FORTIETH ANNUAL REPORT
FOR THE YEAR ENDED
31ST MARCH 2025

AASTAMANGALAM FINANCE LIMITED

(Formerly UPASANA FINANCE LIMITED)

BOARD OF DIRECTORS	SMT. REKHA M JAIN (Non-Executive Director) SMT. BHAVIKA M JAIN (Non-Executive Director) SMT. KUSHBU M JAIN (Non-Executive Director) SRI. J AKASH JAIN (Independent Director) SRI. BHARAT KUMAR DUGHAR (Independent Director)
CEO & CFO	SRI. S MOHAN KUMAR JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER	SRI. BINOD KUMAR CHOWDHURY
STATUTORY AUDITORS	VENKAT AND RANGAA LLP Chartered Accountants
SECRETARIAL AUDITORS	A.K. JAIN & ASSOCIATES Company Secretaries
BANKERS	THE KARUR VYSYA BANK LTD.
REGISTRAR & TRANSFER AGENT	Integrated Registry Management Services Pvt Ltd Kences Towers, 2nd Floor, No.1, Ramakrishna Street, North Usman Road, T.Nagar, Chennai - 600 017 Telephone: +91 44 28140801-803
CIN	L65191TN1985PLC011503
REGISTERED OFFICE	No.51, Hunters Road, Choolai, Chennai – 600112

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AASTAMANGALAM FINANCE LIMITED
(Formerly UPASANA FINANCE LIMITED)
CIN: L65191TN1985PLC011503
Regd Off: No.51 Hunters Road, Choolai
Chennai – 600112
Email ID: upasana_shares@yahoo.com
SCRIP Code: 511764, ISIN: INE819K01014

NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the **40th ANNUAL GENERAL MEETING** of the Shareholders of **M/s. ASTAMANGALAM FINANCE LIMITED** will be held on Friday the 26th day of September 2025 at 3.00P.M through video conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To consider and if deemed fit, to pass, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT the Audited Financial Statement for the year ended 31st March 2025, together with the Auditors Report thereon and the Report of the Board of Directors for the financial year ended on that date be and are hereby approved and adopted."

2. To consider and if deemed fit, to pass, the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** Ms. Rekha M Jain (DIN 07704034), Director, who retires by rotation and being eligible, offers herself for re-appointment, be and is hereby re-appointed as director of the company."

SPECIAL BUSINESS:

3. To consider and if deemed fit, to pass, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to provisions of Section 179(3), 204 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and circulars issued thereunder from time to time, and based on the recommendations of the Audit Committee and the Board of Directors, approval of the members be and is hereby accorded for appointment of M/s. A.K. JAIN & ASSOCIATES, Practicing Company Secretaries (Firm Regn No.P2000TN000100) as the Secretarial Auditors of the Company for a term of 5 (five) consecutive financial years commencing from 2025-26 to 2029-30, on such remuneration as recommend by the Audit Committee and as may be mutually agreed between the Board of Directors and the Secretarial Auditors.

FURTHER RESOLVED THAT the Board or any duly constituted committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and / or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

4. To consider and if deemed fit, to pass, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the Company's policy on Related Party Transactions, and subject to such other approvals, consent(s), permission(s) and sanctions of other authorities as may be necessary from time to time basis the approval and based on the recommendation of Audit Committee and the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution), the consent of the Members of the Company be and is hereby accorded to the Board for entering into and / or carrying out Material Related Transaction(s)/ contracts / arrangements or modification(s), alteration or amendments of earlier/ arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with the related parties under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as detailed in the explanatory statement annexed to this notice and as may be mutually agreed between related party and the Company, notwithstanding the fact that the aggregate value of all these transaction(s), does not exceed value as detailed in the explanatory statement provided that the said Transaction(s)/Contract(s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis;

RESOLVED FURTHER THAT the Board of Directors (including any committee thereof) of the company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents as may be required, for and on behalf of the Company.

By Order of the Board
For **AASTAMANGALAM FINANCE LIMITED**

Place: Chennai
Date: 14/08/2025

BHAVIKA JAIN
Director
DIN: 07704015

NOTES:

1.The Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular No.09/2024 dated September 19, 2024 read with Circular No. 09/2023 dated September 25, 2023 read with circular no. 10/22 dated December 28, 2022 read with Circular No. 02/2022 dated May 05, 2022 read with Circular No. 21/2021 dated December 14, 2021 read with Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 05, 2020 read with Circular No.17/2020 dated April 13, 2020 read with Circular No.14/2020 dated April 8,2020 (collectively referred to as "MCA Circulars") allows conducting of Annual General Meeting of the Company through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the members for the meeting at a common venue till September 30, 2025. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the Listing Regulations. In terms of the said Circulars and in compliance with the provisions of the Companies Act, 2013 and SEBI Circulars, the AGM of the Company is being held through VC / OAVM. Hence, Members can attend and participate in the AGM through VC / OAVM only. The deemed venue for the AGM shall be the Registered Office of the Company.

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

3. Since the AGM will be held through VC / OAVM, the Route Map, Attendance Slip and Proxy Form are not attached to this Notice.

4. Though a Member, pursuant to the provisions of the Act, is entitled to attend and vote at the meeting, is entitled to appoint one or more proxies (proxy need not be a Member of the Company) to attend and vote instead of himself / herself, the facility of appointment of proxies is not available as this AGM is convened through VC / OAVM pursuant to the Circulars.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

7. In terms of Section 102 of the Companies Act, 2013 and Secretarial Standard on General Meetings (SS-2), an explanatory statement setting out the material facts concerning business to be transacted at the AGM is annexed and forms part of this Notice.

8. The Register of Members and the Share Transfer Books of the Company will remain closed from 20/09/2025 to 26/09/2025 (both days inclusive).

9. Members are requested to intimate the changes in their respective mailing address either to the Company or RTA in case of shares held in physical form or to their respective Depository Participants (DPs) in case of shares held in dematerialized form.

10. The Securities and Exchange Board of India (SEBI) has recently mandated furnishing of PAN, KYC details (i.e., Postal Address with PIN Code, email address, mobile number, bank account details) and nomination details by holders of securities.

SEBI has vide its amendment Circular Nos. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023 read with previous circulars issued in this regard has mandated that with effect from 01st April, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature.

11. Members who have not yet registered their e-mail addresses are requested to register the same with their DPs, in case the shares are held by them in electronic form and with the Company / RTA, in case the shares are held by them in physical form.

12. SEBI vide Circular dated 25th January 2022 mandated issuance of Securities in Dematerialized Form in case of Investor Service Requests viz., Issue of Duplicate Share Certificates, Claim from Unclaimed Suspense Account, Renewal / Exchange of Share Certificates, Endorsement, Sub-division / Splitting of Share Certificates, Consolidation of Share Certificates / Folios, Transmission, Transposition, etc.

13. In line with the MCA Circulars, the Notice convening the AGM and the Annual Report for the year 2024-25 are made available on the website of the Stock Exchange (i.e.) BSE Limited at www.bseindia.com.The Notice and the Annual Report are also made available on the website of CDSL (agency providing the remote e-Voting facility and e-Voting system during the AGM) (i.e.) www.evotingindia.com and website of the Company www.aflindia.co.in

14. Information pursuant to regulations 36(3) & (5) of SEBI LODR and Secretarial Standard on General Meeting (SS-2) with respect to the Directors seeking appointment / re-appointment, as the case may be, at the AGM are furnished in the Annexure to this Notice. The Directors have furnished the requisite consents / declarations for their appointment / re-appointment.

15. The Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements maintained under Section 189 of the said Act, will be available electronically for inspection by the Members during the AGM.

16. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice upto the date of AGM (i.e.) 26/09/2025. Members seeking to inspect such documents can send e-mail to upasana_shares@yahoo.com

INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING SYSTEM

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services(India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. The Company has appointed M/s. A.K.J AIN & ASSOCIATES, Practising Company Secretaries, represented by its Partner – Mr. Pankaj Mehta (M. No. A29407, C.P No. 10598) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

4. The Members who have cast their vote by remote e-Voting may also attend the meeting but shall not be entitled to cast their vote again during the AGM.

5. The voting rights of the Members / Beneficial Owners shall be reckoned on the Equity Shares held by them as on 19/09/2025 being the "cut-off" date. Members of the Company holding shares either in physical or in dematerialized form, as on the cut-off date, may cast their vote through remote e-Voting or e-Voting system available during the AGM.

6. A person, whose name is recorded in the Register of Members or in the Register o fBeneficial Owners maintained by the Depositories as on the cut-off date (i.e.) 19/09/2025 only shall be entitled to avail the facility of e-Voting.

7. The Scrutinizer, after first scrutinizing the votes cast through e-Voting system available during the AGM and thereafter, the votes cast through remote e-Voting will, not later than two days of conclusion of the meeting, make a Consolidated Scrutinizer's Report and submit the same to the Chairman for declaring the results.

8. The results declared along with the Consolidated Scrutinizer's Report shall be placed on the Company's website www.aflindia.co.in and on the website of CDSL www.evotingindia.com.The results shall simultaneously be communicated to the Stock Exchange.

9. Subject to the requisite number of votes cast in favour of the Resolution(s), the same shall be deemed to be passed on the date of the meeting (i.e.) 26thSeptember 2025.

Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e.19/09/2025may obtain the login ID and password by sending an email to yuvraj@integratedindia.inby mentioning their Folio No. / DP ID and Client ID No. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Monday, 22/09/2025 at 9.00 A.M. (IST) and ends on Thursday, 25/09/2025 at 5.00 P.M. (IST). During this period shareholder of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 19/09/2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.comand click on login icon & New System Myeasi Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No from a eVoting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial

	Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote eVoting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see eVoting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote eVoting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no.

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

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iii) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(iv) After entering these details appropriately, click on "SUBMIT" tab.

(v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(vii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(viii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(ix) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(x) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xiv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xv) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGHVC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **Five days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **Five days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at upasana_shares@yahoo.com. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholder- Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25thFloor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013or send an email to helpdesk.evoting@cdslindia.comor call at toll free no.1800225533.

Additional Information of Directors with regard to appointment / reappointment, as required under Regulation 36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) by ICSI:

Name of the Director	**Mrs. Rekha Jain**
Brief Resume	Ms. Rekha M. Jain aged about 64 years has experience in the business of financing.
Date of Birth / Age	28.10.1961 / 64 years
Date of first appointment	04-10-2017
Qualification	Under Graduate
Experience	Has a decade of experience in the business of financing.
Terms and Conditions of Appointment an Remuneration	Appointed as Non-Executive and Non Independent Director, liable to retire by rotation. Remuneration – NIL
Remuneration last drawn	Nil
Directorship in other listed companies	Nil
The Listed entity from which Director has resigned in last three years	Nil
Number of Meetings of the Board attended during the year	10
Chairman/Member of other Committee in other companies	Nil
Whether related with Directors or KMP	Yes. Mother of Ms. Bhavika M Jain and Ms. Khushbu Jain and spouse of Mr. S Mohan Kumar Jain – CEO & CFO.
Number of shares held as at 31.03.2025	Nil

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

The following Explanatory Statement sets out all material facts relating to the Special Businesses mentioned in the accompanying Notice.

Item No.3

In accordance with the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act'), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], every listed company and a company belonging to other class of companies as maybe prescribed, are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, with its Board's report, prepared under Section 134(3) of the Act.

SEBI vide SEBI (LODR) (Third Amendment) Regulations, 2024amended the Regulation 24A and as per the amended Regulation 24A-

(a) Every listed entity shall undertake Secretarial Audit by a Secretarial Auditor who shall be Peer Reviewed Company Secretary;
(b) On the basis of recommendation of Board of Directors, a listed entity shall appoint or reappoint-
(i) An individual as Secretarial Auditor for not more than two terms of five consecutive years; or
(ii) A Secretarial Audit Firm as Secretarial Auditor for not more than two terms of five consecutive years;

with the approval of its Shareholders in its Annual General Meeting.

Furthermore, the said amended Regulation also provides for eligibility, qualifications and disqualifications of Secretarial Auditor and Secretarial Auditor not to render certain services.

In accordance with the provisions of Section 179(3) read with Rule8 of the Companies (Meeting of Board and its Powers) Rules, 2014,Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation24A of the SEBI (LODR) Regulations, 2015, the Board of Directors of the Company based on the recommendations of the Audit Committee appointed M/s A K JAIN & ASSOCIATES ("the Firm"), Practicing Company Secretaries [Peer Review CertificateNo.1201/2021] as the Secretarial Auditors of the Company, for a term of 5 (five) consecutive financial years, commencing from 2025-26 to 2029-30, subject to approval of the Members at this Annual General Meeting.

The Firm is registered as a Practicing Company Secretaries with the Institute of Company Secretaries of India (ICSI) bearing Regn. No. P2000TN000100 and peer reviewed by the ICSI, holding a valid Peer Review Certificate No.1201/2021 issued by them.

The Firm has confirmed that they are not disqualified from being appointed as Secretarial Auditors and that they have no conflict of interest.

The Firm has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the Rules made thereunder and the SEBI Listing Regulations.

Accordingly, approval of the Shareholders is sought for appointment of M/s A K JAIN & ASSOCIATES as the Secretarial Auditors of the Company, for a term of 5 (five) consecutive financial years, commencing from 2025-26 to 2029-30.

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

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

Item No.4

The provisions of the SEBI Listing Regulations mandates prior approval of members for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and on an arm's length basis. Provided that a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

The Company is engaged in the business of providing loans and requires funds to meet the working capital needs. To meet this requirement the Company avail loans from its promoter directors. The transaction with the related party is less than 10% of the turnover of the Company. However, the estimated value of transaction may exceed 10% of the annual turnover. Hence, as an abundant caution the resolution is placed before the members for their approval.

Sl No	Description	Particulars
1	Name of the related party(s)	Mrs. Bhavika M Jain
2	Nature of relationship with the company	Director
3	Type, material terms and particulars of the proposed transaction	To avail loan not exceeding Rs.100 Crores per annum.
4	Nature / Tenure of proposed transaction	Transactions in the normal course of business and for a period of three years commencing from 2025-26 till 2027-28
5	Value of the proposed transaction	Not exceeding Rs.100 Crores per annum at interest rate as mutually decided.
6	Percentage of the company's annual turnover for the immediately preceding financial year that is represented by the value of the proposed transaction	The interest rate is less than 10% of the turnover.
7	Name of Director(s) or Key Managerial Personnel who is related, if any.	Directors - Mrs. Khushbu M Jain and Mrs. Rekha M Jain. KMP – Mr. S Mohan Kumar Jain
8	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given.	
	(i) details of the source of funds in connection with the proposed transaction,	The financial assistance shall be

		provided by the related party from its own funds.
	(ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, • nature of indebtedness. • cost of funds; and • tenure.	No
	(iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security and the purpose for which the funds will be utilized.	To avail unsecured loan, repayable on demand, to meet working capital requirement of the Company at interest rate as mutually decided between the parties.
9	Justification as to why the RPT is in the interest of the listed entity	The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.
10	Any other information that may be relevant.	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

Mrs. Rekha M Jain, Mrs. Bhavika M Jain and Mrs. Khushbu M Jain, Directors and Mr. S Mohan Kumar Jain (CEO & CFO) are considered as interested in the above resolution.

BOARD'S REPORT TO THE SHAREHOLDERS

The Directors have pleasure in presenting the 40th Annual Report, together with the audited accounts for the year ended 31st March 2025.

1. FINANCIAL HIGHLIGHTS:

(Rs. In Lakhs)

Particulars	2024-25	2023-24
Total income	1549.62	703.04
Less: Expenditure	501.24	221.70
Profit before tax & exceptional items	**1048.38**	**481.34**
Less: Exceptional items	--	--
Less: Current Tax	220.71	121.15
Profit after tax	**827.67**	**360.19**

2. OPERATIONS:

(a) Income: The income of the Company for the year under review was Rs.1549.62 Lakhs as against Rs.703.04 Lakhs during the previous year.

(b) Net Profit: The profit after tax for the year is Rs.827.67 Lakhs as against Rs.360.19 Lakhs during the previous year.

3. MANAGEMENT DISCUSSION AND ANALYSIS:

a) Classification by Reserve Bank of India (RBI): The Company is registered with RBI as Non-Deposit taking Non-Banking Financial Company (NBFC-ND) and holds a valid certificate of Registration. Your Company is generally complying with the directions of the Reserve Bank of India issued from time to time.

b) Business Review: The Company is currently carrying on the business of short term and long term financing to both corporate and non-corporate entities. Further the Company continues to concentrate upon recovery of overdue receivables. Even while pursuing the legal route, the company attempts negotiations with customers for early recovery of debts.

c) Future Outlook: The Company is confident of doing better business in the form of short term and long term financing (both secured and unsecured).

Report on Management Discussion and Analysis forms part of this Annual Report as **Annexure 'A'**.

4. DIVIDEND:

In order to plough back the profits, your directors do not recommend any dividend for the year.

5. TRANSFER TO RESERVES:

An amount of Rs.165.53 Lakhs has been transferred to Statutory Reserve as per the requirement under Section 45 IC of the Reserve Bank of India Act, 1934. The company has not transferred any amount to the General Reserves.

6.DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH RIGHTS ISSUE:

During the year under review, the Company has allotted 6,627,582 equity shares of Rs.10/- each at a premium of Rs.32.50/- per share on 18.01.2025. The shares were listed and permitted for trading vide notice received from BSE dated 24.01.2025.

The particulars of funds raised and details of utilization of funds as at 31st March, 2025 are as follows;

Original Object	Original allocation	Funds Utilized	Amount of Deviation	Remarks
Working capital requirements	28.16 Crores	28.16 Crores	0	Nil

7. ANNUAL RETURN:

The annual return is available for inspection of the members at the registered office of the Company and same shall also be uploaded in the website of the Company www.aflindia.co.in

8. CORPORATE GOVERNANCE:

Your Company has complied with the various provisions of the Corporate Governance Code under the Provisions of the Companies Act, 2013, and as stipulated under the SEBI (LODR) Regulations, 2015. A detailed report on Corporate Governance is attached as **Annexure 'B'**.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The composition of the company's board is in conformity with the applicable provisions of the Companies Act, 2013.

(a) The Company comprises of Five Directors as stated below:

SN	DIN	NAME OF THE DIRECTOR	DESIGNATION	CATEGORY
1.	07704015	Ms. Bhavika M. Jain	Director	Promoter – NED
2.	07704023	Ms. Khushbu M Jain	Director	Promoter – NED
3.	07704034	Ms. Rekha M. Jain	Director	Promoter – NED
4.	07996160	Mr. Bharat Kumar Dughar	Director	Independent
5.	09688787	Mr. Jadav Chand Jain Akash Jain	Director	Independent

(b) The details key managerial personnel are as follows:

SN	PAN	NAME	DESIGNATION
1	AAGPM3050N	Mr. S Mohan Kumar Jain	CFO/CEO
2	ACMPC2753L	Mr. Binod Kumar Chowdhury	Company Secretary

(c) The details of appointments, change in designation of Directors and Key Managerial Personnel are mentioned below;

SN	DIN / PAN	Name	Particulars	Date of Appointment /Cessation / Change in Designation
1	AMFPD9717J	Ms. Monika Kedia	Cessation as Company Secretary & Compliance Officer	3rd June 2024
2	ACMPC2753L	Mr. Binod Kumar Chowdhury	Appointment as Company Secretary & Compliance Officer	18th July 2024

RETIRE BY ROTATION:

Mrs. RekhaJain, Director, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers herself for re-appointment. The board recommends her re-appointment as director of the Company.

The details of the composition of the Board, its committees and the meetings of the Board and committee are disclosed in the corporate governance attached to this report.

10. CODE OF CONDUCT:

The Board members and senior management personnel have affirmed compliance with the Code for the year ended 31stMarch 2025.The Code of Conduct has been placed on the Company's website and can be accessed at www.aflindia.co.in and has been attached herewith as **Annexure 'C'.**

11. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm that:-

a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

b) The directors have selected such accounting policies and applied them consistently, and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that year.

c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

d) The directors have prepared the annual accounts on a going concern basis.

e) The directors have laid down internal financial controls which are adequate and are operating effectively.

f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. DECLARATION BY INDEPENDENT DIRECTORS:

The independent directors have submitted the declaration of independence, as required pursuant to section 149 of the Companies Act, 2013 stating that they meet the criteria of independence as laid down section 149(6) of the Companies Act, 2013. In the opinion of the board, the independent directors fulfill the conditions specified in the Act and the rules made there under for appointment as independent directors and confirm that they are independent of the management.

13. SEPERATE MEETING OF INDEPENDENT DIRECTORS:

As stipulated by the Code for Independent Directors under Schedule IV to the Companies Act, 2013 and Regulation 25(3) of the SEBI (LODR) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held to review the performance of the Board as a whole taking into account the views of the non-executive director. The independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its committees, which is necessary to effectively and reasonable perform and discharge their duties.

14. VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Board has adopted a policy on Whistle Blower Policy (vigil mechanism) in accordance with the provisions of the Companies Act, 2013, which provides a framework to report instances of unethical behavior, actual or suspected, fraud or violation of the Company's Code of Conduct. It protects every stakeholder(s), who is/are willing to raise a concern about serious irregularities within the Company and also provides direct access to the Chairman of the Audit Committee.

15. BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, evaluation of all the Board members, its committees and the Board as a whole was done on an annual basis, as per the criteria for performance evaluation framework laid down by the Nomination and Remuneration Committee and approved by the Board. The Directors expressed their satisfaction with the evaluation results.

16. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

None of the employees draws remuneration of Rs.8,50,000/- or above per month and Rs.1,02,00,000/- or above per year. Hence, details of the employees of the Company as required pursuant to 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are not furnished.

Having regard to the provisions of Section 136(1) read with its relevant proviso of the Companies Act, 2013, the disclosure pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, forming part of the Annual Report, is available for inspection at the registered office of the company during working hours. Any member interested in obtaining such information may write to upasana_shares@yahoo.comand the same will be furnished without any fee and free of cost.

17. AUDITORS:

a) STATUTORY AUDITORS:

M/s. VENKAT AND RANGAA LLP (FRN:004597s), Chartered Accountants, Chennai, were appointed, as the Statutory Auditors of the Company in the 36th Annual General Meeting held on 30.09.2021 to hold office until the conclusion of 41st Annual General Meeting to be held on 2026. The Company has received confirmation from them that their appointment is within the limits specified in the Act and is eligible to continue as Auditors of the Company.

During the year under review, no suspected fraud or irregularity was reported by the Auditors in terms of Section 143(12) of the Act.

b) SECRETARIAL AUDITORS:

Pursuant to Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014, the Board of Directors have appointed M/s. A.K. JAIN & ASSOCIATES, Company Secretaries in Practice, Chennai as the Secretarial Auditors of the Company to conduct the Secretarial Audit for the financial year 2024-25. The Secretarial Audit Report in Form MR – 3 is enclosed vide **Annexure 'D'** and forms part of this report. The reply given by the board on remarks made by the Secretarial Auditor are as follows:

Observation	Reply
The Company has delayed in submission of Related party transaction for the year ended 31.03.2024	Due to technical issue, there was delay in submission. The Company has paid the fine for delayed submission.
The Company is advised to implement the SDD software.	The Company is taking necessary steps for the same.

Pursuant to the provisions of Sections 179(3), 204 and other applicable provisions, if any, of the Companies Act, 2013and the Rules made thereunder, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015, the Board of Directors based on the recommendations of the Audit Committee, appointed M/s A K Jain & Associates, Practising Company Secretaries,[Peer Review CertificateNo.1201/2021] as Secretarial Auditors of the Company, fora period of 5 (five) consecutive financial years, commencing from 2025-26 to 2029-30, to carry out Secretarial Audit. The said appointment is subject to the approval of the Members by means of an Ordinary Resolution.

c) INTERNAL AUDITORS:

The Board of Directors, as per the recommendation of Audit Committee, appointed M/s. SSP JAIN & ASSOCIATES LLP., Chartered Accountants, Chennai as Internal Auditors of the Company.

d) COST AUDIT:

The provisions of Section 148 of the Companies Act, 2013, relating to maintenance of cost records is not applicable to the Company.

18. INTERNAL FINANCIAL CONTROLS:

The Company has an adequate system of internal controls to ensure accuracy of accounting records, compliance with all laws & regulations and compliance with all rules, procedures & guidelines prescribed by the applicable statues.

19. RISK MANAGEMENT:

As the Company is engaged in the business of lending/financing, it is exposed to the several systematic and unsystematic risks. The Board also reviews the risks and corrective actions and mitigation measures are taken as and when needed.

20. DISCLOSURE UNDER THE SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

Your Company believes in providing a safe and harassment free workplace for every individual working in the Company's premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. There were no complaints / cases pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

(a) number of complaints of sexual harassment received in the year - NIL
(b) number of complaints disposed off during the year - NIL
(c) number of cases pending for more than ninety days - NIL

21. CHANGE IN NAME OF THE COMPANY:

There is no change in the name of the Company during the year under review.

22. SHARE CAPITAL:

During the year under review,

(a) the authorized share capital of Rs.15,00,00,000/- (divided into 100,00,000 equity shares of Rs.10/- each and 5,00,000 Cumulative Redeemable Preference shares of Rs.100/- each) was reclassified into Rs.15,00,00,000/- (divided into 150,00,000 equity shares of Rs.10/- each).

(b) the authorized share capital was increased from Rs.15,00,00,000 (divided into 150,00,000 equity shares of Rs.10/- each) to Rs.20,00,00,000/- Crores (divided into 200,00,000 equity shares of Rs.10/- each)

(c) the Company has allotted 6,627,582 equity shares of Rs.10/- each at a premium of Rs.32.50/- per share on 18.01.2025.

23. RELATED PARTY TRANSACTION:

The transactions entered with the related party are in the ordinary course of business and are disclosed in the notes to the financial statements.

24. GENERAL:

The company has complied with the provisions of secretarial standards issued by the Institute of Company Secretaries of India in respect of meetings of the board of directors and general meetings held during the year.

There were no material changes and commitments, affecting the financial position of the Company, which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

The Company has nothing to report/disclose in respect of the following items as detailed below:

a) The Company has no subsidiary, associate or Joint venture companies and hence reporting on the performance and financial position of them as per Form AOC-1 and preparation of consolidated financial statements are not applicable to the company.
b) There is no change in the nature of business of the Company during the year.
c) No company have become or ceased to be its subsidiaries, joint ventures or associates during the year under review.
d) During the year under review, the Company has not accepted any deposits from the public within the meaning of Section 73 of the Companies Act, 2013.
e) There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.
f) The company has not issued sweat equity shares to the employees under any scheme during the year under review.
g) The Company has not bought back any shares, nor issued bonus shares during the year.

h) The company was not required to constitute a CSR Committee as the company has not met any of the thresholds mentioned in Section 135 of the Companies Act, 2013 during the financial year under review. Hence reporting about policy on Corporate Social responsibility and the initiatives taken are not applicable to the company.

i) The provisions of section 186 is not applicable to the company and hence reporting under section 186 on loans, guarantees and investments does not arise.

j) The Company has nothing to report on conservation of energy and technology absorption. There were no foreign exchange earnings or outgo for the company during the year.

l) Neither any application was made nor are any proceedings pending under the Insolvency and Bankruptcy Code, 2016.

m) During the Financial Year, there were no instances of one-time settlement with the Banks of Financial Institutions. Therefore, the disclosure under Rule 5 (xii) of the Companies (Accounts) Rules, 2014 is not applicable.

25. MATERNITY BENEFIT ACT:

The Company confirms that it has complied with the provisions of the Maternity Benefit Act, 1961.

26. ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation for the continued support from all those assisting the recovery of over dues. The Directors also wish to thank the employees for their co-operation.

By Order of the Board
For **AASTAMANGALAM FINANCE LIMITED**

Place: Chennai
Date: 14/08/2025

Bhavika M Jain
Director
DIN: 07704015

RekhaM Jain
Director
DIN: 07704034

ANNEXURE – 'A'

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENTS:

India's economy continues to grow at a steady and confident pace, standing out as the fastest growing major economy in the world. Gross Domestic Product (GDP) is a measure of size and health of the economy. In 2024–25, GDP growth was estimated at 6.5 per cent. The Reserve Bank of India expects the same rate to continue in 2025–26. This performance comes at a time when the global economy faces uncertainty, making India's steady momentum all the more significant.

The Indian Non-Banking Financial Companies (NBFCs) sector is experiencing robust growth, driven by a rising middleclass, enhanced focus on financial inclusion and supportive government policies.

OPPORTUNITIES AND THREATS:

NBFCs have tremendous opportunity in the rural and semiurban areas, as the majority of people lack access to traditional banking institutions. NBFCs can capitalise on this opportunity by offering loans with flexible terms. These areas have growing demand, especially among first-time borrowers, small traders and farmers. The Indian government and the RBI are working to increase financial access for all citizens. NBFCs cater to underserved segments, driving financial inclusion.

Liquidity challenges may create an adverse impact on the sector's lending capability. Unforeseen changes in the regulatory landscape may require the NBFCs to modify their operations significantly. Also geopolitical uncertainties may impact the macro economic environment for the NBFC sector.

SEGMENT WISE / PRODUCT WISE PERFORMANCE:

The Company is engaged in lending activities during the year under review. Hence the requirement of segment-wise reporting does not arise.

BUSINESS OUTLOOK:

India's economy will remain supported by the Government's efforts to accelerate growth, secure inclusive development and invigorate private sector investments. With recent tax cuts, it is anticipated to boost middle-class household savings and consumption. Further, as inflation declines, it is expected to bolster consumer spending and support economic growth.

RISKS AND CONCERNS:

When individuals or businesses do not repay their loans, NBFCs face challenges known as defaults. A rise in defaults reduces the capital available for NBFCs to extend new loans, which in turn affects their profitability and investor confidence. Over time, rules for NBFCs have become stringent, causing these institutions to follow more guidelines. While this enhances safety, it also increases operational costs and reduces flexibility.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an adequate system of internal controls to ensure accuracy of accounting records, compliance with all laws & regulations and compliance with all rules, procedures & guidelines prescribed by the applicable statues. The Control is also ensured by the Internal Audit process.

FINANCIAL PERFORMANCE AND OPERATIONAL REVIEW:

The Financial performance and operational review is provided under the head "Financial Highlights" in Directors Report.

HUMAN RESOURCES:

During the year under review, there has been no material development on the Human Resource / Industrial Relations front. The Company's focus is on recruitment of good talent and retention of the talent pool.

KEY FINANCIAL RATIOS:

Key Financial Ratios	**FY 2024-25**	**FY 2023-24**	**Reason for significant change (i.e. change of 25% or more as compared to the immediately previous financial year)**
Debtors Turnover Ratio	-	-	--
Inventory Turnover	-	-	--
Interest Coverage Ratio	5.64	4.00	In view of increase in borrowings
Current Ratio	130.48	30.00	Increase in Loan Assets backed by increased Equity and Debt
Debt-Equity Ratio	0.58	1.07	Increase in Equity by issue of new shares
Operating Profit Margin (%)	83.46	91.28	--
Net Profit Margin (%)	54.20	51.23	--

By Order of the Board
For **AASTAMANGALAM FINANCE LIMITED**

Place: Chennai
Date: 14/08/2025

Bhavika M Jain
Director
DIN: 07704015

Rekha M Jain
Director
DIN: 07704034

ANNEXURE 'B'

CORPORATE GOVERNANCE REPORT

THE COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:
The Company believes in ensuring corporate fairness, transparency, professionalism and accountability in total functioning of the Company, which are pre-requisites for attaining sustainable growth in this competitive corporate world. The Company would constantly endeavor to improve on these aspects. The Code lays strong emphasis on transparency, accountability, community engagement and quick business decisions.

The Company has norms in line with the provisions of the Companies Act, 2013 and has ensured effective Corporate Governance practices and timely disclosure of information to the Members.

BOARD OF DIRECTORS:
The composition of the Board confirms to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. As on 31st March 2025, the Board comprised of five directors and the Board met 10 times during the year on (i) 19.04.2024 (ii) 21.05.2024 (iii) 02.07.2024 (iv) 18.07.2024 (v) 13.08.2024 (vi) 05.09.2024 (vii) 14.11.2024 (viii) 09.12.2024 (ix) 18.01.2025 and (x) 14.02.2025

The details of the Board and their attendance is given below

SN	Name of the Director	Category of Directorship	No. of Directorships in other Companies	No. of Committee Memberships in other companies		No. of Board Meetings attended	Attendance at last AGM
				Chairman	Member		
1	Ms. Bhavika M. Jain	Promoter – NED	0	0	0	10	Yes
2	Ms. Khushbu M Jain	Promoter – NED	0	0	0	10	Yes
3	Ms. Rekha M. Jain	Promoter - NED	0	0	0	10	No
4	Mr. Bharat Kumar Dughar	NEID	1	0	0	10	Yes
5	Mr. Jadav Chand Jain Akash Jain	NEID	0	0	0	10	Yes

NED – Non Executive Director NEID – Non Executive Independent Director

DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:

Ms. Bhavika M. Jain and Ms. Khushbu M Jain are the daughters of Ms. Rekha M. Jain, Director and Mr. S Mohan Kumar Jain, CEO & CFO. None of the other Directors are related to other Directors/ Key Managerial Personnel.

SHAREHOLDING OF NON-EXECUTIVE DIRECTORS IN THE COMPANY:

SN	Shareholding of Non-Executive Directors	Shareholding as on 31st March, 2025	
		No. of shares	%
1	Ms. Bhavika M Jain	22,38,813	14.41
2	Ms. Khushbu M Jain	21,87,000	14.08
3	Ms. Rekha M. Jain	0	0
4	Mr. Bharat Kumar Dughar	0	0
5	Mr. Jadav Chand Jain Akash Jain	0	0

SEPARATE MEETING OF THE INDEPENDENT DIRECTORS:

As stipulated under Schedule IV to the Companies Act, 2013 and Regulation 25(3) of the SEBI (LODR) Regulations, 2015, the Independent Directors met once during the year on 14th February, 2025. Amongst other matters, they reviewed the performance of Non-Independent Directors and the Board as a whole; reviewed the performance of the Chairperson of the Company, taking into account the views of Directors.

FAMILIARIZATION PROGRAM:

Familiarization program is made available to the Directors covering such topics on Board's role, Board's composition and conduct, Board's risks and responsibilities, to ensure that they are fully informed on current governance issues. The details of familiarization program are available on the Company's website at www.aflindia.co.in

PRINCIPAL / CORE SKILLS / EXPERTISE / COMPETENCE OF THE BOARD OF DIRECTORS:

While evaluating the Board as a whole, it was ensured that the existing Board members have relevant core skills/ expertise/competencies as required in the context of its business and sector(s) to function effectively.

Professional Background & Skills / expertise / competency of Directors:

Name of the Directors	Brief description about the Directors
Ms. Bhavika M. Jain	Ms. Bhavika M. Jain aged about 44 years, holds a Degree in MBA and has vast experience in managing diverse consumer lending businesses and has a decade of experience in the business of financing.
Ms. Khushbu M Jain	Ms. Khushbu M Jain, aged about 40 years, is a graduate and has a decade of experience in the business of financing.

Ms. Rekha M. Jain	Ms. Rekha M. Jain aged about 64 years has experience in the business of financing.
Mr. Bharat Kumar Dughar	Mr. Bharat Kumar Dughar aged 49 years has experience of more than a decade in the field of finance.
Mr. Jadav Chand Jain Akash Jain	Mr. Jadav Chand Jain Akash Jain aged 45 years has experience of 20 years in the field of finance.

AUDIT COMMITTEE

Terms of reference:

The terms of reference of the Audit Committee interalia include the recommendation for appointment, remuneration and terms of appointment of auditors of the company, examinations of the financial statement and the auditor's report thereon and other matters specified for audit committees under Section 177 of the Companies Act, 2013 and SEBI Listing Regulations, 2015.

Composition, Name of Members and Chairman:

The composition of the Committee is in line with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18(1) of the SEBI (LODR) Regulations, 2015, as detailed below:

Name of the Director	Position	Category
Mr. Bharat Kumar Dughar	Chairman	Non-Executive Independent
Mr. Jadav Chand Jain Akash Jain	Member	Non-Executive Independent
Ms. Bhavika M Jain	Member	Promoter/ Non-Executive

Meetings and attendance during the year:

The Committee met four times. The details of the meetings and the attendance of the Members are provided below:

Name of Director	Date of the Meetings and Attendance			
	21.05.2024	13.08.2024	14.11.2024	14.02.2025
Mr. Bharat Kumar Dughar	✓	✓	✓	✓
Mr. Jadav Chand Jain Akash Jain	✓	✓	✓	✓
Ms. Bhavika M Jain	✓	✓	✓	✓

NOMINATION AND REMUNERATION COMMITTEE

Terms of reference

The terms of reference of the Committee includes policy for selection and appointment of Directors, senior management and key managerial personnel and the remuneration of directors, key managerial personnel and other employees

Composition, Name of Members and Chairman:

The composition of the Committee is in line with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19(1) of the SEBI (LODR) Regulations, 2015, as detailed below:

Name of the Director	Position	Category
Mr. Jadav Chand Jain Akash Jain	Chairman	Non-Promoter/ Non-Executive Independent
Mr. Bharat Kumar Dughar	Member	Non-Promoter/ Non-Executive Independent
Ms. Bhavika M Jain	Member	Promoter/ non-executive

Meetings and attendance during the year:

During the year under review, the Committee met two times. The details of the meeting and the attendance of the Members are provided below:

Name of Director	Date of the Meetings and Attendance	
	18.07.2024	05.09.2024
Mr. Bharat Kumar Dughar	✓	✓
Mr. Jadav Chand Jain Akash Jain	✓	✓
Ms. Bhavika M Jain	✓	✓

Evaluation Criteria:

The performance evaluation of Independent Directors was carried out by the entire Board of Directors, excluding the director being evaluated. In the opinion of the board, the independent directors fulfill the conditions specified in the Act and the rules made there under for appointment as independent directors and confirm that they are independent of the management.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The composition of the Stakeholders Relationship Committee is in line with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (LODR) Regulations, 2015, as detailed below:

Name of the Director	Position	Category
Ms. Bhavika M Jain	Chairman	Promoter/ Non-Executive Independent
Mr. Bharat Kumar Dughar	Member	Non-Executive Independent
Mr. Jadav Chand Jain Akash Jain	Member	Non-Executive Independent

The Company secretary acts as the Compliance officer.

Meetings and attendance during the year:

During the year under review, the Committee met once on 14thNovember 2024. All the members were present in the meeting.

Details of Shareholders' Complaints received during the year:

During the year under review, the Company has not received any complaints during the year. There are no complaints pending as on the closure of the financial year.

REMUNERATION TO DIRECTORS:

a) Non-Executive Directors: No sitting fees is paid to Non-Executive Directors.

b) Managing Director/ Whole Time Director/ Manager: At present the company does not have a Managing Director/ Whole Time Director/ Manager.

The non-executive promoter directors have advanced loan to the Company and the amount outstanding as on the year end is disclosed in the financial statements. There are no other pecuniary relationships or transactions of the Non-Executive Directors vis-à-vis the Company during the year.

GENERAL BODY MEETINGS:

The location and time of the Annual General Meetings held during the last three years and number of special resolutions passed is given below

Year	Venue of the Meeting	Date	Time	No of special resolutions passed
2022	Through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM")	30.09.2022	3.00 P.M	1
2023	Through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM")	30.09.2023	3.00 P.M	0
2024	Through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM")	30.09.2024	3.00 P.M	0

RESOLUTION PASSED THROUGH POSTAL BALLOT:

During the year under review, the Company obtained the approval of the shareholders of the Company by way of Postal ballot for the following resolutions;

Resolution passed	Ordinary / Special
Reclassification of the authorised share capital and consequent alteration in the Memorandum of Association.	Ordinary
To increase the authorised share capital from Rs.15 Crores to Rs.20 Crores and consequent alteration in the Memorandum of Association	Ordinary
To consider and approve for giving authorization to Board of directors under section 180(1)(C) of The Companies Act, 2013 up to an aggregate limit of Rs.100 CRORES	Special
To approve creation of charges, securities on the properties / assets of the company, under section 180(1)(A) of The Companies Act, 2013	Special

The remote e-Voting period remained open from 9.00 a.m., on Wednesday, May 1, 2024 and ended at 5.00 p.m., on Thursday, May 30, 2024. M/s A K Jain & Associates, Practicing Company Secretaries represented by its Partner – Mr. Pankaj Mehta were appointed as Scrutinizer and they conducted the Postal Ballot process through remote e-Voting, in a fair and transparent manner.

The resolution was carried out by requisite majority and deemed to have been passed on the last date of the e-Voting (i.e.) May 30,2024.

MEANS OF COMMUNICATION TO SHAREHOLDERS:

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Unaudited Financial Results for every Quarter and the Annual Audited Financial Results of the Company, in the prescribed format, are taken on record by the Board and are submitted to the Stock Exchanges.

(a) Quarterly results:

The Quarterly / Annual Results are also posted on the Company's website www.aflindia.co.in and also on the website of the BSE Limited. The results of the Company were published in English and vernacular language in the regional newspapers.

(b) Newspapers wherein results are normally published:

The results are published in 'Makkal Kural' and 'Trinity Mirror' within 48 hours from the date of the Board Meeting. No presentations have been made to institutional investors or to analysts.

GENERAL SHAREHOLDER INFORMATION:

(a) Annual General Meeting:

Date	26/09/2025
Day	Friday
Time	3.00 P.M
Venue	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

(b) Particulars of Financial Calendar:

The Financial year covers the period from 1st April to 31st March.

Results for Quarter ending 30th June, 2025	On or before 14th August 2025
Results for Quarter ending 30th September, 2025	On or before 14th November 2025
Results for Quarter ending 31st December, 2025	On or before 14th February 2026
Results for Quarter ending 31st March, 2026	On or before 30th May 2026

(c) Particulars of dividend payment:

No dividend is recommended for the year.

(d) Name and Address of Stock Exchanges where the Company's shares are listed and confirmation of payment of Annual Listing Fees:

Listed on Stock Exchange	BSE Limited
Address	Phiroze Jeejeebhoy Towers, Dalal St, Mumbai 400001

(e) Stock Code:

Symbol / Scrip Code	AASTAFIN / 511764
ISIN allotted by Depositories	INE819K01014

The listing fee is paid by the Company for the year 2024-2025.

(f) Suspension of Securities from Trading:
Not Applicable

(g) Registrar & Share Transfer Agents:
INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED
SEBI Registration No. INR000000544
II Floor, "Kences Towers", No. 1, Ramakrishna Street,
North Usman Road, T. Nagar, Chennai - 600 017
Phone: 044 – 28140801
Website: www.integratedregistry.in
E-mail: yuvraj@integratedindia.in

(h) Share Transfer System:
In line with the amended SEBI (LODR) Regulations, 2015, the Share Transfers are entertained only in dematerialized form, with effect from April 01, 2019.

(i) Distribution of Shareholding as on 31st March 2025:

Shareholding (Range)	No. of members	%	No. of Shares	%
Upto 5000	6907	97.45	1,342,387	8.64
5001 to 10000	48	0.68	358,156	2.31
10001 to 20000	45	0.63	696,487	4.48
20001 to 30000	19	0.27	451,441	2.91
30001 to 40000	12	0.17	417,757	2.69
40001 to 50000	11	0.16	529,607	3.41
50001 to 100000	20	0.28	1,493,734	9.61
100001 & Above	26	0.37	10,247,763	65.96
Total	**7088**	**100.00**	**15,537,332**	**100.00**

(j) Dematerialization of shares and liquidity:
The details of shares held in demat and physical mode by the promoters and public as on 31st March, 2025 is as follows;

Category of shareholder	No. of equity shares	No of shares in demat form
Promoter	44,25,813	44,25,813
Public	1,11,11,519	1,05,54,344
Total	**1,55,37,332**	**1,49,80,157**

A reconciliation of share capital, audited by Practicing Company Secretary (PCS) is submitted to the Stock Exchanges on a quarterly basis in terms of regulation 76 of SEBI (Depositories and Participants) Regulations, 2018.

(k) Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity:
Not Applicable

(l) Commodity Price Risk or Foreign Exchange Risk and hedging activities:
Not Applicable

(m) Plant Locations:
Not Applicable

(n) Address for Correspondence:
The Company Secretary & Compliance Officer
Mr. Binod Kumar Chowdhury
No.51, Hunters Road, Choolai,
Chennai – 600 112
E-mail:upasana_shares@yahoo.com

OTHER DISCLOSURES:
Related Party
None of the related party transactions was in potential conflict with the interest of the Company at large. Shareholders can refer to the details of Related Party Transactions as set out in the notes of the Financial Statements. The Board has formulated a policy on related party transactions. The Audit Committee reviews and approves transactions if any, as defined under the Listing Regulations, to ensure that the terms of such RPTs transacted at arm's length and in the ordinary course of business. Copy of the said Policy is available on the Company's website www.aflindia.co.in

Details of non-compliance by the Company
The details of non-compliance and fines levied by the Stock Exchange during the last three years are as follows;

Applicable Regulation of SEBI (LODR) Regulations, 2015	Fines levied for	Fine (Inclusive of GST)
Regulation 33 Non-submission of the financial results within the period prescribed under this regulation	(For the quarter / year ended March 2021) Late submission	35,400/-
Regulation 29 Delay in submission of related party transaction for 31.03.2024	(For the half year ended 31.03.2024) Late submission	5,900/-

Apart from above, there are no other penalties, strictures were imposed by the Stock exchange or SEBI or any other authorities.

The disclosure under Regulation 7(3) for the year ended 31st March 2022, was submitted belatedly with the stock exchange. The Company has submitted the SDD certificate for the quarter ended June, September & December 2023 belatedly.

Details of establishment of Vigil Mechanism / Whistle Blower Policy:
The Company has adopted a Policy on Vigil Mechanism in accordance with the provisions of Act, 2013 and Listing Regulations, which provides a formal mechanism for all Directors, Employees and other stakeholders of the Company to report to the management, their concerns or grievances about unethical behavior, actual or suspected fraud and any violation of the Company's Code of Business Conduct and Ethics.

The Code also provides a direct access to the Chairman of the Audit Committee to make protective disclosures to the management about grievances or violation of the Company's Code.

The company affirms that no personnel have been denied access to the Audit Committee. Further the Policy is disclosed on the Company's website www.aflindia.co.in

Compliance with Mandatory / Non-mandatory Requirements:
The Company has complied with all the mandatory requirements of Corporate Governance norms as enumerated under Schedule II to the SEBI (LODR) Regulations, 2015 and the disclosures relating to adoption of Non-mandatory/ Discretionary requirements are provided in this Report.

Certificate from Practicing Company Secretary:
The Company has received a certificate from the Secretarial Auditor of the Company stating that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

Fees paid to Statutory Auditor on a consolidated basis:
The fees for statutory audit and other services are disclosed in the notes to the financial statements i.e. other expenses.

Disclosure in relation to the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

a.	Number of complaints filed during the financial year	Nil
b.	Number of complaints disposed of during the financial year	NA
c.	Number of complaints pending as on end of the financial year	NA

Non-Compliance of any requirement of Corporate Governance Report

The Company has complied with all the mandatory requirements of Corporate Governance Report during the year.

Disclosure with respect to Demat Suspense Account / Unclaimed Suspense Account:

Sl No	Particulars	No of shareholders	No of shares
1	Aggregate number lying at the beginning of the year	1	100
2	number of shareholders who approached the company for transfer of shares from suspense account during the year	0	0
3	number of shareholders to whom shares were transferred from suspense account during the year	0	0
4	aggregate number of shareholders and the outstanding shares at the end of the year	1	100

Please note that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
M/s. AASTAMANGALAM FINANCE LIMITED

1. We have examined the compliance of conditions of corporate governance by M/s. AASTAMANGALAM FINANCE LIMITED ("the Company") for the year ended 31st March 2025, as prescribed in Regulations 17 to 27, Clauses of Regulation 46 and Para's C, D and E of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (''LODR'').

2. We state that the compliance of conditions of Corporate Governance is the responsibility of the Management and our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

3. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the aforesaid provisions of LODR, *except as mentioned below*.

   (a) *The Company has delayed in submission of Related party transaction for the year ended 31.03.2024.*

4. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For A.K.JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 14/08/2025

PANKAJ MEHTA
Partner
M.No. A29407
C.P. No.10598
UDIN: A029407G001017768
PR: 1201/2021

ANNEXURE 'C'

DECLARATION ON CODE OF CONDUCT

As required by Schedule V (D) to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby affirmed that all the Board Members and Senior Management personnel have complied with the Code of Conduct of the Company.

Place: Chennai
Date: 14/08/2025

S Mohan Kumar Jain
CEO & CFO

ANNEXURE 'D'

Form No.MR.3

Secretarial Audit Report

(For the financial year ended 31st March, 2025)

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

To
The Members
AASTAMANGALAM FINANCE LTD
(Formerly UPASANA FINANCE LIMITED)
51 Hunters Road, Choolai
Chennai 600112

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. AASTAMANGALAM FINANCE LTD** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **AASTAMANGALAM FINANCE LTD** (**"The Company"**) for the financial year ended on 31st March, 2025 according to the provisions of:

1) The Companies Act, 2013 (**the Act**) and the Rules made thereunder.
2) The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the Rules made thereunder;
3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act')**

i) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)Regulations, 2011
ii) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
iii) 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.
iv) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;
v) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

We report that, the provisions of the following regulations are not applicable to the Company during the audit period:-

(a) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
(b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
(c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
(d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

We further report that the other law specifically applicable to the Company is as under:

i) Reserve Bank of India Act, 1934

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

i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Ltd.

We further report that the applicable financial laws, such as the Direct and Indirect Tax Laws, have not been reviewed under our audit as the same falls under the review of statutory audit and by other designated professionals.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc., subject to the following:

(i) The Company has delayed submission of Related party transaction for the year ended 31.03.2024.
(ii) The Company is advised to implement the SDD software.

We further report that:

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

ii) adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting and other business which are not included in the Agenda are considered vide supplementary agenda subject to consent of the Board of Directors.

iii) all the decisions at Board meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

iv) there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

We further report that during the audit period,

(a) the members of the Company had passed the following resolution by way of Postal Ballot on 30.05.2024

Resolution	**Ordinary / Special**
Reclassification of the authorised share capital and consequent alteration in the Memorandum of Association.	Ordinary
To increase the authorised share capital from Rs.15 Crores to Rs.20 Crores and consequent alteration in the Memorandum of Association	Ordinary
To consider and approve for giving authorization to Board of directors under section 180(1)(C) of The Companies Act, 2013 up to an aggregate limit of Rs.100 CRORES	Special
To approve creation of charges, securities on the properties / assets of the company, under section 180(1)(A) of The Companies Act, 2013	Special

(b) the Company has allotted 6,627,582 equity shares of Rs.10/- each at a premium of Rs.32.50/- per share on 18.01.2025

We further report that during the audit period, there were no instances of:

(i) Public issue of shares / debentures / sweat equity, etc.
(ii) Redemption / buy-back of securities.
(iii) Merger / amalgamation / reconstruction, etc
(iv) Foreign technical collaborations

For A.K JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 14.08.2025

PANKAJ MEHTA
Partner
M. No. A29407
C. P. No. 10598
PR: 1201/2021
UDIN: A029407G001017757

This report is to be read with our letter of even dated which is annexed as Annexure A and forms an integral part of this report.

Annexure A

To
The Members
AASTAMANGALAM FINANCE LTD
(Formerly UPASANA FINANCE LIMITED)
51 Hunters Road, Choolai
Chennai 600112

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.

5. The compliances of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For A.K JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 14.08.2025

PANKAJ MEHTA
Partner
M. No. A29407
C. P. No. 10598
PR: 1201/2021
UDIN: A029407G001017757

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members of
AASTAMANGALAM FINANCE LIMITED
No.51, Hunters Road, Choolai,
Chennai - 600 112

In pursuance of sub-clause (i) of Clause 10 of Para C of Schedule V of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) in respect of M/s. AASTAMANGALAM FINANCE LIMITED (CIN: L65191TN1985PLC011503), we hereby certify that:

On the basis of the written representation/declaration received from the Directors, as on March 31, 2025 none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of Companies, by the Securities Exchange Board of India / Ministry of Corporate Affairs or any other Statutory Authority.

For A K JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 14/08/2025

PANKAJ MEHTA
Partner
M.No. A29407
C.P No. 10598
UDIN:A029407G001017781
PR No. 1201/2021

INDEPENDENT AUDITOR'S REPORT

To the Members of Aastamangalam Finance Limited
(Formerly Upasana Finance Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Aastamangalam Finance Limited (Formerly Upasana Finance Limited), which comprise the Balance Sheet as at 31st March 2025, and the Statement of Profit and Loss including the statement of other comprehensive income, Statement of Changes in Equity and Statement of cash flows for the year then ended, and Notes to the 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 Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit including the other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

We have determined the matters described below to be the key audit matters to be communicated in our report.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report including in relation to these matters. Accordingly our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures including the procedures performed to address the matters below provide the basis for our audit opinion on the accompanying standalone financial statements.

Key Audit Matters	How our audit addressed the Key Audit Matter
Impairment of financial assets as at balance Sheet date (expected credit losses) 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.	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's latest guidelines issued and in accordance with the related RBI circulars

Information other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors and Management is responsible for the preparation of the other information. The other information comprises the information obtained at the date of this auditor's report, but does not include the financial statements and our auditor's report thereon.

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

Responsibility of the Management and those charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the 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 financial statement that gives a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse

consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

Report on Other Legal and Regulatory Requirements

As required by the Non-Banking Financial Companies Auditor's Report (Reserve Bank) Direction, 2016, issued by the Reserve Bank of India, in exercise of the powers conferred by sub-section (1A) of Section 45MA of the Reserve Bank of India Act, 1934, we give in the "Annexure A", an additional Audit Report addressed to the Board of Directors containing our statements on the matters specified therein.

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, and the Cash Flow Statement 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 Ind AS prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended

(e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014,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 financial statements wherever necessary.

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 its knowledge and belief, other than as disclosed in the notes to the accounts, 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

iv. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

(h) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act, in our opinion and according to the information and explanations given to us, the limit prescribed by section 197 for maximum permissible managerial remuneration has been complied with.

Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

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 Companies Act, 2013, we give in the Annexure C statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As per our Report attached
For M/s. Venkat and Rangaa LLP
Chartered Accountants
FRN: 0004597S

Place: Chennai
Date: 27-05-2025
UDIN: 25230441BMIPSM9221

T. Zameer
Partner
M. No.: 230441

ANNEXURE A TO THE AUDITOR'S REPORT

To the Board of Directors of
AASTAMANGALAM FINANCE LIMITED

We have audited the Balance Sheet of Aastamangalam Finance Limited for the year ended on March 31, 2025, the Statement of Profit and Loss (Including Other Comprehensive Income), the statement of changes in equity and the Statement of Cash Flows for the year then ended annexed thereto. As required by the Non-Banking Financial Companies Auditors' Report (Reserve Bank) Direction, 2016, and according to the information and explanations given to us, we provide herewith, a statement on the matters specified in paragraphs 3 and 4 of the aforesaid directions;

i. The company is engaged in the business of Non-Banking Financial Institution and it has obtained the certificate of registration as provided in section 45-IA of the RBI Act, 1934.

ii. The Company is entitled to continue to hold the Certificate of Registration in terms of the Asset/Income pattern as on March 31, 2025.

iii. The company is meeting the requirements of net owned funds as laid down in Master Directions Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and deposit taking Company (Reserve Bank) Directions, 2016.

iv. The Board of Directors of the Company has passed a resolution for non-acceptance of public deposit.

v. The Company has not accepted any public deposit during the period under review.

vi. According to the information and explanation given to us, the Company has complied with the prudential norms on Income Recognition, Indian Accounting Standards, Asset Classification, Provisioning for bad and doubtful debts as specified in the direction issued by the Reserve Bank of India in terms of the Master Direction – Non-Banking Financial Company –Systemically Important Non-Deposit taking Company and deposit taking Company (Reserve Bank) Directions, 2016.

vii. The Company has not been classified as Non-Banking Financial Company – Systemically Important Non- deposit taking Company for the year ended March 31, 2025.

viii. The Company has not been classified as NBFC-MFI for the year ended March 31, 2025.

The report has been issued pursuant to the Non-Banking Financial Companies Auditors' Report (Reserve Bank) Direction, 2016 and is issued to the Board of Directors of the Company as required by Paragraph 2 of such directions and should not be used for any other purpose.

As per our Report attached
For M/s. Venkat and Rangaa LLP
Chartered Accountants
FRN: 0004597S

Place: Chennai
Date: 27-05-2025
UDIN: 25230441BMIPSM9221

T. Zameer
Partner
M. No.: 230441

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AASTAMANGALAM FINANCE LIMITED (FORMERLY UPASANA FINANCE LIMITED), CHENNAI FOR THE YEAR ENDED 31ST MARCH 2025

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

We have audited the internal financial reporting of AASTAMANGALAM FINANCE LIMITED (FORMERLY UPASANA FINANCE LIMITED), Chennai ("the Company") as of March 31, 2025 in conjunction with our audit of the Ind AS Financial statements of the Company for the Year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's Internal Financial Control over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing ('the Standards'), issued by 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 issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls over Financial Reporting

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

1. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.

2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind AS Financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS Financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

i. Existing policies and procedures adopted by the Company for ensuring orderly and efficient conduct of the business.
ii. Continuous adherence to Company's policies.
iii. Existing procedure in relation to safeguarding of Company's fixed assets, Investments, Receivables, loans and advances made and cash and bank balances.
iv. Existing system to prevent and detect fraud and errors.
v. Accuracy and completeness of Company's accounting records.
vi. Existing capacity to prepare timely and reliable financial information.

As per our Report attached
For M/s. Venkat and Rangaa LLP
Chartered Accountants
FRN: 0004597S

Place: Chennai
Date: 27-05-2025
UDIN: 25230441BMIPSM9221

T. Zameer
Partner
M. No.: 230441

ANNEXURE "C" TO INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ASTAMANGALAM FINANCE LIMITED (FORMERLY UPASANA FINANCE LIMITED), CHENNAI FOR THE YEAR ENDED 31ST MARCH 2025

Annexure A referred to in our report under "Report on Other Legal and Regulatory requirements Para 1" of even date on the accounts for the year ended 31st March 2025

<table>
<tr><td>(i)</td><td>(a) (A) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;

(B) whether the company is maintaining proper records showing full particulars of intangible assets;</td><td>Yes

Yes Intangible Assets recorded in the books of accounts</td></tr>
<tr><td></td><td>(b) whether these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account</td><td>Yes and
No discrepancies noticed so far, as informed by the management</td></tr>
<tr><td></td><td>(c) whether the title deeds of all the immovable properties. (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company. If not, provide the details thereof in the format below;
<table>
<tr><td>Description of Property</td><td>Gross Carrying value</td><td>Held in name of</td><td>Whether Promoter Director or their relative or employee</td><td>Period held indicate range where appropriate</td><td>Reason for not being held in name of company</td></tr>
<tr><td>NA</td><td>NA</td><td>NA</td><td>NA</td><td>NA</td><td>NA</td></tr>
</table></td><td>No Immovable Properties recorded in the books of accounts</td></tr>
<tr><td></td><td>d) Whether the Company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer; specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets;</td><td>No, the company did not revalue its Property, plant and Equipment during the period under audit</td></tr>
<tr><td></td><td>(e) Whether any proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder; if so, whether the Company has appropriately disclosed</td><td>There are no any such proceedings pending against the company as per the information & explanation</td></tr>
</table>

	the details in its financial statements;	given by the Management of company.
(ii)	(a) whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account;	Not Applicable.
	(b) whether during any point of time of the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company. If not, give details.	No, the company did not have any working capital limits with any of the banks or financial institutions.
(iii)	whether during the year the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties. If so, (a) whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give loans], if so, indicate- (A) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates. (B) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates.	The Company's principal business is to give loans and hence these provisions stated herein are not applicable Not Applicable Not Applicable
	(b) whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;	Yes
	(c) in respect of loans and advances in the nature of loans whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	Considering that the company is a NBFC engaged in the business of granting loans, the schedule of repayment of principal and payment of interest has been stipulated in the loan agreements. The details of repayments or receipts which are not regular could

		not be furnished here because of the number of cases but the company has recognized necessary provisions in accordance with the principles of Indian Accounting Standards (Ind AS) and the guidelines issued by the Reserve Bank of India (RBI) for the Income Recognition and Asset Classification (Which has been disclosed by the company in its Note No.18).Other than this, the parties are regular in repayment and receipts are regular.
	(d) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	Almost all the loans granted are on repayable on demand basis as disclosed in the Note No.5 to the financial statements and the company is taking reasonable steps to recover the principal and interest when it falls overdue beyond the specified time limit.
	(e) whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties; If so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year. [Not applicable to companies whose principal business is to give loans];	Not Applicable
	(f) whether the Company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment; if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013	Yes, Refer to Note No.5 of the Financial statements Percentage to total Loan Amount – 100.00% No Loans have been granted to promoters, related parties as defined in clause (76) of Section 2 of the Companies Act, 2013

(iv)	in respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.	In our opinion and according to the information and explanations given to us, the Company has not either directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of section 185 of the Act and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of section 186(1) of the Act. The other sub-sections of Section 186of the Act are not applicable to the Company.
(v)	in respect of deposits accepted by the Company or amounts which are deemed to be deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	The Company has not accepted any deposit or amounts which are deemed to be deposits within the meaning of the directives issued by the RBI, provisions of Sections 73 to 76 of the Act, any other relevant provisions of the Act and the relevant rules framed thereunder. Accordingly, the provisions stated in clause 3(v) of the Order are not applicable to the Company. According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the RBI or any Court or any other Tribunal against the Company in this regard
(vi)	whether maintenance of cost records has been specified by the	No

	Central Government under sub-section (1) of section 148 of the Companies Act and whether such accounts and records have been so made and maintained.	
(vii)	(a) whether the company is regular in depositing undisputed statutory dues including Goods and Service Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;	Yes, but except for TDS compliance provisions where few delays has been noticed.
	(b) where statutory dues referred to in sub-clause (a) have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute).	No such dues pending
(viii)	whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961; if so, whether the previously unrecorded income has been properly recorded in the books of account during the year?	There were no such income transactions which are not recorded in the books of accounts
(ix)	(a) whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender? If yes, the period and the amount of default to be reported as per the format below:	No
	(b) Whether the company is a declared wilful defaulter by any bank or financial institution or other lender?	No
	(c) Whether term loans were applied for the purpose for which the loans were obtained; if not, the amount of loan so diverted and the purpose for which it is used may be reported	No Term Loans
	(d) whether funds raised on short term basis have been utilised for long term purposes? If yes, the nature and amount to be indicated	No
	(e) whether the Company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures? If so, details thereof with nature of such transactions and the amount in each case	No, as reported and explained by the management of the company
	(f) whether the Company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies? If so, give details thereof and also report if the company has defaulted in repayment of such loans raised.	No
(x)	(a) whether moneys raised by way of initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be	Yes

	applicable, be reported;	
	(b) whether the Company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of Section 42 and Section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised. If not, provide details in respect of amount involved and nature of non-compliance	Yes
(xi)	(a) whether any fraud by the company or any fraud on the Company has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated;	No such frauds has been reported
	(b) whether any report under sub-Section (12) of Section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government?	Not applicable
	(c) whether the auditor has considered whistle-blower complaints, if any, received during the year by the Company?	No such complaints received
(xii)	(a) whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1:20 to meet out the liability	Not applicable
	(b) whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	Not applicable
	(c). whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof	Not applicable
(xiii)	whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;	Yes, as per the explanations and information provided by the management
(xiv)	(a) whether the company has an internal audit system commensurate with the size and nature of its business? (b) Whether the reports of the Internal Auditors for the period under audit were considered by the statutory auditor?	Yes. Yes.
(xv)	whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act have been complied with;	No
(xvi)	(a) whether the company is required to be registered under section 45-1A of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	Yes, the company is registered under Section 45-1A of the Reserve Bank of India Act, 1934 and having a valid certificate as on date.
	(b) whether the Company has conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act 1934	In our opinion, and according to the information and explanations given to us, the Company has obtained Certificate of

		Registration from RBI for conducting activities relating to Non-banking financing activities.
	(c) whether the Company is a Core Investment Company (CIC) as defined under the Regulations by the Reserve Bank of India? If so, whether it continues to fulfil the criteria of a CIC and In case the company is an exempted or unregistered CIC, whether it continues to fulfil such criteria	Not Applicable
	(d) Whether the Group has more than one CIC as part of the Group, If yes, indicate the number of CICs which are part of the Group.	Not Applicable
(xvii)	whether the Company has incurred cash losses in the Financial Year and in the immediately preceding Financial year? If so, state the amount of cash losses	According to the information explanation provided to us, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Accordingly, the provisions stated in paragraph 3(xvii) of the Order are not applicable to the Company
(xviii)	whether there has been any resignation of the statutory auditors during the year? If so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors?	No
(xix)	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, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.	Yes. 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) whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the	Not Applicable

	financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act.	
(xxi)	whether there have been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements? If yes, indicate the details of the companies and the paragraph numbers of the CARO report containing the qualifications or adverse remarks	Not applicable

As per our Report attached
For M/s. Venkat and Rangaa LLP
Chartered Accountants
FRN: 0004597S

Place: Chennai
Date: 27-05-2025
UDIN: 25230441BMIPSM9221

T. Zameer
Partner
M. No.: 230441

AASTAMANGALAM FINANCE LIMITED
(Formerly UPASANA FINANCE LIMITED)
Regd off: No. 51, Hunters Road, Choolai, Chennai - 600 112
Tel: 73053 19733; Email: upasana_shares@yahoo.com
CIN: L65191TN1985PLCO11503

BALANCE SHEET AS AT 31ST MARCH 2025

(All amounts are in Indian Rupees in Lakhs)

Particulars	Note No.	As on 31.03.2025	As on 31.03.2024
		Amount (Rs)	Amount (Rs)
ASSETS			
1) Financial Assets			
a) Cash and cash equivalents	4	273	620
b) Bank Balance other than (a) above		-	-
c) Derivative financial instruments		-	-
d) Receivables			44
e) Advances		-	
f) Loans	5	11,887	7,385
g) Investments		-	-
h) Other Financial assets	6	4	4
2) Non-financial Assets			
a) Inventories		-	-
b) Current tax assets (Net)		-	-
c) Deferred tax Assets (Net)		-	-
d) Investment Property		-	-
e) Biological assets other than bearer plants		-	-
f) Property, Plant and Equipment	7	3	3.40
g) Capital work-in-progress		-	-
h) Intangible assets under development		-	-
i) Goodwill		-	-
j) Other Intangible assets	8	0	0.02
k) Other non-financial assets		-	-
	Total Assets	**12,166**	**8,056**
LIABILITIES AND EQUITY			
LIABILITIES			
1) Financial Liabilities			
a) Derivative financial instruments		-	-
b) Payables		-	-
i) Trade Payables			
ii) 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	9	4	164
c) Debt Securities		-	-
d) Borrowings (Other than Debt Securities)	10	4,445	4,022
e) Deposits		-	-
f) Subordinated Liabilities		-	-
g) Other financial liabilities		14	-
2) Non-Financial Liabilities			
a) Current tax liabilities (Net)		23	51
b) Provisions		172	45
c) Deferred tax liabilities (Net)		-	-
d) Other non-financial liabilities	11	101	6
EQUITY			
a) Equity Share capital	12	1,554	891
b) Other Equity	13	5,853	2,877
	Total Liabilities and Equity	**12,166**	**8,056**

The accompanying notes are an integral part of the Financial Statements

As per Report attached of even date
For M/s. Venkat & Rangaa LLP
Chartered Accountants
FRN : 004597S

For and on behalf of the Board
For Aastamangalam Finance Limited

Bhavika M Jain — Director — DIN: 07704015
Khusbhu M Jain — Director — DIN: 07704023
S Mohan Kumar — CEO & CFO
Binod Kumar Chowdhury — Company Secretary
T. Zameer — Partner — Membership No. : 230441

Place: Chennai
Date: 27.05.2025

AASTAMANGALAM FINANCE LIMITED
(Formerly UPASANA FINANCE LIMITED)
Regd off: No. 51, Hunters Road, Choolai, Chennai - 600 112
Tel: 73053 19733; Email: upasana_shares@yahoo.com
CIN: L65191TN1985PLCO11503

STATEMENT OF PROFIT OR LOSS FOR THE YEAR ENDED 31ST MARCH 2025

(All amounts are in Indian Rupees in Lakhs)

S.No	Particulars	Note No.	As on 31.03.2025	As on 31.03.2024
			Amount (Rs)	Amount (Rs)
	Revenue From Operations			
	a) Interest Income	14	1,527	703
	b) Others		-	-
I	Total Revenue from operations		1,527	703
II	Other Income		22	-
III	**Total Income (I+II)**		**1,550**	**703**
	Expenses			
	a) Finance Costs	15	226	160
	b) Employee Benefit Expenses	16	14	8
	c) Depreciation, amortization and impairment	7 & 8	**1**	2
	d) Impairment of Loan Assets		**171**	**8**
	d) Other Expenses	17	88	44
IV	**Total Expenses**		**501**	**222**
V	**Pre-Provisioning Operating Profits**		**1,048**	**481**
	Statutory Provision on Debts	10	-	-
	Profit / (loss) before exceptional items and tax (III-IV)		1,048	481
VI	Exceptional Items		-	-
VII	**Profit/(loss) before tax (V -VI)**		**1,048**	**481**
VIII	Tax Expense			
	a) Current Year		221	121
	b) Deferred Tax		-	-
IX	**Profit / (loss) for the period from continuing operations(VII-VIII)**		**828**	**360**
X	Other Comprehensive Income			
	(A) (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	Subtotal (A)		-	-
	(B) (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Subtotal (B)		-	-
	Other Comprehensive Income (A + B)		-	-
XI	**Total Comprehensive Income for the period (IX+X) (Comprising Profit (Loss) and other Comprehensive Income for the period)**		**827.67**	**360.17**
XII	Earnings per equity share (Face value of Rs.10 Each) Fully Paid up			
	a) Basic		5.33	4.04
	b) Diluted		5.33	4.04

The accompanying notes are an integral part of the Financial Statements

For and on behalf of the Board
For Aastamangalam Finance Limited

As per Report attached of even date
For M/s. Venkat & Rangaa LLP
Chartered Accountants
FRN : 004597S

Bhavika M Jain	Khusbhu M Jain	S Mohan Kumar	Binod Kumar Chowdhury	T. Zameer
Director	Director	CEO & CFO	Company Secretary	Partner
DIN: 07704015	DIN: 07704023			Membership No. : 230441

Place: Chennai
Date: 27.05.2025

AASTAMANGALAM FINANCE LIMITED
(Formerly UPASANA FINANCE LIMITED)
Regd off: No. 51, Hunters Road, Choolai, Chennai - 600 112
Tel: 73053 19733; Email: upasana_shares@yahoo.com
CIN: L65191TN1985PLCO11503

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2025

(All amounts are in Indian Rupees in Lakhs)

PARTICULARS	Year ended March 31, 2025		Year ended March 31, 2024	
A.CASH FLOW FROM OPERATING ACTIVITIES:				
Net Profit before tax		1,048		481
Adjustments for:				
Provision for doubtful debts		171		8
Interest Paid		226		160
Depreciation		1		2
Operating Profit before Extraordinary items & Working Capital changes:		1,447		651
Adjustments For Changes in Working Capital :				
Loans and Advances and other current assets	(4,459)		(3,085)	
Other Current Liabilities and Provisions	(131)	(4,590)	169	(2,916)
		(3,143)		(2,265)
Less: Direct Taxes Provision		221		121
	(a)	(3,363)	(a)	(2,386)
B.CASH FLOW FROM INVESTING ACTIVITIES:				
Purchase of Fixed Assets		(0)		(0)
NET CASH FLOW FROM/(USED IN) INVESTING ACTIVITIES	(b)	(0)	(b)	(0)
C. CASH FLOW FROM FINANCING ACTIVITIES:				-
Loan taken from Directors		-		(106)
Inter Corporate Deposits		425		514
Issue of Shares		663		463
Share Premium		2,154		1,390
Interest Paid		(226)		(160)
Share application money received/(utilized)		-		(802)
NET CASH USED IN FINANCING ACTIVITIES	(c)	3,016	(c)	1,298
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	(a+b+c)	(348)		(1,088)
Cash and cash equivalents at the beginning of the year		620		1,708
Cash and cash equivalents at the end of the year		273		620

Reconciliation of cash and cash equivalents as above (Also Refer Note No.4)

a) Cash in Hand	5	4
b) Cash at Bank	268	616
Total cash and bank balances equivalents as at end of the year	273	620

This is the cash flow statement referred to in our report of even date

For and on behalf of the Board
For Aastamangalam Finance Limited

As per our Report attached
For M/s. Venkat & Rangaa LLP
Chartered Accountants
FRN : 004597S

Bhavika M Jain
Director
DIN: 07704015

Khusbhu M Jain
Director
DIN: 07704023

S Mohan Kumar
CEO & CFO

Binod Kumar Chowdhury
Company Secretary

T. Zameer
Partner
Membership No. : 230441

Place: Chennai
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CIN: L65191TN1985PLCO11503

STATEMENT OF CHANGES IN EQUITY
for the year ended 31.03.2025

A. Equity Share Capital

(All amounts are in Indian Rupees in Lakhs)

Particulars	**Amount**
Balance at 01.04.2023	428
Changes in equity share capital during the year	463
Balance at 31.03.2024	891
Changes in equity share capital during the year	663
Balance at 31.03.2025	**1,554**

B. Other Equity

		Reserves and Surplus					Total
	Share application pending allotment	Statutory Reserve	Capital Reserve	Securities Premium	Capital Redempion Reserve	Retained Earnings	
Balance as on 01.04.2023	802	501	4	298	100	225	1,930
Changes in accounting policy or prior period errors							-
Reinstated balance as at 01.04.2023	802	501	4	298	100	225	1,930
Total Comprehensive Income for the year						360	360
Dividends							-
Transfer to retained earnings						288	288
Any other change	(802)	72		1,390			659
Balance as on 31.03.2024	-	573	4	1,688	100	513	2,877
Changes in accounting policy or prior period errors							-
Reinstated balance as at 01.04.2024	-	573	4	1,688	100	513	2,877
Total Comprehensive Income for the year						827.67	828
Dividends							-
Transfer to retained earnings						662	662
Any other change	(0)	165.53		2,154		(6)	2,314
Balance as on 31.03.2025	**(0)**	**738**	**4**	**3,842**	**100**	**1,170**	**5,853**

Notes to financial statements for the period ended March 31, 2025
(All amounts are in Indian Rupees in Lakhs)

1. CORPORATE INFORMATION

Aastamangalam Finance Limited (Formerly known as Upasana Finance Limited) is a company limited by shares, incorporated on 25.01.1985 and domiciled in India. The Company is engaged in the business of Lending. The Company has its registered office located at No. 51, Hunters Road, Choolai, Chennai 600112.

The company is a Non-Deposit taking Non-Banking Financial Company (NBFC) registered with the Reserve Bank of India with effect from 2nd February 2007, with Registration No. B-07-00421. The Company is classified as NBFC - Loan Company.

2. BASIC OF PREPARATION AND PRESENTATION

The financial statements have been prepared as a going concern in accordance with the Indian Accounting Standard ('Ind AS'), notified under section 133 of the Companies Act,2013 read together with Rule 3 of the Companies (Indian Accounting Standards) Rules,2015 and Companies (Indian Accounting Standards) amendments Rules,2016 issued by the Ministry of Corporate Affairs (MCA). The company uses accrual basis of accounting except in case of significant uncertainities.

The Company presents its Balance Sheet in order of liquidity.

The Company generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only when Ind AS specifically permits the same or it has an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event. Similarly, the Company offsets incomes and expenses and reports the same on a net basis when permitted by Ind AS specifically unless they are material in nature.

3. SIGNIFICANT ACCOUNTING POLICIES

a) Cash & Cash Equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short term balances (with an original maturity of three months or less from the date of acquisition) and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

b) Cash flow statement

Cash flows are reported using the indirect method, whereby net profit after tax is adjusted for the effects of transactions of non-cash nature, tax and any deferrals or accruals of past or future cash receipts or payments. The cash flows are prepared for the operating, investing and financing activities of the Company.

c) Property plant and equipment (PPE)

The property plant and equipment are the assets held for the use in the supply of services

Property, plant and equipment's are stated in the balance sheet at cost (net of duty/ tax credit availed) less accumulated depreciation and accumulated impairment losses.

Cost of acquisition is inclusive of freight, non-refundable duties & taxes and other directly attributable cost of bringing the asset to its working condition for the intended use.

Depreciation is recognised to write off the cost of assets less their residual values over their useful lives, using the Straight line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

d) Intangible assets

Intangible assets are identified non-monetary assets without physical existence.

Intangible assets with finite useful lives that are acquired separately are capitalized and carried at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets are recognized in books only when it is probable that future economic benefits associated with the asset will flow to the company and the cost can be measured reliably.

The cost of the intangible asset shall include the purchase price, including non-refundable duties and taxes, all the directly attributable costs to bring the intangible to the present location, working condition and intended use.

Intangible assets represent Computer software whose cost is amortized over their expected useful life 2 to 5 years on a straight-line basis.

The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Impairment loss, if any, is provided to the extent, the carrying amount of assets exceeds their recoverable amount. Recoverable amount is the higher of an assets net selling price and the present value of estimated future cash flows expected to arise from the continuing use of the asset and from its disposal at the end of its useful life.

e) Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation
basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cashgenerating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss. When an impairment loss subsequently reverses, the carrying amount of the asset (or a cashgenerating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

f) Revenue recognition

As per Ind AS 109, Financial Instruments, Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

g) Financial instruments

A financial instrument is a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial Asset

(i) Financial assets comprise of investments in Equity, Trade Receivables, Cash and Cash Equivalents and Other Financial Assets.

(ii) Depending on the business model (i.e) nature of transactions for managing those financial assets and its contractual cash flow characteristics, the financial assets are initially measured at fair value and subsequently measured and classified at:
a) Amortized cost; or
b) Fair value through Other Comprehensive Income (FVTOCI); or
c) Fair value through Profit or Loss (FVTPL)
d) Amortized cost represents carrying amount on initial recognition at fair value plus or minus transaction cost.

(iii) The Company classifies its financial assets for measurement as below:-

BASIS OF MEASUREMENT	FINANCIAL ASSETS
Amortized Cost	Trade receivables, Loan and advances given to employees and related parties, deposits and other
FVTOCI	Investment in Equity instruments

(iv) The company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On derecognition of a financial asset or part thereof, the difference between the carrying amount measured at the date of recognition and the consideration received including any new asset obtained less any new liability assumed shall be recognized in the statement of profit and Loss.

(v) The company assesses at each balance sheet date whether the financial asset or group of financial assets is impaired. IND AS 109 requires expected credit losses to be measured through a loss allowance. The company recognizes lifetime expected losses for trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to 12 month expected credit losses or at an amount equal to lifetime expected losses, if the credit risk on the financial asset has increased significantly since initial recognition.

h) Financial liabilities and equity instruments

Classification as debt or equity
Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments
An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company entity are recognised at the proceeds received, net of direct issue costs.
Repurchase of the Company's own equity instruments is recognised and deducted directly
in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation
of the Company's own equity instruments.

Financial Liability
Financial liabilities comprise of Borrowings from Banks, Trade payables, Derivative financial instruments, financial guarantee obligation and other financial liabilities.

(i) All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

(ii) Financial liabilities are derecognised when and only when it is extinguished (i.e) when the obligation specified in the contract is discharged or cancelled or expired.

(iii) Upon de-recognition of its financial liabilities or part thereof, the difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid including any non-cash assets transferred or liabilities assumed is recognized in the Statement of Profit and Loss.

i) Employee benefit

Short term employee benefits for services rendered by employees are recognised during the period when the services are rendered.

j) Segment Reporting

The Company is engaged in only one business of Financial Activities. Accordingly there are no separate reportable segments according to Ind AS 108 'Operating Segments' issued under the Companies (Accounting Standards) Rules, 2006.

k) Leases

Ind AS 116 'Leases' replaces Ind AS 17 – Leases and related interpretation and guidance. However,
The Company has not entered into any Lease Agreements and hence this is not applicable.

l) Earnings per share

The basic earnings per share has been computed by dividing the net income attributable to equity shareholders by weighted average number of shares outstanding during the year / period.

The diluted earnings per share have been computed using weighted average number of shares adjusted for effects of all potentially dilutive equity shares.

m) Taxation

Tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

Current tax : Current tax is measured at the amount expected to be paid in respect of taxable income for the year in accordance with the Income Tax Act, 1961. Current tax comprises the tax payable on the taxable income or loss for the year and any adjustment to the tax payable in respect of previous years. It is measured using tax rates enacted at the reporting date.

n) Provisions, contingent liabilities and contingent assets

Provisions are recognised only when the company has a present obligation (legal or constructive) as a result of past events, and it is probable that it is required to settle the obligation, and a reliable estimate can be made of the amount of obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the obligation at the reporting date, considering the risk and uncertainties surrounding the obligation.

Contingent liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more future uncertain events not wholly within the control of the Company (or)

There is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

4. CASH AND CASH EQUIVALENTS

Particulars	31.03.2025	31.03.2024
(a) Cash on Hand	5	4
(b) Cash at Bank	268	616
	273	**620**

5. LOANS

	31.03.2025						31.03.2024					
		At Fair Value						At Fair Value				
	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at far value through profit or loss	Subtotal	Total	Amortised Cost	Through Other Comprehensive Income	Through profit or loss	Designated at far value through profit or loss	Subtotal	Total
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6=1+5)	(7)	(8)	(9)	(10)	(11=8+9+10)	(12=7+11)
Loans												
A)												
i) Bills Purchased and Bills Discounted	-	-	-	-	-	-	-	-	-	-	-	-
ii) Loans repayable on demand	11,887	-	-	-	-	11,887	7,385	-	-	-	-	7,385
iii) Term Loans	-	-	-	-	-	-	-	-	-	-	-	-
iv) Leasing	-	-	-	-	-	-	-	-	-	-	-	-
v) Factoring	-	-	-	-	-	-	-	-	-	-	-	-
vi) Others	-	-	-	-	-	-	-	-	-	-	-	-
Total (A) Gross	11,887	-	-	-	-	11,887	7,385	-	-	-	-	7,385
Less: Impairment Loss Allowance	-	-	-	-	-	-	-	-	-	-	-	-
Total (A) Net	**11,887**	**-**	**-**	**-**	**-**	**11,887**	**7,385**	**-**	**-**	**-**	**-**	**7,385**
B)												
i) Secured by Tangible assets	25	-	-	-	-	25	25	-	-	-	-	25
ii) Secured by Intangible assets	-	-	-	-	-	-	-	-	-	-	-	-
iii) Covered by Bank/Govt Guarantees	-	-	-	-	-	-	-	-	-	-	-	-
iv) Unsecured	11,862				-	11,862	7,360	-	-	-	-	7,360
Total (B) Gross	11,887	-	-	-	-	11,887	7,385	-	-	-	-	7,385
Less: Impairment Loss Allowance	-	-	-	-	-	-	-	-	-	-	-	-
Total (B) Net	11,887	-	-	-	-	11,887	7,385	-	-	-	-	7,385
(C) (I) Loans in India	-	-	-	-	-	-	-	-	-	-	-	-
i) Public Sector	-	-	-	-	-	-	250	-	-	-	-	250
ii) Others	11,887	-	-		-	11,887	7,135	-	-	-	-	7,135
Total (C) (I) Gross	11,887	-	-	-	-	11,887	7,385	-	-	-	-	7,385
Less: Impairment Loss Allowance	-	-	-	-	-	-	-	-	-	-	-	-
Total (C) (I) Net	11,887	-	-	-	-	11,887	7,385	-	-	-	-	7,385
(C) (II) Loans outside India	-	-	-	-	-	-	-	-	-	-	-	-
Less: Impairment Loss Allowance	-	-	-	-	-	-	-	-	-	-	-	-
Total (C) (II) Net	-	-	-	-	-	-	-	-	-	-	-	-
Total (C) (I) & (II)	11,887	-	-	-	-	11,887	7,385	-	-	-	-	7,385

Notes to financial statements for the period ended March 31, 2025
(All amounts are in Indian Rupees in Lakhs)

6. OTHER FINANCIAL ASSETS

Particulars	31.03.2025	31.03.2024
Rental Advance	4	4
	4	**4**

7. PROPERTY, PLANT AND EQUIPMENT

Particulars	Computer & Pheripherals	Furniture & Fixtures	Plant & Machinery	TOTAL
Gross Carrying Value				
Balance at 1st April 2023	4.52	2.60	1.35	8.47
Additions during the year	0.33	-	-	0.33
Disposals during the year	-	-	-	-
Balance at 31st March 2024	4.85	2.60	1.35	8.80
Additions during the year	-	0.28	-	0.28
Disposals during the year	-	-	-	-
Balance at 31st March 2025	4.85	2.88	1.35	9.08
Depreciation Block				
Balance at 1st April 2023	2.28	0.64	0.57	3.50
Depreciation expense	1.26	0.28	0.37	1.91
Elimination on Disposal of assets	-	-	-	-
Balance at 31st March 2024	3.54	0.92	0.94	5.40
Depreciation expense	0.61	0.24	0.27	1.11
Elimination on Disposal of assets	-	-	-	-
Balance at 31st March 2025	4.15	1.16	1.21	6.51
Net Carrying Value at 31st March 2025	**0.70**	**1.72**	**0.14**	**2.56**
Net Carrying Value at 31st March 2024	**1.31**	**1.68**	**0.41**	**3.40**

8. OTHER INTANGIBLE ASSETS

Particulars	Software	TOTAL
Gross Carrying Value		
Balance at 1st April 2023	0.20	0.20
Additions during the year	-	-
Disposals during the year	-	-
Balance at 31st March 2024	0.20	0.20
Additions during the year	-	-
Disposals during the year	-	-
Balance at 31st March 2025	0.20	0.20
Depreciation Block		
Balance at 1st April 2023	0.15	0.15
Depreciation expense	0.03	0.03
Elimination on Disposal of assets	-	-
Balance at 31st March 2024	0.18	0.18
Depreciation expense	0.01	0.01
Elimination on Disposal of assets	-	-
Balance at 31st March 2025	0.19	0.19
Net Carrying Value at 31st March 2025	**0.01**	**0.01**
Net Carrying Value at 31st March 2024	**0.02**	**0.02**

9. TRADE PAYABLES

Trade Payables Ageing Schedule as on 31.03.2025

Particulars	Outstanding for the periods from the due date of payment					Total
	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) MSME						-
(ii) Others	1		-		-	1
(iv) Disputed Dues - MSME						-
(iv) Disputed Dues - Others						-
	1	-	-	-	-	1

Trade Payables Ageing Schedule as on 31.03.2024

Particulars	Outstanding for the periods from the due date of payment					Total
	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) MSME						-
(ii) Others	164					164
(iv) Disputed Dues - MSME						-
(iv) Disputed Dues - Others						-
	164	-	-	-	-	164

10. FINANCIAL LIABILITIES - BORROWINGS

Particulars	31.03.2025	31.03.2024
Loans from directors	3,508	3,508
Inter Corporate Deposits	937	514
	4,445	**4,022**

11. NON-FINANCIAL LIABILITIES - PROVISIONS

Particulars	31.03.2025	31.03.2024
Statutory Provision on Loan Assets	101	6
	101	**6**

12. SHARE CAPITAL

PARTICULARS	31.03.2025	31.03.2024
(a) AUTHORISED:		
5 Lakhs Cummulative Redeemable Pref.Shares of Rs. 100 each	-	500
1 Crores Equity Shares of Rs.10 each	-	1,000
2 Crores Equity Shares of Rs.10 each	2,000	-
	2,000	1,500
(b) ISSUED, SUBSCRIBED AND PAID UP		
1,55,37,332 Equity Shares of Rs.10 each	1,554	-
89,09,750 Equity Shares of Rs.10 each	-	891

(c) Reconciliation of Shares

	31.03.2025		31.03.2024	
	No. of Shares	Amount (Rs)	No. of Shares	Amount (Rs)
Opening Share Capital	89,09,750	891	42,78,000	428
Add: Shares issued During the year	66,27,582	663	46,31,750	463
Total	1,55,37,332	1,554	89,09,750	891
Less: Buy back of Shares	-	-	-	-
Closing Share Capital	**1,55,37,332**	**1,554**	**89,09,750**	**891**

(d) Shareholders holding more than 5% of Shares

Particulars	31.03.2025		31.03.2024	
Name of Shareholders	Number of Shares	Percentage holding	Number of Shares	Percentage holding
Bhavika M Jain, Chennai	22,38,813	14.41%	12,43,785	13.96%
Khusbu Mohan Kumar Jain, Chennai	21,87,000	14.08%	12,15,000	13.64%
Subtotal	44,25,813	28.49%	24,58,785	27.60%
Total no.of shares of the Company	1,55,37,332	100%	89,09,750	100%

(e) During the year under review, the Company has allotted 6,627,582 equity shares of Rs.10/- each at a premium of Rs. 32.50/- per share on 18.01.2025. The shares were listed and permitted for trading vide notice received from BSE dated 24.01.2025.

The particulars of funds raised and details of utilization of funds as at 31st March, 2025 are as follows:

Original Object	Original allocation	Funds Utilized	Amount of Deviation	Remarks
Working capital requirements	28.16 Crores	28.16 Crores	0	Nil

13. RESERVES AND SURPLUS

Particulars	31.03.2025	31.03.2024
Statutory Reserve	738	573
Capital Reserve	4	4
Securities Reserve	3,842	1,688
Capital Redemption Reserve	100	100
Retained Earnings	1,170	513
Total Reserves and Surplus	**5,853**	**2,877**

14. FINANCE INCOME

Particulars	31.03.2025	31.03.2024
Income from Operations	1,527	698
Other Operating Income		5
	1,527	**703**

15. FINANCIAL CHARGES

Particulars	31.03.2025	31.03.2024
Interest on IT	-	0
Interest on Loan	226	160
	226	**160**

16. EMPLOYEE BENEFIT EXPENSES

Particulars	31.03.2025	31.03.2024
Salary, Bonus & Other Allowances	13	8
Staff Welfare	1	1
	14	**8**

17. OTHER EXPENSES

Particulars	31.03.2025	31.03.2024
Advisory Services	15	-
Bank Charges	5	0
Statutory Audit Fees	1	1
Internal Audit Fees	1	-
Legal & Professional Fees	28	17
Advertisement	6	0
BSE, TDS & ROC Filing Fee	7	11
Pooja Expneses	0	-
Bad Debts Writtenoff	3	-
Interest on Income Tax	-	4
Listing Fees	11	4
Membership Fee	0	0
Office Expenses	0	0
Postage, Telegram, & Telex Charges	0	1
Power & Fuel	0	0
Printing & Stationery	3	0
Rent	4	3
Travelling, Conveyance & Vehicle Maintenance	4	0
Repairs and Maintenance	1	-
	88	**44**

18. DISCLOSURE ON CLASSIFICATION OF THE LOANS AND ADVANCES BASED ON INCOME RECOGNITION AND PERFORMING AND NON PERFORMING ASSETS

Assets Classification as per RBI Norms	Assets Classification as per Ind AS 109	Gross Carrying amount as per Ind AS on March 31, 2024	Loss Allowances (Provisions) as required under Ind AS 109 as on March 31, 2024	Net Carrying amount as on March 31, 2024	Provisions required as per IRACP norms as on March 31, 2024	Difference between Ind AS 109 provisions and IRACP norms as on March 31, 2024
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7)=(4)-(6)
Performing Assets						
Standard	Stage 1 Stage 2	7,115	-	7,115	18	(18)
Sub Total of Performing Assets		7,115	-	7,115	18	(18)
Non Performing Assets (NPA)						
Substandard	Stage 3	270	-	270	27	(27)
Doubtful - upto 1 year	Stage 3					
1 - 3 Years	Stage 3					
more than 3 years	Stage 3					
Sub Total of NPAs		270	-	270	27	(27)
Total		7,385	-	7,385	45	(45)

Assets Classification as per RBI Norms	Assets Classification as per Ind AS 109	Gross Carrying amount as per Ind As on March 31, 2025*	Loss Allowances (Provisions) as required under Ind As 109 as on March 31, 2025	Net Carrying amount as on March 31, 2025	Provisions required as per IRACP norms as on March 31, 2025	Difference between Ind AS 109 provisions and IRACP norms as on March 31, 2025
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7)=(4)-(6)
Performing Assets						
Standard	Stage 1	11,700	-	11,700	29	(29)
	Stage 2					
Sub Total of Performing Assets		11,700	-	11,700	29	(29)
Non Performing Assets (NPA)						
Substandard	Stage 3					
Doubtful - upto 1 year	Stage 3					
1 - 3 Years	Stage 3	37	-	37	37	(37)
more than 3 years	Stage 3	150	-	150	150	(150)
Sub Total of NPAs		187	-	187	187	(187)
Total		11,887	-	11,887	216	(216)

19. CONTINGENT LIABILITIES AND COMMITMENTS

Particulars	31.03.2025	31.03.2024
Contingent Liabilites:		
Claims against the company not acknowledged as debts	7	7

20. SEGMENT INFORMATION

The Company is engaged in only one business of Financial Activities. Accordingly there are no separate reportable segments according to Ind AS 108 'Operating Segments' issued under the Companies (Accounting Standards) Rules, 2006.

21. RELATED PARTY DISCLOSURES

a) DIRECTORS

Name of Key Managerial Person	DIN	Category
Bhavika M Jain	07704015	Promoter
Khushbu Mohan Kumar Jain	07704023	Promoter
Rekha M Jain	07704034	Promoter
Jadav Chand Jain Akash Jain	09688787	Independent
Bharat Dughar	07996160	Independent

b) KEY MANAGERIAL PERSONNEL

Seshmalji Mohankumar - Chief Executive Officer & Chief Financial Officer
Binod Kumar Chowdhury - Company Secretary

Related party disclosures as required by Ind AS 24 issued by the Institute of Chartered Accountants of India, are given

Transactions during the year

Name of Key Managerial Person	Nature of Transaction	31.03.2025	31.03.2024
Binod Kumar Chowdhury	Remuneration	2.53	-
Ms. Monika Kedia	Remuneration	-	1.50
Bhavika M Jain	Interest paid on Loan	135.00	135.00
Khushbu Mohan Kumar Jain	Interest paid on Loan	22.50	22.50
Rekha M Jain	Interest paid on Loan	0.36	0.36

Outstanding Balances as on 31.03.2025

Name of Directors	Nature of Transaction	31.03.2025	31.03.2024
Bhavika M Jain	Loan	3,000	3,000
Khushbu M Jain	Loan	500	500
Rekha N Jain	Loan	8	8

22. SIGNIFICANT FINANCIAL RATIOS

Ratio	31.03.2025	31.03.2024	Numerator	Denominator	Comments/Reason for the Variance
(1) Current Ratio	130.48	30.00	Current Assets	Current Liabilities	Increase in Loan Assets backed by increased Equity and Debt
(2) Debt Equity Ratio	0.58	1.07	Total Debt	Total Equity	Increase in Equity by issue of new shares
(3) Debt Service Coverage Ratio	4.64	3.93	Operating Income	Debt Service Charges	Increase in debt to increase for Investment in Operations
(4) Return on Equity Ratio	0.11	0.09	Net Income	Shareholder's Equity	Increase in Operations
(5) Inventory turnover ratio	-	-	Cost of Goods Sold	Avg Inventory	Not Applicable
(6) Trade Receivables turnover ratio	-	-	Net Credit Sales	Avg Receivables	Not Applicable
(7) Trade Payables turnover ratio	-	-	Net Credit Purchases	Avg Payables	Not Applicable
(8) Net Capital Turnover Ratio	-	-	Sales	Capital Employed	Not Applicable
(9) Net Profit Ratio	0.53	0.51	Net Profit	Revenue	Increase in Operations
(10) Return on Capital Employed	0.11	0.08	EBIT	Capital Employed	Increase in Operations
(11) Return on Investment	0.07	0.05	Net Income	Amount Invested	Increase in Operations

23. DISCLOSURE REQUIREMENTS AS NOTIFIED BY MCA PURSUANT TO AMENDED SCHEDULE III

Nothing to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

(a) Crypto Currency or Virtual Currency
(b) Benami Property held under Benami Transactions (Prohibition) Act, 1988 (45 of 1988)
(c) Registration of charges or satisfaction with Registrar of Companies
(d) Relating to borrowed funds:
  (i) Wilful defaulter
  (ii) Utilisation of borrowed funds & share premium
(e) Loans to Related Parties
(f) Investments/advances through intermediaries
(g) Effect of scheme of arrangement
(h) Compliance with number of layers
(i) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with understanding that intermediary shall -
  (i) Directly to indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or
  (ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(j) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding party) with the understanding (Whether recorded in writing or otherwise) that the Company shall -

(i) Directly to indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funded party (Ultimate Beneficiaries); or

(ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(k) Transactions with Struck off Companies

(l) Undisclosed Income

24. Previous year figures have been regrouped/rearranged wherever necessary.

For and on behalf of the Board
For Aastamangalam Finance Limited

As per Report attached of even date
For M/s. Venkat & Rangaa LLP
Chartered Accountants
FRN : 004597S

Bhavika M Jain
Director
DIN: 07704015

Khusbhu M Jain
Director
DIN: 07704023

T. Zameer
Partner
Membership No. : 230441

S Mohan Kumar
CEO & CFO

Binod Kumar Chowdhury
Company Secretary

Place: Chennai
Date: 27.05.2025