

SUNDARAM BUSINESS SERVICES LIMITED

18th ANNUAL REPORT 2022-23



Board of Directors	T. T. Srinivasaraghavan A.N. Raju M. Ramaswamy T. K. Sundararajan S. Preetha R. Venkatraman	Chairman
Audit Committee	T K Sundararajan S Preetha M Ramaswamy	Chairman
Nomination & Remuneration Committee	T K Sundararajan S Preetha T .T . Srinivasaraghavan	Chairman
Corporate Social Responsibility Committee	R Venkatraman T .T . Srinivasaraghavan M Ramaswamy	Chairman
Chief Executive Officer	S Ravi (upto 31.05.2023) Deepa Ramesh (w.e.f 01.06.2023)	
Chief Financial Officer	Suresh I S	
Company Secretary	S Shobana (upto 31.08.2022) S Kalyanaraman (w.e.f 01.09.2022)	
Bankers	HDFC Bank Limited Hongkong and Shanghai Banking Corporation Limited State Bank of India	
Auditors	M/s. Sundaram & Srinivasan., Chartered Accountants 23, C.P.Ramaswamy Road, Alwarpet, Chennai 600 018	
Registered Office	21, Patullos Road, Chennai 600 002 CIN: U74140TN2005PLC057179	
Corporate Office	20, Patullos Road, Chennai 600 002 Tel: +91 44 2859 9900 Fax: +91 44 2858 7054 Email: info@sundarambpo.com Website: https://sundarambusinessservices.com/	
Overseas Branches	Virtual Office in Australia Scottish House Level 4, 90 William St, Melbourne VIC 3000	

SUNDARAM BUSINESS SERVICES LIMITED

A wholly-owned subsidiary of



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Board's Report

Your Directors have pleasure in presenting the Eighteenth Annual Report and Audited Accounts of the Company for the year ended 31st March, 2023.

The summarized financial results of the Company are given hereunder:

(₹ Lakhs)

Particulars	Year ended	
	31.03.2023	31.03.2022
Total Income	4,615.00	3,633.00
Total Expenditure	2,845.05	2,535.00
Profit before Tax	1,770.27	1,098.00
Provision for Taxation (includes deferred tax)	268.49	318.00
Profit after Tax	1,501.78	780.00
Other Comprehensive Income	245.00	191.00
Total Comprehensive Income	1,746.78	971.00

REVIEW OF OPERATIONS

Your Company posted a revenue of ₹4,615 lakhs during the financial year 2022-23 as against ₹3,633 lakhs in the previous year, an increase of 27%.

The Company posted its highest-ever revenue of AUD 7.72 million from international business. Thanks to the various marketing initiatives undertaken by it, together with increased feet on street presence the Company acquired several new customers during the year.

Your Company has reported a profit (PAT) of ₹1501.78 lakhs as compared to ₹780 lakhs during the previous year, almost doubling its profit.

OUTLOOK

The ongoing resource shortage in Australia has made the outsourcing model more viable, which presents new opportunities for your company. Companies are struggling to recruit and retain qualified staff due to changing staff priorities and the reluctance to return to full-time work. This situation is particularly challenging for smaller, under-resourced firms whose existing staff are under

much pressure. Moreover, smaller practices face stiff competition from larger companies, which makes it tough to retain trained staff.

Given this market scenario, your company plans to remain focused on the Australian market, focusing on Business Advisory and Tax services, Finance and Accounts support, and Wealth management.

To accelerate its market reach, the company plans to organise events in various formats, including smaller luncheon formats, to allow meaningful conversations with interested clients and reduce the sales cycle. The company aims to improve its digital presence through brand awareness and lead generation campaigns and invest in performance marketing to reach its target audience. In addition to adding new labels, the company plans to scale and grow with its existing clients. The company also plans to identify new service offerings to cater to the dynamic market requirements. The company will continue leveraging its on-ground panel's expertise for strategic guidance.

DIVIDEND

Your directors are pleased to recommend dividend of ₹5.75 per share on the paid-up share capital of ₹22.37 cr. representing a pay-out of ₹12.86 cr. (57% on the face value of ₹10/-), thereby making the annual dividend pay-out of 85% of profits. The Dividend Distribution Policy, is attached as part of this report, vide Annexure I.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sri M Ramaswamy, Director retires by rotation and being eligible, offers himself for re-election.

Sri R Venkatraman, Independent Director of the Holding Company was appointed as Independent Director of the Company on 29th May, 2018 for a consecutive period of 5 years and his first term as Independent Director ends on 28th May, 2023. Sri R Venkatraman is being re-appointed as Independent Director for a second term upto 15th February, 2027.

During the year under review, Ms Shobhana, Company Secretary of the Company resigned from the services of the Company on 31st August, 2022. Sri S Kalyanaraman, Secretary & Compliance Officer of Sundaram Finance Holdings Limited, the holding Company was appointed as Secretary of the Company, effective 01st September, 2022.

DECLARATION OF INDEPENDENCE

The Independent Directors have submitted declarations that they meet the criteria of independence as provided under Section 149 (6) of the Companies Act, 2013.

COMMITTEES OF THE BOARD

During the year, the Audit Committee of the Company met 4 times, while the Nomination and Remuneration Committee (NRC) and the Corporate Social Responsibility Committee met twice and once, respectively.

NUMBER OF MEETINGS OF THE BOARD

During the year under review, 6 meetings of the Board of Directors were held.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

A separate meeting of Independent Directors was held 28th March, 2023 without the attendance of non-independent Directors, to review the performance of non-independent Directors, and the Board as a whole. The meeting also reviewed the performance of the Chairman of the Board.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Annual Report on CSR Activities undertaken by the Company for the Financial Year 2022-23, is annexed with this report, vide Annexure II.

Your Company has contributed towards promoting Education & Health care, in accordance with the CSR policy. Necessary infrastructure has been put in place to identify worthy causes which can be supported on an ongoing basis.

The composition of the Corporate Social Responsibility committee is furnished below:

Sri R Venkatraman, Chairman

Sri T T Srinivasaraghavan, Member

Sri M Ramaswamy, Member

REMUNERATION POLICY

The Company continues to follow the policy on Remuneration formulated earlier. It is the endeavour of your Company to attract suitable talent at all levels. The remuneration policy is annexed with this report, vide Annexure III.

RISK MANAGEMENT POLICY

As part of risk management, the company monitors risks associated with concentration, information security, exchange rate and credit and takes suitable actions.

DIRECTORS' RESPONSIBILITY STATEMENT

Your directors confirm that:

1. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures
2. The Company has selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period
3. Proper and sufficient care has been exercised 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
4. The annual accounts have been prepared on a going concern basis; and
5. Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

There were no loans or guarantees given by the Company during the year ended 31st March 2023.

RELATED PARTY TRANSACTIONS

During the year, the Company did not enter into any material transaction with related parties, under Section 188 of the Companies Act, 2013. All transactions entered into by the Company with the related parties were in the ordinary course of business and on an arm's length basis. Form AOC-2, as required under Section 134 (3) (h) of the Act, read with Rule 8 (2) of the Companies (Accounts) Rules 2014, is attached as part of this report vide Annexure IV.

SECRETARIAL AUDIT

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company, being a material unlisted subsidiary of Sundaram Finance Holdings Limited, a listed company, has appointed Mr. A. Kalyana Subramaniam, Practicing Company Secretary, Chennai as the Secretarial Auditor of the Company. The Secretarial Audit Report as provided by him is annexed to this Report, vide Annexure – V .

EXTRACT OF ANNUAL RETURN

As required under Section 92(3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return in Form MGT 7 as on 31st March 2023, is hosted on the Company's website in the link: www.sundarambusinessservices.com

INFORMATION AS PER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013

In pursuance of the provisions of Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014, your Company has no activity relating to the conservation of energy or technology absorption.

During the year under review, expenditure in foreign currencies amounted to ₹300.85 lakhs. Foreign Currency earnings amounted to ₹4,259.47 lakhs.

DEPOSITS

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

AUDITORS

M/s Sundaram & Srinivasan, Chartered Accountants, Chennai, Statutory Auditors of your Company shall hold office up to the conclusion of the 22nd Annual General Meeting in accordance with the provisions of Section 139 of the Companies Act, 2013 read with Rule 6 of the Companies (Audit and Auditors) Rules, 2014, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

DISCLOSURE UNDER THE 'PREVENTION OF SEXUAL HARASSMENT POLICY AT WORKPLACE'

The Company has in place a 'Prevention of Sexual Harassment Policy at workplace' in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. No complaints were received during the year 2022-23.

ACKNOWLEDGEMENT

Your Directors gratefully acknowledge the support and co-operation extended to your company by all its customers and the holding company. They also place on record their appreciation to all the employees of the Company for their sincere and dedicated service during these trying and difficult times.

Chennai 600 002

Date: 10th May 2023

T. T. Srinivasaraghavan

Chairman

Sundaram Business Services (SBSL) Policy for Distribution of Dividends

The SBSL Policy for Distribution of Dividends (the Policy) shall come into effect from the date it is approved by the Board of Directors.

The Policy framework is as given below:

1. The Board of Directors may declare one or more interim dividends after considering various financial and other parameters. The Board may recommend final dividend after approval of the final audited accounts.
2. Dividends shall generally be declared out of the annual standalone Profit After Tax of the Company relating to the current financial year, subject to any other regulatory provisions that may be introduced from time to time.
3. The Board will generally endeavour to maintain a dividend payout ratio (including dividend distribution tax, if any) up to 100% of the annual standalone profit after tax for each financial year.
4. The factors, internal and external, to be considered by the Board, for determining the quantum of dividend, will include the following:
 - (a) Internal Factors
 - Growth in volume of business
 - Profitability position
 - Stability of earnings
 - Carried forward balance in P & L account
 - Accumulated reserves
 - (b) External Factors
 - Macro-economic environment
 - Changes in governmental policies
 - Regulatory changes
5. The retained earnings of the Company may be used, inter alia, for one or more of the following purposes:
 - (i) Growth plans;
 - (ii) Capital expenditure;
 - (iii) Working capital requirements;
 - (iv) Capitalisation;
 - (v) Investment in new lines of business and / or additional investment in existing lines of business;
 - (vi) Repayment of debt;
 - (vii) Meeting contingency plans; and
 - (viii) Any other purpose as may be permitted by law.

The Board may consider utilising the retained earnings for declaration of dividend under special circumstances.

ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR 2022-23

1. A brief outline of the company's CSR policy:

CSR Policy of the Company is available in our website under the following link:

<https://sundarambusinessservices.com/>

2. The Composition of the CSR Committee:

Sl. 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	Sri R Venkatraman	Chairperson	1	1
2	Sri T.T. Srinivasaraghavan	Member	1	1
3	Sri M Ramaswamy	Member	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company: <https://sundarambusinessservices.com/>

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

Not Applicable

Sl. No.	Particulars	Rs.in lakhs
a.	Average net profit of the company as per section 135(5)	724.94
b.	Two percent of average net profit of the company as per sub-section (5) of section 135	14.50
c.	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.	-
d.	Amount required to be set-off for the financial year, if any	0.10
e.	Total CSR obligation for the financial year [(b)+(c)-(d)]	14.40

Sl. No.	Particulars	Rs.in lakhs
a.	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).	15.00
b.	Amount spent in Administrative Overheads.	0.00
c.	Amount spent on Impact Assessment, if applicable.	0.00
d.	Total amount spent for the Financial Year [(a)+(b)+(c)].	15.00

e.	CSR amount spent or unspent for the Financial Year:				
Total Amount Spent for the Financial Year. (Rs in lakhs.)	Amount Unspent (Rs in lakhs.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount. (Rs in lakhs.)	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
15.00	-	-	-	-	-

f.	Excess amount for set-off, if any:		
Sl.No	Particulars		Amount (in lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)		14.50
(ii)	Total amount spent for the Financial Year		15.00
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]		0.10
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any		-
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]		0.60

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

S.no	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in lakhs)	Amount Spent in the Financial Year (in lakhs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in lakhs)	Deficiency, if any
					Amount (In Lakhs)	Date of Transfer		
1.	FY-1	Nil						
2.	FY-2	Nil						
3.	FY-3	Nil						

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

No

If yes, enter the number of Capital assets created/acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. NO	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
NOT APPLICABLE							

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

Not Applicable

Sri S. Ravi
Chief Executive Officer

Date : 10.05.2023
Place : Chennai

Sri R Venkatraman
Chairman - CSR Committee

REMUNERATION POLICY

(as recommended by the Nomination and Remuneration Committee on 10th May 2023)

Sundaram Business Services Limited (hereinafter referred to as 'the Company') has, since inception, formulated performance based remuneration structures for its employees at all levels, so as to provide ample opportunity for inclusive growth, supported with adequate learning. Accordingly, the remuneration structure is based on the qualification and skill levels at the time of joining the organisation and reviewed on a yearly basis by way of an assessment of their actual performance, through a robust "Performance Management System".

The components forming part of the compensation structure for each grade are designed to reward performance as well as to mitigate some of the location based hardships faced by the employees.

Section 178 (2), (3) and (4) of the Companies Act, 2013 read with the applicable rules thereto provide that the Nomination and Remuneration Committee (NRC) shall identify persons who are qualified to become Directors and shall also recommend to the Board a policy, relating to the remuneration for Directors, Key Managerial Personnel, Senior Management and other employees.

Accordingly, the NRC recommends the following Remuneration Policy of the Company so as to ensure that:

- a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the company successfully and is comparable to the compensation structure obtaining in other companies in the industry
- b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- c) remuneration to key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

The following policy shall be hereinafter referred to as "**Remuneration Policy of Sundaram Business Services Limited**".

SUNDARAM BUSINESS SERVICES LIMITED

I Definitions

- a) "Remuneration" means any monetary benefit or its equivalent extended to any person for services rendered by him/her and includes perquisites as defined under the Income-tax Act, 1961.
- b) "Key Managerial Personnel" means,
 - i.) Managing Director, Chief Executive Officer or Manager;
 - ii.) Whole-time Director;
 - iii.) Chief Financial Officer;
 - iv.) Company Secretary.
- c) "Senior Management", defined herein by the NRC and as may be modified from time to time by the Board, means the CEO of the Company
- d) "Employee" will mean an employee who has been appointed on the rolls of Sundaram Business Services Limited (hereinafter referred to as 'the Company') and has been issued an appointment order by the Company.

II Remuneration Pattern

The NRC lays down the following remuneration pattern for Non-executive Directors and Independent Directors, Chief Executive Officer, Key Managerial Personnel, Senior Management and other employees under the Remuneration Policy:

1. The remuneration payable to Non-Executive Directors and Independent Directors shall consist of:
 - (a) Sitting fees, commission if any, payable for every meeting of the Board and sub-committees of the Board will be decided by the Board, from time to time;
 - (b) Reimbursement of expenses for attending meetings of the Board and sub-committees of the Board.
2. The remuneration payable to Chief Executive Officer shall consist of:
 - (a) Salary, allowances and perquisites;
 - (b) Bonus for each financial year as may be decided by the Board of Directors, based on the performance;

The overall remuneration payable to Directors shall be within the limits prescribed under Section 197 of the Companies Act, 2013 read with Schedule V.

3. The remuneration payable to Key Managerial Personnel, Senior Management and other employees of the company shall consist of salary, allowances, perquisites and variable components reflecting the short and long term performance objectives appropriate to the working of the Company, which are aligned to industry standards.

IV Implementation of the Remuneration Policy

The remuneration payable to Non-executive Directors and Independent Directors shall be determined by the Board of Directors, after taking into account their performance and contribution.

The Remuneration Policy of the Company, to the extent applicable to Key Managerial Personnel other than Executive Directors, Senior Management and other employees shall be monitored by the Chief Executive Officer, who shall take appropriate steps to ensure that the remuneration is commensurate with their experience, qualification, responsibilities, contributions, performance and industry standards.

The NRC shall take suitable steps to issue guidelines, procedures and such other steps as may be considered appropriate from time to time, for effective implementation of the Remuneration Policy.

Annexure IV

Form No. AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

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

All transactions entered into by the Company during the year with related parties were on an arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis

The transactions entered into by the Company during the year with related parties on an arm's length basis were not material in nature.

Chennai
Date: 10.05.2023

T. T. Srinivasaraghavan
Chairman

Form No. MR-3

Secretarial Audit Report

For the Financial Year Ended 31.03.2023

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Members

Sundaram Business Services Limited

CIN-U74140TN2005PLC057179

21, Patillos Road,

Chennai- 600002.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Sundaram Business Services Limited (hereinafter called the Company) with CIN-U74140TN2005PLC057179. 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. I have conducted online and offline verification & examination of records, as facilitated by the Company for the purpose of issuing this Report.

Based on my verification of M/s. Sundaram Business Services Limited'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 authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period ended on 31.03.2023 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:

2. I have examined:

The books, papers, minute books, forms and returns filed and other records maintained by M/s. Sundaram Business Services Limited for the period ended on 31.03.2023 according to the provisions (to the extent applicable to the Company) of:

- I. The Companies Act, 2013 (the Act) and the Rules made thereunder and the applicable provisions of the Companies Act, 1956;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company :-
 - a. The Securities and Exchange Board of India (Prohibition of Insider Trading)
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and
 - c. The Memorandum and Articles of Association.

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

Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc mentioned above and there are no other specific observations requiring any qualification on non-compliances.

3. I further report that

- a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executive Directors and Independent Directors. There was no changes in the composition of the Board of Directors during the period under review.
- b. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c. Majority decision is carried through and there are no dissenting directors I members view as part of the minutes.
- d. The Company has obtained all necessary approvals under the various provisions of the Act; and
- e. There was no prosecution initiated and no fines or penalties were imposed during the year under review under the Act, SEBI Act, SCRA, Depositories Act, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.
- f. The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel

4. The Company has complied with the provisions of the FEMA, 1999 and the Rules and Regulations made under that Act to the extent applicable.

I further report that:

- a. the Company has complied with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;
- b. the Company has complied with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;

I further report that based on the information received and records maintained there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

A Kalyana Subrarnaniam
(ACS No.11142)
(C.PNo. 16345)

Chennai

Date: 10.05.2023

UDIN No: F011142E000286516

ANNEXURE TO SECRETARIAL AUDIT REPORT ISSUED BY COMPANY SECRETARY IN PRACTICE (QUALIFIED/NON-QUALIFIED)

To,
The Members
Sundaram Business Services Limited
CIN-U74140TN2005PLC057179
21, Patullos Road,
Chennai- 600002.

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, followed provide a reasonable basis for the opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Chennai
Date: 10.05.2023

A Kalyana Subbranniam
Practising Company Secretary
Membership Number: 11142
Certificate of Practice Number: 16345
UDIN No: F011142E000286516

INDEPENDENT AUDITOR'S REPORT

To the Members of Sundaram Business Services Limited

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of Sundaram Business Services Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act 2013 ("The Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the act, read with the Companies (Indian Accounting Standards) Rules 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SA") 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 Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have

obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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

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

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

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

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

Responsibilities of Management and those charged with Governance for the 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 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 Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015. This responsibility

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

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

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

Auditor's Responsibility for the Audit of Financial Statements

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

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit

and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirements

- 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 "Annexure A" to this Report, a statement on the matters specified in para 3 and 4 of the said Order.
- 2) As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under including the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015;
 - (e) On the basis of the written representations received from the directors as on 31 March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B";
 - (g) The Managerial Remuneration has been paid in accordance with the requisite approvals mandated by 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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed the impact of pending litigations on its financial position in its financial statement – Refer Note 25.13 to the financial statements;
 - ii. the Company does 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, 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 kit’s knowledge and belief, 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 that we 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. The Dividend declared and paid during the year by the company is in compliance with section 123 of the Act.

vi. With respect to the reporting requirements as specified in Rule 11(g) of Companies (Audit & Auditors) Rules,2014, the reporting requirement on the said clause does not arise since the compliance requirement for the company (as per proviso to Rule 3 of Companies (Accounts) Rules,2014) becomes applicable only with effect from 1st April 2023.

for SUNDARAM AND SRINIVASAN
Chartered Accountants
(Firm’s Registration No. 004207S)

Place: Chennai
Date: May 10, 2023

S Usha
Partner
Membership No. 211785
UDIN: 23211785BGWCWK4529

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

With reference to the Annexure A referred to in paragraph 1 under the heading "Report on other Legal and Regulatory Requirements" of the Independent Auditor's report to the members of Sundaram Business Services Ltd on the Financial Statements for the year ended 31 March 2023, we report that:

- (i) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The company is maintaining proper records showing full particulars of Intangible Assets
- (b) Property, Plant and Equipment been physically verified by the management during the year and no material discrepancies were noticed on such verification.
- (c) The company does not own Immovable Properties during the year (other than Leases contract which were duly executed in Companies' name), hence reporting under this clause is not applicable.
- (d) The Company has not revalued its Property Plant and equipment or Intangible assets during the year.
- (e) Based on our examination of the Books of Accounts and other Records of the company and based on the information and explanation provided by the management, no proceedings has been initiated or pending against the company for holding any benami property under Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- (ii) (a) The Company does not have any inventory and hence reporting under Clause 3(ii)(a) of the Order is not applicable.
- (b) The Company has not availed Working Capital Loans in Excess of Rs. Five Crores, Hence Reporting under clause 3(ii)(b) is not applicable
- (iii)(a) During the year the company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity. Hence Reporting under Clauses 3(iii)(a) (A), 3(iii)(a) (B), 3(iii)(c), 3(iii)(d), 3(iii)(e), 3(iii)(f) are not applicable.
- (b) Based on our examination of the Books of Accounts and other Records of the company and based on the information and explanation provided by the management, the investments made are not prima facie prejudicial to the company's interest. The company has not provided loans and advances in the nature of loans, guarantees, security to any other entity.
- (iv) The company has complied with the provisions of section 185 and 186 of the Act in respect of investments made wherever applicable. The company has not granted loans, given guarantees and provided securities.
- (v) The Company has not accepted any deposits within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder.
- (vi) The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
- (vii) (a) The Company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it during the year with appropriate authorities.
- (b) According to the information and explanations given to us and the records of the Company examined by us, no amount of income tax, sales tax, service tax, duty of excise and goods & service tax as at 31 March 2023 is pending to be deposited on account of disputes.
- (viii) There was no transaction which were not recorded in the books of accounts or surrendered as Income during the year in the tax assessments under Income Tax Act.
- (ix) (a) The company has not obtained any borrowings during the year, hence reporting under Clause 3(ix) (a), 3(ix) (c), 3(ix) (d), 3(ix) (e), 3(ix) (f) is not applicable.

- (b) Based on our examination of the Books of Accounts and other Records of the company and based on the information and explanation provided by the management, the company has not been declared as a wilful defaulter by any bank, financial institution, or any other lender.
- (x) (a) The Company has not raised monies by way of Initial Public Offer or Further Public Offer during the year.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partly or optionally) during the year
- (xi) (a) Based on our examination of the Books of Accounts and other Records of the company and based on the information and explanation provided by the management, no case of fraud by the company and fraud on the company has been noticed or reported.
- (b) No report under sub section (12) of Section 143 of the Act in form ADT-4 was filed as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government
- (c) The company is not required to establish a Vigil Mechanism under section 177(9) of the Act. Based on Information and Explanations from the management, there were no Whistle Blower Complaints during the year.
- (xii) The Company is not a Nidhi Company. Hence, clauses 3(xii) (a), (b), (c) of the Order are not applicable.
- (xiii) The transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable and the details have been disclosed in 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) We have considered the Reports of Internal Auditors.
- (xv) According to the information and explanations given to us by the management, the Company has not entered into any non-cash transactions with directors or persons connected with the directors during the year.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3 (xvi) of the Order does not arise.
- (b) The company has not conducted any Non-Banking Financial or Housing Finance activities, the provision of this clause is not applicable
- (c) The company is not a Core Investment Company, hence reporting under clause 3(xvi)(c) is not applicable
- (d) The Group, as defined under Core Investment Companies (Reserve Bank) Directions 2016 does not have Core Investment Companies in the group.
- (xvii) The company has not incurred cash losses during the year and in the immediately preceding financial year,
- (xviii) There has been no case of resignation of Statutory Auditor during the year.
- (xix) On the basis of our evaluation of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statement and our knowledge of Board of Directors and Management plans, we are of the opinion that, no material uncertainty exists as on the date of Audit Report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet
- (xx) There is no unspent amount of Corporate Social Responsibility Expenditure which requires to be transferred to a Fund specified in schedule VII to the Companies Act, 2013
- (xxi) As the company is not required to prepare the consolidated financial statements, the reporting under this clause is not applicable.

for SUNDARAM AND SRINIVASAN
Chartered Accountants
(Firm's Registration No. 004207S)

Place: Chennai
Date: May 10, 2023

S Usha
Partner

Membership No. 211785
UDIN: 23211785BGWCWK4529

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2(f) of our Report of even date]

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

We have audited the internal financial controls over financial reporting of Sundaram Business Services Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the 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 ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable, to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal

financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting with respect to financial reporting.

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, 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 SUNDARAM AND SRINIVASAN
Chartered Accountants
(Firm's Registration No. 004207S)

Place: Chennai
Date: May 10, 2023

S Usha
Partner
Membership No. 211785
UDIN: 23211785BGWCWK4529

Balance Sheet

as at 31st March, 2023

(In ₹ lakhs)

	Notes	31st March, 2023	31st March, 2022
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	2	88.45	94.05
(b) Right of Use Asset	2A	1,733.15	198.32
(c) Other Intangible assets	3	4.21	15.79
(d) Financial assets others	4	115.54	22.71
(e) Other non-current assets	6	405.08	387.98
Total Non - Current Assets		2,346.43	718.85
Current Assets			
(a) Financial Assets			
(i) Current Investments	7	2,111.68	1,369.19
(ii) Trade Receivables	8	525.10	353.77
(iii) Cash and Cash Equivalents	9	1,598.50	1,393.99
(b) Current Tax assets (Net)		(13.66)	(55.55)
(c) Derivatives	10	334.59	(51.09)
(d) Other Current assets	11	311.40	179.71
Total Current Assets		4,867.62	3,190.02
Total Assets		7,214.05	3,908.87
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	12	2,236.73	2,236.73
(b) Other Equity	13	2,799.12	1,218.66
Total Equity		5,035.85	3,455.39
Non-Current Liabilities			
(a) Provisions	14	68.65	73.29
(b) Lease Liability	16	1,658.28	182.97
(c) Deferred Tax Liabilities (Net)	5	50.90	(39.24)
Total Non - Current Liabilities		1,777.83	217.02
Current Liabilities			
(a) Financial Liabilities			
(i) Trade Payables	15		
(A) Total outstanding due to micro & small enterprises (MSE)		4.74	-
(B) Total outstanding due to creditors other than MSE		65.12	32.31
(ii) Lease Liability	17	128.50	26.16
(b) Provisions	18	165.31	140.54
(c) Other Current Liabilities	19	36.69	37.45
Total Current Liabilities		400.36	3,190.02
Total Liabilities		2,178.19	3,908.87
Total Equity and Liabilities		7,214.05	3,908.87
Significant Accounting policies and Notes to the Accounts (1 to 25)			

As per our report of even date attached

For **Sundaram & Srinivasan**

Chartered Accountants

FRN 004207S

S Usha

Partner

Membership no: 211785

S Ravi

Chief Executive Officer

T.T. Srinivasaraghavan

Director

T K Sundararajan

Director

Place: Chennai

Date: 10 May 2023

I S Suresh

Chief Financial Officer

S Kalyanaraman

Secretary

Statement of Profit and Loss

for the Year Ended 31st March, 2023

(In ₹ lakhs)

	Notes	31st March, 2023	31st March, 2022
Income			
Revenue from Operations	20	4,389.53	3,511.11
Other Income	21	225.79	121.69
Total Revenue		4,615.32	3,632.80
Expenses			
Employee Benefits	22	1,825.55	1,598.19
Administrative and Other Expenses	23	572.10	543.79
Sales & Marketing Expenses	24	308.28	284.48
Finance Costs (Lease Payments)		32.48	18.54
Depreciation	2 & 3	106.64	89.76
Total Expenses		2,845.05	2,534.76
Profit Before Tax		1,770.27	1,098.04
Current tax		445.00	328.96
Deferred tax		6.01	(10.64)
Reversal of Income Tax relating to Past Years		(182.52)	-
Tax Expense		268.49	318.32
Profit After Tax		1,501.78	779.72
Other Comprehensive Income, Net of Deferred Tax			
Items that will be reclassified to Statement to P&L:			
Changes in fair value of derivative instrument		319.00	285.97
Less: Deferred Tax		81.58	79.13
Changes in fair value of derivative instrument net of tax		237.42	206.84
Items that will not be reclassified to Statement to P&L:			
Remeasurement of Post Employment Benefit Obligation		10.13	(21.88)
Add: Current Tax		2.55	(6.37)
Remeasurement of Post Employment Benefit Obligation net of tax		7.58	(15.51)
Total Other Comprehensive Income for the year		245.00	191.33
Total Comprehensive Income for the Year		1,746.78	971.05
Total Profit attributable to Equity Shareholders		1,501.78	779.72
Earnings per Equity Share :			
Weighted Average Number of Shares considered (Face Value ₹ 10/- per share)		2,23,67,291	2,23,67,291
Basic and Diluted earnings per share (in Rupees)		6.71	3.49
Significant Accounting policies and Notes to the Accounts (1 to 25)			

As per our report of even date attached

For **Sundaram & Srinivasan**

Chartered Accountants

FRN 004207S

S Usha

Partner

Membership no: 211785

Place: Chennai

Date: 10 May 2023

S Ravi

Chief Executive Officer

I S Suresh

Chief Financial Officer

T.T. Srinivasaraghavan

Director

T K Sundararajan

Director

S Kalyanaraman

Secretary

STATEMENT OF CHANGES IN EQUITY
for the period ended 31 Mar 2023

(a) Equity Share Capital

	No of Shares	Amount in Rs Lakhs
AUTHORISED SHARE CAPITAL		
As at 01 Apr 2022	3,02,50,000	3,025.00
Increase during the year		
As at 31 Mar 2023	3,02,50,000	3,025.00
ISSUED, SUBSCRIBED AND FULLY PAID UP CAPITAL		
As at 01 Apr 2022	2,23,67,291	2,236.73
Increase during the year	-	-
As at 31 Mar 2023	2,23,67,291	2,236.73

(b) Other Equity

(In ₹ lakhs)

Particulars	Reserves & Surplus				OCI (*)	Total
	Capital Reserve	General Reserve	Retained Earnings	ESOP Reserve	Cashflow Hedge Reserve	
Balance as at 31 Mar 2021	210.33	27.00	651.65	-	(230.03)	658.95
Profit for the year			779.72	-		779.72
Other Comprehensive Income			(15.51)	-	206.84	191.33
Dividend Paid			(411.34)	-		(411.34)
Balance as at 01 Apr 2022	210.33	27.00	1,004.52	-	(23.19)	1,218.66
Profit for the year			1,501.78	-	-	1,501.78
ESOP Contribution by SF			-	1.44	-	1.44
Other Comprehensive Income			7.59	-	237.42	245.00
Dividend Paid			(167.76)	-	-	(167.76)
Balance as at 31 Mar 2023	210.33	27.00	2,346.12	1.44	214.23	2,799.12

(*) OCI - Other Comprehensive Income

Sundaram Finance Limited, has an employee stock option scheme in accordance with SEBI guidelines 1999 for extending the scheme to eligible employees of the Company being a Group Company. Company recognises the compensation expense relating to share based payments in accordance with IND AS 102 - Share based payments.

Cash flow hedges: Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognized in other comprehensive income and presented within equity in the cash flow hedging reserve to the extent that the hedge is effective.

As per our report of even date attached

For **Sundaram & Srinivasan**

Chartered Accountants

FRN 004207S

T.T. Srinivasaraghavan

Director

S Usha

Partner

Membership no: 211785

Place: Chennai

Date: 10 May 2023

S Ravi

Chief Executive Officer

I S Suresh

Chief Financial Officer

T K Sundararajan

Director

S Kalyanaraman

Secretary

CASH FLOW STATEMENT

for the period ended 31st March, 2023

(In ₹ lakhs)

	31st March, 2023	31st March, 2022
(A) Cash Flow from Operating Activities		
Profit before Taxation	1,770.27	1,098.04
Add: Financial Expenses	-	-
Adjustments:		
Depreciation	106.64	89.76
(Profit)/Loss on sale of Investments	(25.67)	(36.87)
(Profit)/Loss on sale of Fixed assets	(0.73)	0.64
ESOP Contribution by SF	1.44	-
Finance Cost	32.48	18.54
Operating Profit before working capital changes	1,884.43	1,170.11
Changes in assets and liabilities		
(Increase) Decrease in Other Current Assets	(10.87)	35.52
(Increase) Decrease in Other Non Current Assets	(101.37)	85.71
(Increase) Decrease in Trade Receivables	(171.33)	2.76
(Increase) Decrease in Derivative Asset	(66.69)	(7.06)
Increase (Decrease) in Other Long-Term Provisions	(4.64)	19.00
Increase (Decrease) in Other Short-Term Provisions	24.77	(40.52)
Increase (Decrease) in Trade Payables	37.55	(20.48)
Increase (Decrease) in Other Current Liabilities	(0.75)	(22.68)
Cash Generated from Operations	1,591.10	1,222.37
Less: Direct Tax Paid	(425.19)	(239.53)
Net Cash from Operating Activities	1,165.91	982.84
(B) Cash Flow from Investing Activities		
(Purchase)/Sale of mutual funds units (net)	(742.49)	(231.82)
(Purchase)/ Sale of Fixed Assets (net)	(24.22)	(17.87)
Profit/(Loss) on sale of Fixed assets	0.73	(0.64)
Profit/(Loss) on sale of investment	25.67	36.88
Net Cash from Investing Activities	(740.31)	(213.46)
(C) Cash Flow from Financing Activities		
Lease rent -Principal	(53.34)	(42.73)
Dividend Paid	(167.76)	(411.34)
Net Cash from Financing Activities	(221.09)	(454.07)
Net Increase in Cash And Cash Equivalents (A)+(B)+(C)	204.51	315.31
Cash And Cash Equivalents At The Beginning Of The Year	1,393.99	1,078.68
Cash And Cash Equivalents at the End of the period	1,598.50	1,393.99
Components Of Cash And Cash Equivalents as at the End of the period:		
Bank Balances	1,598.45	1,393.98
Cash In Hand	0.05	0.01
Total Cash And Cash Equivalents as at the End of the period	1,598.50	1,393.99

As per our report of even date attached

For **Sundaram & Srinivasan**
Chartered Accountants
FRN 004207S

T.T. Srinivasaraghavan
Director

S Usha
Partner
Membership no: 211785

S Ravi
Chief Executive Officer

T K Sundararajan
Director

Place: Chennai
Date: 10 May 2023

I S Suresh
Chief Financial Officer

S Kalyanaraman
Secretary

SUNDARAM BUSINESS SERVICES LIMITED

NOTES TO THE ACCOUNTS

Notes forming part of the Financial Statements for the period ended 31 March 2023

(All amounts are in Indian Rupees Lakhs, except share data and as otherwise stated)

NOTE 1: COMPANY OVERVIEW AND SIGNIFICANT ACCOUNTING POLICIES

Company Overview

Sundaram Business Services Ltd. (SBS) is a leading global outsourcing company incorporated in India with its registered office at #21, Patullo Road, Chennai 600 002. SBS offers accounting, tax, superannuation, mortgage, portfolio administration and other back office services to large and mid-sized accounting firms, mortgage aggregators and investment companies in Australia, New Zealand, UK and India.

SBS is a 100% subsidiary of Sundaram Finance Holdings Limited.

Significant Accounting Policies

1.1 Basis of preparation of financial statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed by Ministry of Corporate Affairs under Companies (Indian Accounting Standards) Rules, 2015, provisions of the Companies Act, 2013, to the extent notified and pronouncements of the Institute of Chartered Accountants of India.

The preparation of the financial statements, in conformity with generally accepted accounting principles, requires the use of estimates and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amounts of revenues and expenses during the period and disclosure of contingent liabilities as at that date. The estimates and assumptions used in these financial statements are based upon the management's evaluation of the relevant facts and circumstances as of the date of the financial statements.

The financial statements have been prepared under accrual basis of accounting as a going concern and on the historical cost convention except for certain financial assets and liabilities (as per the accounting policy below), which have been measured at fair value.

1.2 Basis of measurement

The financial statements are prepared and presented under the historical cost convention and on accrual basis, except for the following material items that have been measured at fair value as required by relevant Ind AS

- i) Derivative financial instruments;
- ii) Certain financial assets and liabilities measured at fair value
- iii) Defined benefit plans and other long-term employee benefits

1.3 Operating Cycle

The assets and liabilities have been classified as current and non-current based on 12 month operating cycle.

1.4 Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions that affect the reported amounts of revenues and expenses, balances of assets and liabilities, and disclosure of contingent liabilities as at the date of the financial statements. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in the current and future periods.

1.5 Measurement of Fair Values

The Company's accounting policies and disclosures require the measurement of financial and non- financial assets and liabilities at fair values. The Company has established policies and procedures with respect to measurement of fair values.

The Company's policy on Fair Valuation is stated below.

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

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded securities) is based on quoted (unadjusted) market prices at the end of the reporting period. The quoted market price used for financial assets held by the Company is the current bid price.

Level 2 : The fair valuation of instruments not traded in active markets is determined using valuation techniques. These valuation techniques maximize the use of observable market data and minimize the use of entity specific estimates (All significant inputs to the fair value measurement is observable)

Level 3 : Valuation techniques for one or more significant inputs to the fair value measurement is unobservable.

1.6 Revenue Recognition

The company applies the five step process given below, as prescribed in IND AS 115 in recognizing its revenue

- identify contracts with customers
- identify the separate performance obligation
- determine the transaction price of the contract
- allocate the transaction price to each of the separate performance obligations, and
- recognize the revenue as each performance obligation is satisfied.

The Company assessed the impact of Ind AS 115 and reasonably estimated that there is no material impact on the revenue recognition on its financial statement.

Revenue is measured at the fair value of the consideration received or receivable and net of returns, trade allowances, rebates and amounts collected on behalf of third parties. It excludes Goods and Service tax.

Revenue from Services :

Revenue from Services is recognized in the accounting period in which the services are rendered and when invoices are raised.

Other income :

Other income primarily comprises of interest, foreign exchange gain/loss on financial assets / financial liabilities and on translation of other assets and liabilities.

- i) Interest income is recognized in the Statement of Profit and Loss using effective interest method at the time of accrual.
- ii) Foreign currency gain or loss is reported on net basis and includes gain or loss in respect of concluded forward contracts.

1.7 Property, Plant and equipment

The property plant and equipment are the assets held for the use in the supply of services. Property, plant and equipment's are stated in the balance sheet at cost (net of duty/ tax credit availed) less accumulated depreciation and accumulated impairment losses.

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

An item is recognized as property plant and equipment if and only if it is probable that future economic benefits associated with the item will flow to the company and its costs can be measured reliably.

Subsequent expenditure is added to the carrying amount or recognized as separate asset. Depreciation commences when the assets are ready for their intended use.

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

Estimated useful lives of the assets, based on internal assessment, which are different in certain cases from those prescribed in Schedule II to the Act, are as follows:

Computer Equipment: Servers	10 years
Computer Equipment: End User devices	7 Years
Office Equipment	8 Years
Electrical Equipment	15 Years

The property plant and equipment with definite life are reviewed for impairment whenever the events or changes indicate that their carrying value may not be recoverable.

Depreciation charge for impaired assets is adjusted in future periods in such a manner that the revised carrying amount of the asset is allocated over its remaining useful life.

An item of the property plant equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of the item of property plant equipment is determined as the difference between the sale proceeds and carrying amount of the asset and is recognized in profit and loss.

1.8 Intangible assets and amortization

Intangible assets represent Computer Software acquired/developed whose cost is amortized over 36 months (expected useful life). Intangible assets are recognized in books only when it is probable that future economic benefits associated with the asset will flow to the company and the cost can be measured reliably.

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

1.9 Leases

The Company has adopted IND AS 116 in recognising the lease commitment.

The Company shall recognize the right to use assets on the basis of the corresponding lease liabilities upon commencement date of lease.

At the commencement date, Company shall measure the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee shall use the lessee's incremental borrowing rate.

Short term leases with a term of less than twelve months and leases where the underlying asset has a low value will not be recognized for lease accounting. The same applies to contract with a remaining term of less than a year up on first time application of this standard.

1.10 Impairment

i) Non-financial Assets

The Company assesses at each balance sheet date whether there is any indication that a carrying amount of a non-financial asset or a group of non-financial assets may not be recoverable and hence require to be impaired. If any such indication exists, the Company estimates the recoverable amount of these assets. Recoverable amount is the higher of an asset's fair value adjusted for costs of disposal and the value in use.

ii) Financial Assets

a) Receivables

The Company recognizes impairment loss allowances based on life time expected credit loss at each reporting period from its initial recognition.

b) Other financial assets

For all other financial assets, expected credit losses (ECL) are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case the same is measured at lifetime ECL.

1.11 Investments

Investments in Mutual Funds are measured at fair value and accounted through Profit and Loss (FVTPL)

1.12 Derivative financial instruments

The Company holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in foreign exchange rates on forecasted cash flows denominated in foreign currencies. The counterparty for these contracts is generally a bank.

Derivatives are recognized and measured at fair value. Attributable transaction costs are recognized in the Statement of Profit and Loss.

Cash flow hedges: Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognized in other comprehensive income and presented within equity in the cash flow hedging reserve to the extent that the hedge is effective.

To the extent that the hedge is ineffective, changes in fair value are recognized in the statement of profit and loss.

1.13 Foreign Currency Translation

The functional currency of the Company is the Indian Rupee. These financial statements are presented in Indian Rupee.

Foreign currency transactions are translated and accounted at the prevailing rates of exchange on the date of the transaction.

Monetary items denominated in foreign currencies are restated at the prevailing rates of exchange at the Balance Sheet date. Gain or loss arising out of fluctuations in exchange rates is accounted for in Statement of Profit and Loss

1.14 Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash flows, cash and cash equivalents include cash on hand and highly liquid investments that are readily convertible to known amounts of cash which are subject to an insignificant change in value.

Statement of cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

1.15 Employee benefits

i) Short term employee benefits

As per the employment policy of the company, short term employee benefits for services rendered by employees are recognized during the period when the services are rendered.

ii) Defined contribution plans

a) Superannuation:

The Company contributes to the Superannuation fund, which is managed by the Life Insurance Corporation of India (LIC). The contributions are charged to the Statement of Profit and Loss.

b) Provident Fund:

The Provident Fund contributions are made to the government administered Provident Fund and Employees' Pension Scheme under the Employees Provident Fund Act and to Employees' State Insurance Schemes on behalf of its employees. The contributions are accounted for as defined contribution plans and recognized as employee benefit expense in statement of profit and loss.

iii) Defined Benefit Plans

a) Gratuity:

The Company makes an annual contribution to a Gratuity Fund administered by trustees and managed by Life Insurance Corporation of India (LIC). The Company accounts its liability based on actuarial valuation as at Balance Sheet date, determined every year by LIC using the projected unit credit method.

b) Leave Encashment:

The Company accounts its liability based on actuarial valuation as at Balance Sheet date, determined every year by using the projected unit credit method.

1.16 Taxation

Income-tax expense comprises current tax and deferred tax charge or credit (reflecting the tax effects of temporary differences between tax bases of assets and liabilities and their carrying amounts in the financial statements). Taxes are recognized in the Statement of Profit and Loss except to the extent it relates to items directly recognized in equity or in the Other Comprehensive Income.

i) Current tax

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

ii) Deferred Income Tax

Deferred tax liabilities are recognized for all taxable temporary differences.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences can be utilized.\

Deferred tax assets are reviewed at each reporting date and based on management's judgment, are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

iii) Current and Deferred tax for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

1.17 Provision and Contingent Liabilities

i) Provision

Provisions are recognized when there is existence of present legal or constructive obligations, as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of obligation.

ii) Contingent Liability

Contingent liabilities are disclosed when

- there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company (or)
- there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

1.18 Earnings per share

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

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

NOTES TO THE ACCOUNTS (Contd.)

NOTE 2: PROPERTY, PLANT AND EQUIPMENT

(In ₹ lakhs)

Description	Gross Block				Depreciation				Net Block	
	As at 01 April 2022	Additions	Deletions	As at 31 March 2023	As at 01 April 2022	Additions	Deletions	As at 31 March 2023	As at 31 March 2023	As at 31 March 2022
IT Network, Servers	94.50	12.43		106.93	63.29	10.99		74.28	32.65	31.21
Desktops, Laptop and Printer Fixed Assets	97.39	4.20		101.59	61.88	13.81		75.69	25.90	35.51
Electrical Equipment Fixed Assets	19.99		2.29	17.70	9.96	1.27	1.56	9.67	8.03	10.03
Furniture and Fixtures	10.90	4.99		15.89	7.01	1.76		8.77	7.12	3.89
Office Equipments Fixed Assets	30.22	4.89		35.11	16.81	3.54		20.35	14.76	13.41
Total	253.00	26.51	2.29	277.22	158.95	31.38	1.560	188.77	88.45	94.05

NOTE 2A: RIGHT OF USE ASSET

(In ₹ lakhs)

Description	Gross Block				Depreciation				Net Block	
	As at 01 April 2022	Additions	Deletions	As at 31 March 2023	As at 01 April 2022	Additions	Deletions	As at 31 March 2023	As at 31 March 2023	As at 31 March 2022
Lease Asset	235.25	1,598.51	-	1,833.76	36.93	63.69	-	100.61	1,733.15	198.32
Total	235.25	1,598.51	-	1,833.76	36.93	63.69	0.00	100.61	1,733.15	198.32

NOTE 3: OTHER INTANGIBLE ASSETS

(In ₹ lakhs)

Description	Gross Block				Depreciation				Net Block	
	As at 01 April 2022	Additions	Deletions	As at 31 March 2023	As at 01 April 2022	Additions	Deletions	As at 31 March 2023	As at 31 March 2023	As at 31 March 2022
Computer Software Fixed Assets	127.89	-	-	127.89	112.10	11.58	-	123.68	4.21	15.79
Total	127.89	-	-	127.89	112.10	11.58	-	123.68	4.21	15.79

NOTES TO THE ACCOUNTS (Contd.)

NOTE 4: FINANCIALS ASSETS - OTHERS

(In ₹ lakhs)

	31st March 2023	31st March 2022
Rent and Other Deposits	115.54	22.71
Total	115.54	22.71

NOTE 5: DEFERRED TAX LIABILITY (NET)

(In ₹ lakhs)

	31st March 2023	31st March 2022
Provision for doubtful debts	2.27	1.92
Depreciation	25.72	17.20
Provision for employee benefits	19.89	20.06
Others	0.49	-
Derivatives	-	9.52
Fair Value changes on Investment	-	1.42
Deferred Tax Asset	48.37	50.12
Derivatives	(72.05)	-
Others	(27.22)	10.88
Deferred Tax Liability	99.27	10.88
Deferred Tax Asset / (Liability) Net	(50.90)	39.24

NOTE 6: OTHER NON-CURRENT ASSETS

(In ₹ lakhs)

	31st March 2023	31st March 2022
Prepaid Expenses	48.39	0.43
Advances to Staff	2.47	1.15
Other Deposits	-	1.05
Advance Income Tax and Tax Deducted at Source	354.22	385.35
Total	405.08	387.98

NOTE 7: CURRENT INVESTMENTS

(In ₹ lakhs)

	31st March 2023	31st March 2022
Unquoted		
Investment in Mutual Funds		
14,212 units in Sundaram Liquid Fund Face Value of Rs 10 per unit	282.51	267.05
73,760 units in Sundaram Ultra Short Duration Fund Face Value of Rs 10 per unit	1,829.17	884.06
438,016 units in HDFC Low Duration Fund Face Value of Rs 10 per unit		218.08
Total	2,111.68	1,369.19

NOTES TO THE ACCOUNTS (Contd.)

NOTE 8: TRADE RECEIVABLES

(In ₹ lakhs)

	31st March 2023	31st March 2022
Secured		
Secured Considered good	-	-
UnSecured		
Unsecured Considered good	525.10	353.77
Increase in Credit Risk	6.53	4.10
Allowance for doubtful debts - Increase in Credit Risk	(6.53)	(4.10)
Net Credit Risk	-	-
Credit Impaired	-	-
Allowance for doubtful debts - Credit Impaired	-	-
Net Credit Impaired	-	-
Total	525.10	353.77

Movement in Expected Credit Loss (ECL) Allowance

(In ₹ lakhs)

	31st March 2023	31st March 2022
Opening balance	4.10	26.82
Change in Loss allowance (Write Back)	-	-
Allowances for Current Year ECL	-	(20.37)
Additional provision	2.43	-
Write off as bad debts	-	(2.35)
Closing Balance	6.53	4.10

NOTE 9: CASH AND CASH EQUIVALENTS

(In ₹ lakhs)

	31st March 2023	31st March 2022
Cash on hand	0.05	0.01
Balances with Scheduled Banks	1,598.45	1,393.98
Total	1,598.50	1,393.99

NOTE 10: DERIVATIVES

(In ₹ lakhs)

	31st March 2023	31st March 2022
Derivative asset on receivables	334.59	51.09
Total	334.59	51.09

NOTES TO THE ACCOUNTS (Contd.)

NOTE 11: OTHER CURRENT ASSETS

(In ₹ lakhs)

	31st March 2023	31st March 2022
GST and Cenvat Input Credit	152.29	108.42
Prepaid expenses	64.68	41.57
Unbilled Revenue	23.75	24.58
Other Advances	69.04	1.34
Advances to Staff	-	1.52
Other Deposits	1.64	2.28
Unsecured, Considered doubtful		
Loans due from ex-employees	2.49	2.49
Less:-Provision for Doubtful Loans and Advances	(2.49)	(2.49)
Total	311.40	179.71

NOTE 12: EQUITY

(In ₹ lakhs)

	31st March 2023	31st March 2022
Authorised Share Capital		
3,02,50,000 Equity Shares of Rs. 10/- each (*) (Previous period: 3,02,50,000 Equity Shares of Rs 10 each)	3,025.00	3,025.00
Issued, Subscribed and Fully paid up capital		
2,23,67,291 Equity Shares of Rs. 10/- each (Previous period: 2,23,67,291 Equity Shares of Rs 10 each)	2,236.73	2,236.73
Total	2,236.73	2,236.73

The company has single class of shares - equity shares of face value of ₹ 10 each. All equity shares rank pari passu with regard to dividends and share in the company's residual assets. Every shareholder is entitled to one vote per share.

		31st March 2023	31st March 2022
Details of number of shares held by		No. of Shares held (*)	
Name	: Sundaram Finance Holding Limited		
Status	: Holding Company	2,23,67,291	2,23,67,291
Class of Shares	: Equity Shares		

	31st March 2023	31st March 2022
Shares outstanding at the beginning of the period	2,23,67,291	2,23,67,291
Add: Shares issued during the period	-	-
Shares outstanding at the end of the period	2,23,67,291	2,23,67,291

NOTES TO THE ACCOUNTS (Contd.)

NOTE 13: OTHER EQUITY

(In ₹ lakhs)

	31st March 2023	31st March 2022
Capital Reserve	210.33	210.33
General Reserve	27.00	27.00
Profit & Loss Statement		
Opening Balance	1,004.52	651.65
Add: Profit / (Loss) for the year	1,501.78	779.72
Add: Other Comprehensive Income (Employee Benefits)	7.59	(15.51)
Less: Dividend Paid	(167.76)	(411.34)
Closing balance	2,346.12	1,004.52
Other Comprehensive Income (Cash Hedge Reserve)		
Opening Balance	(23.19)	(230.03)
Added during the year	237.42	206.84
ESOP Contribution by SF	1.44	-
Closing balance	215.67	(23.19)
Total	2,799.12	1,218.66

NOTE 14: NON-CURRENT LIABILITIES

(In ₹ lakhs)

	31st March 2023	31st March 2022
Provision for Employee Benefits: Gratuity and Leave Encashment	68.65	73.29
Total	68.65	73.29

NOTE 15: TRADE PAYABLES

(In ₹ lakhs)

	31st March 2023	31st March 2022
(i) Total outstanding due to micro and small enterprises	4.74	-
(ii) Total outstanding due to creditors other than micro and small enterprises	65.12	32.31
Total	69.86	32.31

NOTE 16: LEASE LIABILITY (NON CURRENT)

(In ₹ lakhs)

	31st March 2023	31st March 2022
Lease Liability	1,658.28	182.97
Total	1,658.28	182.97

NOTE 17: LEASE LIABILITY

(In ₹ lakhs)

	31st March 2023	31st March 2022
Lease Liability	128.50	26.16
Total	128.50	26.16

NOTES TO THE ACCOUNTS (Contd.)

NOTE 18: PROVISIONS

(In ₹ lakhs)

	31st March 2023	31st March 2022
Provision for Employee Benefits	80.74	66.78
Provision for Expenses	84.57	73.76
Total	165.31	140.54

NOTE 19: OTHER CURRENT LIABILITIES

(In ₹ lakhs)

	31st March 2023	31st March 2022
TDS Payable	8.60	9.62
GST Payable	9.43	10.95
EPF Payable	15.86	13.24
ESI Payable	1.18	1.11
LWF Payable	-	-
Professional Tax Payable	(0.02)	0.11
Salary Payable	1.48	2.26
Other Payables	0.16	0.16
Total	36.69	37.45

NOTE 20: REVENUE FROM OPERATIONS

(In ₹ lakhs)

	31st March 2023	31st March 2022
Business Process Outsourcing and Related Activities	4,389.53	3,511.11
Total	4,389.53	3,511.11

NOTE 21: OTHER INCOMES

(In ₹ lakhs)

	31st March 2023	31st March 2022
Profit / (Loss) on sale of investments	25.67	36.87
Remeasurement of investments through profit and loss	70.78	1.23
Interest Income	3.58	62.56
Export Incentive SEIS	57.76	-
Profit / (Loss) on Derivative instruments	66.69	7.05
Miscellaneous Income	1.31	2.15
Bad debts Recovered	-	11.83
Total	225.79	121.69

NOTE 22: EMPLOYEE BENEFITS

(In ₹ lakhs)

	31st March 2023	31st March 2022
Salaries, Allowances, Bonus etc	1,655.26	1,454.49
Contribution to Provident and other funds	132.57	118.59
Staff Welfare Expenses	37.72	25.11
Total	1,825.55	1,598.19

NOTES TO THE ACCOUNTS (Contd.)

NOTE 23: ADMINISTRATIVE AND OTHER EXPENSES

(In ₹ lakhs)

	31st March 2023	31st March 2022
Rent	114.90	115.56
Equipment Rent	16.55	9.12
Electricity Expenses	64.96	44.38
Security and Housekeeping Expenses	42.06	29.10
Communication expenses	18.43	26.01
Rates and Taxes	4.67	9.49
Insurance	28.33	31.52
Outsourcing Cost	18.18	63.05
Other Operational Expenses	2.81	1.53
Travelling and Conveyance	22.43	11.54
Professional Charges	33.76	30.77
Technology Expenses	76.36	89.39
Subscriptions	-	3.86
Repairs & Maintenance - Equipments	2.92	2.70
Repairs & Maintenance - Others	13.28	11.31
Training and Recruitment Expenses	20.18	5.80
Printing and Stationery	2.30	1.63
Bank Charges and Commission	5.26	5.23
Provision for Bad debts	2.43	-
(Profit) / Loss on sale of Fixed Assets	0.73	0.64
Exchange (Gain)/Loss	9.43	24.38
Directors Remuneration	11.00	6.00
CSR Donation	15.00	10.00
Miscellaneous expenses	46.13	10.78
Total	572.10	543.79

NOTE 24: SALES AND MARKETING EXPENSES

(In ₹ lakhs)

	31st March 2023	31st March 2022
Sales and Marketing expenses	308.28	284.48
Total	308.28	284.48

NOTES TO THE ACCOUNTS (Contd.)

NOTE 25 : GENERAL DISCLOSURES

NOTE 25.1 : DISCLOSURES AS PER IND AS 19

Employee Benefits: Defined Contribution Plan

During the year, the Company has recognized the following amounts in the Profit and Loss Statement, which are included in Employee Benefits:

(In ₹ lakhs)

Particulars	2022-23	2021-22	2020-21	2019-20	2018-19
Contribution to Provident Fund	88.27	74.95	83.21	107.28	116.96
Contribution to Employees' State Insurance	10.39	10.00	13.22	23.01	40.43
Contribution to Superannuation Fund	1.92	0.46	0.23	0.22	0.21

Employee Benefits: Defined Benefit Plan - Gratuity

A. Change in the Present Value of Defined Benefit Obligation (DBO)

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Present Value of Defined Benefit Obligation at the beginning of the Period	112.10	92.34
Service Cost		
a. Current Service Cost	37.21	33.13
b. Past Service Cost		
c. (Gain)/Loss on Curtailments		
d. (Gain)/Loss on Settlements		
Interest Expense	5.32	3.82
Remeasurements		
a. Effect of Changes in Demographic Assumptions	-	-
b. Effect of Changes in Financial Assumptions	(4.62)	(1.04)
c. Effect of Experience Adjustments	(4.96)	21.70
Cash flows		
a. Benefit Payments		
(i) From the Plan	(32.36)	(37.85)
(ii) Directly from the Employer		
b. Settlement Payments from the Plan		
c. Participant Contributions		
Effect of Business Combinations / Disposals		
Present Value of Defined Benefit Obligation at the end of the Period	112.70	112.10

NOTES TO THE ACCOUNTS (Contd.)

B. Changes in the fair value of Plan Assets

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Fair value of plan assets as at the beginning of the period	65.27	68.64
Interest Income on Plan Assets	3.66	3.43
Cash Flows		
a. Benefit Payments		
(i) From the Plan	(32.36)	(37.85)
(ii) Directly from the Employer		
b. Settlement Payments from the Plan		
c. Participant Contributions		
d. Total Employer Contributions		
(i) Employer Contributions		
(ii) Employer Direct Benefit Payments	34.02	32.27
Remeasurements		
a. Actual Return on Plan Assets	0.56	(1.22)
Effect of Business Combinations / Disposals		
Effect of Changes in Foreign Exchange Rates		
Fair value of plan assets as at the end of the period	71.15	65.27

C. The amounts to be recognized in the balance sheet and related analysis

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Present Value of Defined Benefit Obligation	112.70	112.10
Fair value of plan assets	71.15	65.27
Net Assets (Liability) recognized in the Balance Sheet	(41.55)	(46.83)
Effect of Asset Ceiling		
Net Assets (Liability)	(41.55)	(46.83)

NOTES TO THE ACCOUNTS (Contd.)

D. The amounts to be recognized in the Profit and Loss statement

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Service Cost		
a. Current Service Cost	37.21	33.13
b. Past Service Cost		
c. (Gain)/Loss on Curtailments		
d. (Gain)/Loss on Settlements		
e. Total Service Cost	37.21	33.13
Net Interest Expense		
a. Interest Expense on DBO	5.32	3.82
b. Interest Income on Plan Assets	(3.66)	(3.43)
c. Interest Income on Reimbursement Rights		
d. Interest Income on Asset Ceiling		
e. Total Net Interest Cost	1.66	0.39
Remeasurements		
a. Effect of Changes in Demographic Assumptions		
b. Effect of Changes in Financial Assumptions	(4.62)	(1.04)
c. Effect of Experience Adjustments	(4.96)	21.70
d. Actual Return on Plan Assets	(0.56)	1.22
e. Actual Return on Reimbursement Rights		
f. Actual Change in Asset Ceiling		
g. Total Remeasurements	(10.14)	21.88
Defined Benefit Cost included in Profit & Loss Account	38.86	33.52
Defined Benefit Cost included in Other Comprehensive Income	(10.14)	21.88

E. Defined Benefit Obligation

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Defined Benefit Obligation by Participant Status		
a. Actives	112.68	112.08
b. Vested Deferred		
c. Retiree Beneficiaries		
d. Total	112.68	112.08

NOTES TO THE ACCOUNTS (Contd.)

F. Principal Actuarial Assumptions [Expressed as weighted averages]

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Discount Rate	7.12%	5.55%
Salary Escalation	5.00%	5.00%
Attrition	30.00%	30.00%

G. Sensitivity Analysis

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Discount - 0.5%	114.10	113.63
Discount + 0.5%	111.29	110.60
Escalation - 0.5%	111.26	110.58
Escalation + 0.5%	114.13	113.63
Mortality x 95%	112.68	112.09
Mortality x 105%	112.68	112.09
Attrition x 95%	112.59	112.29
Attrition x 105%	112.42	111.89
Rs. 1,000,000 Benefit Ceiling	112.42	112.09
No Benefit Ceiling	112.68	112.09

*The estimates of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors like supply and demand in employment market. Amount for the current and previous four years are as follows :

(In ₹ lakhs)

Particulars	31 March 2023	31 March 2022	31 March 2021	31 March 2020	31 March 2019
Defined Benefit Obligation	112.70	112.10	92.34	84.04	72.49
Plan Assets	71.15	65.27	68.64	66.83	62.55
Surplus / (Deficit)	(41.55)	(46.83)	(23.70)	(17.21)	(9.94)
Experience adjustments on plan liabilities	4.96	(21.70)	19.27	26.05	(18.31)

The Company's liability towards other long - term benefits are provided based on actuarial valuation as at 31st March 2023.

The details are given below:

(In ₹ lakhs)

Particulars	2022-23	2021-22	2020-21	2019-20	2018-19
Leave encashment	39.96	38.37	32.09	25.34	19.73

NOTES TO THE ACCOUNTS (Contd.)

Employee Benefits: Defined Benefit Plan - Leave Encashment

A. Change in the Present Value of Defined Benefit Obligation (DBO)

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Present Value of Defined Benefit Obligation at the beginning of the Period	38.48	44.61
Service Cost		
a. Current Service Cost		
b. Past Service Cost		
c. (Gain)/Loss on Curtailments		
d. (Gain)/Loss on Settlements		
Interest Expense	2.05	1.69
Remeasurements		
a. Effect of Changes in Demographic Assumptions	-	-
b. Effect of Changes in Financial Assumptions	(1.60)	(0.38)
c. Effect of Experience Adjustments	3.31	14.84
Cash flows		
a. Benefit Payments		
(i) From the Plan	(1.61)	(22.28)
(ii) Directly from the Employer		
b. Settlement Payments from the Plan		
c. Participant Contributions		
Effect of Business Combinations / Disposals	-	-
Present Value of Defined Benefit Obligation at the end of the Period	40.63	38.48

NOTES TO THE ACCOUNTS (Contd.)

B. Changes in the fair value of Plan Assets

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Fair value of plan assets as at the beginning of the period	0.11	12.52
Interest Income on Plan Assets	(0.04)	0.33
Cash Flows		
a. Benefit Payments		
(i) From the Plan	(1.62)	(22.28)
(ii) Directly from the Employer		
b. Settlement Payments from the Plan		
c. Participant Contributions		
d. Total Employer Contributions		
(i) Employer Contributions	-	10.21
(ii) Employer Direct Benefit Payments		
Remeasurements		
a. Actual Return on Plan Assets	2.22	(0.67)
Effect of Business Combinations / Disposals	-	-
Effect of Changes in Foreign Exchange Rates		
Fair value of plan assets as at the end of the period	0.68	0.11

C. The amounts to be recognized in the balance sheet and related analysis

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Present Value of Defined Benefit Obligation	40.63	38.48
Fair value of plan assets	0.68	0.11
Net Assets (Liability) recognized in the Balance Sheet	(39.96)	(38.37)
Effect of Asset Ceiling		
Net Assets (Liability)	(39.96)	(38.37)

NOTES TO THE ACCOUNTS (Contd.)

D. The amounts to be recognized in the Profit and Loss statement

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Service Cost		
a. Current Service Cost		
b. Past Service Cost		
c. (Gain)/Loss on Curtailments		
d. (Gain)/Loss on Settlements		
e. Total Service Cost	-	-
Net Interest Expense		
a. Interest Expense on DBO	2.05	1.69
b. Interest Income on Plan Assets	0.04	(0.33)
c. Interest Income on Reimbursement Rights		
d. Interest Income on Asset Ceiling		
e. Total Net Interest Cost	2.09	1.36
Remeasurements		
a. Effect of Changes in Demographic Assumptions	-	-
b. Effect of Changes in Financial Assumptions	(1.60)	(0.38)
c. Effect of Experience Adjustments	3.31	14.84
d. Actual Return on Plan Assets	(2.22)	0.67
e. Actual Return on Reimbursement Rights		
f. Actual Change in Asset Ceiling		
g. Total Remeasurements	(0.51)	15.13
Defined Benefit Cost included in Profit & Loss Account	1.57	16.50
Defined Benefit Cost included in Other Comprehensive Income	-	-

NOTES TO THE ACCOUNTS (Contd.)

E. Defined Benefit Obligation

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Defined Benefit Obligation by Participant Status		
a. Actives	40.63	38.49
b. Vested Deferred		
c. Retiree Beneficiaries		
d. Total	40.63	38.49

F. Principal Actuarial Assumptions [Expressed as weighted averages]

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Discount Rate	7.11%	5.05%
Salary Escalation	5.00%	5.00%
Attrition	30.00%	30.00%

NOTE 25.2 : AUDIT FEES

Professional charges under Administrative and Other Expenses include remuneration to auditors (excluding GST) towards

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Statutory Audit	7.50	7.50
Tax Audit	1.00	1.00
Certification	3.25	5.41

NOTE 25.3 : EARNINGS PER SHARE (BASIC AND DILUTED)

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
A. Loss/Profit for the year after taxation (Rs lakhs)	1,501.78	779.72
B. Total number of equity shares of Rs.10/- each outstanding at the end of the year (in numbers)	2,23,67,291	2,23,67,291
C. Basic and diluted earnings per share (Rs) (A/B)	6.71	3.49

NOTES TO THE ACCOUNTS (Contd.)

NOTE 25.4 : RELATED PARTY TRANSACTIONS

Parties	Relationship
Sundaram Finance Holding Limited	Holding Company

Key Management Personnel:

Sri. Ravi S	Chief Executive Officer
Ms. Deepa Ramesh (w.e.f 01-Apr-2022)	Deputy Chief Executive Officer
Sri. Suresh I S	Chief Financial Officer
Sri. Kalyanaraman S	Secretary

The nature and volume of transactions of the company during the year, with the above related parties are as follows:

(In ₹ lakhs)

Nature of Transactions	Holding Company	Company having control	Joint Venture/ Associates	31 March 2023	31 March 2022
Income					
Outsourcing Cost					
Sundaram Finance Holdings Ltd	50.99			50.99	48.64

Nature of Transactions	Holding Company	Company having control	KMP	31 March 2023	31 March 2022
Expenses					
Sundaram Finance Limited					
a) Rent	-	152.11	-	152.11	153.68
b) Internal Audit	-	10.00	-	10.00	10.00
c) ITVO Charges	-	-	-	-	0.32
d) ESOP Contribution	-	1.44	-	1.44	-
Sundaram Finance Holdings Limited					
a) Training Expenses	-	-	-	-	-
Employee Benefit Expenses	-	-	64.05	64.05	37.25
Liabilities					
Equity Shares					
Sundaram Finance Holdings Limited	2,236.73	-	-	2,236.73	2,236.73
Payables					
Remuneration Payable to KMP	-	-	4.75	4.75	3.91

NOTES TO THE ACCOUNTS (Contd.)

NOTE 25.5 : FOREIGN CURRENCY TRANSACTION

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
Earnings in Foreign Currency		
Income from Services	4,259.47	3,315.60
Expenditure in Foreign Currency		
Salaries, Travel, Office Expenses	300.85	317.62

NOTE 25.6 : DISCLOSURE UNDER MSME DEVELOPMENT ACT, 2016

Amount due to suppliers in terms of "The Micro, Small and Medium Enterprises Development Act, 2006" is 4.74 lakhs

(In ₹ lakhs)

Particulars	31st March 2023	31st March 2022
a) Principal amount and the interest due to Suppliers under the Act	-	-
b) Interest paid to Suppliers in terms of Section 16 of the Act, along with payment made beyond the appointed day	-	-
c) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act	-	-
d) Interest accrued and remaining unpaid at the end of the year	-	-
e) Further interest remaining due and payable even in the succeeding years, until such date, when interest dues above are actually paid in the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the Act	-	-

NOTES TO THE ACCOUNTS (Contd.)

NOTE 25.7 : ACCOUNTING CLASSIFICATIONS, FAIR VALUE AND FAIR VALUE HIERARCHY

Accounting Classifications and fair values

The following table shows the carrying amount and fair value of financial assets

As at 31 March 2023 (in ₹ Lakhs)	Carrying amount (Cost)				Fair value
	Mandatorily at FVTPL: Others	Other financial assets: amortized cost	Other financial assets: recognized through OCI	Total carrying amount (Cost)	
Financial assets					
Equity Investments	-	-	-	-	-
Mutual fund investments	2,003.55	-	-	2,003.55	2,111.68
Trade receivables	-	531.63	-	531.63	525.10
Derivatives	-	-	334.59	334.59	334.59
Cash and cash equivalents	-	1,598.50	-	1,598.50	1,598.50
Rental Deposit	-	195.27	-	195.27	115.54
Unbilled Revenue	-	23.75	-	23.75	23.75
Staff Loans	-	2.88	-	2.88	2.47
Financial Liabilities					
Borrowings	-	-	-	-	-
Trade payables	-	69.86	-	69.86	69.86

As at 31 March 2022 (in ₹ Lakhs)	Carrying amount (Cost)				Fair value
	Mandatorily at FVTPL: Others	Other financial assets: amortized cost	Other financial assets: recognized through OCI	Total carrying amount (Cost)	
Financial assets					
Equity Investments	-	-	-	-	-
Mutual fund investments	1,331.79	-	-	1,331.79	1,369.19
Trade receivables	-	357.87	-	357.87	353.77
Derivatives	-	-	51.09	51.09	51.09
Cash and cash equivalents	-	1,393.99	-	1,393.99	1,393.99
Rental Deposit	-	21.03	-	21.03	22.71
Staff Loans	-	4.47	-	4.47	2.67
Financial Liabilities					
Borrowings	-	-	-	-	-
Trade payables	-	32.31	-	32.31	32.31

NOTES TO THE ACCOUNTS (Contd.)

Fair Value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1 hierarchy - Includes Financial Instruments measured using quoted prices in the active market.

Level 2 hierarchy - The Fair value of Financial Instruments that are not traded in an active market, is determined using valuation techniques which maximize the use of observable market data.

Level 3 hierarchy - includes Financial Instruments for which one or more of the significant inputs are not based on observable market data. This is applicable for unlisted securities.

(In ₹ lakhs)

	Level 1	Level 2	Level 3
As at 31 March 2023			
Financial assets :			
Equity shares	-	-	-
Derivatives	334.59	-	-
Trade Receivable	-	-	525.10
Mutual fund investments	2,111.68	-	-
Unbilled Revenue	-	-	23.75
Rent Deposits	-	115.54	-
Staff Loans	-	2.47	-
As at 31 March 2022			
Financial assets :			
Equity shares	-	-	-
Derivatives	51.09	-	-
Trade Receivable	-	-	353.77
Mutual fund investments	1,369.19	-	-
Unbilled Revenue	-	-	24.58
Rent Deposits	-	22.71	-
Staff Loans	-	2.67	-

NOTES TO THE ACCOUNTS (Contd.)

NOTE 25.8: FINANCIAL RISK MANAGEMENT

The Company's business activities are exposed to liquidity risk and credit risk. The Risk management policies have been established to identify and analyze the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review and reflect the changes in the policy accordingly.

(a) Management of Liquidity Risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities. In doing this, management considers both normal and stressed conditions.

The Company regularly monitors the rolling forecasts and the actual cash flows to service the financial liabilities on a day-to-day basis through cash generation from business and by having adequate banking facilities.

The following table shows the maturity analysis of the Company's financial assets based on contractually agreed undiscounted cash flows along with its carrying value as at the Balance sheet date.

(In ₹ lakhs)

	Not Due	0-60 days	60-180 days	> 180 days
Trade Receivables	488.32	36.82	2.92	3.58

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows along with its carrying value as at the Balance sheet date.

	31st March 2023	31st March 2022	31st March 2021
Payable within one year			
Trade payable	69.86	31.94	59.28
Borrowings	-	-	-

(b) Management of Credit Risk

Credit risk is the risk of financial loss to the Company if the other party to the financial assets fails to meet its contractual obligations.

(i) Trade receivables:

Concentration of credit risk with respect to trade receivables are limited as the customers are reviewed, assessed and monitored regularly on a monthly basis with pre-determined credit limits assessed based on their payment capacity. Our historical experience of collecting receivables demonstrates that credit risk is low. Hence, trade receivables are considered to be a single class of financial assets.

(ii) Other financial assets:

The Company has exposure in Cash and cash equivalents and term deposits with banks. The Company's maximum exposure to credit risk as at 31st March, 2020 is the carrying value of each class of financial assets as on that date.

(c) Management of Market Risk

Market risk is the risk the Company will face due to its exposure to market rate changes.

The Company is exposed to foreign exchange currency risk on account of having sales revenue in foreign currency.

NOTES TO THE ACCOUNTS (Contd.)

The Company has a forex policy in place whose objective is to reduce foreign exchange risk by deploying the appropriate hedging strategies (forward contracts) and also by maintaining reasonable open exposures within approved parameters depending on the future outlook on currencies.

- (a) The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities based on gross exposure at the end of the reporting period is as under:

	31st March 2023		31st March 2022	
	AUD (A\$'000)	in ₹ Lakhs	AUD (A\$'000)	in ₹ Lakhs
Monetary Assets				
Cash and Cash Equivalent	2,898.42	1,594.86	2,374.00	1,347.07
Trade Receivables	936.02	515.05	597.50	339.04
Monetary Liabilities				
Trade Payable	41.25	22.70	11.84	6.72

- (b) The foreign currency risk on above exposure is mitigated by derivative contracts. The outstanding contracts as at the Balance Sheet date are as follows:

	31st March 2023		31st March 2022	
	Buy	Sell	Buy	Sell
Forward Contract: Cashflow Hedge				
AUD/INR (in A\$ '000)	-	9,800.00	-	10,500.00
AUD/INR (in ₹ Lakhs)	-	5,929.71	-	6,210.88

NOTE 25.9: SEGMENT INFORMATION

(a) **Description of segments and principal activities**

The Company is providing Business Support Services within India and Outside India.

The Chief Operating Decision Makers (CODM) of the company i.e., Board of Directors, CEO & CFO of the Company evaluate the company's performance, allocates resources based on analysis of various performance indicators of the Company as a single unit. Therefore there is no reportable segment for the Company. The company is domiciled in India.

(b) **Entity wide disclosures**

(i) **Revenue from geographical areas**

The segment revenue is measured in the same way as in the statement of profit or loss:

(In ₹ lakhs)

	31st March 2023	31st March 2022
Segment revenue by location of Customer		
Outside India	4,259.47	3,306.76
Within India	130.06	204.35
Total	4,389.53	3,511.11

(ii) **Information about major customers**

Revenues from major customers (more than 10% of entity's revenue) amounts to ₹ 1442.43 lakhs.

NOTES TO THE ACCOUNTS (Contd.)

NOTE 25.10: INCOME TAX RECONCILIATION

Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

(In ₹ lakhs)

	31st March 2023	31st March 2022
Tax at the Indian Tax Rate of (*)	25.17%	29.12%
Profit Before Income Tax	1,770.27	1,098.04
Tax at the Indian Tax Rate of	445.58	319.75
Permanent Differences		
Expenses not deductible for Tax Purposes	3.78	1.46
Change in effective Tax Rate	4.20	(5.02)
Others	(2.55)	2.13
Reversal of Provision for tax FY 20-21 & relating to Past Years)	(182.52)	
Income Tax Expenses	268.49	318.32

(*) The Company has made an irrevocable option to fall under the lower tax regime of 22% under section 115BBA. The effective tax rate after factoring the applicable surcharge and cess amounts to 25.168%.

NOTE 25.11 :

Directors Sitting Fees paid during the year to the Directors for attending the Board/Committee meetings is Rs 10.00 lakhs (last year - Rs 1.95 Lakhs)

NOTE 25.12 :

Mr. Ravi S, CEO, and Mr. Suresh I S, CFO were nominated by Sundaram Finance Holdings Limited, our holding company, and no remuneration is borne by the company during the year. Mr. Kalyanaraman S, Company Secretary, was nominated by Sundaram Finance Holding Limited, our holding company, from 01 Sep 2022 and no remuneration is borne by the company during the year.

NOTE 25.13 :

The pending litigation as on 31st March, 2023 have been compiled by the company and reviewed by the Statutory Auditors. The effect of the current position of the litigations have been evaluated and appropriately considered and disclosed in the financial statements.

NOTE 25.14 :

As at the Balance Sheet date, the company's net foreign exchange exposures that are not hedged by a derivative instrument or otherwise is below

	GBP	USD	NZD	Equivalent in INR
Hedged	-	-	-	-
Unhedged	1,392	-	19,101	45,016
Total	1,392	-	19,101	45,016

NOTES TO THE ACCOUNTS (Contd.)

NOTE 25.15 :

ESI Claims against the company not acknowledged as debts - Rs 1.25 lakhs (Previous Year - Rs 1.25 lakhs). The company has filed an appeal against the Order dated 19.02.2016 Accordingly, the Company has deposited a sum of Rs 0.63 lakhs with EI Court. The said amount has been grouped under Loans and Advances in the Balance Sheet.

NOTE 25.16 :

Estimated amount of contractual commitments for the acquisition of Fixed Assets - Rs. NIL (31st Mar 2023 is NIL)

NOTE 25.17 :

Employee Benefits includes Rs 64.05/- lakhs paid as managerial remuneration.

NOTE 25.18 :

The Company has spent an amount of Rs 15.00 lakhs (2021-22 - 10.00) towards Corporate Social Responsibility (CSR) under section 135 of the Companies Act 2013. Details are as given below,

- i) CSR Workings for amount to be spent by company during the year: Rs 14.50 lakhs
- ii) Amount of expenditure incurred : Rs 15 Lakhs
- (iii) Shortfall at the end of the year : Nil
- (iv) Total of previous years shortfall : Nil
- (v) Reason for shortfall : Nil
- (vi) Nature of CSR activities : Education
- (vii) Details of related party transactions : Nil
- (viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately. : Nil

NOTE 25.19 :

- (a) The Company does not have any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (b) The Company is not declared as a willful defaulter by any bank or financial Institution or other lender
- (c) The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956
- (d) The company does not have any charges or satisfaction to be registered with ROC beyond stipulated statutory period.
- (e) The Company has not made any investments in any other Company.
- (f) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (g) The company has not granted any loans or advances in 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 persons. Hence disclosure under clause (v) of Schedule III of The Companies Act 2013, is not applicable.

NOTES TO THE ACCOUNTS (Contd.)

- (h) There are no scheme of arrangements approved. Hence disclosure under clause (xv) of Schedule III of The Companies Act 2013, is not applicable.
- (i) 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 (1) 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 (2) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (j) Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall
- (1) 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
 - (2) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTE 25.20 :

Key Ratios

	31st March 2023	31st March 2022
(a) Current Ratio (Current Assets / Current liabilities)	12.16	13.49
(b) Trade Receivable turnover ratio (Revenue / Average Trade receivable)	9.99	9.89
(c) Net Profit Ratio (PAT / Revenue)	34%	22%
(d) Trade Payable Turnover (Total purchase (Admin and Sales & Marketing Exp)	18.07	19.95
(e) Net Capital Turnover Ratio (Revenue / Working Capital)	0.49	0.59
(f) Return on Equity (Net Profit after taxes /Average shareholder's equity)	35%	25%
(g) Return on Capital Employed (Profit after taxes+ finance cost) / Average Capital Employed)	30%	23%

NOTE 25.21 :

Prior year figures have been regrouped/reclassified wherever necessary to confirm to current year's classification.

As per our report of even date attached

For **Sundaram & Srinivasan**

Chartered Accountants

FRN 004207S

S Usha

Partner

Membership no: 211785

Place: Chennai

Date: 10 May 2023

S Ravi

Chief Executive Officer

I S Suresh

Chief Financial Officer

T.T. Srinivasaraghavan

Director

T K Sundararajan

Director

S Kalyanaraman

Secretary