

DMI FINANCE PRIVATE LIMITED

Registered office: Express Building, 3rd Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002

Phone: +91-11-49834444, Fax- +91-11-41204000

Website: www.dmifinance.in

CIN: U65929DL2008PTC182749

NOTICE OF THE 14th ANNUAL GENERAL MEETING

Notice is hereby given that the 14th Annual General Meeting (“AGM”) of the members of DMI Finance Private Limited (“the Company”) will be held on Friday, September 02, 2022 at Express Building, 3rd Floor, 9-10 Bahadur Shah Zafar Marg, New Delhi 110002 at 1700 hours onwards to transact the following business:

Registered Office:
Express Building, 3rd Floor,
9-10, Bahadur Shah Zafar
Marg, New Delhi-110002
T: +91 11 41204444
F: +91 11 41204000
email: dmi@dmifinance.in
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ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Annual audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors and the Auditors thereon; and**
- 2. To approve re-appointment of Statutory Auditors of the Company:**

“RESOLVED THAT pursuant to the provisions of Section 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (“SAs”) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) (including any statutory modification or re-enactment thereof for time being in force) dated April 27, 2021 issued by the Reserve Bank of India (“RBI Guidelines”) and Articles of Association of the Company and all other rules, regulations, guidelines, notifications, clarifications and circulars, if any, issued by any Statutory/Regulatory Authorities, as may be applicable, and as per the recommendation received from the Board of Directors of the company, M/s. S.N. Dhawan & Co LLP, Chartered Accountants (Firm Registration No.: 000050N/N500045) who have offered themselves for re-appointment and have confirmed their eligibility to be appointed as Statutory Auditors, be and is hereby re-appointed as Statutory Auditors of DMI Finance Private Limited (the ‘Company) for financial year 2022-23 (2nd year out of the term of 3 years), subject to the fulfilment of the eligibility norms each year during its tenure at such remuneration plus taxes, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors, the auditors shall also provide the relevant certificates at a price agreed along with statutory audit fees as may be required under various statutory or regulatory requirements.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Mr. Shivashish Chatterjee, Mr. Yuvraja Chanakya Singh, Jt. Managing Directors and Mr. Sahib Pahwa, Head-CS & Compliance of the Company are hereby severally authorized to take all actions and to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable or expedient to give effect including but not limited to intimating the Reserve Bank of India (RBI) or any other regulatory authority as applicable for such appointment and to do all acts, deeds and things in connection therewith and incidental thereto

as they in their absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end.”

SPECIAL BUSINESS:

3. Issuance of Convertible Share Warrants on Preferential Allotment Basis:

“**RESOLVED THAT** pursuant to Section 42 and section 62 of Companies Act 2013 read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) (including any re-enactments and modifications) made thereunder, if any, for the time being in force) read with the enabling provisions of the Memorandum and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions of all other appropriate and / or concerned authorities and departments, if any, and subject to such conditions and modifications as may be prescribed by any of them in granting and such approvals, consents, permissions and sanctions which may be agreed to by the Board of Directors (“Board”) of the Company (hereinafter referred to as “Board” which term shall be deemed to include any Committee constituted / to be constituted by the Board to exercise its powers conferred by this Resolution), consent of the Members of the Company be and is hereby accorded to offer, issue, allot and deliver fully convertible share warrants (“Warrants”) to certain employees of group Company (“Warrant Allottees”) and other details as mentioned below for cash, which shall upon conversion rank pari-passu with the existing ordinary equity shares of the Company, in such form and manner and upon such terms and conditions as may be determined by the Board in accordance with the Companies Act, 2013 and as per the terms set out in Warrants Subscription Agreement or other provisions of the law as may be prevailing at the time.

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S. No.	Name of Proposed Warrant Allottee	No. of Share Warrants to be Offered	Upfront price/Premium price per warrant	Upfront Price/Warrants Premium	Exercise price per Warrant (in Rs.)	Total Warrants amount (in Rs.)
1.	Chandan Papneja	1,473	84.1	1,23,879	212.80	3,13,455
2.	Pankaj Singh	1,157	84.1	97,303	212.80	2,46,210
	Total	2,630		2,21,182		5,59,665

RESOLVED FURTHER THAT:

- Each warrant issued to Warrants Allottees be convertible into one ordinary equity share which can be exercised at any time within a period of 60 months from the date of issuance. (“Warrant Exercise Period”).
- An amount equivalent to Rs. 84.10 for the Warrant shall be payable at the time of subscription and allotment of each warrant and the balance Warrant Issue Price shall be payable by the warrant holder on or before the exercise of the entitlement attached to Warrant(s) to subscribe for ordinary equity shares of the Company.
- In reference to the Warrant Subscription agreement executed between the Company and the Warrant Allottees, the subscriber shall submit an exercise notice in writing to the Company specifying the number of ordinary equity shares to be purchased and shall also pay such subscription amount to the company. The Company shall accordingly, issue and allot the corresponding number of ordinary equity shares to the warrant holder.

- d) In the event, if the warrant holder does not exercise the Warrants within a period of 60 months from the date of allotment, the Warrants shall lapse and the amount paid by the Warrant holder on such Warrants shall stand forfeited by the Company.
- e) That the Warrants do not give any rights/entitlements to the Warrant holder as a shareholder of the Company.
- f) The Warrant holder can transfer/ assign its warrants as per the terms and conditions as stated in the Warrant Subscription Agreement.
- g) The ordinary equity shares to be so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the Board/Securities Allotment Committee of the Company be and is hereby authorised to allot the convertible share warrants to the Proposed Warrant Allottees on receipt of application money from them for subscribing the warrants and upon satisfaction of all the terms and conditions attached to the allotment of the warrants herewith.

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RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Yuvraja Chanakya Singh, Mr Shivashish Chatterjee, Jt. Managing Directors and Mr. Sahib Pahwa, Head- CS & Compliance of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable and expedient including issue and allot such number of equity shares of the Company as may be required to be issued and allotted upon exercise of the option in the warrants held by the holder(s) of the warrant, filing of requisite documents with the Registrar of Companies, depositories (wherever required) and/or with such authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the Share Warrants, utilisation of the issue proceeds, signing of all documents as may be required, accept any alteration(s) or amendment(s) or corrections as they may deem fit and appropriate.

RESOLVED FURTHER THAT a copy of the above resolution certified by any Director or Company Secretary of the Company be submitted to the concerned authorities and they be requested to act upon the same.

Date: August 12, 2022
Place: New Delhi

By the Order of the Board
For DMI Finance Private Limited

Sd/-

Sahib Pahwa
Head- Compliance and Company Secretary
A24789
Express Building, 3rd Floor, 9-10,
Bahadur Shah Zafar Marg, New Delhi- 110002

EXPLANATORY STATEMENT ANNEXED TO THE NOTICE OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3: ISSUANCE OF CONVERTIBLE SHARE WARRANTS ON PREFERENTIAL ALLOTMENT BASIS TO IDENTIFIED EMPLOYEES OF ASSOCIATE COMPANY

The Members are apprised that the management would like to reward certain identified employees of group Company with share warrants as recognition of their performance. The said warrants shall be converted into ordinary equity shares within 60 months from date of issuance and subject to other terms and conditions of issuance as specifically provided in the Offer Letter.

Following is the list of employees to whom warrants shall be issued:

- Mr. Chandan Papneja
- Mr. Pankaj Singh

The Members are also apprised that in accordance with the provisions of Articles of Association of the Company, the issuance of aforesaid convertible share warrants is a reserved matter and in this regard, due approval has been obtained from DMI Limited and NIS Ganesha S.A for such issuance.

It was further informed that in accordance with Section 42 read with applicable rules of the Companies Act, 2013 further read with other applicable provisions, if any, issuance of share warrants on private placement basis will be subject to approval by Members of the Company in the ensuing general meeting.

Necessary information as required in respect of the proposed issue of share warrants in terms of the provisions of section 62 of the Companies Act, 2013 read with rule 13 of Companies (Share Capital and Debentures) Rules, 2014 made thereunder are as below:

Date of passing of Board Resolution	The resolution is passed by the Board of Directors of the Company on August 12, 2022.
Date of passing of resolution in general meeting, authorizing the offer of securities	September 02, 2022
Kinds of securities offered (i.e. whether share or debenture) and class of security	2,630 Convertible Warrants convertible into Ordinary Equity Shares of the Company.
Price at which the security is being offered, including premium if any, along with justification of the price	2,630 convertible share warrant are being issued with a warrant exercise price of Rs. 212.80/- and an upfront price/warrants premium of Rs. 84.10/- per warrant aggregating to Rs. 2,21,182/-

Name and address of the valuer who performed valuation of the security offered	INMACS Valuers Private Limited Registered Valuer (IBBI) Regn. No.: IBBI/RVO/2017/002 Address: 503, Chiranjiv Tower, 43 Nehru Place, New Delhi 110019
The class or classes of persons to whom the allotment is proposed to be made;	The share warrants are offered to the identified Employees of the Associate Company.
Intention of promoters, directors or key managerial personnel to subscribe to the offer	Directors do not intend to subscribe to the current offer of warrants.
The change in control, if any, in the company that would occur consequent to the private placement	There will be no change in the control of the Company as the maximum number of shares of the Company will be held by DMI Limited and the numbers of shares to be offered and allotted to the offerees will be less than 10% of the total paid up capital of the Company post conversion.
The number of persons to whom allotment on preferential basis/private placement/ rights issue has already been made during the year, in terms, of number of securities as well as price;	Refer Annexure 1
Amount, which the Company intends to raise by way of securities	The Company is issuing warrants to identified employees of the Associate Company for a total issue size of Rs. 5,59,665.00/-
Terms of raising securities: Duration, if applicable, rate of interest or dividend, mode of payment and repayment	Not Applicable as securities are in the nature of Convertible Warrants.
Proposed time schedule for which the offer is valid	Offer Open date – September 02, 2022 Offer Close date – October 01, 2022
Purpose and objects of the offer	The proceeds of the Issue will be used for business and general corporate purposes.
Contribution being made by the promoters or directors either as part of offer or separately in furtherance of such objects	NIL
Principal terms of assets charged as security, if applicable	Not Applicable

The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the company and its future operations;	Nil
The pre-issue and post-issue shareholding pattern of the company in the prescribed format	Please refer Annexure 2 for Shareholding pattern of the Company.

The Resolutions as set out in Item no. 03 of the Notice for obtaining approval of the shareholders for issue of share warrants on preferential allotment basis will be placed before the meeting for approval of the members.

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Your Directors recommend the approval of the proposed resolution by the Members as **Special Resolution** to issue the aforesaid- mentioned share warrants.

The details of the transaction can be accessed at the registered office of the Company during the business hours i.e. between 0900 Hrs to 1800 Hrs.

None of the Directors of the Company are directly or indirectly concerned or interested, financially or otherwise in the offer for issuance of share warrants.

Date: August 12, 2022
Place: New Delhi

By the Order of the Board
For DMI Finance Private Limited

Sd/-

Sahib Pahwa
Head- Compliance and Company Secretary
A24789
Express Building, 3rd Floor, 9-10,
Bahadur Shah Zafar Marg, New Delhi- 110002

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of member not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
2. The instrument appointing the proxy should, however, be deposited at the registered office of the Company any time before the commencement of the Meeting. A Proxy Form is annexed to this Report.
3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a duly certified true copy of the Board Resolution authorizing their representatives to attend and vote at the AGM.
4. The Register of Directors and Key Managerial Personnel and their shareholding-maintained u/s 184 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
5. Members/ Proxies should fill in the attendance slip for attending the AGM. Attendance slip and the proxy form as prescribed under the Companies Act, 2013 is enclosed with the Notice.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The relevant documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company during business hours on working days except on holidays, upto the date of the AGM.
8. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication from the Company electronically.
9. Landmark for location of meeting is ITO Office. Route map of the location is attached with the notice.

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

I/We, being the member (s) ofshares of the DMI Finance Private Limited, hereby appoint

1. Name: _____
E-mail Id: _____
Address: _____
Signature: _____

Or failing him

2. Name: _____
E-mail Id: _____
Address: _____
Signature: _____

Or failing him

3. Name: _____
E-mail Id: _____
Address: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 14th Annual General Meeting of the Company to be held on Friday, September 02, 2022 at Express Building, 3rd Floor, 9-10 Bahadur Shah Zafar Marg, New Delhi 110002 at 1700 hours and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional*	
		For	Against
Ordinary Businesses:			
1.	To receive, consider and adopt the annual audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors and the Auditors thereon.		
2.	To approve re-appointment of Statutory Auditors of the Company		
Special Businesses:			
3.	Issuance of Convertible Share Warrants on Preferential Allotment Basis		

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*Applicable for investors holding shares in electronic form.

Signed this..... day of..... 2022

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. A Proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. *This is only optional. Please put an 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

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Please fill attendance slip and hand it over at the entrance of the meeting hall
Joint shareholders may obtain additional Slip at the venue of the meeting.

Name and address of the shareholder/Proxy:

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Folio No.: _____
ID & Client ID*: _____
No. of Shares held: _____

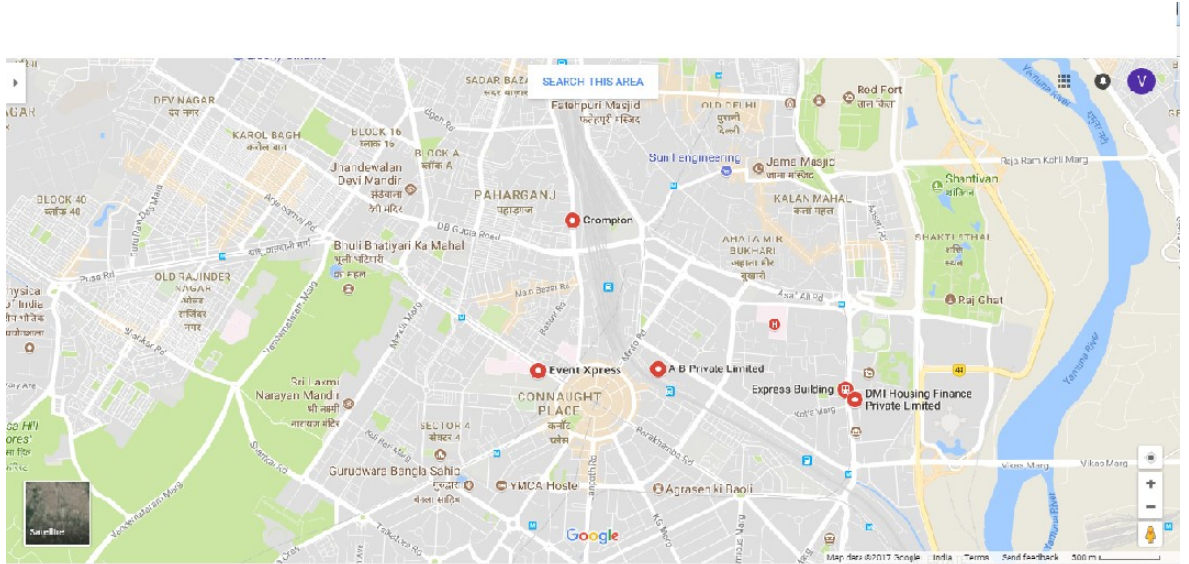
I/We hereby record my/our presence at the 14th Annual General Meeting of the Company to be held on Friday, September 02, 2022 at Express Building, 3rd Floor, 9-10 Bahadur Shah Zafar Marg, New Delhi 110002 at 1700 hours.

Signature of the Shareholder or Proxy**:

*Applicable for investors holding shares in electronic form.

**Strike out whichever is not applicable

Route Map of Venue of Meeting



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Equity Share Capital History of the Company as on August 01, 2022

Changes in Paid up Equity Share Capital as on August 01, 2022, from inception is as under

Date of Allotment	No. of Equity Shares	Face Value (Rs.)	Issue Price (Rs.)	Consideration (Cash, other than cash etc.)	Cumulative			Remarks (if any)
					No. of equity shares	Equity Share Capital (Rs.)	Equity Share premium (Rs.)	
02-Sep-08	21,00,000	10	10	Cash	21,00,000	2,10,00,000	-	N.A
26-May-09	10,63,077	10	10	Cash	31,63,077	3,16,30,770	-	N.A
26-Aug-09	53,16,906	10	10	Cash	84,79,983	8,47,99,830	-	N.A
26-Nov-09	30,48,000	10	10.75	Cash	1,15,27,983	11,52,79,830	22,86,000	N.A
13-Jan-10	5,98,321	10	10.75	Cash	1,21,26,304	12,12,63,040	27,34,741	N.A
30-Mar-10	55,87,772	10	11.2	Cash	1,77,14,076	17,71,40,760	94,40,067	N.A
09-Jul-10	58,78,491	10	11.54	Cash	2,35,92,567	23,59,25,670	1,84,92,943	N.A
17-Jul-10	10,11,983	10	11.54	Cash	2,46,04,550	24,60,45,500	2,00,51,397	N.A
10-Nov-10	30,53,449	10	12.23	Cash	2,76,57,999	27,65,79,990	2,68,60,588	N.A
23-Nov-10	7,74,83,457	10	12.23	Cash	10,51,41,456	1,05,14,14,560	19,96,48,697	N.A
30-Nov-10	3,17,931	10	12.23	Cash	10,54,59,387	1,05,45,93,870	20,03,57,684	N.A
07-Jun-11	1,07,93,565	10	12.39	Cash	11,62,52,952	1,16,25,29,520	22,61,54,304	N.A
23-Jul-11	19,72,506	10	12.47	Cash	11,82,25,458	1,18,22,54,580	23,10,26,394	N.A
05-Aug-11	59,02,458	10	12.55	Cash	12,41,27,916	1,24,12,79,160	24,60,77,662	N.A
08-Oct-11	4,74,44,078	10	12.75	Cash	17,15,71,994	1,71,57,19,940	37,65,48,876	N.A
11-Jan-12	2,94,888	10	13.01	Cash	17,18,66,882	1,71,86,68,820	37,74,36,489	N.A
19-Jun-12	60,92,596	10	13.51	Cash	17,79,59,478	1,77,95,94,780	39,88,21,501	N.A
18-Dec-12	-81,21,459	10	14.22	Cash	16,98,38,019	1,69,83,80,190	36,45,48,944	Buyback of shares
10-May-13	6,23,82,365	10	14.37	Other than cash (896,434,585)	23,22,20,384	2,32,22,03,840	63,71,59,879	Conversion of CCPS into equity
12-Sep-13	3,66,56,746	10	15	Cash	26,88,77,130	2,68,87,71,300	82,04,43,609	N.A
05-Mar-15	78,83,329	10	19.9	Cash	27,67,60,459	2,76,76,04,590	89,84,88,566	N.A
12-Jun-15	1,54,67,359	10	19.9	Cash	29,22,27,818	2,92,22,78,180	1,05,16,15,420	N.A
29-Mar-17	3,21,90,320	10	42.09	Cash	32,44,18,138	3,24,41,81,380	2,08,46,02,789	N.A
30-Nov-18	10,02,90,881	10	35	Other than cash (351018104)	42,47,09,019	4,24,70,90,190	4,59,18,74,814	Conversion of CCDs to equity
20-Dec-18	9,62,48,878	10	95.49	Cash	52,09,57,897	5,20,95,78,970	12,82,01,91,394	N.A.
28-Jun-19	8,377	10	95.49	Cash	52,09,66,274	5,20,96,62,740	12,82,09,07,543	N.A.
11-Jul-19	1,79,56,088	10	95.49	Cash	53,89,22,362	5,38,92,23,620	14,35,59,73,506	N.A.
8-Nov-2019	54,49,596	10	17.59	Other than cash	54,43,71,958	5,44,37,19,580	14,39,73,35,940	Conversion of CCPS into equity

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8-Nov-2019	1,98,705	10	17.68	Other than cash	54,45,70,663	5,44,57,06,630	14,39,88,61,994	Conversion of CCPS into equity
8-Nov-2019	1,80,641	10	17.68	Other than cash	54,47,51,304	5,44,75,13,040	14,40,02,49,317	Conversion of CCPS into equity
8-Nov-2019	7,29,904	10	17.51	Other than cash	54,54,81,208	5,45,48,12,080	14,40,57,30,896	Conversion of CCPS into equity
8-Nov-2019	97,95,958	10	22.47	Other than cash	55,52,77,166	5,55,27,71,660	14,52,78,86,492	Conversion of CCPS into equity
8-Nov-2019	18,51,000	10	22.47	Other than cash	55,71,28,166	5,57,12,81,660	14,55,09,68,462	Conversion of CCPS into equity
8-Nov-2019	18,51,000	10	22.47	Other than cash	55,89,79,166	5,58,97,91,660	14,57,40,50,432	Conversion of CCPS into equity
19-Mar-20	5,73,15,400	10	101.87	Cash	61,62,94,566	559,29,44,007*	5,26,55,65,798	Issue of Partly Paid-Up Equity Shares
23-Apr-20	6,59,20,419	10	106.36	Cash	68,22,14,985	6,25,21,48,197	7,01,12,95,764.84	NA
29-Apr-20	1,50,29,262	10	106.36	Cash	69,72,44,247	6,40,24,40,817	1,59,85,12,306.32	NA
25-Jan-21	5,73,15,400**	10	101.87	Cash	69,72,44,247	6,41,55,09,856	1,71,85,77,567.35	First Call on partly paid-up shares
15-Feb-21	21,06,686	10	103.34	Cash	69,93,50,933	6,43,65,76,716	1,93,62,82,667.35	NA
20-Sept-21	21,59,565	10	As per ESOP schemes	Cash	70,15,10,498	6,45,81,72,366	3,10,21,376.33	Issue of equity shares on exercise of ESOP
22-Sept-21	1,20,091	10	As per ESOP schemes	Cash	70,16,30,589	6,45,93,73,276	42,71,875.74	Issue of equity shares on exercise of ESOP
23-Dec-21	97,18,712	10	209.75	Cash	71,13,49,301	6,55,65,60,396	20,85,59,000	Issue of equity shares
30-Dec-21	10,44,100	10	209.75	Cash	71,23,93,401	6,56,70,01,396	1,94,13,12,722	
Total					71,23,93,401	6,56,70,01,396		

*Equity Share were issued on Partly paid basis

** No new partly paid up shares were issued. First call on already existing partly paid-up equity shares was made.

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Preference Share Capital of the Company as on August 01, 2022: -

Changes in Paid up Preference Share Capital as on August 01, 2022, from Inception is as under:

Date of Allotment	No. of Preference Shares	Face Value (Rs.)	Issue Price (Rs.)	Consideration	No. of Preference shares	Preference Share Capital (Rs.)	Remarks (if any)
				(Cash, other than cash etc.)			
19-Jan-13	67,49,135	10	10	Cash	67,49,135	6,74,91,350	N.A.
19-Jan-13	2,47,468	10	10	Cash	69,96,603	6,99,66,030	N.A.
19-Jan-13	2,24,971	10	10	Cash	72,21,574	7,22,15,740	N.A.
19-Jan-13	8,99,885	10	10	Cash	81,21,459	8,12,14,590	N.A.
29-Jan-13	1,54,81,134	10	14.22	Cash	2,36,02,593	23,60,25,930	N.A.
06-May-13	6,23,82,365	10	14.37	Cash	8,59,84,958	85,98,49,580	N.A.
01-Aug-13	(6,23,82,365)	10	14.37	Other than Cash	2,36,02,593	23,60,25,930	Conversion into equity
20-Mar-15	20,90,301	10	19.9	Cash	2,56,92,894	25,69,28,940	N.A.
14-Jul-15	20,90,301	10	19.9	Cash	2,77,83,195	27,78,31,950	N.A.
8-Nov-2019	(67,49,135)	10	17.59	Other than Cash	2,10,34,060	21,03,40,600	Conversion into equity
8-Nov-2019	(2,47,468)	10	17.68	Other than Cash	2,07,86,592	20,78,65,920	Conversion into equity
8-Nov-2019	(2,24,971)	10	17.68	Other than Cash	2,05,61,621	20,56,16,210	Conversion into equity
8-Nov-2019	(8,99,885)	10	17.51	Other than Cash	1,96,61,736	19,66,17,360	Conversion into equity
8-Nov-2019	(1,54,81,134)	10	22.47	Other than Cash	41,80,602	4,18,06,020	Conversion into equity
8-Nov-2019	(20,90,301)	10	22.47	Other than Cash	20,90,301	2,09,03,010	Conversion into equity
8-Nov-2019	(20,90,301)	10	22.47	Other than Cash	0	0	Conversion into equity

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Debentures Allotment from April 01, 2020 to August 01, 2022-

Date of Allotment	Nature of Allotment	Face Value (Rs)	Issue Price (Rs)	Number of Security allotted	Consideration (Rs)
30-June-20	Private Placement (NCD)	10,00,000	10,00,000	500	50,00,00,000
Total NCDs				500	50,00,00,000

Warrants Allotted from April 01, 2020 to August 01, 2022-

Date of Allotment	Nature of Allotment	Face Value (Rs)	Issue Price (Rs)	Number of Warrants allotted	Warrant Exercise Price @ Rs. 113.34/- per warrant	Warrant Purchase Price per warrant (in Rs.)	Total Warrant Purchase Price (In Rs.)	Conversion period from date of issuance
28-May-21	Convertible Share Warrants	10.00	113.34	50,000	56,67,000	0.10	5,000	60 months
16-Aug-21	Convertible Share Warrants	10.00	113.34	2,00,000	2,26,68,000	0.10	20,000	60 months
16-Aug-21	Convertible Share Warrants	10.00	113.34	1,00,000	1,13,34,000	0.10	10,000	60 months
16-Aug-21	Convertible Share Warrants	10.00	113.34	1,22,500	1,38,84,150	0.10	12,250	60 months
16-Aug-21	Convertible Share Warrants	10.00	113.34	1,22,500	1,38,84,150	0.10	12,250	60 months
16-Aug-21	Convertible Share Warrants	10.00	113.34	1,22,500	1,38,84,150	0.10	12,250	60 months
16-Aug-21	Convertible Share Warrants	10.00	113.34	1,22,500	1,38,84,150	0.10	12,250	60 months
16-Aug-21	Convertible Share Warrants	10.00	113.34	1,22,500	1,38,84,150	0.10	12,250	60 months
16-Aug-21	Convertible Share Warrants	10.00	113.34	39,10,261	44,31,88,982	0.10	3,91,026	60 months
Total Warrants				49,22,761	55,22,78,732			

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SHAREHOLDING PATTERN OF DMI FINANCE PRIVATE LIMITED

S.No	Category	Pre-Issue		Post-Issue*	
		No of shares held	% of share holding	No of shares held	% of share holding
A.	Promoters' holding-				
1.	Indian	-	-	-	-
	Individual	-	-	-	-
	Bodies corporate	-	-	-	-
	Sub-total	-	-	-	-
2.	Foreign promoters	51,98,89,603	79.17%	51,98,89,603	79.17%
	Sub-total (A)	51,98,89,603	79.17%	51,98,89,603	79.17%
B.	Non-promoters' holding				
1.	Institutional investors	-	-	-	-
2.	Non-institution				
	Private corporate bodies	1,39,76,517	2.13%	1,39,76,517	2.13%
	Directors and relatives	26,66,703	0.37%	26,66,703	0.41%
	Indian public	36,15,987	0.55%	36,18,256	0.55%
	Others (including NRIs)	17,22,44,591	17.74%	17,22,44,952	17.75%
	Sub-total (B)	19,25,03,798	20.80%	19,25,06,428	20.83%
	GRAND TOTAL	71,23,93,401	100.00%	71,23,96,031	100.00%

* It includes share warrants issued by the Company to be converted into equity shares at a future date.

Note-

- 1) Pre issue shareholding is as on August 01, 2022 before the issue of Warrants.
- 2) Post issue shareholding of all other shareholders is assumed to remain unchanged.

INDEPENDENT AUDITOR'S REPORT

To the Members of
DMI FINANCE PRIVATE LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **DMI FINANCE PRIVATE LIMITED** ("the Company"), which comprise the balance sheet as at 31 March 2022, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and its profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the 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 ("the ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

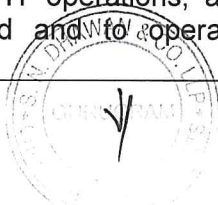
Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion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

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements.



The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements:

Key Audit matters	How our audit addressed the key audit matters
(a) Impairment of financial assets as at balance sheet date (expected credit losses)	
<p>Ind AS 109 requires the Company to provide for impairment of its loan receivables (designated at amortised cost and fair value through other comprehensive income) using the expected credit loss (ECL) approach. ECL involves an estimation of probability weighted loss on financial instruments over their life, considering reasonable and supportable information about past events, current conditions, and forecasts of future economic conditions which could impact the credit quality of the Company's loans and advances. In the process, a significant degree of judgement has been applied by the Management for: Staging of loans [i.e. classification in 'significant increase in credit risk' ('SICR') and 'default' categories]; Estimation of behavioral life; Determining macro-economic factors impacting credit quality of receivables; Estimation of losses for loan products with no/ minimal historical defaults</p>	<p>Read and assessed the Company's accounting policies for impairment of financial assets and their compliance with Ind AS 109 and the governance framework approved by the Board of Directors pursuant to Reserve Bank of India guidelines.</p> <p>Evaluated the reasonableness of the Management estimates by understanding the process of ECL estimation and related assumptions and tested the controls around data extraction and validation.</p> <p>Assessed the criteria for staging of loans based on their past due status to check compliance with requirement of Ind AS 109.</p> <p>Tested a sample of performing (stage 1) loans to assess whether any SICR or loss indicators were present requiring them to be classified under higher stages.</p> <p>Assessed the additional considerations applied by the Management for staging of loans as SICR or default categories in view of Company's policy on one-time restructuring.</p> <p>Tested the ECL model, including assumptions and underlying computation.</p> <p>Assessed the floor/ minimum rates of provisioning applied by the Company for loan products with inadequate historical defaults.</p> <p>Tested assumptions used by the Management in determining the overlay.</p> <p>Assessed disclosures included in the standalone financial statements in respect of expected credit losses</p>
(b) IT and system controls	
<p>Financial accounting and reporting processes, especially in the financial services sector, are fundamentally reliant on IT systems and IT controls to process significant transaction volumes, hence we identified IT systems and controls over financial reporting as a key audit matter for the Company.</p> <p>Automated accounting procedures and IT environment controls, which include IT governance, general IT controls over program development and changes, access to programs and data and IT operations, are required to be designed and to operate</p>	<p>We tested the design and operating effectiveness of the Company's IT access controls over the information systems that are important to financial reporting and various interfaces, configuration and other identified application controls.</p> <p>We tested IT general controls (logical access, changes management and aspects of IT operational controls). This included testing requests for access to systems were reviewed and authorized.</p> <p>We tested the Company's periodic review of access rights. We also tested requests of changes to systems for approval and authorization. In addition to the above, we</p>



Key Audit matters	How our audit addressed the key audit matters
effectively to ensure reliable financial reporting	tested the design and operating effectiveness of certain automated controls that were considered as key internal controls over financial reporting.

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

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

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

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

When we read information included in Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditors Responsibilities relating to other information'.

Management's Responsibility for the Standalone Financial Statements

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

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

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



Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

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

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

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



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

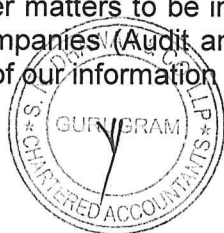
Other Matter

The comparative financial information of the Company as at and for the year ended March 31, 2021 included in the standalone financial statements have been audited by the predecessor auditor, who have expressed unmodified opinion vide their report dated June 21, 2021.

Our opinion on the standalone financial statements is not modified in respect of above matter on the comparative financial information

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure A** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31 March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
 - (g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:



- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 44 to the standalone financial statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- iv.
 - (a) The Management has represented that, to the best of it's knowledge and belief, as disclosed in the notes to account, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries – Refer note 59 to the financial statements.
 - (b) The Management has represented, that, to the best of it's knowledge and belief, as disclosed in the notes to accounts, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 – Refer note 59 to the financial statements.
 - (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

For **S.N. Dhawan & Co LLP**

Chartered Accountants

Firm Registration No.: 000050N/N500045


Vinesh Jain

Partner

Membership No.: 087701

UDIN No.: 22087701AJHIGH2925



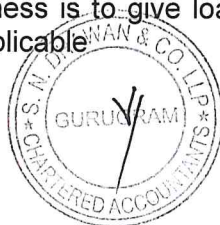
Place: New Delhi

Date: 20 May, 2022

Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of the Independent Auditor's Report of even date to the members of **DMI FINANCE PRIVATE LIMITED** on the standalone financial statements as of and for the year ended 31 March 2022)

- (i) In respect of property, plant and equipment and intangible assets
- (a)
- (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant detail of Right of use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a regular program of physical verification of its Property, Plant and Equipment and Right of use assets, under which Property, Plant and Equipment and Right of use assets are verified in a phased manner over a period of 3 years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, certain Property, Plant and Equipment and Right of use assets were verified during the year and according to the information and explanation given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us, the Company does not hold any immovable property (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee). Accordingly, the provisions of clause 3(i)(c) of the Order are not applicable.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year, being under cost model. Accordingly, the provisions of clause 3(i)(d) of the Order are not applicable.
- (e) There are no proceedings which have been initiated or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) (as amended in 2016) and rules made thereunder. Accordingly, the provisions of clause 3(i)(e) of the Order are not applicable.
- (ii)
- (a) According to the information and explanations given to us, the Company does not have any inventory. Accordingly, the provisions of clause 3(ii)(a) of the Order are not applicable.
- (b) According to the information and explanations given to us, during the year, the Company has been sanctioned working capital limits in excess of Rs. 50 million, in aggregate, from banks on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements filed by the Company with such banks are in agreement with the unaudited books of account of the Company.
- (iii)
- (a) The Company's principal business is to give loans. Accordingly, the provisions of clause 3(iii)(a) of the Order are not applicable.



- (b) In our opinion and according to the information and explanations given to us, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees, provided during the year are, prima facie, not prejudicial to the Company's interest.
- (c) According to the information and explanations given to us, in respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated by the Company. Refer notes 7.1 and 49 to the Standalone Financial Statements for summarised details of such loans/advances which are not repaid by borrowers as per stipulations. Having regard to the nature of the Company's business and voluminous nature of loan transactions, it is not practicable to furnish entity-wise details of amount due, due date for repayment or receipt and the extent of delay.

Summary of loan assets categorized as credit impaired (stage 3) and loan assets categorized as those where credit risk has increased significantly since initial recognition (stage 2) as at the balance sheet date is as under:

Category of loan	Stage 2 (Million Rs.)	Stage 3 (Million Rs.)
Consumer loans	931.47	69.45
Corporate loans	192.95	774.83

Further, except for those instances where there are delays or defaults in repayment of principal and / or interest as at the balance sheet date, in respect of which the Company has disclosed asset classification in note 7.1 to the standalone financial statements in accordance with Indian Accounting Standards (Ind AS), the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest, as applicable.

- (d) In respect of loans and advances in the nature of loans, the total amount overdue for more than 90 days as at 31 March 2022 is Rs. 844.28 million. In our opinion and according to the information and explanation made given to us, reasonable steps are been taken by the Company for recovery of overdue amount of principal and interest.
- (e) The Company's principal business is to give loans. Accordingly, the provisions of clause 3(iii)(e) of the Order are not applicable.
- (f) According to the information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances either repayable in demand or without specifying any terms or period of repayment during the year. Accordingly, the provisions of clause 3(iii)(f) of the Order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans granted, investments made, guarantees issued, and security provided.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year and there are no amounts which are deemed to be deposits during the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Further the Company had no unclaimed deposits at the beginning of the year. Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act,



in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.

- (vii) (a) In our opinion and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess, and other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities, though there has been a slight delay in a few cases. 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.

The operations of the Company during the year do not give rise to the liabilities of sales-tax, service tax, duty of customs, duty of excise and value added tax.

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

Name of the statute	Nature of dues	Amount (Rs. Millions)	Amount paid under Protest (Rs. Millions)	Period to which the amount relates	Forum where the dispute is pending	Remarks, if any
Income Tax Act, 1961	Income Tax	2.26	Nil	Assessment year 2017-18	Commissioner of Income Tax-Appeal [CIT(A)]	Demand raised by IT Department as per Assessment Order dated 12.04.2021

- (viii) In our opinion and according to the information and explanations given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable.
- (ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender, during the year.
- (b) In our opinion and according to the information and explanations given to us, the Company has not been declared 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, the term loans availed by the Company were applied for the purposes for which the loans were obtained, though idle/surplus funds which were not required for immediate utilization were temporarily invested in liquid funds, pending utilisation.
- (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 on short-term basis have not been used for long-term purposes during the year, by the Company.
- (e) 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, we report that the



Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, as applicable.

(f) According to the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures, or associate companies.

- (x)
- (a) According to the information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions of clause 3(x)(a) of the Order are not applicable.
- (b) The Company has made private placement of equity shares during the year. For such allotment of shares, the Company has complied with the requirement of Section 42 and Section 62 of the Companies Act, 2013, and the funds raised have been, prima facie, applied by the Company during the year for the purposes for which the funds were raised, other than temporary deployment pending allocation. The Company has not made any preferential allotment or private placement of (fully or partly or optionally) convertible debentures during the year.

- (xi)
- (a) In our opinion and according to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the course of our audit, other than the instances of fraud amounting to Rs. 895.00 million comprising of 113 instances noticed and reported by the management in terms of the regulatory provisions applicable to the Company, as mentioned note 54 (v) of standalone financial statements.
- (b) No report under sub-section (12) of Section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 (as amended) with the Central Government, during the year and upto the date of this report.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company. Accordingly, the provisions of clause 3(xii)(a) to (c) of the Order are not applicable.

(xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable accounting standards.

- (xiv)
- (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports issued to the Company till date, and covering the period under audit.



- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them covered under Section 192 of the Act. Accordingly, provisions of clause 3 (xv) of the order are not applicable.
- (xvi)
- (a) The Company is required to be registered under Section 45-IA of the RBI Act, 1934 and the Company has obtained the registration.
 - (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration from the RBI as per the RBI Act, 1934.
 - (c) The Company is not a Core Investment Company ("CIC") as defined in the regulations made by the Reserve Bank of India.
 - (d) The Group has no CIC which are part of the Group. Accordingly, the provisions of clause 3(xvi) (d) of the order are not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xviii) There has been change in statutory auditors of the Company pursuant to RBI Guidelines for appointment of auditors for NBFCs issued on April 27, 2021. According to the information and explanations given to us, there have been no issues, objections or concerns raised by the outgoing statutory auditors of 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 realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report 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)
- (a) There is no unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Act in compliance with the second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
 - b) There is no unspent amount towards Corporate Social Responsibility (CSR) on ongoing projects requiring a transfer to a special account in compliance with provision of sub-section (6) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.



(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment has been included in respect of said clause under this report.

For **S.N. Dhawan & Co LLP**

Chartered Accountants

Firm Registration No.: 000050N/N500045



Vinesh Jain

Partner

Membership No.: 087701

UDIN No.: 22087701AJHIGH2925



Place: New Delhi

Date: 20 May, 2022

Annexure B

Independent Auditor's 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")

We have audited the internal financial controls with reference to financial statements of DMI FINANCE PRIVATE LIMITED ("the Company") as at 31 March 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to Financial Statements

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 includes those policies and procedures that (1) pertain to the maintenance of



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

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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

In our opinion, the Company has, in all material respects, adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31 March 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S.N. Dhawan & Co LLP**

Chartered Accountants

Firm's Registration No.: 000050N/N500045


Vinesh Jain

Partner

Membership No.: 087701

UDIN No.: 22087701AJHIGH2925



Place: New Delhi

Date: 20 May, 2022

DMI Finance Private Limited
Standalone Balance Sheet as at March 31, 2022
 (All Amount in Rs. In millions, unless otherwise stated)

	Notes	As at March 31, 2022	As at March 31, 2021
ASSETS			
Financial assets			
Cash and cash equivalents	4	6,533.27	2,476.26
Bank balance other than cash and cash equivalents	5	294.45	267.21
Trade receivables	6	57.07	54.64
Loans	7	46,801.15	31,097.73
Investments	8	10,688.86	18,488.52
Other financial assets	9	1,608.08	2,035.85
Total financial assets		65,982.88	54,420.21
Non-financial assets			
Current tax assets	10	284.71	214.39
Deferred tax assets (net)	11	803.53	573.29
Property, plant and equipment	12	104.18	116.15
Capital work in progress	13	23.27	-
Right of use assets	14	234.95	210.71
Other intangible assets	15	31.41	22.80
Other non-financial assets	16	103.56	94.66
Total non-financial assets		1,585.61	1,232.00
Assets held for sale	17	143.88	189.85
TOTAL ASSETS		67,712.37	55,842.06
LIABILITIES AND EQUITY			
LIABILITIES			
Financial liabilities			
Payables			
A) Trade payables	18		
(i) total outstanding dues of micro enterprises and small enterprises		94.79	110.75
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		659.67	411.61
B) Other payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		379.87	228.80
Debt securities	19	18,552.27	18,551.69
Borrowings (other than debt securities)	20	8,965.53	1,181.19
Lease liabilities	21	276.36	242.29
Other financial liabilities	22	162.87	157.10
Total financial liabilities		29,091.36	20,883.43
Non financial liabilities			
Provisions	23	77.25	56.73
Other non-financial liabilities	24	62.89	48.00
Total non-financial liabilities		140.14	104.73
EQUITY			
Equity share capital	25	6,567.00	6,436.58
Other equity	26	31,913.87	28,417.32
TOTAL LIABILITIES AND EQUITY		67,712.37	55,842.06

See accompanying notes forming part of the standalone financial statement.
 In terms of our report attached

For S. N. Dhawan & CO LLP
 Firm Registration No. 000050N/N500045
 Chartered Accountants

Vinay Jain
 Partner
 Membership No. 087701



Place
 Date: 20 May 2022

For and on behalf of the Board of Directors of
 DMI Finance Private Limited
 CIN: U65929DL2008PTC182749

Shashi Chatterjee
 (Jt. Managing Director)
 DIN: 02623460

Yunraja Chandra Singh
 (Jt. Managing Director)
 DIN: 02601179

Place:
 Date: 20 May 2022

Place:
 Date: 20 May 2022

Krishan Gopal
 (Chief Financial Officer)

Satish Pahwa
 (Company Secretary)
 No. A24789

Place
 Date: 20 May 2022

Place
 Date: 20 May 2022



DMI Finance Private Limited
Standalone Statement of profit and loss for the year ended March 31, 2022
(All Amount in Rs. in millions, unless otherwise stated)

	Notes	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue from operations			
Interest income	27	7,837.11	6,910.64
Fees and commission income	28	118.86	38.79
Net gain on fair value changes	29	1,005.79	591.04
Total revenue from operations		8,961.76	7,540.47
Other income	30	144.51	104.04
Total income		9,106.27	7,644.51
Expenses			
Finance costs	31	1,916.53	1,891.88
Fees and commission expense	32	671.05	903.63
Impairment on financial instruments	33	3,411.93	2,848.74
Employee benefits expense	34	839.86	698.99
Depreciation, amortization and impairment	35	98.68	79.07
Other expenses	36	1,386.69	910.38
Total expenses		8,324.74	7,332.49
Profit before tax		781.53	312.02
Tax expense/ (credit):			
(1) Current tax	47	645.05	344.13
(2) Deferred tax	47	(441.32)	(255.19)
Income tax expense		203.73	88.94
Net profit for the year		577.80	223.08
Other comprehensive income			
a) Items that will not be reclassified to profit or loss			
(i) Re-measurement gains on gratuity		0.52	2.44
(ii) Net gain/loss on fair value of equity instruments through other comprehensive income		837.53	-
Income tax relating to above		(210.94)	(0.61)
Subtotal (a)		627.11	1.83
b) Items that will be reclassified to profit or loss			
(i) Gain/(loss) on Fair Value changes		0.57	4.21
Income tax relating to above item		(0.14)	(1.06)
Subtotal (b)		0.43	3.15
Other comprehensive income		627.54	4.98
Total comprehensive income for the year		1,205.34	228.06
Earnings per equity share (face value of Rs. 10 per share)			
Basic (Rs.)	37	0.82	0.35
Diluted (Rs.)		0.81	0.32

See accompanying notes forming part of the standalone financial statement.

In terms of our report attached

For S.N. Dhawan & CO LLP
 Firm Registration No. 000050N/N500045
 Chartered Accountants

Vinesh Jain
 Vinesh Jain
 Partner
 Membership No. 087701



Place
 Date: 20 May 2022

For and on behalf of the Board of Directors of
 DMI Finance Private Limited
 CIN: U65929DL2008PTC182749

Shivashis Chatterjee
 Shivashis Chatterjee
 (Jt. Managing Director)
 DIN: 02623460

Place:
 Date: 20 May 2022

Krishan Gopal
 Krishan Gopal
 (Chief Financial Officer)

Place:
 Date: 20 May 2022

Yuvraj Chakraborty
 Yuvraj Chakraborty
 (Jt. Managing Director)
 DIN: 02601179

Place:
 Date: 20 May 2022

Sandeep Babwa
 Sandeep Babwa
 (Company Secretary)

Place:
 Date: 20 May 2022



DMI Finance Private Limited
Statement of Standalone Cash Flows for the Year ended March 31, 2022
(All Amount in Rs. in millions, unless otherwise stated)

	Year ended March 31, 2022	Year ended March 31, 2021
A Cash flow from operating activities		
Profit before tax	781.53	312.02
Adjustments for		
Depreciation and amortisation	98.68	79.07
Net gain on fair value changes	(1,005.79)	(591.04)
Impairment on financial instruments	3,603.77	2,648.74
Interest expense for leasing arrangements	16.09	31.02
Effective interest rate adjustment for financial instruments	12.76	15.81
Asset held for sale written off	45.97	-
Employee stock option/share warrant expense	79.01	75.78
Operating profit before working capital changes	3,632.02	2,771.40
Changes in working capital		
(Increase) in financial and other assets	(17,963.79)	(2,005.28)
Increase in financial and other liabilities	389.95	220.14
Decrease in non financial assets	(15.03)	6.65
Increase in non financial liabilities	35.92	141.70
Total of changes in working capital	(17,553.95)	(1,636.73)
Direct taxes paid (net of refunds)	(715.38)	(404.00)
Net cash flow generated from / (used in) operating activities (A)	(14,637.31)	730.67
B Cash flow from investing activities:		
Inflow (outflow) on account of:		
Purchase of Property, plant and equipment (including capital work-in-progress)/ intangible assets	(61.62)	(30.64)
Purchase of Investment (net)	8,725.49	(2,993.38)
Movement of fixed deposits (net)	(27.24)	(252.01)
Net cash flow from / (used in) investing activities (B)	8,636.63	(3,276.01)
C Cash flow from financing activities:		
Proceeds from issue of equity shares (including share premium)	2,342.62	9,791.22
Proceeds from debt securities	-	560.00
Proceeds from bank borrowings	8,850.00	700.00
Repayment of debt securities	-	(4,750.00)
Repayment of bank borrowings	(1,077.84)	(2,355.33)
Lease payments	(57.10)	(65.18)
Net cash flow generated from financing activities (C)	10,057.68	3,830.71
Net increase in cash and cash equivalents (A+B+C)	4,057.00	1,285.37
Cash and cash equivalents as at the beginning of the year	2,476.26	1,190.89
Cash and cash equivalents at the end of the year	6,533.26	2,476.26

Notes:

	As at March 31, 2022	As at March 31, 2021
1) Components of cash and cash equivalents		
Cash on hand	0.05	0.08
Balance with banks		
In current accounts	4,182.81	2,106.38
In cash credit	1,350.41	369.80
deposits with original maturity of less than 3 months	1,000.00	-
Total cash and cash equivalents	6,533.27	2,476.26

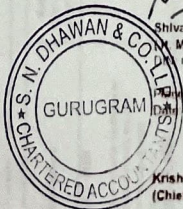
- 2) Cash flow statement has been prepared under indirect method as set out in the IND AS 7 "Cash Flow Statement".
3) For disclosure of investing and financing activities that do not require the use of cash and cash equivalents, refer note 45
See accompanying notes forming part of the standalone financial statement.

In terms of our report attached

For S.N. Dhawan & CO LLP
Firm Registration No. 000050/NIN/500045
Chartered Accountants

For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U65929QL2008PTC182749

Vinesh Jain
Vinesh Jain
Partner
Membership No. 087701



Shivashish Chatterjee
Shivashish Chatterjee
Managing Director
02623460

Date: 20 May 2022

Krishan Gopal
Krishan Gopal
(Chief Financial Officer)

Date: 20 May 2022

Yuyyija Charakya Singh
Yuyyija Charakya Singh
(Jt. Managing Director)
DIN: 02601179

Date: 20 May 2022

Shubhashiva
Shubhashiva
(Company Secretary)
No. 04789

Date: 20 May 2022



Date: 20 May 2022

DMI Finance Private Limited
Statement of Changes in Equity for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

A. Equity share capital (refer note 25)

For the year ended 31 March 2022
Equity shares of INR 1 each issued, subscribed and fully paid
At 1 April 2021
Changes in Equity Share Capital due to prior period errors
For the year ended 31 March 2021
Issue of share capital (Note 15)
At 31 March 2022

	Number	Rs. Millions
At 1 April 2021	69,93,50,833	6,436.58
For the year ended 31 March 2022	69,93,50,833	6,436.58
For the year ended 31 March 2021	1,30,42,468	130.42
At 31 March 2022	71,23,93,661	6,567.00

For the year ended 31 March 2021
Equity shares of INR 1 each issued, subscribed and fully paid
At 1 April 2020
Changes in Equity Share Capital due to prior period errors
For the year ended 31 March 2020
Issue of share capital
At 31 March 2021

	Number	Rs. Millions
At 1 April 2020	61,62,54,566	5,592.84
For the year ended 31 March 2021	61,62,54,566	5,592.84
For the year ended 31 March 2020	8,30,59,367	843.64
At 31 March 2021	69,93,50,833	6,436.58

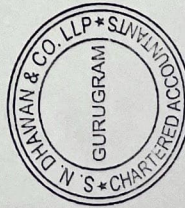
Particulars	Reserves and Surplus				Other Comprehensive Income			Total other equity				
	Statutory reserve (in Rs. Lacs)	Securities premium	Share based payment outstanding reserve	Share warrant reserves	Capital redemption reserve	Upfront monies received on Share warrants	Retained earnings		Re-measurement gain/(loss) on defined benefit plan	Gain/(loss) on Fair Value changes (Debt and Equity)	Realised Gain on Investments	Total other comprehensive income
Balance as on April 1, 2020	932.84	14,547.77	86.58	-	81.21	-	3,503.84	(1.05)	36.12	-	29.07	19,167.31
Other Comprehensive Income for the year	-	-	-	-	-	-	223.09	-	-	-	4.98	323.08
Share options exercised during the year	-	-	74.37	-	-	-	-	1.63	3.15	-	-	4.98
Premium on issue of equity shares	-	8,947.58	-	-	-	-	-	-	-	-	-	74.37
Transfer to statutory reserve	84.62	-	-	-	-	-	(84.62)	-	-	-	-	8,947.58
Transfer to Share Warrant Reserve	977.46	23,495.35	148.95	-	81.21	-	3,688.30	0.78	33.27	-	34.05	28,417.32
Other Comprehensive Income for the year	-	-	-	-	-	-	577.50	-	-	-	-	577.50
Transfer to special reserve	115.56	-	-	-	-	-	-	-	-	-	-	115.56
Share options exercised during the year	-	-	46.07	-	-	-	(115.56)	-	-	-	-	46.07
Upfront Monies or Share Warrant received during the year	-	-	-	32.44	-	0.50	-	-	-	-	-	32.44
Transfer to Share Warrant Reserve	-	1,212.20	-	-	-	-	-	-	-	-	-	1,212.20
Transfer to Statutory Reserve	1,093.62	25,021.83	187.92	32.44	81.21	0.50	4,150.54	1.17	643.45	16.87	661.59	31,913.87

See accompanying notes forming part of the standalone financial statement.

In terms of our report attached

For S.M. Dhawan & Co LLP
Firm Regd. No. DD06504NAC00045
Chartered Accountants

S.M. Dhawan
Vishal Jain
Partner
Membership No. 087701



For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U06502DL2008PTC027448

Shreshth Chatterjee
Shreshth Chatterjee
(Jt. Managing Director)
DIN: 02823486

Place: Gurugram
Date: 20 May 2022

Place: Gurugram
Date: 20 May 2022

Munish Singh
Munish Singh
(Jt. Managing Director)
DIN: 03011178

Place: Gurugram
Date: 20 May 2022

Krishna Gopal
Krishna Gopal
(Chief Financial Officer)
DIN: 024785

Place: Gurugram
Date: 20 May 2022



Place: Gurugram
Date: 20 May 2022

DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022

1 Corporate Information
DMI Finance Private Limited is a Private Limited Company ("The Company") and incorporated under the provisions of the Companies Act, 2013 having Corporate Identification Number is (CIN) U65929DL2008PTC182749 on September 02, 2008.

The Company engaged in lending activities as Non-Banking Finance Company (NBFC) regulated by the Reserve Bank of India ('RBI'). The Company had obtained its licence from Reserve Bank of India (RBI) to operate as Non deposit Accepting Non Banking Financial Company (NBFC-ND) on January 05, 2009 vide registration No. RBI N-14.03176.

The registered office of the Company is located at Express Building, 3rd Floor 9-10, Bahadur Shah Zafar Marg New Delhi.

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors on 20 May, 2022.

2 Basis of preparation of Financial Statements

a) Statement of compliance

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

All amount disclosed in the financial statements and notes have been rounded off to the nearest Rupees millions as per the requirements of Schedule III, unless otherwise stated.

b) Basis of preparation and presentation

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of Companies Act, 2013 (the act) along with other relevant provisions of the Act and the Master Direction - Non-Banking-Financial Company Systemically Important Non-Deposit taking Company and deposit taking company (Reserve bank) Directions, 2016 ('the NBFC Master Directions') issued by RBI. The financial statements have been prepared on a going concern basis.

The Company had prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016 and the Master Directions - Non-Banking-Financial Company Systemically Important Non-Deposit taking Company (hereinafter referred as 'previous GAAP'). The financial statements are presented in Indian Rupees (INR) and all values are rounded to the millions, except when otherwise indicated.

The regulatory disclosures as required by Master Directions for Non-Banking Financial Company - Systemically Important Non-Deposit taking Company Directions, 2016 issued by the RBI ('RBI Master Directions') to be included as a part of the Notes forming part of the financial statements as prepared as per the requirements.

c) Basis of measurement

The financial statements have been prepared on an accrual basis as a going concern and under the historical cost convention except for the assets and liabilities measured at fair value as follows:

- certain financial assets and liabilities and contingent consideration is measured at fair value;
- assets held for sale – measured at fair value less cost to sell;
- defined benefit plans – plan assets measured at fair value; and
- share-based payments – measured at fair value.

d) Presentation of financial statements

The Company presents its balance sheet in order of liquidity. Financial assets and financial liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

- The normal course of business
- The event of default
- The event of insolvency or bankruptcy of the Company and/or its counterparties.

3.1 Summary of significant accounting policies

a) Use of estimates, judgements and assumptions

The preparation of financial statements in conformity with the Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting year. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised. Although these estimates are based on the management's best knowledge of Current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future years.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the following notes:

i. Business Model Assessment

Classification and measurement of financial assets depends on the results of the Solely Payments of Principle and Interest ('SPPI') and the business model test. The Company determines the business model at a level that reflects how Company's of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. 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 assets.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022

ii. Impairment of financial assets

Judgment is required by management in the estimation of the amount and timing of future cash flows when determining an impairment allowance for loans and advances. In estimating these cash flows, the Company makes judgments about the borrower's financial situation. These estimates are based on assumptions about a number of factors such as credit quality, level of arrears etc, and actual results may differ, resulting in future changes to the impairment allowance. Refer note 7.1 for further details of the increased uncertainty relating to the estimation of impairment of loan portfolio due to the impact of the pandemic as at March 31, 2022.

iii. Share-based payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

iv. Fair value measurement of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principle (or most advantageous) market at the measurement date under current market conditions (i.e. the exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow ("DCF") model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

v. Effective Interest Rate ('EIR') method

The Company's EIR methodology, recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioral life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behavior and life-cycle of the instruments, as well expected changes to India's base rate and other fee income/expense that are integral parts of the instrument.

vi. Defined employee benefit assets and liabilities

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

b) Cash and cash equivalents

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

c) Revenue recognition

i. Interest income

Interest income is recorded using the effective interest rate ('EIR') method for all financial instruments measured at amortised cost, debt instruments measured at fair value through other comprehensive income ('FVOCI') and debt instruments designated at fair value through profit and loss ('FVPTL').

The EIR (and therefore, the amortised cost of the assets) is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter year, where appropriate, to the gross carrying amount of the financial asset. The calculation of the effective interest rate takes into account all contractual terms of the financial instrument (for example, prepayment options) and includes transaction costs and fees that are an integral part of the contract but not future credit losses. 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 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 amortised through interest income in the Statement of profit and loss.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets, other than credit-impaired assets under stage 3. When a financial asset becomes credit-impaired and is, therefore, regarded as 'Stage 3', the Company calculates the interest to the extent recoverable. If the financial assets cures and is no longer credit-impaired, the Company reverts to calculating interest income.

ii. Income other than interest

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 - "Revenue from contracts with customers" outlines a single comprehensive model of accounting for revenue arising from contracts with customers and supersedes current revenue recognition guidance found within Ind ASs.

A. Fee and commission Income

All other financial charges such as cheque return charges, legal charges, collection charges etc are recognized on receipt basis. These charges are treated to accrue on realization, due the uncertainty of their realization.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022

B. Net gain/loss on fair value changes

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

C. Other Income

Income on units of mutual funds is recognized on receipt basis as and when redeemed in cash based on the NAV of redemption date. The company also recognises gain on fair value change of mutual fund measured at FVTPL. All Other Income is recognized on accrual basis of accounting principle.

D. Dividend Income

Dividend income is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

d) Property, plant and equipment

Property, plant and equipment are stated at acquisition cost (including incidental expenses directly attributable to bringing the asset to its working condition for its intended use) less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price, non-refundable taxes or levies, borrowing costs if capitalization criteria are met and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent expenditure related to PPE is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of item can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred.

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 de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

e) Intangible Assets

Intangible Assets are recognized only if it is probable that the future economic benefits that are attributable to assets will flow to the enterprise and the cost of the assets can be measured reliably. Computer software which is not an integral part of the related hardware is classified as an intangible asset. Intangible assets are measured and recorded at cost and carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets are amortized on a straight line basis over the estimated useful economic life as determined by management. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Depreciation and amortization

Depreciation

Depreciation on property, plant and equipment's is calculated on written down value (WDV) basis. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 as under:

Particulars	Useful Life (years)
Furniture and Fixtures	10
Vehicle	8
Computer, printers	3-6
Office Equipment	5

Leasehold improvements and allied office equipment's are amortized on a straight-line basis over useful life estimated by management.

Salvage Value of the assets has been taken five percent of Original Cost (except intangible assets) as prescribed in Schedule II.

Depreciation on assets acquired/ sold during the period is recognized on a pro-rata basis to the statement of profit and loss from/ upto the date of acquisition/ sale.

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

Amortization

The Intangible assets are amortized on a straight line basis over the estimated useful economic life. The Company estimates the useful life of an intangible asset will not exceed five years from the date when the asset is available for use. If the persuasive evidence exists to the affect that useful life of an intangible asset exceeds five years, the Company amortizes the intangible asset over the best estimate of its useful life.

g) Impairment of non-financial assets

The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets, net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022

h) Leases

i. Company as a lessee:

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- The contract involves the use of an identified asset
- The Company has substantially all the economic benefits from use of the asset through the period of the lease and
- The Company has the right to direct the use of the asset

ii. Measurement and recognition:

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist. At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

Short term Lease:

The Company has elected not to recognise right of use asset and lease liabilities for short term leases of property that has lease term of less than 12 months. The Company recognises lease payment associated with these leases as an expense on a straight-line basis over lease term.

iii. Company as a lessor:

As a lessor the Company classifies its leases as either operating or finance leases. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of the underlying asset, and classified as an operating lease if it does not.

l) Provisions

Provisions are recognised when the Company has 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 a reliable estimate can be made of the amount of the obligation. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement. pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

j) Contingent liabilities and assets

i. Contingent liabilities

The Company does not recognize a contingent liability but discloses its existence in the financial statements. Contingent liability is disclosed in the case of:

- A present obligation arising from past events, when it is not probable that an outflow of resources will not be required to settle the obligation
- A present obligation arising from past events, when no reliable estimate is possible.
- A possible obligation arising from past events, unless the probability of outflow of resources is remote.

Contingent liabilities are reviewed at each balance sheet date.

ii. Contingent assets

Contingent assets are not recognised. A contingent asset is disclosed, as required by Ind AS 37, where an inflow of economic benefits is probable.

k) Employee benefits

i. Defined contribution plan

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

ii. Defined benefit plan

The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated years mentioned under 'The Payment of Gratuity Act, 1972'. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation at each Balance Sheet date using the Projected Unit Credit Method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the year in which they occur. Remeasurements are not reclassified to profit or loss in subsequent years.

Past service costs are recognised in statement of profit or loss on the earlier of: The date of the plan amendment or curtailment, and the date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss: Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and Net interest expense or income.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022

iii. Compensated absences

Entitlements to annual leave are recognized when they accrue to the employees. Leave entitlements can be availed while in service of employment subject to restriction on the maximum number of accumulations. The Company determines the liability for such accumulated leave entitlements on the basis of actuarial valuation carried out by an independent actuary at the Year end.

l) Foreign currencies

In preparing the financial statements, 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.

m) Taxes

Tax expense comprises current and deferred tax. The income tax expense or credit for the period is the tax payable on the taxable income of the current period based on the applicable income tax rates adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and unused tax losses.

Current tax

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax

Deferred taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

n) Earning per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity shareholders of the company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as shared based payments, bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the company and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

o) Financial instruments

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

I. Financial Assets

A. Initial recognition and measurement

The financial asset is held within a business model with the objective to collect contractual cash flows and the contractual terms of the financial asset give rise to specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets, with the exception of loans and advances to customers, are initially recognised on the trade date, i.e., the date that the Company becomes a party to the contractual provisions of the instrument. Loans and advances to customers are recognised when funds are disbursed. The classification of financial instruments at initial recognition depends on their purpose and characteristics and the management's intention when acquiring them.

Accordingly, the Company measures bank balances, loans and advances, trade receivables and other financial instruments at amortised cost.

B. Classification and subsequent measurement

The financial asset at amortised cost subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gain and losses and impairment are recognised in statement of profit and loss. Any gain and loss on derecognition is recognised in statement of profit and loss.

For the purpose of subsequent measurement, financial assets are classified in three categories:

- Debt instrument at amortised cost
- Debt instrument at fair value through other comprehensive income (FVTOCI)
- Debt instrument and equity instruments at fair value through profit or loss (FVTPL)



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022

C. Debt Instruments at amortised costs

A debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in interest income in the statement of profit or loss. The losses arising from impairment are recognised in the statement of profit and loss.

D. Debt instruments at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

E. Debt Instruments at FVTPL

FVTPL is a residual category for debt Instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Business model: The business model reflects how the Company manages the assets in order to generate cash flows. That is, where the Company's objective is solely to collect the contractual cash flows from the assets, the same is measured at amortized cost or where the Company's objective is to collect both the contractual cash flows and cash flows arising from the sale of assets, the same is measured at fair value through other comprehensive income (FVTOCI). If neither of these is applicable (e.g. financial assets are held for trading purposes), then the financial assets are classified as part of 'other' business model and measured at FVTPL.

SPPI: Where the business model is to hold assets to collect contractual cash flows (i.e. measured at amortized cost), the Company assesses whether the financial instruments' cash flows represent solely payments of principal and interest (the 'SPPI test'). In making this assessment, the Company considers whether the contractual cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss. The amortized cost, as mentioned above, is computed using the effective interest rate method.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in interest income in the statement of profit or loss. The losses arising from impairment are recognised in the statement of profit and loss.

F. Derecognition

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. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

ii. Equity Investments and Mutual funds

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as held at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by- instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022

iii. **Financial Liabilities**

A. Initial recognition and measurement

Financial liabilities are classified and measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for trading or it is designated as on initial recognition. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense are recognised in Statement of profit and loss. Any gain or loss on derecognition is also recognised in Statement of profit and loss.

The Company's financial liabilities include loans, debentures and borrowings including bank overdrafts and trade & other payables.

B. Loans, Debenture and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of profit and loss.

C. Financial liabilities subsequently measured at amortised cost

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. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

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 and points 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 net carrying amount on initial recognition.

D. Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised.

E. Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

G. Reclassification of financial assets and liabilities

The Company doesn't reclassify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances in which the Company acquires, disposes of, or terminates a business line. Financial liabilities are never reclassified.

H. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

In the principal market for the asset or liability, or

In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting year.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022

I. Impairment of financial assets

i. Overview of the impairment principles ('ECL')

In accordance with Ind AS 109, the Company is required to measure expected credit losses on its financial instruments designated at amortized cost and fair value through other comprehensive income. Accordingly, the Company is required to determine lifetime losses on financial instruments where credit risk has increased significantly since its origination. For other instruments, the Company is required to recognize credit losses over next 12 month period. The Company has an option to determine such losses on individual basis or collectively depending upon the nature of underlying portfolio. The Company has a process to assess credit risk of all exposures at each year end as follows:

Stage I

These represent exposures where there has not been a significant increase in credit risk since initial recognition or that has low credit risk at the reporting date. The Company has assessed that all standard exposures (i.e. exposures with no overdues) and exposure upto 30 day overdues fall under this category. In accordance with Ind AS 109, the Company measures ECL on such assets over next 12 months.

Stage II

Financial instruments that have had a significant increase in credit risk since initial recognition are classified under this stage. Based on empirical evidence, significant increase in credit risk is witnessed after the overdues on an exposure exceed for a period more than 30 days. Accordingly, the Company classifies all exposures with overdues exceeding 30 days at each reporting date under this Stage. The Company measures lifetime ECL on stage II loans.

Stage III

All exposures having overdue balances for a period exceeding 90 days are considered to be defaults and are classified under this stage. Accordingly, the Company measures lifetime losses on such exposure. Interest revenue on such contracts is calculated by applying the effective interest rate to the amortized cost (net of impairment allowance) instead of the gross carrying amount. The method is similar to Stage II assets, with the probability of default set at 100%.

When estimating ECL on a collective basis for a group of similar assets, the Company applies the same principles for assessing whether there has been a significant increase in credit risk since initial recognition.

ii. The calculation of ECLs

The mechanics of the ECL calculation involve the use of following key elements:

Probability of default (PD) - The probability of default is an estimate of the likelihood of default over a given time horizon (12-month or lifetime, depending upon the stage of the asset). PD estimation is done based on historical internal data available with the Company.

Exposure at default (EAD) - It represents an estimate of the exposure of the Company at a future date after considering repayments by the counterparty before the default event occurs. The outstanding balance as at reporting date is considered as EAS by the Company. Considering the PD determined above factors in amount at default, there is no separate requirement to estimate EAD.

Loss given default (LGD) - It represents an estimate of the loss expected to be incurred when the event of default occurs. The Company uses historical loss data/external agency LGD for identified pools for the purpose of calculating LGD.

iii. Definition of Default and cure

The Company considers a financial instrument as defaulted and classifies it as Stage III (credit-impaired) for ECL calculations typically when the borrower becomes 90 days past due on contractual payments. The Company may also classify a loan in Stage III if there is significant deterioration in the financial condition of the borrower or an assessment that adverse market conditions may have a disproportionately detrimental effect on the loan repayment. Thus, as a part of the qualitative assessment of whether an instrument is in default, the Company also considers a variety of instances that may indicate delay in or non-repayment of the loan. When such events occur, the Company carefully considers whether the event should result in treating the borrower as defaulted and therefore assessed as Stage III for ECL calculations or whether Stage II is appropriate.

Classification of accounts into Stage II is done when there is a significant increase in credit risk since initial recognition, typically when contractual repayments are more than 30 days past due.

It is the Company's policy to consider a financial instrument as 'cured' and therefore re-classified out of Stage III or Stage II when none of the default criteria which resulted in their downgrade are present.

iv. Forward looking information

While estimating the expected credit losses, the Company reviews macro-economic developments occurring in the economy and market it operates in. On a periodic basis, the Company analyses if there is any relationship between key economic trends like GDP, Unemployment rates, Benchmark rates set by the Reserve Bank of India, inflation etc. with the estimate of PD, LGD determined by the Company based on its internal data. While the internal estimates of PD, LGD rates by the Company may not be always reflective of such relationships, temporary overlays are embedded in the methodology to reflect such macro-economic trends reasonably.

v. Write-offs

Financial assets are written off either partially or in their entirety only when the Company has no reasonable expectation of recovery. If the amount to be written off is greater than the accumulated loss allowance, the difference recorded as an expense in the period of write off. Any subsequent recoveries are credited to impairment on financial instrument on statement of profit and loss.

vi. Collateral repossessed

The Company's policy is to sell repossessed assets. Non-financial assets repossessed are transferred to asset held for sale at fair value less cost to sell or principal outstanding whichever is less at repossession date.

p) Share based payments

Equity-settled share based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity settled share based payments is expensed on a straight line basis over the vesting year, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting year, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in Statement of Profit and Loss such that the cumulative expenses reflects the revised estimate, with a corresponding adjustment to the Share Based Payments Reserve.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

q) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company's primary business segments are reflected based on the principal business carried out, i.e. lending activities as Non-Banking Finance Company (NBFC) regulated by the Reserve Bank of India ('RBI'). The risk and returns of the business of the Company is not associated with geographical segmentation, hence there is no secondary segment.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022

r) Interest in Subsidiaries and associate entities

Investment in subsidiaries and associate entities are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down value immediately to its recoverable amount. On disposal of Investment in subsidiaries or the loss of significant influence over jointly controlled entities, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

s) Borrowing Cost

Borrowing Costs consists of interest and other costs that an entity incurs in connection with the borrowings of funds. Borrowing costs also includes exchange difference to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to the acquisition or construction of a qualifying asset are capitalized as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use or sale. The Company considers a period of twelve months or more as a substantial period of time.

Transaction costs in respect of long term borrowing are amortized over the tenure of respective loans using Effective Interest Rate (EIR) method. All other borrowing costs are recognized in the Statement of Profit and Loss in the period in which they are incurred.

3.2 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 23 March, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from 1 April, 2022, as below:

Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 16 – Proceeds before intended use

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.

Ind AS 37 – Onerous Contracts - Costs of Fulfilling a Contract

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 109 – Annual Improvements to Ind AS (2021)

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 106 – Annual Improvements to Ind AS (2021)

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its financial statements.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

4 Cash and cash equivalents

	As at March 31, 2022	As at March 31, 2021
Cash on hand	0.05	0.08
Balance with banks		
- balance in cash credit and overdraft accounts	1,350.41	369.80
- balance in current accounts	4,182.81	2,106.38
- deposits with original maturity of less than 3 months	1,000.00	-
	6,533.27	2,476.26

5 Bank balance other than cash and cash equivalents

Deposit with original maturity of more than 3 months*	294.45	267.21
	294.45	267.21

* Deposits being lien marked against corporate credit cards and overdraft accounts.

6 Trade receivables

Unsecured considered good	57.07	54.64
Less: Impairment loss allowance	-	-
Total	57.07	54.64

Trade receivables from related parties (see note 40)

Trade receivables Ageing Schedule

As at 31 March 2022

Particulars	less than 6 Months	6 months- 1 year	1 -2 years	2-3 years	More than 3 year	Total
Undisputed Trade Receivables – considered good	57.07	-	-	-	-	57.07
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade receivables – which have significant increase in credit	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-
Note: The ageing of trade receivables has been determined from the transaction date	-	-	-	-	-	-
	57.07	-	-	-	-	57.07

As at 31 March 2021

Particulars	less than 6 Months	6 months- 1 year	1 -2 years	2-3 years	More than 3 year	Total
Undisputed Trade Receivables – considered good	54.64	-	-	-	-	54.64
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-
	54.64	-	-	-	-	54.64



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

7 Loans

	As at March 31, 2022			As at March 31, 2021		
	Amortised cost	Fair value through other comprehensive income	Total	Amortised cost	Fair value through other comprehensive income	Total
(A) Term loans						
Corporate loans*	15,680.69	367.90	16,048.60	13,723.71	142.83	13,866.54
Consumer loans	33,856.86	-	33,856.86	19,253.66	-	19,253.66
Total (A) Gross	49,537.55	367.90	49,905.46	32,977.37	142.83	33,120.20
Less: Impairment loss allowance	3,092.83	11.48	3,104.31	2,017.87	4.60	2,022.47
Total (A) Net	46,444.73	356.42	46,801.15	30,959.50	138.23	31,097.73
* Corporate loan portfolio includes loan outstanding from employees of Rs. 1.72 millions (previous year: Rs. 12.14 millions)						
(B)						
Secured by tangible assets and intangible assets	15,680.69	367.90	16,048.60	13,723.71	142.83	13,866.54
Unsecured	33,856.86	-	33,856.86	19,253.66	-	19,253.66
Total (B) Gross	49,537.55	367.90	49,905.46	32,977.37	142.83	33,120.20
Less: Impairment loss allowance	3,092.83	11.48	3,104.31	2,017.87	4.60	2,022.47
Total (B) Net	46,444.73	356.42	46,801.15	30,959.50	138.23	31,097.73
(C) Sector						
Public sector	-	-	-	-	-	-
Others	49,537.55	367.90	49,905.46	32,977.37	142.83	33,120.20
Total (C) Gross	49,537.55	367.90	49,905.46	32,977.37	142.83	33,120.20
Less: Impairment loss allowance	3,092.83	11.48	3,104.31	2,017.87	4.60	2,022.47
Total (C) Net	46,444.73	356.42	46,801.15	30,959.50	138.23	31,097.73
(D)						
In India	49,537.55	367.90	49,905.46	32,977.37	142.83	33,120.20
Outside India	-	-	-	-	-	-
Total (D) Gross	49,537.55	367.90	49,905.46	32,977.37	142.83	33,120.20
Less: Impairment loss allowance	3,092.83	11.48	3,104.31	2,017.87	4.60	2,022.47
Total (D) Net	46,444.73	356.42	46,801.15	30,959.50	138.23	31,097.73

Notes:

- i) Loans and receivables are non-derivative financial assets which generate a fixed or variable interest income for the Company. The carrying value may be affected by changes in the credit risk of the counterparties.
- ii) Secured Loans granted by the Company are secured by equitable mortgage/registered mortgage of the property and/or undertaking to create a security and/or personal guarantees and/or hypothecation of assets and/or receivables and/or pledge of shares/debenture units and other securities.
- iii) The Company has granted certain loans to employees amounting to Rs. Nil in current year (previous year: Rs. 12.14 millions)
- iv) Corporate loan portfolio includes non-convertible debentures of Rs. 3,774.76 millions (previous year: Rs. 2,385.18 millions)
- v) Disclosure in respect to loan given to Key management personnel (KMP)

Type of Borrower	Amount of loan or advance in the nature of loan outstanding		Percentage to the total loans and advances in the nature of loans	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Key management personnel (KMP)	-	0.48	-	0.00%



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

7.1 Impairment allowance for loans and advances to borrowers

Summary of loans by stage distribution is as follows:

Consumer loans	March 31, 2022				March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	32,855.94	931.47	69.45	33,856.86	17,909.99	1,343.73	-	19,253.66
Less: Impairment loss allowance	284.20	228.76	69.45	582.41	82.47	321.54	-	404.01
Net carrying amount	32,571.74	702.71	-	33,274.45	17,827.46	1,022.19	-	18,849.65

Corporate loans	March 31, 2022				March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	15,080.82	192.95	774.83	16,048.60	12,794.98	-	1,071.56	13,866.54
Less: Impairment loss allowance	1,855.56	25.29	641.05	2,521.90	981.04	-	637.43	1,618.46
Net carrying amount	13,225.26	167.67	133.78	13,526.70	11,813.94	-	434.13	12,248.08

Summary of credit substitutes and compulsory convertible debentures by stage distribution is as follows:

Credit substitutes and compulsory convertible debentures	March 31, 2022				March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	4,057.64	-	351.99	4,409.62	2,265.67	280.64	351.99	2,898.29
Less: Impairment loss allowance	1,193.33	-	319.85	1,513.18	342.26	2.57	250.29	595.12
Net carrying amount	2,864.31	-	32.13	2,896.44	1,923.40	278.07	101.70	2,303.17

An analysis of changes in the gross carrying amount in relation to consumer and corporate lending (except credit substitutes and compulsory convertible debentures) is, as follows:

Consumer loans	March 31, 2022				March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount opening balance	17,909.93	1,343.73	-	19,253.66	20,656.64	1,193.85	290.78	22,141.27
New Assets originated, Netted off for repayments and loans derecognised during the year	15,164.63	(574.39)	12.96	14,603.20	(2,114.24)	(483.70)	(289.67)	(2,887.61)
Transfers from Stage 1	(235.19)	193.76	41.43	-	(678.04)	678.04	-	-
Transfers from Stage 2	16.56	(31.62)	15.06	-	44.80	(44.80)	-	-
Transfers from Stage 3	-	-	-	-	0.77	0.34	(1.11)	-
Gross carrying amount closing balance	32,855.94	931.47	69.45	33,856.86	17,909.93	1,343.73	-	19,253.66

Corporate loans	March 31, 2022				March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount opening balance	12,794.98	-	1,071.56	13,866.54	10,282.55	1,218.12	1,081.34	12,582.01
New Assets originated, Netted off for repayments and loans derecognised during the year	2,478.79	-	(296.73)	2,182.06	1,294.31	-	(9.78)	1,284.53
Transfers from Stage 1	(192.95)	192.95	-	-	-	-	-	-
Transfers from Stage 2	-	-	-	-	1,218.12	(1,218.12)	-	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Gross carrying amount closing balance	15,080.82	192.95	774.83	16,048.60	12,794.98	-	1,071.56	13,866.54

An analysis of changes in the gross carrying amount of Investments in relation to Credit Substitutes and Compulsory Convertible Debentures is, as follows:

Particulars	March 31, 2022				March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount opening balance	2,265.67	280.64	351.99	2,898.29	2,187.67	-	339.00	2,526.67
New Assets originated, Netted off for repayments and loans derecognised during the year	1,511.33	-	-	1,511.33	358.64	-	12.99	371.63
Transfers from Stage 1	-	-	-	-	(280.64)	280.64	-	-
Transfers from Stage 2	280.64	(280.64)	-	-	-	-	-	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Gross carrying amount closing balance	4,057.64	-	351.99	4,409.62	2,265.67	280.64	351.99	2,898.29



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. in millions, unless otherwise stated)

An analysis of changes in the ECL allowances in relation to consumer and corporate lending (except Credit Substitutes and Compulsory Convertible Debentures) is, as follows:

Consumer loans	March 31, 2022				March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount opening balance	82.47	321.54	-	404.01	206.57	142.66	290.78	640.01
Change in ECL due to change in ECL model rate	10.86	47.00	52.69	110.55	(19.25)	102.71	-	83.46
New Assets originated, Netted off for repayments and loans derecognised during the year	279.75	(172.17)	1,372.30	1,479.88	(101.99)	(75.44)	1,511.09	1,333.66
Transfers from Stage 1	(89.01)	47.59	41.43	-	(3.07)	162.25	-	159.17
Transfers from Stage 2	0.14	(15.20)	15.06	-	0.20	(10.72)	-	(10.52)
Transfers from Stage 3	-	-	-	-	0.00	0.08	-	0.09
Write Offs	-	-	(1,412.03)	(1,412.03)	-	-	(1,801.87)	(1,801.87)
Gross carrying amount closing balance	284.20	228.76	69.45	582.41	82.47	321.54	-	404.01

Corporate loans	March 31, 2022				March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount opening balance	981.04	-	637.43	1,618.46	152.19	26.24	551.34	729.77
Change in ECL due to change in ECL model rate	543.93	-	30.44	574.37	395.60	-	88.29	483.89
New Assets originated, Netted off for repayments and loans derecognised during the year	355.88	-	(26.81)	329.07	407.01	-	(2.21)	404.80
Transfers from Stage 1	(25.29)	25.29	-	-	-	-	-	-
Transfers from Stage 2	-	-	-	-	26.24	(26.24)	-	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Write Offs	-	-	-	-	-	-	-	-
Gross carrying amount closing balance	1,855.56	25.29	641.05	2,521.90	981.04	-	637.43	1,618.46

An analysis of changes in the ECL allowances of Investment in relation to Credit Substitutes and Compulsory Convertible Debentures (refer note 8) is, as follows:

Particulars	March 31, 2022				March 31, 2021			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
ECL allowance opening balance	342.26	2.57	250.29	595.12	23.00	-	177.95	200.95
Change in ECL due to change in ECL model rate	531.15	-	69.56	600.71	280.99	-	65.52	346.51
ECL on new assets originated, netted off for repayments and loans derecognised during the year	317.35	-	-	317.35	40.79	0.05	6.82	47.66
Transfers from Stage 1	-	-	-	-	(2.52)	2.52	-	-
Transfers from Stage 2	2.57	(2.57)	-	-	-	-	-	-
Transfers from Stage 3	-	-	-	-	-	-	-	-
Write Offs	-	-	-	-	-	-	-	-
ECL allowance closing balance	1,193.33	-	319.85	1,513.18	342.26	2.57	250.29	595.12

7.2 Collateral

In case of corporate term loans the Company is in the business of extending secured loans mainly backed by mortgage of property (residential or commercial). In addition to the above mentioned collateral, the Company holds other types of collateral and credit enhancements, such as cross-collateralisation on other assets of the borrower, share pledge, guarantees of parent/holding/group companies, personal guarantees of promoters/partners/proprietors, hypothecation of receivables via escrow account and others. In its normal course of business, the Company does not physically repossess properties or other assets, but recovery efforts are made on delinquent loans through collection executives, along with legal means to recover due loan repayments. Once contractual loan repayments are more than 90 days past due, repossession of property may be initiated under the provisions of the SARFAESI Act 2002. Re-possessed property is disposed of in the manner prescribed in the SARFAESI act to recover outstanding debt.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

8 Investments

As at March 31, 2022	Amortised cost	At fair value through profit and loss	At fair value through other comprehensive income	Subtotal	Others*	Total
(A) Equity Instruments						
Investments in Subsidiaries / Associates						
Equity shares in DMI Management Services Private Limited	-	-	-	-	0.96	0.96
Equity shares in DMI Alternatives Private Limited	-	-	-	-	5.12	5.12
Equity shares in DMI Capital Private Limited	-	-	-	-	0.99	0.99
Equity shares in Appnit Technologies Private Limited	-	-	-	-	463.03	463.03
Subtotal	-	-	-	-	470.10	470.10
Others						
Equity shares in DMI Consumer Credit Private Limited	-	-	3.37	3.37	-	3.37
Equity shares in McNally Bharat Engineering Company Limited	-	-	-	-	-	-
Equity shares in Flash Electronics Private Limited	-	-	793.97	793.97	-	793.97
Equity shares in Alchemist Asset Reconstruction Company Limited	-	-	215.76	215.76	-	215.76
Subtotal	-	-	1,013.10	1,013.10	-	1,013.10
Preference shares						
Investments in Subsidiaries / Associates						
Compulsorily convertible preference shares in DMI Capital Private Limited	-	363.84	-	363.84	-	363.84
Compulsorily convertible preference shares in Appnit Technologies Private Limited	-	-	-	-	21.97	21.97
Subtotal	-	363.84	-	363.84	21.97	385.81
Mutual funds						
234,062.94 units of Baroda BNP Paribas Liquid Fund - Direct Growth	-	574.14	-	574.14	-	574.14
418,933.27 HDFC Liquid Fund - Direct Plan - Growth Option	-	1,753.13	-	1,753.13	-	1,753.13
468,743.91 SBI Liquid Fund Direct Growth	-	1,562.37	-	1,562.37	-	1,562.37
208,156.56 UTI Liquid Cash Plan - Direct Plan - Growth	-	726.06	-	726.06	-	726.06
1,879,040.68 ICICI Liquid Fund - DP Growth	-	592.38	-	592.38	-	592.38
212,254.65 Axis Liquid Fund - Direct Growth	-	501.79	-	501.79	-	501.79
Subtotal	-	5,709.86	-	5,709.86	-	5,709.86
Compulsory or Optionally Convertible Debentures						
7,500 Compulsory convertible debentures in Flash Electronics India Private Limited of face value Rs 100,000 each	-	-	1,148.13	1,148.13	-	1,148.13
1,777 Compulsory convertible debentures in Azad Engineering India Private Limited of face value of Rs. 1,00,000 each	-	631.43	-	631.43	-	631.43
4,200 Optionally convertible debentures in Azad Engineering India Private Limited of face value of Rs. 1,00,00 each	-	434.44	-	434.44	-	434.44
Subtotal	-	1,065.87	1,148.13	2,214.00	-	2,214.00
Credit Substitutes						
472 units of Panchsheel Buildtech Private Limited of face value Rs 1,000,000 fully paid up	69.50	-	23.76	93.26	-	93.26
500 units of Radiant Polymers Private Limited of face value Rs 1,000,000 fully paid up	626.00	-	-	626.00	-	626.00
629 units of Raheja Icon Entertainment Private Limited of face value Rs 1,000,000 fully paid up	172.92	-	179.07	351.99	-	351.99
805 units of Saha Estate Developer Private Limited of face value Rs 1,000,000 fully paid up	822.30	-	311.41	1,133.71	-	1,133.71
Subtotal	1,690.72	-	514.24	2,204.96	-	2,204.96
Other instruments						
Security receipts in Alchemist XV Trust	-	194.11	-	194.11	-	194.11
Units of DMI AIF Special Opportunities Scheme	-	-	10.10	10.10	-	10.10
Subtotal	-	194.11	10.10	204.21	-	204.21
Total (A) Gross	1,690.72	7,333.68	2,685.57	11,709.97	492.07	12,202.04
Less: Impairment loss allowance	1,148.26	61.79	303.13	1,513.18	-	1,513.18
Total (A) Net	542.46	7,271.89	2,382.44	10,196.79	492.07	10,688.86
(B) Investments outside India						
Investments in India	1,690.72	7,333.68	2,685.57	11,709.97	492.07	12,202.04
Total (B) Gross	1,690.72	7,333.68	2,685.57	11,709.97	492.07	12,202.04
Less: Impairment loss allowance	1,148.26	61.79	303.13	1,513.18	-	1,513.18
Total (B) Net	542.46	7,271.89	2,382.44	10,196.79	492.07	10,688.86

* At cost



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount In Rs. In millions, unless otherwise stated)

As at March 31, 2021	Amortised cost	At fair value through profit and loss	At fair value through other comprehensive Income	Subtotal	Others*	Total
(A) Equity Instruments						
Investments in Subsidiaries / Associates						
Equity shares in DMI Management Services Private Limited	-	-	-	-	0.96	0.96
Equity shares in DMI Alternatives Private Limited	-	-	-	-	4.99	4.99
Equity shares in DMI Capital Private Limited	-	-	-	-	0.99	0.99
Subtotal	-	-	-	-	6.94	6.94
Others						
Equity shares in DMI Consumer Credit Private Limited	-	-	3.27	3.27	-	3.27
Equity shares in McNally Bharat Engineering Company Limited	-	25.12	-	25.12	-	25.12
Equity shares in Flash Electronics Private Limited	-	-	304.40	304.40	-	304.40
Equity shares in Alchemist Asset Reconstruction Company Limited	-	-	226.20	226.20	-	226.20
Subtotal	-	25.12	533.87	558.99	-	558.99
Preference shares						
Investments in Subsidiaries / Associates						
Compulsorily convertible preference shares in DMI Capital Private Limited	-	312.78	-	312.78	-	312.78
Subtotal	-	312.78	-	312.78	-	312.78
Mutual funds						
1,844,321 units in HDFC Liquid Fund - Direct Plan - Growth	-	7,461.24	-	7,461.24	-	7,461.24
1,893,629 units in SBI Liquid Fund Direct Growth	-	6,100.55	-	6,100.55	-	6,100.55
213,248 units in Baroda Pioneer Liquid Fund - Plan B Growth	-	505.24	-	505.24	-	505.24
1,666,137 units in ICICI Prudential Liquid Fund Direct Plan Growth	-	507.74	-	507.74	-	507.74
Subtotal	-	14,574.77	-	14,574.77	-	14,574.77
Debt Instruments						
500 units of State Bank of India Series - II non-convertible debenture	527	-	-	526.75	-	526.75
7,500 Compulsory convertible debentures in Flash Electronics India Private Limited of face value Rs 100,000 fully paid up	-	-	826.47	826.47	-	826.47
Subtotal	526.75	-	826.47	1,353.22	-	1,353.22
Credit Substitutes						
472 units of Panchsheel Buldtech Private Limited of face value Rs 1,000,000 fully paid up	209.85	-	71.73	281.58	-	281.58
500 units of Radiant Polymers Private Limited of face value Rs 1,000,000 fully paid up	596.12	-	-	596.12	-	596.12
629 units of Raheja Icon Entertainment Private Limited of face value Rs 1,000,000 fully paid up	172.92	-	179.08	352.00	-	352.00
705 units of Saha Estate Developer Private Limited of face value Rs 1,000,000 fully paid up	566.44	-	244.80	811.24	-	811.24
211 units of Fantasy Buildwell Private Limited of face value Rs 1,000,000 fully paid up	28.81	-	2.07	30.88	-	30.88
Subtotal	1,574.14	-	497.68	2,071.82	-	2,071.82
Other Instruments						
Security receipts in Alchemist XV Trust	-	194.11	-	194.11	-	194.11
Units of DMI AIF Special Opportunities Scheme	-	-	11.01	11.01	-	11.01
Subtotal	-	194.11	11.01	205.12	-	205.12
Total (A) - Gross	2,100.89	15,106.78	1,869.03	19,076.70	6.94	19,083.64
Less: Impairment loss allowance	402.26	-	192.86	595.12	-	595.12
Total (A) Net	1,698.63	15,106.78	1,676.17	18,481.58	6.94	18,488.52
(B) Investments outside India						
Total (B) - Gross	2,100.89	15,106.78	1,869.03	19,076.70	6.94	19,083.64
Less: Impairment loss allowance	402.26	-	192.86	595.12	-	595.12
Total (B) - Net	1,698.63	15,106.78	1,676.17	18,481.58	6.94	18,488.52

* At cost

Notes:

- (i) For movement of Impairment loss allowance refer note 7.1
(ii) Information of subsidiaries and associates

Name of entity	Principal Activity	Place of Incorporation	Principal place of business	As at March 31, 2022	As at March 31, 2021
Subsidiaries					
DMI Management Services Private Limited	Financial Service (Asset Management)	Delhi	Delhi	100.00%	100.00%
DMI Capital Private Limited	Financial Service (Merchant Banking)	Delhi	Delhi	100.00%	100.00%
Appnit Technologies Private Limited (w.e.f. 20 Jan 2022)	Financial Services (Prepaid Instrument Issuer)	Lucknow, Uttar Pradesh	NOIDA, Uttar Pradesh	94.04%	NA
Associate					
DMI Alternatives Private Limited	Investment Manager	Delhi	Delhi	49.00%	49.00%



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

9 Other financial assets (at amortized cost)

	As at March 31, 2022	As at March 31, 2021
Security deposit	25.55	21.17
First loss default guarantee recoverable	90.54	1,114.82
Ex-gratia interest benefit	-	-99.47
Interest accrued on fixed deposits	13.74	-
Money with partners pending for disbursement	898.89	277.56
Unbilled revenue and recoverables	579.36	522.83
Total	1,608.08	2,035.85

10 Current tax assets

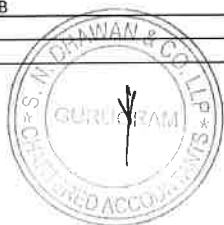
Advance Income-tax (net)	284.71	214.39
Total	284.71	214.39

11 Deferred tax assets

Deferred tax liability		
Fair value of financial instruments	455.81	82.80
Difference in income recognition on unrealized gain on mutual fund investments	18.31	69.48
Total deferred tax liabilities	474.12	152.28
Deferred tax asset		
Provision for employee benefits	19.45	14.28
Difference in written down value as per Companies Act and Income-tax Act	11.30	6.47
EIR adjustment for processing fee	77.29	30.81
Liability against leases	9.91	7.44
Impairment loss allowance	1,131.17	640.90
Carry forward of interest disallowed u/s 94B	28.53	25.67
Gross deferred tax asset	1,277.65	725.57
Net Deferred Tax (Liability)/ Asset	803.53	573.29

Movement of deferred tax assets	As at March 31, 2021	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	As at March 31, 2022
Liabilities				
Fair value of financial instruments	82.80	162.07	210.94	455.81
Difference in income recognition on unrealized gain on mutual fund investments	69.48	(51.17)	-	18.31
Deferred Tax Liabilities	152.28	110.90	210.94	474.12
Assets				
Provision for employee benefits	14.28	5.31	(0.14)	19.45
Difference in written down value as per Companies Act and Income-tax Act	6.47	4.83	-	11.30
EIR adjustment for processing fee	30.81	46.48	-	77.29
Liability against leases	7.44	2.47	-	9.91
Impairment loss allowance	640.90	490.27	-	1,131.17
Carry forward of interest disallowed u/s 94B	25.67	2.86	-	28.53
Deferred Tax Assets	725.57	552.22	(0.14)	1,277.65
Net Deferred tax asset	573.29	441.32	(211.08)	803.53

Movement of Deferred tax assets	As at March 31, 2020	(Charged)/ credited to statement of profit and loss	(Charged)/ credited to other comprehensive income	As at March 31, 2021
Liabilities				
Fair value of financial instruments	75.07	6.67	1.06	82.80
Difference in income recognition on unrealized gain on mutual fund investments	16.75	52.73	-	69.48
Deferred Tax Liabilities	91.82	59.40	1.06	152.28
Assets				
Provision for employee benefits	9.55	5.34	(0.61)	14.28
Difference in written down value as per Companies Act and Income-tax Act	5.91	0.56	-	6.47
EIR adjustment for processing fee	-	30.81	-	30.81
Liability against leases	3.96	3.48	-	7.44
Impairment loss allowance	366.51	274.39	-	640.90
Carry forward of interest disallowed u/s 94B	25.67	-	-	25.67
Deferred tax assets	411.60	314.58	(0.61)	725.57
Net Deferred tax assets	319.78	255.19	(1.67)	573.29



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

12 Property, plant and equipment (at cost or deemed cost)

	Furniture and fixtures	Computers	Vehicles	Office equipment	Lease hold improvements	Total
Gross carrying amount						
Balance as at March 31, 2020	1.47	28.79	5.36	31.39	141.24	208.25
Additions	0.41	8.52	-	0.47	-	9.40
Disposals	-	-	-	-	-	-
Balance as at March 31, 2021	1.88	37.31	5.36	31.86	141.24	217.65
Additions	-	19.54	-	0.47	-	20.01
Disposals	(0.04)	-	-	(0.28)	(3.97)	(4.30)
Balance as at March 31, 2022	1.84	56.85	5.36	32.04	137.27	233.36
Accumulated depreciation						
Balance as at March 31, 2020	0.69	19.78	3.79	15.19	29.94	69.39
Charge for the year	0.21	7.76	0.48	7.23	16.43	32.11
Disposals	-	-	-	-	-	-
Balance as at March 31, 2021	0.90	27.54	4.27	22.42	46.37	101.50
Charge for the year	0.25	11.28	0.33	4.08	15.81	31.75
Disposals	(0.03)	-	-	(0.27)	(3.77)	(4.07)
Balance as at March 31, 2022	1.12	38.82	4.60	26.23	58.41	129.18
Net carrying amount						
As at March 31, 2020	0.78	9.01	1.57	16.20	111.30	138.86
As at March 31, 2021	0.98	9.77	1.09	9.44	94.87	116.15
As at March 31, 2022	0.72	18.02	0.76	5.81	78.86	104.18

Notes:

- I) Leasehold improvements comprises expenditure incurred for the construction on the property obtained on lease as disclosed in Note 13 - Right of use assets.
- II) During the current financial year and in the previous financial year there is no revaluation of Property, plants and equipment.
- III) There is no proceeding initiated against the Company for the properties under the Benami Transactions (Prohibition) Act, 1908 and the rules made thereunder.

13 Capital work in progress

	As at	
	March 31, 2022	March 31, 2021
Capital work in progress	23.27	-
	23.27	-
As at 31 March, 2022	Amount in CWIP for a period	
	Less than 1 year	1-2 years
	2-3 years	More than 3 years
	Total	
Projects in progress	23.27	-
Projects temporarily suspended	-	-
	23.27	-
As at 31 March, 2021	Amount in CWIP for a period	
	Less than 1 year	1-2 years
	2-3 years	More than 3 years
	Total	
Projects in progress	-	-
Projects temporarily suspended	-	-
	-	-

Note:

Contractual commitments to be executed on capital account amounting to Rs. 18.25 millions (previous year: NIL)



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

14 Right of use assets

	Right of use assets	Total
Gross carrying amount		
Balance as at March 31, 2020	293.91	293.91
Additions	-	-
Disposals	-	-
Balance as at March 31, 2021	293.91	293.91
Additions	75.08	75.08
Disposals	-	-
Balance as at March 31, 2022	368.99	368.99
Depreciation		
Balance as at March 31, 2020	45.24	45.24
Additions	37.96	37.96
Disposals	-	-
Balance as at March 31, 2021	83.20	83.20
Additions	50.84	50.84
Disposals	-	-
Balance as at March 31, 2022	134.04	134.04
Net carrying amount		
As at March 31, 2020	248.67	248.67
As at March 31, 2021	210.71	210.71
As at March 31, 2022	234.95	234.95

Note: For other details please refer Note 46

15 Other intangible assets

	Software	Total
Gross carrying amount		
Balance as at March 31, 2020	15.66	15.66
Additions	24.25	24.25
Disposals	-	-
Balance as at March 31, 2021	39.91	39.91
Additions	24.69	24.69
Disposals	-	-
Balance as at March 31, 2022	64.60	64.60
Amortization		
Balance as at March 31, 2020	8.11	8.11
Additions	9.00	9.00
Disposals	-	-
Balance as at March 31, 2021	17.11	17.11
Additions	16.09	16.09
Disposals	-	-
Balance as at March 31, 2022	33.20	33.20
Net carrying amount		
As at March 31, 2020	7.55	7.55
As at March 31, 2021	22.80	22.80
As at March 31, 2022	31.41	31.41



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

	<u>As at March 31, 2022</u>	<u>As at March 31, 2021</u>
16 Other non- financial assets		
Capital advance	6.13	6.13
Prepaid expenses	102.57	87.80
Other non-financial assets	1.00	0.73
Total	<u>103.56</u>	<u>94.66</u>
17 Assets held for sale		
Assets under settlement (see note below)	143.88	189.85
	<u>143.88</u>	<u>189.85</u>

Note : These assets represent assets acquired from the Company's borrowers as a part of Company's risk management strategy. In these cases, the Company had entered into settlement agreement as a prudent measure by the management wherein the borrower was approached and there was a mutual consensus between the Company and borrower to transfer the asset in the name of the Company towards settlement of the loan amount.

Basis the development during the current year, the Company, on prudent basis, has written off asset under settlement amounting to Rs. 45.97 million.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

	As at March 31, 2022	As at March 31, 2021
18 Payables		
a. Trade payables		
i. Total outstanding dues of micro enterprises and small enterprises (See note ii below)	94.79	110.75
ii. Total outstanding dues of creditors other than micro enterprises and small enterprises	659.67	411.61
	754.46	522.36
b. Other payables		
i. Total outstanding dues of micro enterprises and small enterprises (See note ii below)	-	-
ii. Total outstanding dues of creditors other than micro enterprises and small enterprises	379.87	228.80
	379.87	228.80
Total	1,134.33	751.15

l) Trade payable and other payable ageing schedule

As at 31 March 2022

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	94.79	-	-	-	94.79
Total outstanding dues of creditors other than micro enterprises and small enterprises	997.44	33.92	5.10	3.08	1,039.54
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total	1,092.23	33.92	5.10	3.08	1,134.33

As at 31 March 2021

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	110.75	-	-	-	110.75
Total outstanding dues of creditors other than micro enterprises and small enterprises	616.52	14.27	9.61	-	640.40
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total	727.27	14.27	9.61	-	751.15



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

ii) Amount outstanding if Micro, Small and Medium Enterprises Development Enterprises

Based on the responses received from certain suppliers, the Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

	<u>As at March 31,</u> <u>2022</u>	<u>As at March 31,</u> <u>2021</u>
i) The Principal amount and the interest due thereon remaining unpaid to any supplier at year end		
- Principal amount	94.79	110.75
- Interest thereon	0.03	-
ii) the amount of interest paid by the buyer in terms of section 16 of MSMED Act, along with the amounts of the payment	-	-
iii) the amount of interest due and payable for the year of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
iv) the amount of interest accrued and remaining unpaid	-	-
v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small investor	-	-

19 Debt securities (at amortised cost)

Non convertible debentures (refer note 19.1)	18,552.27	18,551.69
Optionally convertible debentures (refer note 19.2)	-	-
	<u>18,552.27</u>	<u>18,551.69</u>
Secured **	499.27	498.69
Unsecured	18,053.00	18,053.00
Total	<u>18,552.27</u>	<u>18,551.69</u>
Debt securities in India	18,552.27	18,551.69
Debt securities outside India	-	-
Total	<u>18,552.27</u>	<u>18,551.69</u>

** Secured against exclusive floating charge by way of hypothecation of loans and receivables of the Company of Rs. 893.22 millions (previous year Rs. 725 millions).

The Company has not created the Debenture redemption reserve as it is not mandatorily required in accordance with provisions of the Companies Act 2013.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

19.1 Terms of redeemable non-convertible debentures (NCD's)
A Secured

ISIN	Date of allotment	Date of redemption	Nominal value per debenture	Number	Rate of interest	Face value	Amount outstanding as at March 31, 2022	Amount outstanding as at March 31, 2021	Terms of redemption
INE604O07159	June 30, 2020	June 30, 2023	10,00,000	500	9.00%	500	499.27	498.69	On or prior to 36 months from the first allotment date. Coupon payment frequency is yearly
Total							499.27	498.69	

All secured against exclusive charge on the standard assets portfolio receivables as per the respective agreements.

B Unsecured

ISIN	Date of allotment	Date of redemption	Nominal value per debenture	Number	Rate of interest	Face value	Amount outstanding as at March 31, 2022	Amount outstanding as at March 31, 2021	Terms of redemption
INE604O08066	October 1, 2019	October 1, 2022	10,00,000	1,160	10.35%	1,160.00	1,160.00	1,160.00	On or prior to 36 months from the first allotment date. Coupon payment frequency is quarterly
INE604O08074	October 21, 2019	October 21, 2022	10,00,000	2,040	10.35%	2,040.00	2,040.00	2,040.00	On or prior to 36 months from the first allotment date. Coupon payment frequency is quarterly
INE604O08082	November 25, 2019	November 25, 2023	10,00,000	2,040	8.50%	2,040.00	2,040.00	2,040.00	On or prior to 48 months from the first allotment date. Coupon payment frequency is quarterly
INE604O08090	December 10, 2019	December 10, 2023	10,00,000	867	8.50%	867.00	867.00	867.00	On or prior to 48 months from the first allotment date. Coupon payment frequency is quarterly
INE604O08108	February 20, 2020	February 20, 2024	10,00,000	7,172	8.50%	7,172.00	7,172.00	7,172.00	On or prior to 48 months from the first allotment date. Coupon payment frequency is quarterly
INE604O08124	February 28, 2020	February 28, 2024	10,00,000	4,640	9.50%	4,640.00	4,640.00	4,640.00	On or prior to 48 months from the first allotment date. Coupon payment frequency is quarterly
INE604O08116	March 12, 2020	March 12, 2024	10,00,000	134	8.50%	134.00	134.00	134.00	On or prior to 48 months from the first allotment date. Coupon payment frequency is quarterly
Total							18,053.00	18,053.00	



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

	As at March 31, 2022	As at March 31, 2021
20 Borrowings (other than debt securities) (at amortised cost)		
Secured*		
Term loans		
From banks (See note i and iii below)	8,717.10	1,181.19
Cash credit and overdraft		
From banks (See note ii below)	248.43	-
	8,965.53	1,181.19
Borrowings in India	8,965.53	1,181.19
Borrowings outside India	-	-
Total	8,965.53	1,181.19

Notes:

i) Secured against exclusive floating charge by way of hypothecation of loans and receivables of the Company to the extent of Rs. 14,257.92 millions (Previous year: Rs. 2,397.07 millions).

ii) Exclusive Hypothecation charge on the standard receivables of the Company upto 1.25 times, at all times and cash credit is repayable on demand.

iii) Terms of repayment of borrowings as on March 31, 2022 are as follows:

Lender	Disbursement Amount	Repayment	Rate of interest	Security cover	Outstanding as on March 31,2022	Outstanding as on March 31, 2021
Bank of Baroda	1,000	16 quarterly installments	>6.00%<10.5%	133%	248.50	494.24
Bank of Baroda	500	16 monthly installments	>6.00%<10.5%	133%	373.33	497.05
Bank of Baroda	500	16 quarterly installments	>6.00%<10.5%	133%	497.50	-
Karnataka Bank Limited	200	11 quarterly installments	>6.00%<10.5%	125%	163.22	-
Bank of Maharashtra	500	42 monthly installments	>6.00%<10.5%	125%	476.93	-
HDFC Bank Limited	300	16 quarterly installments	>6.00%<10.5%	133%	-	56.21
HDFC Bank Limited	750	8 quarterly installments	>6.00%<10.5%	125%	512.55	-
HDFC Bank Limited	800	8 quarterly installments	>6.00%<10.5%	125%	797.04	-
State Bank Of India	1,000	15 quarterly installments	>6.00%<10.5%	125%	865.74	-
Karnataka Bank Limited	250	11 quarterly installments	>6.00%<10.5%	125%	221.86	-
Kotak Mahindra Bank Limited	400	24 monthly installments	>6.00%<10.5%	133%	349.44	-
IndusInd Bank Limited	500	12 quarterly installments	>6.00%<10.5%	133%	495.74	-
Punjab National Bank	500	35 monthly installments	>6.00%<10.5%	133%	483.82	-
South Indian Bank Limited	300	14 quarterly installments	>6.00%<10.5%	133%	-	85.61
South Indian Bank Limited	500	15 quarterly installments	>6.00%<10.5%	125%	499.04	-
Indian Bank	750	16 quarterly installments	>6.00%<10.5%	125%	746.57	-
AU Small Finance Bank Limited	450	36 monthly installments	>6.00%<10.5%	110%	-	0.92
Union Bank of India Limited	550	14 quarterly installments	>6.00%<10.5%	133%	-	27.17
Small Industries Development Bank of India	200	7 monthly Installments	>6.00%<10.5%	125%	-	20.00
State Bank Of India	2,000	15 quarterly installments	>6.00%<10.5%	125%	1,985.82	-
Total					8,717.10	1,181.19

The charges/satisfaction which yet to be registered with Registrar of Companies (ROC) as at 31 March, 2022 are as follows:

Brief description of satisfaction	Location of ROC	Due date for satisfaction	Reason for delay
Bank of India	Delhi	Not yet registered	The loan was obtained from consortium of banks with Bank of India being the lead banker. The loan was completely repaid in the year 2018. Due to involvement of multiple banks, NOCs from all the banks are required by the lead banker to issue NOC for the satisfaction of Debt. The Company is following up with all the involved banks to obtain the NOC for satisfaction of charge. The Company shall file for the satisfaction of charge with the ROC on receipt of NOC from BOI.

Notes:

i) Secured term loans from banks amounting to Rs. 8,717.10 millions and carry rate of interest in the range of 6.00% to 10.50% p.a. The loans are having tenure of 2 to 4 years from the date of disbursement and are repayable in both monthly and quarterly installments. The secured term loans are secured by hypothecation (exclusive charge) of the book debt receivables of the Company.

ii) There are no term loans from financial institutions.

iii) The Company has not defaulted in the repayment of dues to its lenders.

iv) The Company has not been declared as wilful defaulter by any of banks, financial institution or any other lender.

v) Company has been submitting monthly/quarterly receivable/stock data with the lenders as per the provision of sanction letters and there are no discrepancies between receivable/stock data submitted to the lenders and book of accounts.

vi) The corporate guarantee given by the Company for borrowings of fellow subsidiary on which charge is created on the assets of Company have not been considered for the disclosure as their charge is not due for the satisfaction.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

	As at March 31, 2022	As at March 31, 2021
21 Lease liabilities		
Lease liabilities (refer note 46)	276.36	242.29
	276.36	242.29
22 Other financial liabilities		
Interest accrued but not due		
- Debt securities	156.43	156.43
- Borrowings other than debt securities	6.44	0.67
	162.87	157.10
23 Provisions		
Provision for gratuity (refer note 38)	32.58	22.78
Provision for compensation absences	44.67	33.95
	77.25	56.73
24 Other non-financial liabilities		
Statutory dues payable	58.18	44.65
Security Deposit	4.71	3.35
Total	62.89	48.00



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

25 Equity share capital

	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount	No. of shares	Amount
A. Authorized share capital				
Equity shares of Rs. 10 each	96,50,00,000	9,650.00	96,50,00,000	9,650.00
Compulsorily convertible preference shares of Rs. 10 each	3,50,00,000	350.00	3,50,00,000	350.00
	1,00,00,00,000	10,000.00	1,00,00,00,000	10,000.00
B. Issued, subscribed and paid up				
Fully called-up and paid-up				
Equity shares of Rs. 10 each	65,50,78,001	6,550.78	64,20,35,533	6,420.36
Sub total (A)	65,50,78,001	6,550.78	64,20,35,533	6,420.36
Partly called-up and paid-up				
Equity shares of Rs. 10 each	5,73,15,400	16.22	5,73,15,400	16.22
Sub total (B)	5,73,15,400	16.22	5,73,15,400	16.22
Total (A+B)	71,23,93,401	6,567.00	69,93,50,933	6,436.58

25.1 The reconciliation of equity shares outstanding at the beginning and at the end of the reporting year

Balance at the beginning of year	69,93,50,933	6,436.58	61,62,94,566	5,592.94
Changes in equity share capital due to prior period errors	-	-	-	-
Restated balance at the beginning of the period	-	-	-	-
Shares issued during the year	1,30,42,468	130.42	8,30,56,367	830.57
First call money called on partly paid up shares	-	-	-	13.07
Balance at the end of year	71,23,93,401	6,567.00	69,93,50,933	6,436.58

25.2 Shares held by holding Company

	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% holding	No. of shares	% holding
DMI Limited	51,98,89,603	72.98%	51,98,89,603	74.34%
	51,98,89,603	72.98%	51,98,89,603	74.34%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

25.3 Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% holding	No. of shares	% holding
Equity shares of Rs. 10 each fully paid up				
DMI Limited	51,98,89,603	72.98%	51,98,89,603	74.34%
NIS Ganesha S.A.	6,47,35,441	9.09%	6,47,35,441	9.26%
K2VZ	5,73,15,400	8.05%	5,73,15,400	8.20%

Note: As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(i) During the current year, the Company has issued 1,30,42,468 equity shares comprising of 107,62,812 Rs. 10 per share at Rs. 209.75 per share (including premium of Rs. 199.75 per share) and 22,79,656 equity shares of Rs. 10 per share at applicable exercise price under the ESOP plans. The amount received on these issues aggregates to Rs. 2,342.63 million.

(ii) The Company had issued 2,7783,195 Compulsorily Convertible Preference Shares ("CCPS") namely Series B, Series C, Series D, Series E, Series F and Series G to different holders from time to time. As per the terms of issue of CCPS, the CCPS were converted into 2,00,56,804 ordinary equity shares of the Company on November 8, 2019.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

25.4 Details of shares held by promoters

Particulars	As at 31 March 2022	As at 31 March 2021
Equity shares of Rs. 10 each fully paid up		
No. of shares at the beginning of the year	51,98,89,603	43,89,39,922
Change during the year	-	8,09,49,681
No. of shares at the end of the year	51,98,89,603	51,98,89,603
% of total shares	72.98%	74.34%
% change during the year	-1.83%	4.38%

DMI Limited is the promoter of the Company

25.5 Rights, preferences and restrictions

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity share is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of the equity shares held by the shareholders.

25.6 Aggregate number of shares issued for consideration other than cash during the five years

The Company has not issued any shares pursuant to a contract without payment being received in cash nor allotted as fully paid up by the way of bonus shares and there has not been any buy back of shares in the current period and the immediately preceding four years.

25.7 Uncalled and Unpaid Capital

There are 5,73,15,400 equity shares issued by the Company against which, the Company has received Rs. 16,52,47,259 (including securities Premium of Rs. 14,90,25,873). Balance amount is not called up by the Company.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

26 Other equity

	As at March 31, 2022	As at March 31, 2021
Securities premium	25,707.55	23,495.35
Capital redemption reserve	81.21	81.21
Statutory reserve u/s 45-IC of RBI Act	1,093.02	977.46
Share based payment outstanding reserve	187.02	140.95
Share warrant reserve	32.44	-
Retained earnings	4,150.54	3,688.30
Other comprehensive income	661.59	34.05
Upfront monies received on share warrant	0.50	-
Total	31,913.87	28,417.32
Securities premium		
Opening balance	23,495.35	14,547.77
Add : Premium on shares issued during the year (including shares issued under Employees Stock Option plan)	2,212.20	8,947.58
Closing balance	25,707.55	23,495.35
Capital redemption reserve		
Opening balance	81.21	81.21
Add : Additions during the year	-	-
Closing balance	81.21	81.21
Statutory reserve u/s 45-IC of RBI Act		
Opening balance	977.46	932.84
Add : Transfer during the year from Surplus in statement of profit and loss	115.56	44.62
Closing balance	1,093.02	977.46
Share based payment outstanding reserve		
Opening balance	140.95	66.58
Add: Granted/vested during the year	73.56	75.78
Less : Exercised during the year	(27.49)	(1.41)
Closing balance	187.02	140.95
Share warrant reserve		
Opening balance	-	-
Add : Addition during the year	32.44	-
Closing balance	32.44	-
Retained earnings		
Opening balance	3,688.30	3,509.84
Add : Profit for the year	577.80	223.08
Less : Transfer to reserve fund as per section 45 IC of RBI Act, 1934	(115.56)	(44.62)
Closing balance	4,150.54	3,688.30



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

	As at March 31, 2022	As at March 31, 2021
Upfront monies received on share warrant		
Opening balance	-	-
Add : Amount received during the year	0.50	-
Closing balance	0.50	-
Other Comprehensive Income		
Opening balance	34.05	29.07
Add: Remeasurement gain on defined benefit plan	0.39	1.83
Add : Gain on Fair Value changes (Debt and Equity)	610.18	3.15
Add: Realised Gain on Investments	16.97	-
Closing balance	661.59	34.05

Security premium

Securities premium represents premium received on issue of shares. The amount is utilised in accordance with the provisions of the Companies Act 2013

Capital redemption reserve

The same had been created in accordance with provisions of the Companies Act 2013 on buy back of shares.

Statutory reserve u/s 45-IC of RBI Act

The reserve is created as per the provision of Section 45 (IC) of Reserve Bank of India Act, 1934. This is a restricted reserve and no appropriation can be made from this reserve fund except for the purpose as may be prescribed by Reserve Bank of India.

Share option outstanding account

The reserve is used to recognise the fair value of the options issued to employees of the Company and subsidiary companies under Company's employee stock option plan.

Share warrant reserve

The reserve is used to recognise the fair value of the warrants issued to consultants of the Company and subsidiary companies.

Retained earnings

Retained earnings or accumulated surplus and represents total of all profits retained since the Company's inception. Retained earnings are credited with current year profits, reduced by losses, if any, dividend payouts, or any such other appropriations to specific reserves.

Upfront monies received on share warrant

Upfront monies received on share warrant represents the upfront monies received against the share warrants issued by the Company.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

27 Interest Income

	Year ended March 31, 2022			Year ended March 31, 2021		
	On financial instruments measured at fair value through Profit & Loss	On financial assets measured at Amortised cost	On financial assets measured at fair value through OCI	On financial instruments measured at fair value through Profit & Loss	On financial assets measured at Amortised cost	On financial assets measured at fair value through OCI
Interest income on portfolio loans	-	7,280.54	30.22	-	6,394.70	18.35
Interest income on investments	22.89	310.55	154.84	-	286.79	175.86
Interest on deposits with bank	-	38.06	-	-	34.94	-
Total Interest income	22.89	7,629.15	185.06	-	6,716.43	194.21
			7,837.11			6,910.64

28 Fees and commission Income

	Amount Invoiced		Revenue booked	
	Year ended March 31, 2022	Year ended March 31, 2021	Year ended March 31, 2022	Year ended March 31, 2021
Fee on card reload	21.42	18.48	21.42	18.48
Others *	-	-	97.44	20.31
	21.42	18.48	118.86	38.79

*includes income related other recoveries from Consumer loans

29 Net gain on fair value changes

	Year ended March 31, 2022	Year ended March 31, 2021
(A) Net gain on financial instruments at fair value through profit and loss		
on financial instruments designated at fair value through profit or loss	1,005.79	591.04
(B) others	-	-
	1,005.79	591.04
Analysis of fair value changes[#]		
Realised	716.69	355.03
Unrealised	289.10	236.01
	1,005.79	591.04

[#]shows the change from the date of investment

30 Other income

Cost sharing from group companies	122.74	104.04
Income on Treasury instruments	16.88	-
Miscellaneous income	4.89	-
	144.51	104.04

31 Finance costs

Interest on financial liabilities (measured at amortised cost)

Interest on debt securities		
- on non convertible debentures	1,685.76	1,699.45
Interest on borrowings (other than debt securities)		
- on bank term loan	211.88	141.75
- on bank cash credit	0.58	0.32
Other Interest expense		
- on delayed deposit of statutory dues	0.08	0.81
- on leasing arrangements	16.09	24.54
Other borrowing costs	2.14	24.81
	1,916.53	1,891.68



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

36.2 Corporate social responsibility (CSR)

In respect of Corporate Social Responsibility activities, gross amount required to be spent by the Company during the year was Rs. 17.40 millions in FY 2021-22 (Previous Year Rs. 23.62 millions) and Company has spent Rs. 17.40 millions in FY 2021-22 (Previous Year Rs. 23.62 millions).

	Year ended March 31, 2022	Year ended March 31, 2021
Gross amount unspent for the last year	-	-
Gross amount required to be spent by the Company during the year	17.40	23.62
Amount spent during the year	17.40	23.62
Construction/acquisition of any asset	-	-
Paid In cash		
Yet to be paid in cash	17.40	23.62
	-	-
Nature of CSR Activities		
Education, Nutrition and Women Empowerment	14.16	15.50
Promoting and development towards healthcare	2.74	5.12
Promoting Indian Classical art and culture among youth	0.50	-
Training and helping Indian Athletes to win Olympic Gold medals	-	2.00
Provide supporting in eradication of hunger	-	1.00

Notes :

a) There is no transaction with related parties as defined under the IND AS 24 'Related Party Disclosures'

b) There is no provision outstanding in the books as at March 31, 2022

c) During the previous financial year (2020-21), the Company has spent excess amount of INR 0.77 million, such excess amount was set off against the CSR expenditure spent during the financial year 2021-22 pursuant to the provisions of section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

37 Earning per share (EPS)

	Year ended March 31, 2022	Year ended March 31, 2021
Net profit attributable to equity shareholders	577.80	223.08
Net profit for the year for basic EPS	577.80	223.08
Dilutive impact of convertible instruments	-	-
Net profit for the year for dilutive EPS	577.80	223.08
Nominal value of equity shares (In Rs.)	10.00	10.00
Weighted-average number of equity shares for basic EPS (Face value of share Rs. 10 each)	70,34,43,054	63,55,56,623
Weighted-average number of equity shares for dilutive EPS (Face value of share Rs. 10 each)	71,55,44,050	69,64,77,457
Basic EPS	0.82	0.35
Dilutive EPS	0.81	0.32



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

38 Retirement benefit plan

Defined contribution plan

A defined contribution plan is a pension plan under which the Company pays fixed contributions; there is no legal or constructive obligation to pay further contributions. The assets of the plan are held separately from those of the Company in a fund under the control of trustees.

The total expense charged to income during the current year Rs. 22.34 millions (previous year: Rs. 24.25 millions) represents contributions payable to these plans by the Company at rates specified in the rules of the plan.

Defined benefit plan

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is unfunded.

Provision for unfunded Gratuity for all employees is based upon actuarial valuations carried out at the end of every financial year. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. Pursuant to the issuance of the Indian Accounting Standard (IndAS) 19 on 'Employee Benefits', commitments are actuarially determined using the 'Projected Unit Credit' Method. Gains and losses on changes in actuarial assumptions are accounted for in the "Other comprehensive Income".

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Changes in the defined benefit obligation:

Balance at the beginning of the year
 Current service cost
 Interest cost
 Benefits Paid
 Remeasurement (gain) / loss
Balance at the end of the year

	As at March 31, 2022	As at March 31, 2021
	22.78	17.08
	8.90	6.99
	1.54	1.15
	(0.12)	-
	(0.52)	(2.44)
	32.58	22.78

Amount recognised in the statement of profit and loss is as under:

Current service cost
 Interest cost on defined benefit obligation
Net impact on profit before tax

	Year ended March 31, 2022	Year ended March 31, 2021
	8.90	6.99
	1.54	1.15
	10.44	8.14

Amount recognised in the other comprehensive income:

Return on plan assets (excluding amounts included in net interest expense)
 Actuarial changes arising from changes in demographic assumptions
 Actuarial changes arising from changes in financial assumptions
 Experience adjustments
Impact on other comprehensive income

	-	-
	(2.05)	-
	1.54	(2.44)
	(0.52)	(2.44)

The principal assumptions used in determining gratuity and post-employment benefit obligations for the company's plans are shown below:

Economic assumptions

Discount rate 7.18% 6.76%
 Future salary increases 6.00% 6.00%

Demographic assumptions

Retirement age 60 60
 Mortality rates inclusive of provision for disability 100% of IALM (2012-14) 100% of IALM (2012-14)
 Attrition at ages (withdrawal rate)
 (i) up to 30 years 3.00% 3.00%
 (ii) From 31 to 44 years 2.00% 2.00%
 (iii) Above 44 years 1.00% 1.00%

Note: The discount rate is generally based upon the market yields available on Government bonds at the accounting date relevant to currency of benefit payments for a term that matches the liabilities. Salary growth rate is Company's long term best estimate as to salary increases and takes account of inflation, seniority, promotion, business plan, HR policy and other relevant factors on long term basis as provided in relevant accounting standard.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

Sensitivity analysis for gratuity liability

	Year ended March 31, 2022	Year ended March 31, 2021
Impact of the change in discount rate		
Impact due to increase of 0.50 %	(2.37)	(1.73)
Impact due to decrease of 0.50 %	2.61	1.91
Impact of the change in salary increase		
Impact due to increase of 0.50 %	2.63	1.92
Impact due to decrease of 0.50 %	(2.40)	(1.75)

The following is the maturity profile of gratuity:

Expected payment for future years

	As at March 31, 2022	As at March 31, 2021
0 to 1 year	0.49	0.23
1 to 2 year	0.52	0.36
2 to 3 year	0.52	0.36
3 to 4 year	0.55	0.39
4 to 5 year	0.55	0.40
5 to 6 year	0.70	0.38
6th year onwards	29.25	20.66
Total expected payments	32.58	22.78

The weighted average duration of the defined benefit obligation as at 31 March 2022 is 20.17 years (Previous year : 20.27 years)



39 Employee Stock Option Plan

I. The Company has formulated share-based payment schemes for its Group employees. Details of all grants in operation during the Year ended March 31, 2022 are as given below:

Scheme Name	Date of grant	Date of Board / Committee approval	Number of Options granted	Method of settlement	Graded vesting period *	Number of employees to whom options were granted	First vesting date	Exercise period **	Vesting conditions	Exercise price per option	Stock price on the date of grant
DMI ESOP Plan 2019	01-Apr-19	11-02-2020	6,46,899	Shares	See Below	40	31-03-2020	5 years	As per plan	95.49	95.49
DMI ESOP Retention Plan 2019	16-Mar-20	11-02-2020	14,00,000	Shares	See Below	10	15-03-2021	5 years	As per plan	100.00	101.87
DMI ESOP plan 2018	19-Mar-18	16-03-2018	24,527	Shares	See Below	6	18-03-2019	5 years	As per plan	43.90	22.81
DMI Retention Plan, 2018	01-Apr-18	16-03-2018	10,87,300	Shares	See Below	17	31-03-2019	5 years	As per plan	46.74	24.68
DMI ESOP Plan, Management Scheme	01-Oct-18	01-10-2018	5,86,222	Shares	See Below	5	30-09-2019	5 years	As per plan	62.21	95.49
DMI ESOP Plan, Legacy Scheme	01-Apr-18	16-03-2018	3,14,148	Shares	See Below	5	31-03-2019	5 years	As per plan	13.29	24.68
DMI Employment Contract 2020	16-Feb-21	09-04-2020	23,068	Shares	See Below	1	15-02-2024	5 years	As per plan	113.34	113.34
DMI Retention Bonus (NBFC Apr'20)	21-Apr-20	09-04-2020	5,80,000	Shares	See Below	17	31-03-2021	5 years	As per plan	116.36	116.36
DMI Finance ESOP Plan 2020	01-Apr-20	09-04-2020	3,88,823	Shares	See Below	44	31-03-2021	5 years	As per plan	116.36	116.36
DMI Variable 2019-20	01-Jan-21	09-04-2020	9,865	Shares	See Below	2	31-03-2021	5 years	As per plan	113.34	113.34
DMI Finance Plan 2021	01-Apr-21	21-06-2021	4,33,708	Shares	See Below	61	01-04-2022	5 years	As per plan	113.34	113.00
DMI Finance Plan 2021	01-Apr-21	21-06-2021	2,00,000	Shares	See Below	2	01-04-2022	5 years	As per plan	113.00	113.00
Founder Circle Award 2020-21 (NBFC Apr'21)	01-Apr-21	21-06-2021	4,30,000	Shares	See Below	24	01-04-2024	5 years	As per plan	113.34	113.00
Founder Circle Award 2020-21 (NBFC Jul'21)	27-Jul-21	21-06-2021	37,23,000	Shares	See Below	98	27-07-2024	5 years	As per plan	112.86	112.86
DMI Employment Contract 2021-22 - I	18-Nov-21	21-06-2021	2,222	Shares	See Below	1	18-11-2024	5 years	As per plan	209.00	209.00
DMI Employment Contract 2021-22 - II	20-Dec-21	21-06-2021	12,210	Shares	See Below	1	20-12-2022	5 years	As per plan	209.00	209.00
DMI ESOP Plan, Management - III	15-Jan-22	21-06-2021	18,315	Shares	See Below	1	15-01-2023	5 years	As per plan	209.00	209.00
DMI Employment Contract 2021-22 - III	28-Jan-22	21-06-2021	6,106	Shares	See Below	1	28-01-2023	5 years	As per plan	209.00	209.00
DMI Employment Contract 2021-22 - IV	01-Mar-22	21-06-2021	7,326	Shares	See Below	1	01-03-2025	5 years	As per plan	209.00	209.00
DMI Employment Contract 2021-22 - V	07-Mar-22	21-06-2021	3,664	Shares	See Below	1	07-03-2023	5 years	As per plan	209.00	209.00
Total			98,97,403			338					

Graded vesting period*

*1 As per the vesting schedule 30% Options will vest on completion of one year, 30% on completion of two year and 40% on completion of three year from the grant date respectively.

*2. For Schemes Founder Circle Award 2020-21 (NBFC Apr'21), Founder Circle Award 2020-21 (NBFC Jul'21), DMI Employment Contract 2021-22 - I and DMI Employment Contract 2021-22 - IV options will vest on completion of three years from the grant dates respectively.

Exercise period **

** Exercise Period in respect of any Vested Options means the period commencing on the date of Vesting of such Option and expiring on the fifth anniversary of Option Grant Date



DMI Finance Private Limited

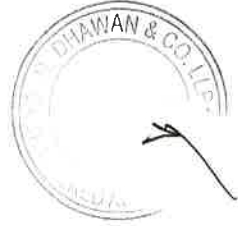
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. in millions, unless otherwise stated)

March 31, 2022

II. Reconciliation of options	Options outstanding at the beginning of the year	Granted during the year	Exercised during the year	Lapsed during the year	Outstanding at the end of the year	Weighted average remaining contractual life (in years)
DMI ESOP plan 2018	3,22,023	-	2,97,496	-	24,527	0.96
DMI Retention Plan, 2018	14,83,942	-	3,96,642	-	10,87,300	1
DMI ESOP Plan, Management Scheme	6,04,396	-	18,174	-	5,86,222	1.5
DMI ESOP Plan, Legacy Scheme	18,27,677	-	15,13,529	-	3,14,148	1
DMI ESOP PLAN 2019	6,88,660	-	41,761	-	6,46,899	2
DMI ESOP RETENTION PLAN 2019	14,00,000	-	-	-	14,00,000	2.96
DMI Employment Contract 2020	23,068 *	-	-	-	23,068	3.88
DMI Retention Bonus (NBFC Apr'20)	5,80,000	-	-	-	5,80,000	3
DMI Finance ESOP Plan 2020	3,99,387	-	10,564	-	3,88,823	3
DMI Variable 2019-20	11,355	-	1,490	-	9,865	3.76
DMI Finance Plan 2021	-	4,33,708	-	-	4,33,708	4.01
DMI Finance Plan 2021	-	2,00,000	-	-	2,00,000	4.01
Founder Circle Award 2020-21 (NBFC Apr'21)	-	4,30,000	-	-	4,30,000	4.01
Founder Circle Award 2020-21 (NBFC Jul'21)	-	37,23,000	-	-	37,23,000	4.33
DMI Employment Contract 2021-22 - I	-	2,222	-	-	2,222	4.64
DMI Employment Contract 2021-22 - II	-	12,210	-	-	12,210	4.73
DMI ESOP Plan, Management - III	-	18,315	-	-	18,315	4.8
DMI Employment Contract 2021-22 - III	-	6,106	-	-	6,106	4.83
DMI Employment Contract 2021-22 - IV	-	7,326	-	-	7,326	4.92
DMI Employment Contract 2021-22 - V	-	3,664	-	-	3,664	4.94
Total	73,40,508	48,36,551	22,79,556	-	98,97,403	

March 31, 2021

II. Reconciliation of options	Options outstanding at the beginning of the year	Granted during the year	Exercised during the year	Lapsed during the year	Outstanding at the end of the year	Weighted average remaining contractual life (in years)
DMI ESOP plan 2018	3,22,023	-	-	-	3,22,023	2
DMI Retention Plan, 2018	15,50,442	-	-	66,500	14,83,942	2
DMI ESOP Plan, Management Scheme	7,23,981	-	-	1,19,585	6,04,396	3
DMI ESOP Plan, Legacy Scheme	18,27,677	-	-	-	18,27,677	2
DMI ESOP PLAN 2019	7,72,377	-	-	83,717	6,88,660	3
DMI ESOP RETENTION PLAN 2019	17,00,000	-	-	3,00,000	14,00,000	4
DMI Employment Contract 2020	-	23,068	-	-	23,068	5
DMI Retention Bonus (NBFC Apr'20)	-	5,80,000	-	-	5,80,000	4
DMI Finance ESOP Plan 2020	-	3,99,387	-	-	3,99,387	4
DMI Variable 2019-20	-	11,355	-	-	11,355	4
Total	68,96,500	10,13,810	-	5,69,803	73,40,508	5



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
 (All Amount in Rs. In millions, unless otherwise stated)

III. Computation of fair value

For undertaking fair valuation of ESOP, the Company is using Black-Scholes Model.

ESOP PLAN	Fair market value of shares (Rs.)	Volatility	Risk free rate	Dividend Yield	Exercise price (Rs.)	Option fair value
DMI ESOP PLAN 2019	95.49	30.00%	7.35%	-	95.49	38.86
DMI ESOP RETENTION PLAN 2019	101.87	30.00%	6.50%	-	100.00	40.75
DMI ESOP PLAN 2018	22.81	15.00%	6.00%	-	43.90	0.67
DMI Retention Plan, 2018	24.68	15.00%	7.50%	-	46.74	1.15
DMI ESOP Plan, Management Scheme	95.49	15.00%	7.50%	-	62.21	49.45
DMI ESOP Plan, Legacy Scheme	24.68	15.00%	7.00%	-	13.29	15.32
DMI Employment Contract 2020	113.34	30.00%	6.14%	-	113.34	43.35
DMI Retention Bonus (NBFC Apr'20)	116.36	30.00%	6.14%	-	116.36	44.51
DMI Finance ESOP Plan 2020	116.36	30.00%	6.14%	-	116.36	44.51
DMI Variable 2019-20	113.34	30.00%	6.14%	-	113.34	43.35
DMI Finance Plan 2021	113.00	30.00%	6.60%	-	113.34	43.49
DMI Finance Plan 2021	113.00	30.00%	6.60%	-	113.00	43.30
Founder Circle Award 2020-21 (NBFC Apr'21)	113.00	30.00%	6.60%	-	113.34	43.49
Founder Circle Award 2020-21 (NBFC Jul'21)	112.86	30.00%	6.14%	-	112.86	43.17
DMI Employment Contract 2021-22 - I	209.00	30.00%	6.60%	-	209.00	81.89
DMI Employment Contract 2021-22 - II	209.00	30.00%	6.60%	-	209.00	81.89
DMI ESOP Plan, Management - III	209.00	30.00%	6.60%	-	209.00	81.89
DMI Employment Contract 2021-22 - III	209.00	30.00%	6.60%	-	209.00	81.89
DMI Employment Contract 2021-22 - IV	209.00	30.00%	6.60%	-	209.00	81.89
DMI Employment Contract 2021-22 - V	209.00	30.00%	6.60%	-	209.00	81.89

The Company applies the fair value method of accounting to account for stock options issued by it to the employees of the Company. The fair market value of such instruments as at the grant date is recognized as an expense over the period in which the related services are received. Accordingly, fair value of the stock options and restricted stock units is amortized on a straight-line basis over the vesting period of the stock options. The Company recognise share based compensation in the Statement of Profit and Loss with a corresponding credit to Share based payments outstanding reserve.

The Company has entered into Cost chargeback agreement with the grantor and post this agreement the Company would be required to pay the difference of market price of the options exercised by the employees of the Company, to DMI Housing Finance Private Limited. Therefore, in the current year, share based compensation expense has been recognized in the Statement of Profit and Loss with a corresponding credit to a liability account viz Share Options Outstanding Account disclosed under notes.

During the Financial year 2018-19, as per the scheme options were granted to employees of the Grantor. The Company has recognised the expense of Rs. 0.70 millions (previous year: Rs. 2.16 Millions) as share based compensation expense in relation to these options with a corresponding credit to a liability account which is Rs. 9.99 millions as on March 31, 2022 (Rs. 9.29 Millions as on March 31, 2021).

The employees' compensation expense for Stock options during the year ended 31. March 2022 amounts to Rs. 72.86 millions (previous year Rs. 75.78 millions).



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

40 Disclosures in respect of Related Parties as per Indian Accounting Standard (IndAS) – 24 'Related Party Disclosures

(a) List of related parties

Holding company

DMI Limited

Subsidiaries

DMI Management Services Private Limited
DMI Capital Private Limited
Appnit Technologies Private Limited (w.e.f. 20 Jan 2022)

Associate

DMI Alternatives Private Limited

Fellow subsidiaries

DMI Consumer Credit Private Limited
DMI Housing Finance Private Limited

Key managerial personnel (KMP)

Name	Designation
Mr. Yuvraja Chanakya Singh	Joint Managing Director
Mr. Shivashish Chatterjee	Joint Managing Director
Mrs. Bina Singh	Director
Mrs. Jayati Chatterjee	Director
Mr. Gurcharan Das	Director
Mr. Gaurav Burman	Director
Mr. Tamer Amr	Director
Mr. Nipender Kochhar	Director
Mr. Jatinder Bhasin	Chief Financial Officer (upto 17 March 2021)
Mr. Krishan Gopal	Chief Financial Officer (w.e.f. 18 March 2021)
Mr. Sahib Pahwa	Company Secretary

Relatives of KMP

Mrs. Mallika Singh
Ms. Promita Chatterjee

Enterprises over which key management personnel and relatives of such personnel exercise significant influence with whom transactions have been undertaken:

K2VZ, Partnership Firm
DMI Alternative Investment Fund
Quickwork Technologies Private Limited

Entity with Significant Influence

Ganesha Fixed Income Limited

(b) Significant transactions with related parties:

Name of related party	Nature of transaction	For the year ended March 31, 2022	For the year ended March 31, 2021
DMI Housing Finance Private Limited	Cost share recovery	59.70	70.18
	Share based payment	0.70	2.16
	Interest on loan	-	20.78
	Repayment of loan	-	700.00
	Reimbursement of expense paid by related party on behalf of entity	3.67	-
DMI Management services Private Limited	Cost share recovery	0.06	0.06
	Cost share recovery	0.60	0.60
DMI Capital Private Limited	Repayment of loan	-	800.00
	Interest expenses	-	23.75
DMI Alternative Investment Fund	Cost share recovery	60.70	33.46
	Share based payment	0.13	0.74
	Reimbursement of expense incurred on behalf of related party	5.49	-
DMI Alternatives Private Limited	Interest expenses	11.39	11.36
	Interest expenses	-	-



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

Name of related party	Nature of transactions	For the year ended March 31, 2022	For the year ended March 31, 2021
DMI Limited	Issue of equity shares	-	9,419.31
Mr. Sahib Pahwa	Loan / advance given	-	0.48
	Interest income	0.03	0.05
	Remuneration	5.18	4.12
	Loan received back	0.51	0.09
Mrs. Bina Singh	Sitting fee	0.12	0.10
	Share Warrants Expense	0.77	-
Mr. Yuvraja Chanakya Singh	Remuneration	35.20	57.10
	Post employment benefits	0.36	0.36
	Issue of equity shares	-	119.39
Mr. Shivashish Chatterjee	Remuneration	26.31	56.38
	Post employment benefits	0.36	0.36
	Issue of equity shares	-	119.39
Mrs. Jayati Chatterjee	Sitting fees	0.22	0.18
	Share Warrants Expense	0.77	-
Mr. Gurcharan Das	Sitting fees	0.12	0.10
	Share Warrants Expense	0.77	-
Mr. Nipender Kochhar	Sitting fees	0.22	0.16
	Share Warrants Expense	0.77	-
Mr. Jatinder Bhasin	Remuneration	NA	10.92
Mr. Krishan Gopal	Remuneration	9.35	0.67
Quickwork Technologies Private Limited	Other Expenses	1.08	-
Ms. Paromita Chatterjee K2VZ	Consultancy Fee	0.70	-
	Issue of equity shares	-	133.13

(c) Outstanding balances with related parties:

Name of related party	Nature of balances	As at March 31, 2022	As at March 31, 2021
Mr. Sahib Pahwa	Loan receivable	-	0.48
DMI Alternatives Private Limited	Employee Stock Option Plan recoverable	4.96	4.89
DMI Housing Finance Private Limited	Employee Stock Option Plan payable	9.99	9.29
Ganesha Fixed Income Limited	Corporate Guarantee	4,329.99	4,447.17
	Borrowings from Non-convertible debentures	134.00	134.00

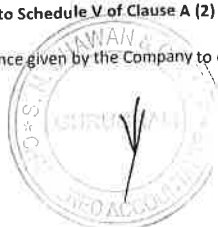
Others

During the Year ended March 31, 2022, the Company has bought back certain non convertible debentures from Mr. Sahib Pahwa for consideration of Nil (previous year: Rs 0.64 millions)

During the Year ended March 31, 2022, the Company has bought back certain non convertible debentures from DMI Housing Finance Private Limited for consideration of Nil (previous year: Rs 126.48 millions)

(d) Disclosure pursuant to Schedule V of Clause A (2) of Regulation 53(f) of the SEBI (Listing obligations and disclosure Requirements) Regulations, 2015:

There is no loan or advance given by the Company to either holding company or subsidiary companies.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

41 (a) Impact of COVID 19 pandemic

Estimates and associated assumptions applied in preparing these financial results, especially for determining the impairment allowance for the Company's financial assets (Loans), are based on historical experience and other emerging/forward looking factors on account of the pandemic. The Company believes that the factors considered are reasonable under the current circumstances. The Company has used estimation of potential stress on probability of default and exposure at default due to Covid-19 situation in developing the estimates and assumptions to assess the impairment loss allowance on loans. Given the dynamic nature of the pandemic situation, these estimates are subjects to uncertainty and may be affected by severity and duration of the pandemic. In the event, the impacts are more severe or prolonged than anticipated, this will have a corresponding impact on the carrying value of financial value of the financial assets, the financial position and performance of the Company.

41 (b) The date on which the Code on Social Security, 2020(the "Code") relating to employee benefits during employment benefits will come into effect is yet to be notified and the related rules are yet to be finalized. The Company will evaluate the code and its rules, assess the impact, if any, and account for the same when they become effective.

41 (c) In terms of Requirement as per RBI notification no. RBI/2019-20/170 DOR(NBFC).CC.PD.NO.109/22.10.106/2019-20 dated March 13, 2020 on implementation of Indian Accounting standards, Non-banking Financial Companies (NBFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 and Income Recognition, Asset classification and provisioning (IRACP) norms (including provision on Standard Asset).The impairment allowances under Ind AS 109 made by Company exceeds the total Provision required under IRACP (including Standard Asset provisioning),as at March 31, 2022 and accordingly no amount is required to be transferred to impairment reserve

41 (d) In accordance with notification no. RBI/2021-22/17 DOR.STR.REC.4/21.04.048/2021-22 dated April 7, 2021 issued by the RBI, all lending institutions shall refund/adjust 'interest on interest' to all borrowers including these who had availed working capital facilities during the moratorium period, irrespective of whether moratorium had been fully or partially availed, or not availed. Pursuant to these instructions, the Indian Banks Association (IBA) in consultation with other industry participants/bodies published the methodology for calculation of the amount of such 'interest on interest'. Accordingly, during the previous year, the Company estimated the said amount and made provision for refund/adjustment in these standalone financial statements.

42 During the previous year, in compliance with Scheme for grant of ex-gratia payment of difference between compound interest and simple interest for six months to borrowers in specified loan accounts (March 1, 2020 to August 31, 2020), the Company granted the benefit amounting to Rs. 99.47 millions to its borrowers.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

43 Capital

The Company actively manages its capital base to cover risk inherent to its business and meets the capital adequacy requirements of the regulator, Reserve Bank of India (RBI).

(i) Capital management:

Objective

The Company's objective is to maintain appropriate levels of capital to support its business strategy taking into account the regulatory, economic and commercial environment. The Company aims to maintain a strong capital base to support the risks inherent to its business and its growth strategy. The Company endeavours to maintain a higher capital base than the mandated regulatory capital at all times.

Planning

The Company's assessment of capital requirement is aligned to its planned growth which forms part of an annual operating plan which is approved by the Board and also a long range strategy. These growth plans are aligned to assessment of risks- which include credit, liquidity and interest rate.

The Company endeavours to maintain its Capital Risk Adequacy Ratio (CRAR) higher than the mandated regulatory norm. Accordingly, increase in capital is planned well in advance to ensure adequate funding for its growth.

(ii) Regulatory capital

CRAR - Tier I capital (%)
 CRAR - Tier II capital (%)
 CRAR (%)

	As at March 31, 2022	As at March 31, 2021
	57.46%	59.03%
	3.85%	1.17%
	61.31%	60.20%

Refer note 54(iv) for basis of calculation of CRAR

The CRAR is computed as per the Master Direction - Non Banking Financial Company - Systematically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 read with the circular issued by Reserve Bank of India on March 13, 2020.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2022 and March 31, 2021.

44 Contingent liabilities and commitments (to the extent not provided for)

a. Contingent liabilities

	As at March 31, 2022	As at March 31, 2021
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Contingent liabilities not provided in respect of:

- i. Corporate Guarantees given to banks on behalf of fellow subsidiary (note 1)
- ii. Guarantees issued by bankers on behalf of Company

Claims against the Company not acknowledged as debt

- i. Income tax (note 2)

	4,329.99	4,447.17
	-	-
	2.26	2.26

Notes :

1. The Company has given corporate guarantees to banks against different facilities to its fellow subsidiary DMI Housing Finance Private Limited of Rs. 4,329.99 million as at March 31, 2022 (March 31, 2021: Rs. 4,447.17 million).

2. During the previous year, the Company has received an assessment order for FY 2016-17 wherein the assessing officer has made an addition for an amount of Rs.6.42 millions on account of disallowance of deduction under section 80G of the Income-tax Act, 1961. The Company has appealed before Commissioner of Income Tax-Appeal (CIT(A)) against the order. This disallowance has resulted into an additional demand of Rs. 2.26 million but the Company has already paid the taxes more than by Rs. 2.31 million therefore, the Company is not required to pay any additional demand. In presence of favourable case laws and judicial precedents wherein similar facts have been addressed, the Company expects that the additional demand will be deleted by CIT (A). Hence no provision there against is considered necessary at this point in time as the likelihood of liability devolving on the Company is less than probable.

b. Commitments

Commitments for acquisition of property, plant and equipment (net of advances)

18.25

c. Others

In case of un-disbursed loan facility, the Company has sole and absolute discretion to allow or reject any further drawdown request. Hence, undrawn capital commitment for the Company are amounting to Nil.

The Company has other commitments, for purchase of goods and services and employee benefits, in the normal course of business.

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

45 Reconciliation of liabilities arising from financing activities

Particulars	Debt securities	Borrowings other than debt securities	Liability against leased assets	Total
April 1, 2020	22,797.57	2,824.83	266.45	25,888.85
Cash flows:				
- Repayment	(4,750.00)	(2,355.33)	(55.18)	(7,160.51)
- Proceeds	500.00	700.00	-	1,200.00
Non-cash				
- Deferment / amortisation of upfront fees and other charges	4.12	11.69	-	15.81
- Others	-	-	31.02	31.02
March 31, 2021	18,551.69	1,181.19	242.29	19,975.17
Cash flows:				
- Repayment	-	(1,077.84)	(57.10)	(1,134.94)
- Proceeds	-	8,850.00	-	8,850.00
Non-cash				
- Deferment / amortisation of upfront fees and other charges	0.58	12.18	-	12.76
- Additions during the year	-	-	75.08	75.08
- Others	-	-	16.09	16.09
March 31, 2022	18,552.27	8,965.53	276.36	27,794.16



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

46 Leases

The Company has lease contracts for office and residential spaces taken on lease. The lease terms are between 1 to 10 years. The Company also has certain lease with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for these leases.

The carrying amounts of right-of-use assets recognized and the movements during the period are as follows:

Particulars	March 31, 2022	March 31, 2021
Balance at the beginning of the year	210.71	248.67
Additions made during the year	75.08	-
Amortisation on right of use assets	(50.84)	(37.96)
Balance at the end of the year	234.95	210.71

The carrying amounts of lease liabilities and the movements during the period are as follows:

Particulars	March 31, 2022	March 31, 2021
Balance at the beginning of the year	242.29	266.45
Additions made during the year	75.08	-
Interest accretion for the year	16.09	31.02
Payments made during the year	(57.10)	(55.18)
Balance at the end of the year	276.36	242.29

The effective interest rate for lease liabilities is 10%, with maturity ranging to 2030-31.

The following are the amounts recognized in profit and loss :

Particulars	March 31, 2022	March 31, 2021
Depreciation expense in respect of right-of-use asset	50.84	37.96
Interest expense in respect of lease liabilities	16.09	24.54
Expense relating to short-term leases (included on other expenses)	4.58	12.65
Total amount recognised in profit or loss	71.51	75.15

The Company's total cash outflows for leases was Rs 57.10 Millions during the year (previous year Rs 48.70 Millions)

Maturity Analysis of Lease Liabilities

Particulars	As at March 31, 2022	As at March 31, 2021
Upto 1 month	2.65	3.15
Over 1 month to 2 month	2.83	3.24
Over 2 months to 3 months	3.82	3.36
Over 3 months to 6 months	11.66	10.24
Over 6 months to 1 year	24.02	19.35
Over 1 year to 3 years	80.24	85.36
Over 3 years and upto 5 years	72.20	54.52
Over 5 years	(78.94)	(63.07)
Total	276.36	242.29



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

47 Tax expenses

The major components of income tax expense for the years ended March 31, 2022 and March 31, 2021 are :

	Year ended March 31, 2022	Year ended March 31, 2021
Current tax	645.05	344.13
Deferred tax credit	(441.32)	(255.19)
Income tax expense reported in the statement of profit or loss	203.73	88.94

The major components of tax expense and its reconciliation to expected tax expense based on the enacted tax rate applicable to the Company is 25.168% (March 31, 2021: 25.168%) and the reported tax expense in statement of profit and loss are as follows:

	Year ended March 31, 2022	Year ended March 31, 2021
Profit before tax	781.53	312.02
Income-tax rate	25.168%	25.168%
Expected tax expense	196.70	78.53
Expenditure disallowed	494.08	465.26
Income not subject to tax	-	0.17
Deductions	(487.62)	(458.23)
Short term capital gain	-	-
Tax for earlier years	0.57	3.21
Tax expense	203.73	88.94



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

48 Maturity analysis of assets and liabilities:

Particulars	As at March 31, 2022			As at March 31, 2021		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
ASSETS						
Financial assets						
Cash and cash equivalents	6,533.27	-	6,533.27	2,476.26	-	2,476.26
Bank balance other than cash and cash equivalents	294.45	-	294.45	267.21	-	267.21
Trade receivables	57.07	-	57.07	54.64	-	54.64
Loans	30,117.80	16,683.35	46,801.15	17,461.83	13,635.90	31,097.73
Investments	6,960.75	3,728.11	10,688.86	15,516.25	2,972.27	18,488.52
Other financial assets	1,582.52	25.56	1,608.08	2,015.59	20.26	2,035.85
Non- financial assets						
Current tax assets (net)	284.71	-	284.71	214.39	-	214.39
Deferred tax assets (net)	-	803.53	803.53	-	573.29	573.29
Property, plant and equipment	-	104.18	104.18	-	116.15	116.15
Right to use assets	50.30	184.65	234.95	46.26	164.45	210.71
Intangible assets	-	31.41	31.41	-	22.80	22.80
Capital work in progress	-	23.27	23.27	-	-	-
Other non- financial assets	103.56	-	103.56	94.66	-	94.66
Assets held for sale	143.88	-	143.88	189.85	-	189.85
	46,128.31	21,584.06	67,712.37	38,336.94	17,505.12	55,842.06
LIABILITIES AND EQUITY						
LIABILITIES						
Financial liabilities						
A) Trade payables						
(i) total outstanding dues of micro enterprises and small enterprises	94.79	-	94.79	110.75	-	110.75
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	659.67	-	659.67	411.61	-	411.61
B) Other payables						
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	379.87	-	379.87	228.80	-	228.80
Debt securities	3,200.00	15,352.27	18,552.27	-	18,551.69	18,551.69
Borrowings (other than debt securities)	3,397.96	5,567.57	8,965.53	560.89	620.30	1,181.19
Liabilities against leased assets	44.99	231.37	276.36	39.33	202.96	242.29
Other financial liabilities	162.87	-	162.87	157.10	-	157.10
Non financial liabilities						
Provisions	1.82	75.43	77.25	1.13	55.60	56.73
Other non-financial liabilities	62.89	-	62.89	48.00	-	48.00
Equity						
Equity share capital	-	6,567.00	6,567.00	-	6,436.58	6,436.58
Other equity	-	31,913.87	31,913.87	-	28,417.32	28,417.32
	8,004.86	59,707.51	67,712.37	1,557.61	54,284.45	55,842.06



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

49 Disclosure of expected credit loss and provisions required as per Income Recognition and Asset Classification norms;

(Amount in Rs. Crores)

Asset Classification as per RBI Norms	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
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
Performing Assets						
Standard	Stage 1	5,199.44	333.32	4,866.12	20.80	312.52
	Stage 2	112.44	25.40	87.04	0.45	24.95
Subtotal		5,311.89	358.72	4,953.16	21.25	337.47
Non-Performing Assets (NPA)						
Substandard	Stage 3	7.31	7.31	-	0.73	6.58
Doubtful - up to 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	56.62	48.28	8.34	16.99	31.30
More than 3 years	Stage 3	55.70	47.44	8.25	27.85	19.59
Subtotal for doubtful		112.32	95.73	16.59	44.83	50.89
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		119.63	103.04	16.59	45.57	57.47
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	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	5,199.44	333.32	4,866.12	20.80	312.52
	Stage 2	112.44	25.40	87.04	0.45	24.95
	Stage 3	119.63	103.04	16.59	45.57	57.47
	Total	5,431.51	461.76	4,969.75	66.81	394.94

50 Disclosures pursuant to RBI Notification - RBI/2019-20/220 DOR.No.BP.BC.63/21.04.048/2019-20 dated 17 April 2020

(a) SMA/overdue categories, where the moratorium/deferment was extended until Previous year

(Amount in Rs. Crores)

Particulars	As at March 31, 2021
Respective amounts in SMA/overdue categories, where the moratorium/deferment was extended, in terms of paragraph 2 and 3 of the circular	166.24
Respective amount where asset classification benefit is extended	-
Provisions made in terms of paragraph 5 of the circular (as per Para 4, applicable to entities covered under Ind AS) (as of 31 March 2021)	51.03
Provisions adjusted against slippages in terms of paragraph 6 of the circular	-
Residual provisions as of 31 March 2021/ 31 March 2020 in terms of paragraph 6 of the Circular	51.03

(b) Asset classification benefit extension

Asset classification benefit has not been given to any account as at 31 March 2022 and 31 March 2021.

51 Segment information

The Joint Managing Directors (Chief Operating Decision Makers) review the operations at the Company level. The operations of the Company fall under "financing activities" only, which is considered to be the only reportable segment in accordance with the provisions of Ind AS 108 – Operating Segments. The Company operates in a single geographical segment, i.e., domestic.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

52 Risk management

Introduction and risk profile

The Company is a private finance company in India and is regulated by the Reserve Bank of India (RBI). In view of the intrinsic nature of operations, the Company is exposed to a variety of risks, which can be broadly classified as liquidity risk, credit risk, interest rate risk and equity price risk. It is also subject to various regulatory risks.

Risk management structure and policies

As a lending institution, Company is exposed to various risks that are related to lending business and operating environment. The Principal Objective in Company's risk management processes is to measure and monitor the various risks that Company is subject to and to follow policies and procedures to address such risks. Company's risk management framework is driven by Board and its subcommittees including the Audit Committee, the Asset Liability Management Committee and Risk Management Committee. Company gives due importance to prudent lending practices and have implemented suitable measures for risk mitigation, which include verification of credit history from credit information bureaus, personal verification of a customer's business and residence, technical and legal verifications, conservative loan to value.

(A) Liquidity risk

Liquidity risk is the potential for loss to an institution arising from either its inability to meet its obligations or to fund increases in assets as they fall due without incurring unacceptable cost or losses.

The Company manages liquidity risk by measuring and managing net funding requirements using a maturity ladder and calculation of cumulative surplus or deficit of funds at selected maturity dates which has been adopted as a standard tool. The Company's Assets-Liability Committee (ALCO) is responsible for determining the appropriate mix of available funding sources utilized to ensure Company liquidity is managed prudently and appropriately. With regard to the process of liquidity management, ALCO also considers the current economic and market environment, near-term loan growth projections and long-term strategic business decisions.

The table below summarises the maturity profile of the undiscounted cash flows of the Company's financial assets and liabilities

March 31, 2022	upto 1 month	Over 1month to 2 month	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Financial assets									
Cash and cash equivalents	5,533.27	1,000.00	-	-	-	-	-	-	6,533.27
Bank balance other than Cash and cash equivalents	-	-	23.00	266.20	5.25	-	-	-	294.45
Trade receivables	57.07	-	-	-	-	-	-	-	57.07
Loans	6,740.85	4,372.93	4,640.01	9,885.18	10,992.12	19,405.33	3,795.16	1,119.45	60,951.03
Investments	6,054.84	21.77	1,498.67	141.89	235.50	1,769.29	1,255.73	4,122.44	15,100.14
Other financial assets	1,187.67	0.45	208.59	111.62	74.20	-	-	25.55	1,608.08
Financial liabilities									
Payables	474.14	229.76	20.45	33.06	306.55	70.37	-	-	1,134.33
Debt securities	-	282.12	143.34	390.82	3,832.44	16,445.46	-	-	21,094.18
Borrowings (other than debt securities)	188.82	138.73	489.51	972.76	1,897.40	4,958.11	1,194.70	-	9,840.03
Lease liabilities	4.96	5.11	6.08	18.24	36.29	117.96	95.76	90.34	374.74
Other financial liabilities	6.44	117.82	38.61	-	-	-	-	-	162.87

March 31, 2021	upto 1 month	Over 1month to 2 month	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Financial assets									
Cash and cash equivalents	2,476.26	-	-	-	-	-	-	-	2,476.26
Bank balance other than Cash and cash equivalents	-	-	-	261.91	5.30	-	-	-	267.21
Trade receivables	54.64	-	-	-	-	-	-	-	54.64
Loans	4,116.83	2,770.01	2,512.07	5,776.66	6,300.73	15,486.83	3,364.92	785.95	41,114.01
Investments	14,930.65	42.69	553.00	108.14	188.15	737.38	1,770.71	1,595.70	19,926.41
Other financial assets	245.73	-	127.15	1,542.70	100.00	1.35	3.92	15.00	2,035.85
Financial liabilities									
Payables	176.32	130.02	216.02	-	188.50	9.29	31.01	-	751.16
Debt securities	-	282.12	65.28	389.97	781.18	21,171.39	-	-	22,689.93
Borrowings (other than debt securities)	29.06	26.91	150.18	154.56	281.90	555.47	131.25	-	1,329.33
Lease liabilities	5.17	5.23	5.32	15.97	30.04	117.97	72.63	71.44	323.77
Other financial liabilities	0.67	117.82	38.61	-	-	-	-	-	157.10

(B) Credit risk

Credit risk arises from the potential that an obligor is either unwilling to perform on an obligation or its ability to perform such obligation is impaired resulting in economic loss to the Company. The Company's credit risk management framework is categorized into following main components:

- Senior management's oversight
- Organizational structure
- Systems and procedures for identification, acceptance, measurement, monitoring and controlling risks.

It is the overall responsibility of the Company's senior management to approve the Company's credit risk strategy and lending policies relating to credit risk and its management. The policies are based on the Company's overall business strategy and the same is reviewed every quarter by the senior management.

To maintain credit discipline and to enunciate credit risk management and control process there is a separate risk management department independent of loan origination function. The risk management department performs the function of credit policy formulation, credit limit setting, monitoring of credit exceptions / exposures and review / monitoring of documentation.

The carrying amount of financial assets represents the maximum credit exposure.

Analysis of risk concentration

The following table shows the risk concentration by industry for the financial assets of the Company:

March 31, 2022	Financial services	Government	Real estate	MSME	Services & manufacturing	Retail	Others	Total
Financial asset								
Cash and cash equivalents	6,533.27	-	-	-	-	-	-	6,533.27
Bank balance other than Cash and cash equivalents	294.45	-	-	-	-	-	-	294.45
Loans - Corporate (contractual amount of loans)	-	-	11,197.09	-	1,665.93	613.91	-	13,476.94
Loans - Consumer loans (contractual amount of loans)	-	-	-	525.07	-	32,799.14	-	33,324.21
Trade receivables	-	-	-	-	-	57.07	-	57.07
Investments	6,969.56	-	721.35	-	2,969.06	-	19.55	10,679.52
Other financial assets	-	-	-	-	-	1,582.53	25.55	1,608.08
Total	13,797.28	-	11,918.44	525.07	4,634.99	35,052.65	45.10	65,973.54



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

March 31, 2021	Financial services	Government	Real estate	MSME	Services & manufacturing	Retail	Others	Total
Financial asset								
Cash and cash equivalents	2,476.26	-	-	-	-	-	-	2,476.26
Bank balance other than Cash and cash equivalents	267.21	-	-	-	-	-	-	267.21
Loans - Corporate (contractual amount of loans)	-	-	9,006.40	-	2,538.08	703.54	-	12,248.02
Loans - Consumer loans (contractual amount of loans)	-	-	-	434.74	-	18,414.97	-	18,849.71
Receivables	-	-	-	-	-	54.64	-	54.64
Investments	15,835.60	-	1,032.21	-	1,600.48	-	20.23	18,488.52
Other financial assets	-	-	-	-	-	2,014.68	21.17	2,035.85
Total	18,579.07	-	10,038.61	434.74	4,138.56	21,187.83	41.40	54,420.21

(C) Market risk

Market risk is the risk that the value of on and off-balance sheet positions of a financial institution will be adversely affected by movements in market rates or prices such as interest rates, foreign exchange rates, equity prices, credit spreads and/or commodity prices resulting in a loss to earnings and capital.

Financial institutions may be exposed to market risk in variety of ways. Market risk exposure may be explicit in portfolios of securities / equities and instruments that are actively traded. Conversely it may be implicit such as interest rate risk due to mismatch of loans and deposits. Besides, market risk may also arise from activities categorized as off-balance sheet item. Therefore, market risk is potential for loss resulting from adverse movement in market risk factors such as interest rates, forex rates, equity and commodity prices.

The Company's exposure to market risk is primarily on account of interest rate risk and equity price risk.

Total market risk exposure

Particulars	As at March 31, 2022	As at March 31, 2021	Primary risk sensitivity
ASSETS			
Financial assets			
Investments (Other than credit substitutes)	9,997.08	17,011.82	Equity price
Credit substitutes	2,204.96	2,071.82	Interest rate
LIABILITIES			
Financial liabilities			
Debt securities	18,552.27	18,551.69	Interest rate
Borrowings (other than debt securities)	8,965.53	1,423.48	Interest rate

(i) Interest rate risk:-

Interest rate risk arises when there is a mismatch between positions, which are subject to interest rate adjustment within a specified period. The Company's lending, funding and investment activities give rise to interest rate risk. The immediate impact of variation in interest rate is on the Company's net interest income, while a long term impact is on the Company's net worth since the economic value of the assets, liabilities and off-balance sheet exposures are affected. While assessing interest rate risks, signals given to the market by RBI and government departments from time to time and the financial industry's reaction to them shall be continuously monitored.

Due to the very nature of financing, the Company is exposed to moderate to higher interest rate risk. This risk has a major impact on the balance sheet as well as the income statement of the Company. Interest rate risk arises due to:

- i) Changes in regulatory or market conditions affecting the interest rates
- ii) Short term volatility
- iii) Prepayment risk translating into a reinvestment risk
- iv) Real interest rate risk.

Interest rate risk exposure

	As at March 31, 2022	As at March 31, 2021
Variable Rate Borrowings	8,965.53	1,181.19
Fixed Rate Borrowings	18,552.27	18,551.69

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates (all other variables being constant) of the Company's statement of profit and loss:

Particulars	Effect on net profit	
	For the year ended March 31, 2022	For the year ended March 31, 2021
Decrease in 50 basis points	25.13	7.34
Increase in 50 basis points	(25.13)	(7.34)

(ii) Equity price risk

Equity price risk is the risk that the fair value of equities changes as the result of changes in the level of equity indices and individual stocks. A 10 per cent increase in the value of the Company's FVOCI equities at 31 March 2022 would have increased equity by Rs. 268.56 millions (Previous year: Rs 181.56 millions). An equivalent decrease would have resulted in an equivalent but opposite impact. Further, A 10 per cent increase in the value of the Company's FVTPL equities at 31 March 2022 would have increased profits by Rs. 653.54 millions (Previous year: Rs. 1479.40 millions). An equivalent decrease would have resulted in an equivalent but opposite impact.

(iii) Foreign Currency risk exposure

The Company is not exposed to foreign currency risk exposure.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

53 Financial instruments

Valuation principles

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using a valuation technique. In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques.

Valuation governance

The Company's process to determine fair values is part of its periodic financial close process. The Audit Committee exercises the overall supervision over the methodology and models to determine the fair value as part of its overall monitoring of financial close process and controls. The responsibility of ongoing measurement resides with business units. Once submitted fair value estimates are also reviewed and challenged by the risk and finance functions.

Assets and liabilities by fair value hierarchy

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy:

	31 March 2022			31 March 2021			Total
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3	
Assets measured at fair value on a recurring basis							
<i>Financial investment measured at FVTPL</i>							
Mutual funds	5,709.86	-	-	14,574.77	-	-	14,574.77
Equity shares - Mcnally Bharat Engineering Company Limited	-	-	194.11	25.12	-	-	25.12
Security receipts of Alchemist XV Trust	-	-	631.43	-	-	194.11	194.11
Compulsorily convertible debentures of Azad Engineering Private Limited	-	-	434.44	-	-	-	-
Optionally convertible debentures of Azad Engineering Private Limited	-	-	363.84	-	-	312.78	312.78
Compulsorily convertible preference shares in DMI Capital Private Limited	-	-	-	-	-	-	-
Total financial investment measured at FVTPL	5,709.86	-	1,623.82	14,599.89	-	506.89	15,106.78
Financial investments measured at FVOCI							
Credit Substitutes	-	-	514.24	-	-	497.68	497.68
Compulsory convertible debentures of Flash Electronics India Private Limited	-	-	1,148.13	-	-	826.47	826.47
Loans	-	-	367.90	-	-	-	-
Non-convertible debentures - unquoted	-	-	10.10	-	-	142.83	142.83
Units of DMI AIF Special Opportunities Scheme	-	-	3.37	-	-	11.01	11.01
Equity Instruments	-	-	215.76	-	-	3.27	3.27
DMI Consumer Credit Private Limited	-	-	793.97	-	-	226.20	226.20
Alchemist Asset Reconstruction Company Limited	-	-	-	-	-	304.40	304.40
Flash Electronics Private Limited	-	-	3,053.47	-	-	2,011.86	2,011.86
Total financial investments measured at FVOCI	-	-	4,677.29	14,599.89	-	2,518.75	17,118.64
Total financial assets measured at fair value	5,709.86	-	4,677.29	10,387.15	-	2,518.75	17,118.64



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
 (All Amount in Rs. In millions, unless otherwise stated)

Valuation techniques

Financial instruments measured at FVTPL (other than security receipts of Alchemist XV Trust and CCPS)

The equity instruments are traded on public stock exchanges with readily available active prices on a regular basis and are classified as level 1. Units held in mutual funds are valued at NAV of respective investment and are classified as level 1.

Equity instruments measured at FVOCI

Equity instruments in non-listed entities are valued on a case-by-case either based on net worth of investee company or valuation report issued by independent Valuer using discounted cash flow method, are classified as Level 3.

Debt Securities and loans at FVOCI

- A. Fair Value is calculated by discounting future cashflows.
 B. The discounting spread is calculated as summation of yields of G-Sec for similar tenure, sector specific spread, liquidity spread and spread based on score from internal risk rating model.
 C. The risk rating model incorporates both quantitative and qualitative information on the borrower. Some of the factors that risk model considers are –
 Area delivered in past across segments
 Financial strength (of the entity and group)
 Debt track record (debt repaid in past, current & past delinquency)
 Stages of various projects of developer
 Asset cover (Cashflow and Security)
 There have been no transfers between Level 1, Level 2 and Level 3 for the Year ended March 31, 2022 and March 31, 2021

Movements in Level 3 financial instruments measured at fair value

	Equity Shares	Units of DMI AIF Special Opportunities Scheme	Security receipts of Alchemist XV Trust	Credit Substitutes*	NCD Unquoted*	Compulsorily Convertible Debentures*	Optionally Convertible Debentures*	Compulsorily convertible preference shares - DMI Capital Private Limited	Total
At April 1, 2020	479.36	10.80	194.11	419.58	120.76	773.17	-	303.30	2,301.08
Purchase	-	-	-	46.45	21.82	-	-	-	68.27
Change in classification	-	-	-	-	-	-	-	-	-
Sales / settlements	-	-	-	(42.98)	(18.10)	2.57	-	-	(58.51)
Transfers into Level 3	-	-	-	-	-	-	-	-	-
Transfer from Level 3	-	-	-	-	-	-	-	-	-
Gains / loss for the period recognized in the Statement of Profit and Loss	-	0.21	-	74.63	18.35	101.23	-	-	203.90
Gains / loss for the period recognized in the other comprehensive income	54.51	-	-	-	-	(50.50)	-	-	4.01
At March 31, 2021	533.87	11.01	194.11	497.68	142.83	826.47	-	312.78	2,518.75
Purchase	-	-	-	100.00	230.60	180.00	420.00	-	930.60
Change in classification	-	-	-	-	-	-	-	-	-
Income Accrued	-	-	-	-	-	103.41	48.72	-	152.13
Sales / settlements	-	(1.07)	-	(83.44)	(5.52)	(107.65)	(34.28)	-	(231.96)
Transfers into Level 3	-	-	-	-	-	-	-	-	-
Transfer from Level 3	-	-	-	-	-	-	-	-	-
Gains / loss for the period recognized in the Statement of Profit and Loss	-	0.17	-	-	-	441.32	-	-	492.55
Gains / loss for the period recognized in the other comprehensive income	479.23	-	-	-	-	336.01	-	-	815.24
At March 31, 2022	1,013.10	10.10	194.11	514.24	367.91	1,779.56	434.44	363.84	4,677.30

*Total Gains/Loss for the period recognized in the Statement of Profit and Loss consists of income other than fair value change



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

Impact on fair value of level 3 financial instruments measured at fair value of changes to key assumptions

The table summarises the valuation techniques together with the significant unobservable inputs used to calculate the fair value of the Company's level 3 assets and liabilities.

March 31, 2022	Fair value of Level 3 assets	Valuation technique	Significant unobservable inputs
Compulsorily convertible preference shares in DMI Capital Private Limited	363.84	Net Worth of Investee Company	Instrument price
Equity shares in DMI Consumer Credit Private Limited	3.37	Net Worth of Investee Company	Instrument price
Compulsorily convertible debentures of Azad Engineering Private Limited	631.43	Discounted Projected Cash Flows	Discount margin / spread
Equity shares in Alchemist Asset Reconstruction Company Limited	215.76	Discounted Projected Cash Flows	Discount margin / spread
Credit Substitutes	514.24	Discounted Projected Cash Flows	Discount margin / spread
Equity shares in Flash Electronics Private Limited	793.97	Discounted Projected Cash Flows	Instrument price
Compulsory convertible debentures	1,148.13	Discounted Projected Cash Flows	Discount margin / spread
Non-convertible debentures - unquoted	367.90	Discounted Projected Cash Flows	Discount margin / spread
Total	4,038.64		

March 31, 2021	Fair value of Level 3 assets	Valuation technique	Significant unobservable inputs
Compulsorily convertible preference shares in DMI Capital Private Limited	312.78	Net Worth of Investee Company	Instrument price
Equity shares in DMI Consumer Credit Private Limited	3.27	Net Worth of Investee Company	Instrument price
Equity shares in Alchemist Asset Reconstruction Company Limited	226.20	Discounted Projected Cash Flows	Discount margin / spread
Credit Substitutes	497.68	Discounted Projected Cash Flows	Discount margin / spread
Equity shares in Flash Electronics Private Limited	304.40	Discounted Projected Cash Flows	Instrument price
Compulsory convertible debentures	826.47	Discounted Projected Cash Flows	Discount margin / spread
Non-convertible debentures - unquoted	120.76	Discounted Projected Cash Flows	Discount margin / spread
Total	2,291.56		

Quantitative analysis of significant unobservable inputs

Instrument price

Given the nature of this approach, there is no range of prices used as inputs.

Discount margin/spreads

Discount margin/spreads represent the discount rates used when calculating the present value of future cash flows. In discounted cash flow models such spreads are added to the benchmark rate when discounting the future expected cash flows. Hence, these spreads reduce the net present value of an asset or increase the value of a liability. They generally reflect the premium an investor expects to achieve over the benchmark interest rate to compensate for the higher risk driven by the uncertainty of the cash flows caused by the credit quality of the asset. They can be implied from market prices and are usually unobservable for illiquid or complex instruments.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

Sensitivity of fair value measurements to changes in unobservable market data

The table below describes the effect of a 10% movement in the significant unobservable input. All changes, except for financial instruments at FVOCI would be reflected in Statements of Profit and Loss.

Particulars	March 31, 2022		March 31, 2021	
	Favourable changes	Unfavourable changes	Favourable changes	Unfavourable changes
Instruments measured through FVTPL				
Compulsorily convertible preference shares in DMI Capital Private Limited	36.38	(36.38)	31.28	(31.28)
Compulsorily convertible debentures of Azad Engineering Private Limited	63.14	(63.14)	-	-
Total (A)	99.52	(99.52)	31.28	(31.28)
Instruments measured through FVTOCI				
Equity shares in DMI Consumer Credit Private Limited	0.34	(0.34)	0.33	(0.33)
Equity shares in Alchemist Asset Reconstruction Company Limited	21.58	(21.58)	22.62	(22.62)
Credit Substitutes	2.38	(2.38)	7.17	(7.17)
Non-convertible debentures - unquoted	36.79	(36.79)	14.28	(14.28)
Equity shares in Flash Electronics Private Limited	79.40	(79.40)	30.44	(30.44)
Compulsory convertible debentures	114.81	(114.81)	82.65	(82.65)
Total (B)	255.30	(255.30)	157.50	(157.50)
Total (A+B)	354.82	(354.82)	188.78	(188.78)

The above analysis has been made without considering the impact of tax.

Fair value of financial instruments not measured at fair value

Set out below is a comparison, by class, of the carrying amounts and fair values of the Company's financial instruments that are not carried at fair value in the financial statements. This table does not include the fair values of non-financial assets and non-financial liabilities.

Financial assets:	March 31, 2022		March 31, 2021	
	Fair value	Carrying value	Fair value	Carrying value
Loans and advances				
Corporate loans	13,120.52	13,120.52	12,151.09	12,151.09
Investments – at amortised cost				
Credit Substitutes	758.25	758.25	1,171.88	1,171.88
Financial liabilities:				
Debt securities	18,553.00	18,553.00	18,553.00	18,553.00

The carrying value of the financial instruments is near to the fair value, accordingly, the same has been considered for the disclosure above.

Valuation methodologies of financial instruments not measured at fair value

Below are the methodologies and assumptions used to determine fair values for the above financial instruments which are not recorded and measured at fair value in the company's financial statements. These fair values were calculated for disclosure purposes only. The below methodologies and assumptions relate only to the instruments in the above tables.

Borrowings - At Amortised cost

These includes Term Loans. The fair values of such liabilities are estimated using a discounted cash flow model based on contractual cash flows using actual or estimated yields and discounting by yields incorporating the counterparties' credit risk. These instrument are classified in Level 3.

Investments - At amortised cost

These includes Credit substitutes & corporate loans. The fair values of such instruments are estimated using a discounted cash flow model based on contractual cash flows using actual or estimated yields and discounting by yields incorporating the counterparties' credit risk. These instrument are classified in Level 3.

Assets and liabilities other than above

The carrying value of assets and liabilities other than investments and borrowings at amortised cost represents a reasonable approximation of fair value



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

54 Disclosures In accordance with RBI circular no. DNBR (PD) CC.No.002/03.10.001/2014-15 dated November 10, 2014 and subsequent circular no. DNBR (PD) CC.No. 029/ 03.10.001/ 2014-15 dated April 10, 2015 and amendments thereof

i) Registration/ license/ authorization, by whatever name called, obtained from other financial sector regulators;

The Company is a private limited company registered with Reserve Bank of India as a Non- banking finance company vide certificate of registration no. 14.03176 dated January 5, 2009

ii) Ratings assigned by credit rating agencies and migration of ratings during the year;

During the year the following ratings have been assigned to the Company

(Amount in Rs. crores)

Name of the rating agency	Amount	Rating	Type of facility	At the beginning of year	Change during Year	Remarks
Brickwork Ratings	86.29	BWR AA-(Stable)	Bank loans	BWR AA-(Stable)	No Change	Reaffirmed on June 25, 2021. During the year Rating amount decreased from INR 900 Crores to INR 86.29 Crores
Brickwork Ratings	50	BWR AA-(Stable)	Non-convertible debentures	BWR AA-(Stable)	No Change	Reaffirmed on June 25, 2021. During the year, Rated amount decreased from Rs 180 Crores to Rs. 50 Crores
CARE Ratings	285	CARE AA-; Stable	Long-term bank facilities	CARE AA-; Negative	During the year Rating was Reaffirmed and Outlook revised to Stable	1) Reaffirmed and Outlook revised to Stable on April 5th 2021. Rating Amount was 900 INR Crores 2) Rating Reaffirmed on June 25th 2021, Rating amount Reduced from 900 Crores to 285 Crores 3) Rating Reaffirmed on March 29th 2022, Rating amount is 285 Crores
CARE Ratings	Nil	CARE AA-; Stable	Non-convertible debentures	CARE AA-; Negative	During the year Rating was Reaffirmed and Outlook revised to Stable, NCD Ratings was withdrawn on April 05, 2021	NCD Ratings was withdrawn on April 05, 2021
ICRA Ratings	300	[ICRA]A1+ (Stable)	Commercial paper	[ICRA]A1+ Stable	No Change	Rating Reaffirmed on April 20, 2021
ICRA Ratings	100	[ICRA]AA- (Stable)	Non-convertible debentures	[ICRA]AA- (Stable)	New Rating of [ICRA]AA- (Stable); Assigned on April 20, 2021	New Rating of [ICRA]AA- (Stable); Assigned on April 20, 2021
ICRA Ratings	750	[ICRA]AA- (Stable)	Fund based bank facilities	[ICRA]AA- (Stable)	New Rating of [ICRA]AA- (Stable); Assigned on April 20, 2021	New Rating of [ICRA]AA- (Stable); Assigned on April 20, 2021

iii) Penalties, if any, levied by any regulator;

No penalties have been levied by any of the regulators of the Company.

iv) Information namely, area, country of operation and joint venture partners with regard to Joint ventures and overseas subsidiaries

The Company has its main operations in India situated in Delhi/NCR and also has offices situated in Mumbai, Hyderabad, Bengaluru and Kolkata. The Company has not entered into any joint ventures and does not have any overseas subsidiaries.

i) Capital to risk assets ratio (CRAR)

Particulars	Numerator	Denominator	March 31, 2022	March 31, 2021
i) CRAR (%)	Adjusted Tier I and Tier II Capital	Risk weighted assets	61.31%	60.20%
ii) CRAR- Tier I capital (%)	Adjusted Tier I Capital	Risk weighted assets	57.46%	59.03%
iii) CRAR- Tier II capital (%)	Adjusted Tier II Capital	Risk weighted assets	3.85%	1.17%
iv) Amount of subordinated debt raised as Tier-II capital			-	-
v) Amount raised by issue of Perpetual Debt Instruments			-	-

Basis of Ratios

	(Amount in Rs. crores)	
	Year ended 31st March 2022	Year ended 31st March 2021
a. Adjusted Tier I Capital	3,571.77	3,340.19
b. Adjusted Tier II Capital	239.45	65.95
Total Capital	3,811.22	3,406.14
c. Risk weighted assets	6,216.50	5,658.16



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

Particulars	(Amount in Rs. crores)	
	March 31, 2022	March 31, 2021
II) Investments		
1) Value of Investments		
i) Gross Value of Investments (at cost)*		
a) In India	1,220.20	1,908.36
b) Outside India	-	-
ii) Provisions for Depreciation**		
a) In India	151.32	59.51
b) Outside India	-	-
ii) Net Value of Investments		
a) In India	1,068.89	1,848.85
b) Outside India	-	-
2) Movement of provisions held towards depreciation on investments.		
i) Opening Balance	59.51	20.10
ii) Add: Provisions made during the year	91.81	39.42
iii) Less : Write-off / write-back of excess provisions during the year	-	-
iv) Closing Balance	151.32	59.51

*The Company has investment in FVOCI and FVTPL category, the fair valuation of which is included in the gross value of investment.

**Provision of depreciation comprises of impairment loss allowance on the investments

III) Derivatives

- a. The Company does not deal in derivatives during the FY 2021-22 and FY 2020-21, therefore no details are to be disclosed
b. The derivatives do not include embedded derivatives as per IND AS 109.

c. Exchange Traded Interest Rate (IR) Derivatives

The Company have no dealings in exchange traded interest rate derivatives during the FY 2021-22 and FY 2020-21, therefore no details are to be disclosed.

d. Disclosures on Risk Exposure In Derivatives

The Company does not deal in derivatives therefore no details are to be disclosed.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

IV) Asset Liability Management Maturity pattern of certain items of Assets and Liabilities
Maturity Pattern of Assets and Liabilities as on March 31, 2022

Particulars	(Amount in Rs. crores)										
	1 to 7 days	8 to 14 days	15 days to 30 days	Over 1 month to 2 month	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years and upto 5 years	Over 5 years	Total
Investments*	-	-	570.99	-	-	-	-	125.55	18.67	284.50	999.71
Borrowings	-	-	11.67	20.23	52.26	107.20	484.71	1,988.52	108.17	-	2,772.76
Advances*	197.99	98.99	356.25	383.89	550.49	857.74	885.49	1,586.81	412.39	101.47	5,431.51
Corporate	-	-	257.26	11.87	224.11	59.45	175.82	837.76	378.11	101.46	2,045.84
Consumer	197.99	98.99	98.99	372.02	326.38	798.29	709.67	749.05	34.28	0.01	3,385.67
Other financial assets	-	-	118.77	0.04	20.86	11.16	7.42	-	-	2.56	160.81

Maturity Pattern of Assets and Liabilities as on March 31, 2021

Particulars	(Amount in Rs. crores)										
	1 to 7 days	8 to 14 days	15 days to 30 days	Over 1 month to 2 month	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years and upto 5 years	Over 5 years	Total
Investments*	-	-	1,457.48	-	52.68	-	-	-	-	108.38	1,618.54
Borrowings	-	-	2.16	13.75	18.01	13.39	24.92	1,905.30	12.49	-	1,990.02
Advances*	130.49	65.25	205.68	239.14	208.47	614.14	462.73	1,204.79	397.07	105.67	3,633.43
Corporate	-	-	140.44	8.34	12.68	211.34	118.90	717.31	365.92	105.67	1,680.60
Consumer	130.49	65.25	65.25	230.79	195.79	402.80	343.83	487.48	31.16	0.01	1,952.84
Other financial assets	-	-	245.73	-	127.15	1,542.70	100.00	1.35	3.92	15.00	2,035.85

* Investments do not include Credit Substitutes, same have been considered as Advances

V) Instances of fraud for the Year ended March 31, 2022

Nature of fraud	(Amount in Rs. crores)					
	March 31, 2022			March 31, 2021		
	No. of cases	Amt. of fraud	Recovery	Amt. written off	No. of cases	Amt. of fraud
Cash embezzlement	-	-	-	-	-	-
Loan given against fictitious documents	112.00	3.12	2.00	3.12	1.00	1.12
Fraud by external party	-	-	-	-	-	-
Fraud Committed by Customer	1.00	86.38	12.77	-	-	-



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

		<u>(Amount in Rs. crores)</u>	
		<u>March 31, 2022</u>	<u>March 31, 2021</u>
VI) Exposures			
A Exposure to Real Estate Sector			
	Category		
a) Direct Exposure (includes loans and credit substitutes)			
i) Residential Mortgages -			
	Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented	49.74	68.15
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 limits	1,389.09	1,134.96
iii) Investments in Mortgage Backed Securities (MBS) and other securitized exposures -			
	Residential	-	-
	Commercial Real Estate	-	-
	Total Exposure to Real Estate Sector *	1,438.83	1,203.12
	<i>*Includes exposure to sub-standards assets as well</i>		
B Exposure to Capital Market			
	Category		
(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;	428.72	191.03
(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;	573.66	406.48
(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)	all exposures to Venture Capital Funds (both registered and unregistered)	-	-
	Total Exposure to Capital Market	1,002.38	597.51
C Details of financing of parent company products	The Company has not financed any parent company product during the current year and previous year	-	-
D Details of Single Borrower Limit (SGL) / Group Borrower Limit (GBL) exceeded by the NBFC	The Company has not exceeded any single or group borrower limits during the FY 2021-22 and FY 2020-21 as per prescribed RBI guidelines therefore no details are being provided	-	-
E Unsecured Advances	The Company has not granted unsecured advances against collateral of intangible securities such as charge over the rights, licenses or authority.		
Additional Disclosures			
VII) Provisions and contingencies	Break up of 'Provisions and Contingencies' shown under the head expenditure in Statement Profit and Loss		
	Provisions for depreciation on Investment	91.81	39.41
	Provision towards NPA	7.31	(20.47)
	Provision made towards Income tax	64.51	34.41
	Provision made towards deferred tax	(65.24)	(25.69)
	Other provision and contingencies		
	Provision for gratuity	0.98	0.57
	Provision for compensated absences	1.07	1.31
	Provision for Standard Assets	261.26	265.93
VIII) Draw Down from Reserves	The Company has not draw downed any amount from the Reserves during the current year and previous year		



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

		(Amount In Rs. crores)	
		March 31, 2022	March 31, 2021
IX)	Concentration of Deposits, Advances, Exposures and NPAs		
	Concentration of Deposits	-	-
	Concentration of Advances		
	Total Advances to twenty largest borrowers	1,502.33	1,301.85
	Percentage of Advances to twenty largest borrowers to Total Advances	27.68%	35.83%
	Concentration of Exposures		
	Total Exposure to twenty largest borrowers / customers	1,502.33	1,332.29
	Percentage of Exposures to twenty largest borrowers / customers to Total Exposure of the borrowers / customers	27.68%	36.36%
	Concentration of NPAs**		
	Total Exposure to top four NPA accounts	106.51	119.84
	**Represent Stage III loans including interest		
	Sector-wise NPAs**		
		Percentage of NPAs to Total	Advances in that sector
1	Agriculture & allied activities	-	-
2	MSME	-	-
3	Corporate borrowers	5.52%	8.47%
4	Services	-	-
5	Unsecured personal loans	0.20%	-
6	Auto loans	-	-
7	Other personal loans(Loan against Property)	-	-
	**Represent Stage III loans including interest		
X)	Movement of NPAs		
		(Amount In Rs. crores)	
	Net NPAs to Net Advances (%)	0.31%	1.51%
	Movement of NPAs (Gross)		
	Opening balance	142.35	171.11
	Additions during the year	6.94	4.25
	Reductions during the year	29.67	33.01
	Closing balance	119.62	142.35
	Movement of Net NPAs		
	Opening balance	53.59	69.11
	Additions during the year	(151.20)	(32.34)
	Reductions during the year	(114.21)	(16.82)
	Closing balance	16.60	53.59
	Movement of provisions for NPAs (excluding provisions on standard assets)		
	Opening balance	88.76	102.00
	Provisions made during the year	158.15	36.59
	Write-off / write-back of excess provisions	143.88	49.83
	Closing balance	103.02	88.76
XII)	Overseas Assets (for those with Joint Ventures and Subsidiaries abroad)		
	The Company does not have any Joint Venture or Subsidiary abroad, therefore no details to be reported		
XII)	Off- Balance sheet SPVs sponsored		
	The Company does not have any Off- Balance sheet SPV, therefore no details to be reported		
XIII)	Customer Complaints		
	No. of complaints pending at the beginning of the year	37	509.00
	No. of complaints received during the year	9,778	1,991
	No. of complaints redressed during the year	9,812	2,463
	No. of complaints pending at the end of the year	3	37
XIV)	Disclosure of Gold Loan Portfolio		
	Total Gold Loan Portfolio	-	-
	Total Assets	-	-
	Gold loan portfolio as % of Total Assets	-	-
XV)	Disclosure of Gold Auction		
	Number of loan accounts	-	-
	Outstanding Amount	-	-
	Value fetched on auctions	-	-
XVI)	Details of Off balance sheet exposure		
	Refer note 44 for details of contingent liabilities and commitments		
XVII)	Loan accounts past due 90 days and not treated as impaired		
	Number of loan accounts	-	-
	Loan outstanding	-	-
	Overdue Amount	-	-



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

XXII) Schedule to the Balance Sheet

As required in terms of paragraph 19 of Master Direction - Non-Banking Financial Company - Systemically Important Non Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016

		(Amount in Rs. crores)	
S.No	Particulars	Liabilities side	
		Amount Outstanding	Amount Overdue
1	Loans and advances availed by the NBFC inclusive of interest accrued thereon but not paid:		
a	Debtures : Secured	53.31	-
	Debtures : Unsecured (other than falling within the meaning of public deposits*)	1,817.57	-
b	Deferred Credits	-	-
c	Term Loans	872.35	-
d	Inter corporate loans and borrowings	-	-
e	Commercial Paper	-	-
f	Public Deposit	-	-
g	Other loans (lease liability)	27.64	-
2	Break-up of (1)(f) above (Outstanding public deposits Inclusive of Interest accrued thereon but not paid)		
a	In the form of Unsecured debtures	-	-
b	In the form of partly secured debtures i.e. debtures where there is a shortfall in the value of security	-	-
c	Other public deposits	-	-
		Assets side	
		Amount Outstanding	
3	Break-up of Loans and Advances Including bills receivables *		
a	Secured		1,322.71
b	Unsecured		3,357.41
4	Break up of Leased Assets and stock on hire and other assets counting towards asset financing		-
1	Lease assets including lease rentals under sundry debtors		-
(a)	Financial lease		-
(b)	Operating lease		-
2	Stock on hire including hire charges under sundry debtors		-
(a)	Assets on hire		-
(b)	Repossessed Assets		-
3	Other loans counting towards asset financing activities		-
(a)	Loans where assets have been repossessed		-
(b)	Loans other than (a) above		-
5	Break up of investments		
	Current Investments		
1	Quoted		
(i)	Shares		-
	(A) Equity		-
	(B) Preference		-
(ii)	Debtures and Bonds		-
(iii)	Units of Mutual Funds		-
(iv)	Government Securities		-
(v)	Others (Please specify)		-
2	Unquoted		
(i)	Shares		-
	(A) Equity		-
	(B) Preference		-
(ii)	Debtures and Bonds		-
(iii)	Units of Mutual Funds		-
(iv)	Government Securities		-
(v)	Others		-



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

Long Term Investments**

1 Quoted

(i) Shares	
(A) Equity	-
(B) Preference	-
(ii) Debentures and Bonds	290.58
(iii) Units of Mutual Funds	570.99
(iv) Government Securities	-
(v) Others (Please specify)	-

2 Unquoted

(i) Shares	
(A) Equity	148.32
(B) Preference	38.58
(ii) Debentures and Bonds	-
(iii) Units of Mutual Funds	-
(iv) Government Securities	-
(v) Others - Units of Alternative Investment Fund & Security Receipts in Asset Reconstruction	20.42

6 Borrower group-wise classification of assets financed as in (3) and (4) above:

Category	Amount net of provision		
	Secured	Unsecured	Total
a Subsidiaries	-	-	-
b Companies in the same group	-	-	-
c other related parties	-	-	-
Other than related parties	1,322.71	3,357.41	4,680.11
Total			

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

Category	Market Value	Book value (net of provisions) #
Related Party		
a Subsidiaries	85.04	85.08
b Companies in the same group	0.85	0.85
c other related parties	-	-
Other than related parties	1,134.31	982.99
Total	1,220.20	1,068.92

8 Other information

Particulars	Amount
Gross Non Performing Assets	
a. Related parties	-
b. Other than related parties	119.62
Net Non Performing Assets	
a. Related parties	-
b. Other than related parties	16.60

* Net of impairment loss allowance

** The Company has not disclosed the breakup of investment into long term investment and current investment as the classification is not required under Indian Accounting Standards issued by MCA for NBFCs.

Book value is carrying value as per IND AS



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

- 55 Pursuant to RBI circular RBI/2019-20/88 DOR.NBFC (PD) CC. No.102/03.10.001/2019-20 dated November 04, 2019, Liquidity credit risk disclosures are presented as below:
- (i) **Main LCR drivers and evolution of the contribution of inputs in LCR calculation over time**
The numerator of LCR is driven by the quantum and composition of High Quality Liquid Assets (HQLA). The denominator of LCR is driven by various components of the stressed cash flows.
- (a) **Composition of HQLA**
HQLAs comprise of cash and cash equivalents which include cash in hand and balances with scheduled commercial banks, including any fixed deposit with original maturity less than 3 months and liquid mutual funds.
- (b) **Unsecured and secured wholesale funding**
Borrowing maturities falling due in the next 30 days form a major component of cash outflows. It includes all NCD, Term Loan & CC form of funding. Unsecured wholesale funding includes Unsecured NCDs.
- (c) **Outflows related to derivative exposures and other collateral requirements**
During the reporting period, the Company did not have any derivative exposure.
- (d) **Other contractual funding obligations**
Other contractual funding obligations are taken from other financial liabilities that includes, Trade Payable, Current tax liabilities, Other non-financial liabilities and other operating expenses that are not due shown in the Balance Sheet which are expected to be paid in the next 30 days.
- (e) **Other contingent funding obligations**
Undrawn committed credit lines loans form a part of other contingent funding obligations.
- (f) **Secured lending**
Secured Lending inflows include the Principal inflows from the Wholesale Exposure of the Loan Book.
- (g) **Inflows from fully performing exposures**
This head includes the Unsecured principal inflows from the Unsecured exposure of the loan book.
- (h) **Other inflows**
For the LCR calculation, under other inflows, the major components are Interest Income, Penal Interest, Cash Income, PF Income, Trade receivables, balance with tax authorities which includes tax input credit and receivables from collection agencies and channel partners maturing in next 30 days.
- (ii) **Intra period changes and changes over time**
The Company endeavors to maintain a healthy level of LCR at all points of time. The LCR table shows the movement of changes in each component over the reporting period. The average LCR moved from 1491.6% for the quarter ended June 30, 2021 to 6135% for the quarter ended March 31, 2022.
- (iii) **Concentration of funding sources**
The Liquidity Risk Management framework of the Company is governed by its Liquidity Risk Management Policy and Procedures approved by the Board. The Asset Liability Management Committee of the Board (ALCO) oversee the implementation of liquidity risk management strategy of the Company and ensure adherence to the risk tolerance/limits set by the Board. The Company maintains a robust funding profile, which is periodically monitored and reviewed by ALCO. The Company has a diversified funding profile in the form of Bank term loans and Non-convertible debentures which are long-term in nature. Also, the Company has availed Working Capital Demand loan (WC DL) from various Banks. The Company is a non-deposit taking NBFC and hence, reporting nil deposits. The Company has a wide array of investors / bankers who have funded the Company through various funding instruments.
- (iv) **Derivative exposures and collateral calls**
The Company did not indulge in derivative trading activities and hence was not exposed to derivative and collateral call risk during the reporting period.
- (v) **Currency mismatches**
The Company was not exposed to any major currency risk during the reporting period.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

	(Amount in Rs. crores)							
	As at June 30, 2021		As at September 30, 2021		As at December 31, 2021		As at March 31, 2022	
A. Liquidity coverage ratio	Total un-weighted amount	Total weighted amount	Total un-weighted amount	Total weighted amount	Total un-weighted amount	Total weighted amount	Total un-weighted amount	Total weighted amount
High Quality Liquid Assets (HQLAs)								
Total High Quality Liquid Assets (HQLA)	2,051.51	2,051.51	1,971.10	1,971.10	1,647.26	1,647.26	1,224.31	1,224.31
Cash Outflows								
Deposits (for deposit taking companies)	8.26	8.26	8.35	8.35	8.35	8.35	7.72	7.72
Unsecured wholesale funding	1.02	1.02	3.57	3.57	7.86	7.86	15.46	15.46
Secured wholesale funding	-	-	-	-	-	-	-	-
Additional requirements, of which	-	-	-	-	-	-	-	-
Outflows related to derivative exposures and other collateral requirements	-	-	-	-	-	-	-	-
Outflows related to loss of funding on debt products	-	-	-	-	-	-	-	-
Credit and liquidity facilities	-	-	-	-	-	-	-	-
Other contractual funding obligations	27.76	27.76	29.26	29.26	33.25	33.25	53.58	53.58
Other contingent funding obligations	-	-	-	-	-	-	-	-
TOTAL CASH OUTFLOWS	37.04	37.04	41.17	41.17	49.47	49.47	76.76	76.76
Cash Inflows								
Secured lending	27.20	27.20	34.20	34.20	34.20	34.20	257.26	257.26
Inflows from fully performing exposures	232.58	232.58	257.06	257.06	337.19	337.19	395.97	395.97
Other cash inflows	64.11	64.11	69.00	69.00	79.95	79.95	95.44	95.44
TOTAL CASH INFLOWS	323.89	323.89	360.25	360.25	451.34	451.34	748.67	748.67
Total HQLA	2,051.51	2,051.51	1,971.10	1,971.10	1,647.26	1,647.26	1,224.31	1,224.31
Total net cash outflows	10.65	10.65	11.84	11.84	14.22	14.22	22.07	22.07
Liquidity coverage ratio (%)	19264%	19264%	16653%	16653%	11583%	11583%	5548%	5548%
Average liquidity coverage ratio (%)	14916%	14916%	13914%	13914%	9434%	9434%	6135%	6135%

Notes:

- 1 The components of LCR is arrived at by taking a stock approach whereby from the month end outstanding of each component (as financial records), the portion expected to be paid in the next 30 days is considered.
- 2 Interest accrued but not due to be paid for the subsequent month is considered.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
 (All Amount in Rs. In millions, unless otherwise stated)

S.No.	Type of Restructuring Asset Classification Details	Under SME Debt Restructuring Mechanism						Others			Year ending March 31, 2021 Total		
		Standard	Sub-Standard	Doubtful	Loss	Standard	Sub-Standard	Doubtful	Loss	Standard	Sub-Standard	Doubtful	Loss
1	Restructured Accounts as on April 1 of the FY (opening figures)*												
	No. of Borrowers												
	Amount Outstanding												
	Provision thereon												
2	Fresh restructuring during the Year												
	No. of Borrowers												
	Amount Outstanding												
	Provision thereon												
3	Upgradations to restructured standard category during the FY												
	No. of Borrowers												
	Amount Outstanding												
	Provision thereon												
4	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												
	No. of Borrowers												
	Amount Outstanding												
	Provision thereon												
5	Downgradations of restructured accounts during the FY												
	No. of Borrowers												
	Amount Outstanding												
	Provision thereon												
6	Write-offs of restructured accounts during the FY												
	No. of Borrowers												
	Amount Outstanding												
	Provision thereon												
7	Restructured Accounts as on March 31 of the FY (closing figures*)												
	No. of Borrowers												
	Amount Outstanding												
	Provision thereon												

* Excluding the figures of Standard Restructured Advances which do not attract higher provisioning or risk weight (if applicable).

- 1) The outstanding amount and number of borrowers as at March 31, 2022 is after considering recoveries made during the year.
- 2) CDR restructuring segment is nil.
- 3) The above details have been provided for cases restructured other than restructuring under COVID resolution frameworks for the respective years. Details related to restructuring under the COVID resolution frameworks have been provided in respective notes of both frameworks (refer note 56 (b) and 56 (c)).



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. in millions, unless otherwise stated)

S.No.	Type of Restructuring Asset Classification Details	Year ending March 31, 2021											
		Under SME Debt Restructuring Mechanism				Others				Total			
		Standard	Sub-Standard	Doubtful	Loss	Standard	Sub-Standard	Doubtful	Loss	Standard	Sub-Standard	Doubtful	Loss
1	Restructured Accounts as on April 1 of the FY (opening figures)* No. of Borrowers Amount Outstanding Provision thereon	-	-	-	-	-	-	-	-	-	-	-	-
2	Fresh restructuring during the year No. of Borrowers Amount Outstanding Provision thereon	-	-	-	-	-	-	-	-	-	-	-	-
3	Upgradations to restructured standard category during the FY No. of Borrowers Amount Outstanding Provision thereon	-	-	-	-	-	-	-	-	-	-	-	-
4	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 No. of Borrowers Amount Outstanding Provision thereon	-	-	-	-	-	-	-	-	-	-	-	-
5	Downgradations of restructured accounts during the FY No. of Borrowers Amount Outstanding Provision thereon	-	-	-	-	-	-	-	-	-	-	-	-
6	Write-offs of restructured accounts during the FY No. of Borrowers Amount Outstanding Provision thereon	-	-	-	-	-	-	-	-	-	-	-	-
7	Restructured Accounts as on March 31 of the FY (closing figures*) No. of Borrowers Amount Outstanding Provision thereon	-	-	-	-	-	-	-	-	-	-	-	-

* Excluding the figures of Standard Restructured Advances which do not attract higher provisioning or risk weight (if applicable).

- 1) The outstanding amount and number of borrowers as at March 31, 2022 is after considering recoveries made during the year.
- 2) CDR restructuring segment is nil.
- 3) Restructure details related to COVID have been given in respective notes of both frameworks.



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount in Rs. in millions, unless otherwise stated)

- 56 (b) The Company invoked resolution plans to relieve COVID-19 pandemic related stress to eligible borrowers. The resolution plans are based on the parameters laid down in the resolution policy approved by the Board of Directors of the Company and in accordance with the guidelines issued by the RBI on August 6, 2020 and May 5, 2021. The staging of accounts and provisioning for the eligible accounts where the resolution plans are invoked and implemented is in accordance with the Board Approved Policy in this regard. During the previous year the Company has restructured loan assets in accordance with the RBI circular RBI/2021-22/16 DOR.No.BP.BC/3/21.04.048/2020-21 dated August 6, 2020 (Resolution framework - 1.0) as presented in below table:

Type of borrower	(A) Number of accounts where resolution plan has been implemented under this window	(B) exposure to accounts mentioned at (A) before implementation of the plan	(C) of (B), aggregate amount of debt that was converted into other securities	(D) Additional funding sanctioned, if any, including between invocation of the plan and implementation	(Amount in Rs. crores)
					(E) Increase in provisions on account of the implementation of the resolution plan
Personal Loan					
Of which, MSMEs		19	1.63		
Others	68,798		162.49		
Corporate persons*					11.11
Total	68,817	164.12			11.11

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous year (A) 31/3/21	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the year	Of (A) amount paid by the borrowers during the year	(Amount in Rs. crores)
					Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this year 31/3/22
Personal loans					
Of which MSMEs	1.79		0.02	0.84	0.92
Others	133.28		54.38	49.02	29.88
Corporate Persons*					
Total	135.07		54.40	49.86	30.80

*As defined in Section 3(7) of the Insolvency and Bankruptcy Code, 2016

- 56 (c) During the year the Company has restructured loan assets in accordance with the RBI circular DOR.STR.REC.11/21.04.048/2021-22 dated May 5, 2021 (Resolution framework - 2.0) as presented in below table:

Sl. No	Description	Individual Borrowers			(Amount in Rs. crores)
		Personal Loans	Business Loans	Small businesses	
(A)	Number of requests received for invoking resolution process (Number)				
(B)	Number of accounts where resolution plan has been implemented under this window (Number)	1,789			27
(C)	Exposure to accounts mentioned at (B) before implementation of the plan	1,789			27
(D)	Of (C), aggregate amount of debt that was converted into other securities	10.86			1.10
(E)	Additional funding sanctioned, if any, including between invocation of the plan and implementation				
(F)	Increase in provisions on account of the implementation of the resolution plan	1.09			0.01

Type of borrower	(A) Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at 30/09/21	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the year	Of (A) amount paid by the borrowers during the year	(Amount in Rs. crores)
					Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this year 31/3/22
Personal loans					
Of which MSMEs	1.15			0.41	0.74
Others	10.55	0.16	0.57	3.15	6.83
Corporate Persons*					
Total	11.70	0.16	0.57	3.56	7.57

- 56 (d) Disclosures pursuant to Master Direction – Reserve Bank of India (Transfer of Loan Exposures) Directions, 2021 in terms of RBI circular RBI/DOR/2021-22 DOR.STR.REC.51/21.04.048/2021-22 dated September 24, 2021:

S. No.	Particulars	(Amount in Rs. crores)
		During the year ended March 31, 2022
1	Details of loans not in default that are transferred or acquired	Nil
2	Details of stressed loans transferred or acquired	Nil



DMI Finance Private Limited
Notes to the standalone financial statements for the year ended March 31, 2022
(All Amount In Rs. In millions, unless otherwise stated)

- 57 (a) Previous year/periods figures have been regrouped/rearranged to make them comparable with the current year/period classification in accordance with amendments in Schedule III.
57 (b) The standalone financial statements for the year ended March 31, 2021 were audited by previous statutory auditors Walker Chandiook and Co LLP.
57 (c) There are no event observed after the reported period which have an impact on the Company's operation.
57 (d) The financial statements were approved for issue by Board of Directors on May 20, 2022.
57 (e) Disclosure on significant ratios:

Particulars	Description	As at	
		March 31, 2022	March 31, 2021
Debt-Equity Ratio	[(Debt securities+ Borrowings (other than Debt Securities))/Total equity]	0.72	0.57
Net profit margin	Net profit after tax / total revenue from operations	6.45%	2.96%
Total debts to total assets	[(Debt securities+ Borrowings (other than Debt Securities))/Total assets]	40.64%	35.34%
Gross Non-Performing Assets	Gross Stage III loans EAD / Gross total loans EAD	2.18%	3.81%
Net Non-Performing Assets	(Gross Stage III loans EAD - Impairment loss allowance for Stage III) / (Gross total loans EAD-impairment loss allowance for Stage III)	0.31%	1.51%
Asset cover ratio (number of times)	Amount of secured assets / Secured debt	1.79	1.45
Provision coverage ratio (%)	(Impairment loss allowance for Stage III/ Gross Stage III loans EAD)	86.13%	62.36%

- 58 Pursuant to RBI Circular DOR.STR.REC.BS/21.04.048/2021-22 dated February 15,2022 related to extension of Para 10 with respect to upgradation of account classified as NPA of Circular DOR.STR.REC.GB/21.04.048/2021-22 dated November 12, 2021, the Company has opted for the deferment till September 30,2022 to put in place the necessary system to implement.

59 Other Statutory Information

- During the current financial year, Company has not undertaken any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.
- No penalties were imposed by the regulator during the year during the financial year ended 31 March, 2022.
- There are no such transaction which are not recorded in the books of account earlier and have been surrendered or disclosed as income during the current financial year in the tax assessments under the Income tax act, 1961.
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company has not received any fund from any person or entity, including foreign entity (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - 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.
- The Company has 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
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- The Company, as part of its normal business, grants loans and advances, makes investment, provides guarantees to and accept deposits and borrowings from its customers, other entities and persons. These transactions are part of Company's normal non-banking finance business, which is conducted ensuring adherence to all regulatory requirements.

Other than the transactions described above, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Company 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 for the financial years ended March 31, 2022 and March 31, 2021.
- The Company does not possess any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the Company during the financial year ended March 31, 2022 and March 31, 2021.
- There are no transactions of undisclosed income not recorded in the books of accounts.
- The Company has utilised the funds raised from banks and financial institutions for the specific purpose for which they were borrowed.
- The Company has not been declared as wilful defaulter by any of banks, financial institution or any other lender.
- No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder in the financial years ended March 31, 2022 and March 31, 2021.




DMI Finance Private Limited
Notes to the Standalone Financial Statements for the year ended March 31, 2022
(All Amount in Rs. In millions, unless otherwise stated)

60 Events occurring after reporting date

There are no significant events after the reporting period which require any adjustment or disclosure in the financial

For S.N. Dhawan & CO LLP
Firm Registration No. 000050N/N500045
Chartered Accountants


Vinesh Jain
Partner
Membership No. 087701



Place
Date: 20 May 2022

For and on behalf of the Board of Directors of
DMI Finance Private Limited
CIN: U65929DL2008PTC182749


Shivashish Chatterjee
(Jt. Managing Director)
DIN: 02623460

Place
Date: 20 May 2022


Krishan Gopal
(Chief Financial Officer)

Place
Date: 20 May 2022


Yuvraja Chanakya Singh
(Jt. Managing Director)
DIN: 02601179

Place
Date: 20 May 2022


Sahib Pahwa
(Company Secretary)
M No. A24789

Place
Date: 20 May 2022



DIRECTOR'S REPORT

Dear Members,

DMI Finance Private Limited

The Board of Directors (“Board”) of DMI Finance Private Limited (“DMI/Company”) are pleased to present their 14th Director’s Report along with the Audited Financial Statements for the financial year ended March 31, 2022. This Report read with the Management Discussion and Analysis included details of the macroeconomic scenario, Company’s performance and various initiatives taken by the Company.

FINANCIAL RESULTS

The standalone and consolidated financial highlights of your Company are as follows:

Consolidated Financials

(₹ in Million)

Particulars	Consolidated	
	March 31, 2022	March 31, 2021
Revenue from Operations	9,036.06	7,585.48
Other Income	163.05	103.74
Total Income	9,199.11	7,689.22
Total Expenditure	8,393.90	7,368.12
Profit/(Loss) before Taxation	805.21	321.10
Tax Expenses/(Credits)	218.61	91.33
Profit/(Loss) for the year	586.60	229.77
Share of Profit of Associate	(3.57)	39.51
Net profit after taxes and Share in profit of Associate	583.03	269.28
Capital Redemption Reserve	81.21	81.21
Reserve Fund u/s Sec 45 IC of RBI Act, 1934	1,094.78	977.46
Balance in Profit/(Loss) Account in balance sheet (Retained Earnings)	5,135.10	3,931.60

Standalone Financials

(₹ in Million)

Particulars	Standalone	
	March 31, 2022	March 31, 2021
Revenue from Operations	8,961.76	7,540.47
Other Income	144.51	104.04
Total Income	9,106.27	7,644.51
Total Expenditure	8,324.74	7,332.49
Profit/(Loss) before Taxation	781.53	312.02
Tax Expenses/(Credits)	203.73	88.94
Profit/(Loss) after Taxation	577.80	223.08
Capital Redemption Reserve	81.21	81.21
Reserve Fund u/s Sec 45 IC of RBI Act, 1934	1,093.02	977.46
Balance in Profit/(Loss) Account in balance sheet (Retained Earnings)	4,150.54	3,688.30

FINANCIAL PERFORMANCE OF THE COMPANY

The last two years have been a period of intense action and reflection owing to global pandemic, economic developments and financial upheavals. As the country moves towards economic growth and recovery, the Company also emphasized primarily on recovery with economic rebound of the country. During the year under review, after last two years of economic pressure and instability caused by COVID-19 pandemic, the company took remedial measures and showed growth and progress during the financial year ended as on March 31, 2022.

In the face of widespread change, your Company has shown remarkable strength and adaptability, coming out stronger than ever, after the pandemic and ended the financial year 2022 with avenues and opportunities for growth and development for all three of its business segments.

During financial year 2021-22, the Company witnessed multiple challenges and despite of that was able to grow substantially as compared to previous year. As on March 31, 2022 owing to implementation of various strategies including new partnerships and tie-ups along with focus on risk management and cost efficiency. Some of the important financial parameters of the Company are mentioned below for your reference:

Particulars	(₹ in Million)	
	March 2022	March 2021
Total Revenue	9,106.27	7,644.51
Total Expenses	7,332.49	8,324.74
PAT	577.80	223.08
CRAR	61.31%	60.20%
GNPA	1,196.20	1,423.55
NNPA	1,660.00	535.83
Net Owned Funds	35,717.75	33,401.93

The Company during the year under review, focused on digital transformations and developments which is now an integral part of functioning of all the businesses and operations. During the year under review, Company had launched many new programs and partnerships with respect to its consumer lending business. For the upcoming future, the Company is looking forward to strategic expansion, greater business opportunities, measures for customer centricity and an overall positive impact on society at large.

DIVIDEND

In order to conserve the cash resources for future growth and expansion plans of the Company, the Board does not recommend any interim/final dividend for the financial year ended March 31, 2022.

AMOUNT PROPOSED TO BE CARRIED TO RESERVES

The details of the transfer to other reserves as part of regulatory requirements are given below:

Regulatory Reserve u/s 45 (1C) of RBI Act

In accordance with the provisions of section 45-1C of the RBI Act, 1934, the Company is required to transfer an amount equivalent to 20% of profit after tax, to its Statutory Reserve. During the current year, ₹ 115.56/- Million were transferred to the statutory reserve.

The break-up of the amounts/profits proposed to be carried to reserves for FY 2021-22, is set out herein below:

(₹ in Million)

Particulars	As on March 31, 2022	As on March 31, 2021
Reserve Fund u/s Sec 45 IC of RBI Act, 1934	115.56	44.62

STATE OF COMPANY AFFAIRS

Share Capital

During FY 2021-22, the issued, subscribed and paid-up share capital of the Company underwent following changes:

Changes in Paid-Up Share Capital

Allotment of equity to Employees on exercise of ESOP:

The first ESOP liquidation event had taken place during the year and the employees of the company who had received ESOP during their employment in the company were given an opportunity to liquidate their ESOPs.

In accordance with the provisions of DMI Employee Stock Option Plan, 2018 and amended ESOP Plan 2018, the Company allotted 22,79,656 equity shares for an aggregate consideration of ₹ 421.73 Million to specified employees of the Company on exercise of their stock options in September 2021. The said equity shares were subsequently purchased by an Investor.

Equity Raise from Existing and New Shareholder:

During the year under review, the existing and new shareholders invested an amount equivalent to ₹ 2250.00/- Million toward purchase of equity shares to meet the increasing fund requirement of the company. Apart from the above-mentioned changes, there were equity share transfers from the existing shareholder to the incoming shareholder.

Pursuant to the above-mentioned fund raising by the Company, the paid-up capital of the Company as on March 31, 2022, stood at ₹ 6,56,70,01,396/-.

Issue of Convertible Share Warrants:

The Company during the financial year under review, issued and allotted 49,79,847 convertible share warrants on various dates to eligible employees, consultants and Directors of the Company in accordance with the terms of Warrant Subscription Agreement executed between the Company and the Warrant Holders.

BORROWING PROFILE

The company maintained an optimum mix of borrowings between bank term loans and capital markets. During the Financial year 2021-22, the Company raised debt by means of borrowing from various banks.

During the year under review, the Company had raised ₹ 9,450.00 Million by availing the term loan facilities and Cash Credit Facility from various banks and financial institutions, details of which are provided below:

S.No	Type of Security	Secured/Un secured	Security, if any	Amount (₹ in Million)
1	Term Loans	Secured	Hypothecation of Book Debt of the Company	8,650.00
2	Cash Credit / WCDL/OD	Secured	Hypothecation of Book Debt of the Company	800.00
	Total			9,450.00

The Company has on boarded public sector banks like State Bank of India, Bank of Maharashtra, Punjab National Bank, Indian Bank, IndusInd Bank and Karnataka Bank. The Company is actively trying to establish new relationships with large public and private sector banks and diversify its borrowing profile. Therefore, as on March 31, 2022, total outstanding bank borrowing of the Company stands at ₹ 8,965.53 Million.

Further, during the year under review the company did not issue any new Non-Convertible Debentures. Therefore, the total outstanding by way of debt securities of the Company as on March 31, 2022, stands at ₹ 18,552.27 Million.

To summarize, the borrowing mix of the Company consisting of term loans, working capital, cash credit limits and non-convertible debentures stands as follows as on March 31, 2022:

S.No	Type of Security	Amount outstanding (₹ in Million)	% of total borrowings outstanding as on March 31, 2022
1	Term Loans	8,717.10	31.68%
2	Cash Credit / WCDL/OD	248.43	0.90%
3	Non-Convertible Debentures	18,552.27	67.42%
	Total	27,517.80	

CREDIT RATING

The Company's credit rating by various credit rating agencies as on March 31, 2022 are given below:

Type of Borrowing	Rating Agency	Amount (₹ in Million)	Rating
Long Term Bank Facility	ICRA Limited	7500.00	ICRA AA- (Stable)
Non- Convertible Debentures	ICRA Limited	1000.00	ICRA AA- (Stable)
Commercial Paper	ICRA Limited	3000.00	ICRA A1+ (Stable)
Long Term Bank Facility	Care Edge Ratings	2850.00	CARE AA-; Stable
Long Term Bank Facility	Brickwork Ratings India Private Limited	862.90	BWR AA-(Stable)

Non- Convertible Debentures	Brickwork Ratings India Private Limited	500.00	BWR AA-(Stable)
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EMPLOYEE STOCK OPTION

Human Resources are key to the growth and success of an organization, more so in financial services industry. It is therefore imperative to align the interests of the employees and shareholders of the Company. Employee Stock Option schemes have been universally accepted as retention and wealth creation tool.

As per the ESOP Plan 2018, at the time of vesting of options, the employees were to be allotted Class A Equity shares which did not carry any voting rights. During the year under review, the Board of Directors proposed the revision of ESOP Plan 2018, by way removing non-voting Class A equity shares with Ordinary Equity Shares. The said proposal was further confirmed by the shareholders of the Company in the meeting held on August 19, 2021.

During the financial year under review, 22,79,656 stock options were exercised by employees of the Company at the exercise price prescribed under various applicable ESOP schemes of the Company and in accordance with the provisions of the DMI ESOP Plan 2018 and revised DMI ESOP Plan, subsequent to which equity shares of face value of Rs. 10 each were allotted to such employees of the Company.

The disclosures required as per Rule 12(9) of Companies (Share Capital & Debentures) Rules, 2014 with respect to ESOP issued by the Company during the year under review are given below:

- (a) Options granted: **1,21,77,059**
- (b) Options vested: **48,10,527**
- (c) Options exercised: **22,79,656**
- (d) Total number of shares arising as a result of exercise of option: **22,79,656**
- (e) Options lapsed: **NIL**
- (f) Exercise price: **As per various ESOP Schemes of the Company**
- (g) Variation of terms of options: **During the year with the approval of Board and Shareholders, differential voting rights was removed from the ESOP policy and all ESOP holders were entitled to get equity shares ranking pari passu to existing equity shares.**
- (h) Money realized by exercise of options: **₹ 5,80,89,816/-**
- (i) Total number of options in force: **1,21,77,057**
- (j) Employee wise details of options granted during the year:
 - (i) Key managerial personnel:
 - Company Secretary- **92,945**
 - Chief Financial Officer- **93,108**
 - (ii) Any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year: **NIL**
 - (iii) Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grants: **NIL**

DIRECTORS' AND KEY MANAGERIAL PERSONNEL

Board Composition

The composition of the Board follows the applicable provisions of the Companies Act, 2013, ("Act") and the rules framed thereunder, guideline(s) issued by the Reserve Bank of India and other applicable laws inter alia with respect to appointment of women director and non-executive director(s). During the year under review, the composition of the Board remains unchanged and the details in this regard have been provided under the title Corporate Governance.

Director(s) Disclosure

As per provision of section 164(2) of the Companies Act, 2013 and based on the declarations and confirmations received, circulars, notifications and directions issued by the Reserve Bank of India and other applicable laws, none of the Directors of the Company are disqualified from being appointed as Directors of the Company.

Key Managerial Personnel

There was no change in the composition of Key Managerial Personnel of the Company during the year under review.

As on March 31, 2022, Key Managerial Personnel of the Company comprises of the following:

1. Mr. Shivashish Chatterjee- Jt. Managing Directors
2. Mr. Yuvraja Chanakya Singh- Jt. Managing Directors
3. Mr. Krishan Gopal- Chief Financial Officer
4. Mr. Sahib Pahwa- Head- Compliance & Company Secretary

Human Resource

The Company is a people-centric organization with a strong belief in empowering its employees and creating a culture of equality, transparency, and respect. The Company provides a nurturing and conducive environment that helps attract amongst the best talent in the market and provides them with a platform that they can use to shape their careers. With a strong focus on growth, the Company strives to build a strong pipeline of leaders by offering unlimited growth opportunities, for those who chase excellence.

DMI is a place that provides an entrepreneurial culture and focuses on working together for a shared purpose. We deeply value our stakeholders and work dedicatedly towards creating a difference in their lives. Over the years, we have worked together though the most turbulent times and have come out stronger. During these journeys, we have imbibed lessons from these challenges and utilized those learnings to set ourselves on the path of winning. More importantly, we have learned to accept defeats and celebrate wins.

Considering the same the Company has successfully inducted significant talent at senior and mid-level into the Company and has been successful in retaining and developing the existing human resources. Accordingly, there was a significant increase in the total number of employees as on Mar 31, 2022:

Financial Year	Number of employees
<u>2021-22</u>	<u>332</u>
<u>2020-21</u>	<u>269</u>

SUBSIDIARIES/ASSOCIATES COMPANIES

With the aim of broadening the horizon of the company and as a strategic decision, your Company had successfully invested in and acquired majority stake and operational control of Appnit Technologies Private Limited (“**Appnit**”), a private limited company having its registered office at 403 Tower-A 4th Floor, Logix Technova Sector-132, Noida, Gautam Buddha Nagar, UP, 201301, registered with Reserve Bank of India as a Prepaid Instrument Provider (PPI) vide CoAR no. 109/2017 dated 22.03.2017. The acquisition was done through a mix of secondary purchase of shares from existing shareholders and fresh infusion thereby acquiring 94.04% shareholding in Appnit.

Subsequent to the above-mentioned acquisition of Appnit, below mentioned is the list of subsidiaries and associate of the company-

S.No.	Name of Subsidiary Company	Name of Associate Company
1.	DMI Capital Private Limited	DMI Alternatives Private Limited
2.	DMI Management Private Limited	
3.	Appnit Technologies Private Limited	

Pursuant to Section 129(3) of the Companies Act, 2013, the Company has prepared a consolidated financial statement of the Company which shall be laid before the ensuing Annual General Meeting of the Company along with the standalone audited financial statements of the Company for the financial year ended March 31, 2022. The standalone and consolidated audited financial statements along with the salient features of the financial statements of the subsidiaries of the Company in the prescribed Form AOC-1 forms part of the Annual Report and are also available on the website of the Company at <https://www.dmifinance.in/investor-financials.html>

The statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014, in Form AOC- 1, forms part of the consolidated financial statements of the Company and hence not repeated here for the sake of brevity.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Institute of Company Secretaries of India, a Statutory Body, has issued Secretarial Standards on Board and General meetings. The Company has complied with all the applicable provisions of the secretarial standards read with the MCA Circulars granting exemptions and relaxations in view of the COVID-19 pandemic.

ANNUAL RETURN

The copy of Annual Return for Financial Year 2021-22, which will be filed with the Registrar of Company, will be hosted on the website of the Company and can be accessed at <https://www.dmifinance.in/investor-financials.html> in accordance with provisions of Section 92(3) read with Section 134(3)(a) of Companies Act, 2013 and rules framed therein.

CORPORATE GOVERNANCE AND REGULATORY CHANGES

Deposits

The Company in compliance with RBI being a Systemically Important Non-Deposit Accepting NBFC (ND-SI- NBFC) has not accepted any public deposits during the year under review. The Board of Directors, in compliance with Non-Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2016 had passed the resolution on April 06, 2021 confirming that the Company would neither hold nor accept any 'Public deposits' as defined under RBI Regulations during the period commencing from April 01, 2021 to March 31, 2022.

Scale Based Regulation Framework issued by RBI :

The stakeholders are further apprised that Reserve Bank of India ('RBI') vide its notification dated October 22, 2021, had put in place a revised Scale Based Regulation Framework ('SBR Framework') for NBFCs specifically categorized under different layers based on their size, activity, and perceived riskiness. SBR framework encompasses different facets of regulation of NBFCs covering capital requirements, governance standards, prudential regulation, etc.

The Company being a Non-Deposit taking NBFC with an asset size of more than ₹ 1,000 Cr, shall be categorized as NBFC-ML under the said SBR Framework and hence, certain sections of the framework

shall be required to comply with all the regulatory requirements as specified under the said Framework with effect from October 01, 2022.

The relevant changes as per the regulations have either been implemented or in the process of being implemented by the Company in accordance with the relevant timelines prescribed by RBI. The Company shall ensure that all relevant activities are performed to maintain the highest level of Corporate Governance standards as set up by the Board and the Management of the Company.

Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 (“LODR Regulations”) Amendments:

The Securities Exchange Board of India (SEBI) vide its Notifications dated August 13, 2021 and September 07, 2021 has come up with the stringent norms of compliances for debt listed entities. Ranging from introducing the corporate governance requirements on High Value Debt Listed Entities (HVDLEs) to enhanced intimation and disclosure requirements for all the debt listed entities.

As per amendments, now the financial results along with limited review report needs to be submitted quarterly within 45 days from the end of each quarter, other than the last quarter. Further, there is a requirement to submit the annual financial results (*both standalone and consolidated*) to stock exchange within 60 days from the end of the financial year. Further, a statement of assets and liabilities and statement of cash flows as at the end of the half year as part shall form part of standalone or consolidated financial results for the half year.

Chapter IV of LODR Regulations is already applicable on listed entities that have issued their equity shares/convertible securities. However, with this amendment now the HVDLEs, who have their NCS listed will also have to comply with chapter IV upto the extent of applicability. Chapter V of LODR Regulations is already applicable on listed entities that have issued their non-convertible debt securities and the amendment now aims to enhance disclosure requirements.

HVDLEs means Listed Entities that have listed their non-convertible debt securities and have an outstanding value of listed NCS of Rs. 500 cr. and more. Threshold limit has to be determined as on March 31.

According to the revised regulations, Company has already implemented relevant changes in the reporting formats as are required by SEBI.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

After the closure of the financial year, the Board and Shareholders of the Company approved an application under section 66(1)(a) of the Companies Act, 2013 to be submitted with National Company Law Tribunal (“NCLT”) for reduction of the Issued, Subscribed and Paid up share capital of the Company as per the below mentioned schedule. The application is currently under review with NCLT and reduction of share capital of the Company will be effective from the date of receipt of approval from the NCLT.

Capital Structure of the company before NCLT approval			
Particulars	No. of shares issued	Issued and Subscribed capital	Paid Up Capital
Fully paid-up equity shares	65,50,78,001	INR 6,55,07,80,010	INR 6,55,07,80,010
Partly paid-up equity shares	5,73,15,400	INR 57,31,54,000	INR 1,62,21,386
Total equity share capital	71,23,93,401	INR 7,12,39,34,010	INR 6,56,70,01,396

Capital Structure of the company after NCLT approval is obtained			
Particulars	No. of shares issued	Issued and Subscribed capital	Paid Up Capital
Fully paid-up equity shares	65,67,00,139	INR 6,56,70,01,390	INR 6,56,70,01,390

BOARD MEETINGS

The Board met 8 (Eight) times during the financial year 2021-22 viz. on June 21, 2021, July 09, 2021, September 03, 2021, September 20, 2021, November 12, 2021, November 15, 2021, January 07, 2022 and February 11, 2022. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Further, in accordance with Standard 9 of the Secretarial Standards-1 on “Meetings of the Board of Directors”, the details on the number of meetings attended by each Director during financial year 2021-22 is given below:

Name of the Directors	Category	Number of meetings held during the financial year 2021-22		
		Held	Entitled	Attended
Mr. Tammir Amr	Nominee Director	8	8	6
Mr. Gaurav Burman	Nominee Director	8	8	6
Mrs. Jayati Chatterjee	Non- Executive Director	8	8	8
Mr. Shivashish Chatterjee	Joint Managing Director	8	8	8
Mr. Gurcharan Das	Non- Executive Director	8	8	7
Mr. Nipendar Kochhar	Non- Executive Director	8	8	8
Mrs. Bina Singh	Non- Executive Director	8	8	7
Mr. Yuvraja Chanakya Singh	Joint Managing Director	8	8	7

During the year under review there was no change in the composition of the Board of Directors of the Company.

BOARD COMMITTEES

The Company has several committees which have been established as a part of the best corporate governance practices and are in compliance with the requirements of the relevant provisions of applicable laws and statutes. There Committees constituted by the Board are namely Audit Committee, Loan/Investment and Borrowing Committee, Risk Management Committee, Nomination Committee, Asset Liability Committee, Securities Allotment Committee, Corporate Social Responsibility Committee, Credit Committee, IT Strategy Committee, Review Committee, Identification Committee and IT Steering Committee.

The composition of these Committees as on March 31, 2022 is provided below. Further, in accordance with Standard 9 of the Secretarial Standard-1 on “Meetings of the Board of Directors”, the details on the number and dates of meetings of the Committees held during the financial year 2021-22 indicating number of meetings attended by each Director is given below.

➤ **Audit Committee (AC)**

Four Audit Committee Meetings were held during the financial year 2021-22 viz. on June 21, 2021, September 03, 2021, November 12, 2021 and February 11, 2022. The attendance of the members is as follows:

Name of the Members	Category	Number of meetings held during the financial year 2021-22		
		Held	Entitled	Attended
Mr. Tammir Amr	Member	4	4	3
Mr. Gaurav Burman	Member	4	4	3
Mrs. Jayati Chatterjee	Member	4	4	4
Mr. Nipendar Kochhar	Member	4	4	4
Mr. Yuvraja Chanakya Singh	Member	4	4	3

➤ **Risk Management Committee (RMC)**

Four Risk Management Committee Meetings were held during the financial year 2021-22 viz. on June 21, 2021, September 20, 2021, December 14, 2021 and February 11, 2022. The attendance of the members is as follows:

Name of the Members	Category	Number of meetings held during the financial year 2021-22		
		Held	Entitled	Attended
Mr. Tammir Amr	Member	4	1	1
Mr. Gaurav Burman	Member	4	1	1
Mr. Shivashish Chatterjee	Member	4	4	4
Mr. Nipendar Kochhar	Member	4	1	1
Mr. Yuvraja Chanakya Singh	Member	4	4	4
Mr. Arindam Das	Member	4	3	3
Mr. Vivek Gupta	Member	4	3	3
Mr. Krishan Gopal	Member	4	3	3

➤ **Nomination and Remuneration Committee**

One Nomination and Remuneration Committee Meeting was held during the financial year 2021-22 viz. on June 21, 2021. The attendance of the members is as follows:

Name of the Members	Category	Number of meetings held during the financial year 2021-22		
		Held	Entitled	Attended
Mr. Tammir Amr	Member	1	1	1
Mr. Gaurav Burman	Member	1	1	1
Mr. Shivashish Chatterjee	Member	1	1	1
Mr. Yuvraja Chanakya Singh	Member	1	1	1

➤ **Asset Liability Committee (ALCO)**

Two Asset Liability Committee Meetings were held during the financial year 2021-22 viz. on September 03, 2021 and February 11, 2022. The attendance of the members is as follows:

Name of the Members	Category	Number of meetings held during the financial year 2021-22		
		Held	Entitled	Attended
Mr. Tammir Amr	Member	2	2	2
Mr. Gaurav Burman	Member	2	2	2
Mr. Shivashish Chatterjee	Member	2	2	2

Mr. Yuvraja Chanakya Singh	Member	2	2	2
Mr. Krishan Gopal	Member	2	1	1
Mr. Saurabh Nigam	Member	2	1	1
Mr. Sahib Pahwa	Member	2	1	1
Mr. Prateek Kapoor	Member	2	1	1
Ms. Ruchi Bhargava	Member	2	1	1

➤ **Securities Allotment Committee (SAC)**

One Securities Allotment Committee Meeting was held during the financial year 2021-22 viz. on January 31, 2022. The attendance of the members is as follows:

Name of the Members	Category	Number of meetings held during the financial year 2021-22		
		Held	Entitled	Attended
Mr. Tammir Amr	Member	1	1	1
Mr. Gaurav Burman	Member	1	1	1
Mr. Shivashish Chatterjee	Member	1	1	1
Mr. Yuvraja Chanakya Singh	Member	1	1	1
Mr. Krishan Gopal	Member	1	1	1
Mr. Sahib Pahwa	Member	1	1	1

➤ **Corporate Social Responsibility Committee (CSR)**

Four Corporate Social Responsibility Committee Meetings were held during the financial year 2021-22 viz. on June 21, 2021, September 24, 2021, December 27, 2021 and March 31, 2022. The attendance of the members is as follows:

Name of the Members	Category	Number of meetings held during the financial year 2021-22		
		Held	Entitled	Attended
Mr. Tammir Amr	Member	4	4	3
Mr. Gaurav Burman	Member	4	4	3
Mrs. Jayati Chatterjee	Member	4	4	4
Mrs. Bina Singh	Member	4	4	4

➤ **IT Strategy Committee**

Two IT Strategy Committee Meeting were held during the financial year 2021-22 viz. on June 30, 2021, and November 26, 2021. The attendance of the members is as follows:

Name of the Members	Category	Number of meetings held during the financial year 2021-22		
		Held	Entitled	Attended
Mr. Tammir Amr	Chairperson	2	2	2
Mr. Shivashish Chatterjee	Member	2	2	2
Mr. Krishan Gopal	Member	2	2	2
Mr. Saurabh Nigam	Member	2	2	2
Mr. Manish Srivastava	Member	2	2	2
Mr. Yuvraja Chanakya Singh	Member	2	2	1
Mr. Manikant R. Singh	Member	2	2	2

➤ **IT Steering Committee**

One IT Steering Committee Meeting was held during the financial year 2021-22 viz. on March 09, 2022. The attendance of the members is as follows:

Name of the Members	Category	Number of meetings held during the financial year 2021-22		
		Held	Entitled	Attended
Mr. Shivashish Chatterjee	Member	1	1	1
Mr. Arindam Das	Member	1	1	1
Mr. Krishan Gopal	Member	1	1	1
Mr. Vivek Gupta	Member	1	1	1
Mr. Saurabh Nigam	Member	1	1	1
Mr. Sahib Pahwa	Member	1	1	1
Mr. Yuvraja Chanakya Singh	Member	1	1	1

➤ **Review Committee**

No Review Meeting was held during the financial year 2021-22. All business was transacted by means of resolution by circulation.

➤ **Identification Committee**

No Identification Committee Meeting was held during the financial year 2021-22. All business was transacted by means of resolution by circulation.

These Committees function as per the terms of reference as approved by the Board for the respective Committees.

GENERAL MEETINGS

Annual General Meeting

During the year under review, the Annual General Meeting of the Company for the Financial Year ended March 31, 2021 was held on October 29, 2021.

Extra-ordinary General Meeting(s)

During the year under review, six (6) Extra-ordinary General Meeting(s) (EGM) of the Company were held. The Members accorded their approval in the requisite manner for the matters taken in the respective EGMs.

S. No.	Date of the Meeting
1.	July 09, 2021
2.	September 20, 2021
3.	November 15, 2021 at 1:30 PM
4.	November 15, 2021 at 5:00 PM
5.	December 17, 2021
6.	March 10, 2022

CORPORATE SOCIAL RESPONSIBILITY

In compliance with Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules 2014, the Company had established a Corporate Social Responsibility (CSR)

Committee. The CSR Committee has formulated and recommended to the Board, a CSR Policy indicating the activities to be undertaken by the Company, which has been approved by the Board and the same has been put up on the Company's website and available at the link:

<https://www.dmifinance.in/corporate-social-responsibility-policy.html>

The CSR Policy was adopted on May 2014 by the Company with the aim to contribute to the social and economic development of the community in which the Company operates. It also talks out the prescribed activities out of which the Company may opt to undertake and provides for modalities of execution of the projects undertaken, affixation of CSR budget and provides for mechanism for monitoring and reporting of the CSR activities undertaken.

During the year under review, the CSR Policy of the Company underwent certain changes pursuant to the amendment done by Ministry of Corporate Affairs in Companies (Corporate Social Responsibility Policy) Rules 2014 w.e.f January 22, 2021 with respect to reporting and disclosure requirements, implementation of CSR Annual Action Plan, requirement of impact assessment of the Projects etc. The revised CSR Policy of the Company was duly approved by the Board and placed on the website of the Company.

For the year ended March 31, 2022, the Company was required to spend ₹ 18.17 Million under CSR for financial year 2021-22 as prescribed under Section 135 of the Companies Act, 2013. The Company has duly spent the required CSR expenditure of an amount of ₹ 17.40 Million towards various CSR projects and causes. Further, an amount of ₹ 0.77 Million was carried forward from the previous year as the company had spent excess amount during the financial year ended Mar 31, 2021.

The statutory disclosures with respect to the CSR Committee, in terms of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules 2014, in the form of the annual report on CSR Activities is laid down in **Annexure-A** which forms part of this Report.

PARTICULARS OF INVESTMENTS LOANS AND GUARANTEES

The Company being a Non- Banking Financial Company (NBFC) registered with the Reserve Bank of India (RBI) primarily engaged in the business of lending is exempted from provisions of Section 186 of the Companies Act, 2013 ("Act").

However, pursuant to Section 134(3)(g) of the Act read with Section 186 and rules made thereto, the Company had given Corporate Guarantee for an aggregate amount of ₹ 4,329.99/- Million to various banks for the funds borrowed by DMI Housing Finance Private Limited.

RELATED PARTY TRANSACTIONS

In accordance with the provisions of Section 188 of the Act and rules made thereunder, all related party transactions entered during FY 21-22 were on an arm's length basis and in ordinary course of the business.

The details as required to be provided under Section 134(3)(h) of the Companies Act, 2013 are provided in Form AOC-2 is attached as **Annexure-B** to this report.

Further, compliance with the applicable provisions of the Companies Act, 2013 and the RBI Master Directions- Systematically Important- Non-Banking Financial Companies – Non- Deposit Taking (Reserve Bank) Directions, 2016 dated September 1, 2016 (as amended from time to time) ("RBI Master Directions"), the Company has put in place a Board approved Related Party Transaction Policy ("**RPT Policy**") for the purpose of obtaining requisite approval and reporting transactions with related parties.

The policy can be accessed on the Company's website at the link: <https://www.dmifinance.in/pdf/Related-Party-Transaction-Policy.pdf>

A list of all the Related Party Transactions were placed before the Audit Committee for approval. Further, the details of related party transaction in compliance with provisions of Companies Act, 2013, RBI Master Directions, Regulation 53(f) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Schedule V, are disclosed in the notes forming part of the financial statements.

DISCLOSURE UNDER PREVENTION OF SEXUAL HARASSMENT POLICY

The Company is committed to create a safe and healthy work environment that enables its employees to work without fear of prejudice, gender bias and sexual harassment. The Company has in place an Anti-Sexual Harassment Policy (Policy) in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“Act”). The Company believes that sexual harassment at the workplace, if involving employees of the company, shall be considered a grave offence and is therefore punishable under the provisions of the Act. For this purpose, an Internal Complaints Committee (ICC) has been set-up to redress complaints received regarding sexual harassment.

Scope of the Policy:

The provisions of this policy are applicable to:

- All employees of the company, regardless of the nature of their contract, duration of employment or position in the organization
- Associates of the Company whether full-time, part-time, temporary, voluntary, contracted, or casual including researchers, trainees, and consultants
- Volunteers and interns, during their association with the organization
- Partners, clients, service providers and users of the services of the Company
- Acknowledgment of Policy is taken from all the employees.

All complaints of sexual harassment against employees are taken seriously and dealt with promptly. All investigations are conducted thoroughly and professionally, and accurate records of the investigation and the findings are properly maintained. Further, any employee who brings forward the charges of any instance of sexual harassment will not face any retaliation. The Company makes sure that anyone violating this policy is subjected to disciplinary action.

Every year we conduct annual trainings/ workshops & awareness programmes for all staff and members of the Internal Committee. In this programme we cover the following topics:

- Definition of Sexual Harassment
- Definition of Employee
- Duties of employer
- What is workplace
- Internal Committee Proceeding
- Disciplinary action

One complaint was received under POSH during the year ended March 31, 2022 and is currently under the process of review in accordance with the provisions of POSH Policy and POSH Act.

RISK MANAGEMENT POLICY

In accordance with RBI Master Directions and the Companies Act, 2013, the Company has Board approved Risk Management Policy. The Board constituted Risk Management Committee and Audit Committee responsible for monitoring the progress of the Risk Control Matrix and loan portfolio and to establish standards to mitigate risks related to operations, credit, compliance, finance.

Development and implementation of Risk Control Matrix (RCM)

Key components of an organization's risk management framework is the Risk Control Matrix ('RCM') which systematically captures key risks (operational, regulatory and financial) and mitigating internal controls. It enables assessment of key controls through testing of data pertaining to each control - control description, financial statement assertions, test procedures and management action plans, etc. Backward integration of RCMs with existing risk-control assurance platforms would assist in addressing key requirements of Internal Financial Controls ('IFC'), under the Companies Act, 2013.

Key benefits of RCM

- Structured and consistent process for management of risk and controls.
- Demonstrates organization's ability to manage / mitigate risk in a comprehensive and timely manner. Strengthen Internal control/system reliance to ensure controls are adequate against all the risks involved.
- Fostering formalized, uniform, well controlled and efficient operating processes within the organization.

Increase system efficiency and its ability to support and make quick decisions to help the organization move at speed with the regulatory and other requirements.

Key Activities - Strengthening the Risk Control Matrices

Preparation / Updation of RCMs for key businesses and support functions:

Updating of risks and controls implemented withing key processes through testing and gap assessment
Mapping controls to financial statement assertions and identify frequency of controls.

Testing of RCMs and integration with Internal Audit ('IA')

- Quarterly test of key controls captured in RCMs based on risk grading / prioritization and its alignment to IA testing (as per quarterly scope of work) for integrated coverage.

Reporting to Risk Committee and Audit Committee

- Reporting on controls testing (including high level view of key risks and controls) to be combined as part of quarterly IA reporting;
- Reporting to Risk Committee and Audit Committee;
Updated RCMs to be shared with the management.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors of the Company to the best of their knowledge and ability, confirms that-

- a. in the preparation of the annual financial statements for the year ended March 31, 2022, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. they have prepared the annual accounts on a going concern basis; and
- e. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

INTERNAL CONTROL SYSTEM AND INTERNAL FINANCIAL CONTROLS

The Company has an Internal Control System in place, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. The Company has appointed an Internal Audit Head to manage Internal Audits of the Company. To maintain its objectivity and independence, the Internal Auditor reports to the Audit Committee. The Audit Committee has the responsibility for establishing the audit objectives and determines the nature, timing and extent of audit procedures as well as the locations where the work needs to be carried out.

The Internal Audit Department monitors and evaluates the efficacy & adequacy of Internal Financial Controls & Internal Control system in the Company to mitigate the risks faced by the organization and thereby achieve its business objective.

Broadly the objectives are: -

- Review the adequacy and effectiveness of the internal controls;
- Review the operation of the Control Supervisory Mechanisms;
- Recommend improvements in processes and procedures;
- Surface significant observations and recommendations for process improvement and financial leakages in a concise report for discussion with senior management;
- Review the compliance with operating systems, accounting procedures and policies.

Based on the report of Internal Audit department, process owners undertake corrective action in their respective areas and thereby strengthen the internal controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS OR TRIBUNALS

No significant and material orders were passed by the RBI, regulators or courts or tribunals impacting the going concern status and Company's operations in future.

FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as required under the provisions of Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption are not required to be furnished considering the nature of activities undertaken by the company during the year under review. Below mentioned are the required details:

Particulars	March 31, 2022	March 31, 2021
Foreign Exchange Earnings (in Million)	Nil	Nil
Foreign Exchange Outgo/Expenditure (in Million)	139.42	140.74

PARTICULARS OF EMPLOYEES

Your Directors place on record their appreciation for the significant contribution made by all employees, who through their competence, dedication, hard work, co-operation and support have enabled the Company to achieve new milestones on a continual basis.

The statement of Disclosure of Remuneration under Section 197 of the Act and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“**Rules**”), is appended as **Annexure-C** to the Report. The information as per Rule 5(2) of the Rules, forms part of this Report. However, as per first proviso to Section 136(1) of the Act and second proviso of Rule 5(2) of the Rules, the Report and Financial Statements are being sent to the Members of the Company excluding the statement of particulars of employees under Rule 5(2) of the Rules.

The details are also available at the registered office of the Company, any member desirous of obtaining the same shall contact the Company Secretary during business hours on working days.

The Board hereby confirm that the remuneration paid to the Directors in accordance with the relevant sections of Companies Act, 2013 and rules framed therein applicable to private companies.

WHISTLE BLOWER POLICY/ VIGIL MECHANISM

In terms of the requirement of Section 177 of Companies Act, 2013 and Rule 7 of the Companies (Meeting of Board and its Power) Rules, 2014, the Company has formulated a codified vigil mechanism for their Directors and Employees to report their genuine concerns or grievances about unethical and improper practices or any other wrongful conduct in the Company, without fear of punishment, victimization or unfair treatment. The vigil mechanism provides adequate safeguards against victimization of Employees and Directors who avail of the vigil mechanism and provide direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. Also, the Whistle Blower Policy of the Company has been put up on the Company’s website and available at the link:

<https://www.dmifinance.in/whistle-blower-policy.html>

During the year, no complaint was received under the Whistle Blower mechanism and the same was reported to the Audit Committee Meeting.

SECRETARIAL AUDITORS AND REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with corresponding rules framed thereunder, the Board of Directors of the Company has appointed M/s VLA & Associates, Company Secretaries as the Secretarial Auditor of the Company to conduct the Secretarial Audit. for the financial year ended March 31, 2022. The Secretarial Audit Report given by the secretarial auditor in requisite form MR-3 is annexed to this Report as **Annexure-D**.

The Auditors’ Report is self-explanatory and has no qualification or adverse remarks.

MAINTENANCE OF COST RECORDS

As per the provisions of the Section 148(1) of the Companies Act, 2013, the Company is not required to maintain cost records.

STATUTORY AUDITORS

The Company had appointed **M/s. S.N. Dhawan & Co LLP, Firm Regd. No. 000050N/N500045** as the new statutory auditors at the 13th Annual General Meeting held on October 29, 2021 to hold office for 3 years commencing from the financial year i.e. 2021-22 till the financial year 2023-24 as per the provisions of the Companies Act, 2013 and RBI Circular pertaining to appointment of Statutory Auditors. The firm carries extensive experience in the financial services sector and is one of the leading statutory audit firms in India.

The Audit Report by Statutory Auditors for the financial year ending March 31, 2022 is unmodified, i.e., it does not contain any qualification, reservation or adverse remark or disclaimer.

Further, in accordance with the Companies Amendment Act, 2017, enforced on May 07, 2018 by Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

AUDITOR'S OBSERVATION

The Directors have examined the Auditors' Report on accounts for the period ended March 31, 2022. The Auditors' Report is self-explanatory and has no qualification or adverse remarks except as mentioned elsewhere.

DISCLOSURE AS PER FOREIGN EXCHANGE MANAGEMENT (NON-DEBT INSTRUMENTS) RULES, 2019

The company being a Foreign Owned and Controlled Company (FOCC), needs to report to RBI, in case of any investment made by them in any other company, by way of filing Form DI on the <https://firms.rbi.org.in/> of Reserve Bank of India. During the year under review, the Company had acquired Appnit Technologies Private Limited ("Appnit") by way of investing in the equity and preference shares of Appnit and had subsequently filed Form DI with RBI, thereby complying with all the reporting requirements as per Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 within the statutory timeline.

ACKNOWLEDGEMENTS

Your Directors would like to express their sincere appreciation for the co-operation and assistance received from the Bankers, Regulatory Bodies, Stakeholders including Financial Institutions, Distributors and other business associates who have extended their valuable sustained support and encouragement during the year under review.

Your Directors take this opportunity to recognize and place on record their gratitude and appreciation for the commitment displayed by all Executives, officers and staff at all levels of the Company. We look forward for your continued support in the future.

**By order of the Board of Directors
For DMI Finance Private Limited**

Sd/-

**Mr. Yuvraja Chanakya Singh
Jt. Managing Director
DIN: 02601179**

**Address: 46, 2nd Floor, Jor Bagh
New Delhi- 110003**

**Place: New Delhi
Date: August 12, 2022**

Sd/-

**Shivashish Chatterjee
Jt. Managing Director
DIN: 02623460**

**Address: 1 Fifth Avenue, #14D, New York,
NY 10003 USA**

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

During the year, the Company constituted Corporate Social Responsibility Committee (CSR) pursuant to provisions of section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are provided herein below:

1. A brief outline on CSR Policy of the Company

The Company adopted CSR Policy aims at supplementing the role of government in enhancing the welfare measures for the underprivileged communities. In order to fulfil and enhance its CSR responsibilities, the company will distribute its CSR efforts in accordance with the provisions of the companies Act 2013 and thus announce the following themes:

- Health Sanitation;
- Self-help groups empowering women;
- Cleanliness and hygiene program;
- Education

2. The composition of CSR Committee

S.no	Name of Director	Designation /Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Bina Singh	Director	4	4
2	Mrs. Jayati Chatterjee	Director	4	4
3	Mr. Gaurav Burman	Director	4	3
4	Mr. Tammir Amr	Director	4	3

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

Weblink: The CSR Policy, Composition of CSR committee and details of the projects funded by the company can be accessed from <https://www.dmifinance.in/investor-corporate-governance.html>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report)- **Not Applicable.**

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any-

S.No	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be setoff for the financial year, if any (in Rs)
1.	2021-22	7,66,932	7,66,932

6. Average net profit of the company as per section 135(5)- ₹ 90,83,55,536/-

7. (a) Two percent of average net profit of the company as per section 135(5)- ₹ 1,81,67,111/-

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years- **NIL**

(c) Amount required to be set off for the financial year, if any- ₹ 7,66,932/-

(d) Total CSR obligation for the financial year (7a+7b-7c)- ₹ 1,81,67,111/-

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (In Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of Fund	Amount	Date of Transfer
₹ 1,81,67,111*	NIL	NIL	NIL	NIL	NIL

*Total spent is ₹ 1,81,67,111/-. Out of this ₹ 1,74,00,179 was spent during the year and ₹ 7,66,932 was amount set off from the excess spent in financial year 2020-21.

- (b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
S.No	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local Area (Yes/No)	Location of the Project (State/ District)	Project Duration	Amount allocated for the project (in Rs.).	Amount spent in the current financial year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation-Direct (Yes/No)	Mode of Implementation- Through Implementing Agency (Name and CSR Reg No.)
1	Ashoka University (Contribution to International Foundation for Research and Education)	Education	No	Sonepat, Haryana	3 years	1,00,00,000	1,00,00,000	NIL	No	The amount was indirectly transferred to (Contribution to International Foundation for Research and Education)- Reg. No.- CSR00000712
2	Dasra	Women Empowerment	No	Ahmedabad, Gujarat	3 years	16,66,667	16,66,667	NIL	No	The amount was indirectly transferred to the Impact Foundation (India) as

										the Implementation Partner Reg. No.- CSR00001920
3	Hamdard Education Society	Education, healthcare	Yes	New Delhi	1 year	27,35,441	27,35,441	NIL	Yes	Hamdard Education Society- Partner Reg. No.-CSR00007386
	Total						1,44,02,108			

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1) S. no.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local Area (Yes/No)	(5) Location of the Project (State/District)	(6) Amount Spent for the project (in Rs.).	(7) Mode of Implementation-Direct (Yes/No)	(8) Mode of Implementation- Through Implementing Agency (Name and CSR Reg No.)
1	3.2.1 Education Foundation	Education	No	Mumbai, Maharashtra	20,00,000	Yes	3.2.1 Education Foundation-Reg. No.- CSR00000739
2	Jyoti Development Trust	Education, Nutrition	No	Midnapore, West Bengal	4,98,071	Yes	Jyoti Development Trust-Reg. No.-CSR00012807
3	SPIC Macay	Promotion of Indian Classical Music and Culture amongst Youth and to learn, participate and exchange ideas about art and music	Yes	In Schools Across India	5,00,000	Yes	SPIC MACAY- Reg No.- CSR00014494
	Total				29,98,071		

(d) Amount Spent in Administrative Overheads- **NIL**

(e) Amount spent on Impact Assessment, if applicable- **NIL**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)- **₹ 1,81,67,111***

*Total spent is ₹ 1,81,67,111/-. Out of this ₹ 1,74,00,179 was spent during the year and ₹ 7,66,932 was amount set off from the excess spent in financial year 2020-21.

(g) Excess amount for set off, if any- **NIL**

S.No	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	₹ 1,81,67,111
(ii)	Total amount spent for the Financial Year	₹ 1,81,67,111
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years: **NIL**

S.no.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of Fund	Amount (in Rs.)	Date of Transfer	

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **NIL**

(1) S.no.	(2) Project ID	(3) Name of the Project	(4) Financial Year in which the project was commenced	(5) Project Duration	(6) Total amount allocated for the project (in Rs.).	(7) Amount Spent for the project in reporting financial year (in Rs.).	(8) Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	(9) Status of the project - Completed/ Ongoing.

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)- **Not Applicable**

- Date of creation or acquisition of the capital asset(s).
- Amount of CSR spent for creation or acquisition of capital asset.
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5)- **Not Applicable**

Further, in terms of the amended CSR Rules, the Chief Financial Officer of the Company has certified that the funds disbursed have been utilized for the purpose and in the manner approved by the Board and Committee for FY 2022.

**For and on behalf of the Board of
DMI Finance Private Limited**

Sd/-

**Mr. Shivashish Chatterjee
Jt. Managing Director
DIN: 02623460**

**Address: 1 Fifth Avenue, #14D,
New York, NY 10003 USA**

Place: New Delhi

Date: August 12, 2022

Sd/-

**Mrs. Bina Singh
Member- CSR Committee
DIN: 01146087**

**Address: 46, Second Floor,
Jor Bagh, New Delhi- 110003**

Sd/-

**Mrs. Jayati Chatterjee
Member- CSR Committee
DIN: 01401127**

**Address: 347, Pocket E,
Mayur Vihar, Phase-II,
Delhi, 110091**

Form No. AOC-2
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies
(Accounts) Rules, 2014)

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

1. Details of contracts or arrangements or transactions not at arm's length basis: **Not Applicable**

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a) Name(s) of the related party and nature of relationship	(b) Nature of contracts/arrangements/transactions	(c) Duration of the contracts / arrangements/ transactions	(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	(e) Justification for entering into such contracts or arrangements or transactions	(f) date(s) of approval by the Board or Committee	(g) Amount paid as advances, if any:
Bina Singh (Director)	Issue of share warrants of the company	As per agreed terms provided in the Offer Letter	Allotment of convertible Share warrants on private placement basis Amount- ₹ 1,38,84,150	-	July 09, 2021	Not Applicable
Nipendar Kochhar (Director)	Issue of share warrants of the company	As per agreed terms provided in the Offer Letter	Allotment of convertible Share warrants on private placement basis Amount- ₹ 1,38,84,150	-	July 09, 2021	Not Applicable
Jayati Chatterjee (Director)	Issue of share warrants of the company	As per agreed terms provided in the Offer Letter	Allotment of convertible Share warrants on private placement basis Amount- ₹ 1,38,84,150	-	July 09, 2021	Not Applicable
Gurcharan Das (Director)	Issue of share warrants of the company	As per agreed terms provided in the Offer Letter	Allotment of convertible Share warrants on private placement basis Amount- ₹ 1,38,84,150	-	July 09, 2021	Not Applicable
Paromita Chatterjee (Relative of Mr. Shivashish Chatterjee, Jt. Managing Director)	Appointment as consultant of the company	As per engagement letter	Company shall pay to the Consultant a monthly fee for rendering the Services, on the payment terms specified in the Engagement Letter	-	September 03, 2021	Not Applicable
Quickwork Technologies Private Limited (Private company with common director)	Availing chat bot services	As per terms of contract	Company shall pay to Quickworks a specified for rendering of chat bot services. Amount- ₹ 10,76,230	-	May 20, 2022	Not Applicable

By order of the Board of Directors
For DMI Finance Private Limited

Sd/-
Mr. Yuvraja Chanakya Singh
Jt. Managing Director
DIN: 02601179

Address: 46, 2nd Floor, Jor Bagh
New Delhi- 110002

Place: New Delhi
Date: August 12, 2022

Sd/-
Mr. Shivashish Chatterjee
Jt. Managing Director
DIN: 02623460

Address: 1 Fifth Avenue, #14D, New York,
NY 10003 USA

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2022

[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,
DMI Finance Private Limited
Express Building, 3rd Floor 9-10,
Bahadur Shah Zafar Marg,
New Delhi - 110002**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DMI Finance Private Limited** (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI);
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-

- a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **To the extent applicable to Debt Listed Company;**
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- **Not applicable during the audit period under review;**
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015- **To the extent applicable to Debt Listed Company;**
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, [*erstwhile The SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009*]- **Not applicable during the audit period under review;**
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- **Not applicable during the audit period under review;**
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;- **To the extent applicable to Debt Listed Company;**
 - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;- **To the extent applicable to Debt Listed Company;**
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- **Not applicable during the audit period under review;** and
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable during the audit period under review.**
- vi. Other laws as applicable specifically to the Company:
- a. Reserve Bank of India Act, 1934 and rules, regulations & directions issued from time to time.

I 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.

The Company has complied with the provisions of the Act, rules, regulations, guidelines, standards, etc. mentioned above.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive and Non-Executive Directors. There was no change in the composition of the Board of Directors during the year under the review.

Adequate notices are given to all directors to schedule the Board Meetings, Committee meetings. Agenda and detailed notes on agenda were sent at least seven days in advance, and

a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

The resolutions were passed at all the meetings by the requisite majority and there were no instances of the dissent which were required to be captured and recorded as part of the minutes.

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

Further I report that during the audit period, the Company has taken the following major decisions:

1. **Articles of Association** of the Company were amended / substituted / inserted at Extraordinary General Meeting (December 17, 2021) by passing special resolution for the same.

2. During the financial year under review, the company made **allotment** of following securities,

S. No.	Date of allotment	Type of issue	Type of security	No of security allotted	Face value	Premium
					(In Rs.)	(In Rs.)
1	20.09.2021	Equity share with respect of ESOP	Equity Shares	41,761	10	85.49
2	20.09.2021	Equity share with respect of ESOP	Equity Shares	1,490	10	103.35
3	20.09.2021	Equity share with respect of ESOP	Equity Shares	10,564	10	106.36
4	20.09.2021	Equity share with respect of ESOP	Equity Shares	15,13,529	10	3.29
5	20.09.2021	Equity share with respect of ESOP	Equity Shares	2,48,106	10	33.9
6	20.09.2021	Equity share with respect of ESOP	Equity Shares	3,25,941	10	36.74
7	20.09.2021	Equity share with respect of ESOP	Equity Shares	9,087	10	36.74
8	20.09.2021	Equity share with respect of ESOP	Equity Shares	9,087	10	52.21

9	22.09.2021	Equity share with respect of ESOP	Equity Shares	49,390	10	33.9
10	22.09.2021	Equity share with respect of ESOP	Equity Shares	70,701	10	36.74
11	23.12.2021	Private Placement	Equity Shares	97,18,712	10	199.75
12	30.12.2021	Private Placement	Equity Shares	10,44,100	10	199.75

**For VLA & Associates
(Company Secretaries)**



**VISHAL
LOCHAN
AGGARWAL**
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by VISHAL
LOCHAN
AGGARWAL
Date: 2022.08.12
14:45:49 +05'30'

**Vishal Lochan Aggarwal
(Proprietor)**

FCS No.: 7241

C P No.: 7622

UDIN: F007241D000784259

**Place: New Delhi
Date: 12.08.2022**

This report is to be read with our letter of even date which is annexed as “Annexure-1” and forms an integral part of this report.

Annexure-1

To,
The Members,
DMI Finance Private Limited
Express Building, 3rd Floor, 9-10,
Bahadur Shah Zafar Marg,
New Delhi – 110002

My report of even date is to be read along with this letter.

Management's Responsibility:-

1. Maintenance of secretarial records and other records under the scope/ambit of Secretarial Audit (hereinafter called 'Record') is the responsibility of the management of the Company. My responsibility is to express an opinion on these records based on my audit.
2. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.

Auditor's Responsibility:-

3. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
4. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer:-

The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For VLA & Associates
(Company Secretaries)**



VISHAL
LOCHAN
AGGARWAL

Digitally signed by
VISHAL LOCHAN
AGGARWAL
Date: 2022.08.12
14:46:14 +05'30'

**Vishal Lochan Aggarwal
(Proprietor)**

FCS No.: 7241

C P No.: 7622

UDIN: F007241D000784259

Place: New Delhi

Date: 12.08.2022