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# Board of Directors

**Amitabh Chaudhry**

**Atul Mehra**

**Neelkanth Mishra**

**Vijay Krishna Mulbagal**

**Prof. Samir Barua**

**Bahram Navroz Vakil**

**Sutapa Banerjee**

**Gurumurthy Ramanathan**

**Mukesh Sharma**

**Vilma Mathias Gangahar**

**Chairman**

**Managing Director & CEO**

**Director**

**Director**

**Independent Director**

**Independent Director**

**Independent Director**

**Independent Director**

**Chief Financial Officer**

**Company Secretary**

**CNK & Associates LLP**

Chartered Accountants

**Statutory Auditors**

**M/s. BDO India & LLP**

Chartered Accountants

**Internal Auditors**

**M/s. Ashish K. Bhatt & Associates**

Practicing Company Secretaries

**Secretarial Auditors**

**M/s. KFin Technologies Limited**

Selenium Tower B, Plot 31 & 32, Gachibowli Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032, Telangana.

**Registrar and Share Transfer Agent**

## **REGISTERED OFFICE**

Axis House, 1<sup>st</sup> Floor, Pandurang Budhkar Marg, Worli, Mumbai - 400 025 CIN : U51900MH2005PLC157853  
Tel.: +91-22-4325 1199

Email: [compliance@axiscap.in](mailto:compliance@axiscap.in) | [complianceibd@axiscap.in](mailto:complianceibd@axiscap.in)

[www.axiscapital.co.in](http://www.axiscapital.co.in)



# Directors' Report

## Dear Members,

The Directors are pleased to present the Nineteenth Annual Report on the business and operations of the Company along with the Audited Financial Statements for the Financial Year ended March 31, 2025.

## FINANCIAL PERFORMANCE:

During the year, the Company achieved a consolidated and standalone total income of ₹ 78,271.53 lakhs and ₹ 78,263.45 lakhs respectively.

The consolidated and standalone financial results of the Company for the year ended 31<sup>st</sup> March 2025 are given below:

Particulars	Consolidated		Standalone	
	FY 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Operating Income(A)	70,550.57	53,168.16	70,545.50	53,163.19
Interest Income, fair value gain on financial instruments and miscellaneous Income (B)	7,720.96	6,189.99	7,717.95	6,185.07
<b>Total Income (A)+(B)</b>	<b>78,271.53</b>	<b>59,358.15</b>	<b>78,263.45</b>	<b>59,348.26</b>
Operating Expenses	51,729.26	36,278.20	51,733.49	36,280.47
<b>Profit/(Loss) before Depreciation and provisions for tax</b>	<b>26,542.27</b>	<b>23,079.95</b>	<b>26,529.96</b>	<b>23,067.79</b>
Depreciation	410.69	378.21	410.69	378.21
Short/Excess Provision for tax of earlier years Written off/Written Back	77.15	-	77.15	-
Provisions for Tax including deferred tax	9,187.28	7,446.40	9,187.28	7,446.40
<b>Profit / (Loss) After Tax</b>	<b>16,867.15</b>	<b>15,255.34</b>	<b>16,854.84</b>	<b>15,243.18</b>
Other comprehensive income	16,398.69	5,192.36	16,387.01	5,185.37
<b>Total Comprehensive income for the year</b>	<b>33,265.84</b>	<b>20,447.70</b>	<b>33,241.85</b>	<b>20,428.55</b>

## TRANSFER TO RESERVES

During the year under review, the Company did not transfer any amount to the Reserve.

## BUSINESS OVERVIEW AND REVIEW OF OPERATIONS

### OPERATIONS

Your Company is presently engaged in two lines of business namely Investment Banking and Institutional Equities.

#### Investment Banking

Financial Year 2025 (FY25) was a robust year for India's capital markets, characterized by strong equity market performance, robust IPO momentum, and continued regulatory evolution. During the first half of the year India's resilient growth trajectory propelled its capital markets to record highs, as one of the most active markets globally for equity capital market transactions, and India continued to attract significant domestic and international investor interest. This year, we truly witnessed India emerge as a key capital markets destination globally, India's rising weight in global indices and increasing allocation by global funds further underscored its growing prominence on the world stage.

But the story remains incomplete if there are no ups and downs, similarly markets took a complete U-turn in the second half led by FII selling, changed Rupee-Dollar equation and Macro factors at play, putting pressure on both primary and secondary markets.

Against this backdrop, Axis Capital reinforced its leadership as a premier full-service investment bank, navigating market complexities with agility and delivering exceptional outcomes for our clients. The trust and confidence of our clients remain the cornerstone of our success.

### Investment Banking Overview

Equity fund raising in FY25 saw a substantial surge in both the overall number of deals and the total amount raised compared to financial year 2024 (FY24). Total funds raised in FY25 was INR 3,76,520 Cr (across 214 transactions) including both primary and secondary issues as compared to total fund raise of INR 2,03,664 Cr (across 196 transactions) in FY24. Our deep sectoral expertise, strong investor relationships, and regulatory proficiency enabled us to maintain our position as one of the most trusted investment banks in the country.

Axis Capital's Investment Banking division successfully executed 61 transactions across Equity Capital Markets (ECM) and Advisory businesses, demonstrating our deep market expertise and strong execution capabilities. This included 44 ECM transactions and 17 Advisory deals, spanning IPOs, QIPs, InvITs, OFS, Rights Issues, M&A, Private Equity amongst others.

Axis Capital successfully executed 44 ECM transactions during the year, reaffirming our leadership in the equity capital markets. These included 20 IPOs, 5 QIPs, 10 Block Deals, 2 OFS, 2 Rights Issues, 2 Buybacks, 1 FPO, and 2 ECM Advisory. Among the standout deals were the record-breaking FPO of Vodafone Idea - the largest FPO in India's history, alongside landmark IPOs such as Waaree Energies, the country's leading solar module manufacturer and exporter; IGI, the market leader in LGD certification; Ola Electric, the largest EV mobility IPO in India; Bajaj Housing Finance, 2<sup>nd</sup> largest HFC in India; QIP of Samvardhana Motherson, the largest Auto Ancillaries player in the country; and QIP of Craftsman Automation, one of the leaders in precision manufacturing. These transactions not only showcased our ability to lead high-impact deals but also reinforced our role as a preferred banker for marquee issuances.

Amidst a surge in IPO and QIP fundraises during the time when markets were scaling new highs, we also successfully executed several sizable Block Deals in scrips like Alkem Labs, Archean Chemical Industries, Thermax, Affle India, Kalyan Jewellers, Cyient DLM amongst others further strengthening our presence in secondary market transactions.

This year, we secured many large size marquee IPO mandates, further cementing our position as the go-to investment bank for companies looking to tap into public markets backed by our strong regulatory and distribution capabilities, additionally we continue to remain as one of the preferred left lead bankers due to our regulatory experience and knowledge. Notably, we emerged as the most active new age technology banker in FY25, winning multiple marquee mandates across the new-age sectors. We demonstrated our sectoral dominance by winning marquee deals across a diverse range of industries.

In addition, we continued to be the 'Most Preferred Banker' for InvITs & REITs. This year, we successfully managed five InvIT transactions, advising some of the most prominent private equity funds, including KKR, I-Squared, and Actis. As we continue to secure new mandates, our dominance in this high-potential segment remains unmatched.

The M&A practice continued its momentum by advising on multiple high-profile transactions involving restructuring and strategic mergers & acquisitions advising for top corporates, conglomerates, and leading financial sponsors. Axis Capital was ranked among the top 10 M&A advisors in India for FY25 marked by announcement of 10 transactions, these involved large conglomerates like the Tata Group, Piramal Group and Aditya Birla Group, leading corporates like Siemens and Raymond, and prominent global private equity investors like Macquarie and Bain Capital underscoring our commitment to delivering exceptional end-to-end advisory services to drive value and foster long-term partnerships with our clients.

During FY25, Axis Capital received prestigious accolades, including the titles of Best Investment Bank & Best Securities House in India by Euromoney Securities Houses Awards 2024, Best Investment Bank by Finance Asia Achievement Awards 2024, India's Best Investment Bank and Securities House by Asiamoney Award. These awards are a testament to our longstanding track record of providing clients with comprehensive investment banking solutions from fund raising to advisory services.

As we look ahead, Axis Capital is well-positioned with an impressive pipeline of 80+ active mandates across ECM, M&A, PE, and InvITs / REITs. However, success in an evolving market requires more than just a strong deal flow - it demands relentless hustle, agility, and excellence in execution. While we continue to push boundaries and create value, we would continue to uphold the highest standards of regulatory and compliance practices to strengthen our position as "Bankers of Choice".

### Institutional Equities

Over the past decade, Indian equity markets have witnessed remarkable expansion, both in depth and breadth. In 2015, only around 200 companies had a market capitalization exceeding \$1 billion - today, that number has surged past 550 reflecting India's economic resilience, strong fundamental growth of companies and increasing investor participation.



The rapid expansion of India's equity markets, coupled with rising AUMs across both domestic and international funds, presents a tremendous opportunity for us. Growing investor participation, strong SIP flows, and increasing allocations from global institutions have created a deeper and more liquid market. This was reflected in our exceptional performance in FY25, where we achieved record revenues in both cash and derivatives segments. Our ability to capitalize on market trends, provide superior execution, and deepen relationships with key clients was instrumental in this success.

That said, FY25 was not without its challenges. The year saw significant churn within our team - first in the sales division, followed by the derivatives segment. This transition period created temporary disruptions, but we have emerged stronger, with a fully stable and motivated team in place we are well-positioned to regain momentum.

Market share across categories was under stress this year impacted by both churn in the team leading to changes in sales relationships as well as tough market conditions. This temporarily impacted client coverage and flow volumes, despite this our strategic realignment is now in place, and we are confident in regaining lost ground in these segments.

Over the past year, we have actively worked on deepening our relationships with global institutional investors, successfully securing empanelment with marquee FIIs such as GIC, RBC, Temasek, APAH, Millenium and Nomura Asia, among others.

Our prolific and popular annual flagship India conference was very well attended by over 590 CIOs & Fund Manager from FIIs and Domestic Mutual Funds. We hosted over 132 corporates, 18 Speakers / Industry experts. In all we have facilitated over 4,000 investor interactions over 3 days. In our endeavors for next year, we would increase our focus on conducting many more non-deal road shows, corporate days and few additions to overseas conferences to further strengthen our client connects.

On the Research front, we strengthened our thought leadership with a strong flow of thematic research and a 17% expansion in coverage universe with 257 companies under coverage, ensuring a more comprehensive representation of key sectors and emerging investment themes which have been well-received by institutional investors.

With our deep institutional relationships, sharp research insights, and execution expertise, we are well-positioned to capture a larger share of this expanding market. As more companies enter the investable space and investor flows deepen, our ability to connect clients with high-quality opportunities will be a key driver of our continued growth.

## **DIVIDEND**

During the year under review, the Board of Directors has not recommended any dividend on the equity shares of the Company.

## **SUBSIDIARIES**

As on March 31, 2025, Axis Capital USA LLC continued as the Wholly Owned Subsidiary of the company. The Subsidiary Company is registered as a Broker Dealer after obtaining all the requisite regulatory approvals. There has been no material change in the nature of the business of the Subsidiary Company. The salient features of the financial statement of Subsidiary Company for the year ended 31<sup>st</sup> March, 2025, is given in Form AOC-1 (Annexure 'A') which forms part of this Report as well as the Financial Statements.

Further, the Financial Statements of Axis Capital USA LLC is required to be consolidated as per Indian Accounting Standards (Ind-AS).

## **MATERIAL CHANGE AND COMMITMENT**

Except as disclosed elsewhere in this Report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and the date of this Report. During the financial year 2024-25, there has been no change in the nature of the Company's business.

## **ANNUAL RETURN**

As required under Section 134 (3)(a) of the Act, the Annual Return for the year 2024-25 is put up on the Company's website and can be accessed at <https://www.axiscapital.co.in/regulatory-information>

## **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

In terms of the information required under Section – 134 of the Companies Act, 2013 and Rule – 8 of the Companies (Accounts) Rules, 2014, it is to be noted that during the financial year 2024-25, there was no significant and material order passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations.

## **STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY INCLUDING IDENTIFICATION THEREIN OF ELEMENTS OF RISK**

The Board of the Company has constituted a Risk Management Committee which consists of the majority of Independent Directors and Senior Managerial Personnel of the Company. Risk Management is a key function in the Company. Real-time monitoring of overall exposure of the Company is required from the point of view of Risk Control. The Company has a robust Business Risk Management framework to identify and evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhances Company's competitive advantage and the same is subject to periodic review by the Risk Management Committee of the Board, Group Level and at the Board of Directors level. Further,

### **During the year under review:**

- a) the Company strictly complied with Framework on Reputational Risk, which will require it to carry out adequate due diligence to assess risk associated to reputation of the Company or Axis Group as whole before accepting any mandates.
- b) Risk Dashboard on quarterly basis to be presented to the Risk Management Committee
- c) Strengthen the penalty provisions for violations or non-adherence of policies/procedure.
- d) Frame and monitor Risk Appetite Statement ('RAS')

## **STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. Internal control systems comprising policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and that all assets and resources are acquired economically, used efficiently and protected adequately.

## **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has adopted the code of conduct for employees and also directors for the highest degree of transparency, integrity, accountability. Any actual or potential violation of the Code would be a matter of serious concern for the Company.

In accordance with Section 177 of the Act, the Company has formulated and adopted a Whistleblower Policy ('the Policy') and same can be accessed on the Company's Website, which aims to set up a mechanism that enables employees to report about actual or potential illegal and/or unacceptable practices. The policy is designed to enable employees, to raise concerns to Whistleblower Committee, without revealing his/her identity, if he/she chooses to do so and to disclose information which the individual believes, shows malpractice or wrongdoing which could affect the business or reputation of the Company.

The Policy is to provide framework for an effective vigil mechanism and to provide protection to employees or directors reporting genuine concerns. Employees of the Company are encouraged to use guidance provided in the Policy for reporting all allegations of suspected improper activities.

## **DIRECTORS**

The Board of Directors, along with its committees provides leadership and guidance to the Company's Management and directs, supervises and controls the activities of the Company. The size of the Board of the Company is commensurate with its size and business operations. In addition to the governance practices, the Board lays strong emphasis on transparency, accountability and integrity. At present, the Board strength is eight (8) Directors comprising two (2) Executive Directors, two (2) Non-Executive Directors representing shareholders, and four (4) Independent Directors.




**Composition of the Board of the Company as on March 31, 2025:**

Name of the Director(s)	Category
Mr. Amitabh Chaudhry	Chairman (Non-executive)
Mr. Neelkanth Mishra	Whole Time Director
Mr. Atul Mehra	Whole Time Director, MD & CEO
Mr. Vijay Krishna Mulbagal	Additional Director, Non- Executive Director
Prof. Samir Barua	Independent Director
Mr. Bahram Navroz Vakil	Independent Director
Ms. Sutapa Banerjee	Independent Director
Mr. Gurumurthy Ramanathan	Additional Director, Independent

**During the year under review, there were below changes to the constitution of the Board of Directors of the Company.**

- Mr. Salil Bharat Pitale, Whole Time Director designated as Interim MD & CEO, resigned w.e.f. April 7, 2024.
- Mr. Atul Mehra was appointed as an Additional Director (Designated as Whole-Time Director) of the Company w.e.f. May 2, 2024. Members of the Company approved his appointment as a Whole Time Director of the Company on June 19, 2024.
- Mr. Ganesh Sankaran, Non-Executive Director, resigned w.e.f. November 30, 2024.
- Mr. Gurumurthy Ramanathan was appointed as an Additional Director (Independent) w.e.f. December 4, 2024.
- Mr. Vijay Krishna Mulbagal was appointed as an Additional Director (Non-Executive Director) w.e.f. February 6, 2025.

Further, in compliance with Section 152 of the Act and the Articles of Association of the Company, Mr. Amitabh Chaudhry (DIN: 00531120) being longest serving Director, retires by rotation and being eligible offers himself for re-appointment as a Director of the Company at the ensuing Annual General Meeting. As per the requirement of Secretarial Standard 2 ("SS-2") the brief details of Mr. Amitabh Chaudhry (DIN: 00531120), who is proposed to be re-appointed, is being provided in the Notice convening the Nineteenth Annual General Meeting of the Company.

The Board after taking the declarations/disclosures received from the Independent Directors on record and acknowledging the veracity of the same, opined that the Independent Directors are persons of integrity and possess the relevant expertise and experience, fulfills the conditions specified in the Companies Act, 2013 ('the Act') for appointment of Independent Directors and are independent of the Management. Further, all Independent Directors have confirmed to the Board that they meet the criteria of independence as laid down under Section 149(6) of the Act and that they qualify to be Independent Directors pursuant to the Rule 5 and Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

All the Directors of the Company have confirmed that they are not disqualified to act as Directors of the Company in terms of Section 164 of the Act.

**KEY MANAGERIAL PERSONNEL**

During the year under review, below change in the Key Managerial Personnel ('KMP') of the Company in terms of Section 203 of the Act was noted:

- Mr. Atul Mehra was appointed as the Whole Time Director and KMP for a period of three (3) years w.e.f. May 2, 2024.



## PARTICULARS OF MEETINGS

During the year, the number of Board, Committee and General Meetings convened is as follows:

Sr. No.	Type of Meeting	Number of meetings held
1.	Board Meeting	9
2.	Audit Committee Meeting	4
3.	Nomination & Remuneration Committee Meeting	3
4.	Risk Management Committee Meeting	4
5.	Corporate Social Responsibility Committee Meeting	1
6.	General Meeting (including Extra-ordinary General Meeting)	2

The intervening gap between the Board Meetings was within the period prescribed under the Companies Act, 2013.

## PARTICULARS OF REMUNERATION RECEIVED BY MANAGING DIRECTOR/WHOLE-TIME DIRECTOR FROM THE HOLDING OR SUBSIDIARY COMPANY

As per the requirements of the Companies Act, 2013, in case the Managing/Whole time Director of the company is in receipt of any commission from the company and also receives any remuneration or commission from its holding company or subsidiary company, details of such remuneration or commission shall be disclosed in the Directors' Report.

During the period under review, Mr. Neelkanth Mishra, Whole-Time Director of the Company, has received a fixed remuneration of ₹ 1,02,50,000/- (Rupees One Crore Two Lakhs Fifty Thousand Only) from the holding company, Axis Bank Limited, in the capacity of being the Chief Economist of Axis Bank Limited.

## A STATEMENT INDICATING THE MANNER IN WHICH FORMAL ANNUAL EVALUATION HAS BEEN MADE BY THE BOARD OF DIRECTORS

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance and that of its committees and individual Directors.

The Board adopted a formal evaluation mechanism for evaluating its performance and as well as that of its committees and individual Directors, including the Chairman of the Board. The exercise was carried out by feedback survey from each director covering Board functioning such as composition of Board and its Committees, experience and competencies, governance issues etc. Separate exercise was carried out to evaluate the performance of individual directors including the Chairman of the Board who were evaluated on parameters such as attendance, professional conduct, roles and functions, discharge of duties and their contribution to Board/Committees/Senior Management, contributions at the meeting etc.

A separate meeting of the Independent Directors was also called during the year for the evaluation of the performance of Non-Independent Directors, performance of the Board as a whole and that of the Chairman of the Board.

## COMMITTEES

### i. AUDIT COMMITTEE

The composition of the Audit Committee is in conformity with the provisions of Section 177 of the Companies Act, 2013, and Rules made thereunder.

#### Constitution of the Audit Committee of the Company as on March 31, 2025:

Name of the Director(s)	Category
Prof. Samir Barua	Independent Director
Mr. Bahram Navroz Vakil	Independent Director
Ms. Sutapa Banerjee	Independent Director
Mr. Atul Mehra	Whole Time Director, MD & CEO

During the year, all the recommendations made by the Audit Committee were accepted by the Board.



## ii. NOMINATION AND REMUNERATION COMMITTEE

The constitution of Nomination and Remuneration Committee of the Company is in conformity with the provisions of Section 178 of the Companies Act, 2013.

### Constitution of the Nomination and Remuneration Committee of the Company as on March 31, 2025:

Name of the Director(s)	Category
Prof. Samir Barua	Independent Director
Mr. Bahram Navroz Vakil	Independent Director
Ms. Sutapa Banerjee	Independent Director

## iii. RISK MANAGEMENT COMMITTEE

### Constitution of the Risk Management Committee of the Company as on March 31, 2025:

Name of the Director(s)	Category
Prof. Samir Barua	Independent Director
Mr. Bahram Navroz Vakil	Independent Director
Ms. Sutapa Banerjee	Independent Director
Mr. Neelkanth Mishra	Whole Time Director
Mr. Atul Mehra	Whole Time Director, MD & CEO

## iv. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

### Constitution of the Corporate Social Responsibility Committee of the Company as on March 31, 2025:

Name of the Director(s)	Category
Mr. Bahram Navroz Vakil	Independent Director
Mr. Neelkanth Mishra	Whole Time Director
Mr. Atul Mehra	Whole Time Director, MD & CEO

## SHARE CAPITAL

As on March 31, 2025, the issued, subscribed and paid-up equity share capital of the Company stood at ₹ 73,50,00,000 (comprising of 7,35,00,000 Equity Shares of Rs. 10 each). During the year under review, there was no change in the authorized, issued, subscribed and paid – up Share Capital of the Company. Further, there has been no change in the issued and paid-up capital after March 31, 2025, till the date of this report.

## PUBLIC DEPOSITS

During the year under review, the Company has neither invited nor accepted any deposit pursuant to Section 73 and section 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 and as such, no amount on account of principal or interest on deposits from public was outstanding as on March 31, 2025.

## PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTFLOWS

Information as per Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 relating to the Conservation of Energy and Technology Absorption is not given since the Company is not engaged in any manufacturing activity. There is no foreign technology involved/ absorbed.

During the year under review, the Company has earned a Foreign Exchange of ₹ 5,932.47 lakhs. The Company incurred total expenditure in Foreign Exchange of ₹ 956.69 lakhs. The capital contribution in Company's Foreign Subsidiary Company viz. Axis Capital USA LLC is 495.88 lakhs as of March 31, 2025.

## **PARTICULARS OF CONTRACTS, OR ARRANGEMENTS WITH RELATED PARTIES UNDER SUB – SECTION (1) OF SECTION 188**

Information as per Section 134(3)(h) of the Companies Act, 2013, relating to the particulars of contracts, or arrangements with related parties under Sub – Section (1) of Section 188 is annexed as Annexure 'B' to this report. All related party transactions that were entered into during the financial year were at arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

Omnibus approval of the Audit Committee was obtained for the transactions which were of a repetitive nature. The transactions entered into pursuant to the omnibus approval so granted were reviewed and statements giving details of all related party transactions were placed before the Audit Committee and the Board on a quarterly basis.

Except for Mr. Bahram Vakil, Independent Director, none of the Directors have any pecuniary relationship or transactions vis-à-vis the Company.

## **CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The Corporate Social Responsibility Committee (the "CSR Committee") was established by the Board in accordance with Section 135 of the Act. The CSR Committee has approved and adopted the Corporate Social Responsibility Policy ("CSR Policy"). The CSR Policy of the Company, inter alia, lists the activities that can be undertaken or supported by the Company for CSR, composition and meetings of CSR Committee, details of existing charitable trusts within the Axis Group, annual allocation for CSR activities, areas of CSR projects, criteria for selection of CSR projects, modalities of execution/ implementation of CSR activities and the monitoring mechanism of CSR activities/projects. The CSR policy is made available on the Company's website at [www.axiscapital.co.in](http://www.axiscapital.co.in).

During the year under review, the Company has contributed ₹ 447.71 Lakhs (being 2 percent of the average net profit of the Company in the immediately three preceding financial years calculated as per Section 198 of the Act) towards CSR expenditure in the areas of Sustainable Livelihoods and Promoting healthcare including preventive healthcare. These projects are in accordance with Schedule VII of the Companies Act, 2013. The details of Projects undertaken are attached herewith as Annexure 'C' and forms part of this Report.

## **ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS**

The Company has neither issued shares nor issued shares with differential voting rights nor granted any stock options or sweat equity or bonus shares. Further, the Company has not bought back any of its securities during the year under review.

## **POLICY OF THE NOMINATION AND REMUNERATION COMMITTEE**

The Company has a Nomination and Remuneration Policy ("NRC Policy") formulated in compliance with Section 178 of the Companies Act, 2013, read along with the applicable rules thereto as amended from time to time. The policy shall apply to all Directors (Executive and Non-Executive), Key Managerial Personnel and Senior Management. The Policy lays down the roles of the Committee, criterion for appointment of Directors, Key Managerial Personnel and Senior Management and parameters for determining the remuneration of Directors, Key Managerial Personnel, Senior Management Personnel and other employees. The NRC policy is made available on the Company's website at [www.axiscapital.co.in](http://www.axiscapital.co.in).

In terms of Section 197 of the Companies Act, 2013 read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the statement relating to particulars of employees of the Company is available for inspection by the Members at the Registered Office of the Company during business hours on working days. A copy of this statement may be obtained by the Members by writing to the Company Secretary of the Company. The Board hereby confirms that the remuneration paid to the Directors is as per the Remuneration Policy of the Company.

## **DIRECTOR'S RESPONSIBILITIES STATEMENT**

Pursuant to the requirements under sub-section (5) of Section 134 of the Companies Act, 2013, the Board of Directors of the Company hereby state and confirm that:

- i. The applicable accounting standards have been followed in the preparation of the annual accounts and proper explanations have been furnished, relating to material departures.

Accounting policies have been selected, and applied consistently and reasonably, and prudent judgments and estimates have been made so as to give a true and fair view of the state of affairs of the Company and of the profit of the Company for the year ended 31<sup>st</sup> March 2025.



- ii. Proper and sufficient care has been taken 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.
- iii. The annual accounts of the Company have been prepared on a going concern basis.
- iv. A proper system has been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

## COMPLIANCES

The Balance Sheet and Statement of Profit and Loss for the year under review are revised as per the new format of Schedule III as notified by the Ministry of Corporate Affairs.

## SECRETARIAL STANDARDS

During the year under review, the Company has complied with the applicable Secretarial Standards (SS-1 & SS-2) issued by The Institute of Company Secretaries of India.

## AUDITORS

### i. STATUTORY AUDITORS:

The Members of the Company at the 16<sup>th</sup> Annual General Meeting (AGM) held on July 28, 2022, had appointed M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No: 301003E/E300005) as Statutory Auditors of the Company for a period of 5 years from the conclusion of ensuing 16<sup>th</sup> AGM till the conclusion of 21<sup>st</sup> AGM of the Company under the provision of the Companies Act, 2013.

M/s. S.R. Batliboi & Co. LLP vide their letter dated May 19, 2025, have resigned as the Statutory Auditors of the Company citing enhanced voluntary independence requirements at their end to be responsive to regulatory expectations and which have extended to their network firms who have service relationships with the holding company of Axis Capital Limited namely Axis Bank Limited. The firm has confirmed that there is no other reason whatsoever, including but not limited to conduct of audit(s), observations or exceptions which is prompting their pre-term resignation.

The Company has received a consent and an eligibility letter from the proposed Statutory Auditor, CNK & Associates LLP (Firm Registration No.: 101961 W/W100036) to hold the office of the Statutory Auditor of the Company for FY 2025-2026 subject to the approval of the Members of the Company in the ensuing Annual General Meeting.

## OBSERVATIONS OF STATUTORY AUDITORS

The statutory auditors have issued their unmodified opinion on standalone financial statements for the year ended March 31, 2025, and that they have not highlighted any qualifications, reservations, adverse remarks or disclaimers. The Notes to the Accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

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

During the year under review, there were no incidents of frauds reported by the Statutory Auditors to the Audit Committee or the Board.

### ii. SECRETARIAL AUDIT

Pursuant to the requirements of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors had appointed M/s. Aashish K. Bhatt & Associates, Practicing Company Secretaries (Membership No. 19639 and CP No. 7023) to undertake the Secretarial Audit of the Company for the FY 2024-25.

The Audit report of the Secretarial Auditors of the Company is appended as Annexure 'D' to this Report and there are no qualifications, reservations, adverse remarks or disclaimers made by the Secretarial Auditors, in their Audit Report.

### iii. INTERNAL AUDITOR

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, the Company had appointed M/s. BDO India Limited Liability Partnership (LLP Identification Number: AAB-7880) to undertake the Internal Audit of the Company for the year under review.

### MAINTENANCE OF COST RECORDS

The provisions of Section 148 (1) of the Act relating to maintenance of cost records are not applicable to the Company during the year under review.

### CORPORATE GOVERNANCE

The Company's policy on Corporate Governance has been:

- i. To enhance the long-term interest of its Shareholders, provide good management, adopt prudent risk management techniques and comply with the applicable regulatory requirements, thereby safeguarding the interest of its other stakeholders such as customers, employees, creditors and vendors;
- ii. To identify and recognize the Board of Directors and the Management of the Company as the principal instruments through which good corporate governance principles are articulated and implemented; and
- iii. To also identify and recognize accountability, transparency and equality of treatment for all stakeholders, as central tenets of good corporate governance.

### PREVENTION OF SEXUAL HARASSMENT

The Company is committed to uphold and maintain the dignity of woman employees and it has in place a policy which provides for protection against sexual harassment of women at workplace and for prevention and redressal of such complaints. The Company has also constituted an Internal Complaints Committee under the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, no such complaints were received.

### THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year under review there was no application made or pending proceeding under the Insolvency and Bankruptcy Code, 2016.

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT UNDER SECTION- 186

During the period under review, the Company has not made any loans, guarantees and investments covered under section 186 of the Act.

### DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS (FI)

During the year under review the Company has not made any one-time settlement. However, the Company has taken new loans and the same has been applied for the purpose it has been taken.

### PARTICULARS OF EMPLOYEES

No employee was employed by the Company receiving remuneration prescribed under Section 197 of the Companies Act, 2013 and the rules framed thereunder.

### FUTURE OUTLOOK

As we step into the new financial year, the Indian equity markets stand at a crucial juncture. After an extended phase of record highs and strong investor optimism, sentiment shifted sharply in the final quarter. We are caught surrounded by weak corporate earnings, sell-down by FIIs and global uncertainties weighing on sentiments, leading to a phase of sharp correction. Despite this short-term turbulence, our outlook remains firmly optimistic. Market cycles are inevitable, but history has shown that periods of consolidation are often followed by strong rebounds. India's economic fundamentals remain intact, backed by solid GDP growth, rising consumption, and a well-capitalized banking system. While global markets



may be adjusting to shifting monetary policies and geopolitical complexities, India continues to be one of the brightest spots in the investment landscape.

India's economic resilience continues to stand out on the global front, driven by strong domestic consumption and rising retail investor participation. Private consumption, which accounts for nearly 60% of India's GDP, remains a key pillar of growth, fueled by a young demographic, rising disposable incomes, and urbanization. The increasing financialization of savings is evident in the surge of retail investors entering the stock market. With over 18 crore demat accounts and expanding digital penetration, retail participation is at an all-time high, creating a strong foundation for sustained market liquidity.

We see FY26 unfolding as a year with two distinct halves, the initial phase will likely be marked by challenging market conditions, with subdued activity across equity capital markets. Several factors will contribute to this slowdown – weak corporate earnings, continuous sell down by FIIs, global macroeconomic uncertainties and cautious investor sentiment. The global economy is also poised to witness a slowdown, with major economies facing tightening financial conditions, as a result global GDP growth is expected to contract moderately. Given these factors, the first half of the year may see limited deal-making, with investors remaining selective in their capital deployment.

However, as the year progresses, we expect a strong resurgence in market activity. With greater clarity on monetary policies, corporate earnings making a comeback, potential easing of interest rates, and a more stable geopolitical environment, investor confidence is likely to return. The second half of FY26 is expected to witness an acceleration in fundraising activity, driven by both primary and secondary issuances. As valuations stabilize and confidence returns, we anticipate our robust pipeline across ECM deals hitting the market.

In volatile markets, InvITs / REITs have emerged as a non-cyclical product for us which unlike traditional ECM activity does not fluctuate with market sentiment. With increasing investor appetite for yield- generating assets, InvITs / REITs market is set for continued expansion, and we remain well-positioned to lead this growth.

FY26 could witness an acceleration in M&A deal-making, driven by a mix of consolidation in traditional industries and aggressive expansion by high-growth businesses. We expect inbound M&A activity to remain active, driven by global investors seeking quality assets in a resilient Indian economy, followed by a steady flow of domestic strategic consolidations. However, given the current global uncertainties outbound M&A is likely to remain subdued in the near-term.

The recent market correction has led to a sharp decline in overall market volumes, this impact has been particularly severe in the derivatives segment, where volumes have nearly halved. While we expect market activity to gradually recover, the near-term sentiment remains subdued, and a full rebound in trading volumes could take some time. This slowdown will have a direct impact on our brokerage revenues, but we remain focused on deepening client engagement and leveraging our strong research and execution capabilities to navigate this challenging phase.

The coming year is poised to be a defining one. With a strong deal pipeline, an experienced team, and relentless focus on execution, we are ready to lead in a dynamic market environment. We shall continue to strengthen our engagement with leading corporates and investors and continue to strengthen our pipeline across products and sectors.

While the long-term India growth story remains intact with strong fundamentals supporting sustained expansion, near-term outlook demands caution. Liquidity dynamics, corporate earnings trajectory, and policy direction will be key factors shaping market recovery. That said, as we navigate this period of uncertainty, staying agile, managing risks prudently and positioning for opportunities will be critical to capitalize on the eventual market rebound.

## ACKNOWLEDGEMENT

Your directors would like to express their gratitude for all the guidance and co-operation received from Axis Bank. Your directors would also like to place on record their gratitude and thanks to the esteemed clients, Bankers, Auditors, Central, State and Local Government Departments and Bodies for their continued support and co-operation.

The Directors also express their warm appreciation to all the employees of the Company for their diligence and contribution.

For and on Behalf of the Board of Directors

**Amitabh Chaudhry**

Chairman

DIN: 00531120

Place: Mumbai

Date: June 12, 2025

## Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

## Part "A": Subsidiaries\*

(₹ in lakhs)

Sr. No.	Particulars	Details
1	Name of the subsidiary	Axis Capital USA LLC
2	The date since when subsidiary was acquired	02/08/2017
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April to March
4	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries	Reporting currency: USD
5	Share capital	495.88
6	Reserves and Surplus	13.76
7	Total Assets	535.82
8	Total Liabilities	535.82
9	Investments	-
10	Turnover	228.43
11	Profit before taxation	11.78
12	Provision for taxation	-
13	Profit after taxation	11.78
14	Proposed Dividend	-
15	% of shareholding	100%

\*Figures based on audited financials. Exchange rate: ₹85.47 per USD (As on March 31, 2025)

## Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures: Not Applicable

For and on Behalf of the Board of Directors

**Amitabh Chaudhry**

Chairman

DIN: 00531120

Place: Mumbai

Date: June 12, 2025





## Annexure - 'B'

**PARTICULARS OF CONTRACTS, OR ARRANGEMENTS WITH RELATED PARTIES UNDER SUB - SECTION (1) OF SECTION 188**
**FORM NO. AOC -2**

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties during financial year ended March 31, 2025, referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

**1. Details of contracts or arrangements or transactions not at arm's length basis.**

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	None
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

**2. Details of contracts or arrangements or transactions at arm's length basis.**

Sr. No.	(a) Name (s) of the related party & nature of relationship	(b) Nature of contracts / arrangements / transaction	(c) Duration of the contracts / arrangements / transaction	(d) Salient terms of the contracts or arrangements or transaction including the value, if any	(e) Date of approval by the Board	(f) Amount paid as advances, if any
1.	Axis Bank Limited (Holding Company)	Availing and rendering services	Continuous	Kindly refer to the Financial Statements	January 13, 2024	Nil
2.	Axis Securities Limited (Fellow Subsidiary Company)	Availing and rendering services	Continuous			Nil
3.	Axis Capital USA LLC (Subsidiary Company)	Availing services	Continuous			Nil
4.	Axis Max Life Insurance Limited (erstwhile known as Max Life Insurance Company Limited) (Fellow Associate Company)	Rendering services	Continuous			Nil
5.	AZB & Partners	Availing services	Continuous			Nil

For and on Behalf of the Board of Directors

**Amitabh Chaudhry**

Chairman

DIN: 00531120

Place: Mumbai

Date: June 12, 2025

## ANNUAL REPORT ON CSR ACTIVITIES FOR FY 2024-25

(As prescribed under Section 135 of the Companies Act, 2013 and The Companies (Corporate Social Responsibility Policy) Rules, 2014)

## 1. Brief outline on CSR Policy of the Company:

The Corporate Social Responsibility (CSR) philosophy of the Company is to make meaningful and measurable contributions in the lives of socially, economically, financially and physically excluded, disadvantaged and challenged communities of the country. The Company has adopted an integrated approach of development that focuses on creating opportunities for enhancing sustainable livelihood opportunities, sections of the society (financial inclusion), supporting environmental sustainability and conservation, and contributing to improvements in health and nutrition. The Company's intentions are implemented through Axis Bank Foundation (ABF), or other implementation partners, as set out in the annual action plan (AAP), approved by the Board of Directors (Board) of the Company.

## 2. Composition of CSR Committee:

S. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Bahram Vakil	Chairman	1	1
2.	Mr. Neelkanth Mishra	Whole-Time Director	1	1
3.	Mr. Ganesh Sankaran (ceased to be a Non- Executive Director w.e.f. November 30, 2024)	Non-Executive Director	1	1
4.	Mr. Atul Mehra*	Whole-Time Director, MD & CEO	1	0

\*Mr. Atul Mehra was appointed as the Whole-Time Director designated as MD & CEO w.e.f. May 2, 2024.

- Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company- <https://www.axiscapital.co.in/regulatory-information>
- Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable- **Not Applicable.**
- Average net profit of the company as per section 135(5) is ₹ **2,23,85,80,341/-**
  - Two percent of average net profit of the company as per section 135(5) is ₹ **4,47,71,607/-**
  - Surplus arising out of the CSR projects or programs or activities of the previous financial years. – **Nil**
  - Amount required to be set off for the financial year, if any - **Nil**
  - Total CSR obligation for the financial year (b+c- d) is ₹ **4,47,71,607/-**



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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project. (in ₹).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name	CSR registration number
1.	Sustainable Livelihoods- Ongoing Project	Clause(ii)of Schedule VII of section 135 of the Companies Act 2013	No	Assam	Majuli, Dhemaji, Tinisukia and Jorhat	4,26,94,947	No	Axis Bank Foundation	CSR00002350
				Maharashtra	Mumbai	20,76,660			
<b>Total</b>						<b>4,47,71,607</b>			

(b) Amount spent in Administrative Overheads- Nil

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

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]- ₹ 4,47,71,607/-

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

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
₹ 4,47,71,607/-	-	-	-	-	-

(f) Excess amount for set off, if any

Sr. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	₹4,47,71,607
(ii)	Total amount spent for the Financial Year	₹4,47,71,607
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)- (iv)]	-

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

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): NIL

**Mr. Atul Mehra**MD & CEO, Whole  
Time Director  
DIN: 00095542**Mr. Bahram Vakil**Chairman -CSR  
Committee  
DIN: 00283980

Date: June 12, 2025

Place: Mumbai

Form No. MR-3

**SECRETARIAL AUDIT REPORT**

**For the Financial year ended March 31, 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,**

**Axis Capital Limited**

Axis House, 1<sup>st</sup> Floor,

Pandurang Budhkar Marg,

Worli, Prabhadevi, Mumbai, - 400025.

I have conducted the Secretarial Audit of the Compliance of applicable statutory provisions and the adherence to good corporate governance practices by **Axis Capital Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended March 31, 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2025, according to the provisions of:

- (i) The Companies Act, 2013 (the 'Act') and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder for compliance in respect of Overseas Direct Investment. There were no Foreign Direct Investment and External Commercial borrowings during the year under review;
- (v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 – Not Applicable;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – Not Applicable;
  - d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and erstwhile the SEBI (Share Based Employee Benefits) Regulations 2014 – Not Applicable;
  - e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and erstwhile the SEBI (Issue and Listing of Debt Securities) Regulations 2008 – Not Applicable;
  - f) 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 – Not Applicable;



- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – Not Applicable;
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – Not Applicable;

The management has identified and confirmed the following laws as specifically applicable to the Company:

- (a) SEBI (Stock Brokers and Sub-Brokers) Regulations, 1992, as amended;
- (b) SEBI (Research Analysts) Regulations, 2014, as amended;
- (c) SEBI (Merchant Bankers) Regulations, 1992, as amended;
- (d) SEBI (Alternative Investment Funds) Regulations, 2012, as amended;
- (e) SEBI (Intermediaries) Regulations, 2008, as amended.

Based on the compliance mechanism established by the Company, which has been verified on test check basis and taken on record by the Board of Directors of the Company, I am of the opinion that the Company has complied with the SEBI regulations mentioned above.

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

- i. Secretarial Standards issued by the Institute of the Company Secretaries of India;
- ii. The Listing Agreements entered into by the Company with Stock Exchange(s) – Not Applicable.

During the financial year under report, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

#### **I further report that:**

The Board of Directors of the Company is duly constituted with a proper balance of Executive, 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.

Adequate notice is given to all Directors to schedule the Board Meetings and Committee meetings 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.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views were expressed.

Based on the representation made by the Company and relied upon, I report that there are adequate systems and processes in the Company commensurate with its size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the year under report, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

- i. Appointment of Mr. Atul Mehra (DIN: 00095542) as an Additional Director w.e.f. April 15, 2024;
- ii. Resignation of Mr. Salil Pitale as a Whole Time Director of the Company w.e.f. April 07, 2024;
- iii. Appointment of Mr. Atul Mehra (DIN: 00095542) as a Whole Time Director for a period of 3 years w.e.f. May 02, 2024;
- iv. Reconstitution of various committees;
- v. Change in registered office address of the Company from "Axis House, 8<sup>th</sup> Floor, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400025" to "Axis House, 1<sup>st</sup> Floor, Pandurang Budhkar Marg, Worli, Prabhadevi, Mumbai, - 400025" w.e.f. April 15, 2024.

- vi. Approval for remuneration paid to Key Managerial Personnel;
- vii. Surrender of membership of the Metropolitan Stock Exchange of India Ltd. (MSEI) for the IE broking business;
- viii. Resignation of Ganesh Sankaran, Non-Executive Director of the Company w.e.f. November 30, 2024;
- ix. Appointment of Mr. R. Gurumurthy (DIN: 10366010) as an Additional Independent Director w.e.f. December 04, 2024;
- x. Appointment of Mr. Vijay Krishna Mulbagal (DIN:10740060) as an Additional (Non-Executive) Director w.e.f. February 06, 2025;
- xi. Member's approval was taken for following items:
  - (a) Appointment of Mr. Ganesh Sankaran (DIN: 07580955) as a Director of the Company;
  - (b) Appointment of Mr. Atul Mehra (DIN:00095542) as Director of the Company;
  - (c) Appointment of and payment of remuneration to Mr. Atul Mehra (DIN:00095542) as a Whole Time Director designated as "MD & CEO" of the Company;
  - (d) Re-appointment of Ms. Sutapa Banerjee (DIN: 02844650) as an Independent Director of the Company for a period of 3 years w.e.f. January 17, 2024 up to January 16, 2027;
  - (e) Increase the borrowing limit of the Company u/s 180(1)(c) of the Act upto a sum of ₹ 1,500/- crores (Rupees One Thousand Five Hundred Crores Only).

For **Aashish K. Bhatt & Associates**  
Company Secretaries  
(ICSI Unique Code S2008MH100200)

**Aashish Bhatt**

UDIN: A019639G000072329

Membership No.: 19639, COP No.: 7023

Peer Review Certificate No.: 2959/2023

Place: Mumbai

Date: April 16, 2025

This Report is to be read with my letter annexed as Appendix A, which forms integral part of this report

**APPENDIX A**

To,  
The Members,  
**Axis Capital Limited.**

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

1. The responsibility of maintaining Secretarial record is of the management and based on my audit, I have expressed my opinion on these records.
2. I am of the opinion that the audit practices and process adopted to obtain assurance about the correctness of the secretarial records were reasonable for verification on test check basis.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. The management is responsible for compliances with corporate and other applicable laws, rules, regulations, standards etc. My examination was limited to the verification of procedure on test basis and wherever required, I have obtained the management representation about the compliance of laws, rules and regulations etc.
5. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Aashish K. Bhatt & Associates**  
Company Secretaries  
(ICSI Unique Code S2008MH100200)

**Aashish Bhatt**

UDIN: A019639G000072329  
Membership No.: 19639, COP No.: 7023  
Peer Review Certificate No.: 2959/2023

Place: Mumbai  
Date: April 16, 2025



# Independent Auditor's Report

To The Members of Axis Capital Limited

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of Axis Capital Limited ("the Company"), which comprise the Balance sheet as at March 31 2025, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibility of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



In preparing the standalone financial statements, 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 Standalone Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

### **Report on Other Legal and Regulatory Requirements**

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

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended, specified under section 133 of the Act;
- (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2025 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 35 to the standalone financial statements;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
  - iv.
    - a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the note 62 (a) to the standalone financial statements, 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 note 62 (b) to the standalone financial statements, 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 such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. No dividend has been declared or paid during the year by the Company.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software (refer Note 69 to the standalone financial statements). 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.

**For S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**per Jitendra H. Ranawat**

Partner

Membership Number: 103380

UDIN: 25103380BMMHJF8124

Place of Signature: Mumbai

Date: April 16, 2025

## Annexure 1 referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date

### Re: Axis Capital Limited ('the Company')

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

- i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (a) (B) The Company has maintained proper records showing full particulars of intangibles assets.
- (b) Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2025.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii. (a) The Company's business does not require maintenance of inventories and, accordingly, the requirement to report on clause 3(ii)(a) of the Order is not applicable to the Company.
- (b) The Company has been sanctioned working capital limits in excess of ₹ five crores in aggregate from banks and financial institutions during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements filed by the Company with such banks and financial institutions are in agreement with the unaudited books of accounts of the Company.
- iii. (a) During the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.
- (b) During the year the Company has not made investments, provided guarantees, provided security and granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.
- (c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.
- (d) The Company has not granted loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.
- (e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.
- (f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.



- iv. There are no loans, investments, guarantees, and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.
- v. The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- vi. The Company is not in the business of sale of any goods or provision of such services as prescribed. Accordingly, the requirement to report on clause 3(vi) of the Order is not applicable to the Company.
- vii. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

As informed, the provisions of sales Tax, duty of customs, duty of excise and value added tax are currently not applicable to the Company.

- (b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, service tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (₹ in lakhs)	Period to which the amount relates	Forum where the dispute is pending
Finance Act, 1994	Service Tax Penalty	2,058.82*	July 2012 to September 2014	Customs Excise and Service Tax Appellate Tribunal
Finance Act, 1994	Service Tax	29.68*	October 2015 to March 2017	Assistant Commissioner of CGST <sup>#</sup>
CGST Act, 2017	CGST	22.50*	April 2017 to March 2018	Assistant Commissioner of CGST <sup>#</sup>
CGST Act, 2017	CGST	21.50	July 2017 to March 2018	Assistant Commissioner of CGST <sup>#</sup>
CGST Act, 2017	CGST	151.26	FY 2018-19	Assistant Commissioner of CGST
CGST Act, 2017	CGST	21.56	FY 2019-20	Sales Tax Officer
Income Tax	Disallowance u/s 43B	746.89	FY 2008-09	High Court

\*Net of duty paid under protest

<sup>#</sup> As represented by the Management, Company has received demand and the Company has appealed at Assistant Commissioner of CGST within the applicable timeline.

As informed, the provisions of sales Tax, duty of customs, duty of excise and value added tax are currently not applicable to the Company.

- viii. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) The Company did not have any outstanding loans or borrowings or interest thereon due to any lender during the year. Accordingly, the requirement to report on clause ix(a) of the Order is not applicable to the Company.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.
- (d) The Company did not raise any funds during the year hence, the requirement to report on clause (ix)(d) of the Order is not applicable to the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.
- x. (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- xii. (a) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) of the Order is not applicable to the Company.
- (b) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(b) of the Order is not applicable to the Company.
- (c) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(c) of the Order is not applicable to the Company.
- xiii. Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- xvii. The Company has not incurred cash losses in the current year and in the immediately preceding financial year respectively.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.





- xix. On the basis of the financial ratios disclosed in note 57 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. (a) There are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section (5) of section 135 of the Act. This matter has been disclosed in note 31 to the financial statements.
- (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 31 to the financial statements.

**For S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**per Jitendra H. Ranawat**

Partner

Membership Number: 103380

UDIN: 25103380BMMHJF8124

Place of Signature: Mumbai

Date: April 16, 2025

## Annexure 2 to the Independent Auditor's Report of even Date on the Standalone Financial Statements of Axis Capital Limited

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

We have audited the internal financial controls with reference to standalone financial statements of Axis Capital Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone financial statements 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 with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls with Reference to these Standalone Financial Statements**

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

**Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements**

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

**Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

**For S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**per Jitendra H. Ranawat**

Partner

Membership Number: 103380

UDIN: 25103380BMMHJF8124

Place of Signature: Mumbai

Date: April 16, 2025

# Standalone Balance Sheet

As at 31 March, 2025

(₹ in lakhs)			
Particulars	Note No.	As at 31 March 2025	As at 31 March 2024
<b>ASSETS</b>			
<b>FINANCIAL ASSETS</b>			
Cash and cash equivalents	3	2,605.00	1,612.79
Bank Balance other than cash & cash equivalents	4	65,997.90	54,741.79
Receivable	5		
(i) Trade receivables		87,001.38	134,855.49
(ii) Other receivables		49.59	99.01
Securities held for trading	6	16,685.09	17,640.70
Investments	7	109,256.91	72,128.34
Other financial assets	8	569.92	931.48
<b>Total financial assets (A)</b>		<b>282,165.79</b>	<b>282,009.60</b>
<b>NON-FINANCIAL ASSETS</b>			
Current tax assets (net)	9	383.90	1,204.22
Property, plant and equipment	10	626.20	512.73
Intangible assets under development	11	7.25	52.72
Other intangible assets	12	140.22	83.13
Other non-financial assets	13	911.06	582.16
<b>Total non-financial assets (B)</b>		<b>2,068.63</b>	<b>2,434.96</b>
<b>Total Assets (A+B)</b>		<b>284,234.42</b>	<b>284,444.56</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>FINANCIAL LIABILITIES</b>			
Payables			
Trade payables	14		
Dues to micro and small enterprises		62.61	-
Due to creditors other than micro and small enterprises		84,418.54	131,265.17
Other payables	15		
Due to micro and small enterprises		-	-
Due to creditors other than micro and small enterprises		-	10.15
Borrowings	16a	-	-
Lease liabilities	16b	12.47	35.33
Other financial liabilities	17	26.52	9.27
<b>Total financial liabilities (A)</b>		<b>84,520.14</b>	<b>131,319.92</b>
<b>NON-FINANCIAL LIABILITIES</b>			
Current tax liabilities (net)	18	580.41	259.73
Provisions	19	21,847.56	8,215.64
Deferred tax liabilities	33	7,650.90	8,282.48
Other non-financial liabilities	20	1,273.63	1,903.57
<b>Total non-financial liabilities (B)</b>		<b>31,352.50</b>	<b>18,661.42</b>
<b>EQUITY</b>			
Equity share capital	21	7,350.00	7,350.00
Other equity	22	161,011.78	127,113.22
<b>Total Equity (C)</b>		<b>168,361.78</b>	<b>134,463.22</b>
<b>Total liabilities and equity (A+B+C)</b>		<b>284,234.42</b>	<b>284,444.56</b>
Summary of material accounting policies	2		

The accompanying notes are an integral part of the standalone financial statements

As per report of even date

For and on behalf of the Board of Directors

For S. R. Batliboi &amp; Co. LLP

ICAI Firm Registration No. 301003E / E300005

Chartered Accountants

per Jitendra H. Ranawat

Partner

Membership No.: 103380

Amitabh Chaudhry

Chairman

DIN No.: 0531120

Atul Mehra

Managing Director

DIN No.: 00095542

Neelkanth Mishra

Whole Time Director

DIN No.: 10221641

Mukesh Sharma

Chief Financial Officer

Vilma Gangahar

Company Secretary

Place: Mumbai

Date : 16 April, 2025

Place: Mumbai

Date : 16 April, 2025



# Standalone Statement of Profit and Loss

For the year ended 31 March, 2025

(₹ in lakhs)			
Particulars	Note No.	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Revenue from operation</b>			
(a) Fees from advisory services and other professional services	23	38,583.14	28,743.99
(b) Brokerage Income	23	31,962.36	24,419.20
(c) Other Operating Income	23	-	-
<b>Total Revenue from Operations (A)</b>		<b>70,545.50</b>	<b>53,163.19</b>
<b>Other income (B)</b>	24	7,717.95	6,185.07
<b>Total Income (A+B) (1)</b>		<b>78,263.45</b>	<b>59,348.26</b>
Finance costs	25	391.72	330.29
Impairment of financial instruments	26	297.86	11.71
Employee benefit expense	27	23,484.96	24,770.28
Depreciation and amortization	28	410.69	378.21
Other expenses	29	27,558.95	11,168.19
<b>Total Expenses (2)</b>		<b>52,144.18</b>	<b>36,658.68</b>
<b>Profit before tax (3) = (1-2)</b>		<b>26,119.27</b>	<b>22,689.58</b>
<b>Tax expenses:</b>			
Current tax		8,916.30	7,383.92
Short / (Excess) provision for tax of earlier years		77.15	-
Deferred Tax		270.98	62.48
<b>Total tax expense (4)</b>	31	<b>9,264.43</b>	<b>7,446.40</b>
<b>Profit for the year (5) = (3-4)</b>		<b>16,854.84</b>	<b>15,243.18</b>
<b>Other comprehensive income</b>			
<b>Items not to be reclassified in profit and loss</b>			
Fair value of gratuity through other comprehensive income (net of tax)		(118.69)	15.61
Fair valuation gain of investment in equity shares (net of tax)		16,498.53	5,211.81
<b>Items to be reclassified in profit and loss</b>		-	-
Fair valuation gain of investment in Axis Structured Credit AIF – Series I (net of tax)		7.17	(42.05)
<b>Other comprehensive income (6)</b>		<b>16,387.01</b>	<b>5,185.37</b>
<b>Total comprehensive income for the year (7) = (5+6)</b>		<b>33,241.85</b>	<b>20,428.55</b>
<b>Earning per equity share:</b>	33		
[Nominal value per share ₹ 10 (31 March 2024: ₹ 10)]			
Basic (₹)		22.93	20.74
Diluted (₹)		22.93	20.74
Summary of material accounting policies	2		

The accompanying notes are an integral part of the standalone financial statements

As per report of even date

**For and on behalf of the Board of Directors**

**For S. R. Batliboi & Co. LLP**

ICAI Firm Registration No. 301003E / E300005

Chartered Accountants

**per Jitendra H. Ranawat**

Partner

Membership No.: 103380

**Amitabh Chaudhry**

Chairman

DIN No.: 0531120

**Atul Mehra**

Managing Director

DIN No.: 00095542

**Neelkanth Mishra**

Whole Time Director

DIN No.: 10221641

**Mukesh Sharma**

Chief Financial Officer

**Vilma Gangahar**

Company Secretary

Place: Mumbai

Date : 16 April, 2025

Place: Mumbai

Date : 16 April, 2025

# Standalone Cash Flow Statement

For the year ended 31 March, 2025

Particulars	(₹ in lakhs)	
	Year ended 31 March 2025	Year ended 31 March 2024
<b>A) Cash flows from operating activities</b>		
Profit before taxes	26,119.27	22,689.58
Non cash & non operating adjustments:		
Net gain on fair value instruments at fair value through profit or loss	(2,400.42)	(1,350.64)
Interest Income on deposit with banks	(4,329.06)	(4,198.61)
Interest on alternative investment fund	(141.97)	(183.50)
Interest income on staff loan and deposits	(1.08)	(1.34)
Interest on overdraft	17.11	13.91
Bank guarantee commission	360.88	302.63
Interest on lease payment	1.03	3.67
Interest on income tax expenses	12.70	10.08
Reversal of liability no longer required	(283.64)	(427.29)
Depreciation and amortisation	410.69	378.21
Unrealised foreign exchange (gain)/loss	(0.46)	(3.19)
Provision for bad and doubtful debts	600.43	349.40
Bad debts and sundry balances written off	0.07	-
Reversal of provision of doubtful debts	(328.18)	(367.56)
Provision for doubtful TDS credit	25.54	29.87
Fair valuation of share based payments to employees	656.67	6,523.51
Loss on fair value of deposits	0.77	-
Loss / (profit) on sale of fixed assets	5.29	(0.04)
<b>Operating profit/(loss) before working capital changes</b>	<b>20,725.64</b>	<b>23,768.69</b>
Movement in working capital:		
Decrease / (increase) in trade receivables	47,603.00	(36,919.74)
Decrease / (increase) in other receivables	49.41	(76.55)
Decrease / (increase) in other financial assets	361.87	(297.89)
Decrease / (increase) in securities held for trading	955.61	(17,640.70)
Decrease / (increase) in other non-financial assets	(328.90)	(65.54)
Increase / (decrease) in trade payables	(46,500.37)	36,711.10
Increase / (decrease) in other payables	(4.43)	4.43
Increase / (decrease) in lease liabilities	(22.87)	(48.23)
Increase / (decrease) in others financial liabilities	17.25	(17.62)
Increase / (decrease) in provisions	13,513.23	4,728.78
Increase / (decrease) in others non-financial liabilities	(629.94)	145.55
<b>Cash generated from operations</b>	<b>35,739.50</b>	<b>10,292.28</b>
Direct taxes paid (net of refund)	(7,911.36)	(7,530.49)
<b>Net cash from operating activities</b>	<b>27,828.14</b>	<b>2,761.79</b>



		(₹ in lakhs)	
Particulars		Year ended 31 March 2025	Year ended 31 March 2024
<b>B) Cash flow from investing activities</b>			
Purchase of fixed assets including intangible assets under development		(548.67)	(302.52)
Proceeds from sale of fixed assets		1.85	0.04
Purchase of investments		(91,015.00)	(98,847.00)
Sale of investments		71,889.98	83,718.62
Investment in bank fixed deposit		(83,098.00)	(87,544.74)
Redemption of bank fixed deposit		72,442.00	95,315.68
Interest Income on deposit with banks		3,728.95	4,305.32
Interest on alternative investment fund		141.97	183.50
<b>Net cash used in investing activities</b>		<b>(26,456.92)</b>	<b>(3,171.10)</b>
<b>C) Cash flows from financing activities</b>			
Interest on lease payment		(1.03)	(3.67)
Interest on overdraft paid		(17.11)	(13.91)
Bank guarantee commission		(360.88)	(302.63)
<b>Net cash used in financing activities</b>		<b>(379.02)</b>	<b>(320.21)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>		<b>992.20</b>	<b>(729.52)</b>
Cash and cash equivalents at the beginning of the year		1,612.80	2,342.31
<b>Cash and cash equivalents at the end of the year</b>		<b>2,605.00</b>	<b>1,612.79</b>
<b>Components of cash and cash equivalents</b>			
Cash in hand		0.55	0.49
Balances with banks:			
- On current accounts		2,604.45	1,612.30
<b>Total</b>		<b>2,605.00</b>	<b>1,612.79</b>

Note: The above Cash Flow Statement has been prepared under the indirect method as set out in Ind AS 7 - Cash Flow Statement.

The accompanying notes are an integral part of the standalone financial statements

As per report of even date

**For and on behalf of the Board of Directors**

**For S. R. Batliboi & Co. LLP**

ICAI Firm Registration No. 301003E / E300005

Chartered Accountants

**per Jitendra H. Ranawat**

Partner

Membership No.: 103380

**Amitabh Chaudhry**

Chairman

DIN No.: 0531120

**Atul Mehra**

Managing Director

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Whole Time Director

DIN No.: 10221641

**Mukesh Sharma**

Chief Financial Officer

**Vilma Gangahar**

Company Secretary

Place: Mumbai

Date : 16 April, 2025

Place: Mumbai

Date : 16 April, 2025



# Standalone Statement of Changes in equity

for the year ended 31 March 2025

**A. Equity share capital**

Particulars	(₹ in lakhs)		
	Balance at the beginning of the year	Changes in equity share capital during the year	Balance at the end of the year
Equity shares of ₹10 each fully paid up			
As on 31 March 2024	7,350.00	-	7,350.00
As on 31 March 2025	7,350.00	-	7,350.00

**B. Other equity**

Particulars	(₹ in lakhs)					
	Reserves & Surplus		Other comprehensive income		Contribution from Shareholders	Total
	General Reserve	Retained earnings	Debt instruments through FVOCI	Equity Instruments through FVOCI		
<b>Opening balance as on 01 April 2023</b>	<b>1,292.37</b>	<b>68,172.86</b>	<b>38.85</b>	<b>22,975.20</b>	<b>7,681.88</b>	<b>100,161.16</b>
Total Comprehensive Income for the year		15,243.18				15,243.18
Remeasurement gains on employee benefits		15.61				15.61
Fair valuation gain of investment in Axis Structured Credit AIF – Series I (net of tax)			(42.05)			(42.05)
Fair valuation gain of investment in equity shares (net of tax)				5,211.81		5,211.81
Dividend paid						-
Share based payments to employees - capital contribution					6,523.51	6,523.51
<b>Changes during the year</b>	<b>-</b>	<b>15,258.79</b>	<b>(42.05)</b>	<b>5,211.81</b>	<b>6,523.51</b>	<b>26,952.06</b>
<b>Closing balance as on 31 March 2024</b>	<b>1,292.37</b>	<b>83,431.65</b>	<b>(3.20)</b>	<b>28,187.01</b>	<b>14,205.39</b>	<b>127,113.22</b>
<b>Opening balance as on 01 April 2024</b>	<b>1,292.37</b>	<b>83,431.65</b>	<b>(3.20)</b>	<b>28,187.01</b>	<b>14,205.39</b>	<b>127,113.22</b>
Total Comprehensive Income for the year		16,854.88				16,854.88
Remeasurement gains on employee benefits		(118.69)				(118.69)
Fair valuation gain of investment in Axis Structured Credit AIF – Series I (net of tax)			7.17			7.17
Fair valuation gain of investment in equity shares (net of tax)				16,498.53		16,498.53
Dividend paid						-
Share based payments to employees - capital contribution					656.67	656.67
<b>Changes during the year</b>	<b>-</b>	<b>16,736.19</b>	<b>7.17</b>	<b>16,498.53</b>	<b>656.67</b>	<b>33,898.56</b>
<b>Closing balance as on 31 March 2025</b>	<b>1,292.37</b>	<b>100,167.84</b>	<b>3.97</b>	<b>44,685.53</b>	<b>14,862.05</b>	<b>161,011.78</b>
Summary of material accounting policies		2				

The accompanying notes are an integral part of the standalone financial statements

As per report of even date

**For and on behalf of the Board of Directors****For S. R. Batliboi & Co. LLP**

ICAI Firm Registration No. 301003E / E300005

Chartered Accountants

**per Jitendra H. Ranawat**

Partner

Membership No.: 103380

**Amitabh Chaudhry**

Chairman

DIN No.: 0531120

**Atul Mehra**

Managing Director

DIN No.: 00095542

**Neelkanth Mishra**

Whole Time Director

DIN No.: 10221641

**Mukesh Sharma**

Chief Financial Officer

**Vilma Gangahar**

Company Secretary

Place: Mumbai

Date : 16 April, 2025

Place: Mumbai

Date : 16 April, 2025



# Notes

to standalone financial statements for the year ended 31 March 2025

## 1. Corporate Information

Axis Capital Limited ('the Company') (CIN: U51900MH2005PLC157853) was incorporated on December 06, 2005. It is a public company domiciled in India. The registered office of the Company is located at Axis House, 1<sup>st</sup> Floor, Pandurang Budhkar Marg, Worli, Mumbai - 400025. The Company is a wholly owned subsidiary of Axis Bank Limited ('the Bank').

The Company is in the business of institutional broking, investment banking and distribution of financial products.

The standalone financial statements were approved for issue in accordance with a resolution passed by the Board of Directors of the Company on 16<sup>th</sup> April, 2025.

## 2. Basis of preparation

### A. Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act as amended from time to time and presentation requirements of Division III of Schedule III to the Companies Act, 2013, as mentioned time to time, as applicable to the standalone financial statements.

### B. Functional and Presentation Currency

The standalone financial statements are presented in Indian Rupees (₹) which is also the Company's functional currency. All the amounts are rounded to the nearest lakhs with two decimals, except when otherwise indicated.

### C. Basis of Measurement

The standalone financial statements have been prepared on a historical cost basis, except for fair value through other comprehensive income (FVOCI) instruments, derivative financial instruments, shared based payments, other financial assets held for trading and financial assets and liabilities designated at fair value through profit or loss (FVTPL), all of which have been measured at fair value.

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

### D. Use of Estimates and Judgements

The preparation of standalone financial statements in accordance with Ind AS requires the use of judgements, estimates and assumptions for some items, which might have an effect on their recognition and measurement in the balance sheet and statement of profit and loss. The actual amounts realized may differ from these estimates. The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting recognized in the period in which the estimates are revised if the revision affects only that period, or in the period of the revision and future periods of the revision affects both current and future periods.

The followings are the critical judgements and estimations that have been made by the management in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognized in the financial statements and / or key source of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustments to the carrying amounts of assets and liabilities within the next financial year.:

#### a. Determination of estimated useful lives of property, plant and equipment

Useful lives of property, plant and equipment are based on the nature of the asset, the estimated usage of the

# Notes

to standalone financial statements for the year ended 31 March 2025

asset, the operating conditions of the asset, past history of replacement, anticipated technological changes and maintenance support.

**b. Recognition and Measurement of defined benefit obligations**

The obligation arising from the defined benefit plan is determined on the basis of actuarial valuation. Key actuarial assumptions which form the basis of the above valuation includes discount rate, trends in salary escalation, demographics and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds corresponds to the probable maturity of the post-employment benefit obligations. Further details are disclosed in Note 38.

**c. Recognition and measurement of provisions and contingencies**

The recognition and measurement of provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the reporting date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

**d. Fair value of financial instruments**

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique.

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values (Refer note 48) about determination of fair value. For recognition of impairment loss on other financial assets and risk exposures, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month expected credit loss (ECL) is used to provide for impairment loss.

**e. Impairment of financial assets**

The Company recognizes loss allowances for expected credit losses on its financial assets measured at amortized cost. At each reporting date, the Company assesses whether the above financial assets are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Under this approach the Company does not track changes in credit risk but recognizes impairment loss allowance based on lifetime ECL approach at each reporting date.

**f. Recoverable amount for Impairment of non-financial assets**

The Company reviews at each balance sheet date the carrying amounts of its property, plant and equipment and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the performance of the assets of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.



# Notes

to standalone financial statements for the year ended 31 March 2025

## E. Standards issued but not effective:

There are no standards that are notified and not yet effective as on the date.

## F. Material Accounting Policies

A summary of the material accounting policies applied in the preparation of the financial statements is as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

### a. Property, Plant and Equipment

Property, plant and equipment (PPE) is recognised when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Property, plant and equipment are stated at cost net of tax/duty credits availed, if any, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, directly attributable cost of bringing the asset to its working condition for management's intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of tangible asset are added to its gross value only if it increases the future benefits of the existing asset, beyond its previously assessed standards of performance and cost can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from the continued use of the asset. Any gain or loss arising on derecognition of the asset is determined as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit or Loss when the asset is derecognised. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

### b. Depreciation on plant, property and equipment

Depreciation is calculated using the straight-line method to write down the cost of property and equipment to their residual values over their estimated useful lives which is in line with the estimated useful life as specified in Schedule II of the Companies Act, 2013 except for vehicles and office equipment.

The estimated useful lives are as follows:

	Useful lives estimated by the management (years)	Useful Life as per prescribed in Schedule II of the Act (years)
Computers	3	3
Furniture and fixtures	10	10
Office equipment	2 – 10	5
Vehicles	4	10

The management has estimated, the useful lives of the following classes of assets.

- The useful lives of certain office equipment are estimated as 2 to 10 years.
- Furniture and fixtures and vehicles are depreciated over the estimated useful lives of 10 years and 4 years respectively.

# Notes

to standalone financial statements for the year ended 31 March 2025

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and any changes in estimate accounted for on a prospective basis.

## c. Intangible assets

An intangible asset is recognised only when its cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to it will flow to the Company.

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. The cost of an intangible asset comprises its purchase price and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates.

Intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as “Intangible assets under development”.

Development expenditure on software is capitalized as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise it is recognized in the statement of profit and loss.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life, or the expected pattern of consumption of future economic benefits embodied in the asset, are accounted for by changing the amortisation period or methodology, as appropriate, which are then treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is presented as a separate line item in the statement of profit and loss. Amortisation on assets acquired/sold during the year is recognised on a pro-rata basis to the Statement of Profit and Loss from / upto the date of acquisition/sale.

Amortisation is calculated using the straight-line method to write down the cost of intangible assets to their residual values over their estimated useful lives. The Company's intangible assets consist of computer software with definite life.

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

A summary of amortisation policies applied to the Company's intangible assets is as below:

	Rates (SLM)
Computer software and website	20%

## d. Impairment of property, plant and equipment and intangible assets

The Company reviews at each balance sheet date the carrying amounts of its property, plant and equipment and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such impairment indication exists, the Company estimates the recoverable amount (i.e. the higher of the assets' net selling price and value in use) of the asset of cash generating unit to which the asset belongs to. If such recoverable amount of asset or recoverable amount of cash generating unit to which the asset belongs to, is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at balance sheet date there is an indication that a previously assessed impaired loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.



# Notes

to standalone financial statements for the year ended 31 March 2025

## e. Revenue recognition

Revenue (other than for those items to which Ind AS 109 'Financial Instruments' are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 Revenue from contracts with customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers.

The Company recognises revenue from contracts with customers based on a five step model as set out in Ind 115:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognise revenue when (or as) the Company satisfies a performance obligation.

The Company recognises revenue from the following sources:

### Brokerage –

- i. Brokerage income in relation to stock broking activity is recognized as per contracted rates at the execution of transactions on behalf of the customers on a trade date basis.
- ii. Gains/losses on dealing in securities are recognized on a trade date basis.

### Investment Banking –

- i. Revenue from issue management and financial advisory services is recognized based on the stage of completion of performance obligations and terms of agreement with the client.
- ii. Revenue from underwriting commission is recognised over a period of satisfaction of performance obligation.
- iii. Selling commissions/brokerage generated from primary market operations i.e. procuring subscriptions from investors for public offerings of companies, mutual funds, etc. are recorded on determination of the amount due to the Company, once the allotment of securities are completed.
- iv. Revenue associated with these remaining performance obligations typically depends on the occurrence of future events or underlying asset values and is not recognized until the outcome of those events or values are known. In case of contracts, which have a component of success fee or variable fee, the same is considered in the transaction price when the uncertainty regarding the consideration is resolved.

### Net gain on fair value changes

Any realised gain or loss on sale of financial assets (including investments, derivatives and stock in trade) being classified as fair value through profit or loss ("FVTPL") is recognised as "Net gain or loss on fair value changes" under "Revenue

# Notes

to standalone financial statements for the year ended 31 March 2025

from operations" or "Expenses" respectively in the statement of profit and loss. Similarly, any differences between the fair values of financial assets (including investments, derivatives and securities held for trading) being classified as fair value through profit or loss ("FVTPL"), held by the Company on the balance sheet date is recognised as an unrealised gain / loss. In cases there is a net gain in the aggregate, the same is recognised as "Net gain on fair value changes" under "Revenue from operations" and if there is a net loss the same is disclosed as "Net loss on fair value changes" under "Expenses" in the statement of Profit and Loss.

## Interest and dividend –

- i. Interest income on financial assets carried at amortized cost is recognized on an accrual basis using effective interest rate (EIR) method. Interest revenue is by applying effective interest rate on the gross carrying amount of financial assets in Stage 1 and Stage 2. Interest revenue on financial assets in Stage 3 is calculated by applying the effective interest rate to the amortised cost (net of provision) rather than the gross carrying amount.
- ii. Dividend income is recognized when the Company's right to receive dividend has been established.

## f. Investments in subsidiaries

The investments in subsidiaries are carried in these financial statements at cost. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

## g. Leases

The determination of whether an arrangement is a lease, or contains a lease, is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets or whether the arrangement conveys a right to use the asset. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116.

### As a Lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, then Company's incremental borrowing rate is used. Generally, the Company uses its incremental borrowing rate as the discount rate.



# Notes

to standalone financial statements for the year ended 31 March 2025

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property and hence disclosed in 'property, plant and equipment' and lease liabilities in 'Borrowings' in the statement of financial position.

On application of Ind AS 116, the nature of expenses has changed from lease rent in previous periods to depreciation cost for the right-to-use asset, and finance cost for interest accrued on lease liability.

## Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of real estate properties that are having non-cancellable lease term of less than 12 months. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

## h. Financial Instruments

### Recognition of Financial Instruments

Financial instruments comprise of financial assets and financial liabilities. Financial assets and liabilities are recognized when the Company becomes the party to the contractual provisions of the instruments. Financial assets primarily comprise of loans and advances, investments and other deposits, trade receivables and cash and cash equivalents. Financial liabilities primarily comprise of borrowings and trade payables.

### Initial Recognition of Financial Instruments

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs and revenues directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in Statement of Profit and Loss. Trade receivables that do not contain a significant financing component are measured at transaction price.



# Notes

to standalone financial statements for the year ended 31 March 2025

## 1. Financial Assets

### Subsequent Measurement of Financial Assets

For subsequent recognition, financial assets are subsequently measured, financial assets are categorised into:

#### i. Amortised Cost:

The Company classifies the financial assets at amortised cost if the contractual terms that give rise to cash flows on specified dates, that represent solely payments of principal and interest on the principal amount outstanding and the assets are held under a business model to collect contractual cash flows.

The gains and losses resulting from fluctuations in fair value are not recognised for financial assets classified in amortised cost measurement category. These are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at amortised cost.

#### ii. Fair value through Other Comprehensive Income (FVOCI):

The Company classifies the financial assets at FVOCI if the contractual terms that give rise to cash flows on specified dates, that represent solely payments of principal and interest on the principal amount outstanding and the Company's business model is achieved by both collecting contractual cash flow and selling financial assets.

These debt instruments are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at fair value. Changes in fair value are recognised in other comprehensive income with a separate component of equity. The impairment gains or losses, foreign exchange gains or losses and interest calculated using the effective interest method are recognised in profit or loss. On de-recognition, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the statement of profit and loss as a reclassification adjustment.

In case of equity instruments irrevocably designated at FVOCI, gains / losses including relating to foreign exchange, are recognised through other comprehensive income. Further, cumulative gains or losses previously recognised in other comprehensive income remain permanently in equity and are not subsequently transferred to profit or loss on derecognition. Dividends on such investments are recognised in profit or loss.

#### iii. Fair Value through Profit and Loss Account (FVTPL)

The financial assets are classified as FVTPL if these do not meet the criteria for classifying at amortised cost or FVOCI. Further, in certain cases to eliminate or significantly reduce a measurement or recognition inconsistency (accounting mismatch), the Company irrevocably designates certain financial instruments at FVTPL at initial recognition.

Financial instruments held at fair value through profit or loss are initially recognised at fair value, with transaction costs recognised in the statement of profit and loss as incurred. Subsequently, they are measured at fair value and any gains or losses are recognised in the statement of profit and loss as they arise.

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

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.



# Notes

to standalone financial statements for the year ended 31 March 2025

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques, as summarised below:

Level 1: inputs are quoted prices (unadjusted) in active market for identical assets or liabilities that the Company can access at measurement date.

Level 2: inputs are inputs, other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (e.g. as prices) or indirectly (e.g. derived from the prices).

Level 3: inputs are inputs for the current assets or liability that are not based on observable market data (unobservable inputs).

## Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e. removed from the Company's statement of financial position) when:

- i) The rights to receive cash flows from the asset have expired, or
- ii) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement and either:
  - a. the Company has transferred substantially all the risks and rewards of the asset, or
  - b. the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

## Financial instruments held for trading

A financial instrument is classified as held for trading if it is acquired or incurred principally for selling or repurchasing in the near term, or forms part of a portfolio of financial instruments that are managed together and for which there is evidence of short-term profit taking, or it is a derivative not designated in a qualifying hedge relationship. The profit/(loss) earned on sale of investments and securities held for trading are recognised on trade date basis. Profit or loss on sale of investments is determined on the basis of the weighted average cost method and securities held for trading on FIFO method. On disposal of an investment, the difference between carrying amount and net disposal proceeds is charged to or credited to statement of profit and loss. Trading derivatives and trading securities are classified as held for trading and recognised at fair value.

## 2. Financial Liabilities and Equity Instruments

### Subsequent measurement of Financial liabilities

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

# Notes

to standalone financial statements for the year ended 31 March 2025

This is dependent upon the classification thereof as under:

- (i) At Amortised Cost
- (ii) At Fair value through Profit & loss Account

Financial liabilities are carried at amortised cost using the effective interest rate method. For trade and other payables the carrying amount approximates the fair value due to short maturity of these instruments.

## Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

## Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity in accordance with the substance of the contractual arrangements. These are recognized at the amount of the proceeds received, net of direct issue costs.

## Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the Derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

## Offsetting of Financial Instruments

Financial assets and financial liabilities are offsetted and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realise an asset and settle the liabilities simultaneously.

### **i. Impairment of Financial Asset:**

The Company applies the expected credit loss (ECL) model for measurement and recognition of impairment loss allowance on the following financial assets and credit risk exposures:

- Financial assets at amortized cost
- Financial guarantee contracts

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Under this approach the Company does not track changes in credit risk but recognizes impairment loss allowance based on lifetime ECLs at each reporting date. For this purpose the Company uses a provision matrix to determine the impairment loss allowance on the portfolio of trade receivables.

For recognition of impairment loss allowance on other financial assets and risk exposures, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month expected credit loss (ECL) is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL approach is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12-month ECL.



# Notes

to standalone financial statements for the year ended 31 March 2025

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. The ECL impairment loss allowance (or reversal) recognized during the period in the statement of profit and loss and the cumulative loss is reduced from the carrying amount of the asset until it meets the write off criteria, which is generally when no cash flows are expected to be realised from the asset.

## j. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service.

### Defined benefit plans

The liabilities under the Payment of Gratuity Act, 1972 are recorded on the basis of actuarial valuation certificate provided by the actuary using Projected Unit Credit Method.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised immediately in 'Other comprehensive income' and subsequently not reclassified to the Statement of Profit and Loss. Net interest expense / (income) on the defined liability / (assets) is computed by applying the discount rate, used to measure the net defined liability / (asset). Net interest expense and other expenses related to defined benefit plans are recognised in the Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in the Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

### Other Long Term Employee Benefits

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

## k. Share based payment arrangements

### Employees Stock Options Plans ("ESOPs") - Equity settled

The Trust in consultation with the holding Company grants share option schemes for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Company's operations. Employees (including directors) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments ("equity settled transactions").

# Notes

to standalone financial statements for the year ended 31 March 2025

The cost of equity-settled transactions with employees and directors for grants is measured by reference to the fair value at the date at which they are granted. The cost of equity-settled transactions is recognised in statement profit and loss, together with a corresponding increase in other equity, representing contribution received from the shareholders, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at the end of each reporting period until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest.

## **l. Income taxes**

Tax expense comprises current and deferred tax. Current and deferred tax are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in Equity respectively.

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of temporary timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

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

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

## **m. Borrowing costs**

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs to the extent related/attributable to the acquisition/construction of assets that takes substantial period of time to get ready for their intended use are capitalized along with the respective Property, Plant and Equipment up to the date such asset is ready for use. Other borrowing costs are recognized as an expense in the Statement of Profit and Loss in the period in which they are incurred.

## **n. Foreign currency transactions and balances**

### **(i) Initial recognition**

Foreign currency transactions are recorded in the reporting currency (which is Indian Rupees), by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

### **(ii) Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at



# Notes

to standalone financial statements for the year ended 31 March 2025

fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

## (iii) Exchange differences

All exchange differences arising on settlement or translation of monetary items are recognized as income or as expenses in the Statement of Profit and Loss in the period in which they arise.

## o. Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss (before other comprehensive income) for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss (before other comprehensive income) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

## p. Segmental Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Managing Directors and CEO / Joint Managing Directors and Co-CEO of the Company assesses the financial performance and position of the Company and makes strategic decisions and hence has been identified as being chief operating decision maker.

## q. Provisions

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the reporting date. These are reviewed at each reporting date and adjusted to reflect the current best estimates.

## r. Contingent liabilities and Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognised in the financial statements if the inflow of the economic benefit is probable than it is disclosed in the financial statements.

## s. Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash on hand, cheques on hand, balances with banks (of the nature of cash and cash equivalents) and short-term deposits, as defined above.

# Notes

to standalone financial statements for the year ended 31 March 2025

## 3. Cash and cash equivalents

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Cash and cash equivalents		
- Cash on hand	0.55	0.49
Balances with banks:		
- On current accounts	2,604.45	1,612.30
<b>Total</b>	<b>2,605.00</b>	<b>1,612.79</b>

## 4. Bank Balance other than cash & cash equivalents

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
<b>Fixed deposits with original maturity of more than 12 months</b>		
Lien marked deposits (Period of lien is in line with the period of fixed deposit)*	65,997.90	54,741.79
Other Deposits	-	-
<b>Total</b>	<b>65,997.90</b>	<b>54,741.79</b>

\*Lien marked to stock exchanges for margin/security deposit purpose and banks for overdraft facilities & Bank guarantee.

## 5. Receivables

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
<b>Trade receivables</b>		
(a) Receivables considered good - Unsecured		
Due from others	87,001.29	134,855.49
Less: Impairment loss allowance	-	-
<b>Sub total</b>	<b>87,001.29</b>	<b>134,855.49</b>
(b) Receivables which have significant increase in credit risk	609.03	336.69
Less: Impairment loss allowance	(608.94)	(336.69)
<b>Sub total</b>	<b>0.09</b>	<b>-</b>
(c) Receivables - credit impaired	48.30	48.30
Less: Impairment loss allowance	(48.30)	(48.30)
<b>Sub total</b>	<b>-</b>	<b>-</b>
<b>Total</b>	<b>87,001.38</b>	<b>134,855.49</b>
<b>Other receivables</b>		
Unsecured, considered good		
Due from related parties	49.59	99.01
<b>Sub total</b>	<b>49.59</b>	<b>99.01</b>
Less: Impairment Allowance	-	-
<b>Total</b>	<b>49.59</b>	<b>99.01</b>

Note 1:- Refer note 49 and 56 for additional disclosure in relation to Trade receivables. Refer note 43 for related party transactions.



# Notes

to standalone financial statements for the year ended 31 March 2025

## 6. Securities held for trading

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
At fair value through profit or loss		
Equity instruments - Quoted, fully paid*	0.00	955.61
Equity instruments - Unquoted, fully paid	16,685.09	16,685.09
<b>Total</b>	<b>16,685.09</b>	<b>17,640.70</b>

\*indicates amount less than "0.01" Lakh

## 7. Investments

	(₹ in lakhs)						
	31 March 2025						
Particulars	At fair value					Others (at cost)	Total
	Amortised cost	Through other comprehensive income	Through profit and loss	Designated at fair value through profit and loss	Sub total		
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6)	(7=1+5+6)
<b>At fair value through profit or loss</b>							
<b>Investment in India</b>							
<b>Debt Instruments (Un-quoted)</b>							
Axis Liquid Fund - Direct Growth*	-	-	44,526.86	-	44,526.86	-	44,526.86
Qty: 15,44,142.049 units							
<b>At fair value through other Comprehensive income</b>	-	-	-	-	-	-	-
<b>Investment in India</b>	-	-	-	-	-	-	-
<b>Debt Instruments (Un-quoted)</b>	-	-	-	-	-	-	-
Axis Structured Credit AIF- I	-	-	-	-	-	-	-
Qty : Nil units							
<b>Equity Instruments (Un-quoted)</b>							
Axis Max Life Insurance Ltd. (Formerly known as Max Life Insurance Company Limited)	-	64,234.18	-	-	64,234.18	-	64,234.18
Qty : 3,83,76,257 equity shares of ₹ 10 each							
<b>At cost</b>							
<b>Investments outside India</b>							
<b>Equity Instruments (Un-quoted)</b>							
Subsidiaries - Axis Capital USA LLC (100% Membership)	-	-	-	-	-	495.88	495.88
<b>Total Gross (A)</b>	-	64,234.18	44,526.86	-	108,761.04	495.88	109,256.92
<b>Less: Impairment allowance (B)</b>	-	-	-	-	-	-	-
<b>Total Net (A-B)</b>	-	64,234.18	44,526.86	-	108,761.04	495.88	109,256.92



# Notes

to standalone financial statements for the year ended 31 March 2025

(₹ in lakhs)

Particulars	31 March 2024						Total
	Amortised cost	At fair value			Sub total	Others (at cost)	
		Through other comprehensive income	Through profit and loss	Designated at fair value through profit and loss			
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6)	(7=1+5+6)
At fair value through profit or loss							
Investment in India							
Debt Instruments (Un-quoted)							
Axis Liquid Fund - Direct Growth*	-	-	21,816.51	-	21,816.51	-	21,816.51
Qty: 8,12,921.517 units							
At fair value through other Comprehensive income	-	-	-	-	-	-	-
Investment in India	-	-	-	-	-	-	-
Debt Instruments (Un-quoted)	-	-	-	-	-	-	-
Axis Structured Credit AIF- I	-	1,174.04	-	-	1,174.04	-	1,174.04
Qty : 1,170.164 units							
Equity Instruments (Un-quoted)							
Axis Max Life Insurance Ltd. (Formerly known as Max Life Insurance Company Limited)	-	48,641.91	-	-	48,641.91	-	48,641.91
Qty : 3,83,76,257 equity shares of ₹ 10 each							
At cost							
Investments outside India							
Equity Instruments (Un-quoted)							
Subsidiaries - Axis Capital USA LLC (100% Membership)	-	-	-	-	-	495.88	495.88
Total Gross (A)	-	49,815.95	21,816.51	-	71,632.46	495.88	72,128.34
Less: Impairment allowance (B)	-	-	-	-	-	-	-
Total Net (A-B)	-	49,815.95	21,816.51	-	71,632.46	495.88	72,128.34

\*pledged to Stock Exchange and Bankers amounting to ₹44,526.86 lakhs (31 March, 2024: ₹11,920.18 lakhs)

## 8. Other financial assets

(₹ in lakhs)

	As at 31 March 2025	As at 31 March 2024
<b>Security/margin deposit</b>		
- with stock exchanges	273.25	173.25
- others	3.62	14.88
Advance recoverable in cash		
- Recoverable from others	293.05	743.35
<b>Sub total</b>	569.92	931.48
Less: Impairment loss allowance	-	-
<b>Total</b>	569.92	931.48



# Notes

to standalone financial statements for the year ended 31 March 2025

## 9. Current tax assets (net)

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Advance income-tax [Net of provision of ₹ 19,337.00 lakhs (31 March 2024: ₹ 41,345.04 lakhs)]	439.32	1,234.09
Less:- Impairment loss allowance for tax credit	(55.42)	(29.87)
<b>Total</b>	<b>383.90</b>	<b>1,204.22</b>

## 10. Property, plant and equipment

	(₹ in lakhs)					
Particulars	Computers	Furniture	Vehicles	Office Equipment	Right to use - premises	Total
<b>At cost as on 31 March, 2023</b>	<b>956.44</b>	<b>15.16</b>	-	<b>38.06</b>	<b>138.33</b>	<b>1,148.00</b>
Additions during the year	253.57	-	-	2.35	-	255.92
Disposals during the year	-	-	-	0.37	-	0.37
<b>At cost as on 31 March 2024</b>	<b>1,210.01</b>	<b>15.16</b>	-	<b>40.04</b>	<b>138.33</b>	<b>1,403.55</b>
<b>Accumulated depreciation and impairment as on 31 March, 2023</b>	<b>474.45</b>	<b>3.32</b>	-	<b>12.62</b>	<b>61.48</b>	<b>551.88</b>
Depreciation for the year	288.10	1.48	-	3.61	46.11	339.30
Disposals during the year	-	-	-	0.37	-	0.37
<b>Accumulated depreciation and impairment as on 31 March 2024</b>	<b>762.55</b>	<b>4.80</b>	-	<b>15.86</b>	<b>107.59</b>	<b>890.82</b>
<b>At cost as on 31 March, 2024</b>	<b>1,210.01</b>	<b>15.16</b>	-	<b>40.04</b>	<b>138.33</b>	<b>1,403.55</b>
Additions during the year	179.42	-	279.64	4.53	14.66	478.25
Disposals during the year	162.83	-	-	0.26	138.33	301.42
<b>At cost as on 31 March 2025</b>	<b>1,226.58</b>	<b>15.16</b>	<b>279.64</b>	<b>44.32</b>	<b>14.66</b>	<b>1,580.38</b>
<b>Accumulated depreciation and impairment as on 31 March, 2024</b>	<b>762.55</b>	<b>4.80</b>	-	<b>15.86</b>	<b>107.59</b>	<b>890.82</b>
Depreciation for the year	305.31	1.40	19.61	5.28	33.18	364.78
Disposals during the year	162.83	-	-	0.26	138.33	301.42
<b>Accumulated depreciation and impairment as on 31 March 2025</b>	<b>905.01</b>	<b>6.20</b>	<b>19.61</b>	<b>20.87</b>	<b>2.44</b>	<b>954.18</b>
<b>Net carrying amount as on 31 March 2025</b>	<b>321.57</b>	<b>8.97</b>	<b>260.03</b>	<b>23.45</b>	<b>12.21</b>	<b>626.20</b>
<b>Net carrying amount as on 31 March 2024</b>	<b>447.46</b>	<b>10.36</b>	-	<b>24.18</b>	<b>30.74</b>	<b>512.73</b>

# Notes

to standalone financial statements for the year ended 31 March 2025

## 11. Intangible assets under development

		(₹ in lakhs)
Particulars		Intangible assets under development
<b>At cost as on 01 April, 2023</b>		<b>49.50</b>
Additions during the year		41.22
Capitalised during the year		38.00
<b>At cost as on 31 March 2024</b>		<b>52.72</b>
<b>At cost as on 01 April, 2024</b>		<b>52.72</b>
Additions during the year		31.25
Capitalised during the year		76.72
<b>At cost as on 31 March 2025</b>		<b>7.25</b>

Note 1 - Refer note 53 for additional disclosure.

## 12. Other intangibles assets

				(₹ in lakhs)
Particulars	Software	Website development cost		Total
<b>At cost as on 31 March, 2023</b>	<b>180.72</b>	<b>12.98</b>		<b>193.70</b>
Additions during the year	49.10	-		49.10
Disposals during the year	-	-		-
<b>At cost as on 31 March 2024</b>	<b>229.82</b>	<b>12.98</b>		<b>242.80</b>
<b>Accumulated depreciation and impairment as on 31 March, 2023</b>	<b>119.90</b>	<b>0.86</b>		<b>120.76</b>
Additions during the year	36.31	2.60		38.91
Disposals during the year	-	-		-
<b>Accumulated depreciation and impairment as on 31 March 2024</b>	<b>156.21</b>	<b>3.46</b>		<b>159.67</b>
<b>At cost as on 31 March, 2024</b>	<b>229.82</b>	<b>12.98</b>		<b>242.80</b>
Additions during the year	95.27	14.90		110.17
Disposals during the year	-	12.99		12.99
<b>At cost as on 31 March 2025</b>	<b>325.09</b>	<b>14.89</b>		<b>339.98</b>
<b>Accumulated depreciation and impairment as on 31 March, 2024</b>	<b>156.21</b>	<b>3.46</b>		<b>159.67</b>
Additions during the year	43.29	2.64		45.93
Disposals during the year	-	5.84		5.84
<b>Accumulated depreciation and impairment as on 31 March 2025</b>	<b>199.50</b>	<b>0.25</b>		<b>199.76</b>
<b>Net carrying amount as on 31 March 2025</b>	<b>125.59</b>	<b>14.64</b>		<b>140.22</b>
<b>Net carrying amount as on 31 March 2024</b>	<b>73.61</b>	<b>9.52</b>		<b>83.13</b>

## 13. Other non-financial assets

			(₹ in lakhs)
	As at 31 March 2025	As at 31 March 2024	
Deposit with service tax authorities paid under protest	98.79	82.09	
Prepaid expenses	600.34	456.75	
Advance towards expenses	211.93	43.32	
<b>Total</b>	<b>911.06</b>	<b>582.16</b>	



# Notes

to standalone financial statements for the year ended 31 March 2025

## 14. Trade Payables

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Trade payables		
- Dues of micro and small enterprises (Refer note 46)	62.61	-
- Dues of creditors other than micro and small enterprises	-	-
- Dues of related parties (Refer note 43)	50.60	39.96
- Dues of others	84,367.94	1,31,225.21
<b>Total</b>	<b>84,481.15</b>	<b>1,31,265.17</b>

Note 1:- Refer note 57 for additional disclosure in relation to Trade payables.

## 15. Other Payables

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Capital Creditors		
- Dues of micro and small enterprises	-	-
- Dues of creditors other than micro and small enterprises	-	5.72
<b>Sub total</b>	<b>-</b>	<b>5.72</b>
Other Receivable		
- Due to micro and small enterprises	-	-
- Due to creditors other than micro and small enterprises	-	4.43
<b>Sub total</b>	<b>-</b>	<b>4.43</b>
<b>Total</b>	<b>-</b>	<b>10.15</b>

## 16a. Borrowings

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Bank overdraft*	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

\*The Company has obtained overdraft facilities of ₹ 9,900 lakhs from Bank with interest rate of 8.94% p.a. to 9.03% p.a. and same is secured against fixed deposit.

## 16b. Lease liabilities

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Lease liabilities (Refer note 53)	12.47	35.33
<b>Total</b>	<b>12.47</b>	<b>35.33</b>

## 17. Others financial liabilities

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Payable to Employees	26.52	9.27
<b>Total</b>	<b>26.52</b>	<b>9.27</b>

# Notes

to standalone financial statements for the year ended 31 March 2025

## 18. Current tax liabilities (net)

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Provision for tax [net of advance tax of ₹ 18,194.12 lakhs (31 March 2024: ₹ 9,585.80 lakhs)]	580.41	259.73
<b>Total</b>	<b>580.41</b>	<b>259.73</b>

## 19. Provisions

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
<b>Provision for employee benefits</b>		
Gratuity payable (funded) (Refer note 38)	203.79	96.67
Provision for compensated absences	18.77	12.13
Provision for bonus	12,080.00	8,106.84
	<b>12,302.56</b>	<b>8,215.64</b>
<b>Other provisions</b>		
Lease equalization		
Provision for contingencies	9,545.00	-
	<b>9,545.00</b>	<b>-</b>
<b>Total</b>	<b>21,847.56</b>	<b>8,215.64</b>

## 20. Others non-financial liabilities

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Others		
- Statutory dues	1,259.92	1,893.57
Income received in advance	13.71	10.00
<b>Total</b>	<b>1,273.63</b>	<b>1,903.57</b>

## 21. Equity Share capital

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
<b>Authorised share capital</b>		
175,000,000 (31 March 2024: 175,000,000) equity shares of ₹10/- each)	17,500.00	17,500.00
<b>Issued share capital</b>		
73,500,000 (31 March 2024: 73,500,000) equity shares of ₹10/- each)	7,350.00	7,350.00
<b>Subscribed and fully paid-up shares</b>		
73,500,000 (31 March 2024: 73,500,000) equity shares of ₹10/- each)	7,350.00	7,350.00



# Notes

to standalone financial statements for the year ended 31 March 2025

## (a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

### Equity shares

	31 March 2025		31 March 2024	
	No.	(₹ in lakhs)	No.	(₹ in lakhs)
At the beginning of the year	73,500,000	7,350.00	73,500,000	7,350.00
Issued during the year	-	-	-	-
Cancelled during the year	-	-	-	-
Outstanding at the end of the year	<b>73,500,000</b>	<b>7,350.00</b>	<b>73,500,000</b>	<b>7,350.00</b>

## (b) Terms/right attached to equity shares

The Company has only one class of equity shares having par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2025, the amount of per share dividend recognized as distributions to equity shareholders was ₹Nil (31 March 2024: ₹Nil).

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in the proportion of the number of shares held by the shareholders.

## (c) Shares held by holding / ultimate holding Company and / or their subsidiaries / associates

Out of equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries / associates are as below:

Name of shareholder	31 March 2025		31 March 2024	
	₹ in lakhs	% of holding	₹ in lakhs	% of holding
Axis Bank Limited, the holding Company and its nominees				
73,500,000 (31 March 2024: 73,500,000) equity shares of ₹10/- each)	<b>7,350.00</b>	<b>100%</b>	<b>7,350.00</b>	<b>100%</b>

## (d) Shareholding of Promoters

Shares held by promoters at as 31 March 2025			% Change during the year
Promoter name	No. of Shares	% of total shares	
Axis Bank Limited	73,500,000	100%	-
<b>Total</b>	<b>73,500,000</b>	<b>100%</b>	-
Shares held by promoters at as 31 March 2024			% Change during the year
Promoter name	No. of Shares	% of total shares	
Axis Bank Limited	73,500,000	100%	-
<b>Total</b>	<b>73,500,000</b>	<b>100%</b>	-

# Notes

to standalone financial statements for the year ended 31 March 2025

## (e) Details of shareholders holding more than 5% shares in the Company

Name of shareholder	31 March 2025		31 March 2024	
	No.	% of holding	No.	% of holding
Axis Bank Limited, the holding Company and its nominees				
73,500,000 (31 March 2024: 73,500,000) equity shares of ₹10/- each)	73,500,000	100%	73,500,000	100%

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

## (f) Proposed dividend on Equity shares

The Board proposed dividend on equity shares after the balance sheet date.

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Proposed dividend on equity shares for the year ended on 31 March 2025: ₹Nil per share (31 March 2024: ₹Nil per share)	-	-
<b>Total</b>	-	-

## 22. Other equity

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
<b>General Reserve</b>		
Balance at the beginning of the year	1,292.37	1,292.37
Add: Addition during the year	-	-
<b>Balance as at end of the year</b>	<b>1,292.37</b>	<b>1,292.37</b>
<b>Retained earnings</b>		
Balance at the beginning of the year	83,431.65	68,172.86
Add: Comprehensive Income for the year	16,854.88	15,243.18
Add: Remeasurement gains on employee benefits	(118.69)	15.61
Less: Dividend paid	-	-
<b>Balance as at end of the year</b>	<b>100,167.84</b>	<b>83,431.65</b>
<b>Debt instruments through FVOCI</b>		
Balance at the beginning of the year	(3.20)	38.85
Add: Addition during the year	7.17	(42.05)
<b>Balance as at end of the year</b>	<b>3.97</b>	<b>(3.20)</b>
<b>Equity Instruments through FVOCI</b>		
Balance at the beginning of the year	28,187.00	22,975.20
Add: Addition during the year	16,498.53	5,211.81
<b>Balance as at end of the year</b>	<b>44,685.53</b>	<b>28,187.00</b>
<b>Contribution from Shareholders</b>		
Balance at the beginning of the year	14,205.38	7,681.88
Add: Addition during the year	656.67	6,523.51
<b>Balance as at end of the year</b>	<b>14,862.05</b>	<b>14,205.39</b>
<b>Total</b>	<b>161,011.76</b>	<b>127,113.22</b>



# Notes

to standalone financial statements for the year ended 31 March 2025

## Nature and purpose of the reserve

### General Reserve

General Reserve was created earlier for specific purpose and are available for distribution to shareholders as dividend.

### Retained Earnings

Retained earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders as dividend.

### Debt instruments through FVOCI

It consists of income that will be reclassified to Profit and Loss.

### Equity Instruments through FVOCI

It consists of income that will not be reclassified to Profit and Loss.

### Contribution from Shareholders

Contribution from Shareholders represents fair value of the employee stock option plan. These options are issued by ABL Employee Welfare Trust ("the Trust") in consultation with Axis Bank Limited ("the Holding Company").

## 23. Revenue from operations

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Fees from advisory services and other professional services	38,583.14	28,743.99
Brokerage income	31,962.36	24,419.20
Other operating income		
- Interest Income on margin money funding	-	-
<b>Total</b>	<b>70,545.50</b>	<b>53,163.19</b>

## 24. Other income

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>(i) Interest income</b>		
Interest on deposit with banks	4,329.06	4,198.61
Interest Income on income tax refund	461.23	-
Interest on alternative investment fund	141.97	183.50
Interest on staff loan and deposits	1.08	1.34
	<b>4,933.34</b>	<b>4,383.44</b>
<b>(ii) Net gain/(loss) on fair value instruments at fair value through profit or loss</b>		
On financial instruments designated at fair value through profit or loss	2,400.42	1,350.64
<b>Total gain/(loss) on fair value changes</b>	<b>2,400.42</b>	<b>1,350.64</b>
<b>Fair value changes:</b>		
Realised	1,162.70	1,018.17
Unrealised	1,237.72	332.47
<b>Total gain/(loss) on fair value changes</b>	<b>2,400.42</b>	<b>1,350.64</b>



# Notes

to standalone financial statements for the year ended 31 March 2025

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>(iii) Miscellaneous income</b>		
Reversal of provision/liability no longer required	283.64	427.28
Profit on sale of fixed assets	1.85	0.04
Miscellaneous Income	30.32	22.78
Foreign exchange gain / (loss)	68.38	0.89
	<b>384.19</b>	<b>450.99</b>
<b>Total</b>	<b>7,717.95</b>	<b>6,185.07</b>

## 25. Finance costs

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
On financial liabilities measured at amortised cost		
Interest on overdraft	17.11	13.91
Interest on lease payment	1.03	3.67
Other interest expenses		
Interest on income tax expenses	12.70	10.08
Bank guarantee commission	360.88	302.63
<b>Total</b>	<b>391.72</b>	<b>330.29</b>

## 26. Impairment of financial instruments

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
On financial instrument measured at amortised cost		
Trade Receivables		
- Provision for bad and doubtful debts	600.43	349.40
- Bad debts written off	0.07	-
- Reversal of provision of doubtful debts	(328.18)	(367.56)
Others	25.54	29.87
<b>Total</b>	<b>297.86</b>	<b>11.71</b>

## 27. Employee benefits expense

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries, wages and bonus	21,787.56	17,662.38
Contribution to provident and other funds (Refer note 38)	559.20	463.49
Share based payments to employees (Refer note 44)	845.77	6,300.45
Gratuity expense (Refer note 38)	99.69	112.28
Staff welfare expenses	192.74	231.68
<b>Total</b>	<b>23,484.96</b>	<b>24,770.28</b>



# Notes

to standalone financial statements for the year ended 31 March 2025

Note: The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020. The Company will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

## 28. Depreciation and amortization expense

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation of tangible assets	364.76	339.30
Amortization of intangible assets	45.93	38.91
<b>Total</b>	<b>410.69</b>	<b>378.21</b>

## 29. Other expenses

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Stamp duty	347.66	282.22
Trade confirmation charges	1,192.97	991.92
Brokerage expenses	8,204.75	2,622.54
Provision for contingencies (Refer Note no. 52)	9,545.00	-
Stock exchange expenses	2,678.13	2,512.74
Printing and stationary	12.70	8.87
Electricity & water charges	76.43	46.97
Rent	619.46	607.20
Repairs & maintenance - others	803.49	324.68
CSR expenditure (Refer Note No 30)	447.72	427.98
Insurance	24.22	13.62
Rates and taxes	75.94	38.99
Professional fees*	1,191.98	731.32
Office expenses	171.95	213.87
Deputation expenses	232.81	212.52
Telephone, fax & internet	163.82	119.54
Loss on sale of devolved securities/dealing error	96.42	454.26
Travelling & conveyance expenses	410.29	341.23
Director's sitting fees	56.50	122.50
Auditors' fees and expenses (Refer Note 29.1 below)	34.86	34.87
Loss on sale of Fixed assets	7.14	-
Loss on fair value of staff loans and deposits	0.77	-
Subscription expenses	257.63	206.16
Miscellaneous expenses	906.31	854.19
<b>Total</b>	<b>27,558.95</b>	<b>11,168.19</b>

\*includes direct expenses pertaining to advisory services and other professional services amounting to ₹22.14 lakhs (Previous Year: ₹4.30 lakhs)

# Notes

to standalone financial statements for the year ended 31 March 2025

## 29.1 Auditors' fees and expenses

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Auditors remuneration:		
- For audit	26.40	24.90
- For other services (certification fees)	6.60	8.60
- For reimbursement of expenses	1.86	1.37
	<b>34.86</b>	<b>34.87</b>

## 30. Details of CSR expenditure:

	(₹ in lakhs)	
Particulars	As at 31 March 2025	As at 31 March 2024
a) Gross amount required to be spent by the Company during the year	447.72	427.98
b) Amount approved by the Board to be spent during the year	447.72	427.98
c) Amount spent during the year	447.72	427.98
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	447.72	427.98
d) Details related to spent/unspent obligations:		
i) Contribution to Public Trust	-	-
ii) Contribution to Charitable Trust	447.72	427.98
iii) Amount unspent	-	-

### Details related to CSR spending and activities

	(₹ in lakhs)	
Particulars	As at 31 March 2025	As at 31 March 2024
(a) amount required to be spent by the company during the year	447.72	427.98
(b) amount of expenditure incurred	447.72	427.98
(c) shortfall at the end of the year	-	-
(d) total of previous years shortfall	-	-
(e) reason for shortfall	Not applicable	Not applicable
(f) nature of CSR activities	Sustainable Livelihoods	Sustainable Livelihoods
(g) details of related party transactions	-	-
(h) provision made with respect to a liability incurred by entering into a contractual obligation	-	-

## 31. Income Tax Expense:

	(₹ in lakhs)	
Particulars	As at 31 March 2025	As at 31 March 2024
Current tax		
Current tax on profits for the year	8,916.30	7,383.92
Adjustments for current tax of prior years	77.15	-
<b>Total Current Tax</b>	<b>8,993.45</b>	<b>7,383.92</b>
Deferred tax		
Deferred tax expense (income) (Refer Note 32)	270.98	62.48
<b>Total deferred tax expense/(income)</b>	<b>270.98</b>	<b>62.48</b>
<b>Total tax expense</b>	<b>9,264.43</b>	<b>7,446.40</b>



# Notes

to standalone financial statements for the year ended 31 March 2025

## 31.1 Reconciliation of effective tax rate:

The tax charge shown in the statement of profit and loss differs from the tax charge that would apply if all profits had been charged at Indian corporate tax rate. A reconciliation between the tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended 31 March 2025 and 31 March 2024 is as follows:

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Profit before tax expenses	26,119.27	22,689.58
<b>Enacted income tax rate in India applicable to the Company 25.168%</b>	6,573.70	5,710.51
<b>Tax effect of:</b>		
Capital gain on sale of shares measured at special rates	-	-
Remeasurement of gratuity through OCI	(29.87)	3.93
Other Non-deductible expenses:		
Share Based Payments to employees	126.65	1,585.70
Interest on income tax expenses	3.20	4.92
CSR expenditure	112.68	107.71
Others	2,400.92	33.63
Tax in respect of earlier years	77.15	-
<b>Total tax expense</b>	<b>9,264.43</b>	<b>7,446.40</b>
<b>Effective tax rate</b>	<b>35.47%</b>	<b>32.82%</b>

The Company has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.

## 32. Deferred Tax Asset / (liability) (Net)

### Component and Movement in Deferred Tax Assets (Net):

Deferred tax asset / (liability)	(₹ in lakhs)			
	As at 31 March 2024	Recognised in Profit and Loss	Recognised in OCI	As at 31 March 2025
Provision for Impairment Loss	104.41	(74.96)	-	179.37
Difference in WDV as per Books of Account and Income Tax	(9.24)	(25.14)	-	15.90
Fair value adjustment of Financial Instruments	(25.68)	372.49	-	(398.17)
Impact on Revenue recognised under Ind AS 115	2.51	(0.93)	-	3.44
Valuation on interest free loans and deposits	0.15	0.08	-	0.07
Disallowance under section 43B of the Income Tax Act, 1961	3.06	(1.65)	-	4.72
Difference in lease asset amortisation and rent expenses	1.16	1.09	-	0.06
Change in fair value of investment in unquoted equity shares	(8,362.53)	-	(906.23)	(7,456.29)
Change in fair value of investment in mutual fund - Axis Structured Credit AIF - Series I	3.68	-	3.67	0.00
<b>Total</b>	<b>(8,282.48)</b>	<b>270.98</b>	<b>(902.56)</b>	<b>(7,650.90)</b>

# Notes

to standalone financial statements for the year ended 31 March 2025

	(₹ in lakhs)			
Deferred tax asset / (liability)	As at 31 March 2023	Recognised in Profit and Loss	Recognised in OCI	As at 31 March 2024
Provision for Impairment Loss	94.15	(10.26)	-	104.41
Difference in WDV as per Books of Account and Income Tax	15.09	24.33	-	(9.24)
Fair value adjustment of Financial Instruments	(8.07)	17.61	-	(25.68)
Impact on Revenue recognised under Ind AS 115	23.90	21.39	-	2.51
Valuation on interest free loans and deposits	0.49	0.34	-	0.15
Disallowance under section 43B of the Income Tax Act, 1961	11.60	8.54	-	3.06
Difference in lease asset amortisation and rent expenses	1.69	0.53	-	1.16
Change in fair value of investment in unquoted equity shares	(6,816.29)	-	1,546.24	(8,362.53)
Change in fair value of investment in mutual fund - Axis Structured Credit AIF – Series I	(10.46)	-	(14.14)	3.68
<b>Total</b>	<b>(6,687.90)</b>	<b>62.48</b>	<b>1,532.10</b>	<b>(8,282.48)</b>

### 33. Earnings per share

Basic earnings per share (EPS) is calculated by dividing the net profit for the year attributable to equity holders of Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the net profit attributable to equity holders of Company (after adjusting for interest on the convertible preference shares and interest on the convertible bond, in each case, net of tax) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on the conversion of all the dilutive potential equity shares into equity shares.

The computation of basic and diluted earnings per share is below:

Particulars	As at 31 March 2025	As at 31 March 2024
Profit attributable to the equity holders of the Company (A) (₹ in lakhs)	16,854.84	15,243.18
Weighted Average number of shares issued for calculating Basic EPS (B) (in lakhs)	735.00	735.00
Adjustment of shares for calculation of Diluted EPS (C) (in lakhs)	-	-
Weighted Average number of shares issued for Diluted EPS (D= B+C) (in lakhs)	735.00	735.00
Basic EPS (in ₹)	22.93	20.74
Diluted EPS (in ₹)	22.93	20.74



# Notes

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## 34. Contingent liabilities & commitments

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
<b>Contingent Liabilities</b>		
(A) Claims against the Company not acknowledged as debts*	25.00	25.00
(B) Tax Demands under litigations <sup>#</sup>		
For Service Tax & GST	2,404.13	2,381.38
For Income Tax	746.89	932.20
(C) Outstanding bank guarantee <sup>@</sup>	70,000.00	60,000.00
<b>Total Contingent Liabilities</b>	<b>73,176.02</b>	<b>63,338.59</b>
<b>Capital commitments</b>		
(A) Towards intangible assets under development and plant, property & equipment	80.89	118.44
(B) Uncalled liability towards investments	-	678.58
<b>Total Commitments</b>	<b>80.89</b>	<b>797.02</b>

\* The Company is facing certain litigations with respect to alleged non disclosures in respect of investment banking jobs handled by the Company. The Management believes that its position will likely be upheld and the outcome of these proceeding will not have a material adverse effect on the Company's financial position and result of operations.

<sup>#</sup>The Company is contesting the demands and the management believes that its position will likely be upheld in the appellate process. No tax expense has been provided in the financial statements for the tax demand raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the Company's financial position and results of operations.

Future cash outflows in respect of above are determinable only on receipt of judgements /decisions pending with various forums/authorities. It is not practicable for the Company to estimate the timings of the cashflows, if any, in respect of the above pending resolution of the respective proceedings. The Company does not expect any outflow in respect of the above contingent liabilities. The Company is of the opinion that above demands are not sustainable and expects to succeed in its appeals.

<sup>@</sup> partially secured against fixed deposits

The Company in the ordinary course of its business has syndicated certain secured instruments aggregating to ₹ Nil (31 March 2024: ₹ 64,827.17 lakhs) wherein the Company is mandated to monetize the underlying security on occurring certain events to meet the Issuer's obligations and fulfil the shortfall if any.

## 35. Registration of charge or satisfaction with Registrar of Companies (ROC)

The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

## 36. Derivatives

The Company has no transactions / exposure in derivatives in the current and previous year.

# Notes

to standalone financial statements for the year ended 31 March 2025

## 37. Unhedged foreign currency exposure

Particulars of unhedged foreign currency exposure as at the Balance Sheet date:

### As at 31 March 2025

Particulars	Currency	Foreign Currency in Lakhs	(₹ in lakhs)
Trade Receivables	USD	0.43	36.90
	GBP	0.01	1.62
Trade Payables	USD	1.01	86.46
	SGD	0.03	1.78
Advances	EUR	0.00	0.09
	HKD	0.11	1.27
	SGD	0.01	0.86
Bank Balances	USD	0.13	10.79

### As at 31 March 2024

Particulars	Currency	Foreign Currency in Lakhs	(₹ in lakhs)
Trade Receivables	USD	10.35	863.55
	GBP	0.09	9.30
Trade Payables	USD	0.63	52.72
	SGD	0.04	2.47
Advances	EUR	0.00	0.23
	HKD	0.18	2.04
	SGD	0.02	1.28
Bank Balances	USD	0.05	3.83

## 38. Employee Benefits

### A Short term employee benefit obligations

The compensated absences charge / (reversal) for the year ended 31 March 2025 based on actuarial valuation amounting to ₹8.94 lakhs (31 March 2024 - (₹33.95 lakhs)) has been charged / (reversed) in the Statement of Standalone Profit and Loss.

### B Post Employment Obligations

#### i. Defined contribution plans

##### Employer's Contribution to Provident Fund

The Company has recognized the following amount in the Statement of Standalone Profit and Loss under the head Contribution to provident and other funds in Employee Benefit Expense for the year:



# Notes

to standalone financial statements for the year ended 31 March 2025

The expense recognised during the year towards defined contribution plan:

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Employer's Contribution to Provident Fund	559.20	463.49

## ii. Defined benefit plans

### Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a year of 5 years are eligible for gratuity. The amount of gratuity payable on retirement / termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is funded with an insurance Company in the form of a qualifying insurance policy.

### Change in the Present Value of Projected Benefit Obligations

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Present Value of Benefit Obligation at the beginning of the year	998.52	1,136.66
Interest Cost	69.90	82.21
Current Service Cost	92.75	102.77
Liability Transferred In/ Acquisitions	1.98	5.59
(Liability Transferred Out/ Divestments)	-	(40.50)
(Benefit Paid From the Fund)	(176.48)	(278.39)
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	30.67	9.24
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	39.12	(50.21)
Actuarial (Gains)/Losses on Obligations - Due to Experience	47.52	31.15
Present Value of Benefit Obligation at the End of the year	1,103.98	998.52

### Change in the Fair Value of Plan Assets

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Fair Value of Plan Assets at the beginning of the year	901.85	1,006.40
Interest Income	62.96	72.70
Contributions by the Employer	111.26	130.26
Assets Transferred In/Acquisitions	1.98	5.59
(Assets Transferred Out/ Divestments)	-	(40.50)
(Benefit Paid from the Fund)	(176.48)	(278.39)
Return on Plan Assets, Excluding Interest Income	(1.38)	5.79
Fair Value of Plan Assets at the end of the year	900.19	901.85



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to standalone financial statements for the year ended 31 March 2025

## Amount recognised in the Balance Sheet

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
(Present Value of Benefit Obligation at the end of the year)	(1,103.98)	(998.50)
Fair Value of Plan Assets at the end of the year	900.19	901.83
Funded Status (Surplus/ (Deficit))	(203.79)	(96.67)
Net (Liability)/Asset Recognized in the Balance Sheet	<b>(203.79)</b>	<b>(96.67)</b>

## Net Interest Cost

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Present Value of Benefit Obligation at the Beginning of the year	998.50	1,136.65
(Fair Value of Plan Assets at the Beginning of the year)	(901.83)	(1,006.39)
Net Liability/(Asset) at the Beginning	96.67	130.26
Interest Cost	69.90	82.21
(Interest Income)	(62.96)	(72.70)
Net Interest Cost for Current year	<b>6.94</b>	<b>9.51</b>

## Expenses Recognised in the Statement of Profit or Loss

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Current Service Cost	92.75	102.77
Net Interest Cost/(Income)	6.94	9.51
Expenses Recognized	<b>99.69</b>	<b>112.28</b>

## Expenses Recognised in the Other Comprehensive Income (OCI)

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Current Service Cost	117.31	(9.82)
Net Interest Cost	1.38	(5.79)
Expenses/(Gain) Recognized	<b>118.69</b>	<b>(15.61)</b>



# Notes

to standalone financial statements for the year ended 31 March 2025

## Balance Sheet Reconciliation

(₹ in lakhs)		
Particulars	As at 31 March 2025	As at 31 March 2024
Opening Net Liability	96.67	130.26
Expenses Recognized in Statement of Profit or Loss	99.69	112.28
Expenses Recognized in OCI	118.69	(15.61)
Net Liability/(Asset) Transfer In	-	-
Net (Liability)/Asset Transfer Out	-	-
(Benefit Paid Directly by the Employer)	-	-
(Employer's Contribution)	(111.26)	(130.26)
Net Liability/(Asset) Recognized in the Balance Sheet	<b>203.79</b>	<b>96.67</b>

## Categories of plan assets are as follows:

(₹ in lakhs)		
Particulars	As at 31 March 2025	As at 31 March 2024
Insurer managed funds	900.19	901.83
<b>Total</b>	<b>900.19</b>	<b>901.83</b>

## Amounts for the current and previous four years are as follows:

(₹ in lakhs)					
Particulars	2024-25	2023-24	2022-23	2021-22	2020-21
Defined benefit obligation	1,103.98	998.50	1,136.65	1,061.21	993.00
Plan assets	900.19	901.83	1,006.39	887.86	912.34
Surplus / (deficit)	(203.79)	(96.67)	(130.26)	(173.35)	(80.65)
Experience adjustments on plan liabilities	47.52	31.15	78.27	54.25	3.41
Experience adjustments on plan assets	-	-	-	-	-

## Significant estimates: Actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

(₹ in lakhs)		
Particulars	As at 31 March 2025	As at 31 March 2024
Expected return on plan assets	6.54%	7.18%
Discount rate	6.54%	7.18%
Salary growth rate	7.83%	4.23%
Withdrawal rate (per annum)	37.15%	18.75%
Mortality Rate During Employment	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2012-14) Urban

# Notes

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## Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(₹ in lakhs)

Particulars	Impact on defined benefit obligation			
	Increase in assumptions		Decrease in assumptions	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Discount rate- Delta Effect of 0.5%	(8.00)	(15.45)	8.19	16.04
Salary growth rate- Delta Effect of 0.5%	4.09	9.66	(4.11)	(9.52)
Attrition Rate- Delta Effect of 0.5%	(0.64)	1.91	0.63	(2.03)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the standalone balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

## Risk exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

<b>Interest Rate Risk</b>	A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.
<b>Investment Risk</b>	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.
<b>Salary Risk</b>	The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.
<b>Asset Liability Matching Risk</b>	The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.
<b>Mortality risk</b>	Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.
<b>Concentration Risk</b>	Plan is having a concentration risk as all the assets are invested with the insurance Company .



# Notes

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## Defined benefit liability and employer contributions

Expected contributions to post-employment benefit plans for the year ending 31 March 2025 is ₹265.36 lakhs.

The weighted average duration of the defined benefit obligation is 5 years (31 March 2024 – 5 years).

## Maturity Analysis of the Benefit Payments from the Fund

(₹ in lakhs)						
Particulars	1 <sup>st</sup> Following Year	2 <sup>nd</sup> Following Year	3 <sup>rd</sup> Following Year	4 <sup>th</sup> Following Year	5 <sup>th</sup> Following Year	Sum of Years 6 To 10
<b>31 March 2025</b>						
Defined benefit obligation (gratuity)	443.59	256.10	179.23	128.12	81.73	127.64
<b>31 March 2024</b>						
Defined benefit obligation (gratuity)	216.73	166.15	152.93	138.97	127.26	342.00

## 39 Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

(₹ in lakhs)						
Assets	As at 31 March 2025			As at 31 March 2024		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
<b>Financials Assets</b>						
Cash and cash equivalents	2,605.00	-	2,605.00	1,612.79	-	1,612.79
Bank balances other than cash and cash equivalents	65,888.79	109.11	65,997.90	53,681.18	1,060.61	54,741.79
Receivable						
(i) Trade receivables	87,001.38	-	87,001.38	134,855.49	-	134,855.49
(ii) Other receivables	49.59	-	49.59	99.01	-	99.01
Securities held for trading	16,685.09	-	16,685.09	17,640.70	-	17,640.70
Investments	44,526.85	64,730.06	1,09,256.91	21,816.52	50,311.82	72,128.34
Other Financial Assets	295.47	274.45	569.92	756.98	174.50	931.48
<b>Sub-Total</b>	<b>217,052.17</b>	<b>65,113.62</b>	<b>282,165.79</b>	<b>230,462.67</b>	<b>51,546.93</b>	<b>282,009.60</b>
<b>Non Financials Assets</b>						
Current Tax Assets (Net)	-	383.90	383.90	-	1,204.22	1,204.22
Property, Plant and Equipment	-	626.20	626.20	-	512.73	512.73
Intangible assets under development	-	7.25	7.25	-	52.72	52.72
Other Intangible assets	-	140.22	140.22	-	83.13	83.13
Other Non- Financial Assets	856.52	54.55	911.06	477.60	104.56	582.16
<b>Sub-Total</b>	<b>856.52</b>	<b>1,212.12</b>	<b>2,068.64</b>	<b>477.60</b>	<b>1,957.36</b>	<b>2,434.96</b>
<b>Total Assets</b>	<b>217,908.69</b>	<b>66,325.74</b>	<b>284,234.43</b>	<b>230,940.27</b>	<b>53,504.29</b>	<b>284,444.56</b>

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(₹ in lakhs)

Assets	As at 31 March 2025			As at 31 March 2024		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
<b>Financial Liabilities</b>						
<b>Payables</b>						
<b>I) Trade payables</b>						
Dues of micro and small enterprises	62.61	-	62.61	-	-	-
Dues of creditors other than micro and small enterprises	84,418.54	-	84,418.54	131,265.17	-	131,265.17
<b>II) Other payables</b>						
Dues of micro and small enterprises	-	-	-	-	-	-
Dues of creditors other than micro and small enterprises	-	-	-	10.15	-	10.15
Lease liabilities	7.14	5.33	12.47	35.33	-	35.33
Other financial liabilities	26.52	-	26.52	9.27	-	9.27
<b>Sub-Total</b>	<b>84,514.83</b>	<b>5.33</b>	<b>84,520.14</b>	<b>131,319.92</b>	<b>-</b>	<b>131,319.92</b>
<b>Non-Financial Liabilities</b>						
Current tax liabilities (Net)	580.41	-	580.41	259.73	-	259.73
Provisions	21,847.56	-	21,847.56	8,215.64	-	8,215.64
Deferred tax liabilities	-	7,650.90	7,650.90	-	8,282.48	8,282.48
Other non-financial liabilities	1,273.63	-	1,273.63	1,903.57	-	1,903.57
<b>Sub-Total</b>	<b>23,701.60</b>	<b>7,650.90</b>	<b>31,352.50</b>	<b>10,378.94</b>	<b>8,282.48</b>	<b>18,661.42</b>
<b>Total Liabilities</b>	<b>108,216.43</b>	<b>7,656.23</b>	<b>115,872.64</b>	<b>141,698.86</b>	<b>8,282.48</b>	<b>149,981.34</b>

## 40. Capital Management

The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and maximize shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions, annual operating plans and long term and other strategic investment plans. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders or issue new shares. The Company is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2025 and 31 March 2024. There is no debt as on reporting date.

## 41. Events after reporting date

There have been no events after the reporting date that require disclosure in these standalone financial statements.

## 42. There is no change in liabilities arising from financing activities, as there is no borrowing as on reporting date. The Company has taken no credit facilities during the year other than overdraft and bank guarantees.



# Notes

to standalone financial statements for the year ended 31 March 2025

## 43. Related Party Disclosures

As per Indian Accounting Standard on related party disclosures (Ind AS 24), the names of the related parties of the Company are as follows:

### A Name of related parties and nature of relationship:

Description of relationship	Name of the related party
Holding Company	Axis Bank Limited ("ABL")
Fellow Subsidiaries with whom transactions have taken during the year	Axis Securities Limited ("ASL") Axis Trustee Services Limited ("ATSL")
Subsidiary Company	Axis Capital USA LLC ("ACUL")
Associate of Holding Company	Axis Max Life Insurance Ltd. ("AMLIL") (Formerly known as Max Life Insurance Company Limited)
Key Management Personnel (KMP) and its relatives	Mr. Amitabh Chaudhry (Chairman) Mr. Atul Mehra (MD & CEO) (w.e.f. 02.05.2024) Mr. Neelkanth Mishra (Whole time director w.e.f. 17.07.2023) Mr. Salil Pitale (Joint Managing Director and Co CEO till 14.09.2023 and interim Managing Director and CEO w.e.f. 15.09.2023 till 07.04.2024) Mr. Chirag Negandhi (Joint Managing Director and Co CEO till 15.09.2023) Mr. Rajiv Anand (Director) (till 13.01.2024) Mr. Ganesh Sankaran (Director) (w.e.f. 06.02.2024 till 29.11.2024) Mr. Vijay Krishna Mulbagal (Additional Director) (w.e.f. 06.02.2025) Mr. Samir Barua (Independent Director) Mr. Bahram Vakil (Independent Director) Ms. Sutapa Banerjee (Independent Director) Mr. Mukesh Sharma (CFO) (w.e.f. 17.07.2023) Ms. Vilma Gangahar (CS) (w.e.f. 23.12.2023) Mr. Neelesh Baheti (CFO) (till 10.07.2023) Mr. Natarajan Mahadevan (CS) (till 30.06.2023)
Entity controlled or jointly controlled by KMP	AZB & Partners

### B Details of related party transactions:

							(₹ in lakhs)
Particulars	Holding Company	Subsidiary Company	Fellow Subsidiary	Associate of Holding Company	Key Management Personnel	Entity controlled or jointly controlled by KMP	Total
<b>Income</b>							
Brokerage Income	21.78	-	-	-	-	-	<b>21.78</b>
	(108.82)	-	-	-	-	-	(108.82)
Brokerage Income (AMLIL)	-	-	-	250.35	-	-	<b>250.35</b>
	-	-	-	(329.67)	-	-	(329.67)
Interest on fixed deposits	863.59	-	-	-	-	-	<b>863.59</b>
	(841.60)	-	-	-	-	-	(841.60)
<b>Expenses</b>							
Remuneration of Key Management Personnel and its relatives #							
Mr. Atul Mehra (MD & CEO) (w.e.f. 02.05.2024)	-	-	-	-	867.60	-	<b>867.60</b>
	-	-	-	-	-	-	-
Mr. Neelkanth Mishra (w.e.f. 17.07.2023)	-	-	-	-	818.37	-	<b>818.37</b>
	-	-	-	-	(304.93)	-	(304.93)

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							(₹ in lakhs)
Particulars	Holding Company	Subsidiary Company	Fellow Subsidiary	Associate of Holding Company	Key Management Personnel	Entity controlled or jointly controlled by KMP	Total
Mr. Salil Pitale (Joint Managing Director and Co CEO till 14.09.2023 and interim Managing Director and CEO w.e.f. 15.09.2023 till 07.04.2024)	-	-	-	-	545.99	-	<b>545.99</b>
	-	-	-	-	(205.20)	-	(205.20)
Mr. Chirag Negandhi (till 15.09.2023)	-	-	-	-	20.00	-	<b>20.00</b>
	-	-	-	-	(94.05)	-	(94.05)
Mr. Mukesh Sharma (w.e.f. 17.07.2023)	-	-	-	-	97.50	-	<b>97.50</b>
	-	-	-	-	(49.49)	-	(49.49)
Mr. Neelesh Baheti (till 10.07.2023)	-	-	-	-	-	-	-
	-	-	-	-	(37.96)	-	(37.96)
Ms. Vilma Gangahar (w.e.f. 23.12.2023)	-	-	-	-	128.50	-	<b>128.50</b>
	-	-	-	-	(30.16)	-	(30.16)
Mr. Natarajan Mahadevan (till 30.06.2023)	-	-	-	-	-	-	-
	-	-	-	-	(79.25)	-	(79.25)
Reimbursement of expense paid	1,562.61	-	-	-	5.54	-	<b>1,568.15</b>
	(1,133.59)	-	-	-	(4.56)	-	(1,138.15)
Royalty charges paid	105.67	-	-	-	-	-	<b>105.67</b>
	(79.06)	-	-	-	-	-	(79.06)
Chaperoning Services Paid	-	223.84	-	-	-	-	<b>223.84</b>
	-	(181.73)	-	-	-	-	(181.73)
Interest expense on overdraft	3.78	-	-	-	-	-	<b>3.78</b>
	(4.65)	-	-	-	-	-	(4.65)
Directors' sitting fees	-	-	-	-	56.50	-	<b>56.50</b>
	-	-	-	-	(122.58)	-	(122.58)
Bank charges	3.76	-	-	-	-	-	<b>3.76</b>
	(3.42)	-	-	-	-	-	(3.42)
Demat charges	0.74	-	-	-	-	-	<b>0.74</b>
	(0.50)	-	-	-	-	-	(0.50)
Brokerage expense	-	-	-	-	-	-	-
	(5.15)	-	-	-	-	-	(5.15)
Brokerage expense (ASL)	-	-	145.83	-	-	-	<b>145.83</b>
	-	-	(79.68)	-	-	-	(79.68)
Professional fees paid	-	-	-	-	-	211.71	<b>211.71</b>
	-	-	-	-	-	(92.09)	(92.09)
<b>Other Transactions</b>							
Reimbursement of expense received	527.67	-	-	-	-	-	<b>527.67</b>
	(408.55)	-	-	-	-	-	(408.55)
Reimbursement of expense received (ASL)	-	-	0.60	-	-	-	<b>0.60</b>
	-	-	(5.59)	-	-	-	(5.59)
Reimbursement of expense paid (ASL)	-	-	-	-	-	-	-
	-	-	(14.42)	-	-	-	(14.42)
Purchase of fixed assets	-	-	-	-	-	-	-
	(11.10)	-	-	-	-	-	(11.10)
Income tax refund transferred to ASL	-	-	384.10	-	-	-	<b>384.10</b>
	-	-	-	-	-	-	-

Note: Figures in bracket pertain to the previous year.



# Notes

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\*Bonus and esop considered in remuneration on payment basis.

As the liabilities for gratuity and leave encashment are provided on an actuarial basis for the Company as a whole, the amounts pertaining to key managerial personnel and relative of key managerial personnel are not included above.

## C Key management personnel compensation pertaining to ESOP and other employee benefits:

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Short Term Employee Benefits/Long term retirement benefits*	-	-
Share Based Payments		
Mr. Neelkanth Mishra	306.92	446.12
<b>Total</b>	<b>306.92</b>	<b>446.12</b>

\* As the liabilities for gratuity and leave encashment are provided on an actuarial basis for the Company as a whole, the amounts pertaining to key managerial personnel and relative of key managerial personnel are not included above.

## D Details of balances outstanding for related party transactions:

		(₹ in lakhs)	
Name of the related party	Nature of Transaction	For the year ended 31 March 2025	For the year ended 31 March 2024
Holding Company	Fixed deposit (including interest accrued)	17,345.90	12,110.47
	Equity Share Capital	7,350.00	7,350.00
	Current account	2,603.47	1,610.34
	Overdraft Account Balance*	-	-
	Trade payables	18.18	26.32
	Trade receivable	-	-
	Other receivable	49.59	99.01
Subsidiary Company	Trade payable	32.42	13.64
	Investment	495.88	495.88
Associate of Holding Company	Investment**	64,234.18	48,641.91

\*Credit line obtained by the Company from Axis Bank Limited is ₹9,900 lakhs (31 March 2024: ₹9,900 lakhs)

\*\* at fair value

## E The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

## 44. Share based payments

### 2019 - Employee Stock Option Plan

ABL Employee Welfare Trust ("the Trust") in consultation with Axis Bank Limited ("the Holding Company") has granted equity options of Axis Bank Limited to the New Executive employees of the Company under the Employee Stock Option Plan 2019 ("ESOP 2019") and Employee Stock Option Plan 2023 ("ESOP 2023") with effect from various date as given below to enable the employees of the Company to participate in the future growth and success of the Company. The Holding Company has not charged any cost to the Company relating to ESOPs granted to the employees of the Company.

These options which confer a right but not an obligation on the employee to apply for equity shares of the Holding Company once the terms and conditions set forth in the Employee Stock Option Plan 2019 ("ESOP 2019") and Employee Stock Option Plan 2023 ("ESOP 2023") and the option agreement have been met. Vesting of options would be subject to continued employment with the Company.



# Notes

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The Group has below share based payment arrangement under ESOP 2019 till 30 April 2022

Particulars	Date of grants	Number of option granted	Exercise price (in ₹)
Grant I	30 August 2019	1,155,000	-
Grant II	6 July 2020	48,000	-
Grant III	1 October 2020	75,000	-
Grant IV	14 November 2020	11,800	-
Grant V	15 March 2021	3,334	-
Grant VI	26 April 2021	20,000	-
Grant VII	26 November 2021	6,000	-
Grant VIII	1 February 2022	7,000	-
Grant IX	3 February 2022	4,250	-

The Group has below share based payment arrangement under ESOP 2023 till 30 April 2025

Particulars	Date of grants	Number of option granted	Exercise price (in ₹)
Grant I	5 May 2023	1,075,000	-

The Group has below share based payment arrangement under ESOP 2023 till 30 April 2026

Particulars	Date of grants	Number of option granted	Exercise price (in ₹)
Grant II	17 July 2023	95,000	-

## Conditions

Vesting condition	Continued employment with the Group and fulfilment of performance parameters
Exercise period	Exercisable after vesting period
Method of settlement	Equity

## Vesting schedule of ESOP 2019

Particulars	Grant I to IX	Number of Option vested and Exercised	Number of Option expect to be vested
As at 30 April 2020	30% for Grant I	339,000	-
As at 30 April 2021	30% for Grant I and 50% of Grant II to IV	376,400	-
As at 30 April 2022	40% of Grant I, 50% of Grant II to IV and 100% of Grant V to IX	493,984	-



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## Vesting schedule of ESOP 2023

Particulars	Grant I to IX	Number of Option vested and Exercised	Number of Option expect to be vested
As at 5 May 2023	30% for Grant I	337,200	-
As at 30 April 2024	30% for Grant I and II	344,700	-
As at 30 April 2025	40% for Grant I and 30% of Grant II	450,100	-
As at 30 April 2026	40% for Grant II	38,000	-

## Reconciliation of outstanding employee stock options:

### For the year ended 31 March 2025

#### ESOP 2023 - Grant I

Particulars	Shares arising out of options	Range of exercise prices (in ₹)	Weighted average exercise price (in ₹)	Weighted average remaining contractual life
Outstanding as at 01 April 2024	737,800	-	-	0.04
Add: Options granted during the year	-	-	-	-
Less: Options cancelled during the year	330,000	-	-	-
Less: Options exercised during the year	241,800	-	-	-
Options outstanding at 31 March 2025	166,000	-	-	0.04
Exercisable options at 31 March 2025	-	-	-	-

#### ESOP 2023 - Grant II

Particulars	Shares arising out of options	Range of exercise prices (in ₹)	Weighted average exercise price (in ₹)	Weighted average remaining contractual life
Outstanding as at 01 April 2024	95,000	-	-	0.39
Add: Options granted during the year	-	-	-	-
Less: Options cancelled during the year	-	-	-	-
Less: Options exercised during the year	28,500	-	-	-
Options outstanding at 31 March 2025	66,500	-	-	0.39
Exercisable options at 31 March 2025	-	-	-	-

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## For the year ended 31 March 2024

### ESOP 2023 - Grant I

Particulars	Shares arising out of options	Range of exercise prices (in ₹)	Weighted average exercise price (in ₹)	Weighted average remaining contractual life
Outstanding as at 01 April 2023	-	-	-	-
Add: Options granted during the year	1,075,000	-	-	1.07
Less: Options cancelled during the year	-	-	-	-
Less: Options exercised during the year	337,200	-	-	-
Options outstanding at 31 March 2024	737,800	-	-	1.07
Exercisable options at 31 March 2024	-	-	-	-

### ESOP 2023 - Grant II

Particulars	Shares arising out of options	Range of exercise prices (in ₹)	Weighted average exercise price (in ₹)	Weighted average remaining contractual life
Outstanding as at 01 April 2023	-	-	-	-
Add: Options granted during the year	95,000	-	-	1.89
Less: Options cancelled during the year	-	-	-	-
Less: Options exercised during the year	-	-	-	-
Options outstanding at 31 March 2024	95,000	-	-	1.89
Exercisable options at 31 March 2024	-	-	-	-

### Valuation of stock option

The Company follows fair value based method of accounting as described under Ind AS 102 Share based payments for determining compensation cost for its stock-based compensation scheme. The fair value of each stock options granted during the current year and previous year and the assumptions used in calculating the grant date fair value is mentioned in the table below. The fair value has been calculated by applying Black and Scholes model as valued by an independent valuer.

Particulars	Grant Date	Share Price as on grant date (₹ per share)	Exercise Price (₹ per share)	Expected Volatility Annualised Volatility %	Expected Life in Years	Expected Dividend Yield %	Risk-free interest rate (based on Government Bonds)	Fair value of option as on grant date (₹ per share)
<b>ESOP 2019</b>								
<b>Grant I</b>								
Vesting Date 30 April, 2020	30-Aug-19	663.90	-	28.00%	0.67	0.71%	5.87%	660.75
Vesting Date 30 April, 2021	30-Aug-19	663.90	-	28.00%	1.67	0.71%	5.93%	656.07
Vesting Date 30 April, 2022	30-Aug-19	663.90	-	28.00%	2.67	0.71%	6.10%	651.43
<b>Grant II</b>								
Vesting Date 30 April, 2021	06-Jul-20	434.00	-	30.00%	0.82	0.71%	3.72%	431.48
Vesting Date 30 April, 2022	06-Jul-20	434.00	-	30.00%	1.82	0.71%	4.09%	428.43
<b>Grant III</b>								
Vesting Date 30 April, 2021	01-Oct-20	443.70	-	30.00%	0.58	0.71%	3.73%	441.88
Vesting Date 30 April, 2022	01-Oct-20	443.70	-	30.00%	1.58	0.71%	4.31%	438.75



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Particulars	Grant Date	Share Price as on grant date (₹ per share)	Exercise Price (₹ per share)	Expected Volatility Annualised Volatility %	Expected Life in Years	Expected Dividend Yield %	Risk-free interest rate (based on Government Bonds)	Fair value of option as on grant date (₹ per share)
<b>Grant IV</b>								
Vesting Date 30 April, 2021	14-Nov-20	610.35	-	30.00%	0.46	0.71%	3.59%	608.36
Vesting Date 30 April, 2022	14-Nov-20	610.35	-	30.00%	1.46	0.71%	3.59%	604.06
<b>Grant V</b>								
Vesting Date 30 April, 2022	15-Mar-21	744.40	-	30.00%	1.13	0.71%	4.10%	738.45
<b>Grant VI</b>								
Vesting Date 30 April, 2022	26-Apr-21	700.45	-	30.00%	1.01	0.71%	3.76%	695.45
<b>Grant VII</b>								
Vesting Date 30 April, 2022	26-Nov-21	661.75	-	30.00%	0.42	0.71%	4.29%	659.78
<b>Grant VIII</b>								
Vesting Date 30 April, 2022	01-Feb-22	781.90	-	30.00%	0.24	0.71%	4.69%	780.57
<b>Grant IX</b>								
Vesting Date 30 April, 2022	03-Feb-22	799.55	-	30.00%	0.24	0.71%	4.68%	798.19
<b>ESOP 2023</b>								
<b>Grant I</b>								
Vesting Date 5 May, 2023	05-May-23	865.30	-	25.00%	0.00	0.10%	7.10%	865.30
Vesting Date 30 April, 2024	30-Apr-24	865.30	-	25.00%	0.99	0.10%	7.10%	864.44
Vesting Date 30 April, 2025	30-Apr-25	865.30	-	25.00%	1.99	0.10%	7.00%	863.58
<b>Grant II</b>								
Vesting Date 30 April, 2024	17-Jul-23	962.40	-	28.00%	0.79	0.10%	6.98%	961.64
Vesting Date 30 April, 2025	17-Jul-23	962.40	-	28.00%	1.79	0.10%	7.13%	960.68
Vesting Date 30 April, 2026	17-Jul-23	962.40	-	28.00%	2.79	0.10%	7.18%	959.72

## Summary of Share based payment expense recognised in Standalone Statement in Profit and Loss

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
ESOP 2023 plan*	656.67	6,523.51

\*on gross basis

## 45. Segment Reporting

### Basis of Segment

The Company has a single reporting segment and hence no separate disclosure has been provided. The Managing Directors and CEO / Jt. Managing Directors and Co-CEOs / Interim Managing Directors and CEO of the Company have been considered as the chief operating decision maker (CODM).

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## Additional Disclosure

	(₹ in lakhs)	
Disclosure on Geographical Market	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from customers outside India	5,932.47	2,273.61
Revenue from customers within India	64,613.03	50,889.58
<b>Total</b>	<b>70,545.50</b>	<b>53,163.19</b>

Information about major customers: No single customer represents 10% or more of the Company's total revenue during the year ended 31 March 2025 and 31 March 2024.

46. This information is required to be disclosed under "The Micro, Small and Medium Enterprises Development ('MSMED') Act, 2006" that has been determined to the extent such parties have been identified on the basis of information available with the Company. Accordingly, the disclosures relating to amounts unpaid as at the year ended together with interest paid /payable are furnished below:

	(₹ in lakhs)	
Particulars	As at 31 March 2025	As at 31 March 2024
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	62.61	-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the year	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-
<b>Total</b>	<b>62.61</b>	<b>-</b>

## 47. Revenue from Contracts with Customers

### I Qualitative Disclosures :

- a Transaction price allocated to the remaining performance obligations

The Company has elected to apply the practical expedient under Ind AS 115 and does not disclose information about remaining performance obligations that have original expected duration of one year or less.

- b Contract Liability: An entity's obligation to transfer goods or services to a customer for which the entity has received consideration (or the amount is due) from the customer. Contract Liabilities are recognized as revenue on completing the performance obligation or over a period of time in case of continuing contracts.



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## II Quantitative Disclosures:

### a The Company has recognised following amounts related to revenue in the Statement of Profit and Loss:

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from contracts with customers	70,545.50	53,163.19
Other operating income	-	-
<b>Total Revenue</b>	<b>70,545.50</b>	<b>53,163.19</b>
Impairment loss on receivables	297.86	11.71

### b Disaggregation of revenue from contracts with customers

In the following table, revenue is disaggregated by major services and timing of revenue recognition:

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Advisory services and other professional services	38,583.14	28,743.99
Brokerage Income	-	24,419.20
<b>Total</b>	<b>38,583.14</b>	<b>53,163.19</b>
Timing of revenue recognition		
At a point in time	37,579.62	50,392.70
Over a period of time	1,003.52	2,770.49
<b>Total</b>	<b>38,583.14</b>	<b>53,163.19</b>

### c Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Receivables	10,340.41	7,378.25
Contract Liability	4,073.29	8,474.25

Note:- Above Receivables and Contract Liability do not include T+1 trades, since they are settled by custodians.

# Notes

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## 48. Fair Value Measurement

### A Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

Financial Assets and Liabilities as at 31 March 2025	Carrying Amount				Fair Value level wise for instruments measured at Fair value through profit and loss account/Fair value through other comprehensive Income			
	Fair value through profit and loss account	Fair value through other comprehensive Income	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>								
Cash and cash equivalents	-	-	2,605.00	2,605.00	-	-	-	-
Bank balances other than cash and cash equivalents	-	-	65,997.90	65,997.90	-	-	-	-
Receivables								
(i) Trade receivables	-	-	87,001.38	87,001.38	-	-	-	-
(ii) Other receivables	-	-	49.59	49.59	-	-	-	-
Securities held for trading*	16,685.09	-	-	16,685.09	0.00	-	16,685.09	16,685.09
Loans	-	-	-	-	-	-	-	-
Investments:								
Mutual funds	44,526.86	-	-	44,526.86	44,526.86	-	-	44,526.86
Equity Instruments in unlisted companies (excluding subsidiaries)	-	64,234.17	-	64,234.17	-	64,234.17	-	64,234.17
Other Financials Assets	-	-	569.92	569.92	-	-	-	-
<b>Total</b>	<b>61,211.95</b>	<b>64,234.17</b>	<b>156,223.79</b>	<b>281,669.91</b>	<b>44,526.86</b>	<b>64,234.17</b>	<b>16,685.09</b>	<b>125,446.12</b>
<b>Financial Liabilities</b>								
Payables								
Trade payables								
Due to micro and small enterprises	-	-	62.61	62.61	-	-	-	-
Due to creditors other than micro and small enterprises	-	-	84,418.54	84,418.54	-	-	-	-
Other payables								
Due to micro and small enterprises	-	-	-	-	-	-	-	-
Due to creditors other than micro and small enterprises	-	-	-	-	-	-	-	-
Lease liabilities	-	-	12.47	12.47	-	-	-	-
Other financial liabilities	-	-	26.52	26.52	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>84,520.14</b>	<b>84,520.14</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

Note: It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

\*indicates amount less than "0.01" Lakh



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Financial Assets and Liabilities as at 31 March 2024	Carrying Amount				Fair Value level wise for instruments measured at Fair value through profit and loss account/Fair value through other comprehensive Income			
	Fair value through profit and loss account	Fair value through other comprehensive Income	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>								
Cash and cash equivalents	-	-	1,612.79	1,612.79	-	-	-	-
Bank balances other than cash and cash equivalents	-	-	54,741.79	54,741.79	-	-	-	-
Receivables								
(i) Trade receivables	-	-	134,855.49	134,855.49	-	-	-	-
(ii) Other receivables	-	-	99.01	99.01	-	-	-	-
Securities held for trading	17,640.70	-	-	17,640.70	955.61	-	16685.09	17,640.70
Investments:								
Mutual funds	21,816.52	1,174.04	-	22,990.56	22,990.56	-	-	-
Equity Instruments in unlisted companies (excluding subsidiaries)	-	48,641.91	-	48,641.91	-	48,641.91	-	48,641.91
Other Financials Assets	-	-	931.48	931.48	-	-	-	-
<b>Total</b>	<b>39,457.22</b>	<b>49,815.95</b>	<b>192,240.56</b>	<b>281,513.73</b>	<b>23,946.17</b>	<b>48,641.91</b>	<b>16,685.09</b>	<b>89,273.17</b>
<b>Financial Liabilities</b>								
Payables								
Trade payables								
Due to micro and small enterprises	-	-	-	-	-	-	-	-
Due to creditors other than micro and small enterprises	-	-	131,265.17	131,265.17	-	-	-	-
Other payables								
Due to micro and small enterprises	-	-	-	-	-	-	-	-
Due to creditors other than micro and small enterprises	-	-	10.15	10.15	-	-	-	-
Lease liabilities	-	-	35.33	35.33	-	-	-	-
Other financial liabilities	-	-	9.27	9.27	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>131,319.92</b>	<b>131,319.92</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

Note: It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.



# Notes

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## Fair value measurements using significant unobservable inputs (level 2)

The following table presents the changes in level 2 financial assets:

(₹ in lakhs)		
Particulars	As at 31 March 2025	As at 31 March 2024
Opening balance	48,641.91	41,883.85
Acquisitions during the year	-	-
Disposals during the year	-	-
Fair value gains/(losses) recognised in profit or loss	-	-
Gains/(losses) recognised in other comprehensive income (gross)	15,592.26	6,758.06
Closing balance	64,234.17	48,641.91

The following table summarises valuation techniques used to determine fair value, fair value measurements using significant unobservable inputs (level 2) and valuation inputs and relationship to fair value:

(₹ in lakhs)						
Nature of the instrument	Fair Value As at 31 March 2025	Fair Value As at 31 March 2024	Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value
Equity Instruments in unlisted companies (excluding subsidiaries)	64,234.17	48,641.91	Level 2	Market Approach - Comparable Companies Method*	Embedded value, revenue, book value is based on latest available financial data.	The estimated fair value would increase (decrease) if the Embedded value, revenue, book value were higher (lower).

\*valuation has been considered taking Discount for Lack of Marketability (DLOM) with lock-in period

## Sensitivity for instruments:

(₹ in lakhs)							
Nature of the instrument	Fair Value As at 31 March 2025	Significant unobservable inputs	Increase / Decrease in the unobservable input	Sensitivity Impact for the year ended 31 March 2025		Sensitivity Impact for the year ended 31 March 2024	
				FV Increase	FV Decrease	FV Increase	FV Decrease
Equity Instruments in unlisted companies (excluding subsidiaries)	Fair value estimated by the management considering current market conditions	Impact estimated by the management considering current market conditions	5%	3,211.71	(3,211.71)	2,432.10	(2,432.10)



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## Financial assets and financial liabilities measured at amortised cost

Particulars	As at 31 March 2025		As at 31 March 2024	
	Amortised Cost	Fair Value	Amortised Cost	Fair Value
<b>Financial Assets</b>				
Cash and cash equivalents	2,605.00	2,605.00	1,612.79	1,612.79
Bank balances other than cash and cash equivalents	65,997.90	65,997.90	54,741.79	54,741.79
Receivables		-		-
(i) Trade receivables	87,001.38	87,001.38	134,855.49	134,855.49
(ii) Other receivables	49.59	49.59	99.01	99.01
Other Financials Assets	569.92	569.92	931.48	931.48
<b>Total</b>	<b>156,223.79</b>	<b>156,223.79</b>	<b>192,240.56</b>	<b>192,240.56</b>
<b>Financial Liabilities</b>				
Payables				
Trade payables				
Due to micro and small enterprises	62.61	62.61	-	-
Due to creditors other than micro and small enterprises	84,418.54	84,418.54	131,265.17	131,265.17
Other payables				
Due to micro and small enterprises	-	-	-	-
Due to creditors other than micro and small enterprises	-	-	10.15	10.15
Lease liabilities	12.47	12.47	35.33	35.33
Other financial liabilities	26.52	26.52	9.27	9.27
<b>Total</b>	<b>84,520.14</b>	<b>84,520.14</b>	<b>131,319.92</b>	<b>131,319.92</b>

## B Measurement of fair value

The following methods and assumptions were used to estimate the fair values:

- The carrying amounts of trade receivables, trade payables, other payables, cash and cash equivalent including other current bank balances and other financial liabilities etc. are considered to be the same as their fair values, due to current and short term nature of such balances.
- Financial instruments with fixed interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances if required, are taken to account for expected losses of these instruments. Thus, Amortised cost shown in A, above, is after adjusting ECL amount.

## C Hierarchy of fair values

The fair value of financial instruments as referred to above have been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements).

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price. The fair value of all mutual funds is valued using the closing NAV as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on Company-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. Level 3 inputs are unobservable inputs for the valuation of assets or liabilities that the Company can access at

# Notes

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measurement date. This category includes all instruments for which the valuation technique includes inputs that are not observable and the unobservable inputs have a significant effect on the instrument's valuation.

## Valuation techniques used to determine fair value

### Investments in Mutual Funds

The fair values of investments in mutual funds is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

### Investment in Equity instruments (Classified as level 2)

Fair value has been determined by using the following approaches:

The Company had purchased 3,83,76,257 equity shares having face value of ₹ 10 each of Axis Max Life Insurance Limited at ₹ 31.51 per share on 26 March, 2021. As on 31 March 2025, the independent valuer has valued the same under market approach. The same was categorised at Level 2.

### Fair value of financial instruments carried at amortised cost

The carrying amount of financial assets and liabilities measured at amortised cost are reasonable approximation of their fair values. Since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

### Deposits

The fair value of deposits without defined maturities are the amounts payable on demand. For deposits with defined maturities, the fair values were estimated using discounted cash flow models that apply market interest rates corresponding to similar deposits and timing of maturities.

### Transfers between Level 1 and Level 2 and between Level 1 and Level 3

There were no transfers between level 1 and level 2 and between Level 1 and Level 3 during the period. The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels at the end of the reporting period.

## 49. Financial Risk Management

The Company has in place comprehensive risk management policy in order to identify measure, monitor and mitigate various risks pertaining to its business. Along with the risk management policy, an adequate internal control system, commensurate to the size and complexity of its business, is maintained to align with the philosophy of the Company. Together they help in achieving the business goals and objectives consistent with the Company's strategies to prevent inconsistencies and gaps between its policies and practices. The Board of Directors/committees reviews the adequacy and effectiveness of the risk management policy and internal control system. The Company's financial risk management is an integral part of how to plan and execute its business strategies.

The Company has exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk and
- Market risk



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## A Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's trade and other receivables. The carrying amounts of financial assets represent the maximum credit risk exposure.

### i. Trade and Other Receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

**Summary of the Company's exposure to credit risk by age of the outstanding from various customers is as follows:**

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Outstanding for a period not exceeding six months	87,158.96	134,687.87
Outstanding for a period exceeding six months	499.67	552.61
<b>Gross Receivables</b>	<b>87,658.63</b>	<b>135,240.48</b>
Less: Impairment Loss	(657.24)	(384.99)
<b>Net Receivables</b>	<b>87,001.39</b>	<b>134,855.49</b>

On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss. The Company computes the expected credit loss allowance as per simplified approach for trade receivables based on available external and internal credit risk factors such as the ageing of its dues, market information about the customer and the Company's historical experience for customers. The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is based on the ageing of the receivable days and considering expected recovery.

The Company has assessed credit risk on an individual basis for trade receivables.

The following table summarizes the changes in loss allowances measured using expected credit loss model on trade receivables and other receivables.

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Opening Provision	414.84	403.14
Provision during the year	651.38	379.26
Reversal of Provision	(353.59)	(367.56)
<b>Closing Provision</b>	<b>712.63</b>	<b>414.84</b>

### ii. Cash and bank balances

The Company held cash and cash equivalent and other bank balance of ₹68,602.90 lakhs at 31 March 2025 (₹56,354.58 lakhs at 31 March 2024). The same are held with bank and financial institution counterparties with good credit rating. Also, the Company invests its short term surplus funds in bank fixed deposit which carry no market risks for short duration, therefore does not expose the Company to credit risk.

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## iii. Other Financial Assets

Other Financial Assets majorly consists of OPE recoverable from the clients . Provision for Impairment Loss for 31 March 2025 - ₹Nil (31 March 2024 - ₹Nil)

## iv. Current tax assets

The company has tax credit in the books. The Company has made Provision for impairment loss of tax credit receivable amounting to ₹ 55.42 lakhs as on 31 March 2025 (₹ 29.87 lakhs as on 31 March 2024).

## B Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows.

### (i) Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments.

(₹ in lakhs)				
Contractual maturities of financial liabilities 31 March 2025	1 year or less	1-3 years	More than 3 years	Total
Payables				
Trade payables	84,434.45	44.32	2.39	84,481.16
Other payables	-	-	-	-
Lease liabilities	7.14	5.32	-	12.47
Other financial liabilities	26.52	-	-	26.52
<b>Total</b>	<b>84,468.11</b>	<b>49.64</b>	<b>2.39</b>	<b>84,520.14</b>

(₹ in lakhs)				
Contractual maturities of financial liabilities 31 March 2024	1 year or less	1-3 years	More than 3 years	Total
Payables				
Trade payables	131,262.77	-	2.39	131,265.17
Other payables	10.15	-	-	10.15
Lease liabilities	35.96	-	-	35.96
Other financial liabilities	9.27	-	-	9.27
<b>Total</b>	<b>131,318.15</b>	<b>-</b>	<b>2.39</b>	<b>131,320.55</b>

## C Market Risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company's exposure to, and management of, these risks is explained below.



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## (i) Foreign currency risk

The Company is exposed to currency risk on account of its trade receivables, trade payable, bank balances and advances in foreign currency. The functional currency of the Company is Indian Rupee.

### Exposure to currency risk

The currency profile of financial assets and financial liabilities are as below:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Trade and Other Receivables	38.51	872.86
Trade and Other Payable	88.24	55.19
Bank Balances	10.79	3.83
Advances	2.23	3.54

### Year End Spot Rates

Particulars		
	As at 31 March 2025	As at 31 March 2024
INR per USD	85.47	82.91
INR per GBP	110.50	105.02
INR per SGD	63.71	61.68
INR per HKD	10.99	10.59
INR per EUR	92.09	89.87

The Company has not hedged its risk related to outstanding exposure in foreign currency as the same are short term in nature and not material.

### Sensitivity analysis

A reasonably possible strengthening (weakening) of the Indian Rupee against the foreign currencies at March 31 would have affected the measurement of financial instruments denominated in foreign currencies and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of sales.

### Sensitivity analysis of 1% change in exchange rate at the end of reporting period:

Particulars	(₹ in lakhs)	
	Foreign Currency Exposure	
	As at 31 March 2025	As at 31 March 2024
1% Depreciation in INR-Impact on Profit and Loss/Equity	(0.37)	8.25
1% Appreciation in INR-Impact on Profit and Loss/Equity	0.37	(8.25)

## (ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cashflows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long term debt obligation at floating interest rates. The Company's

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fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

## Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Floating rate borrowings	-	-

## (iii) Price Risk

The Company's exposure to mutual fund price risk arises from investments held by the Company and classified in the balance sheet at fair value through profit or loss and fair value through other comprehensive income. Since the mutual fund are highly liquid debt oriented funds company does not have a material price risk exposure. Company is also exposed to market risk, liquidity risk, credit risk, Interest Rate risk from investment in Structured Credit AIF- Series I (close ended fund) with original lock-in period of 4 years and can be extended to further 2 additional one year periods, in accordance with the provisions of the Regulations.

The Equity Instruments in unlisted companies have been valued using quoted prices for instruments in an active market using the market approach. It has price risk exposure. Please refer note 48 for Sensitivity for instruments.

## 50. Investment – Lava International Limited (Securities held for trading)

- As part of structured finance business, the Company was the arranger for the placement of the debentures issued by Sojo Infotel Private Ltd ('Sojo') during FY 2020-21. Further pursuant to an agreement executed with Sojo Promoters, Sojo and the Company in connection with pledged equity shares [of Lava International Ltd ('LIL') - provided as collateral] upon the occurrence of certain default events, such pledged shares were required to be sold. The Company, being a sale arranger for the sale of such pledged equity shares, was required to use its reasonable efforts to procure a purchaser, failing which, The Company was obliged to purchase or fund the purchase of the pledged equity shares. During the year, the Company fulfilled the obligation and purchased 1,450.20 lakhs equity shares of Lava International Limited at ₹ 16,684.00 lakhs. Additional security provided under the agreement i.e. 100% shares of Sojo and personal guarantee provided by the promoters of Lava not invoked.
- Pursuant to an agreement, the Company has right to recover amount paid i.e. ₹ 16,684.00 lakhs plus other related costs (including interest) only and hence, the Company has recorded the investment in LIL at the amount paid, even though the valuation of equity shares of Lava is higher than amount paid.
- The Company's intention is to dispose / sell the shares of LIL and is working towards this. The Company has decided not to appoint a Nominee director on the Board of LIL and has no intent to participate in LIL's day to day business decision making. Therefore, Company does not have a significant influence, accordingly LIL is not to be considered as an Associate Company. The investment is hence recorded as Securities held for trading.

- During the period ended December 31, 2024, the Company has received show cause notice ("SCN") from the SEBI with subject – "In the matter of Axis Max Life Insurance Ltd. ("AMLIL") (Formally known as Max life Insurance company limited). It is alleged that the Company was part of an arrangement and purchased the stake in Axis Max Life Insurance Ltd. at the loss to shareholders of MFSL.



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Against the said SCN the Company has examined underlying documents available with SEBI and the Company is in process of submitting its reply against the SCN.

As per Company the purchase of the shares of AMLIL was a purely commercial transaction undertaken exclusively in accordance with the terms and conditions stipulated under the 2020 Share Purchase Agreement entered with MFSL and AMLIL in a transparent manner with appropriate regulatory approval. Basis this, as per the Company, there is no non-compliance of applicable laws and regulations as alleged in the SCN and the SCN has no material consequential effects to the financial statements. The matter shall be assessed and given effect based on any further development on the said SCN in the future.

- 52.** During the period ended September 30, 2024, the Securities and Exchange Board of India ("SEBI") based on the examination, has issued an interim order on September 19, 2024, restraining the Company from taking any new mandate for acting as merchant banker, arranger or underwriter for any issue/offer for sale of securities in the debt segment, till further order. The Company has submitted its response to the SEBI interim order. During the quarter ended December 31, 2024, SEBI issued Confirmatory Order on November 26, 2024, and the restriction imposed as per interim order has now been limited to the ACL's activities alleged to be in violation (structured secured credit transaction).

The Company had already discontinued and has not taken any new assignments as a merchant banker, arranger or underwriter for any issue / offer for sale of securities in the debt segment in over a year now. Since the income from the debt business of ACL for FY 23-24 was approximately 5.5% of the total income of ACL, based on which management is of the view that there is no material impact on ACL on account of the said Interim Order. The matter shall be assessed and given effect based on any further development on the interim order in the future.

## 53. Disclosure related to Leases

### A Additions to Right to Use

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Lease hold Property	14.66	-

### B Carrying value of right of use assets

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Balance at the beginning of the year	30.74	76.85
Additions	14.66	-
Depreciation charge for the year	33.18	46.11
Balance at the end of the year	12.21	30.74

### C Lease Liability

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Balance at the beginning of the year	35.33	83.56
Additions	14.66	-
Finance cost accrued during the period	1.03	3.67
Deletions	-	-
Payment of Lease Liabilities	38.56	51.90
Balance at the end of the year	12.47	35.33



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## D Maturity analysis of lease liabilities

	(₹ in lakhs)	
Maturity analysis – contractual undiscounted cash flows	As at 31 March 2025	As at 31 March 2024
Less than one year	7.14	35.96
One to five years	5.32	-
More than five years	-	-
Total undiscounted lease liabilities	12.47	35.96
Lease liabilities included in the statement of financial position at the year ended	12.47	35.33

## E Amounts recognised in statement of profit or loss

	(₹ in lakhs)	
Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest on lease liabilities	1.03	3.67
Expenses relating to short-term leases	617.37	605.12
Expenses relating to leases of low-value assets	2.09	2.09
<b>Total</b>	<b>620.49</b>	<b>610.88</b>

## F Amounts recognised in the statement of cash flows

	(₹ in lakhs)	
Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Operating Activity	619.46	655.43
Financial Activity	1.03	3.67
<b>Total Cash outflow for leases</b>	<b>620.49</b>	<b>659.10</b>

The discounting rate of 9.55% has been applied to lease liabilities.

The Company does not face a significant liquidity risk with regard to its lease liabilities as the assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

## 54. Capital-Work-in Progress (CWIP)

There is no Capital-Work-in Progress (CWIP) as on reporting date and previous year. Hence, disclosures with respect to CWIP is not applicable.

## 55. Intangible assets under development:

(a) Intangible assets under development ageing schedule

**As at 31 March 2025**

	(₹ in lakhs)				
Intangible assets under development	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	7.25	-	-	-	<b>7.25</b>
Projects temporarily suspended	-	-	-	-	-



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## As at 31 March 2024

(₹ in lakhs)

Intangible assets under development	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	22.22	-	30.50	-	52.72
Projects temporarily suspended	-	-	-	-	-

- (b) Intangible Assets under development Ageing where completion is overdue or has exceeded its cost compared to its original plan

## As at 31 March 2025

(₹ in lakhs)

Intangible assets under development	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

## As at 31 March 2024

(₹ in lakhs)

Intangible assets under development	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	30.50	-	-	-	30.50
Projects temporarily suspended	-	-	-	-	-

## 56. Receivables ageing schedule

### As at 31 March 2025

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed receivables – considered good	87,050.87	-	-	-	-	87,050.87
(ii) Undisputed Receivables – which have significant increase in credit risk	157.67	154.69	15.18	-	281.50	609.03
(iii) Undisputed Receivables – credit impaired	-	-	-	-	48.30	48.30
(iv) Disputed receivables – considered good	-	-	-	-	-	-
(v) Disputed Receivables – which have significant increase in credit risk	-	-	-	-	-	-

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(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(vi) Disputed Receivables – credit impaired	-	-	-	-	-	-
(vii) Unbilled Receivable	-	-	-	-	-	-
<b>Total receivables</b>	<b>87,208.54</b>	<b>154.69</b>	<b>15.18</b>	<b>-</b>	<b>329.80</b>	<b>87,708.21</b>
Less: Impairment loss allowance	(157.67)	(154.59)	(15.18)	-	(329.80)	(657.24)
<b>Net receivables</b>	<b>87,050.87</b>	<b>0.10</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>87,050.97</b>

## As at 31 March 2024

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed receivables – considered good	134,786.87	-	-	-	-	134,786.87
(ii) Undisputed Receivables – which have significant increase in credit risk	-	165.92	25.82	27.47	285.11	504.32
(iii) Undisputed Receivables – credit impaired	-	-	-	-	48.30	48.30
(iv) Disputed receivables – considered good	-	-	-	-	-	-
(v) Disputed Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Receivables – credit impaired	-	-	-	-	-	-
(vii) Unbilled Receivable	-	-	-	-	-	-
<b>Total receivables</b>	<b>134,786.87</b>	<b>165.92</b>	<b>25.82</b>	<b>27.47</b>	<b>333.41</b>	<b>135,339.49</b>
Less: Impairment loss allowance	-	(5.37)	(18.74)	(27.47)	(333.41)	(384.99)
<b>Net receivables</b>	<b>134,786.87</b>	<b>160.55</b>	<b>7.08</b>	<b>-</b>	<b>-</b>	<b>134,954.50</b>

## 57. Trade Payables ageing schedule

### As at 31 March 2025

(₹ in lakhs)

Particulars	Outstanding for following periods from 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 - Undisputed	62.61	-	-	-	-	<b>62.61</b>
(ii) Others - Undisputed	84,205.25	166.58	44.32	-	-	<b>84,416.15</b>
(iii) MSME - Disputed	-	-	-	-	-	-
(iv) Others - Disputed	-	-	-	-	2.39	<b>2.39</b>
(v) Unbilled dues - Others	-	-	-	-	-	-
<b>Total Trade payable</b>	<b>84,267.86</b>	<b>166.58</b>	<b>44.32</b>	<b>-</b>	<b>2.39</b>	<b>84,481.16</b>



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## As at 31 March 2024

(₹ in lakhs)

Particulars	Outstanding for following periods from 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 - Undisputed	-	-	-	-	-	-
(ii) Others - Undisputed	131,114.01	25.00	123.54	0.23	-	131,262.78
(iii) MSME - Disputed	-	-	-	-	-	-
(iv) Others - Disputed	-	-	-	-	2.39	2.39
(v) Unbilled dues - Others	-	-	-	-	-	-
<b>Total Trade payable</b>	<b>131,114.01</b>	<b>25.00</b>	<b>123.54</b>	<b>0.23</b>	<b>2.39</b>	<b>131,265.17</b>

## 58. Ratios disclosure

Ratio	For the year ended 31 March 2025	For the year ended 31 March 2024	Explanation for change in the ratio by more than 25% as compared to the preceding year
(a) Capital to risk-weighted assets ratio (CRAR)	NA	NA	NA
(b) Tier I CRAR	NA	NA	NA
(c) Tier II CRAR	NA	NA	NA
(d) Liquidity Coverage Ratio	NA	NA	NA

## 59. Details of Benami Property held

The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding Benami Property.

## 60. Wilful Defaulter

The Company is not declared as wilful defaulter by any bank or financial institution or other lender.

## 61. Relationship with struck off Companies

The Company has no transaction with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

## 62. Compliance with number of layers of companies

The Company has a subsidiary as per the provision of Section 2 clause 87 of the Act, read with Companies (Restriction on number of Layer) Rules 2017. The Company has not violated these provision.

## 63. Utilisation of Borrowed funds and share premium

- (a) The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) to or in any other person or entity, including foreign entity ("intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invested in other person 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.

# Notes

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- (b) 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 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.

## 64. Undisclosed income

The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

## 65. Crypto Currency or virtual currency

The Company has not traded or invested in Crypto currency or in Virtual currency during the current and previous financial year.

## 66. Quarterly returns or statements of current assets filed by the Company with banks or financial institutions

The Company has availed overdraft facilities against current assets from banks. Details of current assets were filed with banks time to time and are in agreement with books to accounts.

## 67. In compliance with Ind AS 27 "Separate Financial Statements" the required information is as under:

Ratio	Principal place of business/ country of origin	subsidiary/ associate/ Joint Venture	Percentage of ownership	
			Interest as on	
			31 March 2025	31 March 2024
			%	%
Axis Capital USA LLC	Delaware, United States of America	Subsidiary	100	100

68. The Company has complied with the Rule 3 of Companies (Accounts) Rules, 2014 amended on 5 August 2022 relating to maintenance of electronic books of account and other relevant books and papers. The Company's books of accounts and relevant books and papers are accessible in India at all times and backup of accounts and other relevant books and papers are maintained in electronic mode within India and kept in servers physically located in India on daily basis.
69. The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, there are no instances 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.
70. There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company.



# Notes

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- 71.** During the year the Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person.
- 72.** The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended 31 March 2025.
- 73.** During the year, the Company has not declared or paid any dividend.

As per report of even date

**For and on behalf of the Board of Directors**

**For S. R. Batliboi & Co. LLP**

ICAI Firm Registration No. 301003E / E300005  
Chartered Accountants

**per Jitendra H. Ranawat**

Partner  
Membership No.: 103380

**Amitabh Chaudhry**

Chairman  
DIN No.: 0531120

**Atul Mehra**

Managing Director  
DIN No.: 00095542

**Neelkanth Mishra**

Whole Time Director  
DIN No.: 10221641

**Mukesh Sharma**

Chief Financial Officer

**Vilma Gangahar**

Company Secretary

Place: Mumbai  
Date : 16 April, 2025

Place: Mumbai  
Date : 16 April, 2025

# Independent Auditor's Report

To The Members of Axis Capital Limited

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the accompanying consolidated financial statements of Axis Capital Limited (hereinafter referred to as "the Holding Company"), its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31, 2025, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and on the other financial information of the subsidiary, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2025, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

### Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules 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 audit opinion on the consolidated financial statements.

### Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding



of the assets of their respective company(ies) 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 the 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective company(ies) 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 Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 consolidated 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 consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of 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 ability of the Group 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements



of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.

### Other Matter

- (a) We did not audit the financial statements and other financial information, in respect of subsidiary whose financial statements include total assets of ₹ 535.82 lacs as at March 31, 2025, and total revenues of ₹ 228.43 lacs and net cash inflows of ₹ 9.65 lacs for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the report(s) of such other auditors.

The subsidiary is located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiary located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and as noted in the 'Other Matter' paragraph, we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. As required by Section 143(3) of the Act, based on our audit and the other financial information of subsidiary, as noted in the 'other matter' paragraph we report, to the extent applicable, that:
  - (a) We obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
  - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books;
  - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;



- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified 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 of the Holding Company as on March 31, 2025 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group's companies incorporated in India, is disqualified as on March 31, 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 with reference to consolidated financial statements of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2025 has been paid / provided by the Holding Company to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on other financial information of the subsidiary, as noted in the 'Other matter' paragraph:
  - i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated financial statements – Refer Note 35 to the consolidated financial statements;
  - ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2025;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company during the year ended March 31, 2025.
  - iv.
    - a) The management of the Holding Company have represented to us and to the best of its knowledge and belief, other than as disclosed in the note 63 (a) to the consolidated financial statements, 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 Holding 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 respective Holding Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - b) The management of the Holding Company have represented to us and to the best of its knowledge and belief, other than as disclosed in the note 63 (b) to the consolidated financial statements, no funds have been received by the respective Holding Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding 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 the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
  - v. No dividend has been declared or paid during the year by the Holding Company.
  - vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software (refer Note 69 to the consolidated financial statements). 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.

Our report under rule 11(g) of the Companies (Audit and Auditors) Rule 2014 for the accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software with reference to consolidated financial statements of the Holding Company, such reporting is not applicable to subsidiary.

**For S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**per Jitendra H. Ranawat**

Partner

Membership Number: 103380

UDIN: 25103380BMMHJE2726

Place of Signature: Mumbai

Date: April 16, 2025



Annexure 1 referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date

**Re: Axis Capital Limited**

There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (“CARO”) reports of the companies included in the consolidated financial statements. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Holding Company.

**For S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**per Jitendra H. Ranawat**

Partner

Membership Number: 103380

UDIN: 25103380BMMHJE2726

Place of Signature: Mumbai

Date: April 16, 2025

## Annexure 2 to the Independent Auditor's Report of even date on the Consolidated Financial Statements of Axis Capital Limited

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

In conjunction with our audit of the consolidated financial statements of Axis Capital Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2025, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), which are companies incorporated in India, as of that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated Financial Statements.

#### **Meaning of Internal Financial Controls With Reference to Consolidated Financial Statements**

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made



only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls With Reference to Consolidated Financial Statements**

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

### **Opinion**

In our opinion, the Group, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

### **Other Matters**

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements of the Holding Company, internal financial controls reporting is not applicable to subsidiary.

**For S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**per Jitendra H. Ranawat**

Partner

Membership Number: 103380

UDIN: 25103380BMMHJE2726

Place of Signature: Mumbai

Date: April 16, 2025

# Consolidated Balance Sheet

As at 31 March, 2025

(₹ in lakhs)			
Particulars	Note No.	As at 31 March 2025	As at 31 March 2024
<b>ASSETS</b>			
<b>FINANCIAL ASSETS</b>			
Cash and cash equivalents	3	3,104.45	2,102.60
Bank Balance other than cash & cash equivalents	4	65,997.90	54,741.79
Receivable	5		
(i) Trade receivables		87,001.35	134,857.97
(ii) Other receivables		49.59	99.01
Securities held for trading	6	16,685.09	17,640.70
Investments	7	108,761.04	71,632.46
Other financial assets	8	571.97	933.79
<b>Total financial assets (A)</b>		<b>282,171.39</b>	<b>282,008.32</b>
<b>NON-FINANCIAL ASSETS</b>			
Current tax assets (net)	9	383.90	1,204.23
Property, plant and equipment	10	626.31	512.82
Intangible assets under development	11	7.25	52.72
Other intangible assets	12	140.22	83.13
Other non-financial assets	13	912.95	583.61
<b>Total non-financial assets (B)</b>		<b>2,070.63</b>	<b>2,436.51</b>
<b>Total Assets (A+B)</b>		<b>284,242.02</b>	<b>284,444.83</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>FINANCIAL LIABILITIES</b>			
Payables			
Trade payables	14		
Dues of micro and small enterprises		62.61	-
Dues of creditors other than micro and small enterprises		84,412.78	131,276.35
Other payables	15		
Dues of micro and small enterprises		-	-
Dues of creditors other than micro and small enterprises		-	10.15
Borrowings	16a	-	-
Lease liabilities	16b	12.47	35.33
Other financial liabilities	17	26.52	9.27
<b>Total financial liabilities (A)</b>		<b>84,514.38</b>	<b>131,331.10</b>
<b>NON-FINANCIAL LIABILITIES</b>			
Current tax liabilities (net)	18	580.42	259.42
Provisions	19	21,847.56	8,215.64
Deferred tax liabilities	33	7,650.90	8,282.48
Other non-financial liabilities	20	1,273.63	1,903.57
<b>Total non-financial liabilities (B)</b>		<b>31,352.51</b>	<b>18,661.11</b>
<b>EQUITY</b>			
Equity share capital	21	7,350.00	7,350.00
Other equity	22	161,025.13	127,102.62
<b>Total Equity (C)</b>		<b>168,375.13</b>	<b>134,452.62</b>
<b>Total liabilities and equity (A+B+C)</b>		<b>284,242.02</b>	<b>284,444.83</b>
Summary of material accounting policies	2		

The accompanying notes are an integral part of the consolidated financial statements

As per report of even date

For and on behalf of the Board of Directors

For S. R. Batliboi &amp; Co. LLP

Chartered Accountants

ICAI Firm Registration No. 301003E / E300005

per Jitendra H. Ranawat

Partner

Membership No.: 103380

Amitabh Chaudhry

Chairman

DIN No.: 0531120

Atul Mehra

Managing Director

DIN No.: 00095542

Neelkanth Mishra

Whole Time Director

DIN No.: 10221641

Mukesh Sharma

Chief Financial Officer

Vilma Gangahar

Company Secretary

Place: Mumbai

Date : 16 April, 2025

Place: Mumbai

Date : 16 April, 2025



# Consolidated Profit and Loss Account

For the year ended 31 March, 2025

(₹ in lakhs)			
Particulars	Note No.	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Revenue from operation</b>			
(a) Fees from advisory services and other professional services	23	38,588.21	28,748.96
(b) Brokerage Income	23	31,962.36	24,419.20
(c) Other Operating Income	23	-	-
<b>Total Revenue from Operations (A)</b>		<b>70,550.57</b>	<b>53,168.16</b>
Other income (B)	24	7,720.96	6,189.99
<b>Total Income (A+B) (1)</b>		<b>78,271.53</b>	<b>59,358.15</b>
Finance costs	25	391.72	330.29
Impairment of financial instruments	26	297.86	11.71
Employee benefit expense	27	23,484.96	24,770.29
Depreciation and amortization	28	410.69	378.21
Other expenses	29	27,554.72	11,165.91
<b>Total Expenses (2)</b>		<b>52,139.95</b>	<b>36,656.41</b>
<b>Profit before tax (3) = (1-2)</b>		<b>26,131.58</b>	<b>22,701.74</b>
<b>Tax expenses:</b>			
Current tax		8,916.30	7,383.92
Short / (Excess) provision for tax of earlier years		77.15	-
Deferred Tax		270.98	62.48
<b>Total tax expense (4)</b>	31	<b>9,264.43</b>	<b>7,446.40</b>
<b>Profit for the year (5) = (3-4)</b>		<b>16,867.15</b>	<b>15,255.34</b>
<b>Other comprehensive income</b>			
<b>Items not to be reclassified in profit and loss</b>			
Remeasurement of defined benefit plan (net of tax)		(118.69)	15.61
Fair valuation gain/ (loss) of investment in equity shares		16,498.53	5,211.81
<b>Items to be reclassified in profit and loss</b>		-	-
Fair valuation gain/ (loss) of investment in Axis Structured Credit AIF – Series I (net of tax)		7.17	(42.05)
Exchange difference on translating the financial statements of foreign operations		11.68	6.99
<b>Other comprehensive income (6)</b>		<b>16,398.69</b>	<b>5,192.36</b>
<b>Total comprehensive income for the year (7) = (5+6)</b>		<b>33,265.84</b>	<b>20,447.70</b>
<b>Earning per equity share:</b>	33		
[Nominal value per share ₹ 10 (31 March 2024: ₹ 10)]			
Basic (₹)		22.95	20.76
Diluted (₹)		22.95	20.76
Summary of material accounting policies	2		

The accompanying notes are an integral part of the consolidated financial statements

As per report of even date

**For and on behalf of the Board of Directors**

**For S. R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration No. 301003E / E300005

**per Jitendra H. Ranawat**

Partner

Membership No.: 103380

**Amitabh Chaudhry**

Chairman

DIN No.: 0531120

**Atul Mehra**

Managing Director

DIN No.: 00095542

**Neelkanth Mishra**

Whole Time Director

DIN No.: 10221641

**Mukesh Sharma**

Chief Financial Officer

**Vilma Gangahar**

Company Secretary

Place: Mumbai

Date : 16 April, 2025

Place: Mumbai

Date : 16 April, 2025



# Consolidated Cash Flow Statement

For the year ended 31 March, 2025

Particulars	(₹ in lakhs)	
	Year ended 31 March 2025	Year ended 31 March 2024
<b>A) Cash flows from operating activities</b>		
Profit/(loss) before taxes	26,131.58	22,701.74
Non cash & non operating adjustments:		
Net gain on fair value instruments at fair value through profit or loss	(2,400.42)	(1,350.64)
Interest Income on deposit with banks	(4,329.06)	(4,198.61)
Interest Income on income tax refund	(461.23)	-
Interest on alternative investment fund	(141.97)	(183.50)
Interest income on staff loan and deposits	(1.08)	(1.34)
Interest on overdraft	17.11	13.91
Bank guarantee commission	360.88	302.63
Interest on lease payment	1.03	3.67
Interest on income tax expenses	12.70	10.08
Reversal of liability no longer required	(283.64)	(427.29)
Depreciation and amortisation	410.69	378.21
Unrealised foreign exchange (gain)/loss	(0.46)	(3.19)
Provision for doubtful advances	600.43	349.40
Bad advances written off	0.07	-
Reversal of provision for doubtful advances	(328.18)	(367.56)
Provision for doubtful tax credit	25.54	29.87
Fair valuation of share based payments to employees	656.67	6,523.51
Loss on fair value of deposits	0.77	-
Loss / (profit) on sale of fixed assets	5.29	(0.04)
<b>Operating profit/(loss) before working capital changes</b>	<b>20,276.72</b>	<b>23,780.85</b>
Movement in working capital:		
Decrease / (increase) in trade receivables	47,602.96	(36,919.73)
Decrease / (increase) in other receivables	49.41	(76.55)
Decrease / (increase) in other financial assets	361.68	(296.58)
Decrease / (increase) in stock-in-trade	955.61	(17,640.70)
Decrease / (increase) in other non-financial assets	(328.90)	(65.54)
Increase / (decrease) in trade payables	(46,516.65)	36,710.64
Increase / (decrease) in other payables	(4.43)	4.43
Increase / (decrease) in lease liabilities	(22.87)	(48.23)
Increase / (decrease) in Others financial liabilities	17.25	(17.62)
Increase / (decrease) in provisions	13,515.07	4,729.16
Increase / (decrease) in others non-financial liabilities	(629.94)	145.55
<b>Cash generated from operations</b>	<b>35,275.91</b>	<b>10,305.68</b>
Direct taxes paid (net of refund)	(7,911.03)	(7,530.49)
<b>Net cash from operating activities</b>	<b>27,364.88</b>	<b>2,775.19</b>



		(₹ in lakhs)	
Particulars		Year ended 31 March 2025	Year ended 31 March 2024
<b>B) Cash flow from investing activities</b>			
Purchase of fixed assets including intangible assets under development		(548.67)	(302.52)
Proceeds from sale of fixed assets		1.85	0.04
Purchase of investments		(91,015.00)	(98,847.00)
Sale of investments		71,889.98	83,718.62
Investment in bank fixed deposit		(83,098.00)	(87,544.74)
Redemption of bank fixed deposit		72,442.00	95,315.68
Interest received on fixed deposit		3,728.95	4,305.32
Interest on alternative investment fund		141.97	183.50
Dividend income		-	-
<b>Net cash used in investing activities</b>		<b>(25,995.69)</b>	<b>(3,171.10)</b>
<b>C) Cash flows from financing activities</b>			
Interest on lease payment		(1.03)	(3.67)
Interest on overdraft paid		(17.11)	(13.91)
Bank guarantee commission		(360.88)	(302.63)
<b>Net cash used in financing activities</b>		<b>(379.02)</b>	<b>(320.21)</b>
<b>Effect of exchange fluctuation translation</b>		<b>11.68</b>	<b>6.95</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>		<b>990.17</b>	<b>(716.12)</b>
Cash and cash equivalents at the beginning of the year		2,102.60	2,811.77
<b>Cash and cash equivalents at the end of the year</b>		<b>3,104.45</b>	<b>2,102.60</b>
<b>Components of cash and cash equivalents</b>			
Cash in hand		0.55	0.49
Balances with banks:			
- On current accounts		2,663.83	1,675.22
- On insured money market accounts		440.07	426.89
<b>Total</b>		<b>3,104.45</b>	<b>2,102.60</b>

Note: The above Cash Flow Statement has been prepared under the indirect method as set out in Ind AS 7 - Cash Flow Statement.

The accompanying notes are an integral part of the consolidated financial statements.

As per report of even date

**For and on behalf of the Board of Directors**

**For S. R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration No. 301003E / E300005

**per Jitendra H. Ranawat**

Partner

Membership No.: 103380

**Amitabh Chaudhry**

Chairman

DIN No.: 0531120

**Atul Mehra**

Managing Director

DIN No.: 00095542

**Neelkanth Mishra**

Whole Time Director

DIN No.: 10221641

**Mukesh Sharma**

Chief Financial Officer

**Vilma Gangahar**

Company Secretary

Place: Mumbai

Date : 16 April, 2025

Place: Mumbai

Date : 16 April, 2025

# Consolidated Statement of Changes in Equity

## A. Equity share capital

(₹ in lakhs)			
Particulars	Balance at the beginning of the year	Changes in equity share capital during the year	Balance at the end of the year
Equity shares of ₹10 each fully paid up			
As on 31 March 2024	7,350.00	-	7,350.00
As on 31 March 2025	7,350.00	-	7,350.00

## B. Other equity

(₹ in lakhs)							
Particulars	Reserves & Surplus		Other comprehensive income		Contribution from Shareholders	Foreign Currency Translation Reserve	Total
	General Reserve	Retained earnings	Debt instruments through FVOCI	Equity Instruments through FVOCI			
Opening balance as on 01 April 2023	1,292.37	68,085.44	38.85	22,975.18	7,681.89	57.68	100,131.41
Total Comprehensive Income for the year		15,255.34					15,255.34
Remeasurement gains on employee benefits		15.61					15.61
Exchange difference on translating the financial statements of foreign operations						6.99	6.99
Fair valuation gain/ (loss) of investment in Axis Structured Credit AIF – Series I (net of Taxes)			(42.05)				(42.05)
Fair value adjustment of investment in equity shares (net of Taxes)				5,211.81			5,211.81
Share based payments to employees - capital contribution					6,523.51		6,523.51
Changes during the year	-	15,270.95	(42.05)	5,211.81	6,523.51	6.99	26,971.21
Closing balance as on 31 March 2024	1,292.37	83,356.39	(3.20)	28,186.99	14,205.40	64.67	127,102.62
Opening balance as on 01 April 2024	1,292.37	83,356.39	(3.20)	28,186.99	14,205.40	64.67	127,102.62
Total Comprehensive Income for the year		16,867.15					16,867.15
Remeasurement gains on employee benefits		(118.69)					(118.69)
Exchange difference on translating the financial statements of foreign operations						11.68	11.68
Fair valuation gain/ (loss) of investment in Axis Structured Credit AIF – Series I (net of Taxes)			7.17				7.17
Fair value adjustment of investment in equity shares (net of Taxes)				16,498.53			16,498.53
Share based payments to employees - capital contribution					656.67		656.67
Changes during the year	-	16,748.46	7.17	16,498.53	656.67	11.68	33,922.51
Closing balance as on 31 March 2025	1,292.37	100,104.85	3.97	44,685.52	14,862.07	76.35	161,025.13

Summary of material accounting policies

2

The accompanying notes are an integral part of the consolidated financial statements

As per report of even date

For and on behalf of the Board of Directors

For S. R. Batliboi &amp; Co. LLP

Chartered Accountants

ICAI Firm Registration No. 301003E / E300005

per Jitendra H. Ranawat

Partner

Membership No.: 103380

Amitabh Chaudhry

Chairman

DIN No.: 0531120

Mukesh Sharma

Chief Financial Officer

Atul Mehra

Managing Director

DIN No.: 00095542

Vilma Gangahar

Company Secretary

Neelkanth Mishra

Whole Time Director

DIN No.: 10221641

Place: Mumbai

Date : 16 April, 2025

Place: Mumbai

Date : 16 April, 2025



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 1. Corporate Information

Axis Capital Limited ("the Parent Company") (CIN: U51900MH2005PLC157853) alongwith its subsidiary company Axis Capital USA LLC incorporated in Delaware State of United States of America (collectively referred to as "the Group") are an integrated and diversified financial services group. The registered office of the Parent Company is located at Axis House, 1<sup>st</sup> Floor, Pandurang Budhkar Marg, Worli, Mumbai - 400025. The Group is part of Axis Bank Limited ("the Bank").

The Group is in the business of institutional broking, investment banking and distribution of financial products.

The consolidated financial statements were approved for issue in accordance with a resolution passed by the Board of Directors of the Parent Company on 16<sup>th</sup> April, 2025.

## 2. Basis of preparation

### A. Statement of Compliance

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act as amended from time to time.

### B. Functional and Presentation Currency

The consolidated financial statements are presented in Indian Rupees (₹) which is also the Group's functional currency. All the amounts are rounded to the nearest lakhs with two decimals, except when otherwise indicated.

### C. Basis of Measurement

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act, as amended from time to time and presentation requirements of Division III of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the consolidated financial statements.

The consolidated financial statements have been prepared on a historical cost basis, except for fair value through other comprehensive income (FVOCI) instruments, derivative financial instruments, shared based payments, other financial assets held for trading and financial assets and liabilities designated at fair value through profit or loss (FVTPL), all of which have been measured at fair value.

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

### D. Principles of consolidation

The consolidated financial statements incorporate the financial statements of the Group and entities (including structured entities) controlled by the Group and its subsidiaries. Control is achieved when the Group:

- has power over the investee
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

# Notes

to consolidated financial statements for the year ended 31 March 2025

When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

## Subsidiaries

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Statement of Profit and Loss from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each component of the other comprehensive income are attributed to the owners of the Group and to the non-controlling interests. The total comprehensive income of subsidiaries is attributed to the owners of the Group and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intra-Group assets and liabilities, equity, income, expenses, and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

## Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in loss of control as transactions with equity owners of the Group. A change in the ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

When the Group loses control of a subsidiary, a gain or loss is recognised in the Consolidated Statement of Profit and Loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified /permitted by applicable Ind AS). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under Ind AS 109, or, when applicable, the cost on initial recognition of an investment in an associate or joint venture.



# Notes

to consolidated financial statements for the year ended 31 March 2025

## E. Use of Estimates and Judgements

The preparation of consolidated financial statements in accordance with Ind AS requires use of judgements, estimates and assumptions for some items, which might have an effect on their recognition and measurement in the balance sheet and statement of profit and loss. The actual amounts realized may differ from these estimates. The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting recognized in the period in which the estimates are revised if the revision affects only that period, or in the period of the revision and future periods of the revision affects both current and future periods.

The followings are the critical judgements and estimations that have been made by the management in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognized in the consolidated financial statements and / or key source of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustments to the carrying amounts of assets and liabilities within the next financial year.:

### a. Determination of estimated useful lives of property, plant and equipment

Useful lives of property, plant and equipment are based on nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes and maintenance support and supported by independent assessment by professionals.

### b. Recognition and Measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial valuation. Key actuarial assumptions which form the basis of above valuation include discount rate, trends in salary escalation, demographics and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds corresponds to the probable maturity of the post-employment benefit obligations. Further details are disclosed in Note 38.

### c. Recognition and measurement of provisions and contingencies

The recognition and measurement of provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the reporting date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

### d. Fair value of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique.

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values (Refer note 48) about determination of fair value. For recognition of impairment loss on other financial assets and risk exposures, the Group determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month expected credit loss (ECL) is used to provide for impairment loss.

# Notes

to consolidated financial statements for the year ended 31 March 2025

## e. Impairment of financial assets

The Group recognizes loss allowances for expected credit losses on its financial assets measured at amortized cost. At each reporting date, the Group assesses whether the above financial assets are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Under this approach the Group does not track changes in credit risk but recognizes impairment loss allowance based on lifetime ECL approach at each reporting date.

## f. Recoverable amount for Impairment of non-financial assets

The Group reviews at each balance sheet date the carrying amounts of its property, plant and equipment and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the performance of the assets of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

## F. Standards issued but not effective:

There are no standards that are notified and not yet effective as on the date.

## G. Material Accounting Policies

A summary of the material accounting policies applied in the preparation of the consolidated financial statements is as given below. These accounting policies have been applied consistently to all the periods presented in the consolidated financial statements.

### a. Property, Plant and Equipment

Property, plant and equipment (PPE) is recognised when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Property, plant and equipment are stated at cost net of tax/duty credits availed, if any, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, directly attributable cost of bringing the asset to its working condition for management's intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of tangible asset are added to its gross value only if it increases the future benefits of the existing asset, beyond its previously assessed standards of performance and cost can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from the continued use of the asset. Any gain or loss arising on derecognition of the asset is determined as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit or Loss when the asset is derecognised. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

The Group identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.



# Notes

to consolidated financial statements for the year ended 31 March 2025

## b. Depreciation on plant, property and equipment

Depreciation is calculated using the straight-line method to write down the cost of property and equipment to their residual values over their estimated useful lives which is in line with the estimated useful life as specified in Schedule II of the Companies Act, 2013 except for vehicles and office equipment.

The estimated useful lives are as follows:

	Useful lives estimated by the management (years)	Useful Life as per prescribed in Schedule II of the Act (years)
Computers	3	3
Furniture and fixtures	10	10
Office equipment	2 – 10	5
Vehicles	4	10

The management has estimated, supported by independent assessment by professionals, the useful lives of the following classes of assets.

- The useful lives of certain office equipment are estimated as 3 to 10 years.
- Furniture and fixtures and vehicles are depreciated over the estimated useful lives of 10 years and 4 years respectively.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and any changes in estimate accounted for on a prospective basis.

## c. Intangible assets

An intangible asset is recognised only when its cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to it will flow to the Group.

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. The cost of an intangible asset comprises its purchase price and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates.

Intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as “Intangible assets under development”.

Development expenditure on software is capitalized as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise it is recognized in the statement of profit and loss.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life, or the expected pattern of consumption of future economic benefits embodied in the asset, are accounted for by changing the amortisation period or methodology, as appropriate, which are then treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is presented as a separate line item in the statement of profit and loss. Amortisation on assets acquired/sold during the year is recognised on a pro-rata basis to the Statement of Profit and Loss from / upto the date of acquisition/sale.



# Notes

to consolidated financial statements for the year ended 31 March 2025

Amortisation is calculated using the straight-line method to write down the cost of intangible assets to their residual values over their estimated useful lives. The Group's intangible assets consist of computer software with definite life.

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

A summary of amortisation policies applied to the Group's intangible assets is as below:

	Rates (SLM)
Computer software and website	20%

## d. Impairment of property, plant and equipment and intangible assets

The Group reviews at each balance sheet date the carrying amounts of its property, plant and equipment and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such impairment indication exists, the Group estimates the recoverable amount (i.e. the higher of the assets' net selling price and value in use) of the asset of the cash generating unit to which the asset belongs to. If such recoverable amount of asset or recoverable amount of cash generating unit to which the asset belongs to, is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at balance sheet date there is an indication that a previously assessed impaired loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

## e. Revenue recognition

Revenue (other than for those items to which Ind AS 109 'Financial Instruments' are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 Revenue from contracts with customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers.

The Group recognises revenue from contracts with customers based on a five step model as set out in Ind 115:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Group allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Group expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognise revenue when (or as) the Group satisfies a performance obligation.



# Notes

to consolidated financial statements for the year ended 31 March 2025

The Group recognises revenue from the following sources:

## Brokerage –

- i. Brokerage income in relation to stock broking activity is recognized as per contracted rates at the execution of transactions on behalf of the customers on a trade date basis.
- ii. Gains/losses on dealing in securities are recognized on a trade date basis.

## Investment Banking –

- i. Revenue from issue management and financial advisory services is recognized based on the stage of completion of performance obligations and terms of agreement with the client.
- ii. Revenue from underwriting commission is recognised over a period of satisfaction of performance obligation.
- iii. Selling commissions/brokerage generated from primary market operations i.e. procuring subscriptions from investors for public offerings of companies, mutual funds, etc. are recorded on determination of the amount due to the Group, once the allotment of securities are completed.
- iv. Revenue associated with these remaining performance obligations typically depends on the occurrence of future events or underlying asset values and is not recognized until the outcome of those events or values are known. In the case of contracts, which have a component of success fee or variable fee, the same is considered in the transaction price when the uncertainty regarding the consideration is resolved.

## Net gain on fair value changes

Any realised gain or loss on sale of financial assets (including investments, derivatives and stock in trade) being classified as fair value through profit or loss ("FVTPL") is recognised as "Net gain or loss on fair value changes" under "Revenue from operations" or "Expenses" respectively in the statement of profit and loss. Similarly, any differences between the fair values of financial assets (including investments, derivatives and securities held for trading) being classified as fair value through profit or loss ("FVTPL"), held by the Company on the balance sheet date is recognised as an unrealised gain / loss. In cases there is a net gain in the aggregate, the same is recognised as "Net gain on fair value changes" under "Revenue from operations" and if there is a net loss the same is disclosed as "Net loss on fair value changes" under "Expenses" in the statement of Profit and Loss.

## Interest and dividend –

- i. Interest income on financial assets carried at amortized cost is recognized on an accrual basis using effective interest rate (EIR) method. Interest revenue is by applying effective interest rate on the gross carrying amount of financial assets in Stage 1 and Stage 2. Interest revenue on financial assets in Stage 3 is calculated by applying the effective interest rate to the amortised cost (net of provision) rather than the gross carrying amount.
- ii. Dividend income is recognized when the Group's right to receive dividend has been established.

## f. Leases

The determination of whether an arrangement is a lease, or contains a lease, is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets or whether the arrangement conveys a right to use the asset. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116.

# Notes

to consolidated financial statements for the year ended 31 March 2025

## As a Lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, then Group's incremental borrowing rate is used. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if Group changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property and hence disclosed in 'property, plant and equipment' and lease liabilities in 'Borrowings' in the statement of financial position.

On application of Ind AS 116, the nature of expenses has changed from lease rent in previous periods to depreciation cost for the right-to-use asset, and finance cost for interest accrued on lease liability.

## Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of real estate properties that are having non-cancellable lease term of less than 12 months. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.



# Notes

to consolidated financial statements for the year ended 31 March 2025

## g. Financial Instruments

### Recognition of Financial Instruments

Financial instruments comprise of financial assets and financial liabilities. Financial assets and liabilities are recognized when the Group becomes the party to the contractual provisions of the instruments. Financial assets primarily comprise of loans and advances, investments and other deposits, trade receivables and cash and cash equivalents. Financial liabilities primarily comprise of borrowings and trade payables.

### Initial Recognition of Financial Instruments

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs and revenues directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in Statement of Profit and Loss.

### 1. Financial Assets

#### Subsequent Measurement of Financial Assets

For subsequent recognition, financial assets are subsequently measured financial assets are categorised into.

#### i. Amortised Cost:

The Group classifies the financial assets at amortised cost if the contractual terms that give rise to cash flows on specified dates, that represent solely payments of principal and interest on the principal amount outstanding and the assets are held under a business model to collect contractual cash flows.

The gains and losses resulting from fluctuations in fair value are not recognised for financial assets classified in amortised cost measurement category. These are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at amortised cost.

#### ii. Fair value through Other Comprehensive Income (FVOCI):

The Group classifies the financial assets at FVOCI if the contractual terms that give rise to cash flows on specified dates, that represent solely payments of principal and interest on the principal amount outstanding and the Group's business model is achieved by both collecting contractual cash flow and selling financial assets.

These debt instruments are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at fair value. Changes in fair value are recognised in other comprehensive income with a separate component of equity. The impairment gains or losses, foreign exchange gains or losses and interest calculated using the effective interest method are recognised in profit or loss. On de-recognition, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the statement of profit and loss as a reclassification adjustment.

In case of equity instruments irrevocably designated at FVOCI, gains / losses relating to foreign exchange, are recognised through other comprehensive income. Further, cumulative gains or losses previously recognised in other comprehensive income remain permanently in equity and are not subsequently transferred to profit or loss on derecognition. Dividends on such investments are recognised in profit or loss.

# Notes

to consolidated financial statements for the year ended 31 March 2025

## iii. Fair Value through Profit and Loss Account (FVTPL)

The financial assets are classified as FVTPL if these do not meet the criteria for classifying at amortised cost or FVOCI. Further, in certain cases to eliminate or significantly reduce a measurement or recognition inconsistency (accounting mismatch), the Group irrevocably designates certain financial instruments at FVTPL at initial recognition.

Financial instruments held at fair value through profit or loss are initially recognised at fair value, with transaction costs recognised in the statement of profit and loss as incurred. Subsequently, they are measured at fair value and any gains or losses are recognised in the statement of profit and loss as they arise.

Profit and loss on sale of investment is determined on the basis of weighted average cost. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques, as summarised below:

Level 1: inputs are quoted prices (unadjusted) in active market for identical assets or liabilities that the Group can access at measurement date.

Level 2: inputs are inputs, other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (e.g. as prices) or indirectly (e.g. derived from the prices).

Level 3: inputs are inputs for the current assets or liability that are not based on observable market data (unobservable inputs).

## Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e. removed from the Group's statement of financial position) when:

- i) The rights to receive cash flows from the asset have expired, or
- ii) The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement and either:
  - a. the Group has transferred substantially all the risks and rewards of the asset, or



# Notes

to consolidated financial statements for the year ended 31 March 2025

- b. the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

## Financial instruments held for trading

A financial instrument is classified as held for trading if it is acquired or incurred principally for selling or repurchasing in the near term, or forms part of a portfolio of financial instruments that are managed together and for which there is evidence of short-term profit taking, or it is a derivative not designated in a qualifying hedge relationship. The profit/(loss) earned on sale of investments and securities held for trading are recognised on trade date basis. Profit or loss on sale of investments is determined on the basis of the weighted average cost method and securities held for trading on FIFO method. On disposal of an investment, the difference between carrying amount and net disposal proceeds is charged to or credited to statement of profit and loss. Trading derivatives and trading securities are classified as held for trading and recognised at fair value.

## 2. Financial Liabilities and Equity Instruments

### Subsequent measurement of Financial liabilities

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts.

This is dependent upon the classification thereof as under:

- (i) At Amortised Cost
- (ii) At Fair value through Profit & Loss Account

Financial liabilities are carried at amortised cost using the effective interest rate method. For trade and other payables the carrying amount approximates the fair value due to short maturity of these instruments.

### Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

### Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity in accordance with the substance of the contractual arrangements. These are recognized at the amount of the proceeds received, net of direct issue costs.

### Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the Derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

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## Offsetting of Financial Instruments

Financial assets and financial liabilities are offsetted and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realise an asset and settle the liabilities simultaneously.

### **h. Impairment of Financial Asset:**

The Group applies the expected credit loss (ECL) model for measurement and recognition of impairment loss allowance on the following financial assets and credit risk exposures:

- Financial assets at amortized cost
- Financial guarantee contracts.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Under this approach the Group does not track changes in credit risk but recognizes impairment loss allowance based on lifetime ECLs at each reporting date. For this purpose the Group uses a provision matrix to determine the impairment loss allowance on the portfolio of trade receivables.

For recognition of impairment loss allowance on other financial assets and risk exposures, the Group determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month expected credit loss (ECL) is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL approach is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Group reverts to recognizing impairment loss allowance based on 12-month ECL.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. The ECL impairment loss allowance (or reversal) recognized during the period in the statement of profit and loss and the cumulative loss is reduced from the carrying amount of the asset until it meets the write off criteria, which is generally when no cash flows are expected to be realised from the asset.

### **i. Retirement and other employee benefits**

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service.

#### **Defined benefit plans**

The liabilities under the Payment of Gratuity Act, 1972 are recorded on the basis of actuarial valuation certificate provided by the actuary using Projected Unit Credit Method.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.



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to consolidated financial statements for the year ended 31 March 2025

Any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised immediately in 'Other comprehensive income' and subsequently not reclassified to the Statement of Profit and Loss. Net interest expense / (income) on the defined liability / (assets) is computed by applying the discount rate, used to measure the net defined liability / (asset). Net interest expense and other expenses related to defined benefit plans are recognised in the Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in the Statement of Profit and Loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

## Other Long Term Employee Benefits

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

### j. Share based payment arrangements

#### Employees Stock Options Plans ("ESOPs") - Equity settled

The Trust in consultation with the holding Group grants share option schemes for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Employees (including directors) of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments ("equity settled transactions").

The cost of equity-settled transactions with employees and directors for grants is measured by reference to the fair value at the date at which they are granted. The cost of equity-settled transactions is recognised in statement profit and loss, together with a corresponding increase in other equity, representing contribution received from the shareholders, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at the end of each reporting period until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest.

### k. Income taxes

Tax expense comprises current and deferred tax. Current and deferred tax are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in Equity respectively.

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of temporary timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

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



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to consolidated financial statements for the year ended 31 March 2025

The carrying amount of deferred tax assets are reviewed at each reporting date. The Group writes-down the carrying amount of deferred tax asset to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

## **I. Borrowing costs**

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs to the extent related/attribution to the acquisition/construction of assets that takes substantial period of time to get ready for their intended use are capitalized along with the respective Property, Plant and Equipment up to the date such asset is ready for use. Other borrowing costs are recognized as an expense in the Statement of Profit and Loss in the period in which they are incurred.

## **m. Foreign currency transactions and balances**

### **(i) Initial recognition**

Foreign currency transactions are recorded in the reporting currency (which is Indian Rupees), by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

### **(ii) Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

### **(iii) Exchange differences**

All exchange differences arising on settlement or translation of monetary items are recognized as income or as expenses in the Statement of Profit and Loss in the period in which they arise.

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Indian Rupees using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity.

## **n. Earnings Per Share**

Basic earnings per share is calculated by dividing the net profit or loss (before other comprehensive income) for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss (before other comprehensive income) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.



# Notes

to consolidated financial statements for the year ended 31 March 2025

**o. Segmental Reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The Joint Managing Directors and CEO of the Group assesses the financial performance and position of the Group and makes strategic decisions and hence has been identified as being chief operating decision maker.

**p. Provisions**

A provision is recognized when the Group has a present obligation (legal or constructive) as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the reporting date. These are reviewed at each reporting date and adjusted to reflect the current best estimates.

**q. Contingent liabilities and Assets**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognised in the consolidated financial statements if the inflow of the economic benefit is probable than it is disclosed in the consolidated financial statements.

**r. Cash and cash equivalents**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash on hand, cheques on hand, balances with banks (of the nature of cash and cash equivalents) and short-term deposits, as defined above.

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to consolidated financial statements for the year ended 31 March 2025

## 3. Cash and cash equivalents

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Cash and cash equivalents		
- Cash on hand	0.55	0.49
Balances with banks:		
- On current accounts	2,663.83	1,675.22
- On insured money market accounts	440.07	426.89
<b>Total</b>	<b>3,104.45</b>	<b>2,102.60</b>

## 4. Bank Balance other than cash & cash equivalents

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Fixed deposits with original maturity of more than 12 months		
Lien marked deposits (The period of lien is in line with the period of fixed deposit)*	65,997.90	54,741.79
Other Deposits	-	-
<b>Total</b>	<b>65,997.90</b>	<b>54,741.79</b>

\*Lien marked to stock exchanges for margin/security deposit purpose, banks for overdraft facilities and bank guarantee.

## 5. Trade receivables

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
(a) Receivables considered good - Unsecured		
Due from related parties	-	-
Due from others	87,001.26	134,857.97
Less: Impairment loss allowance	-	-
<b>Sub total</b>	<b>87,001.26</b>	<b>134,857.97</b>
(b) Receivables which have significant increase in credit risk	609.03	336.69
Less: Impairment loss allowance	(608.94)	(336.69)
<b>Sub total</b>	<b>0.10</b>	<b>-</b>
(c) Receivables – credit impaired	48.30	48.30
Less: Impairment loss allowance	(48.30)	(48.30)
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Other receivables</b>	<b>87,001.35</b>	<b>134,857.97</b>
Unsecured, considered good		
Due from related parties	49.59	99.01
Due from others	-	-
Sub total	49.59	99.01
Less: Impairment Allowance	-	-
<b>Total</b>	<b>49.59</b>	<b>99.01</b>

Note 1:- Refer note 49 and 57 for additional disclosure in relation to Trade receivables. Refer note 43 for related party transactions.



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 6. Securities held for trading

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
At fair value through profit or loss		
Equity instruments - Quoted, fully paid*	0.00	955.61
Equity instruments - Unquoted, fully paid	16,685.09	16,685.09
<b>Total</b>	<b>16,685.09</b>	<b>17,640.70</b>

\*indicates amount less than "0.01" Lakh

## 7. Investments

	(₹ in lakhs)						
	31 March 2025						
Particulars	Amortised cost	At fair value				Others (at cost)	Total
		Through other comprehensive income	Through profit and loss	Designated at fair value through profit and loss	Sub total		
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6)	(7=1+5+6)
<b>At fair value through profit or loss</b>							
<b>Investment in India</b>							
<b>Debt Instruments (Un-quoted)</b>							
Axis Liquid Fund - Direct Growth* Qty: 15,44,142.049 units	-	-	44,526.86	-	44,526.86	-	44,526.86
<b>At fair value through other Comprehensive income</b>	-	-	-	-	-	-	-
<b>Investment in India</b>	-	-	-	-	-	-	-
<b>Debt Instruments (Un-quoted)</b>	-	-	-	-	-	-	-
Axis Structured Credit AIF- I Qty : Nil units	-	-	-	-	-	-	-
<b>Equity Instruments (Un-quoted)</b>							
Axis Max Life Insurance Limited Qty : 3,83,76,257 equity shares of ₹ 10 each	-	64,234.18	-	-	64,234.18	-	64,234.18
<b>Total Gross (A)</b>	-	<b>64,234.18</b>	<b>44,526.86</b>	-	<b>108,761.04</b>	-	<b>108,761.04</b>
<b>Less: Impairment allowance (B)</b>	-	-	-	-	-	-	-
<b>Total Net (A-B)</b>	-	<b>64,234.18</b>	<b>44,526.86</b>	-	<b>108,761.04</b>	-	<b>108,761.04</b>

# Notes

to consolidated financial statements for the year ended 31 March 2025

(₹ in lakhs)

Particulars	31 March 2024							
	Amortised cost	At fair value				Sub total	Others (at cost)	Total
		Through other comprehensive income	Through profit and loss	Designated at fair value through profit and loss				
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6)	(7=1+5+6)	
At fair value through profit or loss								
Investment in India								
Debt Instruments (Un-quoted)								
Axis Liquid Fund - Direct Growth*	-	-	21,816.51	-	21,816.51	-	21,816.51	
Qty: 8,12,921.517 units								
At fair value through other Comprehensive income								
Investment in India								
Debt Instruments (Un-quoted)								
Axis Structured Credit AIF- I	-	1,174.04	-	-	1,174.04	-	1,174.04	
Qty : 1,170.164 units								
Equity Instruments (Un-quoted)								
Axis Max life Insurance Limited	-	48,641.91	-	-	48,641.91	-	48,641.91	
Qty : 3,83,76,257 equity shares of ₹ 10 each								
Total Gross (A)	-	49,815.95	21,816.51	-	71,632.46	-	71,632.46	
Less: Impairment allowance (B)	-	-	-	-	-	-	-	
Total Net (A-B)	-	49,815.95	21,816.51	-	71,632.46	-	71,632.46	

\*pledged to Stock Exchange and Bankers amounting to ₹ 44,526.85 lakhs (31 March, 2024: ₹ 11,920.18 lakhs)

## 8. Other financial assets

(₹ in lakhs)

	As at 31 March 2025	As at 31 March 2024
<b>Security/margin deposit</b>		
- with stock exchanges	273.25	173.25
- others	5.68	17.20
<b>Advance recoverable in cash</b>		
- Recoverable from others	293.04	743.35
<b>Other receivable</b>	-	-
<b>Interest accrued on investment</b>	-	-
<b>Sub total</b>	<b>571.97</b>	<b>933.79</b>
<b>Less: Impairment loss allowance</b>	-	-
<b>Total</b>	<b>571.97</b>	<b>933.79</b>

## 9. Current tax assets (net)

(₹ in lakhs)

	As at 31 March 2025	As at 31 March 2024
<b>Advance income-tax [Net of provision of ₹ 19,337.00 lakhs (31 March 2024: ₹ 41,345.04 lakhs)]</b>	<b>439.32</b>	<b>1,234.10</b>
<b>Less:- Impairment loss allowance for tax credit</b>	<b>(55.42)</b>	<b>(29.87)</b>
<b>Total</b>	<b>383.90</b>	<b>1,204.23</b>



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 10. Property, plant and equipment

(₹ in lakhs)						
Particulars	Computers	Furniture	Vehicles	Office Equipment	Right to use - premises	Total
<b>At cost as on 31 March, 2023</b>	<b>957.26</b>	<b>15.16</b>	<b>-</b>	<b>38.06</b>	<b>138.33</b>	<b>1,148.81</b>
Additions during the year	253.61	-	-	2.35	-	255.96
Disposals during the year	-	-	-	0.37	-	0.37
<b>At cost as on 31 March 2024</b>	<b>1,210.87</b>	<b>15.16</b>	<b>-</b>	<b>40.04</b>	<b>138.33</b>	<b>1,404.40</b>
<b>Accumulated depreciation and impairment as on 31 March, 2023</b>	<b>475.23</b>	<b>3.32</b>	<b>-</b>	<b>12.63</b>	<b>61.48</b>	<b>552.66</b>
Depreciation for the year	288.10	1.48	-	3.61	46.11	339.30
Disposals during the year	-	-	-	0.37	-	0.37
<b>Accumulated depreciation and impairment as on 31 March 2024</b>	<b>763.33</b>	<b>4.80</b>	<b>-</b>	<b>15.87</b>	<b>107.59</b>	<b>891.59</b>
<b>At cost as on 31 March, 2024</b>	<b>1,210.87</b>	<b>15.16</b>	<b>-</b>	<b>40.04</b>	<b>138.33</b>	<b>1,404.40</b>
Additions during the year	179.43	-	279.64	4.53	14.66	478.26
Disposals during the year	162.84	-	-	0.26	-	163.10
<b>At cost as on 31 March 2025</b>	<b>1,227.46</b>	<b>15.16</b>	<b>279.64</b>	<b>44.32</b>	<b>152.98</b>	<b>1,719.56</b>
<b>Accumulated depreciation and impairment as on 31 March, 2024</b>	<b>763.33</b>	<b>4.80</b>	<b>-</b>	<b>15.87</b>	<b>107.59</b>	<b>891.59</b>
Depreciation for the year	305.30	1.40	19.61	5.28	33.18	364.76
Disposals during the year	162.84	-	-	0.26	-	163.10
<b>Accumulated depreciation and impairment as on 31 March 2025</b>	<b>905.78</b>	<b>6.20</b>	<b>19.61</b>	<b>20.88</b>	<b>140.77</b>	<b>1,093.25</b>
<b>Net carrying amount as on 31 March 2025</b>	<b>321.68</b>	<b>8.97</b>	<b>260.03</b>	<b>23.44</b>	<b>12.21</b>	<b>626.31</b>
<b>Net carrying amount as on 31 March 2024</b>	<b>447.54</b>	<b>10.36</b>	<b>-</b>	<b>24.18</b>	<b>30.74</b>	<b>512.82</b>

## 11. Intangible assets under development

(₹ in lakhs)	
Particulars	Intangible assets under development
<b>At cost as on 01 April, 2023</b>	<b>49.50</b>
Additions during the year	41.22
Capitalised during the year	38.00
<b>At cost as on 31 March 2024</b>	<b>52.72</b>
<b>At cost as on 01 April, 2024</b>	<b>52.72</b>
Additions during the year	31.25
Capitalised during the year	76.72
<b>At cost as on 31 March 2025</b>	<b>7.25</b>

Note 1 - Refer note 55 for additional disclosure.

# Notes

to consolidated financial statements for the year ended 31 March 2025

## 12. Other intangibles assets

(₹ in lakhs)			
Particulars	Software	Website development cost	Total
<b>At cost as on 31 March, 2023</b>	<b>180.72</b>	<b>12.99</b>	<b>193.70</b>
Additions during the year	49.10	-	49.10
Disposals during the year	-	-	-
<b>At cost as on 31 March 2024</b>	<b>229.82</b>	<b>12.99</b>	<b>242.80</b>
<b>Accumulated depreciation and impairment as on 31 March , 2023</b>	<b>119.88</b>	<b>0.88</b>	<b>120.76</b>
Additions during the year	36.32	2.60	38.91
Disposals during the year	-	-	-
<b>Accumulated depreciation and impairment as on 31 March 2024</b>	<b>156.20</b>	<b>3.48</b>	<b>159.67</b>
<b>At cost as on 31 March, 2024</b>	<b>229.82</b>	<b>12.99</b>	<b>242.80</b>
Additions during the year	95.27	14.90	110.17
Disposals during the year	-	12.99	12.99
<b>At cost as on 31 March 2025</b>	<b>325.09</b>	<b>14.90</b>	<b>339.98</b>
<b>Accumulated depreciation and impairment as on 31 March , 2024</b>	<b>156.20</b>	<b>3.48</b>	<b>159.67</b>
Additions during the year	43.29	2.64	45.93
Disposals during the year	-	5.84	5.84
<b>Accumulated depreciation and impairment as on 31 March 2025</b>	<b>199.49</b>	<b>0.27</b>	<b>199.76</b>
<b>Net carrying amount as on 31 March 2025</b>	<b>125.60</b>	<b>14.63</b>	<b>140.22</b>
<b>Net carrying amount as on 31 March 2024</b>	<b>73.62</b>	<b>9.51</b>	<b>83.13</b>

## 13. Other non-financial assets

(₹ in lakhs)		
	As at 31 March 2025	As at 31 March 2024
Deposit with service tax authorities paid under protest	98.79	82.09
Prepaid expenses	602.23	458.20
Advance towards expenses	211.93	43.32
<b>Total</b>	<b>912.95</b>	<b>583.61</b>

## 14. Trade Payables

(₹ in lakhs)		
	As at 31 March 2025	As at 31 March 2024
Trade payables		
- Dues of micro and small enterprises (Refer note 46)	62.61	-
- Dues of creditors other than micro and small enterprises		
- Dues of related parties (Refer note 43)	18.18	26.32
- Dues of others	84,394.60	131,250.03
<b>Total</b>	<b>84,475.39</b>	<b>131,276.35</b>

Note 1:- Refer note 58 for additional disclosure in relation to Trade payables.



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 15. Other Payables

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Capital Creditors		
- Dues of micro and small enterprises	-	-
- Dues of creditors other than micro and small enterprises	-	5.72
<b>Sub total</b>	<b>-</b>	<b>5.72</b>
Other Receivable		
- Due to micro and small enterprises	-	-
- Due to creditors other than micro and small enterprises	-	4.43
<b>Sub total</b>	<b>-</b>	<b>4.43</b>
<b>Total</b>	<b>-</b>	<b>10.15</b>

## 16a. Borrowings

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Bank overdraft*	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

\*The Parent Company has obtained overdraft facilities of ₹ 9,900 lakhs from Bank with interest rate of 7.98% p.a. to 8.91% p.a. and same is secured against fixed deposit of the Parent Company.

## 16b. Lease liabilities

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Lease liabilities (Refer note 53)	12.47	35.33
<b>Total</b>	<b>12.47</b>	<b>35.33</b>

## 17. Others financial liabilities

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Payable to Employees	26.52	9.27
<b>Total</b>	<b>26.52</b>	<b>9.27</b>

## 18. Current tax liabilities (net)

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Provision for tax [net of advance tax of ₹ 18,194.12 lakhs (31 March 2024: ₹ 9,586.11 lakhs)]	580.42	259.42
<b>Total</b>	<b>580.42</b>	<b>259.42</b>



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 19. Provisions

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
<b>Provision for employee benefits</b>		
Gratuity payable (funded) (Refer note 38)	203.79	96.68
Provision for compensated absences	18.77	12.13
Provision for bonus	12,080.00	8,106.83
	<b>12,302.56</b>	<b>8,215.64</b>
<b>Other provisions</b>		
Provision for contingencies	9,545.00	-
	<b>9,545.00</b>	<b>-</b>
<b>Total</b>	<b>21,847.56</b>	<b>8,215.64</b>

## 20. Others non-financial liabilities

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Others		
- Statutory dues	1,259.92	1,893.57
Income received in advance	13.71	10.00
<b>Total</b>	<b>1,273.63</b>	<b>1,903.57</b>

## 21. Share capital

	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
<b>Authorised share capital</b>		
175,000,000 (31 March 2024: 175,000,000) equity shares of ₹10/- each)	17,500.00	17,500.00
<b>Issued share capital</b>		
73,500,000 (31 March 2024: 73,500,000) equity shares of ₹10/- each)	7,350.00	7,350.00
<b>Subscribed and fully paid-up shares</b>		
73,500,000 (31 March 2024: 73,500,000) equity shares of ₹10/- each)	7,350.00	7,350.00

### (a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

#### Equity shares

	31 March 2025		31 March 2024	
	No.	(₹ in lakhs)	No.	(₹ in lakhs)
At the beginning of the year	73,500,000	7,350.00	73,500,000	7,350.00
Issued during the year	-	-	-	-
Cancelled during the year	-	-	-	-
Outstanding at the end of the year	<b>73,500,000</b>	<b>7,350.00</b>	<b>73,500,000</b>	<b>7,350.00</b>



# Notes

to consolidated financial statements for the year ended 31 March 2025

## (b) Terms/right attached to equity shares

The Company has only one class of equity shares having par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2025, the amount of per share dividend recognized as distributions to equity shareholders was ₹Nil (31 March 2024: ₹Nil).

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in the proportion of the number of shares held by the shareholders.

## (c) Shares held by holding/ ultimate holding Company and/ or their subsidiaries/ associates

Out of equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries / associates are as below:

Name of shareholder	31 March 2025		31 March 2024	
	No.	(₹ in lakhs)	No.	(₹ in lakhs)
Axis Bank Limited, the holding Company and its nominees				
73,500,000 (31 March 2024: 73,500,000) equity shares of ₹10/- each)	73,500,000	7,350.00	73,500,000	7,350.00

## (d) Shareholding of Promoters

Shares held by promoters at as 31 March 2025			% Change during the year
Promoter name	No. of Shares	% of total shares	
Axis Bank Limited	73,500,000	100%	-
<b>Total</b>	<b>73,500,000</b>	<b>100%</b>	<b>-</b>

  

Shares held by promoters at as 31 March 2024			% Change during the year
Promoter name	No. of Shares	% of total shares	
Axis Bank Limited	73,500,000	100%	-
<b>Total</b>	<b>73,500,000</b>	<b>100%</b>	<b>-</b>

## (e) Details of shareholders holding more than 5% shares in the Company

Name of shareholder	31 March 2025		31 March 2024	
	No.	% of holding	No.	% of holding
Axis Bank Limited, the holding Company and its nominees				
73,500,000 (31 March 2024: 73,500,000) equity shares of ₹10/- each)	73,500,000	100%	73,500,000	100%

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

# Notes

to consolidated financial statements for the year ended 31 March 2025

## (f) Proposed dividend on Equity shares

The Board proposed dividend on equity shares after the balance sheet date.

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Proposed dividend on equity shares for the year ended on 31 March 2025: ₹Nil per share (31 March 2024: ₹Nil per share)	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

## 22. Other equity

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>General Reserve</b>		
Balance at the beginning of the year	1,292.37	1,292.37
Add: Addition during the year	-	-
<b>Balance as at end of the year</b>	<b>1,292.37</b>	<b>1,292.37</b>
<b>Retained earnings</b>		
Balance at the beginning of the year	83,356.39	68,085.44
Add: Comprehensive Income for the year	16,867.15	15,255.34
Add: Remeasurement gains on employee benefits	(118.69)	15.61
Less: Dividend paid	-	-
<b>Balance as at end of the year</b>	<b>100,104.85</b>	<b>83,356.39</b>
<b>Debt instruments through FVOCI</b>		
Balance at the beginning of the year	(3.20)	38.85
Add: Addition during the year	7.17	(42.05)
<b>Balance as at end of the year</b>	<b>3.97</b>	<b>(3.20)</b>
<b>Equity Instruments through FVOCI</b>		
Balance at the beginning of the year	28,186.99	22,975.18
Add: Addition during the year	16,498.53	5,211.81
<b>Balance as at end of the year</b>	<b>44,685.52</b>	<b>28,186.99</b>
<b>Contribution from Shareholders</b>		
Balance at the beginning of the year	14,205.40	7,681.89
Add: Addition during the year	656.67	6,523.51
<b>Balance as at end of the year</b>	<b>14,862.07</b>	<b>14,205.40</b>
<b>Foreign Currency Translation Reserve</b>		
Balance at the beginning of the year	64.67	57.68
Add: Addition during the year	11.68	6.99
<b>Balance as at end of the year</b>	<b>76.35</b>	<b>64.67</b>
<b>Total</b>	<b>161,025.13</b>	<b>127,102.62</b>

### Nature and purpose of the reserve

#### General Reserve

General Reserve was created earlier for specific purpose and are available for distribution to shareholders as dividend.

#### Retained Earnings

Retained earnings represents surplus/accumulated earnings of the Group and are available for distribution to shareholders as dividend.



# Notes

to consolidated financial statements for the year ended 31 March 2025

## Debt instruments through FVOCI

It consists of income that will be reclassified to Profit and Loss.

## Equity Instruments through FVOCI

It consists of income that will not be reclassified to Profit and Loss.

## Contribution from Shareholders

Contribution from Shareholders represents fair value of the employee stock option plan. These options are issued by ABL Employee Welfare Trust ("the Trust") in consultation with Axis Bank Limited ("the Holding Company")

## 23. Revenue from operations

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Fees from advisory services and other professional services	38,588.21	28,748.96
Brokerage income	31,962.36	24,419.20
Other operating income		
- Interest Income on margin money funding	-	-
<b>Total</b>	<b>70,550.57</b>	<b>53,168.16</b>

## 24. Other income

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>(i) Interest income</b>		
Interest on deposit with banks	4,329.06	4,198.61
Interest Income on income tax refund	461.23	-
Interest Income on Insurance Money Market Accounts (IMMA)	3.00	4.91
Interest on alternative investment fund	141.97	183.50
Interest on staff loan and deposits	1.07	1.34
	<b>4,936.33</b>	<b>4,388.36</b>
<b>(ii) Net gain/(loss) on fair value instruments at fair value through profit or loss</b>		
On financial instruments designated at fair value through profit or loss	2,400.43	1,350.64
<b>Total gain/(loss) on fair value changes</b>	<b>2,400.43</b>	<b>1,350.64</b>
<b>Fair value changes:</b>		
Realised	1,162.71	1,018.17
Unrealised	1,237.72	332.47
<b>Total gain/(loss) on fair value changes</b>	<b>2,400.43</b>	<b>1,350.64</b>
<b>(iii) Miscellaneous income</b>		
Reversal of provision/liability no longer required	283.64	427.29
Profit on sale of fixed assets	1.85	0.04
Miscellaneous Income	30.32	22.78
Dividend income	-	-
Foreign exchange gain	68.39	0.89
	<b>384.20</b>	<b>450.99</b>
<b>Total</b>	<b>7,720.96</b>	<b>6,189.99</b>

# Notes

to consolidated financial statements for the year ended 31 March 2025

## 25. Finance costs

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
On financial liabilities measured at amortised cost		
Interest on overdraft	17.11	13.91
Interest on lease payment	1.03	3.67
Other interest expenses		
Interest on income tax expenses	12.70	10.08
Bank guarantee commission	360.88	302.63
<b>Total</b>	<b>391.72</b>	<b>330.29</b>

## 26. Impairment of financial instruments

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
On financial instrument measured at amortised cost		
Trade Receivables		
- Provision for bad and doubtful debts	600.43	349.40
- Bad debts written off	0.07	-
- Reversal of provision of doubtful debts	(328.18)	(367.56)
Others	25.54	29.87
<b>Total</b>	<b>297.86</b>	<b>11.71</b>

## 27. Employee benefits expense

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries, wages and bonus	21,787.56	17,662.39
Contribution to provident and other funds (Refer note 38)	559.20	463.49
Share based payments to employees (Refer note 44)	845.77	6,300.45
Gratuity expense (Refer note 38)	99.69	112.28
Staff welfare expenses	192.74	231.68
<b>Total</b>	<b>23,484.96</b>	<b>24,770.29</b>

Note: The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the Company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020. The Company will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 28. Depreciation and amortization expense

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation of tangible assets	364.76	339.30
Amortization of intangible assets	45.93	38.91
<b>Total</b>	<b>410.69</b>	<b>378.21</b>

## 29. Other expenses

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Stamp duty	347.66	282.22
Trade confirmation charges	1,192.97	991.92
Brokerage expenses	8,204.75	2,622.54
Provision for contingencies (Refer note 52)	9,545.00	-
Stock exchange expenses	2,678.13	2,512.74
Printing and stationary	12.70	8.87
Electricity & water charges	76.43	46.97
Rent	630.84	616.19
Repairs & maintenance - others	803.49	324.68
CSR expenditure (Refer note 30)	447.72	427.98
Insurance	26.16	15.53
Rates and taxes	76.54	39.49
Professional fees*	1,376.70	882.05
Office expenses	171.95	213.87
Deputation expenses	232.81	212.52
Telephone, fax & internet	165.10	121.15
Loss on sale of devolved securities/dealing error	96.42	454.26
Travelling & conveyance expenses	410.29	341.23
Director's sitting fees	56.50	122.50
Auditors' fees and expenses (Refer note 29.1 below)	48.16	46.26
Loss on sale of Fixed assets	7.14	-
Loss on fair value of staff loans and deposits	0.77	-
Subscription expenses	260.73	208.28
Miscellaneous expenses	685.76	674.66
<b>Total</b>	<b>27,554.72</b>	<b>11,165.91</b>

\*includes direct expenses pertaining to advisory services and other professional services amounting to ₹ 22.14 lakhs (Previous Year: ₹4.30 lakhs)

# Notes

to consolidated financial statements for the year ended 31 March 2025

## 29.1 Auditors' fees and expenses

	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Auditors remuneration:		
- For audit	39.70	36.28
- For other services	6.60	8.61
- For reimbursement of expenses	1.86	1.37
	<b>48.16</b>	<b>46.26</b>

## 30. Details of CSR expenditure:

	(₹ in lakhs)	
Particulars	As at 31 March 2025	As at 31 March 2024
a) Gross amount required to be spent by the Company during the year	447.72	427.98
b) Amount approved by the Board to be spent during the year	447.72	427.98
c) Amount spent during the year	447.72	427.98
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	447.72	427.98
d) Details related to spent/unspent obligations:		
i) Contribution to Public Trust	-	-
ii) Contribution to Charitable Trust	447.72	427.98
iii) Amount unspent	-	-

### Details related to CSR spending and activities

	(₹ in lakhs)	
Particulars	As at 31 March 2025	As at 31 March 2024
(a) amount required to be spent by the Group during the year	447.72	427.98
(b) amount of expenditure incurred	447.72	427.98
(c) shortfall at the end of the year	-	-
(d) total of previous years shortfall	-	-
(e) reason for shortfall	Not applicable	Not applicable
(f) nature of CSR activities	Sustainable Livelihoods	Sustainable Livelihoods
(g) details of related party transactions	-	-
(h) provision made with respect to a liability incurred by entering into a contractual obligation	-	-

## 31. Income Tax Expense:

	(₹ in lakhs)	
Particulars	As at 31 March 2025	As at 31 March 2024
Current tax		
Current tax on profits for the year	8,916.30	7,383.92
Adjustments for current tax of prior years	77.15	-
<b>Total Current Tax</b>	<b>8,993.45</b>	<b>7,383.92</b>
Deferred tax		
Deferred tax expense/(income) (Refer Note 32)	270.98	62.48
Total deferred tax expense/(income)	270.98	62.48
<b>Total tax expense</b>	<b>9,264.43</b>	<b>7,446.40</b>



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 31.1 Reconciliation of effective tax rate:

The tax charge shown in the statement of profit and loss differs from the tax charge that would apply if all profits had been charged at Indian corporate tax rate. A reconciliation between the tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended 31 March 2025 and 31 March 2024 is as follows:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Profit before tax expenses	26,131.58	22,701.74
<b>Enacted income tax rate in India applicable to the Group is 25.168%</b>	6,576.80	5,713.57
<b>Tax effect of:</b>		
Capital gain on sale of shares	-	-
Remeasurement of gratuity through OCI	(29.87)	3.93
Other Non-deductible expenses:		
Share Based Payments to employees	126.65	1,585.70
Interest on income tax expenses	3.20	4.92
CSR expenditure	112.68	107.71
Others	2,397.82	30.57
Tax in respect of earlier years	77.15	-
<b>Total tax expense</b>	<b>9,264.43</b>	<b>7,446.40</b>
<b>Effective tax rate</b>	<b>35.45%</b>	<b>32.80%</b>

The Parent Company has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.

## 32. Deferred Tax Asset / (liability) (Net)

### Component and Movement in Deferred Tax Assets (Net):

Deferred tax asset / (liability)	(₹ in lakhs)			
	As at 31 March 2024	Recognised in Profit and Loss	Recognised in OCI	As at 31 March 2025
Provision for Impairment Loss	104.42	(74.95)	-	179.37
Difference in WDV as per Books of Account and Income Tax	(9.24)	(25.14)	-	15.90
Fair value adjustment of Financial Instruments	(25.68)	372.50	-	(398.18)
Impact on Revenue recognised under Ind AS 115	2.50	(0.93)	-	3.43
Valuation on interest free loans and deposits	0.15	0.08	-	0.07
Disallowance under section 43B of the Income Tax Act, 1961	3.06	(1.67)	-	4.73
Difference in lease asset amortisation and rent expenses	1.16	1.09	-	0.07
Change in fair value of investment in unquoted equity shares	(8,362.54)	-	(906.25)	(7,456.29)
Change in fair value of investment in mutual fund - Axis Structured Credit AIF - Series I	3.69	-	3.69	-
<b>Total</b>	<b>(8,282.48)</b>	<b>270.98</b>	<b>(902.56)</b>	<b>(7,650.90)</b>



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	(₹ in lakhs)			
Deferred tax asset / (liability)	As at 31 March 2023	Recognised in Profit and Loss	Recognised in OCI	As at 31 March 2024
Provision for Impairment Loss	94.16	(10.26)	-	104.42
Difference in WDV as per Books of Account and Income Tax	15.09	24.33	-	(9.24)
Fair value adjustment of Financial Instruments	(8.07)	17.61	-	(25.68)
Impact on Revenue recognised under Ind AS 115	23.89	21.39	-	2.50
Valuation on interest free loans and deposits	0.49	0.34	-	0.15
Disallowance under section 43B of the Income Tax Act, 1961	11.60	8.54	-	3.06
Difference in lease asset amortisation and rent expenses	1.69	0.53	-	1.16
Change in fair value of investment in unquoted equity shares	(6,816.30)	-	1,546.24	(8,362.54)
Change in fair value of investment in mutual fund - Axis Structured Credit AIF – Series I	(10.45)	-	(14.14)	3.69
<b>Total</b>	<b>(6,687.90)</b>	<b>62.48</b>	<b>1,532.10</b>	<b>(8,282.48)</b>

## 33. Earnings per share

Basic earnings per share (EPS) is calculated by dividing the net profit for the year attributable to equity holders of Group by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the net profit attributable to equity holders of Group (after adjusting for interest on the convertible preference shares and interest on the convertible bond, in each case, net of tax) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on the conversion of all the dilutive potential equity shares into equity shares.

The computation of basic and diluted earnings per share is below:

Particulars	As at 31 March 2025	As at 31 March 2024
Profit attributable to the equity holders of the Parent Company (A) (₹ in lakhs)	16,867.15	15,255.34
Weighted Average number of shares issued for calculating Basic EPS (B) (in lakhs)	735.00	735.00
Adjustment of shares for calculation of Diluted EPS (C) (in lakhs)	-	-
Weighted Average number of shares issued for Diluted EPS (D= B+C) (in lakhs)	735.00	735.00
Basic EPS (in ₹)	22.95	20.76
Diluted EPS (in ₹)	22.95	20.76



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 34. Contingent liabilities & commitments

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Contingent Liabilities		
(A) Claims against the Group not acknowledged as debts*	25.00	25.00
(B) Tax Demands under litigations #		
For Service Tax & GST	2,404.13	2,381.38
For Income Tax	746.89	932.20
(C) Outstanding bank guarantee@	70,000.00	60,000.00
<b>Total Contingent Liabilities</b>	<b>73,176.02</b>	<b>63,338.58</b>
Capital commitments		
(A) Towards intangible assets under development and plant, property & equipment	80.89	118.44
(B) Uncalled liability towards investments	-	678.58
<b>Total Commitments</b>	<b>80.89</b>	<b>797.02</b>

\*The Parent Company is facing certain litigations with respect to alleged non disclosures in respect of investment banking jobs handled by the Parent Company. The Management believes that its position will likely be upheld and the outcome of these proceeding will not have a material adverse effect on the Group's financial position and result of operations.

#The Parent Company is contesting the demands and the management believes that its position will likely be upheld in the appellate process. No tax expense has been accrued in the consolidated financial statements for the tax demand raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the Group's financial position and results of operations.

Future cash outflows in respect of above are determinable only on receipt of judgements / decisions pending with various forums/authorities. It is not practicable for the Group to estimate the timings of the cashflows, if any, in respect of the above pending resolution of the respective proceedings. The Group does not expect any outflow in respect of the above contingent liabilities. The Group is of the opinion that above demands are not sustainable and expects to succeed in its appeals.

@ partially secured against fixed deposits

The Parent Company in the ordinary course of its business has syndicated certain secured instruments aggregating to ₹ Nil (31 March 2024: ₹ 64,827.17 lakhs) wherein the Parent Company is mandated to monetize the underlying security on occurring certain events to meet the Issuer's obligations and fulfill the shortfall if any.

## 35. Registration of charge or satisfaction with Registrar of Companies (ROC)

The Parent Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

## 36. Derivatives

The Group has no transactions / exposure in derivatives in the current and previous year.

# Notes

to consolidated financial statements for the year ended 31 March 2025

## 37. Unhedged foreign currency exposure

Particulars of unhedged foreign currency exposure as at the Balance Sheet date:

### As at 31 March 2025

Particulars	Currency	Foreign Currency in Lakhs	(₹ in lakhs)
Trade Receivables	USD	0.43	36.90
	GBP	0.01	1.62
Trade Payables	USD	0.94	80.70
	SGD	0.03	1.78
Advances	EUR	0.00	0.09
	HKD	0.11	1.27
	SGD	0.01	0.86
Bank Balances	USD	5.97	510.25
Other financials assets	USD	0.02	2.06

### As at 31 March 2024

Particulars	Currency	Foreign Currency in Lakhs	(₹ in lakhs)
Trade Receivables	USD	10.38	866.06
	SGD	0.09	9.30
Trade Payables	USD	0.93	77.55
	SGD	0.04	2.47
Advances	USD	0.00	0.23
	HKD	0.18	2.04
	SGD	0.02	1.28
Bank Balances	USD	5.92	493.64
Other financials assets	USD	0.03	2.31

## 38. Employee Benefits

### A Short term employee benefit obligations

The compensated absences charge / (reversal) for the year ended 31 March 2025 based on actuarial valuation amounting to ₹8.94 lakhs (31 March 2024 ₹33.95 lakhs) has been charged / (reversed) in the Statement of Profit and Loss.

### B Post Employment Obligations

#### i. Defined contribution plans

Employer's Contribution to Provident Fund

The Group has recognized the following amount in the Statement of Profit and Loss under the head Contribution to provident and other funds in Employee Benefit Expense for the year:

The expense recognised during the year towards defined contribution plan:

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Employer's Contribution to Provident Fund	559.20	463.49



# Notes

to consolidated financial statements for the year ended 31 March 2025

## ii. Defined benefit plans

### Gratuity

The Group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a year of 5 years are eligible for gratuity. The amount of gratuity payable on retirement / termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is funded with an insurance company in the form of a qualifying insurance policy.

### Change in the Present Value of Projected Benefit Obligations

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Present Value of Benefit Obligation at the beginning of the year	998.52	1,136.66
Interest Cost	69.90	82.21
Current Service Cost	92.75	102.77
Liability Transferred In / Acquisitions	1.98	5.59
(Liability Transferred Out / Divestments)	-	(40.50)
(Benefit Paid From the Fund)	(176.48)	(278.39)
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	30.67	9.24
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	39.12	(50.21)
Actuarial (Gains)/Losses on Obligations - Due to Experience	47.52	31.15
Present Value of Benefit Obligation at the End of the year	<b>1,103.98</b>	<b>998.52</b>

### Change in the Fair Value of Plan Assets

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Fair Value of Plan Assets at the beginning of the year	901.85	1,006.40
Interest Income	62.96	72.70
Contributions by the Employer	111.26	130.26
Assets Transferred In /Acquisitions	1.98	5.59
(Assets Transferred Out / Divestments)	-	(40.50)
(Benefit Paid from the Fund)	(176.48)	(278.39)
Return on Plan Assets, Excluding Interest Income	(1.38)	5.79
Fair Value of Plan Assets at the end of the year	<b>900.19</b>	<b>901.85</b>

# Notes

to consolidated financial statements for the year ended 31 March 2025

## Amount recognised in the Balance Sheet

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
(Present Value of Benefit Obligation at the end of the year)	(1,103.98)	(998.50)
Fair Value of Plan Assets at the end of the year	900.19	901.83
Funded Status (Surplus / (Deficit))	(203.79)	(96.67)
Net (Liability)/Asset Recognized in the Balance Sheet	<b>(203.79)</b>	<b>(96.67)</b>

## Net Interest Cost

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Present Value of Benefit Obligation at the Beginning of the year	998.50	1,136.65
(Fair Value of Plan Assets at the Beginning of the year)	(901.83)	(1,006.39)
Net Liability/(Asset) at the Beginning	96.67	130.26
Interest Cost	69.90	82.21
(Interest Income)	(62.96)	(72.70)
Net Interest Cost for Current year	<b>6.94</b>	<b>9.51</b>

## Expenses Recognised in the Statement of Profit or Loss

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Current Service Cost	92.75	102.77
Net Interest Cost	6.94	9.51
Expenses Recognized	<b>99.69</b>	<b>112.28</b>

## Expenses Recognised in the Other Comprehensive Income (OCI)

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Current Service Cost	117.31	(9.82)
Net Interest Cost	1.38	(5.79)
Expenses Recognized	<b>118.69</b>	<b>(15.61)</b>



# Notes

to consolidated financial statements for the year ended 31 March 2025

## Balance Sheet Reconciliation

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Opening Net Liability	96.67	130.26
Expenses Recognized in Statement of Profit or Loss	99.69	112.28
Expenses Recognized in OCI	118.69	(15.61)
Net Liability/(Asset) Transfer In	-	-
Net (Liability)/Asset Transfer Out	-	-
(Benefit Paid Directly by the Employer)	-	-
(Employer's Contribution)	(111.26)	(130.26)
Net Liability/(Asset) Recognized in the Balance Sheet	<b>203.79</b>	<b>96.67</b>

## Categories of plan assets are as follows:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Insurer managed funds	900.19	901.83
Total	<b>900.19</b>	<b>901.83</b>

## Amounts for the current and previous four years are as follows:

Particulars	(₹ in lakhs)				
	2024-25	2023-24	2022-23	2021-22	2020-21
Defined benefit obligation	1,103.98	998.50	1,136.65	1,061.21	993.00
Plan assets	900.19	901.83	1,006.39	887.86	912.34
Surplus / (deficit)	(203.79)	(96.67)	(130.26)	(173.35)	(80.65)
Experience adjustments on plan liabilities	47.52	31.15	78.27	54.25	3.41
Experience adjustments on plan assets	-	-	-	-	-

## Significant estimates: Actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Expected return on plan assets	6.54%	7.18%
Discount rate	6.54%	7.18%
Salary growth rate	7.83%	4.23%
Withdrawal rate (per annum)	37.15%	18.75%
Mortality Rate During Employment	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2012-14) Urban

# Notes

to consolidated financial statements for the year ended 31 March 2025

## Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	Impact on defined benefit obligation			
	Increase in assumptions		Decrease in assumptions	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Discount rate- Delta Effect of 0.5%	(8.00)	(15.45)	8.19	16.04
Salary growth rate- Delta Effect of 0.5%	4.09	9.66	(4.11)	(9.52)
Attrition Rate- Delta Effect of 0.5%	(0.64)	1.91	0.63	(2.03)

(₹ in lakhs)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

## Risk exposure

Through its defined benefit plans, the Group is exposed to a number of risks, the most significant of which are detailed below:

<b>Interest Rate Risk</b>	A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.
<b>Investment Risk</b>	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.
<b>Salary Risk</b>	The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.
<b>Asset Liability Matching Risk</b>	The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.
<b>Mortality risk</b>	Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.
<b>Concentration Risk</b>	Plan is having a concentration risk as all the assets are invested with the insurance company.

## Defined benefit liability and employer contributions

Expected contributions to post-employment benefit plans for the year ending 31 March 2025 is ₹ 265.36 lakhs.

The weighted average duration of the defined benefit obligation is 5 years (31 March 2024 – 5 years).



# Notes

to consolidated financial statements for the year ended 31 March 2025

## Maturity Analysis of the Benefit Payments from the Fund

Particulars						(₹ in lakhs)
	1 <sup>st</sup> Following Year	2 <sup>nd</sup> Following Year	3 <sup>rd</sup> Following Year	4 <sup>th</sup> Following Year	5 <sup>th</sup> Following Year	Sum of Years 6 To 10
<b>31 March 2025</b>						
Defined benefit obligation (gratuity)	443.59	256.10	179.23	128.12	81.73	127.64
<b>31 March 2024</b>						
Defined benefit obligation (gratuity)	216.73	166.15	152.93	138.97	127.26	342.00

### 39. Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

Assets	As at 31 March 2025			As at 31 March 2024		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
<b>Financials Assets</b>						
Cash and cash equivalents	3,104.45	-	3,104.45	2,102.60	-	2,102.60
Bank balances other than cash and cash equivalents	65,888.79	109.11	65,997.90	53,681.18	1,060.61	54,741.79
Receivable						
(i) Trade receivables	87,001.35	-	87,001.35	134,857.97	-	134,857.97
(ii) Other receivables	49.59	-	49.59	99.01	-	99.01
Securities held for trading	16,685.09	-	16,685.09	17,640.70	-	17,640.70
Loans	-	-	-	-	-	-
Investments	44,526.86	64,234.18	108,761.04	21,320.64	50,311.82	71,632.46
Other Financial Assets	297.52	274.45	571.97	756.98	176.81	933.79
<b>Sub-Total</b>	<b>217,553.65</b>	<b>64,617.74</b>	<b>282,171.39</b>	<b>230,459.08</b>	<b>51,549.24</b>	<b>282,008.32</b>
<b>Non Financials Assets</b>						
Current Tax Assets (Net)	-	383.90	383.90	-	1,204.23	1,204.23
Property, Plant and Equipment	-	626.31	626.31	-	512.82	512.82
Other Intangible assets	-	7.25	7.25	-	52.72	52.72
Intangible assets under development	-	140.22	140.22	-	83.13	83.13
Other Non- Financial Assets	858.40	54.55	912.95	479.05	104.56	583.61
<b>Sub-Total</b>	<b>858.40</b>	<b>1,212.23</b>	<b>2,070.63</b>	<b>479.05</b>	<b>1,957.46</b>	<b>2,436.51</b>
<b>Total Assets</b>	<b>218,412.05</b>	<b>65,829.97</b>	<b>284,242.02</b>	<b>230,938.13</b>	<b>53,506.70</b>	<b>284,444.83</b>



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(₹ in lakhs)

Liabilities	As at 31 March 2025			As at 31 March 2024		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
<b>Financial Liabilities</b>						
Payables						
<b>I) Trade payables</b>						
Dues of micro and small enterprises	62.61	-	62.61	-	-	-
Dues of creditors other than micro and small enterprises	84,412.78	-	84,412.78	131,276.35	-	131,276.35
<b>II) Other payables</b>						
Dues of micro and small enterprises	-	-	-	-	-	-
Dues of creditors other than micro and small enterprises	-	-	-	10.15	-	10.15
Lease liabilities	7.15	5.32	12.47	35.33	-	35.33
Other financial liabilities	26.52	-	26.52	9.27	-	9.27
<b>Sub-Total</b>	<b>84,509.06</b>	<b>5.32</b>	<b>84,514.38</b>	<b>131,331.10</b>	<b>-</b>	<b>131,331.10</b>
<b>Non-Financial Liabilities</b>						
Current tax liabilities(Net)	580.42	-	580.42	259.42	-	259.42
Provisions	21,847.56	-	21,847.56	8,215.64	-	8,215.64
Deferred tax liabilities	-	7,650.90	7,650.90	-	8,282.48	8,282.48
Other non-financial liabilities	1,273.63	-	1,273.63	1,903.57	-	1,903.57
<b>Sub-Total</b>	<b>23,701.61</b>	<b>7,650.90</b>	<b>31,352.51</b>	<b>10,378.63</b>	<b>8,282.48</b>	<b>18,661.11</b>
<b>Total Liabilities</b>	<b>108,210.67</b>	<b>7,656.22</b>	<b>115,866.89</b>	<b>141,709.73</b>	<b>8,282.48</b>	<b>149,992.21</b>

## 40. Capital Management

The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and maximize shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions, annual operating plans and long term and other strategic investment plans. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders or issue new shares. The Company is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2025 and 31 March 2024. There is no debt as on reporting date.

## 41. Events after reporting date

There have been no events after the reporting date that require disclosure in these financial statements.

## 42. There is no change in liabilities arising from financing activities, as there is no borrowing as on reporting date. The Parent Company has taken no credit facilities during the year other than overdraft and bank guarantees.



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 43. Related Party Disclosures

As per Indian Accounting Standard on related party disclosures (Ind AS 24), the names of the related parties of the Group are as follows:

### A Name of related parties and nature of relationship:

Description of relationship	Name of the related party
Holding Company	Axis Bank Limited ("ABL")
Fellow Subsidiaries with whom transactions have taken during the year	Axis Securities Limited ("ASL") Axis Trustee Services Limited ("ATSL")
Associate of Holding Company	Axis Max Life Insurance Ltd. ("AMLIL") (Formerly known as Max Life Insurance Company Limited)
Key Management Personnel (KMP) and its relatives	Mr. Amitabh Chaudhry (Chairman) Mr. Atul Mehra (MD & CEO) (w.e.f. 02.05.2024) Mr. Neelkanth Mishra (Whole time director w.e.f. 17.07.2023) Mr. Salil Pitale (Joint Managing Director and Co CEO till 14.09.2023 and interim Managing Director and CEO w.e.f. 15.09.2023 till 07.04.2024) Mr. Chirag Negandhi (Joint Managing Director and Co CEO till 15.09.2023) Mr. Rajiv Anand (Director) (till 13.01.2024) Mr. Ganesh Sankaran (Director) (w.e.f. 06.02.2024 till 29.11.2024) Mr. Vijay Krishna Mulbagal (Additional Director) (w.e.f. 06.02.2025) Mr. Samir Barua (Independent Director) Mr. Bahram Vakil (Independent Director) Ms. Sutapa Banerjee (Independent Director) Mr. Mukesh Sharma (CFO) (w.e.f. 17.07.2023) Ms. Vilma Gangahar (CS) (w.e.f. 23.12.2023) Mr. Neelesh Baheti (CFO) (till 10.07.2023) Mr. Natarajan Mahadevan (CS) (till 30.06.2023)
Entity controlled or jointly controlled by KMP	AZB & Partners

### B Details of related party transactions:

						(₹ in lakhs)
Particulars	Holding Company	Fellow Subsidiary	Associate of Holding Company	Key Management Personnel	Entity controlled or jointly controlled by KMP	Total
<b>Income</b>						
Brokerage Income	21.78	-	-	-	-	<b>21.78</b>
	(108.82)	-	-	-	-	(108.82)
Brokerage Income (AMLIL)	-	-	250.35	-	-	<b>250.35</b>
	-	-	(329.67)	-	-	(329.67)
Interest on fixed deposits	863.59	-	-	-	-	<b>863.59</b>
	(841.60)	-	-	-	-	(841.60)
Advisory Income	5.07	-	-	-	-	<b>5.07</b>
	-	-	-	-	-	-
<b>Expenses</b>						
Remuneration of Key Management Personnel and its relatives#						
Mr. Atul Mehra (MD & CEO) (w.e.f. 02.05.2024)	-	-	-	867.60	-	<b>867.60</b>
	-	-	-	-	-	-

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						(₹ in lakhs)
Particulars	Holding Company	Fellow Subsidiary	Associate of Holding Company	Key Management Personnel	Entity controlled or jointly controlled by KMP	Total
Mr. Neelkanth Mishra (w.e.f. 17.07.2023)	-	-	-	818.37	-	<b>818.37</b>
	-	-	-	(304.93)	-	(304.93)
Mr. Salil Pitale (Joint Managing Director and Co CEO till 14.09.2023 and interim Managing Director and CEO w.e.f. 15.09.2023 till 07.04.2024)	-	-	-	545.99	-	<b>545.99</b>
	-	-	-	(205.20)	-	(205.20)
Mr. Chirag Negandhi (till 15.09.2023)	-	-	-	20.00	-	<b>20.00</b>
	-	-	-	(94.05)	-	(94.05)
Mr. Mukesh Sharma (w.e.f. 17.07.2023)				97.50		<b>97.50</b>
				(49.49)		(49.49)
Mr. Neelesh Baheti (till 10.07.2023)				-		<b>-</b>
				(37.96)		(37.96)
Ms. Vilma Gangahar (w.e.f. 23.12.2023)				128.50		<b>128.50</b>
				(30.16)		(30.16)
Mr. Natarajan Mahadevan (till 30.06.2023)				-		<b>-</b>
				(79.25)		(79.25)
Reimbursement of expense paid	1,562.61	-	-	5.54	-	<b>1,568.15</b>
	(1,133.59)	-	-	(4.56)	-	(1,138.15)
Royalty charges paid	105.67	-	-	-	-	<b>105.67</b>
	(79.06)	-	-	-	-	(79.06)
Interest expense on overdraft	3.78	-	-	-	-	<b>3.78</b>
	(4.65)	-	-	-	-	(4.65)
Directors' sitting fees	-	-	-	56.50	-	<b>56.50</b>
	-	-	-	(122.58)	-	(122.58)
Bank charges	3.76	-	-	-	-	<b>3.76</b>
	(3.42)	-	-	-	-	(3.42)
Demat charges	0.74	-	-	-	-	<b>0.74</b>
	(0.50)	-	-	-	-	(0.50)
Brokerage expense	-	-	-	-	-	<b>-</b>
	(5.15)	-	-	-	-	(5.15)
Brokerage expense (ASL)	-	145.83	-	-	-	<b>145.83</b>
	-	(79.68)	-	-	-	(79.68)
Professional fees paid	-	-	-	-	211.71	<b>211.71</b>
	-	-	-	-	(92.09)	(92.09)
<b>Other Transactions</b>						
Reimbursement of expense received	527.67	-	-	-	-	<b>527.67</b>
	(408.55)	-	-	-	-	(408.55)
Reimbursement of expense received (ASL)	-	0.60	-	-	-	<b>0.60</b>
	-	(5.59)	-	-	-	(5.59)
Reimbursement of expense paid (ASL)	-	-	-	-	-	<b>-</b>
	-	(14.42)	-	-	-	(14.42)
Purchase of fixed assets	-	-	-	-	-	<b>-</b>
	(11.10)	-	-	-	-	(11.10)
Income tax refund transferred to ASL	-	-	384.10	-	-	<b>384.10</b>
	-	-	-	-	-	-

Note: Figures in bracket pertain to the previous year.

#Bonus and esop considered in remuneration on payment basis.

As the liabilities for gratuity and leave encashment are provided on an actuarial basis for the Group as a whole, the amounts pertaining to key



# Notes

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managerial personnel and relative of key managerial personnel are not included above.

## C Key management personnel compensation pertaining to ESOP and other employee benefits:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Short Term Employee Benefits/Long term retirement benefits*	-	-
Share Based Payments		
Mr. Neelkanth Mishra	306.92	446.12
<b>Total</b>	<b>306.92</b>	<b>446.12</b>

\* As the liabilities for gratuity and leave encashment are provided on an actuarial basis for the Group as a whole, the amounts pertaining to key managerial personnel and relative of key managerial personnel are not included above.

## D Details of balances outstanding for related party transactions:

		(₹ in lakhs)	
Name of the related party	Nature of Transaction	As at 31 March 2025	As at 31 March 2024
<b>Holding Company</b>	Fixed deposit (including interest accrued)	17,345.90	12,110.47
	Share Capital	7,350.00	7,350.00
	Current account	2,602.47	1,610.34
	Overdraft Account Balance*	-	-
	Trade payables	18.18	26.32
	Trade receivable	-	-
	Other receivable	49.59	99.01
<b>Associate of Holding Company</b>	Investment**	<b>64,234.17</b>	<b>48,641.91</b>

\*Credit line obtained by the Parent Company from Axis Bank Limited is ₹9,900 lakhs (31 March 2024: ₹9,900 lakhs)

\*\* at fair value

## E The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

### 44. Share based payments

#### 2019 - Employee Stock Option Plan

ABL Employee Welfare Trust ("the Trust") in consultation with Axis Bank Limited ("the Holding Company") has granted equity options of Axis Bank Limited to the New Executive employees of the Company under the Employee Stock Option Plan 2019 ("ESOP 2019") and Employee Stock Option Plan 2023 ("ESOP 2023") with effect from various date as given below to enable the employees of the Company to participate in the future growth and success of the Company. The Holding Company has not charged any cost to the Company relating to ESOPs granted to the employees of the Company.

These options which confer a right but not an obligation on the employee to apply for equity shares of the Holding Company once the terms and conditions set forth in the Employee Stock Option Plan 2019 ("ESOP 2019") and Employee Stock Option Plan 2023 ("ESOP 2023") and the option agreement have been met. Vesting of options would be subject to continued employment with the Company.

The Group has below share based payment arrangement under ESOP 2019 till 30 April 2022

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Particulars	Date of grants	Number of option granted	Exercise price (in ₹)
Grant I	30 August 2019	1,155,000	-
Grant II	6 July 2020	48,000	-
Grant III	1 October 2020	75,000	-
Grant IV	14 November 2020	11,800	-
Grant V	15 March 2021	3,334	-
Grant VI	26 April 2021	20,000	-
Grant VII	26 November 2021	6,000	-
Grant VIII	1 February 2022	7,000	-
Grant IX	3 February 2022	4,250	-

The Group has below share based payment arrangement under ESOP 2023 till 30 April 2025

Particulars	Date of grants	Number of option granted	Exercise price (in ₹)
Grant I	5 May 2023	1,075,000	-

The Group has below share based payment arrangement under ESOP 2023 till 30 April 2026

Particulars	Date of grants	Number of option granted	Exercise price (in ₹)
Grant II	17 July 2023	95,000	-

## Conditions

Vesting condition	Continued employment with the Group and fulfilment of performance parameters
Exercise period	Exercisable after vesting period
Method of settlement	Equity

## Vesting schedule of ESOP 2019

Particulars	Grant I to IX	Number of Option vested and Exercised	Number of Option expect to be vested
As at 30 April 2020	30% for Grant I	339,000	-
As at 30 April 2021	30% for Grant I and 50% of Grant II to IV	376,400	-
As at 30 April 2022	40% of Grant I, 50% of Grant II to IV and 100% of Grant V to IX	493,984	-



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## Vesting schedule of ESOP 2023

Particulars	Grant I to IX	Number of Option vested and Exercised	Number of Option expect to be vested
As at 5 May 2023	30% for Grant I	337,200	-
As at 30 April 2024	30% for Grant I and II	344,700	-
As at 30 April 2025	40% for Grant I and 30% of Grant II	450,100	-
As at 30 April 2026	40% for Grant II	38,000	-

Reconciliation of outstanding employee stock options:

## For the year ended 31 March 2025

### ESOP 2023 - Grant I

Particulars	Shares arising out of options	Range of exercise prices (in ₹)	Weighted average exercise price (in ₹)	Weighted average remaining contractual life
Outstanding as at 01 April 2024	737,800	-	-	0.04
Add: Options granted during the year	-	-	-	-
Less: Options cancelled during the year	330,000	-	-	-
Less: Options exercised during the year	241,800	-	-	-
Options outstanding at 31 March 2025	166,000	-	-	0.04
Exercisable options at 31 March 2025	-	-	-	-

### ESOP 2023 - Grant II

Particulars	Shares arising out of options	Range of exercise prices (in ₹)	Weighted average exercise price (in ₹)	Weighted average remaining contractual life
Outstanding as at 01 April 2024	95,000	-	-	0.39
Add: Options granted during the year	-	-	-	-
Less: Options cancelled during the year	-	-	-	-
Less: Options exercised during the year	28,500	-	-	-
Options outstanding at 31 March 2025	66,500	-	-	0.39
Exercisable options at 31 March 2025	-	-	-	-

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## For the year ended 31 March 2024

### ESOP 2023 - Grant I

Particulars	Shares arising out of options	Range of exercise prices (in ₹)	Weighted average exercise price (in ₹)	Weighted average remaining contractual life
Outstanding as at 01 April 2023	-	-	-	-
Add: Options granted during the year	1,075,000	-	-	1.07
Less: Options cancelled during the year	-	-	-	-
Less: Options exercised during the year	337,200	-	-	-
Options outstanding at 31 March 2024	737,800	-	-	1.07
Exercisable options at 31 March 2024	-	-	-	-

### ESOP 2023 - Grant II

Particulars	Shares arising out of options	Range of exercise prices (in ₹)	Weighted average exercise price (in ₹)	Weighted average remaining contractual life
Outstanding as at 01 April 2023	-	-	-	-
Add: Options granted during the year	95,000	-	-	1.89
Less: Options cancelled during the year	-	-	-	-
Less: Options exercised during the year	-	-	-	-
Options outstanding at 31 March 2024	95,000	-	-	1.89
Exercisable options at 31 March 2024	-	-	-	-

### Valuation of stock option

The Group follows fair value based method of accounting as described under Ind AS 102 Share based payments for determining compensation cost for its stock-based compensation scheme. The fair value of each stock options granted during the current year and previous year and the assumptions used in calculating the grant date fair value is mentioned in the table below. The fair value has been calculated by applying Black and Scholes model as valued by an independent valuer.

Particulars	Grant Date	Share Price as on grant date (₹ per share)	Exercise Price (₹ per share)	Expected Volatility Annualised Volatility %	Expected Life in Years	Expected Dividend Yield %	Risk-free interest rate (based on Government Bonds)	Fair value of option as on grant date (₹ per share)
<b>ESOP 2019</b>								
<b>Grant I</b>								
Vesting Date 30 April, 2020	30-Aug-19	663.90	-	28.00%	0.67	0.71%	5.87%	660.75
Vesting Date 30 April, 2021	30-Aug-19	663.90	-	28.00%	1.67	0.71%	5.93%	656.07
Vesting Date 30 April, 2022	30-Aug-19	663.90	-	28.00%	2.67	0.71%	6.10%	651.43
<b>Grant II</b>								
Vesting Date 30 April, 2021	6-Jul-20	434.00	-	30.00%	0.82	0.71%	3.72%	431.48
Vesting Date 30 April, 2022	6-Jul-20	434.00	-	30.00%	1.82	0.71%	4.09%	428.43
<b>Grant III</b>								
Vesting Date 30 April, 2021	1-Oct-20	443.70	-	30.00%	0.58	0.71%	3.73%	441.88
Vesting Date 30 April, 2022	1-Oct-20	443.70	-	30.00%	1.58	0.71%	4.31%	438.75



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Particulars	Grant Date	Share Price as on grant date (₹ per share)	Exercise Price (₹ per share)	Expected Volatility Annualised Volatility %	Expected Life in Years	Expected Dividend Yield %	Risk-free interest rate (based on Government Bonds)	Fair value of option as on grant date (₹ per share)
<b>Grant IV</b>								
Vesting Date 30 April, 2021	14-Nov-20	610.35	-	30.00%	0.46	0.71%	3.59%	608.36
Vesting Date 30 April, 2022	14-Nov-20	610.35	-	30.00%	1.46	0.71%	3.59%	604.06
<b>Grant V</b>								
Vesting Date 30 April, 2022	15-Mar-21	744.40	-	30.00%	1.13	0.71%	4.10%	738.45
<b>Grant VI</b>								
Vesting Date 30 April, 2022	26-Apr-21	700.45	-	30.00%	1.01	0.71%	3.76%	695.45
<b>Grant VII</b>								
Vesting Date 30 April, 2022	26-Nov-21	661.75	-	30.00%	0.42	0.71%	4.29%	659.78
<b>Grant VIII</b>								
Vesting Date 30 April, 2022	1-Feb-22	781.90	-	30.00%	0.24	0.71%	4.69%	780.57
<b>Grant IX</b>								
Vesting Date 30 April, 2022	3-Feb-22	799.55	-	30.00%	0.24	0.71%	4.68%	798.19
<b>ESOP 2023</b>								
<b>Grant I</b>								
Vesting Date 5 May, 2023	5-May-23	865.30	-	25.00%	0.00	0.10%	7.10%	865.30
Vesting Date 30 April, 2024	30-Apr-24	865.30	-	25.00%	0.99	0.10%	7.10%	864.44
Vesting Date 30 April, 2025	30-Apr-25	865.30	-	25.00%	1.99	0.10%	7.00%	863.58
<b>Grant II</b>								
Vesting Date 30 April, 2024	17-Jul-23	962.40	-	28.00%	0.79	0.10%	6.98%	961.64
Vesting Date 30 April, 2025	17-Jul-23	962.40	-	28.00%	1.79	0.10%	7.13%	960.68
Vesting Date 30 April, 2026	17-Jul-23	962.40	-	28.00%	2.79	0.10%	7.18%	959.72

## Summary of share based payment expense recognised in Statement of Profit and Loss

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
ESOP 2023 plan*	656.67	6,523.51

\*on gross basis

## 45. Segment Reporting

### Basis of Segment

The Group has a single reporting segment and hence no separate disclosure has been provided. The Managing Directors and CEO / Jt. Managing Directors and Co-CEOs / Interim Managing Directors and CEO of the Group have been considered as the chief operating decision maker (CODM).



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## Additional Disclosure

	(₹ in lakhs)	
Disclosure on Geographical Market	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from customers outside India	5,937.54	2,273.61
Revenue from customers within India	64,613.03	50,894.55
<b>Total</b>	<b>70,550.57</b>	<b>53,168.16</b>

Information about major customers: No single customer represents 10% or more of the Group's total revenue during the year ended 31 March 2025 and 31 March 2024.

- 46.** This information is required to be disclosed under "The Micro, Small and Medium Enterprises Development ('MSMED') Act, 2006" that has been determined to the extent such parties have been identified on the basis of information available with the Group. Accordingly, the disclosures relating to amounts unpaid as at the year ended together with interest paid /payable are furnished below:

	(₹ in lakhs)	
Particulars	As at 31 March 2025	As at 31 March 2024
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	62.61	-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the year	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-
<b>Total</b>	<b>62.61</b>	<b>-</b>

## 47. Revenue from Contracts with Customers

### I Qualitative Disclosures :

- a Transaction price allocated to the remaining performance obligations

The Group has elected to apply the practical expedient under Ind AS 115 and does not disclose information about remaining performance obligations that have original expected duration of one year or less.

- b Contract Liability : An entity's obligation to transfer goods or services to a customer for which the entity has received consideration (or the amount is due) from the customer. Contract Liabilities are recognized as revenue on completing the performance obligation or over a period of time in case of continuing contracts.



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## II Quantitative Disclosures:

- a The Group has recognised following amounts relating revenue in the Statement of Profit and Loss:

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from contracts with customers	70,550.57	53,168.16
Other operating income	-	-
<b>Total Revenue</b>	<b>70,550.57</b>	<b>53,168.16</b>
Impairment loss on receivables	297.86	11.71

- b Disaggregation of revenue from contracts with customers

In the following table, revenue is disaggregated by major services and timing of revenue recognition:

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Advisory services and other professional services	38,588.21	28,748.96
Brokerage Income	31,962.36	24,419.20
<b>Total</b>	<b>70,550.57</b>	<b>53,168.16</b>
Timing of revenue recognition		
At a point in time	69,547.05	50,397.67
Over a period of time	1,003.52	2,770.49
<b>Total</b>	<b>70,550.57</b>	<b>53,168.16</b>

- c Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Receivables	10,340.41	7,380.75
Contract Liability	4,094.17	8,499.07

Note:- Above Receivables and Contract Liability do not include T+1 trades, since they are settled by custodians.

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## 48. Fair Value Measurement

### A Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

(₹ in lakhs)

Financial Assets and Liabilities as at 31 March 2025	Carrying Amount				Fair Value level wise for instruments measured at Fair value through profit and loss account/Fair value through other comprehensive Income			
	Fair value through profit and loss account	Fair value through other comprehensive Income	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>								
Cash and cash equivalents	-	-	3,104.45	3,104.45	-	-	-	-
Bank balances other than cash and cash equivalents	-	-	65,997.90	65,997.90	-	-	-	-
Receivables								
(i) Trade receivables	-	-	87,001.35	87,001.35	-	-	-	-
(ii) Other receivables	-	-	49.59	49.59	-	-	-	-
Securities held for trading*	16,685.09	-	-	16,685.09	0.00	-	16,685.09	16,685.09
Loans	-	-	-	-	-	-	-	-
Investments:								
Mutual funds	44,526.85	-	-	44,526.85	44,526.85	-	-	44,526.85
Equity Instruments in unlisted companies	-	64,234.18	-	64,234.18	-	64,234.18	-	64,234.18
Other Financials Assets	-	-	571.97	571.97	-	-	-	-
<b>Total</b>	<b>61,211.94</b>	<b>64,234.18</b>	<b>156,725.26</b>	<b>282,171.38</b>	<b>44,526.85</b>	<b>64,234.18</b>	<b>16,685.09</b>	<b>125,446.12</b>
<b>Financial Liabilities</b>								
Payables								
<b>I) Trade payables</b>								
Dues of micro and small enterprises	-	-	62.61	62.61	-	-	-	-
Dues of creditors other than micro and small enterprises	-	-	84,412.78	84,412.78	-	-	-	-
<b>II) Other payables</b>								
Dues of micro and small enterprises	-	-	-	-	-	-	-	-
Dues of creditors other than micro and small enterprises	-	-	-	-	-	-	-	-
Lease liabilities	-	-	12.47	12.47	-	-	-	-
Other financial liabilities	-	-	26.52	26.52	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>84,514.38</b>	<b>84,514.38</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

Note: It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

\*indicates amount less than "0.01" Lakh



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(₹ in lakhs)

Financial Assets and Liabilities as at 31 March 2024	Carrying Amount				Fair Value level wise for instruments measured at Fair value through profit and loss account/Fair value through other comprehensive Income			
	Fair value through profit and loss account	Fair value through other comprehensive Income	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>								
Cash and cash equivalents	-	-	2,102.60	2,102.60	-	-	-	-
Bank balances other than cash and cash equivalents	-	-	54,741.79	54,741.79	-	-	-	-
Receivables								
(i) Trade receivables	-	-	134,857.97	134,857.97	-	-	-	-
(ii) Other receivables	-	-	99.01	99.01	-	-	-	-
Securities held for trading	17,640.70	-	-	17,640.70	955.61	-	16,685.09	17,640.70
Loans	-	-	-	-	-	-	-	-
Investments:								
Mutual funds	21,816.51	1,174.04	-	22,990.55	22,990.55	-	-	22,990.55
Equity Instruments in unlisted companies	-	48,641.91	-	48,641.91	-	48,641.91	-	48,641.91
Other Financials Assets	-	-	933.79	933.79	-	-	-	-
<b>Total</b>	<b>39,457.21</b>	<b>49,815.95</b>	<b>192,735.16</b>	<b>282,008.32</b>	<b>23,946.16</b>	<b>48,641.91</b>	<b>16,685.09</b>	<b>89,273.15</b>
<b>Financial Liabilities</b>								
Payables								
I) Trade payables								
Dues of micro and small enterprises	-	-	-	-	-	-	-	-
Dues of creditors other than micro and small enterprises	-	-	131,276.35	131,276.35	-	-	-	-
II) Other payables								
Dues of micro and small enterprises	-	-	-	-	-	-	-	-
Dues of creditors other than micro and small enterprises	-	-	10.15	10.15	-	-	-	-
Lease liabilities	-	-	35.33	35.33	-	-	-	-
Other financial liabilities	-	-	9.27	9.27	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>131,331.10</b>	<b>131,331.10</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

Note: It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

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## Fair value measurements using significant unobservable inputs (level 2)

The following table presents the changes in level 2 financial assets:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Opening balance	48,641.91	41,883.85
Acquisitions during the year	-	-
Disposals during the year	-	-
Fair value gains/(losses) recognised in profit or loss	-	-
Gains/(losses) recognised in other comprehensive income (gross)	15,592.27	6,758.06
Closing balance	64,234.18	48,641.91

The following table summarises valuation techniques used to determine fair value, fair value measurements using significant unobservable inputs (level 2) and valuation inputs and relationship to fair value:

Nature of the instrument	(₹ in lakhs)					
	Fair Value As at 31 March 2025	Fair Value As at 31 March 2024	Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value
Equity Instruments in unlisted companies	64,234.18	48,641.91	Level 2	Market Approach - Comparable Companies Method*	Embedded value, revenue, book value is based on latest available financial data.	The estimated fair value would increase (decrease) if the Embedded value, revenue, book value were higher (lower).

\*valuation has been considered taking Discount for Lack of Marketability (DLOM) with lock-in period

## Sensitivity for instruments:

Nature of the instrument	Fair Value As at 31 March 2025	Significant unobservable inputs	Increase / Decrease in the unobservable input	Sensitivity Impact for the year ended 31 March 2025		Sensitivity Impact for the year ended 31 March 2024	
				FV Increase	FV Decrease	FV Increase	FV Decrease
Equity Instruments in unlisted companies	Fair value estimated by the management considering current market conditions	Impact estimated by the management considering current market conditions	5%	3,211.71	(3,211.71)	2,432.10	(2,432.10)



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## Financial assets and financial liabilities measured at amortised cost

Particulars	As at 31 March 2025		As at 31 March 2024	
	Amortised Cost	Fair Value	Amortised Cost	Fair Value
<b>Financial Assets</b>				
Cash and cash equivalents	3,104.45	3,104.45	2,102.60	2,102.60
Bank balances other than cash and cash equivalents	65,997.90	65,997.90	54,741.79	54,741.79
Receivables		-		-
(i) Trade receivables	87,001.35	87,001.35	134,857.97	134,857.97
(ii) Other receivables	49.59	49.59	99.01	99.01
Loans	-	-	-	-
Other Financials Assets	571.97	571.97	933.79	933.79
<b>Total</b>	<b>156,725.26</b>	<b>156,725.26</b>	<b>192,735.16</b>	<b>192,735.16</b>
<b>Financial Liabilities</b>				
Payables				
<b>I) Trade payables</b>				
Dues of micro and small enterprises	62.61	62.61	-	-
Dues of creditors other than micro and small enterprises	84,412.78	84,412.78	131,276.35	131,276.35
<b>II) Other payables</b>				
Dues of micro and small enterprises	-	-	-	-
Dues of creditors other than micro and small enterprises	-	-	10.15	10.15
Lease liabilities	12.47	12.47	35.33	35.33
Other financial liabilities	26.52	26.52	9.27	9.27
<b>Total</b>	<b>84,514.38</b>	<b>84,514.38</b>	<b>131,331.10</b>	<b>131,331.10</b>

## B. Measurement of fair value

The following methods and assumptions were used to estimate the fair values:

- The carrying amounts of trade receivables, trade payables, other payables, cash and cash equivalent including other current bank balances and other financial liabilities etc. are considered to be the same as their fair values, due to current and short term nature of such balances.
- Financial instruments with fixed interest rates are evaluated by the Group based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances if required, are taken to account for expected losses of these instruments. Thus, Amortised cost shown in A, above, is after adjusting ECL amount.

## C. Hierarchy of fair values

The fair value of financial instruments as referred to above have been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements).

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price. The fair value of all mutual funds is valued using the closing NAV as at the reporting period.

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. Level 3 inputs are unobservable inputs for the valuation of assets or liabilities that the Company can access at

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measurement date. This category includes all instruments for which the valuation technique includes inputs that are not observable and the unobservable inputs have a significant effect on the instrument's valuation.

## Valuation techniques used to determine fair value

### Investments in Mutual Funds

The fair values of investments in mutual funds is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

### Investment in Equity instruments (Classified as level 2)

Fair value has been determined by using the following approaches:

The Parent Company had purchased 3,83,76,257 equity shares having face value of ₹ 10 each of Axis Max Life Insurance Limited at ₹ 31.51 per share on 26 March, 2021. As on 31 March 2025, the independent valuer has valued the same under market approach. The same was categorised at Level 2.

### Fair value of financial instruments carried at amortised cost

The carrying amount of financial assets and liabilities measured at amortised cost are reasonable approximation of their fair values. Since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

### Deposits

The fair value of deposits without defined maturities are the amounts payable on demand. For deposits with defined maturities, the fair values were estimated using discounted cash flow models that apply market interest rates corresponding to similar deposits and timing of maturities.

### Transfers between Level 1 and Level 2 and between Level 1 and Level 3

There were no transfers between level 1 and 2 and between Level 1 and Level 3 during the period. The Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels at the end of the reporting period.

## 49. Financial Risk Management

The Group has in place comprehensive risk management policy in order to identify measure, monitor and mitigate various risks pertaining to its business. Along with the risk management policy, an adequate internal control system, commensurate to the size and complexity of its business, is maintained to align with the philosophy of the Group. Together they help in achieving the business goals and objectives consistent with the Group's strategies to prevent inconsistencies and gaps between its policies and practices. The Board of Directors/committees reviews the adequacy and effectiveness of the risk management policy and internal control system. The Group's financial risk management is an integral part of how to plan and execute its business strategies. The Group has exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk and
- Market risk



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## A Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's trade and other receivables. The carrying amounts of financial assets represent the maximum credit risk exposure.

### i. Trade and Other Receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. Credit risk has always been managed by the Group through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business.

Summary of the Group's exposure to credit risk by age of the outstanding from various customers is as follows:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Outstanding for a period not exceeding six months	87,208.52	134,789.34
Outstanding for a period exceeding six months	499.67	552.62
<b>Gross Receivables</b>	<b>87,708.19</b>	<b>135,341.96</b>
Less: Impairment Loss	657.24	384.99
<b>Net Receivables</b>	<b>87,050.95</b>	<b>134,956.97</b>

On account of adoption of Ind AS 109, the Group uses expected credit loss model to assess the impairment loss. The Group computes the expected credit loss allowance as per simplified approach for trade receivables based on available external and internal credit risk factors such as the ageing of its dues, market information about the customer and the Group's historical experience for customers. The Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is based on the ageing of the receivable days and considering expected recovery.

The Group has assessed credit risk on an individual basis for trade receivables.

The following table summarizes the changes in loss allowances measured using expected credit loss model on trade receivables and other receivables.

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Opening Provision	414.85	403.14
Provision during the year	651.38	379.27
Reversal of Provision	(353.59)	(367.56)
<b>Closing Provision</b>	<b>712.64</b>	<b>414.85</b>

### ii. Cash and bank balances

The Group held cash and cash equivalent and other bank balance of ₹ 69,102.35 lakhs at 31 March 2025 (₹56,844.39 lakhs at 31 March 2024). The same are held with bank and financial institution counterparties with good credit rating. Also, Group invests its short term surplus funds in bank fixed deposit which carry no market risks for short duration, therefore does not expose the Group to credit risk.

### iii. Other Financial Assets

Other Financial Assets majorly consists of OPE recoverable from the clients . Provision for Impairment Loss for 31 March 2025 - ₹Nil ( 31 March 2024 - ₹Nil)



# Notes

to consolidated financial statements for the year ended 31 March 2025

## iv. Current tax assets

The Group has tax credit in the books. The Group has made Provision for impairment loss of tax credit receivable amounting to ₹ 55.42 lakhs as on 31 March 2025 (₹29.87 lakhs as on 31 March 2024)

## B Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows.

### (i) Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments.

(₹ in lakhs)				
Contractual maturities of financial liabilities 31 March 2025	1 year or less	1-3 years	More than 3 years	Total
Payables				
Trade payables	84,428.68	44.32	2.39	84,475.39
Other payables	-	-	-	-
Lease liabilities	7.15	5.32	-	12.47
Other financial liabilities	26.52	-	-	26.52
<b>Total</b>	<b>84,462.35</b>	<b>49.64</b>	<b>2.39</b>	<b>84,514.38</b>

(₹ in lakhs)				
Contractual maturities of financial liabilities 31 March 2024	1 year or less	1-3 years	More than 3 years	Total
Payables				
Trade payables	131,273.96	-	2.39	131,276.35
Other payables	10.15	-	-	10.15
Lease liabilities	35.96	-	-	35.96
Other financial liabilities	9.27	-	-	9.27
<b>Total</b>	<b>131,329.34</b>	<b>-</b>	<b>2.39</b>	<b>131,331.73</b>

## C Market Risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Group's exposure to, and management of, these risks is explained below.

### (i) Foreign currency risk

The Company is exposed to currency risk on account of its trade receivables, trade payable, bank balances and advances in foreign currency. The functional currency of the Company is Indian Rupee.



# Notes

to consolidated financial statements for the year ended 31 March 2025

## Exposure to currency risk

The currency profile of financial assets and financial liabilities are as below:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Trade and Other Receivables	38.51	875.36
Trade and Other Payable	82.48	80.02
Bank Balances	510.25	493.64
Advances	2.23	3.54
Other financials assets	2.06	2.31

## Year End Spot Rates

Particulars		
	As at 31 March 2025	As at 31 March 2024
INR per USD	85.47	82.91
INR per GBP	110.50	105.02
INR per SGD	63.71	61.68
INR per HKD	10.99	10.59
INR per EUR	92.09	89.87

The Group has not hedged its risk related to outstanding exposure in foreign currency as the same are short term in nature and not material.

## Sensitivity analysis

A reasonably possible strengthening (weakening) of the Indian Rupee against the foreign currencies at March 31 would have affected the measurement of financial instruments denominated in foreign currencies and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of sales.

Sensitivity analysis of 1% change in exchange rate at the end of reporting period:

Particulars	(₹ in lakhs)	
	Foreign Currency Exposure	
	As at 31 March 2025	As at 31 March 2024
1% Depreciation in INR-Impact on Profit and Loss/Equity	4.71	12.95
1% Appreciation in INR-Impact on Profit and Loss/Equity	(4.71)	(12.95)

## (ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cashflows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long term debt obligation at floating interest rates. The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

# Notes

to consolidated financial statements for the year ended 31 March 2025

## Interest rate risk exposure

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	(₹ in lakhs)	
	As at 31 March 2025	As at 31 March 2024
Floating rate borrowings	-	-

### (iii) Price Risk

The Group's exposure to mutual fund price risk arises from investments held by the Company and classified in the balance sheet at fair value through profit or loss and fair value through other comprehensive income. Since the mutual fund are highly liquid debt oriented funds company does not have a material price risk exposure. The Group is also exposed to market risk, liquidity risk, credit risk, Interest Rate risk from investment in Structured Credit AIF- Series I (close ended fund) with original lock-in period of 4 years and can be extended to further 2 additional one year periods, in accordance with the provisions of the Regulations.

The Equity Instruments in unlisted companies have been valued using quoted prices for instruments in an active market using the market approach. It has price risk exposure. Please refer note 48 for Sensitivity for instruments.

## 50. Investment – Lava International Limited (Securities held for trading)

- a. As part of structured finance business, the Parent Company was the arranger for the placement of the debentures issued by Sojo Infotel Private Ltd ('Sojo') during FY 2020-21. Further pursuant to an agreement executed with Sojo Promoters, Sojo and the Parent Company in connection with pledged equity shares [of Lava International Ltd ('LIL') - provided as collateral] upon the occurrence of certain default events, such pledged shares were required to be sold. The Parent Company, being a sale arranger for the sale of such pledged equity shares, was required to use its reasonable efforts to procure a purchaser, failing which, The Parent Company was obliged to purchase or fund the purchase of the pledged equity shares. During the year, the Parent Company fulfilled the obligation and purchased 1,450.20 lakhs equity shares of Lava International Limited at Rs 16,684.00 lakhs. Additional security provided under the agreement i.e. 100% shares of Sojo and personal guarantee provided by the promoters of Lava not invoked.
- b. Pursuant to an agreement, the Parent Company has right to recover amount paid i.e. Rs. 16,684.00 lakhs plus other related costs (including interest) only and hence, the Parent Company has recorded the investment in LIL at the amount paid, even though the valuation of equity shares of Lava is higher than amount paid.
- c. The Parent Company's intention is to dispose / sell the shares of LIL and is working towards this. The Parent Company has decided not to appoint a Nominee director on the Board of LIL and has no intent to participate in LIL's day to day business decision making. Therefore, the Parent Company does not have a significant influence, accordingly LIL is not to be considered as an Associate Company. The investment is hence recorded as Securities held for trading.

## 51. During the period ended December 31, 2024, the Parent Company has received show cause notice ("SCN") from the SEBI with subject – "In the matter of Axis Max Life Insurance Ltd. ("AMLIL") (Formally known as Max life Insurance company limited). It is alleged that the Parent Company was part of an arrangement and purchased the stake in Axis Max Life Insurance Ltd. at the loss to shareholders of MFSL.

Against the said SCN the Parent Company has examined underlying documents available with SEBI and the Company is in process of submitting its reply against the SCN.

As per Parent Company the purchase of the shares of AMLIL was a purely commercial transaction undertaken exclusively in accordance with the terms and conditions stipulated under the 2020 Share Purchase Agreement entered with MFSL and AMLIL in a transparent manner with appropriate regulatory approval. Basis this, as per the Parent Company, there is



# Notes

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no non-compliance of applicable laws and regulations as alleged in the SCN and the SCN has no material consequential effects to the financial statements. The matter shall be assessed and given effect based on any further development on the said SCN in the future.

- 52.** During the period ended September 30, 2024, the Securities and Exchange Board of India ("SEBI") based on the examination, has issued an interim order on September 19, 2024, restraining the Parent Company from taking any new mandate for acting as merchant banker, arranger or underwriter for any issue/offer for sale of securities in the debt segment, till further order. The Parent Company has submitted its response to the SEBI interim order. During the quarter ended December 31, 2024, SEBI issued Confirmatory Order on November 26, 2024, and the restriction imposed as per interim order has now been limited to the ACL's activities alleged to be in violation (structured secured credit transaction).

The Parent Company had already discontinued and has not taken any new assignments as a merchant banker, arranger or underwriter for any issue / offer for sale of securities in the debt segment in over a year now. Since the income from the debt business of ACL for FY 23-24 was approximately 5.5% of the total income of ACL, based on which management is of the view that there is no material impact on ACL on account of the said Interim Order. The matter shall be assessed and given effect based on any further development on the interim order in the future.

## 53. Disclosure related to Leases

### A Additions to Right to Use

(₹ in lakhs)		
Particulars	As at 31 March 2025	As at 31 March 2024
Lease hold Property	14.66	-

### B Carrying value of right of use assets

(₹ in lakhs)		
Particulars	As at 31 March 2025	As at 31 March 2024
Balance at the beginning of the year	30.74	76.85
Additions	14.66	-
Depreciation charge for the year	33.18	46.11
Balance at the end of the year	12.21	30.74

### C Lease Liability

(₹ in lakhs)		
Particulars	As at 31 March 2025	As at 31 March 2024
Balance at the beginning of the year	35.33	83.56
Additions	14.66	-
Finance cost accrued during the period	1.03	3.67
Deletions	-	-
Payment of Lease Liabilities	38.56	51.90
Balance at the end of the year	12.47	35.33

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## D Maturity analysis of lease liabilities

	(₹ in lakhs)	
Maturity analysis – contractual undiscounted cash flows	As at 31 March 2025	As at 31 March 2024
Less than one year	7.15	35.96
One to five years	5.32	-
More than five years	-	-
Total undiscounted lease liabilities	12.48	35.96
Lease liabilities included in the statement of financial position at the year ended	12.47	35.33

## E Amounts recognised in statement of profit or loss

	(₹ in lakhs)	
Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest on lease liabilities	1.03	3.67
Expenses relating to short-term leases	74.34	614.11
Expenses relating to leases of low-value assets	2.09	2.09
<b>Total</b>	<b>77.46</b>	<b>619.86</b>

## F Amounts recognised in the statement of cash flows

	(₹ in lakhs)	
Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Operating Activity	76.43	664.42
Financial Activity	1.03	3.67
<b>Total Cash outflow for leases</b>	<b>77.46</b>	<b>668.09</b>

The discounting rate of 9.55% has been applied to lease liabilities.

The Group does not face a significant liquidity risk with regard to its lease liabilities as the assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

## 54. a) Entities included in consolidation

Name of entity	Principal place of business / country of origin	Subsidiary / Associate / Joint Venture	Percentage of ownership Interest as on	
			31 March 2025	31 March 2024
			%	%
Axis Capital USA LLC	Delaware, United States of America	Subsidiary	100	100



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to consolidated financial statements for the year ended 31 March 2025

## b) Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary/Associate.

As at 31 March 2025

Name of the Entity	Net Assets i.e. total assets minus total liabilities		Share in Profit or loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	(₹ in lakhs)	As % of consolidated net assets	(₹ in lakhs)	As % of consolidated profit or loss	(₹ in lakhs)	As % of consolidated Share in Other Comprehensive Income	(₹ in lakhs)	As % of consolidated Total Comprehensive Income
<b>Parent</b>								
Axis Capital Limited	168,361.77	99.99%	16,855.36	99.93%	16,398.21	100.00%	33,254.05	99.96%
<b>Subsidiaries outside India</b>								
Axis Capital USA LLC	13.35	0.01%	11.79	0.07%	0.48	0.00%	11.80	0.04%
<b>Total</b>	<b>168,375.13</b>	<b>100.00%</b>	<b>16,867.15</b>	<b>100.00%</b>	<b>16,398.69</b>	<b>100.00%</b>	<b>33,265.84</b>	<b>100.00%</b>

As at 31 March 2024

Name of the Entity	Net Assets i.e. total assets minus total liabilities		Share in Profit or loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	(₹ in lakhs)	As % of consolidated net assets	(₹ in lakhs)	As % of consolidated profit or loss	(₹ in lakhs)	As % of consolidated Share in Other Comprehensive Income	(₹ in lakhs)	As % of consolidated Total Comprehensive Income
<b>Parent</b>								
Axis Capital Limited	134,463.22	100.01%	15,243.18	99.92%	5,185.37	99.87%	20,428.55	99.91%
<b>Subsidiaries outside India</b>								
Axis Capital USA LLC	(10.61)	-0.01%	12.16	0.08%	6.99	0.13%	19.15	0.09%
<b>Total</b>	<b>134,452.61</b>	<b>100.00%</b>	<b>15,255.34</b>	<b>100.00%</b>	<b>5,192.36</b>	<b>100.00%</b>	<b>20,447.70</b>	<b>100.00%</b>

## 55. Capital-Work-in Progress (CWIP)

There is no Capital-Work-in Progress (CWIP) as on reporting date and previous year. Hence, disclosures with respect to CWIP is not applicable.

## 56. Intangible assets under development:

(a) Intangible assets under development ageing schedule

As at 31 March 2025

Intangible assets under development	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	7.25	-	-	-	7.25
Projects temporarily suspended	-	-	-	-	-

(₹ in lakhs)

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## As at 31 March 2024

Intangible assets under development	Amount in Intangible assets under development for a period of				(₹ in lakhs)
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	22.22	-	30.50	-	52.72
Projects temporarily suspended	-	-	-	-	-

- (b) Intangible Assets under development Ageing where completion is overdue or has exceeded its cost compared to its original plan

## As at 31 March 2025

Intangible assets under development	To be completed in				(₹ in lakhs)
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

## As at 31 March 2024

Intangible assets under development	To be completed in				(₹ in lakhs)
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	30.50	-	-	-	30.50
Projects temporarily suspended	-	-	-	-	-

## 57. Receivables ageing schedule

### As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment					(₹ in lakhs)
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed receivables – considered good	87,050.84	-	-	-	-	87,050.84
(ii) Undisputed Receivables – which have significant increase in credit risk	157.67	154.69	15.18	-	281.50	609.04
(iii) Undisputed Receivables – credit impaired	-	-	-	-	48.30	48.30
(iv) Disputed receivables – considered good	-	-	-	-	-	-
(v) Disputed Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Receivables – credit impaired	-	-	-	-	-	-
(vii) Unbilled Receivable	-	-	-	-	-	-
<b>Total receivables</b>	<b>87,208.51</b>	<b>154.69</b>	<b>15.18</b>	<b>-</b>	<b>329.80</b>	<b>87,708.18</b>
Less: Impairment loss allowance	(157.67)	(154.59)	(15.18)	-	(329.80)	(657.24)
<b>Net receivables</b>	<b>87,050.84</b>	<b>0.10</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>87,050.94</b>



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## As at 31 March 2024

Particulars	Outstanding for following periods from due date of payment					(₹ in lakhs)
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed receivables – considered good	134,789.35	-	-	-	-	134,789.35
(ii) Undisputed Receivables – which have significant increase in credit risk	-	165.92	25.82	27.47	285.11	504.32
(iii) Undisputed Receivables – credit impaired	-	-	-	-	48.30	48.30
(iv) Disputed receivables – considered good	-	-	-	-	-	-
(v) Disputed Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Receivables – credit impaired	-	-	-	-	-	-
(vii) Unbilled Receivable	-	-	-	-	-	-
<b>Total receivables</b>	<b>134,789.35</b>	<b>165.92</b>	<b>25.82</b>	<b>27.47</b>	<b>333.41</b>	<b>135,341.97</b>
Less: Impairment loss allowance	-	(5.37)	(18.74)	(27.47)	(333.41)	(384.99)
<b>Net receivables</b>	<b>134,789.35</b>	<b>160.55</b>	<b>7.08</b>	<b>-</b>	<b>-</b>	<b>134,956.98</b>

## 58. Trade Payables ageing schedule

### As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment					(₹ in lakhs)
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME - Undisputed	62.61	-	-	-	-	62.61
(ii) Others - Undisputed	84,199.49	166.58	44.32	-	-	84,410.40
(iii) MSME - Disputed	-	-	-	-	-	-
(iv) Others - Disputed	-	-	-	-	2.39	2.39
(v) Unbilled dues - Others	-	-	-	-	-	-
<b>Total Trade payable</b>	<b>84,262.10</b>	<b>166.58</b>	<b>44.32</b>	<b>-</b>	<b>2.39</b>	<b>84,475.39</b>

### As at 31 March 2024

Particulars	Outstanding for following periods from due date of payment					(₹ in lakhs)
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME - Undisputed	-	-	-	-	-	-
(ii) Others - Undisputed	131,125.19	25.00	123.54	0.23	-	131,273.96
(iii) MSME - Disputed	-	-	-	-	-	-
(iv) Others - Disputed	-	-	-	-	2.39	2.39
(v) Unbilled dues - Others	-	-	-	-	-	-
<b>Total Trade payable</b>	<b>131,125.19</b>	<b>25.00</b>	<b>123.54</b>	<b>0.23</b>	<b>2.39</b>	<b>131,276.35</b>



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 59. Ratios disclosure

Ratio	For the year ended 31 March 2025	For the year ended 31 March 2024	Explanation for change in the ratio by more than 25% as compared to the preceding year
(a) Capital to risk-weighted assets ratio (CRAR)	NA	NA	NA
(b) Tier I CRAR	NA	NA	NA
(c) Tier II CRAR	NA	NA	NA
(d) Liquidity Coverage Ratio	NA	NA	NA

## 60. Details of Benami Property held

The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding Benami Property.

## 61. Wilful Defaulter

The Group is not declared as wilful defaulter by any bank or financial institution or other lender.

## 62. Relationship with struck off Companies

The Group has no transaction with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

## 63. Compliance with number of layers of companies

The Parent Company has a subsidiary as per the provision of Section 2 clause 87 of the Act, read with Companies (Restriction on number of Layer) Rules 2017. The Parent Company has not violated these provision.

## 64. Utilisation of Borrowed funds and share premium

- (a) The Group has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) to or in any other person or entity, including foreign entity ("intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invested in other person 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 Group 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 Group shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

## 65. Undisclosed income

The Group has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

## 66. Crypto Currency or virtual currency

The Group has not traded or invested in Crypto currency or in Virtual currency during the current and pervious financial year.



# Notes

to consolidated financial statements for the year ended 31 March 2025

## 67. Quarterly returns or statements of current assets filed by the Parent Company with banks or financial institutions.

The Parent Company has availed overdraft facilities against current assets from banks. Details of current assets were filed with banks time to time and are in agreement with books to accounts.

68. The Parent Company has complied with the Rule 3 of Companies (Accounts) Rules, 2014 amended on August 5, 2022 relating to maintenance of electronic books of account and other relevant books and papers. The Company's books of accounts and relevant books and papers are accessible in India at all times and backup of accounts and other relevant books and papers are maintained in electronic mode within India and kept in servers physically located in India on daily basis.

69. The Holding Company which are companies incorporated in India and whose financial statements have been audited under the Act, have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, the Holding Company did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail of prior year(s) has been preserved by the Holding Company as per the statutory requirements for record retention.

70. There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Group.

71. During the year the Group has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person.

72. The Group has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended 31 March 2025.

73. During the year, the Group has not declared or paid any dividend.

As per report of even date

**For and on behalf of the Board of Directors**

**For S. R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration No. 301003E / E300005

**per Jitendra H. Ranawat**

Partner

Membership No.: 103380

**Amitabh Chaudhry**

Chairman

DIN No.: 0531120

**Mukesh Sharma**

Chief Financial Officer

**Atul Mehra**

Managing Director

DIN No.: 00095542

**Vilma Gangahar**

Company Secretary

**Neelkanth Mishra**

Whole Time Director

DIN No.: 10221641

Place: Mumbai

Date : 16 April, 2025

Place: Mumbai

Date : 16 April, 2025

