

HELPAGE FINLEASE LIMITED

39th ANNUAL REPORT
2020-21

CORPORATE INFORMATION**BOARD OF DIRECTORS**

1. Mr. Sidharth Goyal
2. Mr. Ashok Kumar
3. Mr. Dilip Kumar Jain
4. Ms. Ananyaa Pandey
5. Mr. Sushil Kumar

BANKERS

Axis Bank
Mayur Vihar Branch

STATUTORY AUDITORS

M/s. K ASG & Co.
Chartered Accountants
(FRN-002228C)
210, Safeway House, D- Block, Central Market,
Opp. PVR Cinema Prashant Vihar, New Delhi-110085

SECRETARIAL AUDITOR

Ms. Anita Aswal
Practicing Company Secretary

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Charu Chawla

INTERNAL AUDITOR

M/s. Manoj Rajput & Co.
Practicing Chartered Accountants

SHARE REGISTRAR & TRANSFER AGENT

M/s Beetal Financial & Computer Services (P) Ltd. Beetal House,
3rd Floor, 99, Madangir, New Delhi-110062

ANNUAL GENERAL MEETING

Date: 01st September 2021, Wednesday, Time: 3:00 P.M.

The meeting will be held through Video Conferencing/ Other Audio Visual Means ("VC"/"OAVM").

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NOTICE OF 39th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 39th Annual General Meeting of the Company will be held on Wednesday, 1st Day of September, 2021 at 3:00 P.M through Video Conferencing/ Other Audio Visual Means ("VC"/"OAVM")India to transact the following business: -

ORDINARY BUSINESS

1. To consider and adopt the Audited Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss for the year ended 31st March, 2021 and Cash Flow for the year ended 31st March, 2021, together with the Reports of Board of Directors and Auditors thereon.
2. Appointment of a Director in place of Ms. Ananyaa Pandey (DIN: 06966851), who retires from office by rotation and, being eligible offer herself for re-appointment.

By the order of the Board
For Helpage Finlease Limited

Sd/-
Charu Chawla,
Company Secretary and
Compliance officer
M. No.:58817

Date: 5th August, 2021

Place: Delhi

Notes:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, issued by the Ministry of Corporate Affairs followed by General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and Circular no. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively "SEBI Circulars"), has permitted the holding of the Annual General Meeting ("AGM") through Video Conference/ Other Audio Visual Means, without the physical presence of the Members at a common venue subject to compliance of various conditions mentioned therein. The deemed venue for the 39th AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circulars issued by MCA and SEBI, 39th AGM of the Company shall be conducted through VC / OAVM. National Securities Depository Limited ('NSDL') will be providing facility for remote e-voting and e-voting during the AGM.
3. The Members attending the 39th AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
4. In terms of the MCA Circulars, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 39th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 39th AGM through VC/OAVM Facility and e-Voting during the 39th AGM.
5. Corporate Members (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM and vote on its behalf. The said Resolution/Authorization shall be sent to the Company at info@helpagefinlease.com or the Beetal Financial Computer Services Pvt. Ltd, Registrar and Share Transfer Agent at beetalrta@gmail.com with a copy marked to evoting@nsdl.co.in.
6. Register of Members and Share Transfer Books of the Company shall remain closed on Book Closure Dates i.e., from Thursday, August 26, 2021 to Wednesday September 1, 2021 (both days inclusive).
7. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Circulars issued by the Ministry of Corporate Affairs dated April 08,

2020, April 13, 2020 and May 05, 2020 and Secretarial Standard on General Meetings (SS- 2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at Annual General Meeting by electronic means. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, August 25, 2021, i.e. the date prior to the commencement of book closure, are entitled to vote on the Resolutions on Agenda No. 1 to 2 set forth in this Notice.

8. In view of the situation arising due to COVID-19 pandemic and extended lockdown, MCA has issued Circulars giving certain relaxations owing to the difficulties involved in dispatching of physical copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith), such statements shall be sent only by email to the members, trustees for the debenture-holder of any debentures issued by the company, and to all other persons so entitled.

In this regard Notice is being sent by email to all its members whose email Id's are available in the beneficial ownership data of National Securities Depository Limited and Central Depository Services (India) Limited ("Depositories") and register of members as per the record of Share Transfer Agent Limited, Registrar and Share Transfer Agent ("RTA") of the Company.

9. The members may cast their votes through electronic voting system (remote e-voting). The remote e-voting period will commence at 9.00 a.m. on Sunday, August 29, 2021 and will end at 5.00 p.m. on Tuesday, August 31, 2021. In addition, the facility for e-voting shall also be made available during the AGM. Members participating in the AGM through Video Conference/ Other Audio-Visual Means who have not cast their vote by remote e- voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to participate in the AGM; however, they shall not be eligible to vote at the meeting. The Company has appointed Ms. Anita Aswal, Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the entire e- voting process in a fair and transparent manner., The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.helpagefinlease.com and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company.
10. Members may join the 39th AGM through VC/OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members from 2:45 p.m. IST i.e. 15 minutes before the time scheduled to start the 39th AGM and the Company may close the window for joining the VC/OAVM Facility 15 minutes after the scheduled time to start the 39thAGM. Members may note that the VC/OAVM Facility allows participation of at least 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 39th AGM without any restriction on account of first-come-first-served principle.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account

Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company at Company at info@helpagefinlease.com or the Beetal Financial Computer Services Pvt. Ltd, Registrar and Share Transfer Agent at atbeetalrta@gmail.com.

12. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact their Depository Participant with whom they are maintaining their demat account the Company or Company's Registrars and Transfer Agents for assistance in this regard.
13. In line with the Ministry of Corporate Affairs (MCA) Circular's The Notice calling the 39th AGM has been uploaded on the website of the Company at www.helpagefinlease.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., www.evoting.nsdl.com. For any communication, the shareholders may also send requests to the Company's ID-info@helpagfinlease.com.
14. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
15. Details under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Director, seeking appointment/ re- appointment at the Annual General Meeting, forms integral part of the notice. The Director has furnished the requisite declaration for his/ her appointment/re-appointment.
16. In case of any queries regarding the Annual Report, the Members may write to info@helpagefinlease.com to receive an email response.
17. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
18. **Voting through electronic means**
 - Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 39th AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e- voting system as well as venue voting on the date of the 39th AGM will be provided by NSDL.

- The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM through but shall not be entitled to cast their vote again.
- 39th AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular's and SEBI circulars.

The Instructions for Members for remote e-voting and joining General Meeting are as under: -

The remote e-voting period begins on Sunday, August 29, 2021 at 9:00 A.M. and ends on Tuesday, August 31, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Wednesday, August 25, 2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being August 25, 2021.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at

	<p>https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.</p> <ol style="list-style-type: none"> 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e., NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e., NSDL where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300***

	and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e., other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to aswal1207@gmail.com > with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Soni Singh, Assistant Manager- at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@helpagefinelase.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@helpagefinelase.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e., Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

The Instructions for members for e-Voting on the Day of the AGM are as under: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e- Voting and are otherwise not barred from doing so, shall be eligible to vote through e- Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the GM shall be the same person mentioned for Remote e-voting.

Instructions for members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@helpagefinlease.com. The same will be replied by the company suitably.
6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / Folio Number, PAN, Mobile Number at info@helpagefinlease.com from August 25, 2021 (9:00 A.M. IST) to August 28, 2021 (5:00 P.M. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

ANNEXURE-A

Details of Director Seeking Appointment / Re-Appointment at the 39th Annual General Meeting (Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015).

Name of the Director	Ms. Ananyaa Pandey
Director Identification Number	06966851
Date of Birth	30-01-1989
Date of Appointment on the Board	30-09-2014
Nationality	Indian
Designation	Non- Executive and Non-Independent Director
Qualification	Management of Business Administration (MBA)
Experience	12 Years
List of Directorships held in other Companies	Nil
Chairman/Member of the Committees of the Boards of other companies in which he is director as on 31.03.2021	Nil
Shareholding in Helpage Finlease Limited	Nil
Relationship with another director	None

By the order of the Board
For Helpage Finlease Limited

Sd/-
Charu Chawla,
 Company Secretary and
 Compliance officer
 M. No.:58817

Date: 5th August, 2021
 Place: Delhi

Directors' Report

Dear Members,

Your director's take pleasure in presenting the 39th Annual Report of the Company along with the Audited Accounts for the year ended 31st March, 2021.

1. Financial Highlights

(In NR)

Particulars		2020-21	2019-20
	Revenue	2,93,79,065	2,75,48,250
	Other Income	48,930	79,160
Less:	Total Expenditure	2,25,71,991.37	2,02,49,919.14
	Net Profit/(Loss) before Tax & Depreciation (PBDT)	68,74,00,423	73,77,490.86
Less:	Depreciation	8,67,426.32	8,34,039.32
	Net Profit/(Loss) after Depreciation before Tax (PBT)	60,06,577.91	65,43,451.54
Less:	Current Tax	15,87,643	17,02,671
	Deferred Tax	2,79,059	1,374
	Profit after Tax	46,97,933.91	48,42,154.54
	Statutory Reserves	9,39,600	24,72,318.04

2. Dividend

The Board of director of your Company, after considering holistically the relevant circumstances has decided that it would be prudent, not to recommend any dividend for the year under review.

3. Public Deposits

The Company has not accepted any public deposits during the year under review and it continues to be a non-deposit taking Non-Banking Financial Company in conformity with the guidelines of the Reserve Bank of India and the Companies (Acceptance of Deposits) Rules, 2014.

4. Review of Operations

During the year under review, your Company achieved a turnover of INR. 2,93,79,065/- as against INR 2,75,48,250/- in the previous year. The profit before tax stands at INR. 60,06,577.91/- as against INR. 65,43,451.54/- in the previous year.

5. Transfer to General Reserve

The Company proposes to transfer INR 19,85,169.91/- (INR Nineteen Lakh Eighty-Five Thousand One Hundred and Sixteen Nine and Ninety-one paise only.) to the general reserve out of the amount available for appropriation.

6. Subsidiaries, Joint Venture or Associate Companies

S. No	Name of the Company	Percentage of Shareholding	Type
1.	NIL	NA	NA

7. Capital Structure**a) Share Capital****i. Authorized Share Capital:**

There is no change in the authorized capital of the Company during the year. Current authorized capital is Rs. 11,00,00,000/- (Eleven crore only) divided into 1,10,00,000 (One crore Ten lakh) equity shares of Rs. 10/-each.

ii. Issue, Subscribed and paid-up capital:

There is no change in the subscribed share capital of the Company during the year. The paid-up share capital of the Company is Rs. 9,94,75,000/- (Nine Crore Ninety-Four Lakh Seventy-Five thousand only) divided into 99,47,500 (Ninety- Nine lakh Forty-Seven thousand Five hundred) equity shares of Rs. 10/- each.

b) Buy back of securities

The Company has not bought back any of its securities during the year under review.

c) Bonus Shares

No bonus shares were issued during the year under review.

d) Issue of Equity Shares under ESOP

No Equity shares under ESOP shares were issued during the year under review.

8. Directors & Key Managerial Personnel (KMP)

The Composition of Board of directors of the Company is in conformity with the provisions of the Companies Act, 2013 ("the Act") and the Listing Regulations, as amended from time to time.

The Board of Directors at present comprises of 5 directors out of which 3 are Independent Directors. The Board's actions and decisions are aligned with the Company's best interests. It is committed to the goal of sustainably elevating the Company's value creation. The Board critically evaluates the Company's strategic direction, management policies and their effectiveness.

The Chairman being Executive Director, one- half of the strength of the Board comprises of the Independent Directors.

i. Composition:

Name of the Director	Designation	Category
Mr. Sidharth Goyal	Managing Director & Chief Financial Officer	Promoter Executive
Mr. Ashok Kumar	Director	Independent
Mr. Dilip Kumar Jain	Director	Independent
Ms. Ananyaa Pandey	Women Director	Non-Executive, Non-Independent.
Mr. Sushil Kumar	Independent Director	Non-Executive Independent

ii. Retirement by Rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013, Ms. Ananyaa Pandey retires by rotation and being eligible, has offered herself for re- appointment.

The brief profile of Ms. Ananyaa Pandey, director who is to be re-appointed form part of the notes and explanatory statement to the notice of the ensuing Annual General Meeting.

iii. Statement on declaration given by Independent Directors

The Board of the Company consist of Three independent directors and all the Independent Directors have given the declaration that they meet the criteria of independence as provided in section 149 (6) of the Companies Act 2013.

In compliance with Schedule IV to the Companies Act, 2013 and regulation 25(3) of the SEBI Listing Regulations, 2015, the independent directors held their separate meeting on December 23, 2020 without the attendance of non-independent directors and members of Management, inter alia, to discuss the following:

- I. review the performance of non-independent directors and the Board as a whole;
- II. review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- III. assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

iv. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulation, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and other

Committees. The manner in which the evaluation has been carried out has been explained hereunder:

The evaluations are based on questionnaire prepared which assessed the performance of the Board on select parameters related to roles, responsibilities and obligations of the Board and functioning of the Committees including assessing the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform its duties. The evaluation criteria for the Directors were based on their participation, contribution and offering guidance to and understanding of the areas which are relevant to them in their capacity as members of the Board.

v. Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

The objective and broad framework of the Remuneration Policy is to consider and determine the remuneration, based on the fundamental principles of payment for performance, for potential, and for growth. The Remuneration Policy reflects on certain guiding principles of the Company such as aligning remuneration with the long-term interests of the Company and its shareholders, promoting a culture of meritocracy and creating a linkage to corporate and individual performance, and emphasizing on professional competence and market competitiveness so as to attract the best talent. It also ensures the effective recognition of performance and encourages a focus on achieving superior operational results.

The Nomination and Remuneration Committee recommends the remuneration of Directors and Key Managerial Personnel, which is then approved by the Board of Directors, subject to the approval of shareholders, wherever necessary. The level and composition of remuneration shall be reasonable and sufficient to attract, retain and motivate the directors, key managerial personnel and other employees of the Company required running the Company successfully.

vi. Number of Meetings

During the financial year 2020-21, the Board met seven (7) times: 11.05.2020, 26.06.2020, 11.08.2020, 29.08.2020, 11.11.2020, 23.12.2020, 12.02.2021.

The necessary quorum was present through the meetings.

Each Director informs the Company on an annual basis about the Board and Board Committee positions he occupies in other companies including Chairmanships and notifies changes during the term of their directorship in the Company. None of the Directors on the Board are Members of more than ten Committees or Chairman of more than five Committees across all the public companies in which they are Directors. Other directorships do not include alternate directorships and companies incorporated outside India. Chairmanships / Memberships of Board Committees include only Audit

and Stakeholders Relationship Committees.

Details of attendance of Directors in the Board meeting during the financial year 2020-21 are as under:

Name of the Director	No. of Board Meeting	Attendance at the Board Meeting	Whether attended Last AGM
Mr. Sidharth Goyal	7	7	Yes
Mr. Ashok Kumar	7	7	Yes
Mr. Dilip Kumar Jain	7	7	Yes
Ms. Ananyaa Pandey	7	7	No
Mr. Sushil Kumar	7	7	Yes

vii. Key Managerial Personnel

The Details of Key Managerial Personnel of the company are mentioned below:

- Mr. Sidharth Goyal, Managing Director & Chief Financial Officer.
- Ms. Charu Chawla (Membership No.: A58817) served as Company Secretary & Compliance Officer for the F.Y 2020-21.

9. Directors' Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013 you're Directors confirm the following:

- that in the preparation of the Annual Accounts for the year ended 31st March, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- that the directors have selected such accounting policies and applied them consistently and made judgement 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.
- that the directors have taken proper and sufficient care for the 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 fraud and other irregularities.
- that the directors have prepared the annual accounts on a 'going concern' basis.
- that the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

- that the systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

10. Committees of Board of Directors

The Board has constituted the Committees of the Board with specific terms of reference as per the requirements of the SEBI Listing Regulations and the Companies Act, 2013.

- Audit Committee
- Stakeholders Relationship Committee
- Nomination and Remuneration Committee
- Risk Management Committee

The Board is responsible for constituting, assigning, co-opting and fixing the terms of reference for members of various committees.

A. Audit Committee Composition

The Board has set up qualified and Independent Audit Committee in compliance with the requirements of Regulation 18 of SEBI Listing Regulations read with Section 177 of the Act. During the period under review, the Board of Directors of the Company accepted all the recommendations of the Audit Committee. The Audit Committee comprises of the following Directors:

During the period under review, the Audit Committee met 4 times.

Names of Members	Category	No. of meetings attended
Mr. Dilip Kumar Jain	Chairman (Non-Executive, Independent)	4
Mr. Ashok Kumar	Member (Non-Executive, Independent)	4
Mr. Sidharth Goyal	Member (Executive, Non-independent)	4
Mr. Sushil Kumar	Member (Non-Executive, Independent)	4

Terms of reference

The Audit Committee has been constituted pursuant to the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI Listing Regulation. The Audit Committee reviews the financial accounting policies, adequacy of internal control systems and interacts with the statutory auditors. Besides, the Committee reviews the observations of the management and internal/ external auditors, interim and annual financial results, Management discussion and analysis of financial condition and results of operations, and related party

transactions. The other roles of Audit Committee, inter- alia includes the following:

- i. the recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- ii. review and monitor the auditor's independence and performance, and effectiveness of audit process;
- iii. examination of the financial statement and the auditors' report thereon;
- iv. approval or any subsequent modification of transactions of the company with related parties;
- v. scrutiny of inter-corporate loans and investments;
- vi. valuation of undertakings or assets of the company, wherever it is necessary;
- vii. evaluation of internal financial controls and risk management systems;
- viii. monitoring the end use of funds raised through public offers and related matters.

B. Nomination and Remuneration Committee

Composition

The Nomination and Remuneration Committee has been constituted pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI Listing Regulation. The Company complies with the provisions relating to the Nomination and Remuneration Committee in terms of Regulation 19 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as well as in terms of the provisions of Section 178 of the Companies Act, 2013. As at 31.03.2020, the Nomination and Remuneration Committee consists of four Non-Executive Directors.

The Nomination and Remuneration Committee comprises of the following Directors:

Name of the Director	Category
Mr. Ashok Kumar	Chairman (Non-Executive, Independent)
Mr. Dilip Kumar Jain	Member (Non-Executive, Independent)
Ms. Ananyaa Pandey	Member (Non-Executive, Non-Independent)
Mr. Sushil Kumar	Member (Non-executive, Independent)

The Company Secretary acts as the Secretary of the committee.

There was One Meeting of Remuneration Committee held during the Financial Year 2020-21 on 26th June, 2020.

C. Risk Management Committee

The Board has constituted the Risk Management Committee as per the requirements of the Companies Act, 2013 along with applicable Rules and requirements of the Listing Regulations.

The Risk Management Committee lays down procedures

- A) To inform Board members about the risk assessment and minimization procedures.
- B) Framing, implementing and monitoring the risk management plan for the company.
- C) Any other matter that may be entrusted to the Committee by the Board.

The frequency, agenda, duration, etc., for meetings of Risk Management Committee shall be as set by the Chairman of the Committee. The Company has established effective risk assessment and minimization procedures, which are reviewed by the board periodically. The procedures comprise of an in-house exercise on Risk Management, carried out periodically by the Company, including the functioning of a structure to identify and mitigate various risks faced by the Company from time to time.

Names of Members	Category	No. of meetings attended
Mr. Dilip Kumar Jain	Chairman	1
Mr. Ashok Kumar	Member	1
Ms. Sidharth Goyal	Member	1
Mr. Sushil Kumar	Member	1

The structure also comprises of risk identification and assessment by the concerned departments, identification of controls in place/ mitigation process in place, updating of risk registers by various departments if required. These reports are consolidated and presented by the Chairman, to the Board of the Company. Your Company adopts the methods and process to assess and analyze risk holistically, identifies all compliance requirements and proactively develops measures to comply with such requirements. Your Company by identifying and proactively addressing risks and opportunities, protects and creates value for stakeholders, including owners, employees, customers, regulators, and society overall. A detailed report on risk management is provided herewith in this Annual Report.

D. Stakeholders Relationship Committee

The Board has reconstituted the Shareholders/Investors Grievance Committee as per the provision of section 178 of chapter XII of Companies Act-2013 and as per Regulation 20 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to specifically look into the redressal of Shareholders complaints.

Composition

The Stakeholders Relationship Committee comprises of the following Directors:

Name of the Director	Category
----------------------	----------

Mr. Dilip Kumar Jain	Chairman (Non-Executive, Independent)
Mr. Ashok Kumar	Member (Non-Executive, Independent)
Mr. Sidharth Goyal	Member (Executive, Non-Independent)
Mr. Sushil Kumar	Member (Independent)

The Company Secretary acts as the Secretary of the committee.

The Stakeholders Relationship Committee met one time during the year under review on 11th November, 2020.

There were no investor's complaints pending as on 31st March, 2021.

11. Accounting treatment in preparation of financial statements

The guidelines/ accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) and prescribed under Section 133 of the Companies Act, 2013 have been followed in preparation of the financial statements of the Company in all material respects.

12. Risk Management

Your Company has laid down procedure to inform Board Members about the risk assessment and minimization procedures. These procedures are being periodically reviewed to ensure that management controls risk through the means of properly defined framework of the Company.

13. Particulars of Loans, Guarantees given and Investments made by the Company

The information related to Loans, Guarantees given and Investments made by the Company covered under the provisions of Section 186 of the Companies Act, 2013 and Companies (Meetings of Board and its Power) Rules, 2014 are given in the notes to the Financial Statements.

14. Corporate Social Responsibility (CSR)

In terms of the Section 135 of Companies Act, 2013, the provisions of Corporate Social Responsibility (CSR) shall not apply.

15. Vigil Mechanism

The company has adopted Vigil Mechanism policy with a view to provide a mechanism for the directors and employees of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of the Section 177(9) and (10) of the Companies Act, 2013.

16. Compliance Officer

Ms. Charu Chawla, Company Secretary, is the Compliance Officer of the Company and can be contacted at:

Helpage Finlease Limited, S-191/c, 3rd Floor, Manak Complex, School Block, Shakarpur, Delhi-110092 E-mail: info@helpagefinlease.com. Complaints or queries relating to the Shares can be forwarded to the Company's Registrar and Transfer Agents -M/s Beetal Financial Computer Services Private Limited at beetalrta@gmail.com.

17. Auditors

i. Statutory Auditors

In pursuant to the provisions of Section 139 of the Companies Act, 2013 and Companies (Audit and Auditors), Rules, 2014, the company has appointed M/s KASG & Co. (Chartered Accountants) FRN: 02228C as the Statutory Auditor of the Company from the conclusion of Annual General Meeting held in the year 2018 for the term of (4) four financial Years. The Auditor's report for the year ended 2020-21 has been attached.

ii. Reporting of frauds by Auditors

As per provision of Section 143 (12) of the Companies Act, 2013, the statutory auditor has not reported any instances of fraud by the Company, by its officers or employees.

iii. Explanations or comments of the board on every qualification, reservation or adverse remark made by the auditor in his report.

There are no qualifications, reservations or adverse remarks made by the Auditors in their report. However, the auditor advice to comply as per the requirements of the law and maintain the records as per the provisions of the Companies Act,2013

iv. Audit Observations

Auditors' observations are suitably explained in notes to the Accounts and are self- explanatory.

v. Secretarial Auditor

In pursuant to the provisions of Section 204 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ms. Anita Aswal, Practicing Company Secretary (CP No.: 13883, ACS: 37019) to undertake the Secretarial Audit of the Company for the F.Y. year 2020-2021. The Report of the Secretarial Audit is annexed as "**Annexure I**".

vi. Internal Auditor

M/s Manoj Rajput & Co., Chartered Accountants (FRN: 037750N) was appointed as the Internal Auditors of the company for the Financial Year 2020-21, who is responsible for performance of duties as internal auditors of the company and their report will be reviewed by the audit

committee from time to time.

18. Extract of the Annual Return

The details forming part of Annual Return in form MGT-9 is annexed as “Annexure-II”

Further, in terms of Ministry of Corporate Affairs (MCA) Notification dated 28th August, 2020 to amend the Companies (Management and Administration) Rules, 2014, we will upload the Annual Return on the link <http://www.helpagefinlease.com/investors.php>. at the time of filing of the same to the Ministry of Corporate Affairs (MCA).

19. Particulars of Employees

The information required under Section 197 of the Act read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975 and the ratio of Remuneration of Each Director, Chief Financial Officer, Company Secretary of the Company for the FY 2020-2021 is enclosed as “Annexure-III”.

20. Related Party Transaction

During the year, all contracts/arrangements/transactions entered by the Company with its related parties were in ordinary course of business and on arms’ length basis and thus the provisions of Section 188 of the Companies Act, 2013 and the rules made there under are not attracted.

In this regard, the materially significant related party transactions, if any made by the Company with Related Parties are in compliance with Section 188 (1) and Section 134 (3) (h) read with Rule 8 (2) of the Companies (Accounts) Rules, 2014 of the Companies Act, 2013.

Further, the disclosure in form AOC-2 as provided in terms of section 134 of the Companies Act, 2013 is enclosed at “Annexure IV”.

21. Conservation of Energy, Technology Absorption & Foreign Exchange Earnings and Outgo

As the Company is not engaged in the manufacturing activity, the prescribed information regarding compliance of rules relating to conservation of Energy and Technology absorption pursuant to Section 134 (3) (m) of the Companies Act, 2013, read with Rule – 8 (3) of the Companies (Accounts) Rules, 2014 is not provided.

The Company does not have any Foreign Exchange Earnings and outgo in the year under review.

22. Management Discussion and Analysis Report

Management Discussion and Analysis Report is provided as a separate section in the annual report. The Report Management Discussion and Analysis is annexed as “Annexure V”.

23. Internal Control System and Compliance Framework

The Company possesses adequate internal controls to ensure that all assets are protected against loss from unauthorized use or disposition and that all transactions are authorized, recorded and reported correctly. An efficient Internal Audit department monitors adherence to these controls. Statutory auditors also present their suggestions to the appropriate committees of directors for improvements in control and compliance.

24. Significant and Material Orders

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

25. Disclosure about the applicability of Cost Audit specified by the central government under section 148 of the Companies Act, 2013.

The provision of the section 148 of the Companies' act, 2013 read with Rules 14 of the Companies (Audit & Auditors) rules, 2014 is not applicable to the company.

26. Statement pursuant to Listing agreements:

The Company's securities are listed with Bombay Stock Exchange (BSE) Limited. The Annual Listing Fees for the year 2021-2022 has been paid by the Company in time and there were no arrears reported for the year under review.

27. Listing Obligation and disclosure requirements

In Pursuant to Regulation 34 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report, Declaration regarding Non applicability of Corporate Governance Report and Managing Director's declaration confirming compliance with the Code of Conduct has been made part of this report.

28. RBI Compliances

The Company is doing its business in conformity with the guidelines issued by RBI from time to time related to NBFC's.

29. Compliance with the Secretarial Standards:

The Company has complied with all the Secretarial Standards on Board Meetings and General Meetings issued by the Institute of Company Secretaries of India (ICSI).

30. 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. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company.
3. During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
4. No change in nature of business.
5. There were no material changes and commitments affecting the financial position of the Company between the end of financial year and the date of the Report.

31. Acknowledgement

The Directors hereby acknowledge the hard work, dedication and commitment rendered by the employees of the Company during the year. The Directors deeply regret the losses suffered due to the Covid-19 pandemic and place on record their sincere appreciation to all the front-line workers and those who have gone beyond their duties in battling against the pandemic.

The Board places on record its appreciation for the support and co-operation, your company has been receiving from its suppliers, distributors, business partners and others associated with it as its trading partners. Your Company looks upon them partners in its progress and has shared with them the rewards for growth. It will be your company endeavour to build and nurture strong links with the trade based on mutuality of benefits, respect for co-operation with each other, consistent with consumer interests.

Your directors also take this opportunity to thank all shareholders, clients, vendors, banks, Government and Regulatory Authorities and Stock exchanges for their continued support.

The Company operates only in a single segment of Business and as such no separate segment reporting is required.

By the order of Board
For Helpage Finlease Limited

Sd/-
Ananyaa Pandey
Director
DIN:06966851

Sd/-
Sidharth Goyal
Managing Director
DIN:02855118

Date: 5th August, 2021
Place: Delhi

Annexure I

SECRETARIAL AUDIT REPORTFOR THE FINANCIAL YEAR ENDED 31st MARCH 2021

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

To,
The Members,
HELPAGE FINLEASE LIMITED
S-191/C, 3rd floor,
Manak Complex, School Block, Shakarpur,
Delhi-110092

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Helpage Finlease Limited** (Hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon.

Based on my verification of **M/s. Helpage Finlease Limited** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India provided due to spread of the COVID19, Pandemic, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2021, 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:

1. **I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Helpage Finlease Limited ("The company") for the financial year ended on 31st March 2021 according to the provisions of:**
 - i. The Companies Act, 2013 and the Rules made thereunder;
 - ii. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
 - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings: **Not applicable to the extent of Overseas Direct Investment and External Commercial Borrowings as there were no reportable events during the financial year**

under review.

- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - f. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **not applicable as the company has not delisted/ proposed to delist its equity shares during the under review.**
 - g. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **not applicable as the company has not bought back/ proposed to buy-back any of its securities during the under review.**
- vi. Rules, Regulations and Guidelines issued by the Reserve Bank of India as are applicable to non-Deposit taking NBFC/Core Investment Company which are specifically applicable to the Company.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The SEBI(LODR) Regulation 2015 entered into by the Company with Stock Exchanges
- iii. During the period under review and as per explanations and clarifications given to us and the representations made by the Management, the company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

- 2. I further report that the Company has, in my opinion, complied with the provisions of the Companies Act, 2013 and the Rules made under that Act and the Memorandum and Articles of Association of the**

Company, with regard to:

- a) maintenance of various statutory registers and documents and making necessary entries therein;
- b) closure of the Register of Members;
- c) forms, returns, documents and resolutions required to be filed with the;
- d) Registrar of, Companies and the Central Government;
- e) service of documents by the Company on its Members, Auditors and the Registrar of Companies and other stakeholders;
- f) notice of Board meetings and Committee meetings of Directors;
- g) the meetings of Directors and Committees of Directors including passing of resolutions by circulation;
- h) the 38th Annual General Meeting held on 25th September, 2020;
- i) minutes of proceedings of General Meetings and of the Board and its Committee meetings; approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required;
- j) constitution of the Board of Directors / Committee(s) of Directors, appointment, retirement and reappointment of Directors including the Managing Director and Whole-time Directors;
- k) payment of remuneration to Directors including the Managing Director and Whole-time Directors,
- l) appointment and remuneration of Auditors;
- m) transfers and transmissions of the Company's shares and issue and dispatch of duplicate certificates of shares;
- n) declaration and payment of dividends; No dividend was during the period under review;
- o) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- p) borrowings and registration, modification and satisfaction of charges wherever applicable;
- q) investment of the Company's funds including investments and loans to others;
- r) form of balance sheet, form of statement of profit and loss and General Instructions for preparation of the same as prescribed in Schedule III to the Act;
- s) Directors' report;
- t) contracts, common seal, registered office and publication of name of the Company; and
- u) Generally, all other applicable provisions of the Act and the Rules made under the Act.

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.
- b) The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- c) 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.

- d) All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.
4. The Company has complied with the provisions of the Securities Contracts (Regulation) Act, 1956 and the Rules made under that Act, with regard to maintenance of minimum public shareholding.
5. I further report that the Company has complied with the provisions of the Depositories Act, 1996 and the Byelaws framed there under by the Depositories with regard to dematerialization /rematerialisation of securities and reconciliation of records of dematerialized securities with all securities issued by the Company.
6. The Company has complied with the provisions of the FEMA, 1999 and the Rules and Regulations made under that Act to the extent applicable- not applicable.
7. **I further report that:**
- a) the Company has complied with the requirements under the SEBI (LODR) Regulation 2015 entered into with Stock Exchanges.
- b) 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;
- c) 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 as per explanation given to me and the representations made by the Management and relied upon by me 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.

Date: 5th August, 2021
Place: New Delhi
UDIN: A037019C000726862

Sd/-
Anita Aswal
Company Secretary
M.No: 37019
CP No: 13883

*This report is to be read with our letter of even date which is annexed as Annexure.

“Annexure – A”

To,

The Members,

HELPAGE FINLEASE LIMITED

S-191/C, 3rd floor,

Manak Complex, School Block, Shakarpur,

Delhi-110092

Our 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. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required we have obtained the management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provision of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company not of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Date: 5th August, 2021

Place: New Delhi

UDIN: A037019C000726862

Sd/-
Anita Aswal
Company Secretary
M.No: 37019
CP No: 13883

"Annexure II"

FORM NO. MGT 9
Extract of Annual Return
As on Financial Year ending 31st March, 2021

Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12 (1) of the Company (Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L51909DL1982PLC014434
2.	Registration Date	04 th October, 1982
3.	Name of the Company	Helpage Finlease Limited
4.	Category/Sub-category of the Company	Public Company Limited by Shares
5.	Address of the Registered office & contact details	S-191/c, 3rd floor, Manak Complex, School Block, Shakarpur, Delhi- 110092
6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Beetal Financial & Computer Services Private Limited Beetal House, 3rd Floor 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi- 110062. Phone-91-11-2996 1281-83

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: -

S. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Business of Providing Loans & Advances	6492	100

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

S. No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% Of Shares held	Applicable Section
1	NIL	NA	NA	NA	NA

IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % total Equity)

(i) CATEGORY WISE SHAREHOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF	20,45,000		20,45,000	20.56	20,45,000		20,45,000	20.56	-
b) Central Govt/ State Govt.	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	12,00,000		12,00,000	12.06	12,00,000		12,00,000	12.06	-
d) Bank/FI					-	-	-	-	-
e) Any other					-	-	-	-	-
SUB TOTAL: (A) (1)	32,45,000		32,45,000	32.62	32,45,000		32,45,000	32.62	-
(2) Foreign									
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A) = (A)(1) +(A)(2)	32,45,000	-	32,45,000	32.62	32,45,000	-	32,45,000	32.62	-
B. Public									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
C) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-

e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others(specify)	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1):	NIL								
(2) Non-Institutions									
a) Bodies corporates	53,78,794	49,250	54,28,044	54.57	53,09,167	49,250	53,58,417	53.87	(0.7)
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto INR 2 lakhs	38,513	35,400	73,913	0.74	59,194	33,500	92,694	0.93	.19
ii) Individuals' shareholders holding nominal share capital in excess of INR 2 lakhs	10,60,000	1,40,539	12,00,539	12.07	11,08,916	1,42,439	12,51,355	12.58	.51
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non-Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Clearing Member	2	-	2	-	12	-	12	0.0001	-
Hindu Undivided Families	2	-	2	-	22	-	22	0.0002	-
SUB TOTAL (B)(2):	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=	64,77,311	2,25,189	67,02,500	67.38	64,77,311	2,25,189	67,02,500	67.38	-

(B)(1)									
+(B)(2)									
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	97,22,311	2,25,189	99,47,500	100	97,22,311	2,25,189	99,47,500	100	-

(ii) SHAREHOLDING OF PROMOTERS

S No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in shareholding 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	
1	Sidharth Goyal	5,15,000	5.18	-	5,15,000	5.18	-	-
2	Mukesh Kumar Goyal	50,000	0.50	-	50,000	0.50	-	-
3	Kusum Goyal	5,00,000	5.03	-	5,00,000	5.03	-	-
4	G2 Consultants Pvt. Ltd.	12,00,000	12.06	-	12,00,000	12.06	-	-
5	Hemant Kumar Goyal	9,80,000	9.85	-	9,80,000	9.85	-	-
Total		32,45,000	32.62	-	32,45,000	32.62	-	-

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE) - No Change during the Year.

S. No.	Particulars	Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1.	Sidharth Goyal	5,15,000	5.18	5,15,000	5.18
2.	Kusum Goyal	5,00,000	5.02	5,00,000	5.02
3.	Mukesh Kumar Goyal	50,000	0.50	50,000	0.50
4.	G2 Consultants Private Limited	12,00,000	12.06	12,00,000	12.06
5.	Hemant Goyal	9,80,000	9.85	9,80,000	9.85

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

S.No	Particulars	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Singhania Capital Private Limited At the beginning of the year	5,00,000	5.03	5,00,000	5.03
	Date wise increase/decrease in Shareholding	During the year under review Singhania Capital private Limited acquired 11.147 % of Equity shares.			
	At the end of the year	16,09,203	16.17	16,09,203	16.17
2	Aloukik Real Estate and Builders Pvt. Ltd. At the beginning of the year	12,00,000	12.06	12,00,000	12.06
	Date wise increase/decrease in Shareholding	No Change			
	At the end of the year	12,00,000	12.06	12,00,000	12.06
3	S S Energy Ventures Private Limited At the beginning of the year	8,50,000	8.54	8,50,000	8.54
	Date wise increase/decrease in Shareholding	No Change			
	At the end of the year	8,50,000	8.54	8,50,000	8.54
4	Candid Wealth Management Private Limited At the beginning of the year	5,49,964	5.53	5,49,964	5.53
	Date wise increase/decrease in Shareholding	During the year under review Candid Wealth Management Private Limited acquired .98 % of Equity shares.			
	At the end of the year	6,48,164	6.5158	6,48,164	6.5158
5	Vedya Realtors Private Limited At the beginning of the year	5,00,000	5.03	5,00,000	5.03
	Date wise increase/decrease in Shareholding	No Change			
	At the end of the year	5,00,000	5.03	5,00,000	5.03

6	Singhal Technologies Pvt Ltd At the beginning of the year	5,00,000	5.03	5,00,000	5.03
	Date wise increase/decrease in Shareholding	No Change			
	At the end of the year	5,00,000	5.03	5,00,000	5.03
7	Shekhar Vishwas At the beginning of the year	5,00,000	5.03	5,00,000	5.03
	Date wise increase/decrease in Shareholding	No Change			
	At the end of the year	5,00,000	5.03	5,00,000	5.03
8	Mayank Gupta At the beginning of the year	1,00,000	1.01	1,00,000	1.01
	Date wise increase/decrease in Shareholding	No Change			
	At the end of the year	1,00,000	1.01	1,00,000	1.01
9	Arun Aggarwal At the beginning of the year	1,00,000	1.01	1,00,000	1.01
	Date wise increase/decrease in Shareholding	No Change			
	At the end of the year	1,00,000	1.01	1,00,000	1.01
10	Avanindra Bhushan Prasad At the beginning of the year	1,00,000	1.01	1,00,000	1.01
	Date wise increase/decrease in Shareholding	No Change			
	At the end of the year	1,00,000	1.01	1,00,000	1.01

(v) Shareholding of Directors and KMP

S. No	Particulars	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Sidharth Goyal At the beginning of the year	5,15,000	5.18%	5,15,000	5.18%
	Date wise increase/decrease in Shareholding	No Change			
		5,15,000	5.18%	5,15,000	5.18%

	At the end of the year				
2	Dilip Kumar Jain	NIL	NIL	NIL	NIL
	At the beginning of the year				
	Date wise increase/decrease in Shareholding	NA			
	At the end of the year	NIL	NIL	NIL	NIL
3	Ashok Kumar				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise increase/decrease in Shareholding	NA			
	At the end of the year	NIL	NIL	NIL	NIL
4	Ananyaa Pandey				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise increase/decrease in Shareholding	NA			
	At the end of the year	NIL	NIL	NIL	NIL
5	Sushil Kumar				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise increase/decrease in Shareholding	NA			
	At the end of the year	NIL	NIL	NIL	NIL
6	Charu Chawla				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise increase/decrease in Shareholding	NA			
	At the end of the year	NIL	NIL	NIL	NIL

(V) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
(Figs in rupees)				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2,73,533.20	23,26,60,000.00	-	23,29,33,533.20
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2,73,533.20	23,26,60,000.00	-	23,29,33,533.20
Change in Indebtedness during the financial year				
Additions	496.8(adjustment)	4,80,00,000	-	48,00,0496.80
Reduction	-	-	-	-

Net Change	496.8	4,80,00,000	-	48,00,0496.80
Indebtedness at the end of the financial year				
i) Principal Amount	2,74,030.00	28,06,60,000.00	-	28,09,34,030.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2,74,030.00	28,06,60,000.00	-	28,09,34,030.00

(VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole time director and or Manager/Executive Director**

S. No	Particulars of Remuneration	Name of the MD/WTD/Manager	Name of Executive Director	Amt. In INR
		Mr. Sidharth Goyal	Ms. Ananyaa Pandey	
1	Gross salary	-		-
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	-		-
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-		-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-		-
2	Stock option	-		-
3	Sweat Equity	-		-
4	Commission as % of profit	-		-
5	Others, (sitting fees)	30,000	30,000	60,000
	Total (A)	30,000	30,000	60,000
	Ceiling as per the Act	-		-

B. Remuneration to other Directors

1	Independent Directors					(Amt. In INR)
S. No	Particulars of Remuneration	Name of the Directors				Total Amount
		Mr. Sushil	Mr. Dilip Jain	Mr. Ashok Kumar		

		Sharma				
	(a) Fee for attending Board/committee meetings	-	-	-	-	-
	(b) Commission	30,000	30,000	30,000	-	90,000
	(c) Others, please specify	-	-	-	-	-
	Total (1)	30,000	30,000	30,000	-	90,000

2	Other Non-Executive Directors					
S. No	Particulars of Remuneration	Name of the Directors				Total Amount
(a)	Fee for attending board committee meetings	-	-	-	-	-
(b)	Commission	-	-	-	-	-
(c)	Others, please specify.	-	-	-	-	-
						-
(a)	Fee for attending board committee meetings	-	-	-	-	-
(b)	Commission	-	-	-	-	-
(c)	Others , please specify.	-	-	-	-	-
	Total (2)					
	Total (B)= (1+2)					
Total Managerial Remuneration						
Overall Ceiling as per the Act.						

C. Remuneration of Key Managerial Personnel other than MD/Manager/WTD

S. No.	Particulars of Remuneration	Key Managerial Personnel	
1	Gross Salary	Name of KMP, Designation Charu Chawla	Total Amount
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 (Company Secretary and Compliance Head)	2,54,950	2,54,950
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0

4	Commission as % of profit others, specify	0	0
5	Others, please specify- Provident Fund	0	0
	Total	2,54,950	2,54,950

(VII) PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/ Compounding fees imposed	Authority (RD/NCLT /Court)	Appeal made if any (give details)
A. COMPANY	NIL				
Penalty					
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS	NIL				
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT	NIL				
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

“ANNEXURE III”

Details of ratio of remuneration of Directors under section 197(12) of the Companies Act, 2013 read with rule 5 of Companies (Appointment and Remuneration of Managerial Personnel), rules 2014.

- a) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;**

Name of the Directors	Ratio to Median Remuneration
Mr. Sidharth Goyal, Managing Director	Nil
Mr. Dilip Kumar Jain, Non-Executive Independent Director	Nil
Mr. Ashok Kumar, Non-Executive Independent Director	Nil
Ms. Ananyaa Pandey, Non-Executive Non-Independent Director	Nil
Mr. Sushil Kumar, Non- executive Independent Director	Nil

- b) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;**

Name of the persons	% Increase in Remuneration
Mr. Sidharth Goyal, Managing Director	Nil
Mr. Dilip Kumar Jain, Non-Executive Independent Director	Nil
Mr. Ashok Kumar, Non-Executive Independent Director	Nil
Ms. Ananyaa Pandey, Non-Executive Non-Independent Director	Nil
Mr. Sushil Kumar, Non- executive Independent Director	Nil
Ms. Charu Chawla, Company Secretary	Nil

- c) The percentage increase in the median remuneration of employees in the financial year: Nil**
- d) The number of permanent employees on the rolls of company as on 31st March 2021: 11(Eleven)**
- e) The explanation on the relationship between average increase in remuneration and Company performance;**

The remuneration is in the line with the market trends in order to ensure that remuneration reflects

company performance; the performance pay is linked to the organization performance.

f) Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company;

Particulars	Amount in INR
Remuneration of Key Managerial Personnel (KMP) during financial year 2020-2021	2,54,950
Revenue from Operations	2,93,79,065
Remuneration (as % of revenue)	.87
Remuneration (as % of PBT)	4.24

g) Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the Company as at the close of the current financial year and previous financial year: Nil

h) average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and Justification thereof and point out if there are any exceptional circumstances for increase in the managerial Remuneration: Nil

i) Comparison of each remuneration of the Key Managerial Personnel against the performance of the Company

Particulars	Ms. Charu Chawla, Company Secretary
Remuneration	2,54,950
Revenue	22,93,79,065
Remuneration (as % of Revenue)	.87
Profit before tax (PBT)	6006577.91
Remuneration (as % of PBT)	4.24

j) The key parameters for any variable component of remuneration availed by the directors;

There are no variable components of salary paid in 2020-21 linked with the performance of the Company for the said managerial personnel.

k) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year;

There is no such employee being paid higher than the highest paid director.

l) Affirmation that the remuneration is as per the remuneration policy of the Company

The Company's remuneration policy is driven by the success and performance of the individual employees and the Company. Through its compensation package, the Company endeavors to attract, retain, develop and motivate a high-performance staff. The Company follows a compensation mix of fixed pay, benefits and performance-based variable pay. Individual performance pay is determined by business performance and the performance of the individuals measured through the annual appraisal process. The Company affirms remuneration is as per the remuneration policy of the Company.

“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 on an arm's length basis:

Sr. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Nil
2	Nature of contracts/arrangements/transaction	Nil
3	Duration of the contracts/arrangements/transaction	Nil
4	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
5	Justification for entering into such contracts or arrangements or transactions'	Nil
6	Date of approval by the Board	Nil
7	Amount paid as advances, if any	Nil
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Nil

2. Details of material contracts or arrangement or transactions on an arm's length basis:

Sr. No.	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contract's arrangements / transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1.	Jeen Universal Foundation (Entity controlled	Interest	Ongoing	As per the agreed terms and conditions.	-	-

	by Promoter)					
2.	Sarvsahara Foundation (Entity controlled by Promoter)	Interest	Ongoing	As per the agreed terms and conditions.	-	-
3.	Sarvsahara Foundation (Entity controlled by Promoter)	Loan	Payable on demand	As per the agreed terms and conditions.	-	-
4.	Chaman Goyal (Relative of KMP)	Interest	Ongoing	As per the agreed terms and conditions.	-	-

By the order of Board
For Helpage Finlease Limited

Sd/-
Ananyaa Pandey
Director
DIN:06966851

Sd/-
Sidharth Goyal
Managing Director
DIN:02855118

Date: 5th August, 2021
Place: Delhi

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**“ANNEXURE V”****Overview:**

Helpage Finlease Limited is a non-deposit taking and non-systematically important Non-Banking Financial Company (NBFC) registered with the Reserve Bank of India (RBI) under Section 45-IA of Reserve Bank of India Act, 1934, listed on Bombay Stock Exchange (BSE).

The company is engaged into the lending business mainly focused for catering the financial needs of small and medium enterprise (SME's) which eventually have a high role to play to boost the growth of developing country like India.

The Management Discussion and Analysis Report (MDAR) provide an insight into the performance of the company in the previous years, in the current year and its future plans besides the risks, and uncertainties associated with the Company's business along with the management perception and vision to win over the anomalies of future business situations. The Management Discussion and Analysis Report (MDAR) contain management's interpretation of financial performance of the Company more over actual results are reflected in the financial statements which should be studied in consonance with the Management's Perspective.

Macro-Economic performance of Industry and Outlook:

NBFCs are an extended arm in the Finance Sector of the Country; complementing the Banks in catering the credit needs of the different sects of the economy.

The financial year 2020-21 began with unprecedented disruptions to lives and livelihood across the world and India was no exception. The impact of pandemic and lockdown was disproportionately felt across industries. However, optimism is back with inoculation of populations with vaccines. China has seen strong revival leading to rise in prices of various industrial commodities. Recent news of Israel going mask free is a very positive news for other countries looking forward to a normal life According to IMF's World Economic Outlook (Apr'21), the world economy is projected to grow by 6.0% in FY22 from a decline of 3.3% in FY21 and normalize to 4.4% growth in FY23. The projections for FY22 and FY23 are promising and are aided by additional fiscal support in the countries.





The Indian NBFC (HFCs included) market grew to ` 28.7 trillion in FY20. The AUM is expected to grow to ` 29.2 trillion in FY21 – a growth of 2% – and to ` 31 trillion in FY22 – a growth of 6.2% (Source: CRISIL). The RBI and Government announced several measures to provide liquidity support and mitigate the disruptions caused by the pandemic. These measures were aimed at easing liquidity and improving asset quality. Additionally, RBI in its Monetary Policy Committee meeting in April 2021, decided to retain its accommodative policy stance as long as necessary to sustain long term development.

Over the years, NBFCs have considerably evolved in terms of operations, profitability and regulatory architecture, with their focus, right from the beginning, has been towards providing support and financial assistance to the

economies. Also, NBFCs with wide coverage and deep penetration in rural India can play a pivotal role in serving these areas.

Further, the MSME segment contributed to almost 29% of India's GDP in FY20 and is one of the most underserved segments in terms of credit access (Source: IBEF). A majority of MSMEs in India do not receive formal credit, leaving these companies under-financed or financed through informal sources which ends up being more expensive than formal debt. The Government of India took suitable steps to improve the credit access to the MSME and eventually increase their contribution to almost 50% of the GDP in the long term. The Centre's move for injecting liquidity with banks and NBFCs would benefit the sector as well. Schemes like ` 3 trillion collateral free loan with 100% credit guarantee to MSMEs, `200 billion subordinate debts for stressed MSMEs and ` 500 billion equity infusion for MSMEs collectively would boost the MSME segment substantially.

Your Company is committed to addressing these changes strengthen by its potency in market position, strong execution capabilities, Committed Team and Excellent Management foresight.

Strength 	Opportunities 	Weakness 	Threats 
Large untapped markets in rural areas and small towns	Govt. reliefs provided to the NBFC sector amidst the Covid pandemic	Impact on Industry due to COVID pandemic.	Competition with banks and peer groups
Hassle free loan approval process and disbursements.	Untapped potential of markets.	Negative effects of Economic downturn.	Risks associated with liquidity stress.
Experience professionals on the Management of the Company.	Meeting working capital needs of SME's sector.	Customers are more susceptible to negative effects of slowdown.	Deterioration of asset quality and mounting off Non-performing Assets (NPAs).
Judicious fund management techniques	Growth in Vehicle segment.	Dynamic Political environment.	Restrictions by RBI on NBFCs

Risk Management:

Risk management forms an integral part of our Company's Business. Being a lending institution, there are inherent financial and nonfinancial risks. We have a proper risk management framework to identify, assess, monitor and manage various types of internal and external risks. The company identifies and monitors risks periodically.

Performance highlights:

The highlights of the Company's performance are as under: -

- Total Revenue from operations increased from Rs. 275.48 Lakh to Rs. 293.79 Lakh.
- Net Profit for the year decreased from Rs. 48.42 Lakh to Rs. 46.97 Lakh.
- Earnings per share (diluted) had decreased from Rs. 0.49 to Rs.0.47.

Human Resources/Industrial Relations:

The Company continues to lay emphasis on people, its most valuable resource. In an increasingly competitive market for human resources, it seriously focuses on attracting and retaining the right talent. It provides equal opportunity to employees to deliver results.

Internal Control Systems & Adequacy:

The company has disciplined approach to cost and follows prudential norms in every sphere of its activities. The company has established internal control systems for ensuring optimum use of resources and safeguarding the assets. A dedicated concurrent audit team functioning within the Company supported by an out sourced concurrent audit team confirms that the activities are in compliance with its policies and occurrences of deviations are reported to the Management. The Company has further strengthened its internal audit function by investing in domain specialists to increase effectiveness of controls. The audit committee of the Board of Directors reviews the internal audit reports and the adequacy and effectiveness of internal controls.

Cautionary Statement:

The statements made in this report describing the Company's objectives, projections, estimates and expectations, may constitute 'forward-looking statements' within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ.

By the order of Board
For Helpage Finlease Limited

Sd/-
Sidharth Goyal
Managing Director
DIN:02855118

Date: 5th August, 2021
Place: Delhi

CORPORATE GOVERNANCE REPORT FOR THE YEAR 2020-2021

Members are hereby informed that according to Regulation 15 (2) and 27(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the compliance of Corporate Governance is not applicable to the listed entity having paid up equity share capital not exceeding Rs. 10 Crores and Net worth not exceeding Rs. 25 Crores.

In this regard the company falls under criteria of Regulation 15 (2) (a) and is claiming exemption under Regulation 15 (2), as the paid up capital and net worth of our Company are less than 10 Cr and 25 Cr respectively as on 31st March 2021, we are not required to prepare the Corporate Governance report.

By the order of Board
For Helpage Finlease Limited

Sd/-
Sidharth Goyal
Managing Director
DIN:02855118

Date: 5th August, 2021
Place: Delhi

CEO/CFO CERTIFICATION**Compliance Certificate as required under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**To,
The Board of Directors
Helpage Finlease Limited**

I, to the best of my knowledge and belief, certify that-

- A. I have reviewed financial statements and the cash flow statement for the financial year 2020-21 and that to the best my knowledge and belief:
- i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violates of the Company's code of conduct.
- C. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and i have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which i am aware and the steps i have taken or propose to take to rectify these deficiencies.
- D. I have disclosed, based on my evaluation wherever applicable to the Auditors and the Audit Committee that;
- i. there were no significant changes in internal controls over financial reporting during the year;
 - ii. there are no significant changes in accounting policies during the year, and
 - iii. there were no instances of significant fraud of which i am become aware and the involvement therein, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**By the order of Board
For Helpage Finlease Limited**

**Sd/-
Sidharth Goyal**
Managing Director and CFO
DIN: 02855118

Date: 5th August, 2021
Place: Delhi

DECLARATION REGARDING CODE OF CONDUCT

Declaration regarding compliance by Board Members and Senior Management Personnel with the Code of Conduct under Regulation 17 (5) SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

In accordance with Regulation 17 of the Listing Regulations, 2015, I hereby confirm that all the Directors and the Senior Management personnel of the Company have affirmed the compliance with Code of Conduct, as applicable to them for the financial year ended on 31st March, 2021.

**By the order of Board
For Helpage Finlease Limited**

**Sd/-
Sidharth Goyal
Managing Director
DIN: 02855118**

Date: 5th August, 2021
Place: Delhi

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(h)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members of

HELPAGE FINLEASE LIMITED

S-191/c, 3rd floor Manak Complex, School Block, Shakarpur Delhi-110092

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Helpage Finlease Limited having CIN L51909DL1982PLC014434 having registered office at S-191/c, 3rd floor Manak Complex, School Block, Shakarpur New Delhi - 1100092(hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(h)(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority .

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Ashok Kumar	02641654	30/08/2013
2	Sidharth Goyal	02855118	23/12/2009
3	Dilip Kumar Jain	05280339	30/04/2013
4	Ananyaa Pandey	06966851	30/09/2014
5	Sushil Kumar	08084573	12/03/2018

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on the basis of our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date: 5th August, 2021

Place: New Delhi

UDIN: A037019C000734199

Sd/-
Anita Aswal
 Company Secretary
 M.No: 37019
 CP No: 13883

Independent Auditor's Report

To the Members of **HELPAGE FINLEASE LIMITED**

Report on the Audit of the Standalone Financial Statements**Opinion**

We have audited the financial statements of **HELPAGE FINLEASE LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2021, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021, its profit and its cash flows for the year ended on that date.

Basis for Opinion

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

Information other than the financial statements and auditors' 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 Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the '**Annexure A**', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement 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 Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.
- g) 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 pending litigations and the impact on its financial position - refer notes to the Standalone Financial Statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For K A S G & CO.

Chartered Accountants

FRN: 002228C

Place: New Delhi

Date: 28/06/2021

UDIN:21512694AAAAHD3771

CA VIPIN GOEL

(PARTNER)

Membership No 512694

Annexure 'A'

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".

We report that:

- i.
 - a. The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - b. As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
 - c. There is no immovable property held by the company as on 31.03.2021.
- ii. The nature of business of the company does not require it to have any inventory. Hence, the requirement of clause (ii) of the said order is not applicable to the company.
- iii. The company has not granted / accepted any loans, secured or unsecured to / from companies, firms or other parties covered in the register maintained under section 189 of the act.
- iv. In respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v. The company has not accepted any deposits from the public covered under sections 73 to 76 of the Companies Act, 2013.
- vi. As informed to us, the central government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the act.
- vii.
 - a. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, Cess and any other statutory dues to the extent applicable, have generally been regularly deposited with the appropriate authorities in India. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2021 for a period of more than six months from the date they became payable.
 - b. According to the information and explanations given to us, there is no amount payable in respect of income tax, service tax, sales tax, customs duty, excise duty, value added tax and Cess whichever applicable, which have not been deposited on account of any disputes.

- c. There has not been an occasion in case of the company during the year under report to transfer any sums to the Investor Education and Protection fund. The Question of reporting delay in transferring such sums does not arise.
- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holder, as applicable to the company. Also, according to the records of the company examined by us and as per the information and explanations given to us, the company has not issued debentures.
- ix. The company has not raised any money by way of initial public offer or further public offer (including debt instruments) or by way of term loans during the year.
- x. During the course of our examination of the books and records of the company, carried in accordance with the auditing standards generally accepted in India. According to the information and explanations given to us, we have neither come across any instance of fraud on or by the company noticed or reported during the course of our audit nor we have been informed of any such instance by the management.
- xi. According to the information and explanations given to us, we report that no managerial remuneration has been paid during the financial year.
- xii. The company is not a Nidhi Company. Therefore, clause (xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv. The company has not entered into non-cash transactions with directors or persons connected with him.
- xvi. The company is NBFC and registered under section 45-IA of the Reserve Bank of India Act, 1934.

For K A S G & CO.
Chartered Accountants
FRN: 002228C

Place: New Delhi
Date: 28/06/2021
UDIN:21512694AAAAHD3771

CA VIPIN GOEL
(PARTNER)
Membership No 512694

Annexure 'B'

*Report on Internal Financial Controls with reference to financial statements***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 HELPAGE FINLEASE LIMITED ("the Company") as of March 31, 2021 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 issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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 on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, 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 Institute of Chartered Accountants of India. 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.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of 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, 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 March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For K A S G & CO.
Chartered Accountants
FRN: 002228C

Place: New Delhi
Date: 28/06/2021
UDIN:21512694AAAAHD3771

CA VIPIN GOEL
(PARTNER)
Membership No 512694

BALANCE SHEET FOR THE YEAR ENDED 31st MARCH 2021**₹in rupees**

	PARTICULARS	Note No.	31st March 2021	31st March 2020
	ASSETS			
(1)	Financials Assets			
(a)	Cash and cash equivalents	12	42,284.94	47,684.94
(b)	Bank Balance other than (a) above	12	4,787,606.94	8,337,091.74
(c)	Derivative financial instruments			
(d)	(I) Trade Receivables	11	59,779,250.39	40,948,942.39
	(II) Other Receivables		-	-
(e)	Loans	10	383,527,122.00	338,297,176.00
(f)	Investments		-	-
(g)	Other Financials assets(to be specified)			
(2)	Non-Financial Assets			
(a)	Inventories		-	-
(b)	Current tax Assets (Net)			
(c)	Deferred tax Assets (Net)		49,630.00	-
(d)	Investment Property		-	-
(e)	Biological assets other than bearer plants		-	-
(f)	Propety, Plant and Equiptment	9	5,234,185.28	5,373,798.60
(g)	Capital work-in-progress		-	-
(h)	Intangibal assets under development		-	-
(i)	Goodwill		-	-
(j)	Other Intangibal assets		-	-
(k)	Other financial assets (to be specified)	8	2,538,569.29	2,688,420.13
	Total Assets		455,958,648.84	395,693,113.80
	LIABILITY AND EQUITY			
	LIABILITY			
(1)	Financial Liabilities			
(a)	Derivative financial instruments		-	-
(b)	Payables			
	(I) Trade Payables			
	(i) total outstanding due to micro enterprises and small enterprises		-	-
	(ii) total outstanding due to creditors other than micro enterprises and small enterprises		-	-
	(I) Other Payables			
	(i) total outstanding due to micro enterprises and small enterprises		-	-

	(ii) total outstanding due to creditors other than micro enterprises and small enterprises	7	35,314,696.00	26,956,338.00
(c)	Debt Securities		-	-
(d)	Borrowings (Other than Debt Securities)	6	280,934,030.00	234,498,227.87
(e)	Deposits		-	-
(f)	Subordinated Liabilities		-	-
(g)	Other Financial liabilities (to be specified)		-	-
(2)	Non-Financials Liabilities			
(a)	Current tax liabilities (Net)	5	2,340,222.00	2,129,715.00
(b)	Provisions	4	5,333,347.80	2,767,820.80
(c)	Deferred tax liabilities (Net)	3	-	229,429.00
(d)	Other non-financials liabilities (to be specified)		-	-
(3)	EQUITY			
(a)	Equity Share Capital	1	99,475,000.00	99,475,000.00
(b)	Other Equity	2	32,561,353.04	29,636,583.13
	Total Liabilities and Equity		455,958,648.84	395,693,113.80

Notes to Account

Schedules referred to above and notes attached there to form an integral part of Balance Sheet.

As per our report of even date

For K A S G & CO.

Chartered Accountants

(FRN: 002228C)

For and on behalf of the Board of Directors

CA Vipin Goel

Partner

Membership No.: 512694

Place: New Delhi

Date: 28/06/2021

UDIN: 21512694AAAAHD3771

Ananyaa Pandey

Director

DIN: 06966851

Sidharth Goyal

Managing Director

DIN: 02855118

Charu Chawla

Company Secretary

M. No. A58817

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2021

₹in rupees

	PARTICULARS	Note No.	31st March 2021	31st March 2020
(I)	Revenue from operations			
(a)	Interest Income	13	29,379,065.00	27,548,250.00
(b)	Dividend Income		-	-
(c)	Rental Income		-	-
(d)	Fees and commission Income		-	-
(e)	Net gain on fair value changes		-	-
(f)	Net gain on de-recognition of financial instruments under amortized cost category		-	-
(g)	Sale of products (including Excise Duty)		-	-
(h)	Other (to be specified)		-	-
	Total Revenue from operations		29,379,065.00	27,548,250.00
(II)	Other Income (to be specified)	14	48,930.00	79,160.00
(III)	Total Income (I + II)		29,427,995.00	27,627,410.00
	Expenses			
(i)	Finance Costs	15	17,893,959.40	16,143,397.27
(ii)	Fees and commission expense		-	-
(iii)	Net loss on fair value changes		-	-
(iv)	Net loss on de-recognition of financial instruments under amortized cost category			
	Impairment on financial instruments		-	-
(v)	Cost of materials consumed		-	-
(vi)	Purchases of Stock-in-trade		-	-
(vii)	Changes in Inventories of finished goods, stock-in-trade and work-in-progress		-	-
(viii)	Employee Benefits Expenses	16	1,542,643.00	1,579,901.00
(ix)	Depreciation, amortization and impairment	17	867,426.32	834,039.32
(x)	Others expenses (to be specified)	18	3,117,388.37	2,526,620.87
(IV)	Total Expenses (IV)		23,421,417.09	21,083,958.46
(V)	Profit/(Loss) before exceptional items and tax (III-IV)		6,006,577.91	6,543,451.54
(VI)	Exceptional Items:			
	NPA Provision		-	-
(VII)	Profit/(Loss) before tax (V-VI)		6,006,577.91	6,543,451.54
(VIII)	Tax Expense:	19	1,587,643.00	1,702,671.00
	(1) Current Tax			
	(2) Deferred Tax	20	(279,059.00)	(1,374.00)
(IX)	Profit/(Loss) for the period from continuing operations (VII-VIII)		4,697,993.91	4,842,154.54
(X)	Profit/(Loss) from discontinuing operations		-	-

(XI)	Tax Expense of discontinued operations		-	-
(XII)	Profit/(Loss) from discontinuing operations (After tax) (X-XI)		-	-
(XIII)	Profit/(Loss) for the period (IX-XII)		4,697,993.91	4,842,154.54
(XIV)	Other Comprehensive Income		-	-
			4,697,993.91	4,842,154.54
(XV)	Total Comprehensive Income for the period (XIII-XIV)		4,697,993.91	4,842,154.54
(XV)	Earning per equity share (for continuing operations)		0.47	0.49
	- Basic (Rs)		0.47	0.49
	- Diluted (Rs)			

See accompanying notes to the financial statement

Schedules referred to above and notes attached there to form an integral part of statement of Profit & Loss.

This is the Statement of Profit and Loss referred to in our Report of even date

As per our report of even date

For K A S G & CO.

Chartered Accountants

(FRN: 002228C)

For and on behalf of the Board of Directors

CA Vipin Goel

Partner

Membership No.: 512694

Place: New Delhi

Date: 28/06/2021

UDIN: 21512694AAAAHD3771

Ananyaa Pandey

Director

DIN: 06966851

Sidharth Goyal

Managing Director

DIN: 02855118

Charu Chawla

Company Secretary

M. No. A58817

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

₹ in rupees

	PARTICULARS	31st March 2021	31st March 2020
A.	Cash Flow From Operating Activities		
	Net Profit before tax and extraordinary items (as per Statement of Profit and Loss)	60,06,577.91	65,43,451.54
	Adjustments for non-Cash/ Non trade items:		
	Depreciation & Amortization Expenses	8,67,426.32	8,34,039.32
	Finance Cost	1,78,93,959.40	1,61,43,397.27
	Other Inflows / (Outflows) of cash	9,39,600.00	9,68,431.00
	Operating profits before Working Capital Changes	2,57,07,563.63	2,44,89,319.13
	Adjusted For:		
	Increase / (Decrease) in other current liabilities	99,58,755.29	1,47,20,613.03
	(Increase) / Decrease in Short Term Loans & Advances	4,50,000.00	(4,50,000.00)
	(Increase) / Decrease in other current assets	(1,86,80,457.16)	(2,16,17,447.93)
	Cash generated from Operations	1,74,35,861.76	1,71,42,484.23
	Income Tax (Paid) / Refund	(17,02,671.00)	-
	Net Cash flow from Operating Activities(A)	1,57,33,190.76	1,71,42,484.23
B.	Cash Flow From Investing Activities		
	Purchase of tangible assets	(7,27,813.00)	-
	Cash advances and loans made to other parties	(4,56,79,946.00)	(60,00,000.00)
	Cash advances and loans received back	-	31,00,000.00
	Net Cash used in Investing Activities(B)	(4,64,07,759.00)	(29,00,000.00)
C.	Cash Flow From Financing Activities		
	Finance Cost	(1,78,93,959.40)	(1,61,43,397.27)
	Increase in / (Repayment) of Long term borrowings	4,77,26,466.84	(20,64,694.84)
	Other Inflows / (Outflows) of cash	(27,12,824.00)	(9,68,431.00)
	Net Cash used in Financing Activities(C)	2,71,19,683.44	(1,91,76,523.11)
D.	Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)	(35,54,884.80)	(49,34,038.88)
E.	Cash & Cash Equivalents at Beginning of period	83,84,776.68	1,33,18,815.56
F.	Cash & Cash Equivalents at End of period	48,29,891.88	83,84,776.68
G.	Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)	(35,54,884.80)	(49,34,038.88)

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

As per our report of even date

For K A S G & CO.

Chartered Accountants

(FRN: 002228C)

For and on behalf of the Board of Directors

CA Vipin Goel

Partner

Membership No.: 512694

Place: New Delhi

Date: 28/06/2021

UDIN: 21512694AAAAHD3771

Note:

1. The Cash Flow Statement has been prepared by Indirect Method as per AS-3 issued by ICAI.
2. Figures of previous year have been rearranged/regrouped wherever necessary.
3. Figures in brackets are outflow/deductions.

Ananyaa Pandey

Director

DIN: 06966851

Sidharth Goyal

Managing

Director

DIN: 02855118

Charu Chawla

Company Secretary

M. No. A58817

Notes to Financial statements for the year ended 31st March 2021

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.

Note No. 1 - Equity Share Capital

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Authorised :		
11000000 (31/03/2020:11000000) Equity shares of Rs. 10.00/- par value	11,00,00,000.00	11,00,00,000.00
Issued :		
9947500 (31/03/2020:9947500) Equity shares of Rs. 10.00/- par value	9,94,75,000.00	9,94,75,000.00
Subscribed and paid-up :		
9947500 (31/03/2020:9947500) Equity shares of Rs. 10.00/- par value	9,94,75,000.00	9,94,75,000.00
Total	9,94,75,000.00	9,94,75,000.00

Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period**Equity shares**

₹ in rupees

	As at 31st March 2021		As at 31st March 2020	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	99,47,500	9,94,75,000.00	99,47,500	9,94,75,000.00
Issued during the Period	-	-	-	-
Redeemed or bought back during the period	-	-	-	-
Outstanding at end of the period	99,47,500	9,94,75,000.00	99,47,500	9,94,75,000.00

Right, Preferences and Restriction attached to shares**Equity shares**

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

Details of shareholders holding more than 5% shares in the company:

Type of Share	Name of Shareholders	As at 31st March 2021		As at 31st March 2020	
		Type of Share Name of Shareholders No. of Shares	% of Holding	No. of Shares	% of Holding
Equity [NV: 10.00]	Hemant Kumar Goyal	9,80,000	9.85	9,80,000	9.85
Equity [NV: 10.00]	Kusum Goyal	5,00,000	5.03	5,00,000	5.03
Equity [NV: 10.00]	Sidharth Goyal	5,15,000	5.18	5,15,000	5.18
Equity [NV: 10.00]	G2 Consultants Private Limited	12,00,000	12.06	12,00,000	12.06
Equity [NV: 10.00]	Shekhar Vishwas	5,00,000	5.03	5,00,000	5.02
Equity [NV: 10.00]	Accufox Enterprises Private Limited	-	-	12,00,000	12.06
Equity [NV: 10.00]	Singhanian Capital Private Limited	16,09,203	16.18	4,80,631	4.83
Equity [NV: 10.00]	Aloukik Real Estate and Builders Private Limited	12,00,000	12.06	12,00,000	12.06
Equity [NV: 10.00]	Candid Wealth Management Private Limited	6,48,164	6.52	5,49,964	5.53
Equity [NV: 10.00]	S S Energy Ventures Private Limited	8,50,000	8.54	8,50,000	8.54
Equity [NV: 10.00]	Singhal Technologies Private Limited	5,00,000	5.02	5,00,000	5.02
Equity [NV: 10.00]	Vedya Realtors Private Limited	5,00,000	5.02	5,00,000	5.02
	Total	90,02,367	90.49	89,75,595	90.2

No. 2 – Other Equity (Reserves and surplus)

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Surplus		
Opening Balance	98,89,265.09	60,15,541.55
Add: Profit for the year	46,97,993.91	48,42,154.54
Less: Transfer to statutory reserve	(9,39,600.00)	(9,68,431.00)
Less: Transfer to Provision for Standard Assets	(17,73,224.00)	-

Closing Balance	1,18,74,435.00	98,89,265.09
Securities premium		
Opening Balance	1,72,75,000.00	1,72,75,000.00
Add: Addition during the year	-	-
Less : Deletion during the year	-	-
Closing Balance	1,72,75,000.00	1,72,75,000.00
Statutory Reserves		
Opening Balance	24,72,318.04	15,03,887.04
Add: Addition during the year	9,39,600.00	9,68,431.00
Less : Deletion during the year	-	-
Closing Balance	34,11,918.04	24,72,318.04
Balance carried to balance sheet	3,25,61,353.04	2,96,36,583.13

No. 3 - Deferred Tax

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Deferred tax liability		
Deferred Tax liability	-	2,29,429.00
Gross deferred tax liability	-	2,29,429.00
Deferred tax assets		
Deferred Tax Asset	49,630.00	-
Gross deferred tax asset	49,630.00	-
Net deferred tax assets	49,630.00	-
Net deferred tax liability	-	2,29,429.00

Note No. 4 - Provisions

₹ in rupees

Particulars	As at 31st March 2021			As at 31st March 2020		
	Long-term	Short-term	Total	Long-term	Short-term	Total
Other provisions						
Provision for Standard Assets	-	17,73,224.00	17,73,224.00	-	-	-
Salary Payable	-	11,22,149.00	11,22,149.00	-	9,95,583.00	9,95,583.00
Expenses Payable	-	24,37,974.80	24,37,974.80	-	17,72,237.80	17,72,237.80
	-	53,33,347.80	53,33,347.80	-	27,67,820.80	27,67,820.80
Total	-	53,33,347.80	53,33,347.80	-	27,67,820.80	27,67,820.80

Note No. 5–Current Tax Liabilities

₹ in rupees

Particulars	As at 31st March 2021			As at 31st March 2020		
	Long-term	Short-term	Total	Long-term	Short-term	Total
Other provisions						
Provision for Current Tax	-	16,25,648.00	16,25,648.00	-	17,02,671.00	17,02,671.00
TDS Payable	-	7,14,574.00	7,14,574.00	-	4,27,044.00	4,27,044.00
	-	23,40,222.00	23,40,222.00	-	21,29,715.00	21,29,715.00
		0	0		0	
Total	-	23,40,222.00	23,40,222.00	-	21,29,715.00	21,29,715.00
		0	0		0	

Note No. 6- Borrowings

₹ in rupees

Particulars	As at 31st March 2021			As at 31st March 2020		
	Non-Current	Current Maturities	Total	Non-Current	Current Maturities	Total
Term Loan - From banks						
Secured Loan from bank - Car loan unsecured	-	2,74,030.00	2,74,030.00	2,73,533.20	15,64,694.67	18,38,227.87
	-	2,74,030.00	2,74,030.00	2,73,533.20	15,64,694.67	18,38,227.87
		0				
Other Loans and advances						
Unsecured loan	28,06,60,00.00	-	28,06,60,00.00	23,26,60,00.00	-	23,26,60,000.00
	28,06,60,00.00	-	28,06,60,00.00	23,26,60,00.00	-	23,26,60,000.00
Total Amount	28,06,60,00.00	2,74,030.00	28,09,34,03.00	23,29,33,53.20	15,64,694.67	23,44,98,227.87

Note No. 7–Other Payables

₹ in rupees

Particulars	As at 31st March 2021			As at 31st March 2020		
	Long-term	Short-term	Total	Long-term	Short-term	Total
Other provisions						
Trade Payables	3,53,14,69.60	-	3,53,14,69.60	2,69,56,33.80	-	2,69,56,338.00
	3,53,14,69.60	-	3,53,14,69.60	2,69,56,33.80	-	2,69,56,338.00
Total	3,53,14,69.60	-	3,53,14,69.60	2,69,56,33.80	-	2,69,56,338.00

Note No. 8 - Other Financial Assets

₹ in rupees

Particulars	As at 31st March 2021	As at 31st March 2020
Other Assets		
TDS receivable	25,16,569.29	26,88,420.13
Advance for Car	22,000.00	-
Total	25,38,569.29	26,88,420.13

Note No. 9 - Property, Plant and Equipment as at 31st March 2021

₹ in rupees

	Assets		Gross Block					Accumulated Depreciation/ Amortisation				Net Block	
		Useful Life (In Years)	Balance as at 1st April 2020	Additions during the year	Addition on account of business acquisition	Deletion during the year	Balance as at 31st March 2021	Balance as at 1st April 2020	Provided during the year	Deletion / adjustments during the year	Balance as at 31st March 2021	Balance as at 31st March 2021	Balance as at 31st March 2020
A	Tangible assets												
	Own Assets												
	Computers	3.00	2,75,700.00	-	-	-	2,75,700.00	2,75,700.00	-	-	2,75,700.00	-	-
	Furniture	10.00	3,36,100.00	-	-	-	3,36,100.00	1,80,703.22	31,563.48	-	2,12,266.70	1,23,833.30	1,55,396.78
	Car	8.00	68,37,250.00	7,27,813.00	-	-	75,65,063	16,18,848.18	8,35,862.84	-	24,54,711.02	51,10,351.98	52,18,401.82
	Total (A)		74,49,050.00	7,27,813.00	-	-	81,76,863.00	20,75,251.40	8,67,426.32	-	29,42,677.72	52,34,185.28	53,73,798.60
	P.Y Total		74,49,050.00	-	-	-	74,49,050.00	12,41,212.08	8,34,039.32	-	20,75,251.40	53,73,798.60	62,07,837.92

General Notes :

1. No depreciation if remaining useful life is negative or zero.
2. Depreciation is calculated on pro-rata basis in case assets is purchased/sold during current F.Y.
3. If above assets is used for any time during the year for double shift, the depreciation will increase by 50% for that period and in case of the triple shift the depreciation shall be calculated on the basis of 100% for that period.

Note No. 10 - Loans and advances

₹ in rupees

Particulars	As at 31st March 2021		As at 31st March 2020	
	Long-term	Short-term	Long-term	Short-term
Loans and advances to related parties				
Unsecured, considered good	4,62,00,000.00	-	3,65,00,000.00	4,50,000.00
	4,62,00,000.00	-	3,65,00,000.00	4,50,000.00
Other loans and advances				
Unsecured, considered good (Head)	33,32,27,122.00	49,00,000.00	30,13,47,176.00	-
	33,32,27,122.00	49,00,000.00	30,13,47,176.00	-
Total	37,86,27,122.00	49,00,000.00	33,78,47,176.00	4,50,000.00

Note No. 11 - Trade Receivables

₹ in rupees

Particulars	As at 31st March 2021		As at 31st March 2020	
	Long-term	Short-term	Long-term	Short-term
Trade Receivables	5,97,79,250.39	-	4,09,48,942.39	-
Total	5,97,79,250.39	-	4,09,48,942.39	-

Note No. 12 - Cash and cash equivalents

₹ in rupees

Particulars	As at 31st March 2021		As at 31st March 2020	
Balance with banks				
Cash at bank		47,87,606.94		83,37,091.74
Total		47,87,606.94		83,37,091.74
Cash in hand				
Cash in hand		42,284.94		47,684.94
Total		42,284.94		47,684.94
Total		48,29,891.88		83,84,776.68

Note No. 13 - Revenue from operations

₹ in rupees

Particulars	31st March 2021		31st March 2020	
Interest Income				
Interest received on loans and advances		2,93,79,065.00		2,75,48,250.00
		2,93,79,065.00		2,75,48,250.00
Net revenue from operations		2,93,79,065.00		2,75,48,250.00

Note No. 14 - Other income

₹ in rupees

Particulars	31st March 2021		31st March 2020	
Other non-operating income				
Other receipts		48,930.00		79,160.00
		48,930.00		79,160.00
Total		48,930.00		79,160.00

Note No. 15 - Finance costs**₹ in rupees**

Particulars	31st March 2021	31st March 2020
Interest		
Interest on long-term loans from others	1,76,98,391.00	1,59,36,200.00
Interest on long-term loans from banks	79,913.40	2,07,197.27
Interest on TDS	1,15,655.00	-
	1,78,93,959.40	1,61,43,397.27
Total	1,78,93,959.40	1,61,43,397.27

Note No. 16 - Employee Benefit Expenses**₹ in rupees**

Particulars	31st March 2021	31st March 2020
Salaries and Wages		
Salary and wages	15,42,643.00	15,56,401.00
	15,42,643.00	15,56,401.00
Staff welfare Expenses		
Staff Bonus	-	23,500.00
	-	23,500.00
Total	15,42,643.00	15,79,901.00

Note No. 17- Depreciation and amortization expenses**₹ in rupees**

Particulars	31st March 2021	31st March 2020
Depreciation on tangible assets	8,67,426.32	8,34,039.32
Total	8,67,426.32	8,34,039.32

Note No. 18 - Other expenses**₹ in rupees**

Particulars	31st March 2021	31st March 2020
Advertising expenses	26,971.80	36,642.60
AGM Expenses	-	1,00,000.00
Listing & RTA Expenses	4,13,000.00	4,13,834.00
Audit fees	27,625.00	17,700.00
Bad debts	-	10,76,077.00
Bank charges	4,006.80	2,124.00
Courier Expenses	590.00	-
Director sitting fees	1,50,000.00	1,50,000.00
Electricity expenses	68,300.00	92,120.00
E-voting charges	-	7,670.00
Insurance expenses	1,03,000.00	92,004.00
IT Expenses	5,000.00	3,000.00
Legal expenses	5,400.00	47,200.00
Miscellaneous expenditure	-	1,498.27
Office Expenses	364.77	-
Printing and stationery	-	15,680.00
Processing Fees	63,130.00	23,094.00

Professional expenses	22,50,000.00	3,28,500.00
TDS written off	-	8,452.00
Travelling Expenses	-	1,11,025.00
Total	31,17,388.37	25,26,620.87

Note No. 19- Current tax

₹ in rupees

Particulars	31st March 2021	31st March 2020
Current tax pertaining to current year	15,87,643.00	17,02,671.00
Total	15,87,643.00	17,02,671.00

Note No. 20- Deferred tax

₹ in rupees

Particulars	31st March 2021	31st March 2020
Deferred Tax Liability	(2,79,059.00)	(1,374.00)
Total	(2,79,059.00)	(1,374.00)

M/s HELPAGE FINLEASE LIMITED**SIGNIFICANT ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENTS**
(Schedule forming part of the financial statements for the year ended 31st March, 2021)**A. Significant Accounting Policies****i. Basis of Accounting: -**

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013.

The financial statements have been prepared under the historical cost convention on accrual basis.

ii. Use of Estimates: -

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

iii. Revenue Recognition: -

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is recognized as prescribed in AS-9 on accrual basis. Expenses and Income considered payable and receivable respectively are accounted for on accrual basis.

iv. Property, Plant & Equipment: -

Property, Plant & Equipment including intangible assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets attributable to bringing the assets to its working condition and intended use less accumulated depreciation till date.

Company has adopted cost model for all class of items of Property Plant and Equipment.

v. Depreciation: -

Depreciation on fixed assets is provided based on useful life of the assets as prescribed in schedule II to the Companies act, 2013. Depreciation on fixed assets is provided on the basis of SLM Method.

vi. Investments: -

Investments are stated at cost. No investment held by the company as on 31.03.2021.

vii. Inventories: -

Inventories are valued as under: -

Inventories	:	Lower of cost or net realizable value
1. Scrap	:	At net realizable value.

No inventory held by the company as on 31.03.2021.

viii. Retirement Benefits: -

The retirement benefits are accounted for as and when liability becomes due for payment. No provision for terminal benefit is required.

ix. Taxes on Income: -

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. Tax expense comprises current taxes and deferred taxes. Current tax is determined as the amount of tax payable in respect of taxable income for the year.

There is timing difference in book profit and taxable profit of the company and hence, deferred tax liability has been accounted for as per AS-22.

x. Provisions, Contingent Liabilities and Contingent Assets: - (AS-29)

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.

Contingent Liabilities is disclosed in Notes to the account for: -

- (i) Possible obligations which will be confirmed only by future events not wholly within the control of the company or
- (ii) Present Obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized in the financial statement since this may result in the recognition of the income that may never be realized.

General:

Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.

B. Notes on Financial Statements

- 1. The SSI status of the creditors is not known to the Company; hence the information is not given.
- 2. Salaries includes director's remuneration on account of salary Rs. NIL /- (Previous Year Rs. NIL /-)

3. Trade receivables, Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.

4. Payments to Auditors:

Auditors Remuneration	2020-2021	2019-2020
Audit Fees	27,625 /-	17,700 /-
Tax Audit Fees	NIL	NIL
Company Law Matters	NIL	NIL
GST	NIL	NIL
Total	27,625 /-	17,700 /-

5. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.

6. Advance to others includes advances to concerns in which directors are interested:

Name of Concern	Current Year Closing Balance	Previous Year Closing Balance
NIL	NIL	NIL

7. Related Party disclosure as identified by the company and relied upon by the auditors:

(A) Related Parties and their Relationship

(I) Key Management Personnel

1. Mr. Ashok Kumar
2. Mr. Sidharth Goyal
3. Mr. Dilip Jain
4. Ms. Ananyaa Pandey
5. CS Charu Chawla

(II) Relative of Key Management Personnel

1. Hemant Kumar Goyal
2. Chaman Goyal

(III) Enterprises owned or significantly influenced by Key Management personnel or their relatives

1. Jeen Universal Foundation
2. Sarvashara Foundation
3. Think Tank Infotech Private Limited

Transactions with Related parties**(Figure in Rupees)**

	Transactions during the year			
	Current Year		Previous year	
Particulars	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Advance Paid	NIL	97,00,000 /-	NIL	74,50,000 /-
Received Back	NIL	4,50,000 /-	NIL	10,00,000 /-
Deposit Received	NIL	NIL	NIL	NIL
Deposit Repaid	NIL	NIL	NIL	NIL
Interest Income (Net of TDS)	NIL	36,50,048 /-	NIL	30,78,887 /-
Interest Expense	NIL	NIL	NIL	NIL
Remuneration Paid	NIL	NIL	NIL	NIL
Purchase	NIL	NIL	NIL	NIL
Rent Paid	NIL	NIL	NIL	NIL
Other Payment	NIL	NIL	NIL	NIL
Job Charges	NIL	NIL	NIL	NIL

Outstanding Balances***(Figure in Rupees)**

	Current Year		Previous year	
Particulars	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Loans Taken	NIL	NIL	NIL	NIL
Loans Given	NIL	4,62,00,000 /-	NIL	3,69,50,000 /-
Interest Receivable	NIL	93,30,603/-	NIL	56,80,555/-

- This is the outstanding balance amount as on 31.03.2021 and comparative balance amount as on 31.03.2020 in the books of accounts of the company.

8. % of imported & indigenous raw material & consumables

Particulars	2021		2020	
	%	Amount	%	Amount
Imported	0.00	0.00	0.00	0.00
Indigenous	0.00	0.00	0.00	0.00

9. Value of Imports

Raw Material	Nil	Nil
Finished Goods	Nil	Nil

10. Expenditure in Foreign Currency Nil Nil

11. Earning in Foreign Exchange Nil Nil

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

Signature to notes 1 to 12

In terms of Our Separate Audit Report of Even Date Attached.

For K A S G & CO.

Chartered Accountants

FRN: 002228C

For and on behalf of the Board of Directors

(CA VIPIN GOEL)

PARTNER

Membership No. 512694

Registration No. 002228C

Place: New Delhi

Date: 28/06/2021

Ananyaa Pandey

Director

DIN: 06966851

Sidharth Goyal

Director

DIN: 02855118

Charu Chawla

Company Secretary

M. No. A58817