2,043	1,738	272	3,509	2,187
Computer Server	371	275	33	613	301	41	27	315	298
Furniture	1,162	3,185	8	4,339	228	732	3	957	3,382
Motor Car	309	55	-	364	159	44	-	203	161
Leasehold Improvements	3,205	4,838	508	7,535	1,943	890	507	2,325	5,210
Plant and machinery	5	-	-	5	3	1	-	4	1
Total (I)	38,727	14,845	4,048	49,524	6,416	5,277	988	10,704	38,820
Intangible Asset									
Goodwill on amalgamation/ Consolidation **(II)**	200	-	-	200	-	-	-	-	200
Other Intangible Asset									
Computer software	7,980	238	-	8,218	2,543	1,364	-	3,907	4,310
Self generated software	6,242	10,086	-	16,328	30	1,751	-	1,781	14,547
Total (III)	14,222	10,324	-	24,546	2,573	3,115	-	5,688	18,857
Right to Use Assets (IV)	27,186	14,326	9,479	32,033	7,198	5,158	3,212	9,144	22,889
Intangibles under development (V)	353	10,978	10,324	1,007	-	-	-	-	1,007
Grand Total (I+II+III+IV+V)	80,688	50,473	23,851	107,309	16,188	13,551	4,200	25,535	81,771

Amount in Intangible assets under development as at March 31, 2024

CWIP	Less then 1 year	1 year - 2 years	2 years -3 years	3 years and above	Total
Projects in progress	792	215	-	-	1,007
Project temporarily suspended	-	-	-	-	-

There are no Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

Title Deeds of all the immovable properties are in the name of the Holding Company except certain properties which were transferred on ccount of business combination and are in the name of erstwhile Dewan Housing Finance Corporation Limited

13 Investment property & Investment property under construction

(i)

Particulars	Gross Block				Depreciation / Amortisation				Net Block
	Opening As at April 1, 2024	Additions during the year	Deduction/ write offs	As at March 31, 2025 (A)	Opening As at April 1, 2024	Charge for the year	Deduction/ write offs	As at March 31, 2025 (B)	As at March 31, 2025 (A-B)
Tangible Assets									
Building	81,838	-	-	81,838	7,778	1,381	-	9,159	72,679
Land	17,927	-	-	17,927	-	-	-	-	17,927
Furniture and fixtures	759	-	-	759	386	76	-	462	297
Plant and machinery	3,418	4	-	3,422	1,454	239	-	1,693	1,729
Total (I)	103,942	4	-	103,946	9,618	1,695	-	11,314	92,632
Investment property under construction									
Investment property under construction	1,714	1,198	-	2,912	-	-	-	-	2,912
Total (II)	1,714	1,198	-	2,912	-	-	-	-	2,912
Grand Total (I+II)	105,656	1,202	-	106,858	9,618	1,695	-	11,314	95,544

(Currency : Rs in lakhs)

Amount in Investment property under constructions at March 31, 2025

Investment property under construction	Less then 1 year	1 year - 2 years	2 years -3 years	3 years and above	Total
Projects in progress	1,198	215	1,433	66	2,913
Project temporarily suspended	-	-	-	-	-

Amount in Investment property under construction to be completed in

Investment property under construction	Less then 1 year	1 year - 2 years	2 years -3 years	3 years and above	Total
Projects in progress	-	-	-	2,913	2,913
Project temporarily suspended	-	-	-	-	-

Note: The Group has created charge on certain assets in favour of Lenders (Refer Note 16)

Particulars	Gross Block				Depreciation / Amortisation				Net Block
	Opening As at April 1, 2023	Additions during the year	Deduction/ write offs	As at March 31, 2024 (A)	Opening As at April 1, 2023	Charge for the year	Deduction/ write offs	As at March 31, 2024 (B)	As at March 31, 2024 (A-B)
Tangible Assets									
Building	81,838	-	-	81,838	6,397	1,381	-	7,778	74,060
Land	17,927	-	-	17,927	-	-	-	-	17,927
Furniture and fixtures	741	18	-	759	311	75	-	386	373
Plant and machinery	3,416	2	-	3,418	1,218	236	-	1,454	1,964
Total (I)	103,922	20	-	103,942	7,926	1,692	-	9,618	94,324
Investment property under construction									
Investment property under construction	1,499	215	-	1,714	-	-	-	-	1,714
Total (II)	1,499	215	-	1,714	-	-	-	-	1,714
Grand Total (I+II)	105,421	235	-	105,656	7,926	1,692	-	9,618	96,038

Amount in Investment property under constructions at March 31, 2024

Investment property under construction	Less then 1 year	1 year - 2 years	2 years -3 years	3 years and above	Total
Projects in progress	214	1,433	2	65	1,714
Project temporarily suspended	-	-	-	-	-

Amount in Investment property under construction to be completed in

Investment property under construction	Less then 1 year	1 year - 2 years	2 years -3 years	3 years and above	Total
Projects in progress	-	-	-	1,714	1,714
Project temporarily suspended	-	-	-	-	-

Note: The Company has created charge on certain assets in favour of Lenders (Refer Note 16)

(ii) **Amount Recognised in statement of profit and loss for investment properties:**

	For the year ended March 31, 2025	For the year ended March 31, 2024
Rental income derived from investment properties	7,240	6,412
Direct operating expenses (including repairs and maintenance) generating rental income	2,166	1,978
Profit arising from investment properties before depreciation and indirect expenses	5,074	4,435
Less: Depreciation	(1,548)	(1,548)
Profit from leasing of investment properties	**3,526**	**2,887**

The Group's investment property and investment property under construction consists of commercial property situated at Kurla, Mumbai. As on March 31, 2025 the fair value of investment property is Rs. 101,800 lakhs approx (March 31, 2024: Rs. 99,860 lakhs). The valuation is performed by an accredited registered independent valuer in accordance with the framework specified under Ind AS .

(Currency : Rs in lakhs)

Description of hierarchy, valuation technique used and key inputs to valuation are as below:

	Valuation Technique	Significant unobservable inputs	March 31, 2025
Commercial property for lease	Discounted Cash Flow and Residual Method (M22); Capitalisation rate method (M21)	Rent growth p.a.	4.75% p.a.
		Capitalisation rate	8% p.a.
		Occupancy rate	97.50%
Wing -D Investment property under construction	Residual Method	Gross Turnover from the Project - Outgoings of the project	

	Valuation Technique	Significant unobservable inputs	March 31, 2024
Commercial property for lease	Discounted Cash Flow and Residual Method (M22); Capitalisation rate method (M21)	Rent growth p.a.	4.77% p.a.
		Capitalisation rate	8% p.a.
		Occupancy rate	97.50%
Wing -D Investment property under construction	Residual Method	Gross Turnover from the Project - Outgoings of the project	

Under the valuation technique as mentioned above, fair value is estimated using assumptions regarding the benefits and liabilities of ownership over the asset's life including an exit or terminal value. This method involves the projection of a series of cash flows on a real property interest.

The duration of the cash flows and the specific timing of inflows and outflows are determined by events such as rent reviews, lease renewal and related re-letting, redevelopment, or refurbishment. The appropriate duration is typically driven by market behaviour that is a characteristic of the class of real property. Periodic cash flow is typically estimated as gross income less vacancy, non-recoverable expenses, collection losses, lease incentives, maintenance cost, agent and commission costs and other operating and management expenses. The series of periodic net operating income, along with an estimate of the terminal value anticipated at the end of the projection period, is then discounted.

Significant increases/ (decreases) in estimated rental value and rent growth per annum in isolation would result in a significantly higher/ (lower) fair value of the properties. Significant increases/ (decreases) in occupancy rate and discount rate/capitalisation rate in isolation would result in a significantly lower / (higher) fair value.

Lease income

The Group's investment property consist of one commercial property in Kurla, Mumbai. The management has determined that the investment property consist of - Piramal Agastya Corporate Park (Phase I) based on the nature, characteristics and risks of property.

Particulars	March 31, 2025	March 31, 2024
Not later than one year	5,761	2,847
Later than one year and not later than five years	26,059	12,800
Later than five years	-	-
Lease income recognised during the year in statement of profit and loss	7,240	6,412

14 Trade payables

		As at March 31, 2025	As at March 31, 2024
(i)	Total outstanding dues of micro enterprises and small enterprises (Refer note 39)	4,432	2,980
	Total	**4,432**	2,980
(ii)(a)	Total outstanding dues of creditors other than micro enterprises and small enterprises	32,665	30,365
(ii)(b)	Trade payables to related parties (Refer note 43)	559	2,256
	Total	**33,224**	32,621

Note :

Trade payables ageing as at March 31, 2025

Particulars	Unbilled Amount	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
MSME	3,779	625	23	5	-	4,432
Others	30,667	2,219	129	187	22	33,224
Disputed dues -MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	**34,446**	**2,844**	**152**	**192**	**22**	**37,656**

(Currency : Rs in lakhs)

Trade payables ageing as at March 31, 2024

Particulars	Unbilled Amount	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
MSME	2,598	339	43	-	-	2,980
Others	25,953	6,029	415	2	222	32,621
Disputed dues -MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total	**28,551**	**6,368**	**458**	**2**	**222**	**35,601**

15 Debt Securities

	As at March 31, 2025	As at March 31, 2024
Debt securities in India, unless otherwise specified		
Measured at amortised cost		
Redeemable Non Convertible Debentures (secured)	2,332,822	2,579,213
Foreign Currency Bonds (secured) (from outside India)	387,654	-
Commercial Paper (unsecured)	585,060	292,253
Total	**3,305,536**	2,871,466

A. Redeemable Non Convertible Debentures (secured)

Particulars	Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
18,48,28,062 (At the time of Issue - 19,53,25,290) (payable semi annually) 6.75% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value 825 (Previous Year Rs 875)	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable at 2.5% semi-annually for first 5 years and at 7.5% semi-annually for the next 5 years from the date of allotment	1,524,832	1,617,246	September 26, 2031	March 28, 2022
Nil (Previous Year 1800) (payable semi annually) 10% Secured, Rated, Unlisted, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 5,00,000 (Previous Year - 10,00,000)	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	50% of NCDs are repayable after 53 months from the date of allotment & balance after 65 months from the date of allotment.	-	9,000	November 8, 2024	November 8, 2023
Nil (Previous Year 250) (payable annually) 8.75% Secured, Rated, Listed , Redeemable Non Convertible Debentures (NCD's) each having a face value of Rs. 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable after 2556 days from the date of allotment	-	2,500	May 3, 2024	NA
Nil (Previous Year 50,000) (payable quarterly) 8.95% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 379 days from the date of allotment	-	50,000	May 17, 2024	NA
Nil (Previous Year 13,770) (payable annually) 8.25% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 1096 days from the date of allotment	-	138	July 23, 2024	NA
Nil (Previous Year 15,42,637) (payable annually) 8.50% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 1096 days from the date of allotment	-	15,426	July 23, 2024	NA

(Currency : Rs in lakhs)

Particulars	Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
Nil (Previous Year 60,000) (payable annually & maturity) 8.80% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 536 days from the date of allotment	-	60,000	December 30, 2024	NA
Nil (Previous Year 80,000) (payable quarterly & maturity) 8.91% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 457 days (60000 lakhs) & 388 days (20000 lakhs) from the date of allotment.	-	80,000	February 21, 2025	NA
Nil (Previous Year 50,000) (payable quarterly & maturity) 9.22% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 379 days from the date of allotment	-	50,000	February 26, 2025	NA
10,000 (payable quarterly & at maturity) 9.08% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 394 days from the date of allotment	10,000	10,000	April 4, 2025	NA
20,000 (payable annually) 9.25% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable in 4 equal instalments starting from 12 June 2025	200,000	200,000	March 12, 2026	June 12, 2025
20,500 (payable annually) 9.25% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable in 4 equal instalments starting from 19 June 2025	205,000	205,000	March 19, 2026	June 19, 2025
5,000 (payable monthly) 7.96% Secured, Rated , Listed, Redeemable Non Convertible Debentures (NCD's) each having a face value of Rs. 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCDs are redeemable at par in three instalments : 8th year-16,700 lakh; 9th year-16,700 lakhs; 10th year-16,600 lakhs	50,000	50,000	September 20, 2027	September 19, 2025
350 (payable annually) 9.25% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCDs are repayable after 2555 days from the date of allotment	3,500	3,500	October 3, 2025	NA
10,000 (payable annually) 8.75% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 1130 days from the date of allotment	10,000	10,000	May 25, 2026	NA
1,07,455 (payable annually) 8.50% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 1826 days from the date of allotment	1,075	1,075	July 23, 2026	NA
8,08,680 (payable annually) 8.75% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 1826 days from the date of allotment	8,087	8,087	July 23, 2026	NA

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for the year ended March 31, 2025

(Currency : Rs in lakhs)

Particulars	Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
5,000 (payable annually) 9.27% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCDs are redeemable at par in three instalments : 8th year-16,700 lakhs; 9th year-16,700 lakhs; 10th year-16,600 lakhs	50,000	50,000	December 19, 2028	December 18, 2026
15,000 (payable annually) 9.51% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable in 3 equal instalment of Rs 50000 lakhs each payable after 8th year, 9th year, 10th year from the date of allotment	150,000	150,000	March 9, 2029	March 11, 2027
500 (payable annually) 9.32% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable after 3650 days from the date of allotment	5,000	5,000	November 1, 2030	NA
250 (payable annually) 9.00% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable after 3650 days from the date of allotment	2,500	2,500	March 28, 2031	NA
200 (payable annually) 8.85% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 10,00,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage over Specifically Mortgaged Property	The NCD's are repayable after 3650 days from the date of allotment	2,000	2,000	June 27, 2031	NA
1,150 (payable annually) 8.75% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 3652 days from the date of allotment	12	12	July 23, 2031	NA
15,40,084 (payable annually) 9.00% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,000	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 3652 days from the date of allotment	15,401	15,401	July 23, 2031	NA
2500 (payable annually & at maturity) 9.30% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000/-	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 730 days from the date of allotment	25,000	-	January 7, 2027	NA
4250 (payable quarterly & at maturity) 9.30% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000/-	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 396 days from the date of allotment	42,500	-	February 23, 2026	NA
4250 (payable quarterly & at maturity) 9.30% Secured, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each of a face value Rs 1,00,000/-	First pari-passu charge by hypothecation over the movable assets and a first ranking pari passu mortgage Property	The NCD's are repayable after 729 days from the date of allotment	42,500	-	January 22, 2027	April 23, 2026

The contractual rate of interest for the above borrowings are in the range of 6.75% to 10% per annum

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

B Foreign Currency Bonds (secured) (from outside India):

Particulars	Terms of Repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge on the standard assets including receivables present and future	Repayable in 2 equal instalments after 39 months	384,660	-	January 29, 2028	October 29, 2027

The contractual rate of interest for the above borrowings are in the range of 7.8 % per annum

B Commercial Paper:

Particulars	Terms of Repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date
Commercial Paper	Repayable within 365 days from date of disbursement	606,500	297,500	Various

The effective costs for the above loans are in the range of 8.35% to 9.00 % per annum

16 Borrowings (Other than Debt Securities)

	As at March 31, 2025	As at March 31, 2024
Borrowings in India, unless otherwise specified		
Measured at amortised cost		
Term Loans (secured)		
-From banks	1,437,043	1,173,967
-From Others	83,351	69,913
-FCNR Loan (from outside India)	307,413	31,973
Securitised Borrowings (Secured)	516,988	348,940
Working capital demand loan/short term borrowings (secured)		
-From banks	-	14,039
Total	**2,344,795**	1,638,832

A. 1 Rupee Term Loan from Banks

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayment of principal in 16 equal quarterly instalment after moratorium period of three year from drawdown date	21,094	37,968	May 17, 2026	June 17, 2019
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 18 equal quarterly instalments after the moratorium period of 6 months from the drawdown date	-	6,598	December 24, 2024	June 29, 2020
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan to be repaid in 19 equal quarterly instalments starting from 1 quarter from date of first disbursement.	-	10,535	March 31, 2025	September 30, 2020
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan repayment in 16 equal quarterly instalments after a moratorium period of 1 year.	-	9,271	December 26, 2024	March 26, 2021

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for the year ended March 31, 2025

(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan repayment in 24 equal quarterly instalments after a moratorium period of 1 year.	16,641	24,977	January 30, 2027	March 29, 2021
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal quarterly instalments.	14,723	29,738	March 30, 2026	June 30, 2021
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan repayment in 24 quarterly instalments post moratorium period of 1 year.	9,250	72,250	April 4, 2027	July 4, 2021
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal quarterly instalments.	-	25,000	September 28, 2026	December 27, 2021
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan Repayment in 16 equal quarterly instalments post moratorium period of 1 year.	3,079	15,579	April 2, 2025	July 3, 2021
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term Loan Repayment in 16 equal quarterly instalments post moratorium period of 1 year.	936	2,186	December 11, 2025	March 11, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 60 months including moratorium period of 1 year and post that payable in 16 equal quarterly instalments.	6,561	15,311	December 28, 2025	March 28, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 28 equal quarterly instalments.	13,391	16,964	December 29, 2028	March 31, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal quarterly instalments after the moratorium period of 24 months from the drawdown date	8,313	12,490	March 31, 2027	June 17, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in eighteen quarterly instalments of Rs. 800 lakhs each and last instalment of Rs. 600 lakhs after a holiday period of 3 months from date of drawdown	5,399	8,599	December 24, 2026	June 27, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal quarterly instalments.	-	3,333	March 30, 2025	June 30, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal quarterly instalments.	7,997	11,990	March 30, 2027	June 30, 2022

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for the year ended March 31, 2025

(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal quarterly instalments from date of drawdown	3,333	16,667	May 12, 2025	August 13, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in ten quarterly instalments with moratorium period of 6 months from date of drawdown	-	7,496	November 30, 2024	August 31, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 19 quarterly instalments with moratorium period of 3 months from date of drawdown	3,152	4,732	March 30, 2027	September 30, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 19 quarterly instalments with moratorium period of 3 months from date of drawdown	12,632	18,947	March 30, 2027	September 30, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 16 quarterly instalments with moratorium period of 6 months from date of drawdown	3,744	6,245	September 30, 2026	December 31, 2022
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 20 equal quarterly instalments	2,749	3,750	October 31, 2027	January 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 20 quarterly instalments from the end of the quarter of the first disbursement	5,498	7,498	October 31, 2027	January 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in eight half yearly instalments after a moratorium period of 1 year from date of drawdown	5,617	9,370	August 31, 2026	February 28, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 20 equal quarterly instalments from the end of the quarter of the first disbursement	41,249	56,249	December 19, 2027	March 19, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	18 equal quarterly instalments after 6 months moratorium	10,400	15,021	June 30, 2027	March 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in quarterly instalments over a period 15 years with NIL moratorium	4,242	4,579	December 30, 2037	March 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	18 equal quarterly instalments after 6M moratorium	14,832	20,766	September 26, 2027	June 26, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 24 quarterly instalments with moratorium period of 1 year from date of drawdown	13,330	16,665	March 29, 2029	June 30, 2023

(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	9 equal quarterly install after 9 month moratorium	2,222	6,666	August 4, 2025	August 4, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal quarterly instalments after 1 year moratorium	7,666	17,250	May 30, 2026	August 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal quarterly instalments after 1 year moratorium	5,833	13,125	June 2, 2026	September 2, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	12 equal quarterly install after 1 year moratorium	6,958	13,917	July 31, 2026	October 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 14 quarterly instalments with moratorium period of 18 months from date of drawdown	28,571	42,857	March 7, 2027	December 7, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	16 equal quarterly instalments after 12 month moratorium	3,125	4,375	September 30, 2027	December 31, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 quarterly instalments with moratorium period of 1 year from date of drawdown	14,583	25,000	March 9, 2027	June 9, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	-	20,000	February 25, 2025	February 25, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal instalments from drawdown date	17,498	22,500	September 29, 2028	December 29, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal instalments from drawdown date	48,725	63,749	June 27, 2028	September 27, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	-	20,000	January 8, 2025	NA
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments from drawdown date	14,583	22,902	October 31, 2026	January 31, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 14 equal instalments from drawdown date	6,429	9,286	June 28, 2027	March 28, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal instalments from drawdown date	23,996	30,000	March 31, 2029	June 29, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	34,833	38,000	March 30, 2028	June 30, 2025

Notes to the Consolidated Financial Statements
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(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	8,708	9,500	March 30, 2028	June 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal quarterly instalments starting from 3 months from drawdown date.	5,000	8,333	September 28, 2026	December 28, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 16 quarterly instalments starting from 1 year from the drawdown date	174,375	186,000	November 30, 2028	February 28, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 18 equal quarterly instalments starting from 9 months from drawdown date	44,444	50,000	March 12, 2029	December 12, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	-	25,000	June 6, 2024	NA
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	25,000	-	May 30, 2025	May 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	50,000	-	June 9, 2025	June 9, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	25,000	-	May 30, 2025	May 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	10,472	-	June 19, 2028	September 19, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	23,997	-	December 28, 2025	December 28, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	25,000	-	December 29, 2025	December 29, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 16 equal quarterly instalments starting from 9 months from drawdown date	50,000	-	July 25, 2028	April 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 19 equal quarterly instalments starting from 6 months from drawdown date	18,947	-	September 23, 2029	March 28, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	2,400	-	March 25, 2026	March 24, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal quarterly instalments starting from 3 months from drawdown date	22,500	-	September 26, 2029	December 26, 2024

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(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	6,500	-	September 30, 2028	December 31, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	3,500	-	April 25, 2026	April 25, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal instalment starting from 3 months from drawdown date	28,500	-	November 21, 2029	February 21, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	7,500	-	June 3, 2026	June 3, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 18 equal instalment starting from 9 months from drawdown date	25,000	-	December 24, 2029	September 24, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 24 equal instalment starting from 15 months from drawdown date	200,000	-	December 31, 2031	March 30, 2026
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 20 quarterly instalments from the end of the quarter of the first disbursement	18,995	-	December 31, 2029	March 31, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	7,000	-	December 31, 2028	March 31, 2026
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 8 equal instalments starting from 3 months from drawdown date	26,250	-	December 31, 2026	March 31, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Bullet payment on maturity	25,000	-	April 23, 2026	April 23, 2026
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 5 equal instalment starting from 6 months from drawdown date	5,000	-	September 19, 2026	September 19, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 16 equal instalments starting from 15 months from drawdown date	30,000	-	March 31, 2030	June 30, 2026
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 12 equal instalments starting from 15 months from drawdown date	17,500	-	March 28, 2029	June 30, 2026
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 20 equal instalments starting from 15 months from drawdown date	50,000	-	March 31, 2030	June 30, 2025
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Repayable in 16 equal instalments starting from 15 months from drawdown date	5,000	-	March 28, 2030	June 30, 2026

Notes to the Consolidated Financial Statements
for the year ended March 31, 2025

(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
Secured by pari passu charge over unsold portion of Wing A Piramal Agastya Corporate Park (Phase I) along with the land corresponding to it, located at Kurla.	Repayable in 144 months from drawdown date	59,792	62,139	December 15, 1934	January 13, 2023

The contractual rate of interest for the above borrowings are in the range of 7.16% to 11.35 % per annum.

A.2 Rupee Term Loan from Others

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 120 Equated Monthly Instalments	64,968	70,230	March 1, 2033	May 1, 2023
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts, present and future	Term loan repayable in 36 Equated Monthly Instalments	18,547	-	December 5, 2027	January 5, 2025

The contractual rate of interest for the above borrowing are in the range of 9.50% to 9.75 % per annum

A.3 FCNR Loan

Nature of Securities	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
First pari-passu charge on the standard assets including receivables present and future	Repayable after 65 months from drawdown date	-	31,215	June 14, 2024	NA
First pari-passu charge on the standard assets including receivables present and future	Repayable after 36 months from drawdown date	226,522	-	March 27, 2028	NA
First pari-passu charge on the standard assets including receivables present and future	Repayable after 36 months from drawdown date	85,480	-	May 28, 2027	NA

The contractual rate of interest for the above borrowing are in the range of 6.27% to 7.76% per annum.

B.1 Securitised Borrowings

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
Specific loan cash flows & underlying that are part of the Assignment pool	Repayable in 356 months from drawdown date	2,630	3,357	July 20, 2049	November 20, 2019
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 291 months from drawdown date	15,206	19,613	June 13, 2047	April 13, 2023
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 295 months from drawdown date	27,404	34,984	December 14, 2047	June 14, 2023
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	29,703	36,160	June 18, 2048	July 18, 2023
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	36,151	44,382	September 14, 2048	October 13, 2023
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 294 months from drawdown date	53,854	68,443	June 17, 2048	January 17, 2024

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(Currency : Rs in lakhs)

Nature of Security	Terms of repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 295 months from drawdown date	26,651	32,784	August 17, 2048	February 16, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	20,251	26,721	February 15, 2049	March 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 369 months from drawdown date	12,564	16,114	November 15, 2054	March 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	20,817	-	March 12, 2049	April 12, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	12,417	-	March 15, 2049	April 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 291 months from drawdown date	17,978	-	July 16, 2048	May 16, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 293 months from drawdown date	7,345	-	September 15, 2048	May 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 293 months from drawdown date	27,610	-	October 15, 2048	June 14, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 52 months from drawdown date	9,650	-	September 15, 2028	June 14, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 284 months from drawdown date	6,536	-	February 15, 2048	June 18, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 282 months from drawdown date	3,047	-	December 15, 2047	July 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 293 months from drawdown date	15,764	-	November 13, 2048	July 12, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 300 months from drawdown date	7,782	-	June 15, 2049	July 15, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 293 months from drawdown date	44,783	-	December 16, 2048	August 16, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 56 months from drawdown date	12,634	-	January 15, 2029	June 14, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 54 months from drawdown date	9,929	-	January 15, 2029	August 14, 2024
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 52 months from drawdown date	5,940	-	April 15, 2029	January 15, 2025
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 293 months from drawdown date	53,277	-	May 18, 2049	January 17, 2025
Specific loan cash flows & underlying that are part of the PTC pool	Repayable in 54 months from drawdown date	25,567	-	October 15, 2029	May 15, 2025

The contractual rate of interest for the above borrowings are in the range of 8.25% to 10% per annum

Notes to the Consolidated Financial Statements
for the year ended March 31, 2025

(Currency : Rs in lakhs)

C.1 Working Capital Demand Loan from banks/short term borrowings:

Nature of Security	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024
First pari-passu charge by way of hypothecation on the standard moveable assets including receivables and book debts ,present and future	-	14,000

The rate of interest for the above borrowing is 8.90% per annum

17 Deposits

	As at March 31, 2025	As at March 31, 2024
Deposits in India		
Measured at amortised cost		
Intercorporate deposit from related party (unsecured) (Refer note 43)	17,955	45,000
Total	**17,955**	45,000

Intercorporate deposit from related party

Particulars	Terms of Repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
Intercorporate deposit	Repayable after Sixty months from drawdown date	-	30,000	June 25, 2025	NA
Intercorporate deposit	Repayable after Twelve months from drawdown date	-	15,000	February 27, 2025	NA
Intercorporate deposit	Bullet payment on maturity	17,500	-	December 12, 2027	NA

The effective costs for the above borrowings are in the range of 8.25% to 9.50% per annum

18 Subordinated Liabilities

	As at March 31, 2025	As at March 31, 2024
Subordinated Liabilities in India		
Measured at amortised cost		
Redeemable Non Convertible Debentures (unsecured)	12,751	12,723
Total	**12,751**	12,723

Redeemable Non Convertible Debentures

Particulars	Terms of Repayment	Principal Outstanding as at March 31, 2025	Principal Outstanding as at March 31, 2024	Maturity Due Date	First Instalment payment date
1,276 (payable annually) 9.55% Unsecured, Subordinated, Tier II, Rated, Listed, Redeemable Non Convertible Debentures (NCD's) each having face value	The NCD's are repayable after 10 years from the date of allotment	12,760	12,760	March 8, 2027	NA

The rate of interest for the above borrowing is 9.55% per annum

Notes:

(a) Property, Plant & Equipment, Investment and other assets are mortgaged / hypothecated to the extent of Rs. 62,29,941 Lakhs (As on March 31, 2024: Rs. 52,87,309 lakhs) as a security against secured borrowings as at March 31, 2025.

(b) The holding company has a covenant in its borrowing documents, which states that it shall comply with RBI Regulations in order to qualify as Non-Banking Finance Company – Housing Finance Company within March 31, 2024 or as extended by RBI. The holding company could not fulfil the PBC criteria as on March 31, 2024 and March 31, 2025 and the holding company has converted into NBFC-ICC with effect from April 4, 2025 and accordingly PBC requirement is no longer required w.e.f. April 4, 2025 (Refer note 53(a)).

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

19 Other financial liabilities

	As at March 31, 2025	As at March 31, 2024
Lease liability	34,669	26,534
Payable to employees	12,177	9,885
Unclaimed dividend	20	60
Security and other deposits received	2,562	2,162
Amounts payable on Securitised Loans	26,993	42,401
Others*	32,172	44,923
Total	**108,593**	125,965

** includes liability towards sold portfolio etc.*

20 Current tax liabilities

	As at March 31, 2025	As at March 31, 2024
Net provision for tax (net of advance tax of Rs. 130,354 Lakhs, March 31, 2024 Rs. 121,147 Lakhs)	14,784	7,911
Total	**14,784**	7,911

21 Provisions

	As at March 31, 2025	As at March 31, 2024
Provision for Employee Benefits		
Gratuity (Refer note 44 (i)(b))	1,448	430
Compensated absences (Refer note 44 (ii))	3,875	2,321
Others	11	9
Allowance for impairment on commitments (Refer note 47.4(b))	1,250	3,511
Total	**6,584**	6,271

22 Other non- financial liabilities

	As at March 31, 2025	As at March 31, 2024
Statutory dues payable	15,649	13,658
Fair Valuation Adjustment on Merger (Refer note 42B)	216,957	312,188
Advance received	17,818	26,732
	250,424	352,578

23 Equity Share Capital

	As at March 31, 2025	As at March 31, 2024
Authorized share capital:		
25,840,390,024 (March 31, 2024: 25,840,390,024) equity shares of Rs. 10 each	2,584,039	2,584,039
Total	**2,584,039**	2,584,039
2,500,000 (March 31, 2024: 2,500,000) Non-Convertible Redeemable Cumulative Preference Shares of Rs. 1,000 each	25,000	25,000
Total	**25,000**	25,000
Issued, subscribed and fully paid up capital:		
Opening balance	2,336,469	2,136,469
Add: Issue of shares during the year	160,000	200,000
Total	**2,496,469**	2,336,469

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

Equity shares	March 31, 2025		March 31, 2024	
	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	23,36,46,91,751	23,36,469	21,36,46,91,751	21,36,469
Add: Issue of shares during the year	1,60,00,00,000	1,60,000	2,00,00,00,000	2,00,000
Outstanding at the end of the year	24,96,46,91,751	24,96,469	23,36,46,91,751	23,36,469

Notes to the Consolidated Financial Statements
for the year ended March 31, 2025

(Currency : Rs in lakhs)

Details of shares held by Promoter

Particulars	March 31, 2025		March 31, 2024	
	No. of shares	% Holding	No. of shares	% Holding
Piramal Enterprises Limited	24,964,691,751	100%	23,364,691,751	100%

Details of shareholder holding more than 5% shares in the Company

Particulars	March 31, 2025		March 31, 2024	
	No. of shares	% Holding	No. of shares	% Holding
Piramal Enterprises Limited	24,964,691,751	100%	23,364,691,751	100%

Shares held by holding company:

Particulars	March 31, 2025		March 31, 2024	
	No. of shares	Amount	No. of shares	Amount
Piramal Enterprises Limited	24,964,691,751	2,496,469	23,364,691,751	2,336,469

Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the balance sheet date:

Particulars	Financial year	No. of shares
Equity shares of Rs. 10 each allotted as fully paid-up pursuant to business combination	2021-22	21,364,691,751

The Holding Company has only one class of equity shares having a face value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. The Holding Company declares and pays dividend in Indian Rupees.

There were no shares allotted as fully paid-up by way of bonus shares. There were no shares reserved for issue under options and contracts/ commitments for the sale of shares/disinvestment. There were no shares forfeited during the year.

In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to remaining assets of the Holding ompany. The distribution will be in proportion to the number of equity shares held by the shareholders.

24 Other equity

	As at March 31, 2025	As at March 31, 2024
Capital Reserve (refer note 24.1)	17,263	17,265
Securities Premium (refer note 24.2)	220,885	220,885
Cash flow hedge reserve (refer note 24.3)	(2,060)	165
Statutory reserve fund (refer note 24.4)	245,612	244,563
Amalgamation Adjustment Reserve (refer note 24.5)	(490,288)	(490,288)
Debt Instruments Measure through OCI (refer note 24.6)	1,107	1
Equity Instruments Measure through OCI (refer note 24.7)	15,677	7,653
Retained earnings (refer note 24.8)	(839,014)	(847,243)
Total	**(830,818)**	(846,999)

24.1 Capital reserve

	As at March 31, 2025	As at March 31, 2024
Opening balance	17,265	17,265
Add: Additions/deletions duing the year	-	-
Add/(Less): Adjustment on account of Business combination (Refer 41(b)(ii))	(2)	-
Closing Balance	**17,263**	17,265

Capital reserve has been created on account of business combination of earlier years.

24.2 Securities Premium

	As at March 31, 2025	As at March 31, 2024
Opening balance	220,885	220,885
Add/(Less): Additions/deletions duing the year	-	-
Closing Balance	**220,885**	220,885

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

24.3 Cash flow hedge reserve

	As at March 31, 2025	As at March 31, 2024
Opening Balance	165	381
Add/(Less): Addition during the year (refer note 48)	(2,225)	(216)
Closing Balance	**(2,060)**	165

The Group uses hedging instruments as part of its management of foreign currency risk and interest rate risk associated with variable interest rate borrowings, investment in floating rate bonds. For hedging foreign currency risk, the Group uses foreign currency forward contracts, which are designated as cash flow hedges. For hedging interest rate risk, the Group uses interest rate swaps which is also designated as cash flow hedges. To the extent these hedges are effective; the changes in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amount recognised in the cash flow hedging reserve is reclassified to statement of profit or loss when the hedged item affects statement of profit or loss (e.g. interest payments).

24.4 Statutory reserve fund

	As at March 31, 2025	As at March 31, 2024
Reserve fund U/s 29C of the NHB Act, 1987		
Opening Balance	244,563	244,563
Add/(Less): Addition during the year	1,049	-
Closing Balance	**245,612**	244,563

Reserve Fund is required to be maintained u/s 29C of the NHB Act, 1987 for Housing Finance Companies. During the year ended March 31, 2025, the holding Company has transferred an amount of Rs. 1,049 lakhs during the year being 20% of profit after tax. (March 31, 2024 Rs. NIL). Statutory Reserve can be utilised only for the purposes as may be specified by the NHB from time to time and every such utilisation is required to be reported to the NHB within twenty-one days from the date of such utilisation.

24.5 Amalgamation Adjustment Reserve

	As at March 31, 2025	As at March 31, 2024
Opening Balance	(490,288)	(490,288)
Add/(Less): Addition during the year	-	-
Closing Balance	**(490,288)**	(490,288)

Amalgamation adjustment reserve has been created on account of business combination during the year 2021-22.

24.6 Debt Instruments Measure through OCI

	As at March 31, 2025	As at March 31, 2024
Opening Balance	1	(1,276)
Add/(Less): Addition during the year	1,106	1,277
Closing Balance	**1,107**	1

The Group recognises changes in the fair value of debt instruments held with a dual business objective of collect and sell in other comprehensive income. These changes are accumulated in the FVTOCI debt investments reserve. The Group transfers amounts from this reserve to profit or loss when the debt instrument is sold. Any impairment loss on such instruments is reclassified immediately to the Statement of Profit and Loss.

24.7 Equity Instruments Measure through OCI

	As at March 31, 2025	As at March 31, 2024
Opening Balance	7,653	6,720
Add/(Less): Addition during the year	8,024	933
Closing Balance	**15,677**	7,653

The Group has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated in the FVTOCI equity investments reserve. The Group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

24.8 Retained earnings

	As at March 31, 2025	As at March 31, 2024
Opening Balance	(847,243)	(656,615)
Net profit/(loss) for the year	(665)	(197,528)
Other comprehensive income arising from remeasurement of defined benefit obligation net of income tax	9,943	6,900
Less: Transfer to statutory reserve fund	(1,049)	-
Closing Balance	**(839,014)**	(847,243)

Retained earnings are the profits that the Group has earned till date, less any transfers to statutory reserve and dividends paid to investors. The amount that can be distributed by the Group as dividends to its equity shareholders is determined based on the financial statements of the Group and also considering the requirements of the Companies Act, 2013. Thus, the amounts reported above are not distributable in entirely.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

25 (i) Interest income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue from operations		
Interest income on financial assets measured at amortised cost:		
- on investments	12,125	24,679
- on loans and advances	652,375	542,497
Interest income- on investments mandatorily measured at FVTPL	-	5,262
Interest income- on investments mandatorily measured at OCI	9,821	4,354
Interest income on Fixed deposits	10,189	7,071
Total	**684,510**	583,863

25 (ii) Dividend Income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Dividend income from equity shares*	-	-
Total	**-**	

*Amount below 0.50 lakhs has been considered as 0. (Current year - 0.04 lakhs, Previous year - Nil)

26 Fees and commission income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Processing / arranger fees and other charges	43,224	56,699
Total	**43,224**	56,699

27 Other operating income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Recovery from written off accounts	15,390	23,252
Reversal of regulatory provision on Alternative Investment Funds*	73,855	0
Total	**89,245**	23,252

*Refer note 8 (a)

28 Other income

	For the year ended March 31, 2025	For the year ended March 31, 2024
Other non-operating income	10,015	3,161
Net gain on sale of property, plant and equipments & Other intangible assets and Investment property	6,347	825
Interest on income tax refund	5,583	2,616
Total	**21,945**	6,602

29 Finance costs

	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest expense on financial liabilities measured at amortised cost:		
Interest on deposits	2,478	7,278
Interest on borrowings	181,691	127,742
Interest on debt securities	258,434	229,670
Interest on subordinated liabilities	1,253	1,254
Other interest expenses*	3,680	2,791
Total	**447,536**	368,735

* includes interest cost on lease liability & ineffective portion of derivative instrument taken for borrowings.

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for the year ended March 31, 2025

(Currency : Rs in lakhs)

30 Fees and commission expense

	For the year ended March 31, 2025	For the year ended March 31, 2024
Other borrowing cost	2,135	1,807
Total	**2,135**	1,807

31 Net loss on fair value changes

		For the year ended March 31, 2025	For the year ended March 31, 2024
(a)	Gain/(Loss) on investments measured at fair value		
	Realised	(378)	(16,138)
	Unrealised	47,114	99,972
(b)	Gain/(Loss) on loans and advances measured at fair value		
	Realised	(13,771)	(57,688)
	Unrealised	288	92
	Total	**33,253**	26,238

32 Net loss on derecognition of financial instruments-under amortised cost category

	For the year ended March 31, 2025	For the year ended March 31, 2024
Loss on derecognition of financial assets*	262,103	320,526
Gain on derecognition of financial assets**	(36,773)	(18,907)
Total	**225,330**	301,619

*This includes, amounts prudentially written off (technical write off) as per the Board approved policy of the holding company. During the year ending March 31, 2025, the holding company has prudentially written off certain loans from wholesale business amounting to Rs. 133,705 lakhs (March 31, 2024 - Rs. 52,536 Lakhs) and from retail business amounting to Rs 57,704 Lakhs (March 31, 2024 - Rs. 34,387 lakhs).
** Gain on derecognition of financial assets is primarily on account of transfer of loan book as part of direct assignment and co-lending.

33 Impairment allowances/(reversals) on financial instruments

	For the year ended March 31, 2025	For the year ended March 31, 2024
Measured at Amortised Cost		
Loans	(114,066)	(31,692)
Investments	(1,702)	(33,075)
Commitments	(2,261)	(1,982)
Others	690	117
Total	**(117,339)**	(66,632)

34 Employee benefits expense

	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries and wages	116,686	96,441
Contribution to provident and other funds (refer note 44(i)(a))	6,278	5,459
Provision for leave encashment (refer note 44(ii))	1,539	736
Staff welfare expenses	8,025	6,026
Provision for gratuity (refer note 44(i)(b))	716	465
Share based payment expenses (refer note 44(iv))	3,795	5,513
Total	**137,039**	114,640

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

35 Other expenses

	For the year ended March 31, 2025	For the year ended March 31, 2024
Corporate social responsibility expenses (refer note 54)	-	6,750
Rent (refer note 38)	2,393	1,521
Rates and taxes, excluding taxes on income	1,387	3,039
Travelling and conveyance	5,254	3,315
Legal and professional fees	52,548	57,389
Royalty	5,758	5,272
Electricity expense	2,484	2,027
Repairs and maintenance	4,996	3,656
Business promotion and advertisement expenses	8,416	9,047
Postage and communication	2,654	2,032
Printing and stationery	889	827
Membership & subscription charges	7,040	5,990
Other expenses	2,443	2,448
Payments to auditors		
- as auditor	339	519
- for other services	98	39
- for reimbursement of expenses	21	19
Total	**96,720**	103,890

**excludes fees amounting to Rs. 138 lakhs (previous year Rs. Nil) paid in relation to borrowings included under Other borrowing cost and/or finance cost as part of EIR.*

36 Income Taxes

a. Recognised in the statement of profit and loss

	For the year ended March 31, 2025	For the year ended March 31, 2024
Current Tax		
In respect of the current year	29	213
In respect of the previous years (Refer foot note (ii))	1	(53,027)
Deferred Tax		
In respect of the current year	(1,057)	(111,221)
Total	**(1,027)**	(164,035)

b. The income tax expense for the year can be reconciled to the accounting profit as follows:

	Effective tax rate reconciliation			
	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2025	Year ended March 31, 2024
Profit before tax from continuing operations	(1,692)	(361,563)		
Income tax expense	(426)	(91,005)	25.18%	25.17%
Tax effect:				
(a) Effect of expenses that are not deductible in determining taxable profit -Donation	-	1,700	0.00%	-0.47%
(b) Deduction u/s 80JJA	-	(258)	0.00%	0.07%
(c) Profit after share of net profit of associates and joint ventures before exceptional items and tax	-	1,808	0.00%	-0.50%
(d) Deferred tax assets on Business Losses net of Provisions	634	(22,559)	-37.45%	6.24%
(e) Differential Tax rate Impact	(525)	-	31.02%	0.00%
(f) Deferred tax assets on Capital Loss	(738)	-	43.62%	0.00%
(g) Others	28	(694)	-1.64%	0.19%
Income tax expense recognised in the statement of profit and loss	**(1,028)**	(111,008)	**60.73%**	30.70%
Tax reversal for earlier years	1	(53,027)		
Income tax expense recognised in the statement of profit and loss	**(1,027)**	(164,035)		
Effective Tax Rate	**60.73%**	30.70%		

Notes:

(i) The tax rate used for the reconciliations above is the corporate tax rate of 25.17% as per new tax regime.

(ii) During the previous year, the holding company has reversed excess provision for tax of Rs. 40,525 lakhs for assessment year 2022-23 post receipt of assessment order. Further, the Hodling Company has recognised tax refund for eDHFL for assessment year 2020-21 from income tax department of Rs. 12,407 lakhs as "Reversal of tax expenses – Earlier years."

(Currency : Rs in lakhs)

37 Earnings per share (EPS)

Basic and diluted EPS is computed in accordance with Ind AS 33 'Earnings Per Share' specified under section 133 of the Companies Act 2013.

The computation of earnings per share is set out below:

Description	For the year ended March 31, 2025	For the year ended March 31, 2024
Net profit/ (loss) attributable to equity shareholders	(665)	(197,529)
Weighted average number of equity shares outstanding during the year for calculation of EPS	23,623,869,833	21,397,478,636
Basic and Diluted EPS of face value of Rs. 10	(0)	(0.92)

The basic and diluted EPS is same as there are no potential dilutive equity shares.

38 Lease disclosure as lessee

The Group's significant operating lease arrangements are mainly in respect of office/branch premises. These lease arrangements are for a period exceeding three to nine years and are in most cases renewable by mutual consent, on mutually agreeable terms. Details for the operating lease as lessee are as under:

Right-of-use assets

Right-of-use assets related to lease properties

Particulars	As at March 31, 2025	As at March 31, 2024
Opening Balance	22,889	19,988
Depreciation charge for the year	(6,116)	(5,158)
Addition to right-of-use assets	19,829	14,326
Derecognition of right-of-use assets (net)	(6,414)	(6,267)
Closing Balance	**30,188**	22,889

Lease liability

Lease liability movement

Particulars	As at March 31, 2025	As at March 31, 2024
Opening Balance	26,534	21,655
Add: Addition during the year	19,702	10,996
Add: Interest on lease liability	4,115	3,370
Less: Deletion during the year	(5,137)	(1,547)
Less: Lease rental payments	(10,546)	(7,940)
Closing Balance	**34,669**	26,534

Amount recognised in statement of profit and loss - Lease under Ind AS - 116

Particulars	As at March 31, 2025	As at March 31, 2024
Interest on lease liabilities	4,115	3,373
Income from sub-leasing right-of-use assets presented in 'Other Revenue'	30	98
Expenses Related to short-term lease	3,021	2,063
(Gain)/loss on pre-mature lease closure	501	201
Expenses related to leases of low-value assets, excluding short-term lease of low-value assets	45	46
Amortisation on ROU during the year	6,116	5,158

Amount recognised in the statement of cash flow

Particulars	As at March 31, 2025	As at March 31, 2024
Total Cashflow for lease	8,420	5,487

Contractual maturities of lease liabilities on an undiscounted basis

Particulars	As at March 31, 2025	As at March 31, 2024
Less than 1 year	7,775	6,047
1-3 years	15,043	12,670
3-5 years	11,555	7,251
More than 5 years	11,235	8,674

Notes to the Consolidated Financial Statements
for the year ended March 31, 2025

(Currency : Rs in lakhs)

39 Disclosure under Micro, Small and Medium Enterprises Development Act, 2006

Under the Micro, Small and Medium Enterprises Development Act, 2006, ('MSMED') which came into force from October 2, 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with Group including confirmations sought from suppliers on registration with specified authority under MSMED, the amount of principal and interest outstanding during the year is given below.

Particulars	As at March 31, 2025	As at March 31, 2024
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	4,402	2,980
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	1
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	1,032	3,019
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	30	-
Further interest remaining due and payable for earlier years	-	-

40 (a) Contingent liabilities

Particulars	March 31, 2025	March 31, 2024
Claim against the Group not acknowledged as debt		
Dues towards Income Tax	50,389	8,210
Dues towards Goods and Services Tax	984	-
Claims against the Group not acknowledged as debts	1,182	810
Others		
Guarantees provided by bank on behalf of Group	25	11,725
Partly paid-up investment	15	18
Claims, other than against policies, not acknowledged as debts by the Insurer (Gross Value of Litigated Claims Rs. 6 lakhs (March 31, 2024 Rs. 18 lakhs) and Provision held Rs. 3 lakhs (March 31, 2024 - Rs. 11 lakh))	3	8
Statutory demands/liabilities in dispute, not provided for*	2,350	853
Statutory Bonus (retrospective amendment stayed by Karnataka and Kerala High Courts)	41	41
Others – Insurance claims in Legal Matters net of provision and reinsurance (Gross Value of Litigated Claims Rs. 3,414 lakhs (March 31, 2024 - Rs. 3159 lakhs), out of which reinsured claims Rs. 1,038 lakhs (March 31, 2024 - Rs. 993 lakhs) and Provision held Rs. 913 lakhs (March 31, 2024 - Rs. 758 lakhs))	1,463	1,407

*Statutory demands and liabilities in dispute, not provided for, relate to the show cause cum demand notices/assessment orders received by the Group from the respective tax authorities. The Group has filed appeals against the demand notices/assessment orders with the appellate authorities and has been advised by the experts that the grounds of appeal are well supported in law in view of which the Group does not expect any liability to arise in this regard.

The Group is of the view that the above demands may not devolve on the Group and hence no provision has been made.

The Group has a process whereby periodically all long term contracts are assessed for material foreseeable losses. At year end the Group has reviewed and ensured that adequate provision as required under any law / accounting standards for material foreseeable losses on such long term contracts has been made in the books of account.

The Group has also reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its consolidated financial statement.

40 (b) Capital and loan commitments

Particulars	March 31, 2025	March 31, 2024
Undisbursed loan commitments	304,070	346,988
Other capital commitments	3,269	3,915
Total	**307,339**	**350,903**

The undisbursed loan commitments represents the undrawn limits of the facilities sanctioned that are non-cancellable at sole and absolute discretion of the Group.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

41 (a) Segment reporting

The chief operational decision maker monitors its principle business segment i.e. 'financing segment' for the purpose of making decision about resource allocation and performance assessment. The Group is operating in a single reportable and geographical segment in accordance with Ind AS 108 - Operating Segments as notified u/s 133 of the Companies Act, 2013 and accordingly there are no separate reportable segments.

Further, no clients individually accounted for more than 10% of the revenue in financial year ended March 31, 2025 and March 31, 2024.

41 (b) Significant transactions during the year

(i) During the current year, the Holding Company issued 16,000 lakhs equity shares through a rights issue at a face value of Rs. 10 each, aggregating to Rs. 160,000 lakhs to its parent company i.e. Piramal Enterprises Limited. The allotment was made on December 31, 2024 (10,000 lakhs equity shares) and March 26, 2025 (6,000 lakhs equity shares) the paid up equity share capital increased from Rs. 23,36,469 lakhs to Rs. 24,96,469 lakhs post rights issue. These proceeds are being directed towards the designated purposes of the issue and for general corporate utilization.

During the previous year, the Holding Company issued 20,000 lakhs equity shares through a rights issue at a face value of Rs. 10 each, aggregating to Rs. 200,000 lakhs to its parent company (i.e. Piramal Enterprises Limited). The allotment was made on March 26, 2024 and the paid up Equity share capital increased from Rs. 21,36,469 lakhs to Rs. 23,36,469 lakhs post rights issue. These proceeds are being directed towards the designated purposes of the issue and for general corporate utilization.

(ii) During the year, the Holding Company has sold its wholly owned subsidiaries namely, Piramal Finance Sales and Services Private Limited, DHFL Advisory & Investments Private Limited, and DHFL Holding Limited to Piramal Investment Advisory Services Private Limited, a wholly owned subsidiary of Piramal Enterprises Limited (Parent Company) for a consideration of Rs. 2035 lakhs, Rs. 50 lakhs, and Rs. 4 lakhs respectively and cesses to be subsidiary from January 17, 2025.

42 A (i) Interests in other entities

(a) Interest in Subsidiaries

The Group's subsidiaries at March 31, 2025 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the group, and the proportion of ownership interests held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business

Sr. No.	Name of the Company	Principal place of business/ Country of incorporation	Ownership interest held by the group	Ownership interest held by non-controlling interests	Ownership interest held by the group	Ownership interest held by non-controlling interests	Principal Activity
			% voting power held as at March 31, 2025	% voting power held as at March 31, 2025	% voting power held as at March 31, 2024	% voting power held as at March 31, 2024	
1	DHFL Investments Limited	India	100%	-	100%	-	Financial Services
2	DHFL Advisory & Investments Private Limited*	India	-	-	100%	-	Financial Services
3	DHFL Holdings Limited*	India	-	-	100%	-	Financial Services
4	Piramal Payment Services Limited	India	100%	-	100%	-	Financial Services
5	Piramal Finance Sales and Services Private Limited*	India	-	-	100%	-	Manpower services
6	Piramal Agastya Offices Private Limited (formerly known as PRL Agastya Private Limited)	India	100%	-	100%	-	Leasing of Properties

** During the year, the Company has sold its wholly owned subsidiaries namely, Piramal Finance Sales and Services Private Limited, DHFL Advisory & Investments Private Limited, and DHFL Holding Limited to Piramal Investment Advisory Services Private Limited, a wholly owned subsidiary of Piramal Enterprises Limited (Parent Company) for a consideration of Rs. 2035 lakhs, Rs. 50 lakhs, and Rs. 4 lakhs respectively and cesses to subsidiary from January 17, 2025.*

(b) Interest in Joint Venture

Sr. no.	Name of the Company	Principal place of business/Country of incorporation	Carrying Amount as at Mar 31, 2025	Carrying Amount as at Mar 31, 2024	Ownership interest held by the group
1	Pramerica Life Insurance Limited*	India	97,204	90,858	50%

** Investment through subsidiary (i.e. DHFL Investments Limited)*

(c) Interest in Associate

Sr. no.	Name of the Company	Principal place of business/Country of incorporation	Carrying Amount as at Mar 31, 2025	Carrying Amount as at Mar 31, 2024	Ownership interest held by the group
1	DHFL Venture Trustee Company Private Limited	India	4	4	45%

** Investment through subsidiary (i.e. DHFL Investments Limited)*

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

(d) Share of profits from Associate and Joint Venture for the year ended:

Sr. no	Particulars	Share of profits		Share of Other Comprehensive Income	
		March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
1	Share of profit of Associate	-	-	-	-
2	Share of profit of Joint venture	(4,187)	(7,183)	10,532	7,320

(e) Reconciliation to carrying amounts as at:

Sr. no	Particulars	March 31, 2025		March 31, 2024	
		Joint venture	Associate	Joint venture	Associate
1	Net Assets	194,408	10	181,716	9
2	Group's share in %	50%	45%	50%	45%
3	Proportion of the Group's ownership interest	97,204	4	90,858	4
4	Goodwill	-	-	-	-
5	Carrying amount	97,204	4	90,858	4

42 A (ii) Additional Information as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013:

For the year ended March 31, 2025:

Sr. No.	Name of the entities	Share of Profit / (Loss)		Share of Other comprehensive Income		Share of total comprehensive Income	
		As % of consolidated Profit or loss	Amount	As % of consolidated Other comprehensive income	Amount	As % of consolidated Total comprehensive income	Amount
1	Piramal Finance Limited (PFL)	789%	5,245	38%	6,320	71%	11,565
	Subsidiaries:						
2	DHFL Advisory & Investments Private Limited #	0%	(2)	0%	-	0%	(2)
3	DHFL Holding Limited #	0%	(0)	0%	-	0%	-
4	DHFL Investments Limited (DIL) *	-1%	(6)	0%	-	0%	(6)
5	Piramal Payment Services Limited	-3%	(21)	0%	-	0%	(21)
6	Piramal Finance Sales and Services Private Limited #	13%	87	0%	-	1%	87
7	Piramal Agastya Offices Private Limited	-108%	(721)	0%	(1)	-4%	(722)
	Joint Venture:						
8	Pramerica Life Insurance Limited	-630%	(4,187)	62%	10,532	39%	6,346
	Inter Company elimination	-159%	(1,060)	0%	-	-7%	(1,060)
	Total	-100%	(665)	100%	16,851	100%	16,186

** DIL, an unlisted wholly-owned subsidiary of PFL, has availed exemption from the preparation of consolidated financial statements in accordance with Rule 6 of the Companies (Accounts) Rules, 2014, as its parent company, PFL, prepares and publishes consolidated financial statements in compliance with Ind AS, which are available in the public domain.*

 # Consolidated till subsidiary relationship exists i.e. till January 16, 2025.

For the year ended March 31, 2024:

Sr. No.	Name of the entities	Share of Profit / (Loss)		Share of Other comprehensive Income		Share of total comprehensive Income	
		As % of consolidated Profit or loss	Amount	As % of consolidated Other comprehensive income	Amount	As % of consolidated Total comprehensive income	Amount
1	Piramal Finance Limited (PFL)	97%	(191,135)	18%	1,573	100%	(189,562)
	Subsidiaries:	0%					
2	DHFL Advisory & Investments Private Limited	0%	(4)	0%	-	0%	(4)
3	DHFL Holding Limited	0%	(1)	0%	-	0%	(1)
4	DHFL Investments Limited (Consolidated)	0%	(4)	0%	1	0%	(3)
5	Piramal Payment Services Limited	0%	(40)	0%	-	0%	(40)
6	Piramal Finance Sales and Services Private Limited	-1%	1,833	0%	1	-1%	1,834
7	Piramal Agastya Offices Private Limited	1%	(1,423)	0%	1	1%	(1,422)
	Joint Venture:						
8	Pramerica Life Insurance Limited	4%	(7,183)	82%	7,320	0%	137
	Inter Company elimination	0%	429	0%	-	0%	429
	Total	100%	(197,528)	100%	8,896	100%	(188,632)

(Currency : Rs in lakhs)

Sr. No.	Name of entities	As on March 31, 2025: Net Assets i.e. total assets less total liabilities		As on March 31, 2024: Net Assets i.e. total assets less total liabilities	
		As % of consolidated net assets	Amount	As % of consolidated net assets	Amount
1	Piramal Finance Limited (PFL)	100%	1,671,988	101%	1,500,424
	Subsidiaries:				
2	DHFL Advisory & Investments Private Limited *	0%	-	0%	49
3	DHFL Holding Limited *	0%	-	0%	2
4	DHFL Investments Limited	6%	97,207	6%	90,870
5	Piramal Payment Services Limited	0%	625	0%	496
6	Piramal Finance Sales and Services Private Limited *	0%	-	0%	2,014
7	Piramal Agastya Offices Private Limited	0%	1,632	0%	2,354
	Inter Company elimination	-6%	(105,801)	-7%	(106,738)
	Total	100%	1,665,651	100%	1,489,470

** The holding company has sold it's investments in these subsidiaries w.e.f. January 16, 2025, hence the net assets of these companies does not form part of above as on March 31, 2025.*

42 B Amalgamation of Dewan Housing Finance Corporation Limited with erstwhile Piramal Capital & Housing Finance Limited

During financial year 2021-22, pursuant to the Resolution plan in respect of the Corporate Insolvency Resolution Process of Dewan Housing Finance Corporation Limited ("DHFL"), as approved by the Mumbai Bench of the Hon'ble National Company Law Tribunal, the Company merged into DHFL and concluded acquisition on September 30, 2021 (Implementation Date). The aforementioned business combination was accounted as a reverse acquisition for financial reporting purposes in accordance with Ind AS 103. In accordance with the aforesaid resolution plan, the Company had recognized Group A assets (loans) at gross book value with provision for impairment being presented as a reduction from such gross book values as appearing in the financial statements of DHFL immediately prior to the implementation date. Difference between such carrying value (gross values as reduced by provision for impairment) and fair value on the acquisition date is separately presented as a liability under fair value adjustment which currently aggregates to Rs. 216,957 lakhs, which is different from the presentation requirements of Ind AS 32, Financial Instruments Presentation, that requires such adjustment to be netted off with the book value of corresponding assets.

The Company holds 100% of equity share capital of DHFL Investments Limited (DIL). The wholly owned subsidiary of the Company, DIL holds 50% of equity share capital of Pramerica Life Insurance Company Limited (PLIL). Pursuant to the approval of the Resolution Plan by the Hon'ble NCLT (which has been affirmed by the Hon'ble Supreme Court on April 1, 2025), WGC and a limited liability partnership by the name of TDH Realty LLP, have pursued litigations in relation to the Resolution Plan, purportedly as the ultimate beneficiary of the CCDs. However, the litigation initiated by TDH Realty LLP before the NCLAT was disposed of as withdrawn by an order dated 27 September 2023, pursuant to settlement between the parties. Based on the approval of the Resolution Plan by Hon'ble NCLT, the Company has considered DIL as a subsidiary given its ability to exercise control over DIL with effect from the implementation date as per the Resolution Plan. Based on the evaluation of rights available under the shareholders agreement, PLIL has been considered as a joint venture and has been accounted based on equity method of accounting in the consolidated financial statements. Accordingly, the consolidated statement of profit and loss includes the Company's share of profit / (loss) of PLIL with effect from the implementation date.

According to the Resolution Plan, while the fraudulent loan accounts are valued at Rs. 1, the distribution of proceeds from recovery of fraudulent loans should go to the Successful Resolution Applicant (SRA). The aforesaid has been affirmed by the Hon'ble Supreme Court on April 1, 2025.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

43 Information in accordance with the requirements of Indian Accounting Standard 24 on Related Party Disclosures.

List of Related Parties

A. Parent company

Piramal Enterprises Limited ("PEL")

B. Fellow subsidiaries having transaction during the year

Piramal Fund Management Private Limited

Piramal Corporate Tower Private Limited (formerly known as Piramal Consumer Products Private Limited)

Piramal Investment Advisory Services Private Limited

Piramal Finance Sales & Services Private Limited (w.e.f. January 17, 2025)

DHFL Advisory & Investments Private Limited (w.e.f. January 17, 2025)

DHFL Holdings Limited (w.e.f. January 17, 2025)

C. Other related parties having transaction during the year

Semplice Corporate Solutions Private Limited (formerly known as Aasan Corporate Solutions Private Limited)

India Resurgence Asset Management Business Private Limited

India Resurgence ARC Private Limited

Piramal Corporate Services Private Limited

Piramal Alternatives Private Limited

Piramal Foundation for Educational Leadership

Piramal Foundation

Piramal Pharma Limited

Kaivalya Education Foundation

Piramal Trusteeship Services Private Limited

Social Worth Technologies Private Limited

Pramerica Life Insurance Limited (Joint Venture of DIL)

Economic Laws practise

PRL Developers Private Limited

Analog Legalhub Technology Private Limited

D. Key Management Personnel

Mr. Ajay G. Piramal - Chairman and Non-Executive Director

Dr. (Mrs.) Swati A. Piramal - Vice Chairman and Non-Executive Director

Mr. Anand Piramal - Non-Executive Director

Mr. Jairam Sridharan - Chief Executive Officer and Managing Director

Mr. Vikash Singhla - Chief Financial Officer

Mr. Bipin Singh - Company Secretary (till October 16, 2024)

Ms. Urmila Rao - Company Secretary (Appointed w.e.f. October 23, 2024)

E. Non-Executive/Independent Directors

Mr. Suhail Nathani

Mr. Puneet Dalmia

Mr. Gautam Doshi

Mr. Kunal Bahl (Appointed w.e.f. March 20, 2024)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

F. Details of transactions with related parties

Details of Transactions	Parent Company		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Rent expenses								
- Semplice Corporate Solutions Private Limited	-	-	-	-	-	572	-	572
- Piramal Corporate Tower Private Limited	-	-	656	200	-	-	656	200
TOTAL	**-**	**-**	**656**	**200**	**-**	**572**	**656**	**771**
Royalty Expenses								
- Piramal Corporate Services Private Limited	-	-	-	-	5,286	4,841	5,286	4,841
TOTAL	**-**	**-**	**-**	**-**	**5,286**	**4,841**	**5,286**	**4,841**
Premium expenses								
- Pramerica Life Insurance Limited	-	-	-	-	501	378	501	378
TOTAL	**-**	**-**	**-**	**-**	**501**	**378**	**501**	**378**
Service Fees Income (including reimbursement)								
- Piramal Enterprises Limited	165	347	-	-	-	-	165	347
- Pramerica Life Insurance Limited	-	-	-	-	-	491	-	491
TOTAL	**165**	**347**	**-**	**-**	**-**	**491**	**165**	**838**
Donation expense								
- Piramal Foundation for Educational Leadership	-	-	-	-	-	1,632	-	1,632
- Piramal Foundation	-	-	-	-	-	1,852	-	1,852
- Kaivalya Education Foundation	-	-	-	-	-	532	-	532
TOTAL	**-**	**-**	**-**	**-**	**-**	**4,016**	**-**	**4,016**
Purchase of services								
- Piramal Trusteeship Services Private Limited	-	-	-	-	21	8	21	8
- Piramal Fund Management Private Limited	-	-	293	-	-	-	293	-
- Analog Legalhub Technology Private Limited	-	-	-	-	-	45	-	45
- Economic Laws practise	-	-	-	-	3	-	3	-
- Social Worth Technologies Private Limited	-	-	-	-	937	487	937	487
- Piramal Finance Sales & Services Private Limited	-	-	65	-	-	-	65	-
TOTAL	**-**	**-**	**358**	**-**	**961**	**540**	**1,319**	**540**
Reimbursement of expenses paid								
- Semplice Corporate Solutions Private Limited	-	-	-	-	11	29	11	29
- Piramal Corporate Tower Private Limited	-	-	23	13	-	-	23	13
- Piramal Enterprises Limited	135	46	-	-	-	-	135	46
- Piramal Foundation for Educational Leadership	-	-	-	-	93	2	93	2
- Piramal Corporate Services Private Limited	-	-	-	-	103	-	103	-
- Piramal Pharma Limited	-	-	-	-	-	10	-	10
TOTAL	**135**	**46**	**23**	**13**	**207**	**40**	**364**	**98**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2025

(Currency : Rs in lakhs)

Details of Transactions	Parent Company		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Reimbursement of expenses received								
- Piramal Corporate Services Private Limited	-	-	-	-	-	4	-	4
- Piramal Alternatives Private Limited	-	-	-	5	-	-	-	5
- India Resurgence ARC Private Limited	-	-	-	-	6	-	6	-
- India Resurgence Asset Management Private Limited	-	-	-	-	6	-	6	-
TOTAL	**-**	**-**	**-**	**5**	**12**	**4**	**12**	**9**
Sale/Transfer of Assets/Fixed Assets								
- Piramal Pharma Limited	-	-	-	-	-	10	-	10
TOTAL	**-**	**-**	**-**	**-**	**-**	**10**	**-**	**10**
Reimbursement of expenses recovered								
- Piramal Fund Management Private Limited	-	-	116	-	-	-	116	-
- Piramal Finance Sales & Services Private Limited	-	-	1	-	-	-	1	-
- DHFL Holding Limited	-	-	1	-	-	-	1	-
- DHFL Advisory and Investments Private Limited	-	-	1	-	-	-	1	-
TOTAL	**-**	**-**	**119**	**-**	**-**	**-**	**119**	**-**
Reimbursement of ESOP expenses								
- Piramal Enterprises Limited	3,795	5,513	-	-	-	-	3,795	5,513
TOTAL	**3,795**	**5,513**	**-**	**-**	**-**	**-**	**3,795**	**5,513**
Interest expense								
- Piramal Enterprises Limited	2,984	7,278	-	-	-	-	2,984	7,278
- Pramerica Life Insurance Limited	-	-	-	-	171	180	171	180
TOTAL	**2,984**	**7,278**	**-**	**-**	**171**	**180**	**3,155**	**7,458**
Insurance Commission Income								
- Pramerica Life Insurance Limited	-	-	-	-	14,311	10,232	14,311	10,232
TOTAL	**-**	**-**	**-**	**-**	**14,311**	**10,232**	**14,311**	**10,232**
Advertisement & Marketing Income								
- Pramerica Life Insurance Limited	-	-	-	-	1,158	-	1,158	-
TOTAL	**-**	**-**	**-**	**-**	**1,158**	**-**	**1,158**	**-**
Assignment Service Income								
- Piramal Enterprises Limited	1,333	1,288	-	-	-	-	1,333	1,288
TOTAL	**1,333**	**1,288**	**-**	**-**	**-**	**-**	**1,333**	**1,288**
Lease Rent Income (including reimbursement)								
- Piramal Enterprises Limited	245	86	-	-	-	-	245	86
- Piramal Fund Management Private Limited	-	-	4	-	-	-	4	-
- Pramerica Life Insurance Limited	-	-	-	-	16	13	16	13
- Piramal Pharma Limited	-	-	-	-	542	587	542	587
TOTAL	**245**	**86**	**4**	**-**	**557**	**600**	**806**	**686**
ICD Taken								
- Piramal Enterprises Limited	1,27,500	4,00,000	-	-	-	-	1,27,500	4,00,000
TOTAL	**1,27,500**	**4,00,000**	**-**	**-**	**-**	**-**	**1,27,500**	**4,00,000**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

Details of Transactions	Parent Company		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
ICD repaid								
- Piramal Enterprises Limited	1,55,000	3,85,000	-	-	-	-	1,55,000	3,85,000
TOTAL	**1,55,000**	**3,85,000**	**-**	**-**	**-**	**-**	**1,55,000**	**3,85,000**
Partial redemption of NCD								
- Pramerica Life Insurance Limited	-	-	-	-	146	146	146	146
TOTAL	**-**	**-**	**-**	**-**	**146**	**146**	**146**	**146**
Purchase of Loans/Investments								
- Piramal Enterprises Limited	**42,661**	-	-	-	-	-	42,661	-
TOTAL	**42,661**	**-**	**-**	**-**	**-**	**-**	**42,661**	**-**
Loan portfolio transferred to								
- Piramal Enterprises Limited	-	3,02,840	-	-	-	-	-	3,02,840
TOTAL	**-**	**3,02,840**	**-**	**-**	**-**	**-**	**-**	**3,02,840**
FLDG Recovery								
- Social Worth Technologies Private Limited	-	-	-	-	330	1,078	330	1,078
TOTAL	**-**	**-**	**-**	**-**	330	**1,078**	**330**	**1,078**
Security Deposit Taken								
- Piramal Enterprises Limited	121	-	-	-	-	-	121	-
TOTAL	**121**	**-**	**-**	**-**	**-**	**-**	**121**	**-**
Security Deposit Refunded								
- Piramal Corporate Tower Private Limited	-	-	93	-	-	-	93	-
TOTAL	**-**	**-**	**93**	**-**	**-**	**-**	**93**	**-**
Security deposit placed								
- Semplice Corporate Solutions Private Limited	-	-	-	-	-	12	-	12
TOTAL	**-**	**-**	**-**	**-**	**-**	**12**	**-**	**12**
Sale of Investment in subsidiaries								
- Piramal Investment Advisory Services Private Limited	-	-	2,089	-	-	-	2,089	-
TOTAL	**-**	**-**	**2,089**	**-**	**-**	**-**	**2,089**	**-**
Issue of Shares								
- Piramal Enterprises Limited	1,60,000	2,00,000	-	-	-	-	1,60,000	2,00,000
TOTAL	**1,60,000**	**2,00,000**	**-**	**-**	**-**	**-**	**1,60,000**	**2,00,000**
Acquisition of shares of Subsidiaries from								
- PRL Developers Private Limited	-	-	-	-	-	758	-	758
TOTAL	**-**	**-**	**-**	**-**	**-**	**758**	**-**	**758**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

G. Compensation paid to Directors, Key Managerial Personnel and It's relatives

The compensation of directors and other members of key managerial personnel and its relatives during the year was as follows:

		March 31, 2025	March 31, 2024
1.	Short term employee benefits (including reimbursement of expenses)	1,218	607
2.	Post employment benefits #	26	21
3.	Share based payment *	828	2,002
4.	Sitting fees and reimbursement to non-executive/independent directors	32	33
TOTAL		**2,104**	2,663

 # Expenses towards gratuity, pension, leave encashment and leave travel allowance provisions are determined actuarially on overall Company basis at the end of each year and, accordingly, have not been considered in the above information.

**6,139 ESOPs (March 31, 2024 -4,81,968 ESOPs) have been granted by the Holding Company to Key managerial personnel during the year 2024-25. During the year ending March 31, 2025, 2,43,008 options have been exercised. (March 31, 2024-Nil)*

H. Details of balances with related parties

	Parent Company		Fellow subsidiaries		Other Related Parties		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Net Payable (includes provision for expenses)								
- Piramal Enterprises Limited	9,349	13,730	-	-	-	-	9,349	13,730
- Analog Legalhub Technology Private Limited	-	-	-	-	-	44	-	44
- Social Worth Technologies Private Limited	-	-	-	-	39	164	39	164
- Piramal Corporate Services Private Limited	-	-	-	-	52	-	52	-
- Piramal Fund Management Private Limited	-	-	235	-	-	-	235	-
- Piramal Foundation for Educational Leadership	-	-	-	-	53	2	53	2
- Piramal Corporate Tower Private Limited	-	-	2	85	-	-	2	85
TOTAL	**9,349**	**13,730**	**237**	**85**	**144**	**210**	**9,731**	**14,025**
ICD Payable (including interest accrued)								
- Piramal Enterprises Limited	17,955	45,000	-	-	-	-	17,955	45,000
TOTAL	**17,955**	**45,000**	**-**	**-**	**-**	**-**	**17,955**	**45,000**
Net Receivables								
- Piramal Corporate Services Private Limited	-	-	-	-	-	76	-	76
- Piramal Alternatives Private Limited	-	-	-	6	-	-	-	6
- Pramerica Life Insurance Limited	-	-	-	-	3,359	3,623	3,359	3,623
- Piramal Pharma Limited	-	-	-	-	90	-	90	-
TOTAL	**-**	**-**	**-**	**6**	**3,449**	**3,699**	**3,449**	**3,705**
NCD Outstanding (including interest accrued)								
- Pramerica Life Insurance Limited	-	-	-	-	2,408	2,554	2,408	2,554
TOTAL	**-**	**-**	**-**	**-**	**2,408**	**2,554**	**2,408**	**2,554**
Security Deposits received								
- Pramerica Life Insurance Limited	-	-	-	-	7	7	7	7
TOTAL	**-**	**-**	**-**	**-**	**7**	**7**	**7**	**7**
Security Deposits paid								
- Piramal Corporate Tower Private Limited	-	-	259	352	-	-	259	352
- Piramal Enterprises Limited	121	-	-	-	-	-	121	-
TOTAL	**121**	**-**	**259**	**352**	**-**	**-**	**379**	**352**
Investments								
- Social Worth Technologies Private Limited*	-	-	-	-	27,132	19,066	27,132	19,066
TOTAL	**-**	**-**	**-**	**-**	**27,132**	**19,066**	**27,132**	**19,066**

('Social Worth Technologies Private Limited' has lien marked fixed deposit in favour of the Company amounting to Rs. 1381 lakhs (March 31, 2024 - Rs. 1,050 lakhs) as FLDG cover against future delinquencies)*

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

44 Employee Benefits:

(i) (a) Charge to the Consolidated Statement of Profit and Loss based on Defined Contribution Plans

Particulars	March 31, 2025	March 31, 2024
Employer's contribution to Regional Provident Fund Office	5,914	5,080
Contribution to Pension Fund	244	207
Employer's contribution to Employees' State Insurance	120	172

(i) (b) Disclosures for defined benefit plans based on actuarial valuation reports as on March 31, 2025

The Group has scheme for gratuity as part of post retirement plan. The Group has a defined benefit gratuity plan in India which is funded. The Group's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund.

The fund is managed by Employees Group Gratuity Trusts which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

	Particulars	**Gratuity (Funded) Year Ended March 31, 2025**	Gratuity (Funded) Year Ended March 31, 2024
A.	**Change in Projected Benefit Obligation**		
	Present Value of Benefit Obligation as at beginning of the year	4,476	3,552
	Interest Cost	312	256
	Current Service Cost	692	459
	Past Service Cost	-	18
	Liability Transferred Out/ Divestments	(52)	-
	Benefits paid by Employer	(431)	(455)
	Actuarial (Gains)/Losses on Obligations - Due to change in demographic assumptions	546	40
	Actuarial (Gains)/Losses on Obligations - Due to change in financial assumptions	(89)	8
	Actuarial (Gains)/Losses on Obligations - Due to experience	603	598
	Present Value of Defined Benefit Obligation as at the end of the year	**6,057**	4,476
B.	**Fair value of plan assets**		
	Fair Value of Plan Assets as at beginning of the year	4,046	3,693
	Interest income	288	266
	Return on Plan Assets, Excluding Interest Income	275	87
	Fair value of plan assets as at the end of the year	**4,609**	4,046
C.	**Amount recognised in the Balance Sheet**		
	Present Value of Benefit Obligation at the end of the year	(6,057)	(4,476)
	Fair Value of Plan Assets at the end of the year	4,609	4,046
	Net (Liability)/Asset Recognized in the Balance Sheet	**(1,448)**	(430)
D.	**Net interest cost for current year**		
	Present Value of Benefit Obligation at the Beginning of the year	4,476	3,552
	(Fair Value of Plan Assets at the Beginning of the year)	(4,046)	(3,693)
	Net Liability/(Asset) at the Beginning	430	(141)
	Interest Cost	312	256
	(Interest Income)	(288)	(266)
	Net Interest Cost/(Income) for current year	**24**	(10)
E.	**Expenses recognised in Statement of Profit and Loss**		
	Current Service Cost	692	457
	Interest Cost	24	(10)
	Past Service Cost	-	18
	Total Expenses / (Income) recognised in the Statement of Profit and Loss	**716**	465
F.	**Expenses Recognized in the Other Comprehensive Income (OCI) for current year**		
	Actuarial (Gains)/Losses on Obligations	1,060	645
	Return on Plan Assets, Excluding Interest Income	(275)	(87)
	Net (Income)/Expense For the year recognized in OCI	**785**	558

Notes to the Consolidated Financial Statements
for the year ended March 31, 2025

(Currency : Rs in lakhs)

	Particulars	**(Funded) Year Ended March 31, 2025**	(Funded) Year Ended March 31, 2024
G.	**Principal actuarial assumptions used:**		
	Rate of discounting	6.54% - 7.18%	7.14% - 7.44%
	Rate of salary increase	6.50% - 9%	6.50% - 10%
	Rate of employee turnover	10% - 60%	5% - 60%
	Mortality rate during employment	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
H.	**Balance Sheet Reconciliation**		
	Opening Net Liability	430	(140)
	Expenses Recognized in Statement of Profit or Loss	716	465
	Expenses Recognized in OCI	785	558
	Net Liability/(Asset) Transfer In	-	-
	Net (Liability)/Asset Transfer Out	(52)	-
	Benefit Paid	(431)	(455)
	(Employer's Contribution)	-	-
	Net Liability/(Asset) Recognized in the Balance Sheet	**1,448**	430
I.	**Category of Assets**		
	Insurance fund	4,609	4,046
	Total	**4,609**	4,046
J.	**Other Details**		
	No of active members	15,792	13,417
	Per month salary for active members	3,729	2,363
	Weighted average duration of the projected benefit obligation	5	3
	Average expected future service	2	1
	Projected benefit obligation (PBO)	6,049	4,374
	Prescribed contribution for next year (12 Months)	2,544	921
K.	**Net Interest Cost for Next Year**		
	Particulars	**March 31, 2025**	March 31, 2024
	Present value of benefit obligation at the end of the year	6,057	4,476
	Fair value of plan assets at the end of the year	(4,609)	(4,046)
	Net liability/(asset) at the end of the year	**1,449**	430
	Interest cost	393	318
	(Interest income)	(299)	(288)
	Net Interest Cost / (Income) for Next Year	**94**	30
L.	**Expenses Recognized in the Statement of Profit or Loss for Next Year:**		
	Particulars	**March 31, 2025**	March 31, 2024
	Current Service Cost	1,106	603
	Net Interest Cost	95	31
	(Expected Contributions by the Employees)	-	-
	Expenses Recognized for Next Year	**1,201**	634

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

M.	**Maturity Analysis of the Benefit Payments: from the Employer:**		
	Projected Benefits Payable in Future Years from the Date of Reporting	**As at March 31, 2025**	As at March 31, 2024
	1st Following Year	1,050	1,105
	2nd Following Year	807	828
	3rd Following Year	898	748
	4th Following Year	811	655
	5th Following Year	742	537
	Sum of Years 6 To 10	2,327	1,268
	Sum of Years 11 and above	1,611	-

N.	**Sensitivity Analysis**		
	Projected Benefits Payable in Future Years from the Date of Reporting	**As at March 31, 2025**	As at March 31, 2024
	Projected Benefit Obligation on Current Assumptions	6,057	4,476
	Delta Effect of +1% Change in Rate of Discounting	(231)	(135)
	Delta Effect of -1% Change in Rate of Discounting	252	106
	Delta Effect of +1% Change in Rate of Salary Increase	244	102
	Delta Effect of -1% Change in Rate of Salary Increase	(228)	(133)
	Delta Effect of +1% Change in Rate of Employee Turnover	(73)	(55)
	Delta Effect of -1% Change in Rate of Employee Turnover	76	22

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the Defined Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Notes:

Gratuity is payable as per Group' scheme as detailed in the report.

Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.

Salary escalation and attrition rate are in line with the industry practice considering promotion and demand and supply of the employees.

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above.

Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.

Weighted Average Duration of the Defined Benefit Obligation is the weighted average of cash flow timing, where weights are derived from the present value of each cash flow to the total present value.

Any benefit payment and contribution to plan assets is considered to occur end of the year to depict liability and fund movement in the disclosures.

Value of asset provided by the entity is not audited by us and the same is considered as unaudited fair value of plan asset as on the reporting date.

In absence of specific communication as regards contribution by the entity, Expected Contribution in the next year is considered as the sum of net liability/assets at the end of the current year and current service cost for next year, subject to maximum allowable contribution to the Plan Assets over the next year as per the Income Tax Rules.

Qualitative Disclosures

- Characteristics of defined benefit plan

The entity has a defined benefit gratuity plan in India (funded). The entity's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2025

(Currency : Rs in lakhs)

Gratuity is a defined benefit plan and entity is exposed to the Following Risks:

Interest rate risk

A fall in the discount rate which is linked to the G.Sec. rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk

The plan faces the ALM risk as to the matching cash flow. Group has to manage pay-out based on pay as you go basis from own funds. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk

Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk:

Plan is having a concentration risk as all the assets are invested with the insurance company

- Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

- A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

(ii) Compensated Absences

Particulars	**Compensated absence (Funded)**	Compensated absence (Funded)
	For the year ended	For the year ended
	March 31, 2025	March 31, 2024
Expense recognised in the Statement of Profit and Loss	1,539	736
Discount rate (p.a.)	6.55% p.a.	7.20% p.a.
Salary escalation rate (p.a.)	6.50% - 9%	6.5-10% p.a.
Amount recognised in the Balance Sheet		
Present Value of Benefit Obligation at the end of the year	3,881	(2,913)
Fair Value of Plan Assets at the end of the year	6	(593)
Funded Status (surplus/ (deficit))	(3,875)	2,321
Net (Liability)/Asset Recognized in the Balance Sheet	**(3,875)**	**2,321**

(iii) Long term service employee benefits

During the year, the Group has recognised long term service reward aggregating to Rs. 11 lakhs (March 31, 2024 - Rs. 9 lakhs) which is unfunded.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

(iv) Share Based payment

The ultimate parent company (i.e. Piramal Enterprises Limited) has issued stock options to certain employees of the holding company. These transactions are recognized as equity-settled share based payment transactions. The Scheme allows the Grant of Stock Options to employees of the holding company that meet the eligibility criteria. Each option comprises one underlying Equity Share.

The stock compensation expense is determined based on fair value of options and the holding company's estimate of options that will eventually vest and is recognised over the vesting period in the statement of profit and loss with corresponding increase in liability payable to parent company as the cost is recovered by the parent company in entirety

Employee Stock Option Scheme and related scheme wise details are as follows

Particulars	For 1/3 vesting start - March 31, 2024	For 1/4 vesting start - May 1, 2024	For 1/3 vesting start - August 1, 2025
Date of Grant	March 31, 2023	March 31, 2023	March 31, 2023
Number of options granted	242,032	309,663	21,971
Number of options exercisable as on March 31, 2024	72,997	-	-
Number of options exercisable as on March 31, 2025	32,002	-	-
Exercise price per option	2	2	2
Vesting Commencement date	31-Mar-24	01-May-24	01-Aug-25
Exercise period	28 Months	38 Months	52 Months
Date of vesting	1/3 on March 31, 2024 1/3 on August 1, 2024 1/3 on August 1, 2025	1/4 on May 1, 2024 1/4 on June 1, 2024 1/4 on June 1, 2025 1/4 on June 1, 2026	1/3 on August 1, 2025 1/3 on August 1, 2026 1/3 on August 1, 2027
Method of Settlement	Equity settled	Equity settled	Equity settled
Modification to share based payment plans	NA	NA	NA
Basis of determination of volatility	The historical volatility of PEL stock price returns for a time frame corresponding to the remaining contractual life has been relied upon as a proxy for the expected volatility.		
Vesting Conditions	Employee to remain in service and achivement of applicable performance on the date of vesting		

Particulars	For 1/4 vesting start - May 1, 2024	For 1/3 vesting start - July 17, 2024	For 1/3 vesting start - July 17, 2025
Date of Grant	April 13, 2023	July 17, 2023	July 24, 2024
Number of options granted	476,406	324,669	339,688
Number of options exercisable as on March 31, 2024	-	-	-
Number of options exercisable as on March 31, 2025	-	34,808	-
Exercise price per option	2	2	2
Vesting Commencement date	May 01, 2024	July 17, 2024	July 24, 2025
Exercise period	38 Months	36 Months	36 Months
Date of vesting	1/4 on May 1, 2024 1/4 on June 1, 2024 1/4 on June 1, 2025 1/4 on June 1, 2026	1/3 vesting on July 17, 2024 1/3 vesting on July 17, 2025 1/3 vesting on July 17, 2026	1/3 vesting on July 24, 2025 1/3 vesting on July 24, 2026 1/3 vesting on July 24, 2027
Method of Settlement	Equity settled	Equity settled	Equity settled
Modification to share based payment plans	NA	NA	NA
Basis of determination of volatility	The historical volatility of PEL stock price returns for a time frame corresponding to the remaining contractual life has been relied upon as a proxy for the expected volatility.		
Vesting Conditions	Employee to remain in service and achivement of applicable performance on the date of vesting		

Notes to the Consolidated Financial Statements
for the year ended March 31, 2025

(Currency : Rs in lakhs)

Summary of stock options

Particulars	Number of options	Weighted- Average Exercise Price	Weighted- Average Remaining Contractual Life (Years)
Balance as on April 1, 2023	573,666	2	4-5 years
Granted during the year	801,075	2	8 years
Exercised during the year	-	-	-
Forfeited/Lapsed during the year	(34,153)	-	-
Balance as on March 31, 2024	1,340,588	2	4 - 7.5 years
Granted during the year	339,688	2	8 years
Transfer in/(out)	33,711		
Exercised during the year	(586,787)	-	-
Forfeited/Lapsed during the year	(28,820)	-	-
Balance as on March 31, 2025	1,098,380	**2**	**3-7.3 years**

The fair values of options granted which are outstanding:

Grant date	No. of Years vesting	Fair value per option
July 24, 2024	3 years	Rs. 829.64 - Rs 855.73
July 17, 2023	3 years	Rs. 895.00 - Rs. 916.10
April 13, 2023	3.14 years	Rs. 640.40 - Rs. 653.90
March 31, 2023	3.28 years	Rs. 624.83 - Rs. 639.48

The fair value has been calculated using the Black Scholes Options Pricing Model and the significant assumptions made in this regard are as follows:

	Grant dated July 24, 2024	Grant dated July 17, 2023
Risk free interest rate	6.65% - 6.68%	6.81% - 6.84%
Expected life	3.50 - 5.50 years	3.50 - 5.50 years
Expected volatility	48.27% - 55.51%	52.14% - 55.12%
Expected dividend yield	2.08% - 2.39%	1.74% - 2.07%
Exercise Price (Rs.)	2	2
Stock Price (Rs.)	932	987

	Grant dated April 13, 2023	Grant dated March 31, 2023
Risk free interest rate	6.79% - 6.87%	6.91% - 6.94%
Expected life	3.55 - 5.64 years	3.0 - 4.67 years
Expected volatility	53.77% - 56.24%	55.10% - 58.73%
Expected dividend yield	1.58% - 1.91%	1.71% - 1.91%
Exercise Price (Rs.)	2	2
Stock Price (Rs.)	701	678

Balance Sheet Reconciliation

	As at March 31, 2025	As at March 31, 2024
Opening liability	1,430	7
Expenses Recognized in Statement of Profit or Loss	3,795	5,513
Payment against liability	(5,250)	(4,090)
Closing liability	**(26)**	1,430

The ESOP expenses is recognised over the vesting period in the statement of profit and loss with corresponding increase in liability payable to holding company as the cost is recovered by the holding company in entirety.

(Currency : Rs in lakhs)

45 Fair Value Disclosures

a) Categories of Financial Instruments:

	March 31, 2025			March 31, 2024		
	FVTPL	FVOCI	Amortised Cost*	FVTPL	FVOCI	Amortised Cost*
Financial Assets						
Investments	390,611	162,615	132,100	562,700	19,071	161,203
Loans	140,162	-	6,232,970	111,016	-	5,353,467
Derivative financial instruments	-	3,202	-	-	5,398	-
Cash and Bank Balances #	-	-	488,764	-	-	294,958
Receivables #	-	-	4,617	-	-	5,862
Other Financial Assets #	-	-	117,680	-	-	100,598
	530,773	**165,817**	**6,976,131**	673,716	24,469	5,916,088
Financial liabilities						
Borrowings	-	-	5,681,037	-	-	4,568,021
Trade Payables #	-	-	37,656	-	-	35,601
Other Financial Liabilities #	-	-	108,593	-	-	125,965
	-	**-**	**5,827,286**	**-**	**-**	4,729,587

\# The Company has not disclosed the fair value of cash and bank balances, other financial assets, trade payables and other financial liabilities, other receivables because their carrying amounts are a reasonable approximation of fair value.

* The value of investments, loans & other financial assets at amortised cost is gross of ECL provision

b) Fair Value Hierarchy and Method of Valuation

Financial Instruments	March 31, 2025					
	Notes	Carrying Value	Level 1	Level 2	Level 3	Total
Financial Assets						
Measured at FVTPL						
Investments						
Optionally Convertible Debentures	**i.**	12,000	-	-	12,000	**12,000**
Investments in Mutual Funds	**ii.**	8,694	8,694	-	-	**8,694**
Project Receivables	**i.**	66,100	-	-	66,100	**66,100**
Security Receipts	**ii.**	303,748	-	-	303,748	**303,748**
Investments in Preference Shares	**i.**	69	-	-	69	**69**
Loans	**i.**	140,162	-	-	140,162	**140,162**
Measured at FVOCI						
Investments						
Preference Shares (Others then subsidiaries)	**iv.**	27,029	-	-	27,029	**27,029**
Equity Instruments (Others then subsidiaries)	**iv.**	103	-	-	103	**103**
Government Securities/Redeemable Bonds	**v.**	133,075	133,075	-	-	**133,075**
T-Bill	**v.**	2,408	2,408	-	-	**2,408**
Derivative financial instruments	**vi.**	3,202	-	3,202	-	**3,202**
Measured at Amortised Cost*						
Investments						
Government Securities/Redeemable Bonds	**v.**	17,630	18,052	-	-	**18,052**
Redeemable Non Convertible Debentures	**iii.**	37,595	-	9,555	28,240	**37,795**
Pass Through certificates	**iii.**	11,828	-	-	11,828	**11,828**
CROMS	**v.**	65,047	65,047	-	-	**65,047**
Loans	**iii.**	6,232,970	-	-	5,617,905	**5,617,905**
Financial Liabilities						
Measured at Amortised Cost						
Borrowings	**iii.**	5,681,037	-	-	5,764,462	**5,764,462**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

Financial Instruments	March 31, 2024					
	Notes	Carrying Value	Level 1	Level 2	Level 3	Total
Financial Assets						
Measured at FVTPL						
Investments						
Redeemable Non-Convertible Debentures	**i.**	15,600	-	-	15,600	**15,600**
Optionally Convertible Debentures	**i.**	23,800	-	-	23,800	**23,800**
Investments in Mutual Funds	**ii.**	5,800	5,800	-	-	**5,800**
Project Receivables	**i.**	101,856	-	-	101,856	**101,856**
Security Receipts	**ii.**	415,644	-	-	415,644	**415,644**
Loans	**i.**	111,016	-	-	111,016	**111,016**
Measured at FVOCI						
Investments						
Preference Shares (Others then subsidiaries)	**iv.**	18,994	-	-	18,994	**18,994**
Equity Instruments (Others then subsidiaries)	**iv.**	72	-	-	72	**72**
Redeemable Bonds	**v.**	5	-	-	5	**5**
Derivative financial instruments	**vi.**	5,398	-	5,398	-	**5,398**
Measured at Amortised Cost*						
Investments						
Government Securities/Redeemable Bonds	**v.**	109,805	111,280	-	-	**111,280**
Redeemable Non Convertible Debentures	**iii.**	36,246	-	-	291,984	**291,984**
Pass Through certificates	**iii.**	15,152	-	-	15,152	**15,152**
Loans	**iii.**	5,353,467	-	-	4,593,201	**4,593,201**
Financial Liabilities						
Measured at Amortised Cost						
Borrowings	**iii.**	4,568,021	-	-	4,527,703	**4,527,703**

Notes:

i. Discounted cash flow method has been used to determine the fair value. The yield used for discounting has been determined based on trades, market polls, levels for similar issuer with same maturity, spread over matrices, etc.

ii. Net Asset Value (NAV) as at the reporting period have been used to determine the Fair Value of the mutual fund investments/Security receipts.

iii. Discounted cash flow method has been used to determine the fair value. The discounting factor used has been arrived at after adjusting the rate of interest for the financial assets and financial liabilities by the difference in the G-SEC rates from date of initial recognition to the reporting dates.

iv. Fair value of Preference Shares and Equity Instruments (other than subsidiaries) has been determined using the Comparable Transactions Multiples (CTM) and Comparable Companies Multiples (CCM) methods.

v. Fair value of Government Securities, T-Bills, and CROMS has been determined based on market quotes or prices published by FBIL/CCIL.

vi. Derivative financial instruments are valued using market-based MTM rates and standard valuation models with observable inputs.

* The fair value of investments & loans at amortised cost is gross of ECL provision amounting to Rs. 104,361 lakhs (March 31, 2024 – Rs 192,118 lakhs) excluding gross-up of retail loan as part of eDHFL merger, stage 3 and POCI loans which are presented net of ECL provision.

c) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the year ended March 31, 2025.

Particulars	Other Investments	Debentures	Loans	Total
As at March 31, 2023	749,567	52,000	133,868	935,435
Acquisitions/Disposal during the year (Net)	31,847	-	(49,782)	(17,935)
Regulatory Provision on AIF	(165,768)	-	-	(165,768)
(Losses)/Gain recognised in profit or loss/Other Comprehensive Income	(79,075)	(12,600)	26,930	(64,745)
As at March 31, 2024	**536,571**	**39,400**	**111,016**	**686,987**
Transfer in/ (Out)	-	-	50,349	50,349
Acquisitions	(100,833)	(18,540)	(34,622)	(153,995)
(Losses)/Gain recognised in profit or loss/Other Comprehensive Income	(38,689)	(8,860)	13,419	(34,130)
As at March 31, 2025	**397,049**	**12,000**	**140,162**	**549,211**

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(Currency : Rs in lakhs)

d) Sensitivity for FVTPL Instruments

Impact on the Group's profit before tax if sale price of underlying project had been as given in the table below:

Method	Nature of Instrument	Significant unobservable inputs	Increase / Decrease in the unobservable input	Sensitivity Impact	
				Yield Increase	Yield Decrease
Discounted Cash Flow Model as at March 31, 2025	Investment	Sale Price	5.0%	8,150	(5,200)
	Term Loan	Sale Price	5.0%	12,615	(12,195)
Discounted Cash Flow Model as at March 31, 2024	Investment	Sale Price	5.0%	9,802	(13,795)
	Term Loan	Sale Price	5.0%	8,510	(9,440)

45A Changes in liabilities arising from financing activities

(a) **Changes in capital and asset structure arising from financing activities and investing activities (Ind AS 7 'Statement of Cash flows')**

The Group does not have any financing activities and investing activities which affect the capital and asset structure of the Group without the use of cash and cash equivalents.

(b) **Changes in liability arising from financing activities (Ind AS 7 'Statement of Cash Flows')**

Particulars	As at April 1, 2024	Cash flows	Exchange Difference	Other	March 31, 2025
Debt securities	2,871,466	426,417	7,653	-	3,305,536
Borrowings (other than debt securities)	1,638,832	709,423	(3,460)	-	2,344,795
Deposits	45,000	(27,045)	-	-	17,955
Subordinated debt liabilities	12,723	28	-	-	12,751
	4,568,021	**1,108,823**	**4,193**	**-**	**5,681,037**

Particulars	As at April 1, 2023	Cash flows	Exchange Difference	Other	March 31, 2024
Debt securities	2,696,168	175,298	-	-	2,871,466
Borrowings (other than debt securities)	1,382,848	255,367	528	89	1,638,832
Deposits	31,552	13,448	-	-	45,000
Subordinated debt liabilities	12,688	35	-	-	12,723
	4,123,256	444,148	528	89	4,568,021

46 Capital Management

The Group manages its capital to ensure that it will be able to continue as going concern while maximizing the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Group consists of net debt (borrowings as detailed in notes 15 to 18 offset by cash and cash equivalents and earmarked balances with banks (excluding lien marked)) and total equity of the Group.

The Group determines the amount of capital required on the basis of annual as well as long term operating plans and other strategic investment plans. The funding requirements are met through equity or convertible / non convertible debt securities or other long-term / short-term borrowings. The Group monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Group.

The capital components of the Group are as given below:

	March 31, 2025	March 31, 2024
Total Equity	1,665,651	1,489,470
Borrowings	5,681,037	4,568,021
Total Debt	**5,681,037**	**4,568,021**
Cash and Cash equivalents	(380,923)	(195,706)
Bank balances other than above (excluding lien marked)	(258)	(1,668)
Net Debt	**5,299,856**	**4,370,647**
Debt equity ratio	**3.41**	**3.07**
Net Debt equity ratio	**3.18**	**2.93**

(Currency : Rs in lakhs)

47 Risk management

Risk Management is an integral part of the Group's business strategy. The Risk Management oversight structure includes Committees of the Board and Management Committees. Group's risk philosophy is to develop and maintain a healthy portfolio which is within its risk appetite and the regulatory framework. While the Group is exposed to various types of risks, the most important among them are liquidity risk, interest rate risk, credit risk, regulatory risk, foreign exchange risk and fraud and operational risk. The measurement, monitoring and management of risks remain a key focus area for the Group.

The Risk Management Committee of the Board provides direction to and monitors the quality of the internal audit function and also monitors compliance with NHB and other regulators of the Company.

The Group's risk management strategy is based on a clear understanding of various risks, disciplined risk assessment and measurement procedures and continuous monitoring. The policies and procedures established for this purpose are continuously benchmarked with market best practices.

The Risk Management Committee of the Board ("RMC") reviews compliance with risk policies, monitors risk tolerance limits, reviews and analyse risk exposure and provides oversight of risk across the organization. The RMC nurtures a healthy and independent risk management function to inculcate a strong risk management culture in the Group and broadly perceives the risk arising from (i) liquidity risk, (ii) interest rate risk, (iii) credit risk and (iv) regulatory risk (v) fraud risk and operational risk and (vi) foreign exchange risk.

47.1 Liquidity Risk

Liquidity Risk refers to insufficiency of funds to meet the financial obligations. Liquidity Risk Management implies maintenance of sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit lines to meet obligations when due.

The Holding Company has an Asset Liability Management Policy in place, which is in line with NHB/RBI guidelines for Housing Finance Companies. The ALCO is responsible for the management of the companies funding and liquidity requirements. The Group manages liquidity risk by maintaining unutilised banking facilities, credit lines and by continuously monitoring forecast and actual cash flows, and by assessing the maturity profiles of financial assets and liabilities.

The Group has the following undrawn credit lines available as at the end of the reporting period.

	March 31, 2025	March 31, 2024
- Expiring within one year (including bank overdraft)	16,500	1,000
- Expiring beyond one year	25,000	-
Undrawn credit lines	**41,500**	1,000

The following tables detail the Group's remaining contractual maturity for its financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The tables include both interest and principal cash flows. To the extent that interest flows are floating rate, the rate applicable as of March 31, 2025 and March 31, 2024 respectively has been considered. The contractual maturity is based on the earliest date on which the Group may be required to pay.

Maturities of Financial Liabilities	**March 31, 2025**			
	Up to 1 year	**1 to 3 years**	**3 to 5 years**	**5 years and above**
Borrowings	2,157,811	2,696,505	1,173,667	1,325,027
Trade Payables	37,656	-	-	-
Other Financial Liabilities*	68,067	19,814	10,853	9,859
	2,263,534	**2,716,319**	**1,184,520**	**1,334,886**

Maturities of Financial Liabilities	**March 31, 2024**			
	Up to 1 year	**1 to 3 years**	**3 to 5 years**	**5 years and above**
Borrowings	1,484,984	1,854,622	1,207,405	1,461,442
Trade Payables	35,601	-	-	-
Other Financial Liabilities*	70,992	14,043	6,868	34,063
	1,591,577	1,868,665	1,214,273	1,495,504

*This includes lease liabilities

The following table details the Group's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Group's liquidity risk management as the liquidity is managed on a net asset and liability basis.

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(Currency : Rs in lakhs)

Maturities of Financial Assets	**March 31, 2025**			
	Up to 1 year	**1 to 3 years**	**3 to 5 years**	**5 years and above**
Investments	247,980	89,795	131,649	406,618
Loans	2,001,976	2,679,706	1,358,707	2,572,509
Other Financial Assets	54,241	19,074	9,909	27,628
Receivables	4,617	-	-	-
	2,308,814	**2,788,575**	**1,500,265**	**3,006,755**

Maturities of Financial Assets	**March 31, 2024**			
	Up to 1 year	**1 to 3 years**	**3 to 5 years**	**5 years and above**
Investments	96,535	158,612	166,763	553,603
Loans	1,651,896	2,161,413	1,199,696	1,796,126
Other Financial Assets	88,951	-	-	5,431
Receivables	5,591	-	-	-
	1,842,973	2,320,025	1,366,459	2,355,160

47.2 Interest Rate Risk

Retail lending:

The Holding Company is exposed to minimal interest rate risk as it has assets and liabilities are based on floating interest rates. The Holding Company has an approved Asset and Liability Management Policy which empowers the ALCO assess the interest rate risk run by it and provide appropriate guidelines to the Treasury to manage the risk.

Wholesale lending:

The Group is exposed to interest rate risk as it has assets and liabilities based on both fixed and floating interest rates. The Holding Company has an approved Asset and Liability Management Policy which empowers the Asset and Liability Management Committee (ALCO) to assess the interest rate risk run by it and provide appropriate guidelines to the Treasury to manage the risk. The ALCO reviews the interest rate risk on periodic basis and decides on the asset profile and the appropriate funding mix. The ALCO reviews the interest rate gap statement and the interest rate sensitivity analysis.

Borrowings:

The exposure of the Group's borrowings to the interest rate risk at the end of the year for variable rate borrowing is Rs. 2,197,454 lakhs (March 31, 2024 - Rs. 1,778,609 lakhs) and fixed rate borrowings are Rs. 3,483,583 lakhs (March 31, 2024 - Rs. 2,727,788 lakhs)

The sensitivity analysis below have been determined based on the exposure to interest rates for assets and liabilities at the end of the reporting period. For floating rate assets and liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year and the rates are reset as per the applicable reset dates. The basis risk between various benchmarks used to reset the floating rate assets and liabilities has been considered to be insignificant.

Floating rate instruments that have been effectively hedged using derivative instruments are excluded from the sensitivity analysis, as they are no longer exposed to interest rate risk.

Impact on the Group's profit before tax if interest rates had been 100 basis points higher / lower is given below:

Sensitivity Analysis on Floating Rate Instruments	**For the Year Ended March 31, 2025**		**For the Year Ended March 31, 2024**	
	Higher	**Lower**	**Higher**	**Lower**
Sensitivity Analysis on Floating Rate Borrowings	(18,949)	18,949	(18,127)	18,127
Sensitivity Analysis on Floating Rate Assets	36,154	(36,154)	31,332	(31,332)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(Currency : Rs in lakhs)

47.3 The table below shows contractual maturity profile of carrying value of assets and liabilities:

Particulars	As at March 31, 2025		
	Within 12 months	After 12 months	Total
ASSETS			
Financial assets:			
Cash and cash equivalents	380,923	-	380,923
Bank balances other than (a) above	4,270	103,571	107,841
Derivative financial instruments	3,202	-	3,202
Receivable	4,617	-	4,617
Loans	1,363,458	4,511,217	5,874,675
Investments	244,994	536,490	781,484
Other financial assets	54,241	56,611	110,852
Non- financial assets:			
Current tax assets (net)	31,126	-	31,126
Deferred tax assets (net)	-	255,420	255,420
Property, Plant and Equipment	-	21,919	21,919
Right-of-use assets	-	30,188	30,188
Investment property	-	95,544	95,544
Intangible assets under development	-	93	93
Goodwill	-	200	200
Other intangible assets	-	19,973	19,973
Other non-financial assets	11,403	35,269	46,672
Total Assets	**2,098,234**	**5,666,495**	**7,764,729**

Particulars	As at March 31, 2025		
	Within 12 months	After 12 months	Total
LIABILITIES			
Financial liabilities:			
Trade payables	37,656	-	37,656
Debt securities	1,154,333	2,151,203	3,305,536
Borrowings (other than debt securities)	565,207	1,779,588	2,344,795
Deposits	-	17,955	17,955
Subordinated debt liabilities	-	12,751	12,751
Other financial liabilities	68,067	40,526	108,593
Non- financial liabilities:			
Current tax liabilities (net)	14,784	-	14,784
Provisions	6,321	263	6,584
Other non- financial liabilities	33,455	216,969	250,424
Total liabilities	**1,879,823**	**4,219,255**	**6,099,078**

Particulars	As at March 31, 2024		
	Within 12 months	After 12 months	Total
ASSETS			
Financial assets:			
Cash and cash equivalents	195,706	-	195,706
Bank balances other than (a) above	2,836	96,416	99,252
Derivative financial instruments	5,112	286	5,398
Trade Receivable	5,592	-	5,592
Loans	1,149,324	3,678,267	4,827,591
Investments	80,902	749,826	830,728
Other financial assets	90,163	4,217	94,381
Non- financial assets:			
Current tax assets (net)	51,677	2,371	54,048
Deferred tax assets (net)	-	253,829	253,829
Property, Plant and Equipment	-	38,820	38,820
Right-of-use assets	-	22,889	22,889
Investment property	-	96,038	96,038
Intangible assets under development	-	1,007	1,007
Goodwill	-	200	200
Other intangible assets	-	18,857	18,857
Other non-financial assets	6,161	35,320	41,481
Total Assets	1,587,474	4,998,343	6,585,817

(Currency : Rs in lakhs)

Particulars	As at March 31, 2024		
	Within 12 months	After 12 months	Total
LIABILITIES			
Financial liabilities:			
Trade payables	35,601	-	35,601
Debt securities	649,292	2,222,174	2,871,466
Borrowings (other than debt securities)	484,862	1,153,970	1,638,832
Deposits	15,000	30,000	45,000
Subordinated debt liabilities	-	12,723	12,723
Other financial liabilities	72,927	53,038	125,965
Non- financial liabilities:			
Current tax liabilities (net)	7,911	-	7,911
Provisions	5,950	321	6,271
Deferred tax liabilities (net)			-
Other non- financial liabilities	40,390	312,188	352,578
Total liabilities	1,311,933	3,784,414	5,096,347

47.4 Credit Risk

The Group is exposed to Credit Risk through its lending activity. Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted a policy of dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Retail lending:

For retail lending the credit policy has been reviewed and approved by Risk Team. The Credit Risk management structure includes credit policies and procedures. The Credit Policy defines customer segments, income assessment criteria, underwriting standards, target market definition, appraisal and approval processes, product limits, Delegation of Authority metrics (DoA) and cover risk assessment for product offerings etc. to ensure consistency of credit buying patterns.

Wholesale lending:

The Group's Risk management team has developed proprietary internal rating models to evaluate risk credit risk for the loans and investments made by the Group. The output of traditional credit rating model is an estimate of probability of default. These models are different from the traditional credit rating models as they integrate both probability of default and loss given default into a single model.

Credit Risk Management

For retail lending business, credit risk management is achieved by considering various factors like:

- Assessment of borrower's capability to pay – detailed assessment of borrower's capability to pay is conducted. The approach to the assessment is uniform across the entire Group and is spelt out in the Credit Policy. For construction finance deals, the underlying project, the financial capability, past track record of repayments of the promoters is assessed by an independent risk team.
- Security cover – this is an assessment of the value of security under stress scenario which is further adjusted for factors like liquidity.
- Geographic region – the Group monitors loan performances in a particular region to assess if there is any stress due to natural calamities, etc impacting the performance of loans in a particular geographic region

For wholesale lending business, credit risk management is achieved by considering various factors like :

- Promoter strength – This is an assessment of the promoter from financial, management and performance perspective.
- Industry & micro-market risk – This is an assessment of the riskiness of the industry and/or micro-market to which the borrower/ project belongs
- Project risk – This is an assessment of the standalone project from which interest servicing and principal repayment is expected to be done.
- Structure risk – This is an assessment of the loan structure which is characterized by its repayment tenor, moratorium, covenants, etc.
- Security cover – This is an assessment of the value of the security under stress scenario which is further adjusted for factors like liquidity, enforceability, transparency in valuation etc. of the collateral.
- Micro Market- This is an assessment of the micro-market in which the underlying project is located

Each of the above components of the risk analysis are assigned a specific weight which differ based on type of loan. The weights are then used with the scores of individual components for conversion to a risk rating.

(Currency : Rs in lakhs)

Based on the above assessment the risk team categorises the deals in to the below Risk Grades

Risk Grading	Description
Dark Green	Extremely good loan
Green	Good loan
Yellow	Moderate loan
Amber	Weak loan
Red	Extremely weak loan

Further, a periodic review of the performance of the portfolio is also carried out by the Risk Group. The Risk Group adjusts the stress case considered during the initial approval based on actual performance of the deal, developments in the sector, regulatory changes etc. The deal level output is combined to form a portfolio snapshot. The trends from portfolio are used to provide strategic inputs to the management.

The credit risk on liquid funds and other financial instruments is limited because the counterparties are banks with high credit-ratings assigned by credit-rating agencies or mutual funds.

Provision for Expected Credit Loss

The Group has assessed the credit risk associated with its financial assets for provision of Expected Credit Loss (ECL) as at the reporting dates. For different product categories (Real Estate, Senior debt, Lease Rental Discounting, Loan Against Shares, Mezzanine etc), the Company has developed scorecard that makes use of various reasonable supportive forward looking parameters which are both qualitative as well as quantitative in nature. These scorecards helps in determining the change in credit risk and the probability of default. These parameters have been detailed out in Note No. iv of Material Accounting Policies information. Based on the result yielded by the above assessment the Financial assets are classified into (1) Standard (Performing) Asset, (2) Significant Credit Deteriorated (Under-Performing) Asset (3) Default (Non-Performing) Asset (Credit Impaired).

For the purpose of expected credit loss analysis the Group defines default as any asset with more than 90 days overdues. This is also as per the rebuttable presumption provided by the standard.

The Group provides for expected credit loss based on the following:

Category - Description	Stage	Basis for Recognition of Expected Credit Loss
Assets for which credit risk has not significantly increased from initial recognition	Stage 1	12 month ECL
Assets for which credit risk has increased significantly but not credit impaired	Stage 2	Life time ECL
Assets for which credit risk has increased significantly and credit impaired	Stage 3	Loss Given Default (LGD)

For the year ended March 31, 2025 and March 31, 2024 the Group has developed a PD Matrix after considering some parameters as stated below :

For provisioning on the wholesale financial assets, the key parameters for various scorecards are highlighted as follows -Real Estate products (Construction Finance, Structured Debt, LRD) - (1) Developer Grade (2) Past Overdue History (3) Tenant profile (4) Sales and collection deviations (5) Stage of the project (6) Geography etc. Some of the Parameters for Non Real Estate products (Senior lending, mezzanine, project finance etc) - (1) Sponsor strength (2) Overdues (3) Average debt service coverage ratio (4) Regulatory Risk (5) Stability of EBITDA (6) Quality of underlying assets etc. Based on these parameters the holding company has computed the PD. The holding company has also in built model scorecards to determine the internal LGD. However, due to lack of default history to statistically substantiate the internal LGD, the holding company has made use of a combination of both internal as well as external LGD. The holding company also maintains Expected Credit Loss for undisbursed limits.

The holding company uses ECL allowance for retail financial assets measured at amortised cost, which are not individually significant, and comprise of a large number of homogeneous loans that have similar characteristics. The expected credit loss is a product of exposure at default, probability of default (PD) and loss given default. Due to lack of sufficient internal PD data, the holding company uses a mix of internal and external PD data from credit bureau agency (TransUnion) for last 7 years for potential credit losses. Further, the estimates from the above sources have been adjusted with forward looking inputs from anticipated change in future macro-economic conditions to comply with IndAS 109.

Expected Credit Loss as at the Reporting year:

Particulars	As at March 31, 2025			
	Asset Group	Gross Carrying Value #	Expected Credit Loss	Net Amount
Assets for which credit risk has not significantly increased from initial recognition*	Investments	47,283	572	46,711
	Loans	5,388,036	91,080	5,296,957
Assets for which credit risk has increased significantly but not credit impaired	Investments	488	34	454
	Loans	141,163	22,384	118,779
Assets for which credit risk has increased significantly and credit impaired	Investments	1,652	444	1,208
	Loans	414,802	348,426	66,377
Purchased or Originated credit impaired (POCI)	Loans	72,014	36,568	35,446
Total		**6,065,437**	**499,507**	**5,565,930**

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(Currency : Rs in lakhs)

Particulars	As at March 31, 2024			
	Asset Group	Gross Carrying Value #	Expected Credit Loss	Net Amount
Assets for which credit risk has not significantly increased from initial recognition*	Investments	49,565	1,275	48,290
	Loans	4,091,157	109,842	3,981,315
Assets for which credit risk has increased significantly but not credit impaired	Investments	-	-	-
	Loans	355,342	82,276	273,066
Assets for which credit risk has increased significantly and credit impaired	Investments	1,833	1,833	-
	Loans	415,178	367,196	47,982
Purchased or Originated credit impaired (POCI)		179,603	77,577	102,026
Total		5,092,678	640,000	4,452,679

* Excluding Fair Valuation Adjustment on Merger of Rs. 216,957 Lakhs (March 31, 2024 - Rs. 312,188 Lakhs) as same amount of liability is disclosed in Other Non-Financial Liabilities.

During the previous year, to cover for any possible uncertainties in the near future, the holding company had created additional management overlay provision on certain real estate wholesale portfolio amounting to Rs. 42,900 lakhs. This was duly approved by the Risk Management Committee and the Board of Directors of the holding company. The total management overlay as on March 31, 2024 stood at Rs. 62,300 lakhs (including continuing provisions of Rs. 19,400 lakhs created in financial year 2022-23).

During the year ended March 31, 2025, Rs. 38,758 lakhs has been released as per the policy laid down. Accordingly, as of March 31, 2025, the management overlay stood at Rs. 23,542 lakhs.

Gross Carrying Value represents instruments valued at amortised cost.

Investments covered investments in the nature of loan portfolio.

Reconciliation of Loss Allowance

a) Investments and Loans	For the year ended March 31, 2025			
	12 months ECL - Stage 1	Lifetime ECL not credit impaired - Stage 2	ECL credit impaired - Stage 3	POCI
Balance at the beginning of the year	111,116	82,276	369,030	77,577
Transfer on Account of Merger	-	-	-	-
Transferred to 12-month ECL (Stage 1)	4,262	(2,386)	(1,875)	-
Transferred to Lifetime ECL not credit impaired (Stage 2)	(2,815)	3,107	(292)	-
Transferred to Lifetime ECL credit impaired (Stage 3)	(1,533)	(14,468)	16,000	-
Bad debts written off	(751)	(28,265)	(51,663)	-
On Account of Rate (Reduction)/Increase	8,591	1,714	33,903	-
ECL on new loan disbursements	35,200	4,456	9,778	-
On Account of Repayments	(62,420)	(24,016)	(26,012)	(41,009)
Balance at the end of the year	**91,651**	**22,417**	**348,871**	**36,568**

a) Investments and Loans	For the year ended March 31, 2024			
	12 months ECL - Stage 1	Lifetime ECL not credit impaired - Stage 2	ECL credit impaired - Stage 3	POCI
Balance at the beginning of the year	132,401	106,177	375,411	106,501
Transfer on Account of Merger	-	-	-	-
Transferred to 12-month ECL (Stage 1)	6,881	(4,144)	(2,737)	-
Transferred to Lifetime ECL not credit impaired (Stage 2)	(12,108)	12,595	(487)	-
Transferred to Lifetime ECL credit impaired (Stage 3)	(7,742)	(3,317)	11,059	-
Bad debts written off	(12,500)	(38,325)	(43,273)	-
On Account of Rate (Reduction)/Increase	(15,902)	23,089	31,706	-
ECL on new loan disbursements	35,760	6,268	14,014	-
On Account of Repayments	(15,674)	(20,067)	(16,663)	(28,924)
Balance at the end of the year	**111,116**	**82,276**	**369,030**	**77,577**

Notes to the Consolidated Financial Statements

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(Currency : Rs in lakhs)

b) Expected Credit Loss on undrawn loan commitments and letter of comfort:

Particulars	As at March 31, 2025	As at March 31, 2024
ECL on undrawn loan commitments (refer note 21)	1,250	3,511

No letter of comfort is outstanding at the year end. The Group has not issued any letter of comfort during the year.

c) Description of Collateral held as security and other credit enhancements

The Group has set benchmarks on appropriate level of security cover for various types of deals. The Group periodically monitors the quality as well as the value of the security to meet the prescribed limits. The collateral held by the Group varies on case to case basis and includes:

i) First / Subservient charge on the Land and / or Building of the project or other projects, properties and vehicles
ii) First / Subservient charge on the fixed and current assets of the borrower
iii) Hypothecation over receivables from funded project or other projects of the borrower
iv) Pledge on Shares of the borrower or their related parties
v) Guarantees of Promoters / Promoter Undertakings
vi) Post dated / Undated cheques

As at the reporting date, the value of the collateral held as security for the credit impaired financial assets is higher than the exposure at default for these assets.

d) The credit impaired assets as at the reporting dates were secured by charge on land, building, properties, vehicals and project receivables amounting to:

Particulars	As at March 31, 2025	As at March 31, 2024
Secured portfolio	86,657	72,408

47.5 Regulatory Risk:

The Group requires certain statutory and regulatory approvals for conducting business and failure to obtain retain or renew these approvals in a timely manner, may adversely affect operations. Any change in laws or regulations made by the government or a regulatory body that governs the business of the Group may increase the costs of operating the business, reduce the attractiveness of investment and / or change the competitive landscape.

47.6 Fraud risk and operational risk:

Operational risk refers to the potential loss or disruption resulting from inadequate or failed internal processes, people, systems, or external events. It encompasses risks related to human error, technology failures, legal and compliance issues, and business continuity disruptions that can impact the operations of a finance company.

Operational Risk Management policy provides the structure and techniques that will facilitate consistent functioning of Operational Risk Management (ORM) framework. This Policy is focused on Operational Risk arising on account of People, Process, Systems, and external events. Company has Operational Risk Management Committee (ORMC) consisting of senior executives which monitors the ORM framework.

Fraud Risk Management policy focuses on prevention, detection, investigation of fraud and actions that Group should take in the event of fraud. Group has formulated Fraud Risk Management Committee (FRMC) consisting of senior executives. Group has also established a channel for employees to report frauds and related concern in timely manner.

The Group's risk management framework considers strategic, operations, financial reporting and external laws and regulations related risks

The Group has an elaborate system of internal audit and concurrent audit commensurate with the size, scale and complexity of its operations and covers funding operations, financial reporting, fraud control and compliance with laws and regulations.

Further, Concurrent audit helps prevent and address document related anomalies and deficiencies which strengthening quality assurance during onboarding and processing of transactions.

Internal Auditors monitors and evaluates the efficacy and adequacy of internal control systems in the Group, its compliance with laws and regulations, efficacy of its operating systems, adherence to the accounting procedures and policies at all offices of the Group and report directly to Audit Committee and Risk Management Committee of the Group.

47.7 Foreign exchange risk:

The Group is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency i.e. INR. The Group has taken foreign currency floating rate borrowing which is linked to various benchmark rates. The risk is measured through a forecast of highly probable foreign currency cash flows. The risk is hedged with the objective of minimising the volatility of the INR cash flows of highly probable forecast transactions.

The Group has entered into cross-currency interest rate swap (CCIRS), principal only swaps (POS), internal rate swaps (IRS) and forwards for the entire loan liability to manage the foreign exchange risk along with interest rate risk arising from changes in bechmark rates on such borrowings. As per the Group's policy, the critical terms of hedging instrument must align with the hedged items. Refer note 48 for accounting for the cash flow hedge and impact of hedge accounting on the statement of profit and loss.

There is no foreign currency asset/liability outstanding as on March 31, 2025 except External Commercial Borrowing of USD 365 million and Foreign currency bond of USD 450 million which are fully hedged (Refer note 48).

(Currency : Rs in lakhs)

48 Accounting for cash flow hedge

The Group deals with multiple financial instruments which are hedged by multiple derivative products. The details are as below:

Financial Instrument (Hedged Item)	**Notional amount**	**Maturity date**	**Type of risk hedged**	**Derivative instrument (Hedging instrument)**	**Key terms of the hedging instrument**	**Critical terms match**[1]	**Type of hedging relationship**
External Commercial Borrowings (ECB) (based on LIBOR)[2] (ECB1)	26,132	June'2024	- Interest rate risk due to changes in LIBOR - Foreign currency risk on interest coupon and principal due to change in foreign exchange rates	Cross currency interest rate swap (CCIRS)	- Pay fixed rate interest - Receive floating rate interest (based on LIBOR) - Repayment of coupon and principal at fixed foreign exchange rate	Yes	Cash flow hedge
Investment in Floating rate government securities/bonds (linked to treasury bill rate)[3] (GOI_IRS)	17,500	September' 2032 to August' 2033	Interest rate risk due to change in T bill rate	Interest Rate Swap (IRS)	- Pay floating rate interest (based on daily compounded overnight FBIL MIBOR) - Receive fixed rate interest	No	Cash flow hedge
ECB (based on SOFR) (ECB2)	83,240	May'2027	- Interest rate risk due to change in SOFR - Foreign currency risk on interest coupon and principal due to change in foreign exchange rates	- IRS - Forward contracts[4] - Principal Only Swap (POS)	IRS - Pay fixed rate interest - Receive floating rate interest (SOFR) Forward contracts - Pay interest at fixed foreign exchange rate POS - Repayment of principal at fixed foreign exchange rate	Yes	Cash flow hedge
ECB (based on SOFR) (ECB3)	227,076	March'2028	- Interest rate risk due to change in SOFR - Foreign currency risk on interest coupon and principal due to change in foreign exchange rates	CCIRS	- Pay fixed rate interest - Receive floating rate interest (SOFR) - Repayment of coupon and principal at fixed foreign exchange rate	Yes	Cash flow hedge
Fixed interest Foreign Currency Denominated Bonds (FCCB)	377,085	January'2028	Foreign currency risk on coupon and principal due to change in foreign exchange rates	- Forward contracts[4] - POS	Forward contracts - Pay interest at fixed foreign exchange rate POS - Pay principal at fixed foreign exchange rate	Yes	Cash flow hedge
Issue of floating interest rate Non- Convertible Debentures (NCDs) (linked to Overnight Index Swaps - OIS)	85,000	February' 2026 to January' 2027	Interest rate risk due to change in OIS	IRS	- Pay fixed rate interest - Receive floating rate interest (linked to OIS)	Yes	Cash flow hedge

[1] As the critical terms of the hedged item and the hedging instrument (notional, interest periods, underlying, repayment tenure and fixed rates) are matched and the interest cash flows are off setting, an economic relationship exists between the two. This ensures that the hedging instrument and hedged item have values that generally move in the opposite direction.

[2] The date on which the ECB and CCIRS were designated into hedging relationship is later than the date on which the respective contracts were entered into. This timing difference has caused hedge ineffectiveness to a certain extent, the effect of which has been recognised in profit or loss under the head net fair value changes .

[3] As the critical terms of the hedged item and the hedging instrument (notional, interest periods, underlying, repayment tenure and fixed rates) are not exactly matched, the Company uses the hypothetical derivative method to assess effectiveness. The interest cash flows of the hypothetical derivative and interest rate swap are off setting, an economic relationship exists between the two. This ensures that the hedging instrument (interest rate swap) and hedged item (hypothetical derivative) have values that generally move in the opposite direction.

[4] The Company has excluded the foreign currency basis spread on the forward contracts and takes such excluded element through the income statement and measures it at FVTPL. Accordingly, the Company designates only the spot rate in the hedging relationship.

The derivative contracts are denominated in the same currency as the hedged items, therefore the hedge ratio is 1:1.

Hedge Effectiveness Testing is assessed at designation date of the hedging relationship, and on an ongoing basis. The ongoing assessment is performed at a minimum at each reporting date or upon a significant change in circumstances affecting the hedge effectiveness requirements, whichever comes first.

Following table provides quantitative information regarding the hedging instruments for Cash Flow Hedge:

Type of risk/ hedge position	**Carrying amount of hedging instruments- asset/ (liability) (included under "Derivative financial instruments")**	**Average contracted fixed interest rate & foreign currency rate**	**Changes in fair value of hedging instrument used as a basis for recognising hedge ineffectiveness Gain/ (Loss)**	**Changes in value of hedged item used as a basis for recognising hedge ineffectiveness**
As on March 31, 2025:				
Foreign currency and Interest rate risk	(1,050)	8.33% - 9.30%	(948)	948
Interest rate risk	(2,148)	6.55%-9.50%	(2,432)	2,432
Foreign currency risk	6,400	USD/INR 83.24 to 88.58	6,866	(6,866)
	3,202			
As on March 31, 2024:				
Foreign currency and Interest rate risk	5,112	9.30%	356	(356)
Interest rate risk	286	6.67%	57	(59)
	5,398			

Following table provides the effects of hedge accounting on financial performance :

Type of hedge	**Changes in the value of hedging instruments recognised in Other comprehensive income**	**Hedge ineffectiveness recognised in profit or loss**	**Amount reclassified from cash flow hedge reserve to profit or loss**	**Line-item affected in statement of profit or loss because of reclassification**
For the year ended March 31, 2025				
Cash flow hedge				
Foreign currency and Interest rate risk	(948)	-	577	Finance Cost
Interest rate risk	(2,434)	-	122	Finance Cost/Interest income
Foreign currency risk	8,149	-	(8,440)	Finance Cost
For the year ended March 31, 2024				
Cash flow hedge				
Foreign currency and Interest rate risk	356	-	(629)	Finance Cost
Interest rate risk	(28)	13	12	Finance Cost/Interest income

The table below provides a profile of the timing of the nominal amounts of the Group's hedging instruments (based on residual tenor) along with the rate as applicable by risk category:

Particulars	**As at March 31, 2025**			
	Total	**Less than 1 year**	**1-5 years**	**Over 5 years**
Foreign currency risk:				
POS				
Net exposure (in INR)	460,325	-	460,325	-
INR:USD forward contract rate	83.24 to 83.80	-	83.24 to 83.80	-
CCIRS				
Net exposure (in INR)	227,076	-	227,076	-
Average forward contract rate	85.69	-	85.69	-

(Currency : Rs in lakhs)

Particulars	**As at March 31, 2025**			
	Total	**Less than 1 year**	**1-5 years**	**Over 5 years**
Forward Contracts				
Net exposure (in INR)	102,444	35,961	66,484	-
Average forward contract rate	87.62 to 88.58	86.08 to 86.21	88.86 to 89.84	-
Interest rate risk:				
CCIRS				
Net exposure (in INR)	257	(5,224)	5,482	-
Average fixed interest rate	8.33%	8.33%	8.33%	-
Interest rate Swaps				
Net exposure (in INR)	(690)	1,879	(2,780)	211
Average fixed interest rate	6.55% to 9.50%	6.55% to 9.50%	6.55% to 9.50%	6.67%

	As at March 31, 2024			
	Total	**Less than 1 year**	**1-5 years**	**Over 5 years**
Foreign currency risk:				
Net exposure (in INR)	26,132	26,132	-	-
INR:USD forward contract rate	69.69	69.69	-	-
Interest rate risk:				
Net exposure (in INR)	(14)	(14)	-	-
Average fixed interest rate	9.30%	9.30%	-	-
Interest rate risk:				
Net exposure (in INR)	165	(9)	120	54
Average fixed interest rate	6.67%	6.67%	6.67%	6.67%

The following table provides a reconciliation by risk category of the components of equity and analysis of Other Comprehensive Income items resulting from hedge accounting:

Particulars	**Movement in Cash flow hedge reserve for the year ended**	
	March 31, 2025	March 31, 2024
Opening balance	165	381
Effective portion of:		
a) Interest rate and foreign currency risk	(948)	328
b) Interest rate	(2,434)	-
c) Foreign currency risk	8,149	-
Tax on movements on reserves during the year	(1,200)	(82)
Net amount reclassified to profit or loss:		
a) Interest rate and foreign currency risk	577	(629)
b) Interest rate	122	12
c) Foreign currency risk	(8,440)	-
Tax on movements on reserves during the year	1,948	155
Closing balance	**(2,060)**	165

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(Currency : Rs in lakhs)

49 Transfer of Financial Assets

(a) Transferred financial assets that are not derecognised in their entirety

The following tables provide a summary of financial assets that have been transferred in such a way that part or all of the transferred financial assets do not qualify for derecognition, together with the associated liabilities:

Securitisations	**As at March 31, 2025**	As at March 31, 2024
Carrying amount of transferred assets measured at amortised cost	514,953	339,941
Carrying amount of associated liabilities measured at amortised cost	516,988	348,940
Fair value of assets	514,953	339,941
Fair value of associated liabilities	516,988	348,940
Net position at Fair value	(2,035)	(8,999)

(b) Transferred Financial Assets that are derecognised in their entirety

The Group has assigned loans (earlier measured at amortized cost) by way of direct assignment (including co-lending). As per the terms of deals, since substantial risk and rewards related to these assets were transferred to the buyer, the assets have been de-recognised from the Group's Balance Sheet. The table below summarised the carrying amount of the derecognised financial assets.

Particulars	**As at March 31, 2025**	As at March 31, 2024
Direct Assignment (excluding 100% direct assignment (including co-lending))		
Carrying amount of transferred assets measured at amortised cost	1,303,429	917,718
Carrying amount of exposures retained by the Company at amortized cost	153,703	106,407

50 Foreign Currency Expenditure (on accrual basis)

Particulars	**For the year ended March 31, 2025**	For the year ended March 31, 2024
Professional Fees	257	120
Legal Fees	0	3
Membership & Subscription	137	170
Repairs & Maintenance	4	18

51 (a) Disclosure for Insurance commission as required under Insurance regulatory and development Authority (IRDA)

Particulars	**For the year ended March 31, 2025**	For the year ended March 31, 2024
Cholamandalam MS General Insurance Company Limited	1,423	847
Pramerica Life Insurance Limited*	14,311	10,232
HDFC Ergo General Insurance Company Limited	1,302	595
Care Health Insurance Limited	783	75
TATA AIG General Insurance Company Limited	1,701	799
Go Digit General Insurance Limited	7	94
Total	**19,526**	12,642

(* including Reward Commission Rs. 11,857 lakhs, March 31, 2024 - 8,298 lakhs)

(b) Disclosure in respect of income from insurance companies where Corporate agency agreement exits:

Particulars	**For the year ended March 31, 2025**	For the year ended March 31, 2024
Commission income *	19,526	12,642
Rental Income	13	12
Marketing and branding services	1,158	-
Manpower services	-	491

(* including Reward Commission Rs. 11,857 lakhs, March 31, 2024 - 8,298 lakhs)

(Currency : Rs in lakhs)

52 Disaggregate Revenue Information

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Type of services		
Rental income	7,270	6,510
Fees and commission income		
Processing / arranger fees and other charges	43,224	56,699
	50,494	63,209
Timing of revenue recognition		
Services transferred at a point in time	43,224	56,699
Services transferred over time	7,270	6,510
	50,494	63,209

53 (a) Conversion of the Company from HFC to NBFC-ICC

As per para 4.1.17 of Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 ('RBI Directions'), Piramal Finance Limited (Formerly known as Piramal Capital & Housing Finance Limited) ('the Company' or 'PFL') was required to comply with Principal Business Criteria ('PBC') for Housing Finance Companies (HFCs). However, the holding company could not fulfil the PBC criteria as on March 31, 2024.

As per above referred RBI Directions, para 5.3, HFCs that were unable to fulfil the PBC criteria as on March 31, 2024 were required to approach the Reserve Bank of India (RBI) for conversion of their Certificate of Registration from HFC to NBFC – Investment and Credit Companies ('NBFC-ICC'). In line with the above, the Board of Directors had approved the conversion of it's Certificate of Registration from HFC to NBFC-ICC in it's meeting dated May 8, 2024 and the holding company had submitted the application to the RBI as required under the said RBI Directions. The holding company received its Certificate of Registration (CoR) as a Non-Banking Financial Company - Investment and Credit Company (NBFC-ICC) from the Reserve Bank of India (RBI) on April 4, 2025. On the same day, the Company surrendered its CoR as a Housing Finance Company (HFC) and accordingly PBC requirement is no longer required w.e.f. April 4, 2025. However, since the holding company was classified as a HFC as of March 31, 2025, its financial statements have been prepared and presented as the financial statements of a HFC, including all applicable disclosures.

(b) Composite Scheme of Arrangement for merger

The Board of Directors of the holding company, in its meeting dated May 8, 2024, approved the Composite Scheme of Arrangement amongst the Company, Piramal Enterprises Limited ('PEL') (the holding company of PFL) and their respective shareholders and creditors under Sections 230 to 232 read with Section 52 and Section 66 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder ('Scheme'). The Scheme was modified by the Committee of Directors (Administration, Authorisation & Finance) of the holding company at its meetings held on October 26, 2024 and April 9, 2025. The appointed date of the Scheme will be April 1, 2024.

RBI approval on Scheme was received on April 8, 2025 and the holding company on April 10, 2025 has filed Application with the National Company Law Tribunal, Mumbai Bench.

54 Corporate Social Responsibility Expenditure

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Amount required to be spent by the Group during the year	-	934
Amount spent during the year from Group's bank A/c	-	6,750
Closing Balance in Separate CSR Unspent Bank A/c	-	-
Shortfall at the end of the year,	-	-
Total of previous years shortfall,	-	-
Reason for shortfall,	-	-
Nature of CSR activities	-	Promoting healthcare and education
Details of related party transactions, e.g., contribution to a trust controlled by the Group in relation to CSR expenditure as per relevant Accounting Standard,	-	4,016
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	-	-

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for the year ended March 31, 2025

(Currency : Rs in lakhs)

55 Events after reporting period

There have been no events other then referred in note no. 53 after the reporting date that require disclosure in these financial statements.

56 Additional Regulatory Information

(i) The Group has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person that are:

  (a) repayable on demand; or

  (b) without specifying any terms or period of repayment

(ii) The Group has not been declared a wilful Defaulters by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.

(iii) The Group has not done any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 except:

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding	Relationship with the struck off company, if any, to be disclosed
Leela Trade Link Private Limited	Lodging and boarding	Nil	Hotel stay for employees
Green Park Hotels & Resorts Limited	Lodging and boarding	Nil	Hotel stay for employees

(iv) The Group has pending charges amounting to Rs. 30,000 lakhs towards borrowing from HDFC bank to be registered with ROC due to pending finalisation of document There was no satisfaction of charge pending as on March 31, 2025 except Punjab National Bank loans where loan repaid during the year for Rs. 40,000 lakhs due to non-receipt of No Due Certificate, Modification of charge amounting to Rs. 80,000 lakhs for NCD having ISIN no INE516Y07485 due to resubmission on ROC site. With respect to the assets acquired under business combination, the Company is in the process of satisfying the charges on those assets which is procedural.

(v) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

(vi) The Group have not traded or invested in Crypto currency or Virtual Currency during the year.

(vii) During the year the Group have not advanced or loaned or invested funds to any other person (s)or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries); or

  (b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(viii) During the year the Group have not received any fund from any person (s)or entity (ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

  (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or

  (b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ix) The Group have not had any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(x) The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017

(xi) Quarterly Asset cover statements submitted to Debenture and Security Trustee's are in agreement with the books of accounts.

57 Previous years figures have been regrouped or reclassified wherever necessary to conform to current year's presentation which are not considered to be material to the Consolidated Financial Statements.

The notes referred to above forms an integral part of the consolidated financial statements.

As per our report of even date attached.

For Singhi & Co
Chartered Accountants
Firm Registration No. 302049E

For T R Chadha & Co LLP
Chartered Accountants
Firm's Registration No:
006711N/N500028

For and on behalf of the Board of Directors of
Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)
(CIN - U64910MH1984PLC032639)

Ravi Kapoor
Partner
Membership No: 040404

Hitesh Garg
Partner
Membership No: 502955

Jairam Sridharan
Managing Director
DIN: 05165390

Ajay Piramal
Chairman
DIN: 00028116
New York, USA

Mumbai, May 6, 2025

Vikash Singhla
Chief Financial Officer

Urmila Rao
Company Secretary

(Currency : Rs in lakhs)

FORM AOC-1

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

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES/JOINT VENTURES

Part "A": Subsidiaries

Rs. In lakhs

	1	2	3	4	5	6
Name of the Subsidiary Company	**DHFL Advisory & Investments Private Limited (Refer note 2)**	**DHFL Holdings Limited (Refer note 2)**	**Piramal Finance Sales & Services Private Limited (Refer note 2)**	**Piramal Payment Services Limited**	**DHFL Investments Limited**	**Piramal Agastya Offices Private Limited (Formerly knowns as PRL Agastya Private Limited)**
Reporting period	**March 31, 2025**	**March 31, 2025**	**March 31, 2025**	**March 31, 2025**	**March 31, 2025**	**March 31, 2025**
Reporting currency	INR	INR	INR	INR	INR	INR
Average rate	-	-	-	-	-	-
Closing rate	-	-	-	-	-	-
Share capital (Including Additional Paid In Capital)	7,501	6	10	700	10,145	5,549
Reserves & Surplus	(7,460)	(5)	2,312	(75)	91,859	(3,949)
Total assets	42	1	2,323	626	1,02,004	84,043
Total liabilities	0	0	1	1	0	82,443
Investments (including investment properties)	-	-	2,078	-	1,02,002	75,895
Turnover	-	-	-	-	-	10,138
Profit/ (Loss) before taxation and exceptional items	(8)	(2)	131	(21)	(6)	(928)
Exceptional items	-	-	-	-	-	-
Provision for taxation	-	-	(178)	-	-	(175)
Profit/ (Loss) after taxation	(8)	(2)	309	(21)	(6)	(753)
Other Comprehensive Income	-	-	-	-	-	(1)
Total Comprehensive Income	(8)	(2)	309	(21)	(6)	(754)
Proposed dividend	-	-	-	-	-	-
Effective % of shareholding (As on March 31, 2025)	0%	0%	0%	100%	100%	100%

1. Names of subsidiaries which are yet to commence operations -
2. Names of subsidiaries which have been liquidated or sold during the year – (cesses to be subsidiaries from January 17, 2025)
    a. DHFL Advisory & Investments Private Limited
    b. DHFL Holdings Limited
    c. Piramal Finance Sales & Services Private Limited
3. The above figures of the subsidiaries are for the year ending March 31, 2025 basis standalone financial statements of respective subsidiaries.
4. Share Capital represents, equity share capital as on balance sheet date.

Notes to the Consolidated Financial Statements

(Currency : Rs in lakhs)

Part "B": Associates and Joint Ventures

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

Rs. In lakhs

	1	2
Name of the Associates / Joint Ventures	**DHFL Ventures Trustee Company Private Limited**	**Pramerica Life Insurance Limited (formerly known as DHFL Pramerica Life Insurance Company Limited)**
Reporting period	**March 31, 2025**	**March 31, 2025**
Shares of Associates / Joint Ventures held by the Company on the year end		
- Number	22,500	18,70,30,931
- Amount of Investment in Associate / Joint Venture (in Lakh)	2.25	1,02,000
- Effective Holding %	45.00%	50.00%
Description of how there is significant influence	Shareholding exceeding 20% of paid up share capital through Wholly Owned Subsidiary i.e DHFL Investments Limited	Not applicable since it's a joint venture with joint control through 50% shareholding
Reason why the associate / joint venture is not consolidated	NA	NA
Networth attributable to Shareholding as per latest Balance Sheet	0.74	49,763
Profit / Loss for the year	(0.42)	(8,373)
i. Considered in Consolidation	(0.19)	(4,187)
ii. Not considered in Consolidation	(0.23)	(4,187)