

**BOARD'S REPORT**

Dear Members,

The Board of Directors are pleased to present the Annual Report on the business and operations of your Company along with the audited financial statements for the financial year ended 31<sup>st</sup> March, 2025. The Statement of Accounts, Auditors' Report, Board's Report and attachment thereto have been prepared in accordance with the provisions contained in Section 134 of Companies Act, 2013 and Rule 8 of the Companies (Accounts) Rules, 2014.

**1. FINANCIAL RESULTS**

The Company's financial performance for the year ended March 31, 2025 is summarized below:

Particulars	For the Financial Year ended 31.03.2025 (In Rs.)	For the Financial year ended 31.03.2024 (In Rs.)
Revenue from operations	2,761,655.00	3,521,000.00
Others Incomes	-	-
<b>Profit before Tax</b>	433,782.00	458,456.00
<b>Less: Tax Expenses</b>		
Current Tax	125,000.00	242,880.00
Deferred Tax	7,415.00	5,000.00
Earlier Year Tax	-	-
Provision for Non Performing Assets Written Back	-	-
<b>Profit for the year</b>	301,367.00	212,000.00
Interim Dividend	-	-
Corporate Dividend Tax	-	-
Transfer to General Reserve	--	-
<b>Earnings Per Share of ` . 10/-</b>	<b>0.06</b>	<b>0.04</b>

**2. RESERVES**

During the year under review, your Company not transferred any sum to the General Reserves.

**3. PERFORMANCE AND AFFAIRS OF THE COMPANY**

Your Company's Revenue from Operations has decreased from ` Rs. 3521000/-(F.Y 2023-24) to `Rs. 2761655/-(F.Y 2024-25). However, the operating profit has increased from `Rs. 212000/-( F.Y 2023-24) to `Rs. 301367/-( F.Y 2024-25).

**4. DIVIDEND**

The Directors do not recommend any dividend for the financial year 2024-25.

**5. CURRENT STATUS**

The order book position of the Company in the current financial year 2024-25 is satisfactory. The Company expects to achieve better performance during the current year.

**6. CHANGES IN NATURE OF BUSINESS AND REVISION IN THE BOARD'S REPORT**

There is no change in the nature of business of the Company during the year. There is no revision made in the Board's Report and whatever submitted herewith is the final report.

**7. REPORT ON PERFORMANCE OF ITS SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE**

During the year under review, your Company has not any subsidiary, associate companies and joint venture.

**8. CORPORATE GOVERNANCE**

Pursuant to Regulation 15 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with the various provisions of corporate governance shall not apply, in respect of -

(a) the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crores, as on the last day of the previous financial year:

Thus during the year under review, most of the provisions with regard to corporate governance were not applicable to your company.

**9. PUBLIC DEPOSITS**

Your Company has not accepted any deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. The question of non-compliance of the relevant provisions of the law relating to acceptance of deposit does not arise.

**10. DIRECTORS AND KEY MANAGERIAL PERSONNEL****(i) Directors**

Mrs. Uma Devi Bajaj, (DIN NO: 00560184) Director will retire by rotation and being eligible and not being disqualified under section 164 of the Companies Act, 2013, offers herself for re-appointment.

There is no other change in the composition of the Board of Directors.

**(ii) Key Managerial Personnel**

There were no changes in Key Managerial Personnel during the financial year 2024-25.

**(iii) Declaration by an Independent Director(s)**

The Company has obtained declarations from all the Independent Directors pursuant to section 149(7) of the Companies Act, 2013.

**(iv) Annual Evaluation of Board and its Committees**

The board of directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("SEBI Listing Regulations"). The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc. The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc. The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role. In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

**11. NUMBER OF BOARD MEETINGS**

During the Financial year, total 11 (Eleven) Meetings of the Board of Directors were held on 06<sup>th</sup> April, 2024, 29<sup>th</sup> April 2024, 11<sup>th</sup> May 2024, 30<sup>th</sup> June, 2024, 08<sup>th</sup> July, 2024, 24<sup>th</sup> August 2024, 07<sup>th</sup> September, 2024, 12<sup>th</sup> October 2024, 31<sup>st</sup> December, 2024, 13<sup>th</sup> January 2025, and 31<sup>st</sup> March 2025, respectively.

**12. DIRECTOR'S RESPONSIBILITY STATEMENT**

To the best of their knowledge and belief and according to the information and explanations obtained by your Directors they make the following statements in terms of Section 134(5) of the Companies Act, 2013 and hereby confirm that:-

- a. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. the directors have selected such accounting policies and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of

affairs of the Company as at 31st March, 2025 and of the profit of the Company for the year ended on that date;

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

d. the directors had prepared the annual accounts on a going concern basis; and

e. the directors had laid down proper systems financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

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

### **13. NOMINATION AND REMUNERATION COMMITTEE:**

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees.

### **14. AUDIT COMMITTEE:**

The Audit Committee of Directors was constituted pursuant to the provisions of Section 177 of the Companies Act, 2013. The scope and terms of reference of the Audit Committee have been amended in accordance with the Act and the Listing Agreement entered into with the Stock Exchanges. The Managing Director, Chief Financial officer, Internal Auditors and Statutory Auditors are permanent invitees to the Audit Committee meetings.

### **15. VIGIL MECHANISM POLICY FOR THE DIRECTORS AND EMPLOYEES:**

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal and unethical behavior.

The Board of Directors of the Company have, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, framed "Vigil Mechanism Policy" for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports, etc.

The employees of the Company have the right/option to report their concern/grievance to the Chairman of the Audit Committee. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

### **16. RISK MANAGEMENT POLICY:**

The Board of Directors of the Company during the year have designed Risk Management Policy and Guidelines to avoid events, situations or circumstances which may lead to negative consequences on the Company's businesses, and define a structured approach to manage uncertainty and to make use of these in their decision making pertaining to all business divisions and corporate functions. Key

business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews. At present there is no identifiable risk which, in the opinion, of the Board may threaten the existence of the Company.

**17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The information as required to be disclosed in the Directors Report in accordance with provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, regarding energy conservation, the operations of the company, being financial services related, require normal consumption of electricity. The company is taking every necessary step to reduce the consumption of energy. As far as foreign exchange earnings and outgo, technology absorption and research & development activities are not applicable for your Company.

**18. INTERNAL CONTROL SYSTEMS:**

Adequate internal control systems commensurate with the nature of the Company's business, size and complexity of its operations are in place. It has been operating satisfactorily. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and adequately protected.

**19. EXTRACT OF ANNUAL RETURN:**

Extract of the Annual Return in form MGT-9 for the financial year ended 31<sup>st</sup> March, 2025 made under the provisions of Section 92(3) of the Act is annexed as "**Annexure B**" which forms part of this Report.

**20. CORPORATE SOCIAL RESPONSIBILITY:**

The Company does not come under the ambit of provision of corporate social responsibility as per section 135 of Companies Act, 2013.

**21. AUDITORS****(i) STATUTORY AUDITOR**

The Statutory Auditors of your Company namely, **Himansu Kumar Adhikary**, Chartered Accountants of Gangotri Apartment 3rd Floor, Flat No. 400, 3, Radhika Charan Chatterjee Lane, Uttar, Hooghly-712258, West Bengal, having Membership number 055706, have been appointed for a period of five year. Auditors have confirmed their eligibility and submitted the Certificate in writing that their appointment, if re-appointment, would be within the prescribed limit under the Act and they are not disqualified for re-appointment.

The Statutory Auditors Report does not contain any qualification, reservation or adverse remark.

**(ii) SECRETARIAL AUDITOR**

The Board has appointed **Satyajit Ghosh & Associates**, Company Secretary in Practice of Kolkata, to undertake the Secretarial Audit of the Company for the financial year 2024-25. The Report of the

Secretarial Audit Report is annexed herewith as “Annexure C”. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

**22. GREEN INITIATIVES**

Pursuant to Sections 101 and 136 of the Companies Act, 2013. The Company will be sending Annual Report through electronic mode—email to all the shareholders who have registered their email addresses with the Company or with the Depository to receive Annual Report through electronic mode and initiated steps to reduce consumption of paper.

**23. HUMAN RESOURCES**

Employees are considered to be team members being one of the most critical resources in the business which maximize the effectiveness of the Organization. Human resources build the Enterprise and the sense of belonging would inculcate the spirit of dedication and loyalty amongst them towards strengthening the Company's Policies and Systems. The Company maintains healthy, cordial and harmonious relations with all personnel and thereby enhancing the contributory value of the Human Resources.

**24. ENVIRONMENT AND SAFETY**

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances environmental regulations and preservation of natural resources. There was no accident during the year.

**25. MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE FINANCIAL YEAR END OF THE COMPANY TO WHICH FINANCIAL RESULTS RELATE**

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.

**26. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

**27. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS AND SECURITIES**

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

**28. PARTICULAR OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES**

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business. However, the details have been furnished in the Notes No. 18 (h) to the financial statement for financial year ended 31.03.2025.

All Related Party Transactions are placed before the Audit Committee and also to the Board as and when required approval.

**29. DISCLOSURE UNDER SECTION 197 OF THE COMPANIES ACT, 2013 AND OTHER DISCLOSURES AS PER RULE 5 OF COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014.**

There were no employees and Director of the Company drawing remuneration of Rs. 60 lacs per annum or more or Rs. 5 lacs per month or more during the year under review.

The information required under Section 197(12) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the year ended March 31, 2025 is given in a separate Annexure to this Report.

The above Annexure is not being sent along with this Report to the Members of the Company in line with the provisions of Section 136 of the Companies Act, 2013. Members who are interested in obtaining these particulars may write to the Company Secretary at the Registered Office of the Company. The aforesaid Annexure is also available for inspection by members at the Registered Office of the Company, 21 days before the Annual General Meeting and up to the date of the Annual General Meeting during the business hours on working days.

**30. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013.**

The Company has taken up necessary step for providing a Redressal mechanism pertaining to Sexual harassment of women employees at workplace. There was no complaint received during the year under review.

**31. Disclosure Under The Maternity Benefit Act, 1961**

In accordance with the newly inserted clause (xiii) of Rule 8(5) of the Companies (Accounts) Rules, 2014, the Board of Directors confirms that the Company has complied with the provisions relating to the Maternity Benefit Act, 1961 during the financial year under review.

**32. GENERAL DISCLOSURES**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.
2. The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.
3. The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

4. During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.

5. No orders have been passed by any Regulator or Court or Tribunal which can have an impact on the going concern status and the Company's operations in future.

**33. ACKNOWLEDGEMENT**

Your Directors wish to thank Bankers, Government authorities and various stakeholders, such as, shareholders, customers and suppliers, among others for their support and valuable guidance to the Company. Your Directors also wish to place on record their appreciation for the committed services of all the Employees of the Company.

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

MOHAN FINANCE LIMITED  
  
Authorised Signatory / Director

**NAME: MOHAN LAL BAJAJ**  
**DIN : 00126564**

MOHAN FINANCE LIMITED  
  
Authorised Signatory / Director

**NAME: VINEETA AGARWAL**  
**DIN : 06371885**

**Place: Kolkata**  
**Date: 06.09.2025**

**"ANNEXURE B"****FORM NO. MGT – 9****EXTRACT OF ANNUAL RETURN****As on the financial year ended 31.03.2025**

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS**

CIN	<b>L65921WB1993PLC060697</b>
Registration Date	01/11/1993
Name of the Company	MOHAN FINANCE LTD.
Category / Sub-Category of the Company	COMPANY LIMITED BY SHARES /INDIAN NON-GOVERNMENT COMPANY
Address of the Registered Office and contact details	4PB Mani Towers, 31/41, Binova Bhave Road, Kolkata– 700038 Telefax: 033-4022-3333
Whether listed Company	YES
Name, address and contact details of Registrar and Transfer Agent, if any	<b>Niche Technologies Private Limited</b> 3A, Auckland Place 7th Floor, Room No. 7A & 7B, Kolkata- 700017.

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sr. No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Financial Services	9971190	100.00

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

During the year under review, your Company has not any subsidiary, associate companies.



**MOHAN FINANCE LIMITED**

**BOARD'S REPORT**

(2):-									
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	15,16,200	10,000	15,26,200	30.547%	15,16,200	10,000	15,26,200	30.547%	-
<b>B.PUBLIC SHAREHOLDING</b>									
<b>1. Institutions</b>	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B) (1)</b>	-	-	-	-	-	-	-	-	-
<b>2. Non-Institutions</b>									
<b>a) Bodies Corp.</b>									
i) Indian	1321690	27,500	13,49,190	27.004%	13,21,690	27,500	13,49,190	27.004%	-
ii) Overseas	-	-	-	-	-	-	-	-	-
<b>b) Individuals</b>									
i) Individual Shareholders	1197487	-	1197487	23.968%	1406160	-	1406160	28.145%	4.177



**MOHAN FINANCE LIMITED**
**BOARD'S REPORT**

<b>ix) Qualified Foreign Investor</b>	-	-	-	-	-	-	-	-	-
<b>Sub-Total (B)(2):</b>	3442500	27500	3470000	69.453%	3442500	27500	34,70,000	69.453%	
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	3442500	27500	34,70,000	69.453%	3442500	27500	34,70,000	69.453%	
<b>TOTAL (A)+(B)</b>	49,68,700	27500	49,96,200	<b>100.00%</b>	49,68,700	27500	49,96,200	<b>100.00%</b>	
<b>C. SHARES HELD BY CUSTODIAN FOR GDRS &amp; ADRS</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	49,58,700	37500	49,96,200	<b>100.00%</b>	49,58,700	37500	49,96,200	<b>100.00%</b>	-

**(ii) Shareholding of Promoters**

Shareholder's Name	No. of Shares held at the beginning of the year 01.04.2024			No. of Shares held at the end of the year 31.03.2025			% Change during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
BRIJDHAM VANIJYA PRIVATE LIMITED	1,79,000	3.58	0	1,79,000	3.58	0	0
COSMIC ABASAN PRIVATE LIMITED	1,12,500	2.25	0	1,12,500	2.25	0	0
DELIGHT VANIJYA PRIVATE LIMITED	206800	4.14	0	206800	4.14	0	0
ESTEEM VANIJYA PRIVATE LIMITED	73850	1.48	0	73850	1.48	0	0

**MOHAN FINANCE LIMITED****BOARD'S REPORT**

KALPATARU VANIJYA PRIVATE LIMITED	258000	5.16	0	258000	5.16	0	0
MOHAN INSURANCE AND FINANCIAL CONSULTANCY PVT. LTD.	167000	3.34	0	167000	3.34	0	0
MSP VANIJYA PRIVATE LIMITED	24500	0.49	0	24500	0.49	0	0
SILCON VALLEY VANIJYA PRIVATE LIMITED	10000	0.20	0	10000	0.20	0	0
SUYOG NIRMAN PRIVATE LIMITED	83300	1.67	0	83300	1.67	0	0
SWARAJ VANIJYA PRIVATE LIMITED	70000	1.40	0	70000	1.40	0	0
ANJU BAJAJ	12000	0.24	0	12000	0.24	0	0
MOHANLAL BAJAJ	38750	0.78	0	38750	0.78	0	0
PRADIP KUMAR BAJAJ	34000	0.68	0	34000	0.68	0	0
PRADIP KUMAR LOHARIWALA	49000	0.98	0	49000	0.98	0	0
PRITI BAJAJ	12000	0.24	0	12000	0.24	0	0
SANDIP KUMAR BAJAJ	34000	0.68	0	34000	0.68	0	0
SUNITA LOHARIWALA	42500	0.85	0	42500	0.85	0	0
UMA BAJAJ	119000	2.38	0	119000	2.38	0	0

<b>Total</b>	15,26,200	30.55	<b>0</b>	15,26,200	30.55	<b>0</b>	<b>0</b>

**(iii) Change in Promoters' Shareholding:**

There is no change in the shareholding of the Promoter Group.

**iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sr. No	Shareholder's Name	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	LOWER VYAPAAR PVT. LTD.	197487	3.953	197487	3.953
2	SAWARIA TRADING PVT. LTD.	303135	6.067	303135	6.067
3	SANKLAP VINCOM PVT. LTD.	63100	1.263	63100	1.263
4	SIDDHI COMMOMDEAL PVT. LTD.	79422	1.590	79422	1.590
5	HARDEEP SINGH CHADHA	50000	1.001	50000	1.001
6	JATINDER KAUR	50000	1.001	50000	1.001
7	RAHUL CHOWDHARY	70000	1.401	70000	1.401
8	RAJ KUMAR SARAOGI	63385	1.269	-	-
9	RAJINDER SINGH CHADHA	50000	1.001	50000	1.001

## (v) Shareholding of Directors and Key Managerial Personnel:

Sr. No	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year		Date of change in shareholding	Reason for change
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company		
	<b>Directors</b>						
1	Mr. Mohan Lal Bajaj	38750	0.78	38750	0.78	-	-
2.	Mrs. Uma Devi Bajaj	119000	2.38	119000	2.38	-	-
3.	Mr. Pradip Kumar Lohariwala	49000	0.98	49000	0.98	-	-

Other than this, no other Director and Key Managerial Personnel holds any shares in the Company.

**V. INDEBTEDNESS****Indebtedness of the Company including interest outstanding/accrued but not due for payment:**

The Company has Unsecured Loan of Rs. 2.63 Lakh taken as from Bodies Corporate & others.

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. Remuneration to Managing Director / Whole Time Director and/or Manager:**

Sr No.	Particulars of Remuneration	Name of MD Mr. Mohan Lal Bajaj	Total Amount (` In Lacs p.a)
		(` In Lacs pa)	
1	Gross Salary  (a) Salary as per provisions contained in section 17 (1) of the Income Tax Act, 1961	12.00	12.00

	Gross Salary		
	(b) Value of Perquisites u/sec 17 (2) Income Tax Act, 1961	-	-
	(c ) Profits in lieu of salary under section 17 (3) of Income Tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	
4	Commission	-	-
	a. as a % of profit		
	b. others, specify		
5	Others, Please specify	-	-
	<b>Total (A)</b>	12.00	12.00
	<b>Ceiling as per the Act</b>		

**B. Remuneration to other Directors:**

Sr. No	Particulars of Remuneration			
	<b>Independent Directors</b>	( ` in lacs)	( ` in lacs)	<b>Total Amount</b> (` in lacs)
	•Fee for attending board/other committee meeting	0	0	0
	Total (1)	0	0	0
	<b>Other Non-Executive Directors</b>	(in lacs)	( ` in lacs)	-
	• Fee for attending board /other	0	0	0

Sr. No	Particulars of Remuneration			
	committee meeting			
	Total (2)	0	0	0
	Total (B) = (1 + 2)	0	0	0

## C. Remuneration to key managerial personnel other than MD/Manager/WTD

Sr No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount (` in lacs)
		Chief Financial Officer	Company Secretary	
		(` in lacs)	(` in lacs)	
1	Gross Salary			
	(a) Salary as per provisions contained in section 17 (1) of the Income Tax Act, 1961			
	(b) Value of Perquisites u/sec 17 (2) Income Tax Act, 1961	-	-	-
	c. Profits in lieu of salary under section 17 (3) of Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-

3	Sweat Equity	-	-	-
4	Commission	-	-	-
	a. as a % of profit			
	b. others, specify			
5	Others, Please specify	-	-	-
	<b>Total</b>			

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES (Under the Companies Act): None**

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

MOHAN FINANCE LIMITED  
  
 Authorised Signatory / Director

**NAME: MOHAN LAL BAJAJ**  
**DIN : 00126564**

MOHAN FINANCE LIMITED  
  
 Authorised Signatory / Director

**NAME: VINEETA AGARWAL**  
**DIN : 06371885**

**Place: Kolkata**  
**Date: 06.09.2025**